



Annual Report
For the Financial Year Ended

30 June 2019

ABN 68 108 737 711



VANGO MINING LIMITED
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FOR THE YEAR ENDED 30 JUNE 2019



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Directors	Bruce McInnes (Executive Chairman) Shengqiang (Sean) Zhou (Managing Director) Zhenzhu (Carol) Zhang (Executive Director)
Company Secretary	Ian Morgan
Registered Office	Suite 3542, Level 35, Tower 1 Barangaroo International Towers 100 Barangaroo Avenue Sydney NSW 2000
Principal place of business	Suite 3542, Level 35, Tower 1 Barangaroo International Towers 100 Barangaroo Avenue Sydney NSW 2000
Share Register	Boardroom Limited Level 7 207 Kent Street Sydney NSW 2000 Telephone: +61 2 9251 6812 Facsimile: +61 2 9279 0664
Auditor	Ernst & Young Ernst & Young Centre 200 George Street Sydney NSW 2000
Solicitors	Gilbert + Tobin Level 35, Tower Two International Towers 200 Barangaroo Avenue Sydney NSW 2000
Stock exchange listing	Australian Securities Exchange ASX Code: VAN, VANO
Website	www.vangomining.com

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the "consolidated entity") consisting of Vango Mining Limited (referred to hereafter as the "Company" or "parent entity") and the entities it controlled for the year ended 30 June 2019.

1. INFORMATION ON DIRECTORS

The names and details of the Company's Directors in office during the financial year and until the date of this report are as follows. Directors were in office for the entire year unless otherwise stated.

Name:	Mr Bruce McInnes
Title:	Non-executive director (9 May 2013 – 24 October 2013) Executive Deputy Chairman (25 October 2013 – 14 August 2014) Executive Chairman (15 August 2014 – present)
Qualifications:	B.Comm (Accounting)
Experience and expertise:	Mr McInnes has been in the public and commercial accounting sectors for over 30 years. He was a founding partner and is now the senior partner at accounting firm McInnes & Associates based in Leeton New South Wales. Bruce also owns a large agricultural business in Riverina, New South Wales. Mr McInnes had also volunteered as the treasurer of Telstra Child Flight, a not-for-profit organisation that provides helicopter transport for sick and injured children in remote areas of New South Wales.
Other current directorships:	None
Former directorships (in the last 3 years):	None
Special Responsibilities:	Chairman of the Audit Committee and Remuneration Committee
Interests in shares:	14,350,918
Interests in options:	40,000,000

Name:	Mr Shengqiang (Sean) Zhou
Title:	Non-executive director (Appointed 15 August 2014), Managing Director (Appointed 30 January 2018)
Qualifications:	B.Comm, Masters Project Management
Experience and expertise:	Mr Zhou has over 13 years' experience in project management, funds management and investment banking with a focus on infrastructure investment in the Asia Pacific Region. During Mr Zhou's time as Head of the China team of Inbound Investment at CPG Capital Partners Ltd, a Singapore based investment bank, he was responsible for raising over US\$500 million in funding. Prior to CPG, Sean was General Manager Australia for Shanghai General Metal Structural Engineering Limited.
Other current directorships:	None
Former directorships (in the last 3 years):	None
Special Responsibilities:	Audit Committee, Remuneration Committee
Interests in shares:	54,289,873
Interests in options:	40,000,000

Name: Mrs Zhenzhu (Carol) Zhang
Title: Executive director (Appointed 25 August 2015)
Qualifications: PHD in Project Management
Experience and expertise: Dr Zhang has a PHD in management. Prior to joining Vango she was an associate professor at Tianjin University, teaching logistics management.
Other current directorships: None
Former directorships (in the last 3 years): None
Special Responsibilities: None
Interests in shares: 86,354,474
Interests in options: 20,000,000

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (in the last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

2. DIRECTORS' MEETINGS

The number of meetings of the company's Board of Directors ("the Board") held during the year ended 30 June 2019 and the number of meetings attended by each director during the time the Director held office was:

Director	Board		Audit Committee	
	Number Eligible to Attend	Number Attended	Number Eligible to Attend	Number Attended
Bruce McInnes	8	8	-	-
Shengqiang (Sean) Zhou	8	8	-	-
Zhenzhu (Carol) Zhang	8	8	-	-

3. INFORMATION ON COMPANY SECRETARY

The following person/s held the position of Company Secretary during the financial year.

Mr Ian Morgan (Appointed 15 May 2017)

B Bus (NSW Institute of Technology), M Com Law (Macquarie University), Grad Dip App Fin (Securities Institute of Australia) CA, ACIS, MAICD, F Fin

Mr Morgan was appointed Company Secretary on 18 May 2017. He is a Chartered Accountant and Chartered Company Secretary with over 35 years' experience and provides secretarial and advisory services to a range of companies, including holding the position of Company Secretary for other listed public companies.

4. PRINCIPAL ACTIVITIES

The consolidated entity is presently focusing on gold exploration and the development of its wholly owned Marymia Gold Project in Western Australia. The consolidated entity's immediate goal is to become a gold producer.

5. OPERATING AND FINANCIAL REVIEW

Vango Mining Limited ("Vango or "the Company") is an exploration and mining development company primarily focused on developing the Company's key asset: The **Marymia Gold Project** ("Marymia", "the Project"), located in the Mid-West region of Western Australia.

The Company has two main near-term objectives:

- I) To continue to grow the Company's high-grade gold resource base at Marymia, and,
- II) To become a significant, stand-alone, gold producer.

The Company has made significant progress towards achieving these objectives during the 2018/2019 financial year (FY 18/19).

The geology of the Marymia Gold Project and significant prospects are shown on Figure 1.

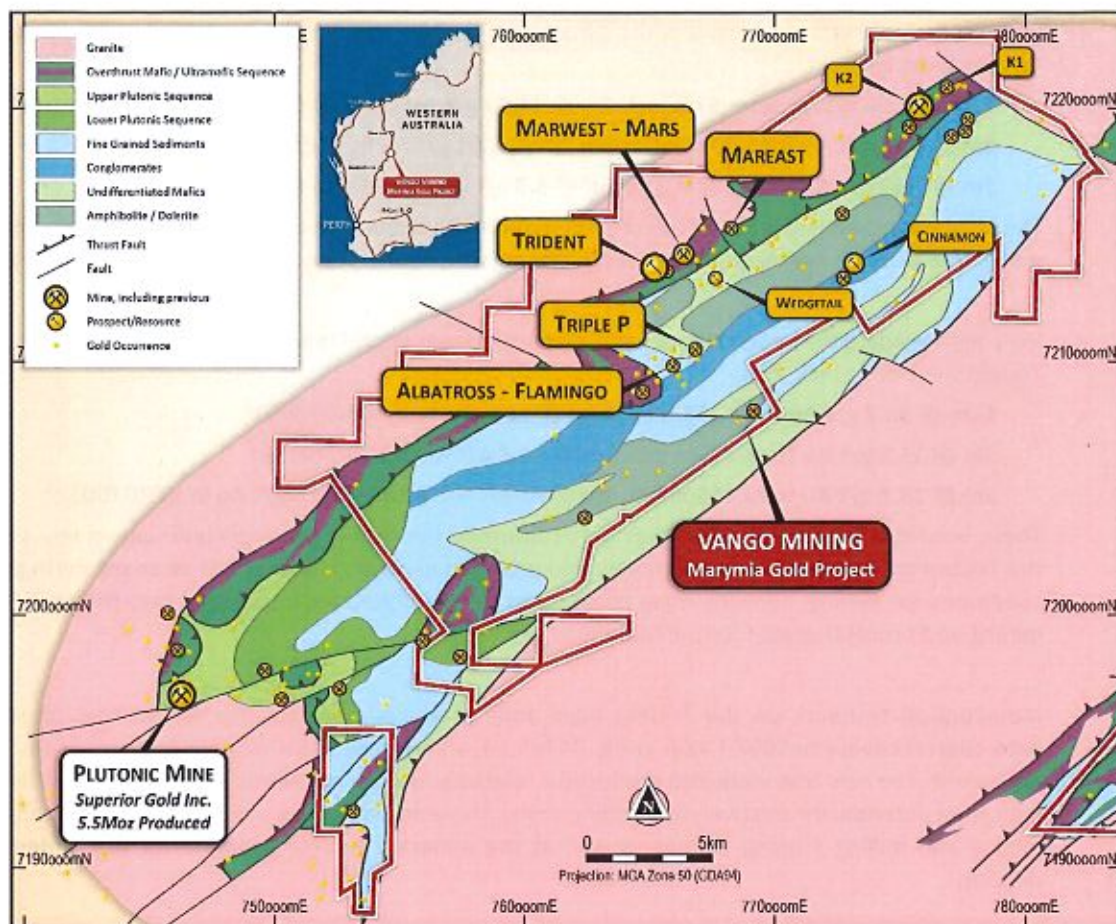


Figure 1: Marymia Gold Project, tenements outline and geology with key prospects

MARYMIA GOLD PROJECT

The 100%-owned Marymia Gold Project ("the Project") is located in the Mid-West region of Western Australia. Vango plans to systematically develop the assets into a significant, long term gold mining operation.

During FY 18/19 the Company has focused on drilling to define and expand the high-grade Trident Gold Deposit as well as targeting other resource targets including the Cinnamon gold deposit (see Figure 1 for geology and location of key gold deposits at Marymia). The Company's objective is to define sufficient resources to support a stand-alone mining and processing operation.

Trident Gold Deposit

During the FY 18/19 Vango achieved several key milestones at the Trident high-grade gold deposit, including:

- The completion of a deeper drilling programme that has located high-grade gold mineralisation that now extends at least 500m to the west (down-dip) of the Deposit's drill-defined high-grade zone. The peak intersection from this programme was:
 - 3.5m @ 10.9 g/t Au from 349m incl. 1.5m @ 22.1g/t Au in VTRRCD0028¹

In addition, mineralisation (biotite alteration and trace gold) intersected in VTRRCD0029 confirms that the Trident mineralization continues to 1000m down dip/600m vertical depth from surface, indicating potential for deep extensions of the Trident gold mineralised system.

- High-grade intersections were produced from near surface extensions of the Trident gold deposit at Trident West including:
 - 11m @ 5.66 g/t Au from 67m incl. 2m @ 14.17 g/t Au & 3m @ 9.44 g/t Au in VTRRC0041²
 - 4m @ 4.22 g/t Au from 87m including 1m @ 8.01 g/t Au in VTRRC0040²
 - 3m @ 7.62 g/t Au from 134m and 6m @ 3.3 g/t Au from 143m in VTRRC0045³

The shallow projections of the Trident gold deposit represent a potential open-pit opportunity that would also provide decline portal access to develop the deeper, very high-grade, Trident main zone.

- Very high-grade gold intersections were produced from geotechnical diamond core drilling of the Trident main zone including:
 - 11m @ 36.2 g/t Au from 213m incl. 2m @ 184 g/t Au in VTRGT0050⁴
 - 3m @ 15.5 g/t Au from 226m incl. 1m @ 34.9 g/t Au in VTRGT0049⁴
 - 5m @ 13.8 g/t Au from 155m incl. 1m @ 21 g/t Au & 1m @ 23.9 g/t Au in VTRGT0052⁴

These very high-grade drilling intersections confirmed the high-grade and continuity in key areas of the Trident gold deposit resource model, and provided geotechnical information to establish ground conditions for mining, allowing mine planning to be completed for integration into the stand-alone mining and processing plan for the Marymia Gold Project.

- Metallurgical testwork on the Trident main zone produced very positive results that lifted **gold extraction recovery to 90%**⁵ (106µ grind, 24 hours), an increase of 5% relative to previous test-work on Trident. The new test-work also produced a relatively low Bond, Ball-mill, Work Index (BBWI) of 13, indicating potential for relatively low milling costs. These results will be incorporated into stand-alone mining and milling scoping studies as well as the mineral resource estimate for the Trident gold deposit.

Metallurgical testwork was also completed for the Trident West gold deposit and returned a **gold extraction recovery rate of 97.9%**⁶ (106µ grind, 24 hours) for oxide/transition material.

- A major milestone for the Company was achieved with the 18 April 2019 release of a significant, new, high-grade, JORC 2012 Mineral Resource Estimate for the Trident gold deposit as summarised below:
 - ***1.6 Mt @ 8.0 g/t gold (Au) for 410,000 ounces⁷ (oz) of gold including,**
 - Indicated Resource: 945kt @ 9.4 g/t Au for 285,000 oz of gold, and,
 - Inferred Resource: 645kt @ 6.0 g/t Au for 125,000 oz of gold

(*See ASX release 18 April 2019 for details and Mineral Resource Statement in this report).

(See Figure 2, drilling and resource plan projection and Figure 3, cross section through the resource).

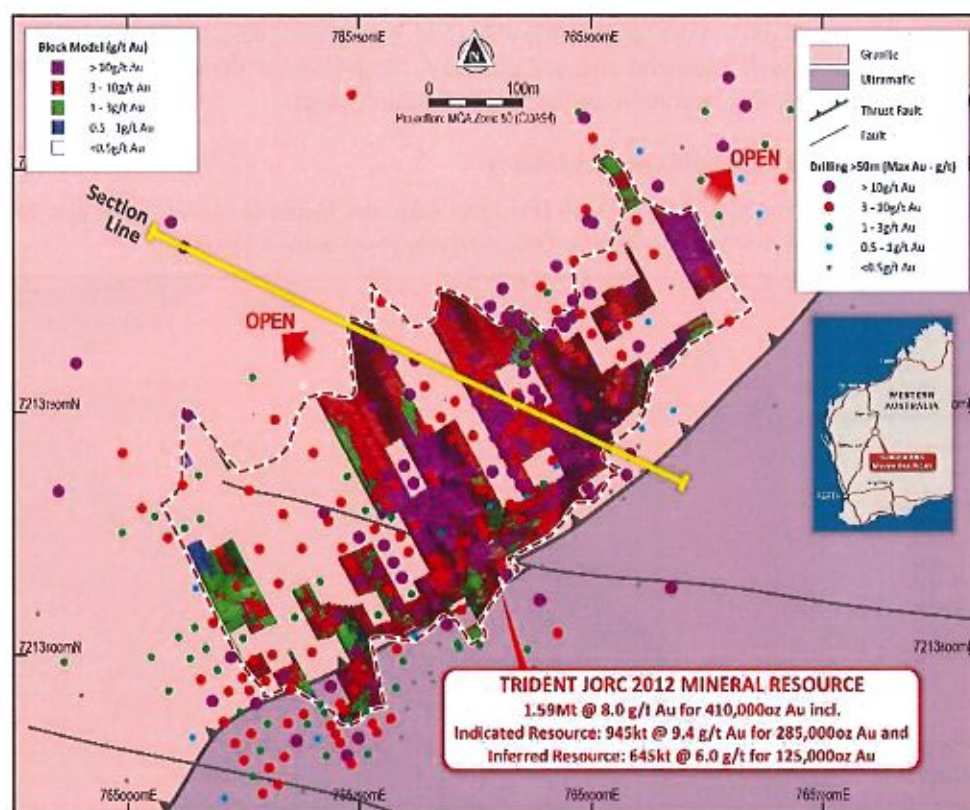


Figure 2: Plan projection of the Trident Mineral Resource, with drilling collars and simplified geology

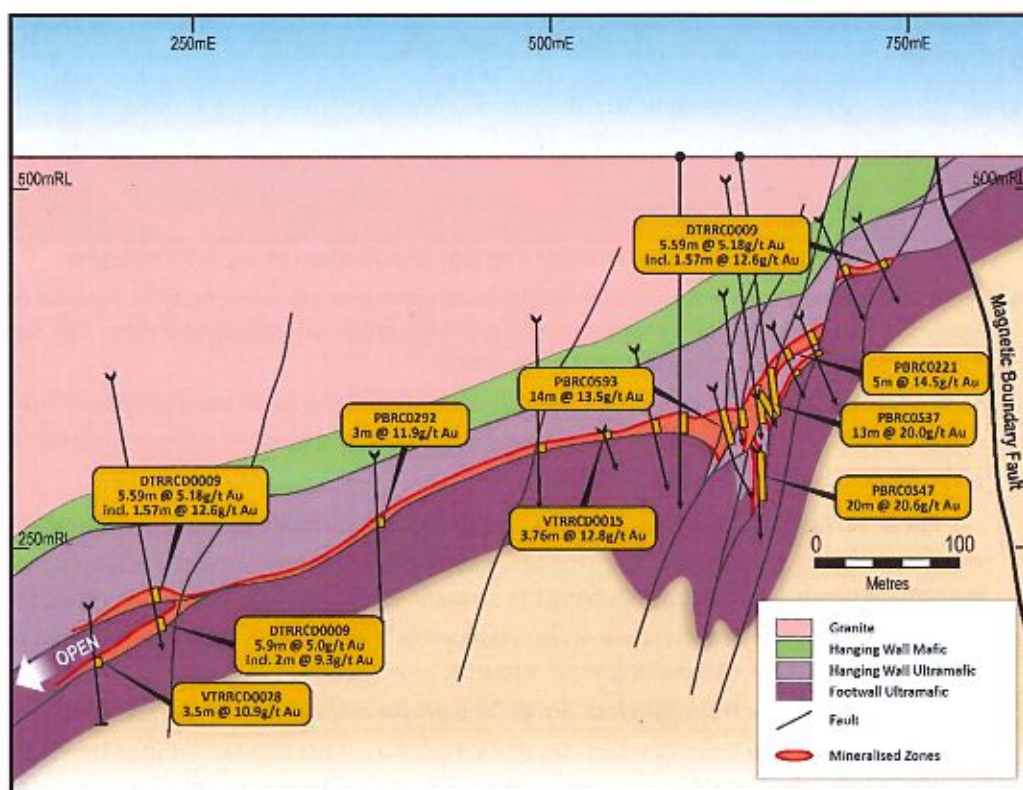


Figure 3: Oblique cross-section through Trident gold deposit with high-grade intersections

Detailed mine planning based on the significantly upgraded, high-grade, Indicated Resources at the core of the Trident gold deposit is well advanced and will underpin completion of mine planning for the Company's proposed first stage of mining operations at the Marymia Gold Project.

Trident – Marwest – Mareast Gold Corridor Drilling

Trident is open beyond the 1km strike length tested to date, the resource representing just 20% of the 5km strike length of the Trident-Marwest-Mareast Gold Corridor (see Figure 4 below).

