3D Metalforge Limited and Its Controlled Entities

ABN 53 644 780 281

Annual Report
For the Year Ended 31 December 2021

3D Metalforge Limited
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Directors

Matthew Waterhouse	Chairman, Managing Director & Chief Executive Officer
Geoffrey Piggott	Non-Executive Director
David Buckley	Non-Executive Director
Sri Vaidyanathan	Executive Director & Chief Financial Officer

Company Secretary
Deborah Ho

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Auditor
Grant Thornton Audit Pty Ltd
Level 43, 152-158 St Georges Terrace
Perth WA 6000

Solicitors
Steinepreis Paganin
Level 4, The Read Buildings
16 Milligan Street
PERTH WA 6000

Principal Bankers
Westpac Banking Corporation
275 Kent Street
Sydney NSW 2000

Stock Exchange Listing
3D Metalforge Limited shares are listed on the Australian Securities Exchange (ASX code: 3MF)

The Directors present their report, together with the consolidated financial report for 3D Metalforge Limited ("**3MF**") or the ("**Company**") and its controlled entities ("**Group**"), for the year ended 31 December 2021.

Directors

The names of Directors in office at any time during or since the end of the year ended 31 December 2021 were as follows:

Name	Position	Date Appointed	Date Resigned
Michael Spence	Non-Executive Chairman	11 December 2020	13 October 2021
Matthew Waterhouse	Chairman, Managing Director & Chief Executive Officer	1 October 2020 13 October 2021 (as Chairman)	-
Samantha Tough	Non-Executive Director	11 December 2020	1 February 2022
Geoffrey Piggott	Non-Executive Director	26 November 2020	-
David Buckley	Non-Executive Director	1 August 2021	-
Sri Vaidyanathan	Executive Director & Chief Financial Officer	1 February 2022	-

Principal Activities

3D Metalforge Limited supplies customers with a range of AM services including diagnostics to identify suitable part of 3D printing, advanced part design and engineering, part printing in a wide range of materials, comprehensive AM training, and secure part design and print file storage.

Review of Operations and Results

The year ended 31 December 2021 was a period of continued development and growth for the Group, which included listing on the ASX in March 2021.

On 17 February 2021, the Company completed the acquisition of 3DInfra Pte Ltd (3DI), pursuant to the Implementation Agreement entered into by the parties on 18 November 2020. In consideration, 130,000,000 shares were issued to the Vendors (or nominees).

Corporate

- Successfully raised $10 million via a capital raise to high quality domestic, international and sophisticated investors, resulting in listing on the Australian Securities Exchange (ASX) on 2 March 2021. The funds from the IPO have been directed towards revenue growth initiatives including the Company's expansion in key hubs.
- A number of Board changes occurred in the period, including the appointment of Mr David Buckley as an Independent Non-Executive Director. Former Chairman, Mr Michael Spence, resigned from the Board due to personal circumstances, which resulted in the appointment of Mr Matthew Waterhouse as Interim Chairman.

Operations

- Growing demand for AM services with the advancement of field trials, and a number of those converting to full production orders.
- 3MF commissioned the world's first on-site additive manufacturing facility for port applications, developed in conjunction with PSA Corporation (PSA). The 15-month contract, valued at A$387k, is for the production of 3D metal parts in the Port of Singapore's entire port operation. The contract is an example of the Company's ability to make clients' supply chains more sustainable, reducing material waste, energy usage and lowering CO_2 emissions.
- Continued progress was made in key hubs, including the expansion in the USA with a 20,000 sq.ft additive manufacturing flagship facility in Houston to tap into the largest centre for oil and gas globally. First orders were received in Houston with initial parts under production.

Review of Operations and Results (continued)

- As part of 3MF's geographical plans, the Company entered the Australian market to build a presence in the resources sector with initial customers secured. This followed an initial 18-month channel partner agreement signed with leading foundry Intercast Australia, for the foundry to promote 3MF's services to its customers in Australia. Building a presence in Australia also included strengthening an R&D collaboration with UNSW following the successful completion of a Stage 1 Proof of Concept Study.
- Successfully delivered AM parts to a number of tier-one companies, including Shell and ConocoPhillips.
- Technological progress was made towards expanding the Company's larger format printing capabilities, which led to the commissioning of the Hybrid Wire Arc printer (H-WAAM), capable of faster and larger format metal printing.