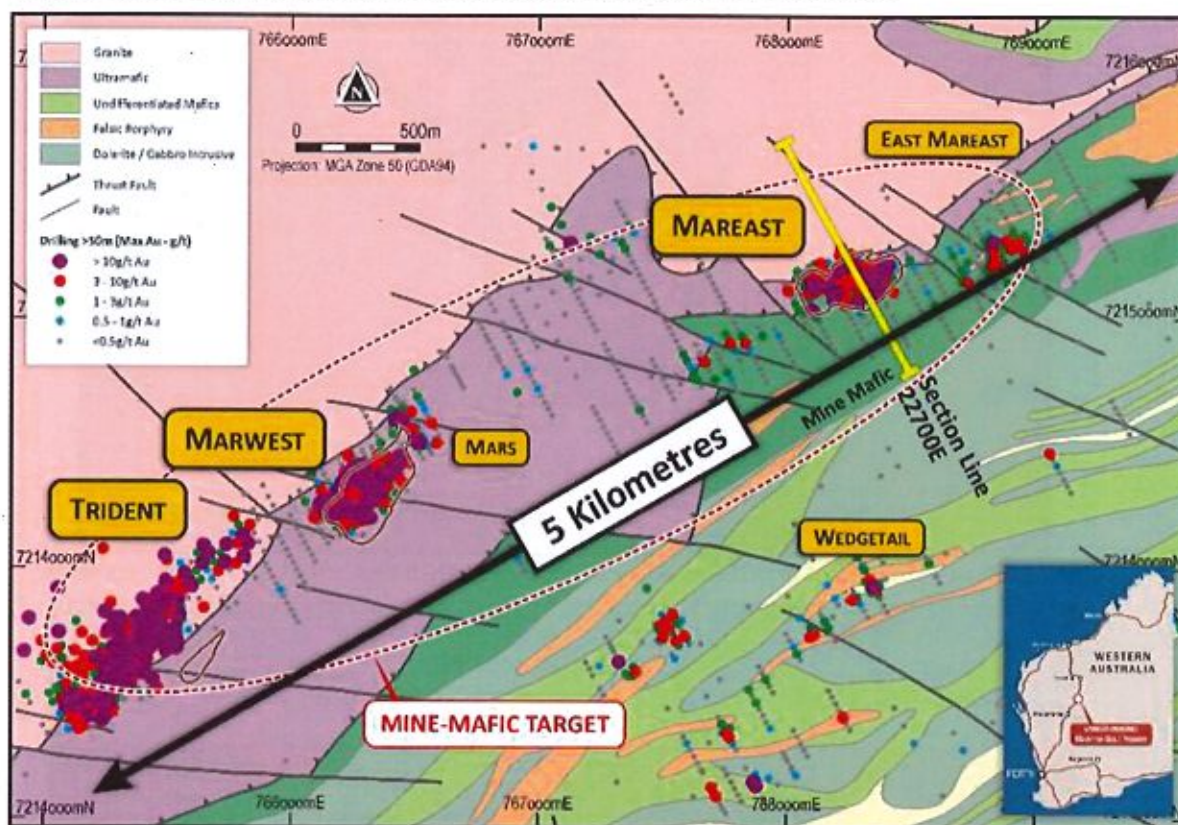


Figure 4: Trident-Marwest-Mareast Corridor with location of key drilling targets

During the FY 18/19 Vango completed several drilling programmes in this corridor, with the dual objectives of defining open-pit resources as well as targeting deeper, high-grade underground zones. The Company has produced high-grade intersections in four key target areas:

- At the **Marwest** and **Mars** deposits high-grade intersections have been produced from relatively shallow depth that indicate potential for a cutback to the Marwest pit and potential link to the high-grade Mars deposit. Key new intersections include:
 - 9m @ 12.7 g/t Au from 54m including 3m @ 30.6 g/t Au from 56m in VMWRC0002⁸
 These intersections, and others from the Marwest deposit, indicate potential to link Marwest-Mars to the Trident deposit, potentially doubling the strike length of this high-grade gold zone to over 2km.
- At **Mareast** high-grade intersections were produced below the Mareast pit that highlight potential for both open-pit cutback and underground resources, and include:
 - 9m @ 15.0 g/t Au from 28m incl. 3m @ 39.8 g/t Au in VMERC0012⁹ (in-pit), and,
 - 2m @ 18.6 g/t Au from 77m incl. 1m @ 35.4 g/t Au in VMERC0007¹⁰ drilled from surface

In addition, a series of lower grade intersections have confirmed the potential of a mineralised zone at East-Mareast, to host an open pit resource.

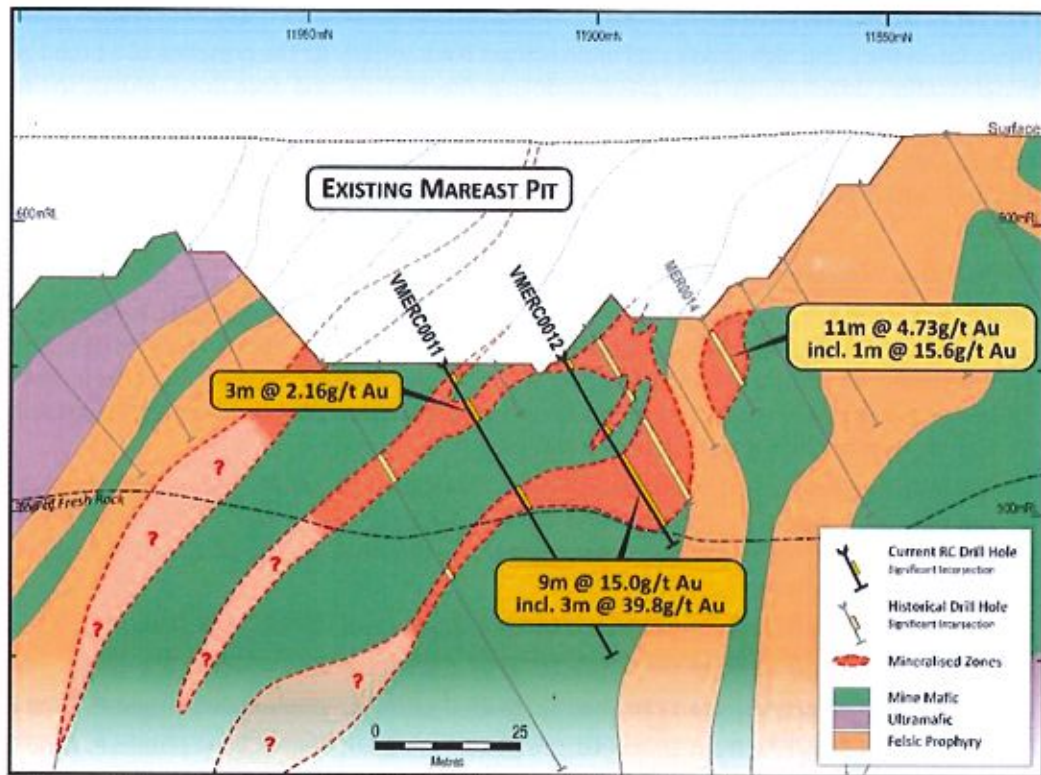


Figure 5: Mareast cross section 22,700mE showing high-grade gold intersections in Mine Mafic

The high-grade drilling results from Mareast are interpreted to be hosted by the (Plutonic) Mine-Mafic unit, that hosts the majority of high-grade gold mineralisation in the Marymia Greenstone Belt, including the Plutonic gold deposit, that has produced >5.5Moz of gold to date¹¹ (see Figure 1). Modelling of geophysics indicates that the Mine-Mafic extends from below the Trident Resource and continues under Marwest for a projected 5km before "daylighting" at the Mareast deposit, at the eastern end of the Trident-Marwest-Mareast Gold Corridor (see plan Figure 4). Drill targeting for new high-grade zones will continue in this highly prospective corridor.

- High-grade gold intersections have also been produced for the **Wedgetail** deposit, an open-pit resource target located on a parallel structure to the southeast of the Trident-Marwest-Mareast corridor (see Figure 4), including:
 - **6m @ 5.83 g/t Au from 25m Incl. 3m @ 11.7 g/t Au incl. 1m @ 30.6 g/t Au in VWERC0007¹⁰**

The drilling results from the Trident-Marwest-Mareast Gold Corridor will be incorporated into new, JORC 2012, Mineral Resource estimates that will, in turn, support detailed planning for both open-pit and underground mine development and feasibility studies for the proposed, stand-alone, Marymia Gold Operation.

Cinnamon Gold Deposit Drilling Two, pre-collared diamond drilling programmes at Cinnamon gold deposit (see Figure 1) tested down-plunge extensions of broad and high-grade gold zones associated with a plunging flexure in the conglomerate hosted mineralised structure (see cross section Figure 7). Peak intersections produced from these programmes included:

- 18m @ 3.10 g/t Au from 155m and 2m @ 9.50 g/t Au from 96m in VBGRCD0003¹²
- 10m @ 2.69 g/t Au from 106m incl. 2m @ 8.5 g/t Au and 2m @ 20.78 g/t Au from 164m, in VBGRCD0001¹²

These latest thick and high-grade gold intersections have confirmed the presence of a broad zone of gold mineralisation, down-plunge from previous drilling intersections and open down-plunge to the west.

The Cinnamon results will be incorporated into new Mineral Resource estimates for the Marymia Gold Project, and contribute to building a substantial resource inventory for detailed planning for both open-pit and underground mine development and feasibility studies for the proposed, stand-alone, Marymia Gold Operation.

Triple-P Area Targeting and Initial Drilling

Drilling also commenced testing of open-pit and underground targets in the **Triple-P** area (see Figure 1), where mineralisation is interpreted to be hosted by a repeat of the Plutonic "Mine-Mafic" that hosts the majority of gold mineralisation in the Marymia Belt, but is largely obscured by sedimentary rocks in this area. Previous historical intersections in this area include **7m @ 15.7 g/t Au from 144m incl. 3m @ 28.1 g/t Au**¹² in PMDD0002 from an interpreted high-grade shoot below the Triple-P, Zone B pit.

The initial drilling included 10, wide-spaced reverse circulation (RC) drillholes below both the Triple-P and Zone B open pits (see Figure 6 for locations and geology and Figure 7, a cross section through key intersections). Results from the drilling¹³, received post the end of the reporting period, produced multiple, very high-grade, gold intersections including:

- 4m @ 23.0 g/t Au from 109m incl. 1m @ 85.0 g/t Au in VPPPRC0008 (Triple-P)
- 3m @ 7.79 g/t Au from 124m incl. 1m @ 16.5 g/t Au in VPPPRC0007 (Triple-P)
- 4m @ 9.48 g/t Au from 177m incl. 1m @ 25.0 g/t Au in VPPPRC0005 (Triple-P, Zone B)
- 4m @ 6.38 g/t Au from 164m incl. 2m @ 10.9 g/t Au in VPPPRC0004 (Triple-P, Zone B)

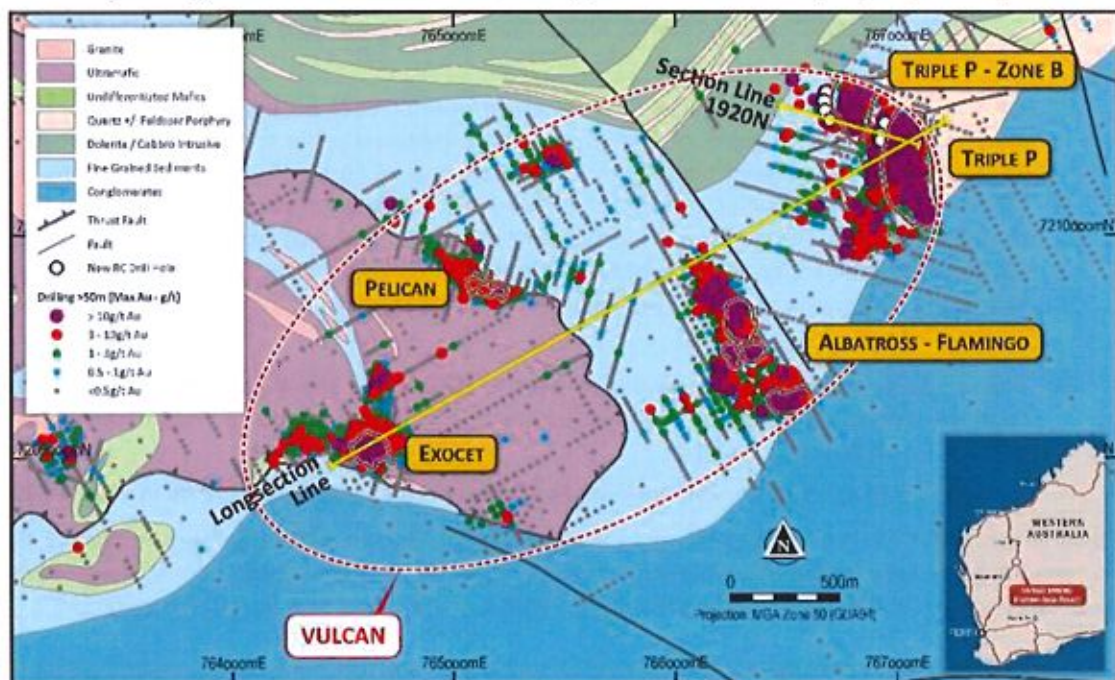


Figure 5: Mareast cross section 22,700mE showing high-grade gold intersections in Mine Mafic

The Triple-P and Zone B high-grade gold mineralisation is interpreted to be hosted by the same Mine-Mafic unit that hosts the Plutonic gold deposit, which has produced >5.5Moz gold to date¹¹. The Mine Mafic is interpreted to have been thrust to a shallow position in the Triple-P area where it is structurally "right-way-up" and overlies the ultramafic units (see Figure 6).

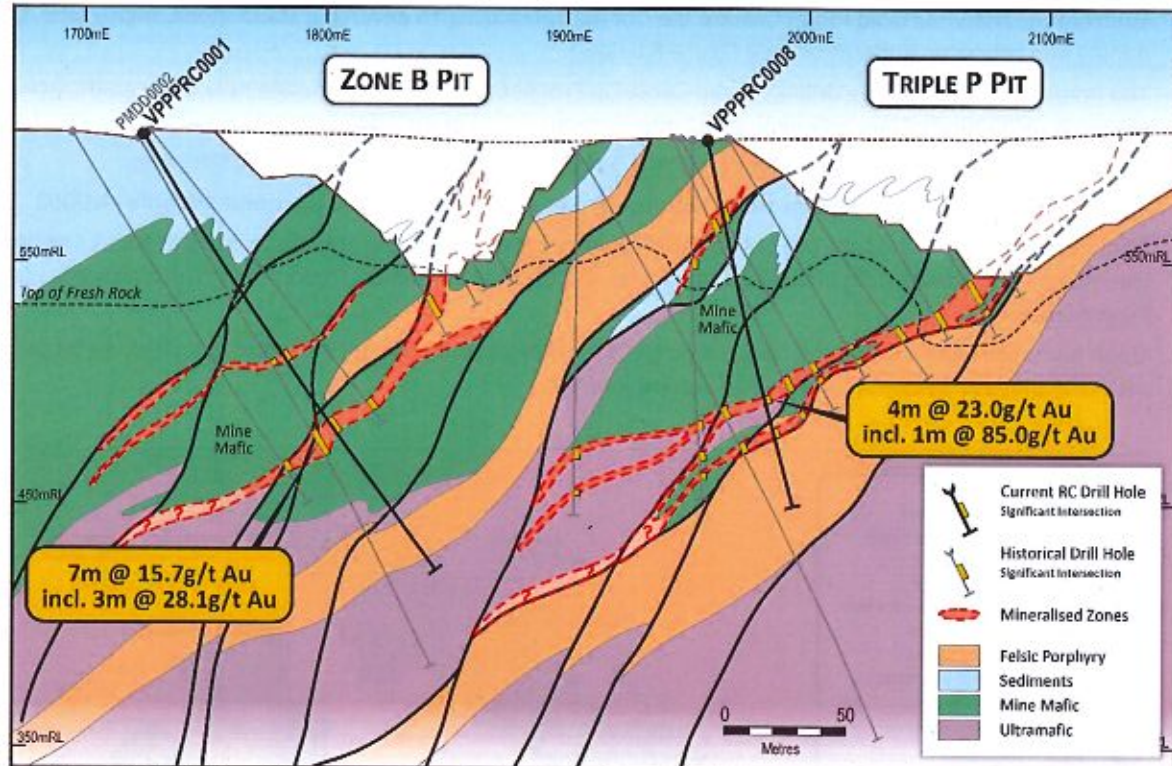


Figure 6: Triple-P and Zone B cross section 1920mN, showing shallow plunging high-grade shoot targets

Gravity (density) and magnetics inversions indicate that the (high-density) Mine-Mafic unit continues down-dip to the west of Triple-P under shallow dipping sedimentary units, but has been periodically thrust to a shallower position by repeats of the steeply dipping fault structures that control the high-grade gold mineralisation. This scenario is repeated at Zone B (see Figure 6 above), and also at Albatross-Flamingo and at Exocet, over 2km to the west (see schematic section, Figure 7).

This wider target zone is referred to as "Vulcan" (see Figure 5) and has similar dimensions (>3km x >1km) to the Plutonic gold deposit and, moving forward, will represent a priority exploration and resource development target for Vango.

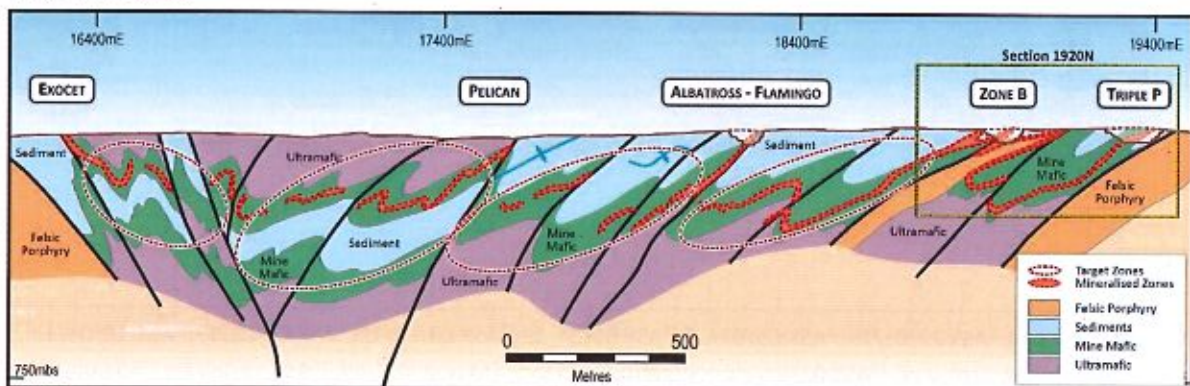


Figure 7: Schematic section through Triple-P, Albatross-Flamingo, Exocet interpreted from drilling & geophysics

Neds Creek Joint Venture

Post the end of the reporting period Vango exercised an option to earn 51% of the Ned's Creek project tenements (Lodestar Minerals Ltd, ASX:LSR) by spending \$5M within three years. Ned's Creek is located 20 km from the Marymia Gold Project where the Company is aiming to develop a stand-alone, high-grade, gold mining and processing operation (see Figure 8 below).

The immediate focus will be drilling of the Contessa Prospect, to potentially define new, high-grade, gold resources around previous very high-grade intersections^{14, 15} that include:

- **4m @ 78.1 g/t Au from 140m including 3m @ 102.5 g/t Au in drillhole LNRC026, and,**
- **5.1m @ 28.1 g/t Au from 143m incl. 1m @ 134 g/t Au in follow-up diamond drillhole LND003**

Minimum annual expenditure of \$1M will also advance other high-grade gold discoveries at Ned's Creek on the margin of a Syenite unit, including Gidgee Flat and Brumby and on the Yowereena JV mining leases (see Figure 8 below).

Upon earning 51%, Vango may increase its interest to 80% should Lodestar not elect to contribute its pro-rata 49% share and revert to a 20% free carried interest.

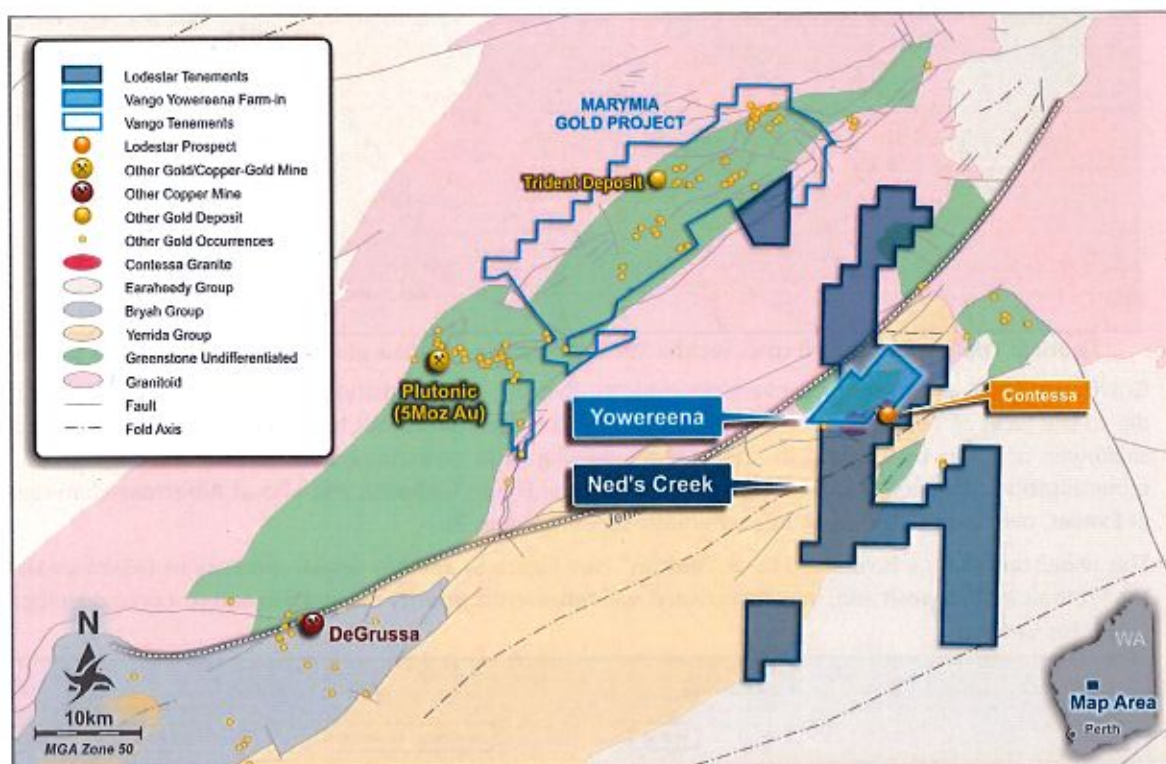


Figure 8: Ned's Creek Tenements including Contessa Prospect location, adjacent to Marymia Gold Project

¹ASX 15/08/18; ²ASX 22/01/19; ³ASX 05/02/19; ⁴ASX 09/04/19; ⁵ASX 03/08/18; ⁶ASX 05/03/19; ⁷ASX 18/04/19; ⁸ASX 19/06/19; ⁹ASX 22/05/19; ¹⁰ASX 02/07/19; ¹¹Superior Gold Inc., TSX-V 22/07/19; ¹²ASX 13/09/19; ¹³ASX 05/08/19; ¹⁴ASX 17/07/19;

MARYMIA GOLD PROJECT MINERAL RESOURCES STATEMENT AT 30 JUNE 2019

The changes between the 2017/18 and the 2018/19 Mineral Resources Statements are limited to the new Mineral Resource Estimate for the Trident gold deposit, classified and reported in accordance with the JORC Code, 2012 Edition ("JORC 2012", ASX release April 18, 2019), replacing the previous Mineral Resource Estimate prepared in accordance with the JORC Code, 2004 edition ("JORC 2004") and first disclosed by the Company on October 1, 2014.

The total Mineral Resource contained ounces of gold for the Trident deposit has increased by 31koz or 8.0% from 379koz (2,210kt @ 5.3 g/t Au) to 410koz (1,590kt @ 8.0 g/t Au). Mineral Resource grade has increased by 50% from 6.2 g/t Au to 9.4 g/t Au and Indicated Resources have increased by 67% from 170koz to 285koz (Table 1).

Table 1: Trident gold deposit, JORC 2012 Mineral Resources statement (2019) and JORC 2004 (2014) comparison

Trident JORC 2012 Mineral Resource, released 16/04/2019									
Project	Indicated			Inferred			Total		
	k Tonnes	g/t Au	k Oz	k Tonnes	g/t Au	k Oz	k Tonnes	g/t Au	k Oz
Trident	945	9.4	285	645	6.0	125	1,590	8.0	410
% Change	11%	52%	67%	-52%	25%	-40%	-28%	50%	8%
Trident JORC 2004 Mineral Resource, released 01/10/2014									
Project	Indicated			Inferred			Total		
	k Tonnes	g/t Au	k Oz	k Tonnes	g/t Au	k Oz	k Tonnes	g/t Au	k Oz
Trident	854	6.2	170	1,356	4.8	209	2,210	5.3	379

The Marymia Gold Project Mineral Resources statement at 30 June 2019 is presented below in Table 2.

Table 2: Marymia Gold Project Mineral Resources statement at 30 June 2019

Deposit	Cut-off Au g/t	Measured			Indicated			Inferred			Total		
		k Tonnes	g/t Au	k Oz	k Tonnes	g/t Au	k Oz	k Tonnes	g/t Au	k Oz	k Tonnes	g/t Au	k Oz
Trident UG*	3.0 g/t				945	9.4	285	645	6.0	124	1,590	8.0	410
K2 SE OC*	0.5 g/t				1,048	1.1	37	937	1.1	33	1,985	1.1	70
K3 OC*	0.5 g/t				456	1.8	26	462	1.7	25	919	1.7	51
Marwest OC*	0.5 g/t							268	2.5	21	268	2.5	21
K2 UG*	3.0 g/t				198	8.4	57	717	6.7	47	415	7.8	104
K1 OC**	0.5 g/t	593	2.0	38	123	1.9	7	171	3.7	20	888	2.3	66
Triple P OC**	0.5 g/t				294	2.6	25	88	2.1	6	382	2.5	31
Triple P UG**	3.0 g/t				106	4.0	14	91	3.9	11	196	4.0	25
Cinnamon OC**	0.5 g/t				961	2.3	70	54	2.3	4	1,015	2.3	74
Total OC	0.5 g/t	593	2.0	38	2,883	1.8	165	1,981	1.7	110	5,457	1.8	312
Total UG	3.0 g/t				1,143	9.3	342	862	6.2	171	2,202	7.6	538
Total		593	2.0	38	4,026	3.9	507	2,843	3.1	281	7,659	3.5	851

*Mineral Resources reported in accordance with the 2012 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves.

**Mineral Resources reported in accordance with JORC 2004 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves.

OC= open cut resources, reported within optimised conceptual pit shells at A\$1,700/oz gold price above a 0.5g/t Au cut off. UG= underground resources, reported above a 3.0 g/t Au cut-off grade.

Due to rounding, totals (tonnages, contained ounces (Oz) and grades) may differ.

Competent Person Statements:

The information in this report that relates to Exploration Results has been reviewed, compiled and fairly represented by Mr Jonathon Dugdale, a Fellow of the Australian Institute of Mining and Metallurgy (FAusIMM) and a full time employee of Discover Resource Services Pty Ltd, contracted to Vango Mining Ltd. Mr Dugdale has sufficient experience relevant to the style of mineralisation and type of deposits under consideration to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr. Dugdale has over 32 years of experience in gold and other metals exploration and resource delineation and evaluation. Mr Dugdale consents to the inclusion in this report of the matters based on this information in the form and context in which it appears.

The Mineral Resource Estimate for the **Trident** gold deposit has been compiled by Dr. Spero Carras, who is a full-time employee of Carras Mining Pty Ltd and a Fellow of the Australian Institute of Mining and Metallurgy (FAusIMM). Dr. Carras has sufficient experience relevant to the style of mineralisation and type of deposits under consideration to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Dr. Carras has over 40 years of experience in gold mine evaluation and consents to the inclusion in this report of the matters based on this information in the form and context in which it appears.

The information in this report that relates to Mineral Resources for K2 underground (**K2 UG**), K2 South East open cut (**K2 SE OC**), K3 open cut (**K3 OC**) and Marwest open cut (**Marwest OC**) (Refer ASX release, 1 October 2014) is based on information compiled by Mr Jonathan King, who is a member of the Australian Institute of Geoscientists (MAIG) and an employee of Geonomics Pty Ltd. Mr King has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr King consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to Mineral Resources for K1 open cut (**K1 OC**), Triple P open cut (**Triple P OC**) Triple P underground (**Triple P UG**) and Cinnamon open cut (**Cinnamon OC**) was prepared in accordance with the 2004 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves, and first disclosed by the Company on 1 October 2014.

The information relating to the JORC 2004 declaration of Mineral Resources has been compiled, reviewed and fairly represented by Mr Jonathon Dugdale, a Fellow of the Australian Institute of Mining and Metallurgy and a full time employee of Discover Resource Services Pty Ltd, contracted to Vango Mining Ltd. Mr Dugdale has sufficient experience relevant to the style of mineralisation and type of deposits under consideration to qualify as a Competent Person as defined in the 2004 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr. Dugdale has over 32 years of experience in gold and other metals exploration and resource delineation and evaluation. Mr Dugdale consents to the inclusion in this report of the matters based on this information in the form and context in which it appears.

The JORC 2004 Mineral Resource Estimates have not been updated to comply with JORC 2012 on the basis that the information has not materially changed since it was last reported and that all material assumptions and technical parameters underpinning the estimates in that market announcement continue to apply and have not materially changed.

SARCO

SARCO a joint venture between Vango (49%) and NFC-China (51%). The Company is in continuing discussions with NFC-China as to how best to extract future value from this holding.

B Financial Performance & Financial Position

The financial results of the Company for the year ended 30 June 2019 are:

	Year ended 30-Jun-19	Year ended 30-Jun-18
Cash and cash equivalents	1,489,801	26,830
Net assets	9,766,062	2,081,396
Revenue	49,849	1,822
Net loss after tax	(24,416,158)	(3,565,396)
Loss per share (cents)	(4.27)	(0.82)
Dividend (\$)	-	-

Financial Performance

The financial result for the year ended 30 June 2019 is a net loss after tax of \$21,329,210. This represents a significant increase compared to the prior year. Factors contributing to the increased loss include:

- A Major increase in exploration activity has resulted in significant increases in employment costs, consulting fees, and related exploration overheads.
- During the year, Vango has extinguished certain debt liability by issuing equity instruments. In line with the requirements of AASB interpretation 19, this resulted in a recognition of \$13,766,881 as an expense in the period.

The Company is aiming to create value for shareholders through its exploration expenditure and move to commence mining at the companies Marymia tenements but currently has no revenue generating operations. A small amount of revenue was generated from interest income.

Financial Position

The Company's main activity during the year was conducting exploration on the Marymia Gold Project. The total investment in the Marymia project increased during the financial year by \$8,519,483 by way of expenditure on exploration, sampling, ore testing, minerals analysis, related lease maintenance.

The Company raised a net \$5,914,057 from share issues. Borrowings increased from \$10,463,712 to \$15,630,783 including accrued interest. Two note holders accounting for \$13,322,122 of debt have written to the Company post the end of the financial year requesting the conversion into equity of the amounts owed.

The net assets of the Group have increased by \$6,208,065 primarily as a result of the significantly more active exploration expenditure being capitalised over the year.

C Business Strategies and Prospects for future financial years

The Company actively evaluates the prospects of each project as results from each program become available, these results are available via the ASX platform for shareholders information. The Company then assesses the continued exploration expenditure and further asset development. The Company will continue the evaluation of its mineral projects in the future and undertake generative work to identify and acquire new resource projects.

There are specific risks associated with the activities of the Company and general risks which are largely beyond the control of the Company and the Directors. The risks identified below, or other risk factors, may have a material impact on the future financial performance of the Company and the market price of the Company's shares.

a) Operating Risks

The operations of the Company may be affected by various factors, including failure to locate or identify mineral deposits, failure to achieve predicted grades in exploration and mining, operational and technical difficulties encountered in mining, difficulties in commissioning and operating plant and equipment, mechanical failure or plant breakdown, unanticipated metallurgical problems which may affect extraction costs, adverse weather conditions, industrial and environmental accidents, industrial disputes and unexpected shortages or increases in the costs of consumables, spare parts, plant and equipment.

b) Environmental Risks

The operations and proposed activities of the Company are subject to the laws and regulations of Australia and Laos concerning the environment. As with most exploration projects and mining operations, the Company's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. It is the Company's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws.

c) Economic

General economic conditions, movements in interest and inflation rates and currency exchange rates may have an adverse effect on the Company's exploration, development and production activities, as well as on its ability to fund those activities.

d) Market conditions

Share market conditions may affect the value of the Company's quoted securities regardless of the Company's operating performance. Share market conditions are affected by many factors such as:

- i. general economic outlook;
- ii. introduction of tax reform or other new legislation;

- iii. interest rates and inflation rates;
- iv. changes in investor sentiment toward particular market sectors;
- v. the demand for, and supply of, capital; and
- vi. terrorism or other hostilities.

The market price of securities can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and resource exploration stocks in particular. Neither the Company nor the Directors warrant the future performance of the Company or any return on an investment in the Company.

e) Additional requirements for capital

The Company's capital requirements depend on numerous factors. Depending on the Company's ability to generate income, the Company will require further financing. Any additional equity financing will dilute shareholdings, and debt financing, if available, may involve restrictions on financing and operating activities. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations and scale back its exploration programmes, as the case may be. There is however no guarantee that the Company will be able to secure any additional funding or be able to secure funding on terms favourable to the Company.

6. DIVIDENDS

No dividend has been paid during the financial year and no dividend is recommended for the financial year.

7. SIGNIFICANT CHANGES IN STATE OF AFFAIRS

In July 2018 the Company completed a placement of 29,078,644 fully paid ordinary shares and 14,539,331 attaching options at a price of 18 cents per share, raising \$5.2 million. The options are exercisable at 27 cents per share, on or before 11 July 2020.

The company finalised fully paid ordinary share issues to lenders for resolutions approved at a General Meeting of Shareholders held on 27 August 2018 as follows:

- To issue to ShengQuian (Sean) Zhu, a Director of the Company, 4,777,960 Fully Paid Ordinary Shares at an issue price of \$0.045 per share, together with 2,762,913 Fully Paid Ordinary Shares at an issue price of \$0.06 per share in full settlement of \$380,782 of unsecured loans together with accrued interest extended to the company.
- To issue to Gifted Force International Limited, a Related Party of the Company, 4,759,889 Fully Paid Ordinary Shares at an issue price of \$0.045 per share, together with 31,116,479 Fully Paid Ordinary Shares at an issue price of \$0.06 per share in full settlement of \$2,081,183 of unsecured loans together with accrued interest extended to the company.
- To issue to a number of unrelated parties of the company a total of 49,395,775 Fully Paid Ordinary Shares at an issue price of \$0.06 per share, in full settlement of \$2,963,747 of unsecured loans together with accrued interest extended to the company.
- To issue a Convertible Note for a total amount of \$2,500,000 to an unrelated party of the company, at an annual interest rate of 8% per annum, payable at maturity, convertible into Fully Paid Ordinary Shares, at or before 18 months from the issue date of the note at a strike price of \$0.07 cents per share. The note holder has written to the Company requesting conversion of the amounts owed under the facility to equity.

On 17 September 2018 the Company announced an off-market takeover offer for all the issued capital of Dampier Gold Limited of two fully paid ordinary shares of the Company for every seven fully paid ordinary Dampier Gold Mining shares. The offer closed on 4 January 2019 with the company holding 22% of the issued capital of Dampier Gold Limited

MOU with China ZhengHe Industrials

In November 2018 the Company entered into a Memorandum of Understanding with Chinese engineering and construction group China ZhengHe Industrials to provide a solution for the mining and processing plant, technical equipment purchasing and financing arrangements for the Marymia Project.

Dampier Gold Limited Takeover Offer

The Company also initiated an of market takeover bid for Dampier Gold Limited ("DAU") comprising two fully paid ordinary shares in Vango for every seven fully paid ordinary shares in DAU. The bid closed on 4 January 2019, with Vango now the largest shareholder of DAU with 19.81% of its issued capital.

Dampier Gold Limited Binding Term Sheet

The Company continues to work with Dampier Gold Limited (DAU) in accordance with the Binding Term Sheet dated 12 May 2017, that provides for DAU to contribute up to \$3 million to the development of the K2 underground mine. DAU will obtain a joint venture interest equal to the contribution by DAU as a proportion of the capital cost estimate, currently estimated to be in excess of \$20 million for the development of the K2 underground mine.

Billabong Gold Pty Ltd Claim

Vango Mining Limited filed its defence of the Billabong Gold claim in February 2019. Billabong is seeking a declaration that Vango Mining and DPPL breached an alleged first right of refusal under the Ore Treatment Agreement and further seeks an injunction requiring Vango Mining and DPPL to comply with Billabong's alleged first rights of refusal or, alternatively, damages. Vango Mining considers that the claims of Billabong are speculative and without merit. Vango Mining intends to vigorously defend the proceedings. Financial impact of matter depends on the outcome of the litigation. Billabong claims an entitlement to the acquirers' rights under three separate transactions entered into with DPPL and/or Vango as vendor. That comprises, at its highest, the acquisition of DPPL's entire tenement holding for the sum of \$2.2m.

8. EVENTS SUBSEQUENT TO BALANCE DATE

On 17 July the Company exercised an option to commence an 51% earn in arrangement on a portfolio of tenements in the vicinity of the Marymia Project, collectively known as Neds Creek. The company issued 1,142,857 fully paid ordinary shares at 17.5 cents per share in satisfaction of the option fee payable.

On 25 July 2019 the Company completed an issue of 6,894,516 Fully Paid Ordinary Shares at 18 cents per share upon the conversion of \$1,000,000 together with accrued interest, upon the conversion of a convertible note bearing interest at 15%.

On 26 August the company received notifications from the holders of the 15% Convertible notes (\$2.5 million, at 7 cents) and the 12% Convertible note (\$10 Million at 27 cents) requesting that all amounts outstanding be converted into the company's fully paid ordinary shares in accordance with the agreements.

9. ENVIRONMENTAL ISSUES

The Company is subject to environmental regulations under Commonwealth and State legislation. The Board is not aware of any breach of environmental requirements as they apply to the Company. Other than extensive exploration drilling and related activities, there were no other ground disturbing activities conducted during the financial year.

10. REMUNERATION REPORT (Audited)

The information provided in this remuneration report has been audited as required by section 308(3C) of the *Corporations Act 2001*. The remuneration arrangements detailed in this report are for the Directors who held office during the financial year as follows:

<u>Director</u>	<u>Position</u>	<u>Appointed</u>	<u>Resigned</u>
Bruce McInnes	Executive Chairman	15 August 2014	Current
	Non-executive Deputy Chairman	25 October 2013	14 August 2014
	Non-Executive Director	9 May 2013	24 October 2013
Shengqiang Zhou	Executive Director	30 January 2018	Current
	Non-Executive Director	15 August 2014	30 January 2018
Zhenzhu Zhang	Executive Director	25 August 2015	Current

A Remuneration Philosophy

The remuneration report details the remuneration arrangements for key management personnel (KMP) who are defined as those having authority and responsibility for planning, directing and controlling the major activities of the Company, directly or indirectly, including any director (whether executive or otherwise). Key management personnel of the Company comprise the Board of Directors only.

The performance of the Company depends upon the quality of its key management personnel. To prosper the Company must attract, motivate and retain appropriately skilled directors and executives. The Company's broad remuneration policy is to ensure the remuneration package rewards performance, properly reflects the person's duties and responsibilities and is competitive in attracting, retaining and motivating people of the highest quality.

B Remuneration Structure and Approvals

Remuneration of Directors is currently set by the Board of Directors. The Board has not established a separate Remuneration Committee at this point in the Company's development. During the financial year the Board has engaged the services of a remuneration consultant to review and provide comparisons for recommendations when setting the remuneration received by Directors. It is considered that the size of the Board along with the level of activity of the Company renders this impractical and the full Board considers in detail all of the matters for which the Directors are responsible.

Executive Remuneration Structure

The Company aims to reward executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company and aligned with market practice.

Executive remuneration and incentive policies and practices must:

- be aligned with the Company's vision, values and overall business objectives;
- be designed to motivate the executives to pursue the Company's long term growth and success; and
- demonstrate a clear relationship between the Company's overall performance and the performance of executives.

The nature and amount of remuneration of executives are assessed on a periodic basis by the Board (in the absence of a Remuneration Committee) for their approval, with the overall objective of ensuring maximum stakeholder benefit from the retention of high performing executives.

The main objectives sought when reviewing executive remuneration is that the Company has:

- coherent remuneration policies and practices to attract and retain executives;
- executives who will create value for shareholders
- competitive remuneration offered benchmarked against the external market; and
- fair and responsible rewards to executives having regard to the performance of the Company, the performance of the executives and the general pay environment.

There is no predetermined equity compensation element within the remuneration structure nor are there predetermined performance conditions to be satisfied. All directors and executives are entitled to participate in the Vango Employee Loan Share Plan.

Further details relating to remuneration of Executive Directors are contained in the remuneration table disclosed in Section D of this Report; and within the Notes to the Financial Statements: Note 25. Key Management Personnel Disclosures.

Non-Executive Remuneration Structure

Non-executive directors are remunerated by way of fees, in the form of cash, non-cash benefits and superannuation contributions. The Board's intention is to remunerate non-executive directors at market rates for time, commitment and responsibilities. The Board of Directors determines the payments to the non-executive directors and reviews their remuneration annually, based on market price, duties and accountability. Independent external advice is sought when required.

The maximum aggregate fee pool to be paid to Directors (excluding executive directors) is set at \$250,000 per year (in accordance with the Company's Constitution) and as approved by the shareholders of the Company.

Non-executive directors are able to participate in share-based incentive plans and encouraged to hold shares in order to align director's interests with shareholder interests.

Non-executive directors may enter into separate consultancy mandates with the Company for the provision of professional and technical services that fall outside the scope of their directorship role. Under this mandate

directors receive a consultancy fee in connection with time spent on Company business, including reasonable expenses incurred by them in carrying out this consultancy role.

Further details relating to remuneration of non-executive directors are contained in the remuneration table disclosed in Section D of this Report; and within the Notes to the Financial Statements: Note 24 Key Management Personnel Disclosures.

C Remuneration and Performance

Director remuneration may include either long term or short term performance conditions. The Board will continue to monitor this policy to ensure that it is appropriate for the Company in future years.

D Details of Remuneration

The key management personnel of the Company are the Board of Directors. Details of the remuneration of the Directors of the Company for the financial year ended 30 June 2019 are set out below.

	Salary & fees \$	Non- monetary \$	Other \$	Post- employment benefits Superannuation \$	Share-based payment Vango share Plan \$	Total \$	Share-based payments as a % of total remuneration
2019							
Executive Director							
B McInnes	308,330	-	-	63,650	22,221	394,201	5.6%
S Zhou	455,000	-	-	-	985,221	1,440,221	68.4%
Z Zhang	110,000	-	-	19,500	11,100	140,610	7.9%
Total	873,330	-	-	83,150	1,018,542	1,975,032	51.6%

Details of the remuneration of the Directors of the Company for the financial year ended 30 June 2018 are set out below:

	Salary & fees \$	Non- monetary \$	Other \$	Post- employment benefits Superannuation \$	Share-based payment Vango share Plan \$	Total \$	Share-based payments as a % of total remuneration
2018							
Executive Director							
B McInnes	173,790	-	-	16,510	-	190,300	-
S Zhou	130,000	-	-	20,333	-	150,333	-
Non-Executive Directors							
Z Zhang	40,000	-	-	3,800	-	43,800	-

Contractual Arrangements

Mr Bruce McInnes – Executive Chairman

- Contract commencement date: There is no service agreement in place. Director fees commenced on date of appointment as director
- Term: Open, although subject to retirement by rotation under the Company's Constitution.

Mr Shengqiang (Sean) Zhou – Managing Director

- Contract commencement date: There is no service agreement in place. Director fees commenced on date of appointment as director
- Term: Open, although subject to retirement by rotation under the Company's Constitution.

Mrs Zhenzhu (Carol) Zhang – Executive Director

- Contract commencement date: There is no service agreement in place. Director fees commenced on date of appointment as director
- Term: Open, although subject to retirement by rotation under the Company's Constitution.

F Share-based Compensation

The Company rewards Directors for their performance and aligns their remuneration with the creation of shareholder wealth by issuing share options and shares. Share-based compensation is at the discretion of the Board and no individual has a contractual right to participate in any share-based plan or to receive any guaranteed benefits.

Options

The Company issued performance options to key management personnel as part of remuneration on 24 June 2019. These performance options are subject to performance hurdles, and as at the date of this report, these hurdle conditions have not been met. The details of these performance options are as follows.

Category	Expiry Date	Exercise Price	Zhou	McInnes	Zhang	Total
A	18/06/2022	\$ 0.25	5,000,000	5,000,000	2,500,000	12,500,000
B	18/06/2022	\$ 0.25	5,000,000	5,000,000	2,500,000	12,500,000
C	18/06/2024	\$ 0.30	10,000,000	10,000,000	5,000,000	25,000,000
D	18/06/2024	\$ 0.35	5,000,000	5,000,000	2,500,000	12,500,000
E	18/06/2024	\$ 0.50	5,000,000	5,000,000	2,500,000	12,500,000
F	18/06/2024	\$ 0.60	10,000,000	10,000,000	5,000,000	25,000,000
Total			40,000,000	40,000,000	20,000,000	100,000,000

Performance Hurdles

Category A. Production of 100 ounces of gold bars from ore produced by the Company (or an entity controlled by the Company) (**Option Vesting Condition A**).

Category B. Definition by the Company (or an entity controlled by the Company) of a total (measured, indicated and inferred) JORC 2012-compliant resource of 1,000,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne (**Option Vesting Condition B**). Nb. The performance target is 1,000,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne. The grade given is a performance hurdle only and has no relationship to the tonnage being targeted; i.e. this is not an exploration target.

Category C. Subject to the definition by the Company (or an entity controlled by the Company) of a total (measured, indicated and inferred) JORC 2012-compliant resource of 1,500,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne (**Option Vesting Condition C**). Nb. The performance target is 1,500,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne. The grade given is a performance hurdle only and has no relationship to the tonnage being targeted; i.e. this is not an exploration target.

Category D. The production of 10,000 ounces of gold bars from ore produced by the Company (or an entity controlled by the Company) (**Option Vesting Condition D**).

Category E. The production of 50,000 ounces of gold bars from ore produced by the Company (or an entity controlled by the Company) (**Option Vesting Condition E**).

Category F. The price of the Company's shares traded on ASX achieving a 20-day volume weighted average price of \$1.00 per share (**Option Vesting Condition F**).

No were shares issued over the financial year from the exercise of options.

At balance date, the relevant interest of each key management personnel in options of the Company were:

	Balance at the start of the year	Acquired	Granted as part of remuneration	Expired	Converted	Balance at end of the year	Vested and exercisable
2019							
Bruce	-	-	40,000,000	-	-	40,000,000	-
McInnes							
Shengqiang	-	-	40,000,000	-	-	40,000,000	-
Zhou							
Zhenzhu	-	-	20,000,000	-	-	20,000,000	-
Zhang	-	-	-	-	-	-	-
	-	-	100,000,000	-	-	100,000,000	-
2018							
Bruce	6,175,460	-	-	(4,175,460)	(2,000,000)	-	-
McInnes							
Shengqiang	7,374,501	-	-	(5,374,501)	(2,000,000)	-	-
Zhou							
Zhenzhu	24,239,053	-	-	(22,239,053)	(2,000,000)	-	-
Zhang							
	37,789,014	-	-	(31,789,014)	(6,000,000)	-	-

Shares

At the General Meeting of shareholders held on 27 August 2018, shareholders approved the establishment of the Vango Mining Share Plan ('Share Plan') in accordance with ASX Listing Rule 7.2 and sections 259B(2) and 260c(4) of the Corporations Act. Under the Share Plan, eligible participants are provided with a non-recourse loan from the Company to fund the subscription price of issued shares in accordance with the terms and conditions of the Share Plan. Eligible participants of the Share Plan may not deal with the shares while the loan remains outstanding. A summary of the terms and conditions of the Share Plan is set out below and a full copy of the Share Plan is available on the Company's website www.vangomining.com.

- (a) **Eligibility:** The Board may from time to time, invite executive and non-executive Directors and full-time or part-time employees of the Company (or its subsidiaries) to participate in the Share Plan.
- (b) **Shares and Purchase Price:** The Directors will determine the number of Share Plan Shares to be offered to Eligible Persons and the price per Share Plan Share. Different numbers of Share Plan Shares may be offered to different Eligible Persons and at different prices per Share Plan Share.
- (c) **Loan:** The Board may at the time an Eligible Person is invited to participate in the Share Plan either invite the Eligible Person to apply for a loan from the Company for the purpose of funding in whole or in part the acquisition of the Share Plan Shares being offered, require the Eligible Person to pay some money to the Company for the purpose of acquiring Share Plan Shares or a combination of both.

The rules of the Share Plan envisage the loans will be interest free and limited recourse such that the Company will accept in full satisfaction of repayment of a loan, the amount of the proceeds of sale of the related Share Plan Shares after deducting the costs and expenses of sale in the event that the proceeds of sale are less than the amount of the loan outstanding.

Unless otherwise determined, the loan period ends when the Share Plan Shares are forfeited including, without limitation, on termination of employment or office for cause, when the Share Plan Shares are disposed of other than in accordance with the rules of the Share Plan or such other date as specified in an Eligible Person's offer documentation.

- (d) **Forfeiture:** The Share Plan Shares offered under the Share Plan may be subject to forfeiture conditions and disposal restrictions as determined by the Board and specified in offer documents to be provided to Eligible Persons. The Board's current policy is for each allocation of Share Plan Shares to be restricted from sale for 2 years following the issue date.

An Eligible Person's Share Plan Shares will be forfeited if the Eligible Person ceases to be an employee or Director because their employment is terminated for cause. If an Eligible Person's Share Plan Shares are forfeited, and those Share Plan Shares are sold pursuant to the rules of the Share Plan, the proceeds will first be applied against the loan balance of the Eligible Person and any surplus proceeds shall be forfeited to the Company.

- (e) **Restrictions on Share Plan Shares:** Share Plan Shares cannot be dealt with unless they are not subject to any conditions and there is no outstanding loan on the Share Plan Shares.
- (f) **Cash distributions:** Subject to any contrary determination by the Board, cash dividends which are paid in respect of a Share Plan Share will be applied by the Company in paying any interest and repaying the principal amount outstanding under the related loan.
- (g) **Amendment:** The Board has the ability to amend or waive the rules of the Share Plan at any time, including with retrospective effect, except that any amendments which affect an Eligible Person's existing entitlements or obligations require the prior written consent of 75% of the Eligible Persons affected by the amendment unless the amendment is primarily necessitated to ensure compliance with the Company's constitution or applicable laws, to avoid adverse tax implications or to correct manifest errors.

Although these are shares for legal and taxation purposes, Accounting Standards require they be treated as options for accounting purposes. Their value is the estimated fair value using the Black-Scholes option pricing model which is expensed in the year of issue.

Over the 2019 financial year the company issued Mr Zhou 30,000,000 fully paid ordinary shares under the Company's Share Plan Scheme.

In accordance with the terms and conditions of the Share Plan, the shares are under a Company-imposed trading lock until such time as each Director has repaid the loan provided by the Company to fund the subscription price for shares issued to them. It is at the Board's discretion whether to seek early repayment of the loan should the Director cease to be employed by the Company.

At balance date the relevant interest of each key management personnel in ordinary fully paid shares of the Company were:

	Balance at the start of the year	Acquired	Granted as part of remuneration	Other	Balance at end of the year
2019					
Bruce McInnes	14,350,918	-	-	-	14,350,918
Shengqiang Zhou	16,749,000		30,000,000	7,540,873	54,289,873
Zhenzhu Zhang	50,478,106		-	35,876,368	86,354,474
	<u>81,578,024</u>		<u>-</u>	<u>43,417,241</u>	<u>154,995,265</u>
2018					
Bruce McInnes	12,350,918	2,000,000	-	-	14,350,918
Shengqiang Zhou	14,749,000	2,000,000	-	-	16,749,000
Zhenzhu Zhang	48,478,106	2,000,000	-	-	50,478,106
	<u>75,578,024</u>	<u>6,000,000</u>	<u>-</u>	<u>-</u>	<u>81,578,024</u>

Link to Performance

Shares issued under the Share Plan are treated as options for accounting purposes, there are no performance requirements to be met before exercise can take place largely because by setting the option price or share price at a level above the current share price at the time the options or shares are granted, the Board considers this to be a sufficient, long-term incentive to align the goals of the Directors and management with those of the shareholders to improve the Company's performance. The Board will continue to monitor this policy to ensure that it is appropriate for the Company in future years.

G Adoption of Remuneration Report by Shareholders

The adoption of the Remuneration Report for the financial year ended 30 June 2018 was put to the shareholders of the Company at the Annual General Meeting held on 30 November 2018. The company received more than 99% of votes in favour of its Remuneration Report and the resolution was passed without amendment on a show of hands. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

End of Remuneration Report

11. SHARES UNDER OPTION

On 11 July 2018 a total of 16,253,904 listed options were issued pursuant to a capital raising undertaken by the company. The options have an expiry date of 11 July 2020 and are convertible into one fully paid ordinary share at \$0.27 cents per share on or before expiry.

On 18 June 2019 the Company issued a total of 100,000,000 unlisted performance options to the members of the board. The details of the term, exercise price and performance hurdles are disclosed in the Directors remuneration report above and in Note 29.

No person entitled to exercise these options had or has any right by virtue of the option to participate in any share issue of the Company or any related body corporate.

12. DIVIDENDS

No dividend has been paid during the financial year and no dividend is recommended for the financial year. There were no dividends paid, recommended or declared during the current or previous financial year.

13. PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purposes of taking responsibility on behalf of the Company for all or part of those proceedings.

The Company was not a party to any such proceedings during the year.

14. INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

During the financial year, the Company paid a premium in respect of a contract insuring all its Directors and current Executive Officers against a liability incurred as such a director or executive officer to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium. The Company has not otherwise, during or since the financial year, indemnified or agreed to indemnify an officer or auditor of the Company against a liability incurred as such an officer or auditor.

15. INDEMNIFICATION OF AUDITORS

To the extent permitted by Law, the Company has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit. No payment has been made to indemnify the auditors during the financial year.

16. NON-AUDIT SERVICES

There were no non-audit services provided by the Company's auditors during the financial year.

17. LEAD AUDITOR'S INDEPENDENCE DECLARATION

The Lead Auditor's Independence Declaration for the financial year ended 30 June 2019 has been received as required under Section 307C of the *Corporations Act 2001* and can be found on the following page.

Signed in accordance with a resolution of the Board of Directors.



Shengqiang (Sean) Zhou
Managing Director

Sydney, New South Wales
27 September 2019



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Auditor's Independence Declaration to the Directors of Vango Mining Limited

As lead auditor for the audit of the financial report of Vango Mining Limited for the financial year ended 30 June 2019, I declare to the best of my knowledge and belief, there have been:

- a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Vango Mining Limited and the entities it controlled during the financial year.

Ernst & Young

Scott Jarrett
Partner
Sydney
27 September 2019

CORPORATE GOVERNANCE STATEMENT

The Board of Directors of Vango Mining Limited seeks to act professionally and ethically while executing its responsibilities as it guides and monitors the business and affairs of the Company on behalf of the shareholders by whom they are elected and to whom they are accountable.

The Board has adopted a corporate governance framework which it considers to be suitable given the size, history and strategy of the Company, having considered the principles and best practice recommendations of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (3rd Edition) (Principles and Recommendations). As the Company's activities develop in size, nature and scope, the size of the Board and the implementation of additional corporate governance structures will be given further consideration. The Company's Corporate Governance Plan can be located on its website.

In accordance with ASX Listing Rule 4.10.3, the Company is required to disclose the extent to which it has followed the Principles and Recommendations during the financial year. The Company's compliance with and departures from the Principles and Recommendations are set out below.

Principles and Recommendations		Compliance	Comment
1.	Lay solid foundations for management and oversight		
1.1	A listed entity should disclose: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	Complies	The Company's Corporate Governance Statement discloses the specific responsibilities of the Board. The Board delegates responsibility for the day to day operations and administration of the Company to the Managing Director. The Corporate Governance Statement is included in the Company's annual report.
1.2	A listed entity should: (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	Complies	The Board of Directors has procedures in place to select the most suitable candidate with the appropriate experience to ensure a balanced and effective board.
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Complies	New directors receive a letter of appointment which sets out the terms of their appointment. Senior executives have a formal job description and letter of appointment describing the term of office, duties, rights, responsibilities and entitlements upon termination.

Principles and Recommendations	Compliance	Comment
1.4 The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	Complies	The appointment, performance, review, and where appropriate, the removal of the Company Secretary is a key responsibility of the Board. All directors have access to the Company Secretary who is accountable directly to the Board, through the Chairman, on all matters to do with the proper functioning of the Board.
1.5 A listed entity should: (a) have a diversity policy which includes the requirements for a board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them; (b) disclose that policy or summary of it; and (c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them, and either: (1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or (2) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined and published under the Act.	Does not comply	Due to the Company's size and nature of operations the company has not implemented a diversity policy, nor developed measurable objectives in relation to gender diversity at the various levels of the Company's business. The Company has included the proportion of women employees in the whole organisation, women in senior executive positions and women on the Board at the end of the Corporate Governance Statement, under the section titled "Gender Diversity". The Company is not a "relevant employer" under the <i>Workplace Gender Equality Act 2012</i> (Cth).
1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and	Does not comply	The Company has not established a formal process for evaluating the performance of the Board and its committees although there is a peer review procedure for evaluating the performance of individual directors.

Principles and Recommendations		Compliance	Comment
	(b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.		The Board intends to put in place an evaluation process by an independent consultant as the Company develops.
1.7	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives; and (b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Does not comply	The Company has not established a policy on evaluating the performance of its senior executives. No formal performance review of the senior executives took place during the financial year. However, the Board has regularly monitored the performance of senior executives on an informal basis during the tenure of their appointments.
2.	Structure the Board to Add Value		
2.1	The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the process it employs to address board succession issues to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	Does not comply	Given the present size of the Company, the existing Board structure is able to meet the needs of the Company in the examination of selection and appointment practices without the establishment of a nomination committee of the Board.
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently	Complies	The Board's composition and the experience and qualifications of each board member are disclosed in the

Principles and Recommendations		Compliance	Comment
	has or is looking to achieve in its membership.		Directors' Report. The Board should represent a broad range of qualifications, experience and expertise considered of benefit to the Company and be structured in such a way that it has a proper understanding of, and competency in, the current and emerging issues facing the Company, and can effectively review management's decisions.
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 ¹ but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	Complies	The names of the directors considered to be independent are disclosed in the Corporate Governance Statement under the section titled "Directors in Office". Where a director has an interest, position association or relationship of the type described in Box 2.3, the Board will disclose the reasons why it is of the opinion that it does not compromise the independence of that director, should the situation occur. The length of service of each director is disclosed in the Director's Report.
2.4	A majority of the board of a listed entity should be independent directors.	Does not comply	During the financial year the Board consisted of three directors. Executive Chairman Bruce McInnes and Managing Director, Shengqiang Zhou,

¹ Box 2.3: Factors relevant to assessing the independence of a director. Examples of interests, positions, associations and relationships that might cause doubts about the independence of a director include if the director:

- is, or has been, employed in an executive capacity by the entity or any of its child entities and there has not been a period of at least three years between ceasing such employment and serving on the board;
- is, or has within the last three years been, a partner, director or senior employee of a provider of material professional services to the entity or any of its child entities;
- is, or has been within the last three years, in a material business relationship (e.g. as a supplier or customer) with the entity or any of its child entities, or an officer of, or otherwise associated with, someone with such a relationship;
- is a substantial security holder of the entity or an officer of, or otherwise associated with, a substantial security holder of the entity;
- has a material contractual relationship with the entity or its child entities other than as a director;
- has close family ties with any person who falls within any of the categories described above; or
- has been a director of the entity for such a period that his or her independence may have been compromised.

In each case, the materiality of the interest, position, association or relationship needs to be assessed to determine whether it might interfere, or might reasonably be seen to interfere, with the director's capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the entity and its security holders generally.

Principles and Recommendations		Compliance	Comment
			and Executive Director Zhenzhu Zhang. It is considered the Directors are free of any business or other relationship that could materially interfere with the independent exercise of their judgement. The Company intends to follow the recommendation when the Company's operations reach an appropriate size and it is cost effective to do so.
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	Does not comply	Executive director, Mr Bruce McInnes, is Chairman and not independent. Managing Director, Shengqiang Zhou, is the CEO and not the same person as the Executive Chairman. It is considered the Executive Chairman and Managing Director are free of any business or other relationship that could materially interfere with the independent exercise of their judgement. The Company intends to follow the recommendation when the Company's operations reach an appropriate size and it is cost effective to do so.
2.6	A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their roles as directors effectively.	Complies	On appointment an induction program is available to directors that includes individual sessions with members of the executive team and the Company Secretary.
3.	Act ethically and responsibly		
3.1	A listed entity should: (a) have a code of conduct for its directors, senior executives and employees; and (b) disclose that code or a summary of it.	Does not comply	The Company does not have a formal code of conduct, reflecting the Company's small size and close interaction of the small number of individuals throughout the organisation.
4.	Safeguard integrity in financial reporting		
4.1	The board of a listed entity should: (a) have an audit committee which;	Does not comply	The Board has not established a separate Audit Committee. The full

Principles and Recommendations		Compliance	Comment
	<p>(1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, who is not the chair of the board, and disclose</p> <p>(3) the charter of the committee;</p> <p>(4) the relevant qualifications and experience of the members of the committee; and</p> <p>(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.</p>		<p>board acts from time to time in undertaking Audit Committee matters. The Company's policy is to appoint external auditors who clearly demonstrate quality and independence.</p> <p>Performance of the external auditor is reviewed annually, taking into consideration assessment of performance, existing value and tender costs.</p>
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	Complies	The board requires the Executive Director and CFO to provide such a statement at the relevant time.
4.3	A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	Complies	The Company's external auditor attends the Company's AGM and is available to answer questions relevant to the audit.
5.	Make timely and balanced disclosure		
5.1	A listed entity should:	Complies	The Company's Corporate Governance Statement states the policy and

Principles and Recommendations		Compliance	Comment
	(a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and (b) disclose that policy or a summary of it.		procedures to ensure compliance with ASX Listing Rule disclosure requirements. The Board has delegated the function of continuous disclosure as required under the ASX Listing Rule to the Executive Chairman and the Company Secretary to assess the type of information that needs to be disclosed and to ensure that Company's announcements are made in a timely manner, are factual, do not omit material information and are in compliance with the ASX Listing Rules.
6	Respect the rights of security holders		
6.1	A listed entity should provide information about itself and its governance to investors via its website	Complies	The Board's policy is for all investors to have equal and timely access to material information concerning the Company, including its financial position, performance, ownership and governance.
6.2	A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Complies	The Board has established practices to facilitate communication with the Company's shareholders. The Company Secretary and the Executive Chairman oversees this process through the Company's website and direct mailing of announcements by email. Briefings are held with professional investors. Prior to such briefings, material information to be given will be first released to ASX (if not previously released) and later broadcast to shareholders and investors who have registered their email address with the Company.
6.3	A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	Complies	All shareholders are notified in writing of general meetings and encouraged to attend and participate.
6.4	A listed entity should give security holders the option to receive communications from, and send to, the entity and its security registry electronically	Complies	Shareholders may communicate via electronic means with the Company's share registry and may register to access personal shareholding information and receive electronic information.

Principles and Recommendations	Compliance	Comment
7 Recognise and manage risk		
7.1 The board of a listed entity should: <ul style="list-style-type: none"> (a) have a committee or committees to oversee risk, each of which: <ul style="list-style-type: none"> (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: <ul style="list-style-type: none"> (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework. 	Does not comply	The Company's Corporate Governance Statement includes a business risk oversight and management policy. The Board monitors and receives advice as required on areas of operational and financial risk and considers appropriate risk management strategies. Specific areas of risk that are identified are regularly considered at Board meetings. Included in these areas are performance of activities, human resources, health, safety and the environment, continuous disclosure obligations, asset protection and financial exposures.
7.2 The board or a committee of the board should: <ul style="list-style-type: none"> (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and (b) disclose, in relation to each reporting period, whether such a review has taken place. 	Complies	The board is responsible for approving and overseeing the risk management system. The board reviews, at least annually, the effectiveness of the risk management controls and procedures.
7.3 A listed entity should disclose: <ul style="list-style-type: none"> (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluation and continually improving the effectiveness of its risk management and internal control processes. 	Does not comply	The Company does not have a formal internal audit function. However, the Board oversee the effectiveness of internal controls. The Board actively encourages the external auditor to raise internal control issues.
7.4 A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks	Complies	The Company has disclosed a number of risks associated with its activities in the Directors' Report.

	Principles and Recommendations	Compliance	Comment
	and, if it does, how it manages or intends to manage those risks.		
8	Remunerate fairly and responsibly		
8.1	<p>The board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <ul style="list-style-type: none"> (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.</p>	Does not comply	<p>The Board has not established a separate remuneration committee. The full Board presently performs the function of a remuneration committee. A separate remuneration committee may be established when appropriate, as the Company's activities develop in size, nature and scope and where increased efficiency and effectiveness can be derived from having a separate committee.</p>
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	Complies	<p>The Company has separate policies relating to the remuneration of non-executive directors and that of executive directors and senior executives. This information is detailed in the Remuneration Report, which forms part of the Directors' Report in this Annual Report.</p> <p>The Company's constitution provides that the remuneration of Non-Executive Directors will be not more than the aggregate fixed sum determined by a general meeting.</p>
8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <p>(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and</p>	Complies	<p>The Company has a Securities Trading Policy which applies to all directors, officers and employees.</p>

Principles and Recommendations	Compliance	Comment
(b) disclose that policy or a summary of it.		

Unless otherwise stated, the Company's corporate governance practices were in place for the full financial year ended 30 June 2019. Instances where the Company no longer complies with the Recommendations have been noted above.

For further information on corporate governance policies adopted by the Company, refer to our website, www.vangomining.com. Corporate governance practices are set out below.

The Role of the Board & Management

The Board is responsible for guiding and monitoring the Company on behalf of shareholders by whom they are elected and to whom they are accountable.

The Board is responsible for:

- developing, approving and monitoring implementation of corporate policy, strategy and performance objectives;
- developing and monitoring adoption of the most appropriate principles of corporate governance;
- reviewing and ratifying systems of risk management and internal control, codes of conduct and legal compliance;
- approving or monitoring the progress of major capital expenditure projects, funding programmes, acquisitions and divestments;
- reviewing and approving annual business plans, operating and capital budgets;
- reviewing and ratifying systems for health, safety, and environment management and controls;
- appointing and evaluating the performance of senior executives; and
- selecting and appointing new directors to the Board and evaluating the performance of all members of the Board.

Scheduled meetings of the Board are held throughout the year and the Board meets on other occasions to deal with matters that require attention between scheduled meetings. The Board delegates responsibility for the day to day operations and administration of the Company to the Managing Director. In addition to formal reporting structures, members of the Board are encouraged to have direct communications with management and other employees within the Company to facilitate the carrying out of their duties as directors.

The Company has obligations to its stakeholder to ensure it is managed with appropriate due diligence and that all necessary processes are implemented to minimise risk and maximise business opportunities.

To this end, all commercial arrangements, capital expenditure other commitments are appropriately documented and have been authorised by the Board.

Composition of the Board

The composition of the Board is determined in accordance with the Company Constitution.

The Board determines its size and composition, subject to the terms of the Constitution. The Board does not believe that it should establish a limit on tenure other than stipulated in the Company's Constitution.

While tenure limits can help to ensure fresh ideas and viewpoints available to the Board, they have the disadvantage of losing the contribution of directors who have been able to develop an increasing insight into the Company and its operations.

Director Independence

The Company recognises that independent Directors are important in verifying to shareholders that the Board is properly fulfilling its role and is diligent in holding senior management accountable for its performance. Where practical, it is intended that the Board should comprise a majority of independent non-executive directors and comprise directors with a broad range of qualifications, skills, expertise and experience from a diverse range of backgrounds. Where practical it is also intended that the Chair be an independent non-executive director.

Directors of Vango Mining Limited are considered to be independent when they are independent of management and free from any business or other relationship that could materially interfere with, or could reasonably be perceived to materially interfere with, the exercise of their unfettered and independent judgement. The Board has adopted a definition of independence based on that set out in Principle 2 of the ASX Corporate Governance Revised Principles and Recommendations. The Board regularly reviews the independence of each director in light of their interests disclosed to the Board.

Directors in Office

At the date of this statement the following Directors are in office:

Name	Position	Independent
Mr Bruce McInnes	Executive Chairman	No
Mr Shengqiang Zhou	Managing Director	No
Ms Zhenzhu Zhang	Executive Director	No

As all Directors are executives, none are considered independent. Further, as substantial shareholders of the Company, Mr Zhou and Ms Zhang are not independent.

The skills, experience, expertise and tenure of each director are disclosed in the Directors' Report within this Annual Report.

Appointment to the Board

The Board undertakes the role of a Nomination Committee which identifies and recommends potential director appointments. Where a casual vacancy arises during the year, the Board has procedures to select the most suitable candidate with the appropriate experience and expertise to ensure a balanced and effective board. Any director appointed during the year to fill a casual vacancy or as an addition to the current Board, holds office until the next Annual General Meeting and is then eligible for re-election by the shareholders.

New directors receive a letter of appointment which sets out the terms of their appointment. On appointment, an induction program is available to directors that include individual sessions with members of the executive team.

Evaluation of Senior Executives

Senior executives have a formal job description and letter of appointment describing the term of office, duties, rights, responsibilities and entitlements upon termination.

Ethical Business Practices

The Board understands the obligations for ethical and responsible decision making. All Directors and Officers are expected to:

- a) comply with the law;
- b) act in the best interests of the Company;
- c) be responsible and accountable for their actions; and
- d) observe the ethical principles of honesty and fairness, including prompt disclosure of potential conflicts.

The Board has procedures in place for reporting any matters that may give rise to unethical practices or conflicts between the interests of a director or senior executive and those of the Company. These procedures are reviewed as required by the Board.

Shareholding and Trading

The Board encourages directors and senior executives to own shares in the Company to further link their interests with the interests of all shareholders. Trading of shares by directors and senior executives is prohibited under certain circumstances and as described in the ASX Listing Rules and during certain periods of the financial year. A director or senior executive must not deal in the Company's shares at any time when he or she has unpublished information which, if generally available, might affect the share price. Directors and senior executives are required to first obtain consent from the Chairman or Company Secretary before dealing in the Company's securities.

Safeguard Integrity

The Board performs the duties of the Audit and Risk Committee and operates to enable it to perform its role and responsibilities. Where appropriate, the Company's external auditors are invited to attend Board

meetings relating to Audit and Risk matters. As the Board is comprised of three executive directors, the Company does not comply with ASX Recommendation 4.1, which recommends that the audit committee is structured as follows:

- consists only of non-executive directors
- consists of a majority of independent directors
- is chaired by an independent chair, who is not chair of the board
- has at least three members

The Board considers that the Company is not of a size that justifies having a separate audit committee and independent non-executive directors. Though the Company intends to seek out and appoint independent directors to the Board when size and scale of the Company justify and warrant their inclusion, for the time being the Company maintains a mix of Directors from different backgrounds with complementary skills and experience. The qualifications of the Directors together with their attendances at Board Meetings are disclosed in the Directors' Report within this Annual Report.

The Role of the Audit and Risk Committee is typically to assist the Board to fulfil its responsibilities in relation to the identification of the areas of significant business risks and monitor the following:

- the quality and integrity of the Company's financial statements, accounting policies and financial reporting and disclosure practices;
- compliance with all applicable laws, regulations and company policy;
- the effectiveness and adequacy of internal control process;
- the performance of the Company's external auditors and their appointment and removal;
- the independence of the external auditor and the rotation of the lead engagement partner; and
- the identification and management of business risks.

The executives of the Company provide the Board with additional assurances regarding the reliability of the financial information for inclusion in the financial statements. The Managing Director and Chief Financial Officer are, in their Executive and Financial capacities, required to declare to the Board that in their opinion the Financial Statements and the note to the Accounts within the Annual Report are in accordance with the Corporations Act 2001, comply with the Accounting Standards and the Corporations Regulations 2001 and give a true and fair view of the financial position of the Company and are based upon a sound system of risk management and internal compliance and control prior to the signing of the Directors' Declaration in the Annual Report.

Independent Advice

The Board recognises that in certain circumstances individual directors may need to seek independent professional advice, at the expense of the Company. Any advice received will be made available to other directors.

Timely and Balanced Disclosure

The Board recognises the need to comply with ASX Listing Rule 3.1 concerning continuous disclosure.

At each meeting of directors, consideration is given as to whether notice of material information concerning the Company, including its financial position, performance, ownership and governance has been made available to all investors.

Senior executives in possession of disclosable information are required to give consideration as to whether notice of material information concerning the Company, including its financial position, performance, ownership and governance has been made available to all investors.

Communication with Shareholders

The Board aims to ensure that shareholders, on behalf of whom they act, are informed of all major developments affecting the Company's activities and its state of affairs, including information necessary to assess the performance of the directors.

Communication with shareholders is achieved through the distribution of the following information:

- The Annual Report distributed to shareholders;
- The Half Yearly Report and Quarterly Reports which is available on the Company's website;
- The Annual General Meeting and General Meetings called to obtain shareholder approval for board action as appropriate. Shareholders are encouraged to attend and participate at the Company's Annual General Meeting and General Meetings;
- Letters to shareholders when considered appropriate and informative;
- Announcements on the Australian Securities Exchange; and
- Investor information on the Company's website www.vangomining.com

The Company strives to ensure that Company announcements via the ASX are made in a timely manner, are factual, do not omit material information and are expressed in a clear and objective manner.

Shareholders' Role

The shareholders of the Company are responsible for voting on the election of directors at the Annual General Meeting in accordance with the constitution.

All directors (other than the Managing Director) are subject to re-election by rotation, no later than every three years.

The Annual General Meeting also provides shareholders with the opportunity to express their views on matters concerning the Company and to vote on other items of business for resolution by shareholders. The Company's auditor, Ernst & Young, make available a partner of the firm to attend the Annual General Meeting and to be available to answer shareholder questions in relation to the audit.

Risk Management

The entire Board is responsible for overseeing the risk management function. The Board is responsible for ensuring the risks and opportunities are identified on a timely basis. The Board determines the Company's "risk profile" and is responsible for overseeing and approving risk management strategies and policies, internal compliance and internal control.

The Board has mechanisms in place to ensure that management's objectives and activities are aligned with the risks identified by the Board. These include the following:

- Implementation of Board approved operating plans and budgets;
- Board monitoring of progress against these budgets, including the monitoring of key performance indicators of both financial and non-financial nature; and
- The establishment of committees to report on specific risks when identified.

Internal Risk Management System Compliance

The Board has not received a report from management as to the effectiveness of the Company's management of its material business risks. The Board's collective experience enable accurate identification of the principal risks that may affect the Company's business. Key operational risks and their management will be items for deliberation at Board Meetings.

Please refer to the Operating and Financial Review for further detail on the Company's material risks.

The Board requires that the Managing Director and Chief Financial Officer, or equivalent, every half year, to provide a statement confirming that a sound system of risk management and internal control is in place and that the system is operating effectively in all material respects in relation to financial risks. The Board has received that assurance.

Monitoring Performance

The Board and senior executives monitor the performance of the Company through the preparation of management accounts. The management accounts are prepared using accrual accounting and report The Company's result. The management accounts are compared to budgets, which have been prepared on the basis of capital availability and exploration results.

The monitoring of the Company's performance by the Board and management assists in identifying the correct allocation of resources to maximise the overall return to shareholders.

A performance evaluation of executives was not undertaken during the year. However, the Board has regularly monitored the performance of both executives on an informal basis during the tenure of their appointments.

Remunerate fairly

Details of the structure of non-executive directors' and senior executives' remuneration are included in the Remuneration Report within the Directors' Report in this Annual Report.

The role of the Remuneration Committee is undertaken by the full Board of Directors. The Board has adopted a Remuneration Committee Charter to ensure that the responsibilities of the Board are discharged in an appropriate manner.

The role of the Remuneration Committee is to determine the Company's remuneration plans, policies and practices, including compensation arrangements for non-executive directors, executive directors and senior executives. It is also responsible for considering general remuneration policies and practices, recruitment and termination policies and superannuation requirements.

The Company has a policy to preclude its executives from entering into transactions to limit their economic risk from investing in the Company's shares, options or rights where those investments are unvested and has made executives aware of their obligations in relation to financial commitments against shares issued under the share plan and has requested that they take sufficient professional advice in relation to their individual financial position.

There are no retirement schemes or retirement benefits other than statutory benefits for directors.

Gender Diversity

The Company has not yet adopted a diversity policy as part of their Corporate Governance Plan. However, the Company recognises the benefits arising from board diversity, and is committed to providing a diverse workplace that embraces and promotes diversity.

The Company is an equal opportunity employer and chooses candidates after canvassing the market on the basis of selecting the most appropriate candidate based on merit and suitability for the role.

The Company is currently in an early stage of its development and given that the Company currently has few employees, the application of measurable objectives in relation to gender diversity, at various levels of the Company's business, is not considered to be appropriate nor practical. The participation of women in the Company at 30 June 2019 was as follows:

- | | |
|--|-------|
| • Women employees in the Company | 0% |
| • Women in senior management positions | 0% |
| • Women on the Board | 33.3% |

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General Information

The financial report covers Vango Mining Limited as a consolidated entity consisting of Vango Mining Limited and the entities it controlled. The financial report is presented in Australian dollars, which is Vango Mining Limited's functional and presentation currency.

The financial report consists of the financial statements, notes to the financial statements and the directors' declaration.

Vango Mining Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principle place of business is:

Suite 3544, Level 35,
Tower One, Barangaroo International Towers
100 Barangaroo Avenue
Sydney, NSW 2000

A description of the nature of the consolidated entity's operations and its principal activities are included in the director's report, which is not a part of the financial report.

The financial report was authorised for issue, in accordance with a resolution of directors, on 26 September 2018.

VANGO MINING LIMITED
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2019



		Consolidated	
	Note	2019 \$	2018 \$
Revenue from continuing operations	6	49,849	1,882
Net gain on sale of tenement		-	-
Share of losses of associates accounted for using the equity method		-	-
Expenses			
Depreciation and amortisation expense	7	(52,799)	(6,496)
Fair Value adjustment on listed Investment	14	(125,664)	-
Interest expense		(1,111,825)	(1,237,621)
Consulting Fees		(466,630)	(392,727)
Legal Fees		(1,133,421)	(312,508)
Directors Fees and Remuneration		(1,805,931)	(384,433)
Employee Costs		(517,176)	(332,831)
Loss from Debt to Equity Conversion	8	(13,766,881)	-
Other Expenses	7	(2,398,732)	(900,662)
Loss before tax from continuing operations		(21,329,210)	(3,565,396)
Income tax expense	8	-	-
Loss after income tax expense for the year attributable to the owners of Vango Mining Limited		(21,329,210)	(3,565,396)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive loss for the year attributable to the owners of Vango Mining Ltd		(21,329,210)	(3,565,396)
		<u>Cents</u>	<u>Cents</u>
Loss per share attributable to the ordinary equity holders of the company:			
Basic loss per share	35	(3.73)	(0.82)
Diluted loss per share	35	(3.73)	(0.82)

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

VANGO MINING LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 30 JUNE 2019



		Consolidated	
	Note	2019 \$	2018 \$
ASSETS			
Current assets			
Cash and cash equivalents	10	1,489,801	26,830
Trade and other receivables	11	391,255	294,792
Other	12	81,607	43,892
Total current assets		1,962,663	365,514
Non-current assets			
Investment accounted for using the equity method	13	-	-
Listed Investment	14	969,655	
Property, plant and equipment	15	965,553	792,955
Exploration evaluation expenditure	16	29,816,907	21,297,424
Mining Rehabilitation Fund Contribution		136,515	81,897
Total non-current assets		31,888,630	22,172,276
Total assets		33,851,293	22,537,790
LIABILITIES			
Current liabilities			
Trade and other payables	17	3,384,985	4,249,052
Borrowings	18	15,630,783	10,463,712
Provisions	19	52,727	52,727
Total current liabilities		19,068,495	14,765,491
Non-current liabilities			
Provisions	20	6,493,337	5,690,903
Total non-current liabilities		6,493,337	5,690,903
Total liabilities		25,561,832	20,456,394
Net assets		8,289,461	2,081,396
EQUITY			
Issued capital	21	78,323,936	51,961,963
Reserves	22	15,361,216	14,185,914
Accumulated losses	23	(85,395,691)	(64,066,481)
Total equity		8,289,461	2,081,396

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

VANGO MINING LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2019



	Issued Capital	Reserves	Accumulated Losses	Total Equity
	\$	\$	\$	\$
Balance at 1 July 2017	49,799,707	14,185,914	(60,501,085)	3,484,536
Loss after income tax expense for the year	-	-	(3,565,396)	(3,565,396)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(3,565,396)	(3,565,396)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs	679,763	-	-	679,763
Issue of shares to settle loans and expenses	1,482,492	-	-	1,482,492
Balance at 30 June 2018	51,961,963	14,185,914	(64,066,481)	2,081,396
Balance at 1 July 2018	51,961,963	14,185,914	(64,066,481)	2,081,396
Loss after income tax expense for the year	-	-	(21,329,210)	(21,329,210)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(21,329,210)	(21,329,210)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs	5,824,058	-	-	5,824,058
Issue of shares to settle loans and expenses	6,771,035	21,010	-	6,792,045
Share Based Payments		1,018,542		1,018,542
Loss on Equity settled debt to equity conversion	13,766,880			13,766,880
8% Convertible Note Equity Component		135,750		135,750
Balance at 30 June 2019	78,323,936	15,361,216	(85,395,691)	8,289,461

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

VANGO MINING LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2019



		Consolidated	
	Note	2019 \$	2018 \$
Cash flows used in operating activities			
Payment to suppliers and employees		(7,265,866)	(700,812)
Interest received	6	4,397	1,882
Refund of Office Lease Security Deposit		-	85,078
Interest paid		(383,417)	(25,000)
Net cash flows used in operating activities	34	(7,644,886)	(638,852)
Cash flows used in investing activities			
Payments for property, plant and equipment	15	(225,398)	(796,097)
Acquisition of exploration & evaluation assets		(50,000)	-
Refund of security deposits		-	-
Payments for exploration and evaluation		(7,416,798)	(4,624,568)
Payments to mining rehabilitation fund		(54,617)	(81,897)
Net cash flows used in investing activities		(7,746,813)	(5,502,562)
Cash flows from financing activities			
Proceeds from issue of shares	21	6,109,492	679,763
Share issue transaction costs	21	(195,435)	-
Proceeds from borrowings	18	13,436,000	5,283,885
Repayment of borrowings	18	(2,405,387)	-
Net cash flows provided by financing activities		16,854,671	5,963,648
Net increase / (decrease) in cash and cash equivalents		1,462,971	(177,766)
Cash and cash equivalents at the beginning of the year		26,830	204,595
Cash and cash equivalents at the end of the period	10	1,489,801	26,830

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

1. CORPORATE INFORMATION

The consolidated financial statements of Vango Mining Limited and its subsidiaries (collectively, the Group) for the year ended 30 June 2019 were authorised for issue in accordance with a resolution of the directors on 26 September 2019. Vango Mining Limited (the Company or the parent) is a for profit company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Stock Exchange. The nature of the operations and principal activities of the Group are described in the directors' report. Information on the Group's structure is provided in Note 31. Information on other related party relationships is provided in Note 29.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The consolidated financial statements of the Group are for the financial year ended 30 June 2018.

(a) Going concern

The financial report has been prepared on a going concern basis, which assumes the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

The consolidated entity has incurred a net loss after tax for the financial year ended 30 June 2019 of \$21,329,210 (2018: \$3,565,396) and experienced net cash outflows from operating activities of \$7,644,886 (2018: \$638,852). In addition, current liabilities exceed current assets by \$17,105,832 (2018: \$14,399,977). Subsequent to 30 June 2019, \$1 million of loans has converted to equity on 22 July 2019.

The ability of the Company to continue as a going concern is dependent on the Company being able to continue to raise additional funds as required to fund ongoing exploration and evaluation commitments for Marymia Gold Project, repay borrowings and fund working capital. The Directors believe that they will be able to raise additional equity capital and/or debt as required. The Directors believe that the Company will continue as a going concern. As a result, the financial report has been prepared on a going concern basis. However, should the Company be unsuccessful in undertaking additional raisings, there is a significant uncertainty whether the Company will be able to continue as a going concern to realise its assets and discharge its liabilities in the ordinary course of business. No adjustments have been made relating to the recoverability of assets and the amount and classification of liabilities that might be necessary should the Company not continue as a going concern."

(b) Basis of preparation

These general purposes consolidated financial statements have been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and other authoritative pronouncements of the Accounting Standards Board.

These consolidated financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of available-for-sale financial assets, financial assets and liabilities at fair value through profit or loss, and derivative financial instruments.

The Company is of a kind referred to in Corporation Instrument 2016/191, issued by the Australian Securities and Investment Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporation Instrument to the nearest dollar.

(c) Compliance with IFRS

These consolidated financial statements also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

(d) Critical accounting estimates

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

(e) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiaries as at 30 June 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- De-recognises the assets (including goodwill) and liabilities of the subsidiary
- De-recognises the carrying amount of any non-controlling interests
- De-recognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

Subsidiaries are all those entities over which the Company has the power to govern the financial operating policies, generally accompanying a shareholding of more than one-half of the voting rights

(f) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors.

(g) Revenue recognition

The following specific recognition criteria must be met before revenue is recognised.

Interest revenue

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

(h) Income tax

The charge for current income tax expense is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or substantially enacted at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the

temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(i) Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(j) Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised costs using the effective interest method, less any provision for impairment. Trade receivables are generally due for settlement within 30 days.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

(k) Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

(l) Property, plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a reducing balance basis to write down the net cost of each item of property, plant and equipment (excluding land) over their actual life.

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of property, plant and equipment is de-recognised upon disposal or when there is no future economic benefit to the Group. Any gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

(m) Leases

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Operating lease payments, net of any incentives received from the lessor, are charged to profit or loss on a straight-line basis over the term of the lease.

(n) Exploration and evaluation assets

Exploration and evaluation expenditure in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploitation activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves. Indirect costs relating to exploration and evaluation areas of interest are capitalised in the year they are incurred. A regular review is undertaken for each area of interest to determine the appropriateness of continuing to carry forward costs. Where a project or an area of interest has been abandoned, the expenditure incurred thereon is written off in the year in which the decision is made.

The Company as part of its operations has entered into farm-in and farm-out arrangements. In respect to these transactions the Company adopts the following policies:

When the Company is acting as the farmee its expenditure is recognised under the arrangement in respect of its own interest and that retained by the farmor, as and when the costs are incurred.

The farmee accounts for its expenditures under a farm-in arrangement in the same way as directly incurred E&E expenditure.

For the arrangements of which the Company is the farmor it accounts for the farm-out arrangement as follows:

- The farmor does not record any expenditure made by the farmee on its behalf
- The farmor does not recognise a gain or loss on the farm-out arrangement but rather, redesignates any costs previously capitalised in relation to the whole interest as relating to the partial interest retained
- Any cash consideration received is credited against costs previously capitalised in relation to the whole interest with any excess accounted for by the farmor as a gain on disposal.

(o) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying values of its assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. When the carrying amount of an asset exceeds its carrying amount, the asset is considered impaired and written down to its recoverable amount.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted shares prices for publicly traded companies or other available fair value indicators.

(p) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

(q) Provisions

Provisions are recognised when the Group has a present (legal or constructive) obligation as a result of a past event, it is probable the Group will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

(r) Employee benefits

Wages and salaries and annual leave

Liabilities for wages and salaries, including non-monetary benefits, and annual leave expected to be settled within 12 months of the reporting date are recognised in current liabilities in respect of employee's services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Share-based payments

Equity-settled and cash settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares that are provided to employees in exchange for the rendering of services.

The cost of equity-settled transactions are measured at fair market value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, ('Market conditions') together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period (equity reserves). The cumulative charge to profit and loss is calculated

based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made, provided the original terms of the award are met. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the Group or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Group or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

The Company provides benefits to employees (including Directors) of the Company and external parties to the Company in the form of share-based payment transactions, whereby employees and external parties render services in exchange for shares or options over shares ("equity-settled transactions").

No expense is recognised for options that do not ultimately vest because internal conditions were not met. An expense is still recognised for options that do not ultimately vest because a market condition was not met.

(s) Extinguishment of Financial Liabilities

Equity Settled Trade or Other Liabilities including debt are measured at fair market value on grant date or where appropriate, when shareholder approval is given. Fair Value is determined using the closing share price quoted on the Australian Securities Exchange at the relevant date. Any gain or loss arising from the difference between the Fair Value and the liability extinguished is recognised in the Consolidated Statement of Comprehensive Income.

(t) Issued capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(u) Earnings per share

Basic earnings per share

Basic earnings per share is determined by dividing net profit or loss after income tax attributable to members of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(v) Goods and Services Tax (GST) and other similar taxes

Revenues, expenses, assets and liabilities are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this it is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included in receivables or payables in the Statement of Financial Position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the taxation authority are presented as operating cash flows.

Commitments or contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

(w) New accounting standards and interpretations adopted

The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those of the previous financial year, except for the adoption of new standards and interpretations effective as of July 1, 2018.

Several amendments apply for the first time in the current year. However, they do not impact the annual consolidated financial statements of the Group.

3. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgments and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgments, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable

under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

(i) Note 13 Investments Accounted for Using the Equity Method

The Company's investments accounted for using the equity method are periodically tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The recoverable amount is determined as the higher of the fair value less cost of disposal.

The consolidated entity retains a 49% interest in the joint venture entity Sino Australian Resources (Laos) Co. Ltd ("SARCO"). Which is incorporated in Laos PDR and is involved in the exploration of Bauxite resources in the Bolaven Plateau in Laos. The Company's interest in the joint Venture was fully impaired in 2017.

(ii) Note 15 – Exploration & Evaluation Expenditure

The Company's accounting policy for exploration and evaluation is set out in Note 2(n) above. If, after having capitalised expenditure under this policy, the Directors conclude that the Company is unlikely to recover the expenditure by future exploration or sale, then the relevant capitalised amount will be written off to the Statement of Comprehensive Income.

4. STANDARDS ISSUED BUT NOT YET EFFECTIVE

The Australian Accounting Standards issued but not yet mandatory for the financial year ending June 30, 2019 have not been adopted by the Group in the preparation of this financial report and are set out below:

Standard/Interpretation	Effective for the annual reporting period beginning on	Expected to be initially applied in the financial year ending
AASB 16 Leases	January 1, 2019	June 30, 2020
AASB 2017-6 Amendments to Australian Accounting Standards – Prepayment Features with Negative Compensation	January 1, 2019	June 30, 2020
AASB 2018-1 Annual Improvements to IFRS Standards 2015 – 2017 Cycles	January 1, 2019	June 30, 2020
AASB 2018-2 Amendments to Australian Accounting Standards – Plan, Amendment, Curtailment or Settlement	January 1, 2019	June 30, 2020
AASB Interpretation 23 Uncertainty over Income Tax Treatments	January 1, 2019	June 30, 2020
AASB 16 Leases	January 1, 2019	June 30, 2020
AASB 2017-6 Amendments to Australian Accounting Standards – Prepayment Features with Negative Compensation	January 1, 2019	June 30, 2020
AASB 2018-1 Annual Improvements to IFRS Standards 2015 – 2017 Cycles	January 1, 2019	June 30, 2020
AASB 2018-2 Amendments to Australian Accounting Standards – Plan, Amendment, Curtailment or Settlement	January 1, 2019	June 30, 2020
AASB Interpretation 23 Uncertainty over Income Tax Treatments	January 1, 2019	June 30, 2020
AASB 17 Insurance Contracts	January 1, 2021	June 30, 2022

5. OPERATING SEGMENTS

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the board of directors (the chief operating decision makers) in assessing performance and in determining the allocation of resources.

As of the date of this report the consolidated entity operates entirely in the industry of exploration of minerals in Australia, following the 2017 write-down of the investment in the SARCO JV in Laos. The company determined that it has only one segment being exploration of minerals in Australia.

Reportable segments disclosed are based on aggregating operating segments where the segments are considered to have similar economic characteristics and are also similar with respect to the type of product and service. The Group has determined that the reportable operating segments are based on geographical locations as this is the source of the Group's major assets which are in Australia and Laos.

Segment assets and results

Financial information reported are the assets and results of Australia only and is representative of the nature and financial effects of the business activities in which the company engages and the economic environment in which it operates.

6. REVENUE

	Consolidated	
	2019	2018
	\$	\$
Interest	4,397	1,882
Other	45,453	-
Revenue	<u>49,849</u>	<u>1,882</u>

7. EXPENSES

	Consolidated	
	2019	2018
	\$	\$
Loss before income tax includes the following specific expenses:		
<i>Depreciation</i>		
Plant and equipment	52,799	6,496
<i>Impairment</i>		
Listed Investment – Dampier Gold Limited	125,664	-
<i>Other expenses</i>		
Auditors remuneration	103,294	74,640
Listing Fees	125,315	46,703
Rent	99,901	76,020
Corporate registers and ASX listing fees	80,449	80,449
Insurance Expenses	69,025	40,356
Share Registry Expenses	98,830	30,865
Advertising and Promotion Expenses	85,777	-
Travel expenses	262,187	159,225
Other expenses	1,473,955	392,404
	<u>2,398,733</u>	<u>900,662</u>

8. Loss from Debt to Equity Conversion

During the Financial Year the Company has settled financial liabilities by issue of fully paid ordinary shares. In accordance with AASB interpretation 19, The difference between the Fair Value of the issued equity instrument and the carrying amount of the liability is taken to profit or loss. This adjustment was not accounted for in the Half Year ended 31 December 2018. Future comparative information presented as part of the 31 December 2019 half year report will be restated in accordance with AASB 108.

9. INCOME TAX

	Consolidated	
	2019	2018
	\$	\$
<i>Income tax expense</i>		
Current tax	-	-
Deferred tax	-	-
Aggregate income tax expense	<u>-</u>	<u>-</u>

9. Income Tax (continued)

	Consolidated	
	2019	2018
	\$	\$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense	(21,329,210)	(3,565,396)
Tax at the statutory rate of 27.5%	(5,865,533)	(980,484)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non-deductible expenses	4,093,126	-
Non-assessable items	(22,711)	(38,058)
Tax losses (used) / unused and unrecognised	1,795,118	1,018,542
Income tax expense	-	-
<i>Tax losses not recognised</i>		
Unused tax losses for which no deferred tax asset has been recognised	60,374,144	49,414,936
Potential tax benefit @ 27.5%	16,602,890	13,589,107

From 1 July 2005, Vango Mining Limited formed a tax consolidated group. There is presently no tax sharing or funding arrangements in place. The above potential tax benefit for losses has not been recognised in the statement of financial position. These tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.

Deferred tax assets and liabilities not recognised

Unused tax losses	16,602,890	13,589,107
Taxable temporary differences	1,553,598	80,808
Share issue costs	2,958	25,668
	<u>18,159,446</u>	<u>13,695,583</u>

The Taxation benefits will only be obtained if:

- The Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deduction for the loss to be realised;
- The Group continues to comply with the conditions for deductibility imposed by law; and
- No changes in tax legislation adversely affect the group in realising the benefits from the deductions for the loss.

The Directors are of a view there is insufficient certainty that the Parent Entity and its subsidiaries will derive sufficient income in the foreseeable future to justify booking the tax losses and temporary differences as deferred tax assets and deferred tax liabilities.

10. CASH & CASH EQUIVALENTS

	Consolidated	
	2019	2018
	\$	\$
Cash at bank	1,489,801	26,830
	<u>1,489,801</u>	<u>26,830</u>

11. TRADE AND OTHER RECEIVABLES

	Consolidated	
	2019	2018
	\$	\$
Trade receivables	-	-
Other receivables	391,255	294,792
	<u>391,255</u>	<u>294,792</u>

Impairment of receivables

Receivables are non-interest bearing and are generally on 30 day terms.

12. OTHER – CURRENT

	Consolidated	
	2019	2018
	\$	\$
Bank guarantee for office lease	33,206	33,206
Security Deposit Tenancy	38,401	-
Prepayments	-	686
Tenement security deposit	10,000	10,000
	<u>81,607</u>	<u>43,892</u>

13. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

	Consolidated	
	2019	2018
	\$	\$
Interest in joint venture entity -SARCO	3,124,569	3,124,569
Impairment - SARCO	(3,124,569)	(3,124,569)
	<u>-</u>	<u>-</u>

Refer to note 32 for further information on interests in joint ventures.

The consolidated entity continues to have a 49% interest in the joint venture entity Sino Australian Resources (Laos) Co. Ltd ("SARCO") which is incorporated in Laos PDR and is involved in the exploration of bauxite resources in the Bolaven Plateau in Laos. The joint venture is currently not actively exploring, and the Company fully provisioned the asset value in the 2017 Financial year.

The share of the joint venture loss after income tax for the year was \$Nil (2018:\$ Nil).

14. LISTED INVESTMENT

	2019 \$	2018 \$
Shares Acquired in Dampier Gold Limited	1,095,322	-
Less: Fair Value Adjustment	(125,667)	-
	<u>969,655</u>	<u>-</u>

15. PROPERTY, PLANT AND EQUIPMENT

	Consolidated	
	2019 \$	2018 \$
Office equipment as at 30 June 2018	3,354	3,354
Additions	5,500	-
Less: Accumulated depreciation	(368)	-
	<u>8,486</u>	<u>3,354</u>
Field equipment as at 30 June 2018	789,601	-
Additions	63,656	796,097
Less: Accumulated depreciation	(55,176)	(6,496)
	<u>798,081</u>	<u>789,601</u>
Motor Vehicles as at 30 June 2018	-	-
Additions	90,896	-
Less: Accumulated depreciation	(3,534)	-
	<u>87,362</u>	<u>-</u>
Software as at 30 June 2018	-	-
Additions	71,840	-
Less: Accumulated amortisation	(216)	-
	<u>71,624</u>	<u>-</u>
Total as at 30 June 2019	965,553	792,955

16. EXPLORATION AND EVALUATION EXPENDITURE

2019 \$	2018 \$
------------	------------

Exploration and evaluation - at cost	36,692,127	28,172,644
Less: Impairment	(6,875,220)	(6,875,220)
	<u>29,816,907</u>	<u>21,297,424</u>

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	Exploration & Evaluation \$
Balance at 30 June 2017	13,300,054
Additions	4,706,467
Addition to provision for rehabilitation	3,290,903
Disposals	-
Impairments	-
Balance at 30 June 2018	<u>21,297,424</u>
Additions	7,717,049
Addition to provision for rehabilitation	802,434
Disposals	-
Impairments	-
Balance at 30 June 2019	<u>29,816,907</u>

During the period, the Company has assessed the exploration and evaluation assets for impairment under AASB6, noting no indicators are present which would warrant a full analysis under AASB136

17. TRADE AND OTHER PAYABLES

	Consolidated	
	2019 \$	2018 \$
Trade payables	2,278,851	3,151,525
Other payables	<u>1,106,134</u>	<u>1,097,527</u>
	<u>3,384,985</u>	<u>4,249,052</u>

18. BORROWINGS

	Consolidated	
	2019	2018
	\$	\$
Current		
Interest Free (iii)	-	240,000
Loans 8% (iii)	-	2,502,952
Loans 10% (iv)	-	443,960
Loans 15%	574,795	-
Loans 25% (ii)	-	5,083,567
Convertible notes - 8% (i)	2,794,122	2,193,233
Convertible notes - 12% (i)	10,480,000	-
Convertible notes - 15% (v)	1,917,616	-
Less Equity component of Convertible Notes	(135,750)	-
	<u>15,630,783</u>	<u>10,463,712</u>
Non Current	-	-

- i. The Company received notice from the note holders on 26 August 2019 of their intention to exercising their conversion into equity. Accordingly, these notes have been treated as current liabilities as at 30 June 2019,
- ii. These loans were converted to equity at \$0.06 per share pursuant to shareholder approval on 20 September 2018.
- iii. These facilities were converted to equity pursuant to shareholder approval on 12 July 2018.
- iv. These loans were converted to equity at \$0.045 per share pursuant to shareholder approval on 20 September 2018.
- v. On 22 July 2019 The Holder of \$1,000,000 of these notes elected to convert the Principal and Interest outstanding as at 31 March 2019 at the Conversion Price of 18 cents per share. The Balance of these shares was renegotiated to a maturity of 31 July 2019 and was subsequently repaid on that date. Accordingly, these loans have been treated as current liabilities as at 30 June 2019.
- vi.

19. PROVISIONS – CURRENT

	Consolidated	
	2019	2018
	\$	\$
Employee benefits	<u>52,727</u>	<u>52,727</u>

PROVISIONS – NON-CURRENT

	Consolidated	
	2019	2018
	\$	\$
Opening Balance	5,690,903	2,400,000
Addition to Rehabilitation Provision	802,434	3,290,903
Closing Balance Rehabilitation - Plutonic Dome Gold Project	<u>6,493,337</u>	<u>5,690,903</u>

Under an assessment issued by Department of Mines, Industry Regulation and Safety of Western Australia in accordance with the Mining Rehabilitation Fund Act 2012, an assessment of the rehabilitation liability was made on the companies mining exploration tenements. The Company has made a provision for this liability in this financial year for the full assessed amount.

20. CONTRIBUTED EQUITY

	2019 Shares	2018 Shares	2019 \$	2018 \$
Ordinary shares - fully paid	<u>628,420,057</u>	<u>463,853,820</u>	<u>64,557,055</u>	<u>51,961,963</u>

Movements in ordinary share capital

Details	Date	No. of shares	Issue Price	\$
Balance	1 Jul 2017	419,969,042		49,799,707
Issue of Shares-Placement	17 Oct 2017	3,500,000	\$0.05	175,000
Issue of Shares-Placement	26 Mar 2018	29,055,389	\$0.05	1,307,492
Exercise of Options	17 Oct 2017	11,329,389	\$0.06	679,763
Balance	30 June 2018	463,853,820		51,961,963
Placement	11 July 2018	9,185,893	\$0.18	1,653,461
Placement	12 July 2018	19,892,751	\$0.18	3,580,695
Debt Conversion	19 Sept 2018	9,537,849	\$0.045	429,203
Debt Conversion	19 Sept 2018	83,275,167	\$0.060	4,996,510
Placement	19 Sept 2018	122,223	\$0.18	22,000
Takeover Consideration*	22 Nov 2018	9,792,782	\$0.099	967,919
Takeover Consideration*	28 Nov 2018	119,285	\$0.099	11,790
Takeover Consideration*	20 Dec 2018	103,143	\$0.099	10,195
Recovery of Shareholder Loan	31 Dec 2018	-	-	763,336
Takeover Consideration*	8 Jan 2019	596,936	\$0.099	59,001
Takeover Consideration*	10 Jan 2019	469,620	\$0.099	46,417
Share based Payment	31 May 2019	1,470,588	\$0.17	250,000
Plan Shares Issued	18 Jun 2019	30,000,000	-	-
Share issue transaction costs				(195,435)
Fair Value Adjustment- Note 8				<u>13,766,881</u>
Balance	30 June 2019	628,420,057		78,323,936

*Shares issued for takeover consideration have the issue price rounded to the nearest 100th of a cent.

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital. On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Options

On 11 July 2018 a total of 16,253,904 listed options were issued pursuant to a capital raising undertaken by the company. The options have an expiry date of 11 July 2020 and are convertible into one fully paid ordinary share at \$0.27 cents per share on or before expiry.

On 18 June 2019 the Company issued a total of 100,000,000 unlisted performance options to the members of the board. The details of the term, exercise price and performance hurdles are disclosed in the Directors remuneration report above.

Capital risk management

The Group's capital includes share capital, reserves and accumulated losses. The Group's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can provide returns

for shareholders and benefits for other stakeholders. The Group manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to achieve this, the Group may issue new shares in order to meet its financial obligations. There are no externally imposed capital requirements.

21. RESERVES

	Consolidated	
	2019	2018
	\$	\$
Share based payments reserve	<u>15,361,216</u>	<u>14,185,914</u>

The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

22. ACCUMULATED LOSSES

	Consolidated	
	2019	2018
	\$	\$
Accumulated losses at the beginning of the financial year	(64,066,481)	(60,501,085)
Loss after income tax expense for the year	<u>(21,329,210)</u>	<u>(3,565,396)</u>
	<u>(85,395,691)</u>	<u>(64,066,481)</u>

23. FINANCIAL INSTRUMENTS

Financial risk management

The Group's activities expose it to a variety of financial risks: (including interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk in these areas is not significant enough to warrant a formalised specific risk management program. Risk management is carried out by the Board of Directors in their day to day function as the overseers of the business.

The Group holds the following financial instruments at 30 June:

	Consolidated	
	2019	2018
	\$	\$
Financial assets		
Cash and cash equivalents	1,489,801	26,830
Trade and other receivables - current	391,255	294,792
Other	81,607	43,892
	<u>1,962,663</u>	<u>365,514</u>
Financial liabilities		
Trade and other payables	3,384,985	4,249,052
Borrowings	15,630,783	10,463,712
	<u>19,015,768</u>	<u>14,712,764</u>

Foreign Currency risk

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The Group does not enter into derivative financial instruments to hedge such transactions denominated in a foreign currency. At the balance sheet date, the consolidated entity had no exposure to foreign currencies, hence no sensitivity analysis has been performed.

Price risk

The Group is not exposed to any significant price risk given it does not derive revenue from sale of products. Management is aware that the fair value of mining projects can be impacted by commodity price changes (predominantly bauxite, alumina, aluminium, gold and copper) and could impact future revenues once operational.

24 FINANCIAL INSTRUMENTS (continued)

Interest rate risk

The Group's exposure to interest rate risk and the effective weighted average interest rate for classes of financial assets and liabilities is set out below:

	2019		2018	
	Weighted average interest rate	Balance	Weighted average interest rate	Balance
	%	\$	%	\$
Financial assets				
Cash and cash equivalents	0.10	1,489,801	0.10	26,830
Short term deposits	-	-	-	-
Long term deposits	-	-	-	-
		<u>1,489,801</u>		<u>26,830</u>
Financial liabilities				
Convertible note	8.00	2,760,650	-	-
Convertible note	12.00	10,480,000	-	-
Convertible note	15.00	1,917,616	15.00	2,742,952
Short term loan	15.00	574,795	25.00	5,083,567
Short term loan	10.00	-	10.00	443,960
Short term loan	8.00	-	8.00	2,193,233
Less Equity Component of Convertible notes		<u>(102,278)</u>		<u>-</u>
		<u>15,630,783</u>		<u>10,463,712</u>

The Group does not rely on the generation of interest on cash and cash equivalents to provide working capital and as a result does not consider this to be material to the Group, hence, no sensitivity analysis has been performed. Borrowings are made at fixed interest rates.

The Company retired \$5.4 million of loans into equity in September 2018 by way of issuing fully paid ordinary shares at 6 and 4.5 cents per share.

The Company re-negotiated the 15% convertible note agreement. The holder of \$1.5 million of these notes elected to convert the Principal and Interest outstanding as at 31 March 2019 at the conversion price of 18 cents per share. Settlement occurred post balance date on 22 July 2019. The \$0.5 million balance of the notes was repaid subsequent to year end.

The Company initially negotiated a convertible note agreement for a term of 18 Months, expiring 27 February 2020, Interest is accrued biannually and is payable on repayment or conversion. The notes are convertible at 7 cents per share. conversion. Subsequent to the end of the 2019 Financial Year the noteholder has indicated his intent to convert the loan to fully paid ordinary shares.

24 FINANCIAL INSTRUMENTS (continued)

The Company raised \$10,000,000 from an initial unsecured loan in February 2019. Subsequently, in June 2019 this facility was converted into a convertible note. The Convertible Note had an initial term of 20 months and is convertible at \$0.27 per share at the Noteholder's election at any time, accrue interest daily at 12% per annum with interest payable maturity, or on conversion. Subsequent to the end of the 2019 Financial Year the noteholder has indicated his intent to convert the loan to fully paid ordinary shares.

Credit risk

Credit risk is the risk of financial loss to the Group if a counter party to a financial instrument fails to meet its contractual obligations. The carrying amount of cash and cash equivalents and trade and other receivables represent the Group's maximum exposure to credit risk in relation to financial assets.

Cash and short term liquid investments are placed with reputable banks and the Group does not have any material credit risk exposure to any single debtor or group of debtors.

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial liabilities as and when they fall due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and raising additional capital as and when needed. If the Group does not raise capital in the short term, it can continue as a going concern by reducing planned but not committed exploration expenditure until funding is available and / or entering into joint venture arrangements where exploration is funded by the joint venture partner.

Remaining contractual maturities

The table below analyses the Group's financial liabilities into relevant maturity groupings. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not significant.

	<6 months	>6 - 12 months	> 12 months	Total Contractual Cash Flows	Carrying Amount
30 June 2019					
Financial liabilities					
Trade and other payables	3,384,985	-	-	3,384,985	3,384,985
Borrowings	15,630,783	-	-	15,630,783	15,630,783
Provisions	52,727	-	-	52,727	52,727
	<u>19,068,495</u>	<u>-</u>	<u>-</u>	<u>19,068,495</u>	<u>19,068,495</u>

24 FINANCIAL INSTRUMENTS (continued)

	<6 months	>6 - 12 months	> 12 months	Total Contractual Cash Flows	Carrying Amount
30 June 2018					
Financial liabilities					
Trade and other payables	4,249,052	-	-	4,249,052	4,249,052
Borrowings	10,463,712	-	-	10,463,712	10,463,712
Provisions	52,727	-	-	52,727	52,727

Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. AASB 7 *Financial Instruments: Disclosures* requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- (b) inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (level 2); and
- (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

The Group has a non controlling investment in a listed entity Dampier Gold Limited which is a level 1 financial instrument carried at fair value. The group does not have any Level 2, or Level 3 financial instruments. There were no transfers between Level 1, Level 2 or Level 3 during the current or previous period.

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. The carrying amount of trade receivables and trade payables are assumed to approximate their fair values due to their short-term nature. Borrowings have been entered into close to year end and no significant changes in interest rates were noted that would change the fair value.

24. KEY MANAGEMENT PERSONNEL DISCLOSURES

Compensation

The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	2019	2018
	\$	\$
Short-term employee benefits	873,330	343,790
Post-employment benefits	83,150	40,643
Share Based Payments	1,018,542	
	<u>1,975,022</u>	<u>384,433</u>

25. REMUNERATION OF AUDITORS

During the financial year the following fees were paid or payable for services provided by Ernst & Young, the auditor of the Group:

	Consolidated	
	2019	2018
	\$	\$
<i>Audit services – Ernst & Young</i>		
Audit or review of the financial statements	103,294	74,640

26. CONTINGENT LIABILITIES

This note provides details of the consolidated entity's contingent liabilities, based on the probability that payment is considered unlikely, along with details of contingent liabilities which our directors consider should be disclosed.

Sino Australian Resources (Laos) Co., Ltd (SARCO), is a joint venture project between the Company (49%) and China Nonferrous Metal Industry's Foreign Engineering and Construction Co., Ltd (NFC) (51%). Until 30 September 2009, the Company solely funded all exploration activities conducted by SARCO in Laos and since 1 October 2010 NFC has been funding ongoing exploration activities.

In accordance with the Joint Venture agreement, at the time NFC's contribution has reached the level of the company's initial contribution, both the Company and NFC are obliged to contribute their respective share of funding requirements for any further activity.

An audit of the Company's contributions to SARCO JV expenditures from inception to 30 September 2009 was performed by NFC in 2012. On completion NFC challenged a total of \$1.1 million in expenditure that is currently included as part of the total Company contribution recorded by the Group, although no formal claim has been made by NFC. The amount in dispute is \$1,109,000 which forms the contingent liability. The Company has the right to audit the NFC contributions. At this time no such audit has been undertaken, although any findings from such an audit may constitute a future claim by the Company on NFC. The Company is working amicably with NFC to resolve this disputed amount.

On 26 August 2016 the Company acquired Dampier Plutonic Pty Ltd which held a 40% interest in the tenements in which the Company holds 60%, giving the Company full ownership of the tenements.

Consideration for the acquisition included contingent payments of \$1 million each on reaching total production from the project tenements of 45,000 ozs, 100,000 ozs, 200,000 ozs and 300,000ozs, for a potential amount owed of an additional \$4 million. In addition, the Company will pay a royalty to Dampier Gold Ltd, capped at \$2 million based on production. The royalty will be payable on each ounce of gold sold with the royalty rate dependant on the gold price at the London Spot Fix AM (USD/oz) on the date of the mint receipt.

The acquisition has been treated in the 2017 financial year as an asset acquisition under AASB3, and as such the total carrying value of the E&E grossed up for the initial rehabilitation provision recognised upon acquisition of \$0.96 million, would be recorded as the fair value of the assets.

27. COMMITMENTS

	Consolidated	
	2019	2018
	\$	\$
<i>Lease commitments - operating</i>		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	115,200	191,085
One to five years	-	382,170
	<u>115,200</u>	<u>573,255</u>

Operating lease commitments relate to contracted amounts for offices under a Served Office Agreement which expires 6 January 2020. At the date of this financial report the company is considering alternatives regarding a new office.

28. RELATED PARTY TRANSACTIONS

Parent entity

Vango Mining Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 31.

Joint ventures

Interests in joint ventures are set out in note 32.

Key management personnel

Over the 2019 Financial year an amount of \$254,633 was reimbursed to Mr McInnes for GST Inclusive Travel and Accommodation expenditure, initially incurred personally and includes amounts for company contractors, consultants and potential investors.

Mr S Zhou invoiced the Company \$49,610 for reimbursement of marketing and training expenses at cost incurred on behalf of the Company.

Loans to/from related parties

During the financial year the company issued fully paid ordinary shares in settlement of loan balances owed by the company to related parties as approved at a General Meeting of the company held on 27 August 2018, as follows;

- To issue to Gifted Force International Limited, a Related Party of the Company, 4,759,889 Fully Paid Ordinary Shares at an issue price of \$0.045 per share, together with 31,116,479 Fully Paid Ordinary Shares at an issue price of \$0.06 per share in full settlement of \$2,081,183 of unsecured loans together with accrued interest extended to the company. The loss on Fair value assessment recognised in the period relating to this was \$12,491,275

29. RELATED PARTY TRANSACTIONS continued

- To issue to ShengQuian (Sean) Zhu, a Director of the Company, 4,777,960 Fully Paid Ordinary Shares at an issue price of \$0.045 per share, together with 2,762,913 Fully Paid Ordinary Shares at an issue price of \$0.06 per share in full settlement of \$380,782 of unsecured loans together with accrued interest extended to the company. The loss on Fair value assessment recognised in the period relating to this was \$1,573,745

Over the 2019 financial year the company issued Mr Zhou 30,000,000 fully paid ordinary shares under the Company's Share Plan Scheme. In accordance with the terms and conditions of the Share Plan, the shares are under a Company-imposed trading lock until such time as each Director has repaid the loan provided by the Company to fund the subscription price for shares issued to them. It is at the Board's discretion whether to seek early repayment of the loan should the Director cease to be employed by the Company

The Company issued performance options to key management personnel as part of remuneration on 24 June 2019. These performance options are subject to performance hurdles, and as at the date of this report, these hurdle conditions have not been met. The details of these performance options are as follows.

Category	Expiry Date	Exercise Price	Zhou	McInnes	Zhang	Total
A	18/06/2022	\$ 0.25	5,000,000	5,000,000	2,500,000	12,500,000
B	18/06/2022	\$ 0.25	5,000,000	5,000,000	2,500,000	12,500,000
C	18/06/2024	\$ 0.30	10,000,000	10,000,000	5,000,000	25,000,000
D	18/06/2024	\$ 0.35	5,000,000	5,000,000	2,500,000	12,500,000
E	18/06/2024	\$ 0.50	5,000,000	5,000,000	2,500,000	12,500,000
F	18/06/2024	\$ 0.60	10,000,000	10,000,000	5,000,000	25,000,000
Total						
			40,000,000	40,000,000	20,000,000	100,000,000

Performance Hurdles

Category A. Production of 100 ounces of gold bars from ore produced by the Company (or an entity controlled by the Company) (**Option Vesting Condition A**).

Category B. Definition by the Company (or an entity controlled by the Company) of a total (measured, indicated and inferred) JORC 2012-compliant resource of 1,000,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne (**Option Vesting Condition B**). Nb. The performance target is 1,000,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne. The grade given is a performance hurdle only and has no relationship to the tonnage being targeted; i.e. this is not an exploration target.

29. RELATED PARTY TRANSACTIONS continued

Category C. Subject to the definition by the Company (or an entity controlled by the Company) of a total (measured, indicated and inferred) JORC 2012-compliant resource of 1,500,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne (**Option Vesting Condition C**). Nb. The performance target is 1,500,000 ounces of contained gold at an average grade greater than or equal to 3 grams per tonne. The grade given is a performance hurdle only and has no relationship to the tonnage being targeted; i.e. this is not an exploration target.

Category D. The production of 10,000 ounces of gold bars from ore produced by the Company (or an entity controlled by the Company) (**Option Vesting Condition D**).

Category E. The production of 50,000 ounces of gold bars from ore produced by the Company (or an entity controlled by the Company) (**Option Vesting Condition E**).

Category F. The price of the Company's shares traded on ASX achieving a 20-day volume weighted average price of \$1.00 per share (**Option Vesting Condition F**).

At balance date, the relevant interest of each key management personnel in options of the Company were:

	Balance at the start of the year	Acquired	Granted as part of remuneration	Expired	Converted	Balance at end of the year	Vested and exercisable
2019							
Bruce	-	-	40,000,000	-	-	40,000,000	-
McInnes	-	-	40,000,000	-	-	40,000,000	-
Shengqiang	-	-	20,000,000	-	-	20,000,000	-
Zhou	-	-					
Zhenzhu	-	-					
Zhang	-	-					
	-	-	100,000,000	-	-	100,000,000	-
2018							
Bruce	6,175,460	-	-	(4,175,460)	(2,000,000)	-	-
McInnes	7,374,501	-	-	(5,374,501)	(2,000,000)	-	-
Shengqiang	24,239,053	-	-	(22,239,053)	(2,000,000)	-	-
Zhou							
Zhenzhu							
Zhang							
	37,789,014	-	-	(31,789,014)	(6,000,000)	-	-

The Company recognised an amount of \$55,552 as Directors Fees in the Financial Year relating to the Fair Value assessment of these fully vested performance options issued to Directors of the Company. The total valuations at issue date was \$3,142,500. The Performance hurdles have been assessed in the current reporting period as reasonable and achievable. The Company will review the Fair Value assessment at each reporting date and adjust for movements of the unvested performance options through profit and loss, taking into account any change in circumstance surrounding the option holder and the likely achievement of the performance hurdles.

29. RELATED PARTY TRANSACTIONS continued

The following table lists the inputs into the model used for the plan option valuations

2019	A	B	C	D	E	F
Expiry date	18/06/22	18/06/22	18/06/2024	18/06/2024	18/06/2024	18/06/2024
Number '000	12,500	12,500,000	25,000,000	12,500,000	12,500,000	25,000,000
Exercise Price	0.25	0.25	0.30	0.35	0.50	0.60
Dividend Yield (%)	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Expected Volatility (%)	37.6%	37.6%	56.7%	56.7%	56.7%	56.7%
Risk Free Interest Rate (%)	1.61%	1.61%	1.69%	1.69%	1.69%	1.69%
Indicative Value per Performance Option	0.0167	0.0167	0.0473	0.0423	0.0307	0.0252
Total Indicative Value	\$ 208,750	\$ 208,750	\$ 1,182,500	\$ 528,750	\$ 383,750	\$ 630,000

Disclosures relating to key management personnel are set out in note 25 and the remuneration report in the directors' report.

Transactions with related parties

There were no other transactions with related parties in the financial year.

Receivable from and payable to related parties

As at year end the company had deferred payment of \$59,683 of post-tax salary to Mr Donjie Zhang, the husband of Zhanzhu (Carol) Zhang.

Loans to/from related parties

At the Financial year end the company had no loan arrangements from related parties.

30. PARENT ENTITY INFORMATION

	Parent	
	2019	2018
	\$	\$
Current assets	1,962,663	365,514
Total assets	51,339,133	21,825,131
Current liabilities	19,059,638	14,543,327
Total liabilities	23,282,797	15,983,327
Shareholders' equity		
Issued capital	78,323,936	51,961,962
Share-based payments reserve	15,361,216	14,185,914
Accumulated losses	(66,938,995)	(60,306,071)
	<u>26,746,158</u>	<u>5,841,805</u>
Loss for the year	<u>6,632,924</u>	<u>(3,345,372)</u>
Total comprehensive loss for the year	<u>(6,632,924)</u>	<u>(3,345,372)</u>

31. SUBSIDIARIES

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in Note 2:

Name of entity	Country of incorporation	Equity holding	
		2019	2018
		%	%
Dampier Plutonic Pty Ltd	Australia	100.00	100.00
Tanami Northern Gold Pty Ltd	Australia	100.00	100.00
Nicholson East Pty Ltd	Australia	100.00	100.00
Nicholson West Pty Ltd	Australia	100.00	100.00
Suplejack Pty Ltd	Australia	100.00	100.00
Coolan Yard Pty Ltd	Australia	100.00	100.00
Ord River Resources (PNG) Pty Ltd	Australia	100.00	100.00
Aileigh Pty Ltd	British Virgin Islands	100.00	100.00
Carpe Diem Limited	Papua New Guinea	100.00	100.00
Tampara Limited	Papua New Guinea	100.00	100.00
Rotokas Limited	Papua New Guinea	100.00	100.00

32. INTERESTS IN JOINT VENTURES

No interests in joint ventures were accounted for using the equity method of accounting for the financial years ending June 2018 and 2019. Information relating to joint ventures is set out below:

Joint venture	Principal activities	Consolidated percentage interest	
		2019	2018
		%	%
JV entity – Sino Australian Resources (Laos) Co. Ltd	Exploration of bauxite resources in the Bolaven Plateau, Laos	49.00	49.00

33. EVENTS OCCURRING AFTER THE REPORTING PERIOD

On 17 July 2019 the Company exercised an option to commence an 51% earn in arrangement on a portfolio of tenements in the vicinity of the Marymia Project, collectively known as Neds Creek. The company issued 1,142,857 fully paid ordinary shares at 17.5 cents per share in satisfaction of the option fee payable.

On 22 July 2019 the company issued 1,142,857 Fully Paid Ordinary Shares at 17.5 cents per share as settlement of an option fee to farm into exploration tenements held by an unrelated party adjacent to the Company's Marymia project.

On 22 July 2019 the company issued 882,353 Fully Paid Ordinary Shares at 17 cents per share as settlement to an unrelated supplier for surveys conducted at the Company's Marymia project.

On 22 July 2019 the company issued 140,000 Fully Paid Ordinary Shares at 14 cents per share to a contractor to the company under the terms the agreement.

On 25 July 2019 the Company completed an issue of 6,894,516 Fully Paid Ordinary Shares at 18 cents per share upon the conversion of \$1,000,000 together with accrued interest of a convertible note bearing interest at 15%.

On 26 August the company received notifications from the holders of the 15% Convertible notes (\$2.5 million, at 7 cents) and the 12% Convertible note (\$10 Million at 27 cents) requesting that all amounts outstanding be converted into the company's fully paid ordinary shares in accordance with the agreements.

34. RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH USED IN OPERATING ACTIVITIES

	Consolidated	
	2019	2018
	\$	\$
Loss after income tax expense for the year	(21,329,210)	(3,565,396)
Adjustments for:		
Depreciation and amortisation	52,799	6,496
Net gain on sale of tenement	-	-
Impairment of Investment	125,664	-
Interest accrued on convertible notes and loans	737,222	1,212,619
Share based payments to suppliers	13,766,881	224,700
Share of loss of joint venture entity	-	-
Change in operating assets and liabilities		
(Increase) in trade and other receivables	(96,463)	(118,782)
(Increase)/decrease in other receivables	(37,715)	96,659
(Decrease)/increase in trade and other payables	(864,067)	1,940,557
(Decrease)/increase in provisions		(435,705)
Net cash used in operating activities	<u>(7,644,886)</u>	<u>(638,852)</u>

35. EARNINGS/(LOSS) PER SHARE

	Consolidated	
	2019	2018
Loss after income tax expense for the year attributable to the owners of Vango Mining Limited	<u>(21,329,210)</u>	<u>(3,565,396)</u>
Basic loss per share (cents)	(3.73)	(0.82)
Diluted loss per share (cents)	<u>(3.73)</u>	<u>(0.82)</u>
Weighted average number of ordinary shares on issue used in the calculation of basic loss per share	<u>571,949,683</u>	<u>435,035,681</u>

Basic earnings/(loss) per share (EPS) is calculated by dividing the net profit/(loss) attributable to ordinary shareholders for the reporting period, after excluding any costs of servicing equity (other than ordinary shares), by the weighted average number of ordinary shares of the Company. Other potential ordinary

shares have not been included in the calculation of diluted earnings per share as they are not considered dilutive.

In the Directors' opinion:

- a) the financial statements and notes set out on pages 46 to 81 are in accordance with the Corporations Act 2001, including:
 - (i) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements, and
 - (ii) giving a true and fair view of the Company's financial position as at 30 June 2019 and of its performance for the financial year ended on that date, and
- b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Note 2(c) confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

This declaration is made in accordance with a resolution of the directors.

On behalf of the Board of Directors



Shengqiang (Sean) Zhou
Managing Director

27 September 2019

Independent Auditor's Report to the Members of Vango Mining Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Vango Mining Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 30 June 2019, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- a) giving a true and fair view of the consolidated financial position of the Group as at 30 June 2019 and of its consolidated financial performance for the year ended on that date; and
- b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2(a) in the financial report, which describes the principal conditions that raise doubt about the Group's ability to continue as a going concern. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be the key audit matter to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

1. Carrying value of exploration and evaluation expenditure

Why significant to the audit

As disclosed in Note 15 of the financial report, as at 30 June 2019 the Group held deferred exploration and evaluation expenditure of \$29.6m (\$21.3m at 30 June 2018).

The carrying value of exploration and evaluation expenditure is assessed for impairment by the Group when facts and circumstances indicate that the exploration and evaluation expenditure may exceed its recoverable amount.

The determination as to whether there are any indicators to require deferred exploration and evaluation expenditure to be assessed for impairment involves a number of judgments including the intention to carry out significant exploration and evaluation activity and whether there is sufficient information for a decision to be made that the area of interest is not commercially viable. During the year the Group determined that there had been no indicators of impairment.

Due to the size of the deferred exploration and evaluation expenditure asset relative to the Group's total assets and the judgment involved in assessing whether indicators of impairment exist at 30 June 2019, this was a key audit matter.

How our audit addressed the matter

Our audit procedures we performed included the following:

- ▶ Considered the Group's right to explore in the relevant exploration area which included obtaining and assessing relevant documentation such as license agreements.
- ▶ Considered the Group's intention to carry out significant exploration and evaluation activity in the relevant exploration area with reference to the Group's cashflow forecasts and minutes of Directors meetings
- ▶ Reviewed the results of exploration and evaluation activities carried out in the relevant licensed area by reference to results reported to the ASX.
- ▶ Assessed whether the exploration and evaluation activities within each area of interest had reached a stage where the commercial viability of extracting the resource could be made.
- ▶ Considered whether any other data or information exists which indicates that the carrying amount of the deferred exploration and evaluation expenditure asset is unlikely to be recovered in full from successful development or by sale.

- Assessed the adequacy of disclosure included in the financial report.

2. Carrying value of borrowings

Why significant to the audit	How our audit addressed the matter
<p>The Group borrowings were \$14.2 million as at 30 June 2019 (2018: \$10.5 million). The outstanding loan balance comprised of \$13.6 million of the convertible bonds and \$0.57 million of loan notes.</p> <p>The accounting for convertible bonds requires judgment, including the determination of the market interest rate for equivalent non-convertible borrowings.</p> <p>This was considered a key audit matter due to the materiality of the amounts involved to the overall financial statements, judgement involved in accounting for convertible bonds, the number of different borrowing arrangements and changes to these arrangements in the period.</p> <p>Refer to Note 17 within the financial report for the amounts recorded on the consolidated statement of financial position as at 30 June 2019 and related disclosures.</p>	<p>Our audit procedures we performed included the following:</p> <ul style="list-style-type: none"> Read the various loan agreements and assessed whether the arrangements had been accounted for in accordance with Australian Accounting Standards; Compared management's assessment of the market interest rate for equivalent non-convertible borrowings to the Group's other borrowing arrangements and the implied value of the convertible feature of the bonds; Recalculated the Group's interest expense and accrued interest for the year ended 30 June 2019 to assess whether the interest was calculated correctly in accordance with the terms of the loan agreements; and Assessed the adequacy of disclosure included in the financial report.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Group's 2019 Annual Report other than the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.



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- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Audit of the Remuneration Report

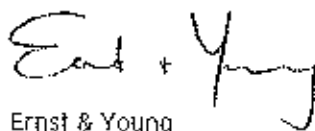
Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 19 to 26 of the directors' report for the year ended 30 June 2019.

In our opinion, the Remuneration Report of Vango Mining Limited for the year ended 30 June 2019, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.


Ernst & Young



Scott Jarrell
Partner
Sydney
27 September 2019

Additional information as required by the Australian Securities Exchange Listing Rules and not disclosed elsewhere in this report is set out below.

1. Number of Holders of each class of equity security and the voting rights attached as 25 September 2019

Class of Security	No. of Holders	Voting Rights Attached
Ordinary Shares	2,752	Each shareholder is entitled to one vote per share held
Listed Options - \$0.27	66	There are no voting rights attached to these options
Performance Options	3	There are no voting rights attached to these options

2. Distribution of fully paid ordinary shareholders and option holders as at 25 September 2017

Range of Holding	Fully paid ordinary shares	listed options exercisable at \$0.27 on or before 11 July 2020
1-1,000	899	0
1,001 – 5,000	631	3
5,000 – 10,000	304	3
10,001 – 100,000	658	44
100,001 - over	260	16
	2,752	66

3. Holders of non-marketable parcels as at 25 September 2019

Holders of non-marketable parcels are deemed to be those who shareholding is valued at less than \$500.

- There are 1,160 shareholders who hold less than a marketable parcel of shares.
- The number of fully paid ordinary shareholdings held in less than marketable parcels is 740,992.

4. Substantial shareholders as at 25 September 2019

Shareholder	Number Shares Held	Percentage
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	120,666,676	18.929%
AJ SILKWOOD PTY LTD <AJ SILKWOOD A/C>	54,289,873	8.640%
REAL AUSTRALIA PTY LTD <THE JEHIEL FAMILY A/C>	46,950,000	7.365%
MR CHRISTOPHER KUZNETSOFF	41,070,128	6.443%
AKARING PTY LTD <AKARING A/C>	35,876,368	5.628%
MR RUOGU MA	33,125,888	5.196%

5. Twenty largest shareholders of quoted ordinary shares as at 25 September 2019

	Shareholder Name	Number of Shares	Percentage of Issued Capital
1.	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	120,666,676	18.929%
2.	MR SHENGQIANG ZHOU	54,289,873	8.640%
3.	REAL AUSTRALIA PTY LTD <THE JEHIEL FAMILY A/C>	46,950,000	7.365%
4.	MR CHRISTOPHER KUZNETSOFF	41,070,128	6.443%
5.	AKARING PTY LTD <AKARING A/C>	35,876,368	5.628%
6.	MR RUOGU MA	33,125,888	5.196%
7.	BROOK & VALLEY PTY LTD	29,346,967	4.604%
8.	BNP PARIBAS NOMS PTY LTD <UOB KH P/L AC UOB KH DRP>	25,045,858	3.929%
9.	B & K MCINNES SUPERANNUATION FUND PTY LTD	14,350,918	2.859%
10.	KRIS SALES	15,159,936	2.083%
11.	MR YANCHAO GUO	14,000,000	2.196%
12.	ZHONGZE CHEN	13,994,561	2.195%
13.	XIAO YUE DOU	12,132,000	1.903%
14.	VANDERFOUR PTY LTD <NEW BEES FAMILY A/C>	11,111,112	1.743%
15.	MS MARTINE BEAUMONT	9,360,683	1.468%
16.	MOU HOLDINGS PTY LTD	6,894,516	1.082%
17.	THELMA JEAN SUPERANNUATION P/L <THELMA JEAN SUPER FUND A/C>	6,348,020	0.996%
18.	MR JOHN FRANCIS GRIFFIN	5,397,848	0.847%
19.	MR MARK CAMILLERI	4,609,274	0.723%
20.	MS MICHELE ROUGE LE PAVOUX	3,527,561	0.553%
	Totals for Top 20	503,258,187	78.945%

6. Twenty Largest Option holders as at 25 September 2019

	Option holder Name	Number of Options	% of Issued
1.	MR BRUCE ANTHONY MCINNES & MRS KAREN MCINNES	40,000,000	34.407%
2.	AJ SILKWOOD PTY LTD <AJ SILKWOOD A/C>	40,000,000	34.407%
3.	AKARING PTY LTD	20,000,000	17.204%
4.	VANDERFOUR PTY LTD <NEW BEES FAMILY A/C>	5,555,556	4.779%
5.	REAL AUSTRALIA PTY LTD <THE JEHIEL FAMILY A/C>	3,300,000	2.839%
6.	DJ CARMICHAEL PTY LTD	1,481,794	1.275%
7.	MALT PARTNERS PTY LTD <MALT PARTNERS S/F A/C>	750,000	0.645%
8.	MR MYLES ROBERT ANDERSON	650,000	0.559%
9.	YINGCHUN LI	555,556	0.478%
10.	MS TIANJUN LU	380,000	0.327%
11.	MR MALCOLM JOHN SMITH & MRS ZENA NOREEN SMITH <LAST DAYS INVESTMENTS A/C>	325,000	0.280%
12.	MR BRUCE ANDREW STEWART	277,778	0.239%
13.	G S MANAGEMENT PTY LTD	277,778	0.239%
14.	MR TERRY R WALTON	225,000	0.194%
15.	JUNIPER FINANCIAL PTY LTD <JUNIPER FINANCIAL S/F A/C>	166,566	0.143%
16.	ZERO NOMINEES PTY LTD	138,889	0.119%
17.	NEW BEE BROTHERS INVESTMENT PTY LTD	138,889	0.119%
18.	MRS JENNIFER WILCOCK & MR HAROLD WILCOCK & MR IAN WILCOCK <HAROLD WILCOCK SNR A/C>	103,900	0.089%
19.	COMSEC NOMINEES PTY LIMITED	100,000	0.086%
20.	H & N WILCOCK PTY LTD <H & N WILCOCK FAMILY A/C>	100,000	0.086%
	Totals for Top 20	114,526,706	98.514%

7. Restricted Securities - Employee Loan Share Plan

On 27 August 2018, Shareholders approved the implementation of the "Vango Mining Limited Employee Loan Share Plan" (Share Plan). An Eligible Participant who is invited to subscribe for Share Plan shares may also be invited to apply for a non-recourse loan up to the amount payable in respect of the shares accepted by the Eligible Participant.

There are currently 30,000,000 shares that have been issued under this Share Plan (18 June 2019) with the subscription price of \$0.18 per share having been funded by the Company for these shares in accordance with the terms and conditions of the Share Plan. These shares are currently under a Company-imposed trading lock until such a time as the loan has been repaid.

While these are issued shares for legal and taxation purposes, Accounting Standards require they be recognised as shares issued at nil value and accounted for as options with a share-based payment expense to the Company. The repayment term of each loan to the Eligible Participant is five (5) years. The loans are interest free. A full summary of the Share Plan was set out in the Notice of Meeting dated August 2018.

8. Share buy-backs

There is no current on-market buy-back in place.

9. Interest in Mining Licence

The Company is an exploration entity, below is a list of its interest in licences, where the licences are situated, and the percentage of interest held.

Project	Location	Tenement	% Held at End of Quarter	% Acquired During Year	% Disposed During Year	Status
Plutonic Dome	Western Australia	E52/2071	100	-	-	Granted
		E52/2072	100	-	-	Granted
		L52/154	100	-	-	Application
		L52/188	100	100	-	Granted
		M52/183	100	-	-	Granted
		M52/217	100	-	-	Granted
		M52/218	100	-	-	Granted
		M52/219	100	-	-	Granted
		M52/220	100	-	-	Granted
		M52/226	100	-	-	Granted
		M52/227	100	-	-	Granted
		M52/228	100	-	-	Granted
		M52/229	100	-	-	Granted
		M52/230	100	-	-	Granted
		M52/231	100	-	-	Granted
		M52/232	100	-	-	Granted
		M52/233	100	-	-	Granted
		M52/234	100	-	-	Granted
		M52/235	100	-	-	Granted
		M52/246	100	-	-	Granted
		M52/247	100	-	-	Granted
		M52/257	100	-	-	Granted
		M52/258	100	-	-	Granted
		M52/259	100	-	-	Granted
		M52/269	100	-	-	Granted
		M52/270	100	-	-	Granted
		M52/278	100	-	-	Granted
		M52/279	100	-	-	Granted
		M52/291	100	-	-	Granted
		M52/292	100	-	-	Granted
		M52/293	100	-	-	Granted
		M52/299	100	-	-	Granted
		M52/303	100	-	-	Granted
		M52/304	100	-	-	Granted
		M52/305	100	-	-	Granted

Project	Location	Tenement	% Held at End of Quarter	% Acquired During Year	% Disposed During Year	Status
		M52/306	100	-	-	Granted
		M52/320	100	-	-	Granted
		M52/321	100	-	-	Granted
		M52/323	100	-	-	Granted
		M52/366	100	-	-	Granted
		M52/367	100	-	-	Granted
		M52/369	100	-	-	Granted
		M52/370	100	-	-	Granted
		M52/396	100	-	-	Granted
		M52/478	100	-	-	Granted
		M52/572	100	-	-	Granted
		M52/593	100	-	-	Granted
		M52/654	100	-	-	Granted
		M52/748	100	-	-	Granted
		M52/779	100	-	-	Granted
		M52/780	100	-	-	Granted
		M52/781	100	-	-	Granted
		M52/782	100	-	-	Granted
		P52/1393	100	-	-	Granted
		P52/1587	100	-	-	Granted
		P52/1588	100	-	-	Granted
SARCO	Laos	Yuqida	17.15 ¹	-	-	Granted

Notes:

1 The SARCO (Sino Australian Resources Co., Limited) is a joint venture between Vango (49%) and NFC-China (51%). LSI66 is 51% owned by SARCO and Yuqida is 35% owned by SARCO (moving to 49% post grant of mining lease).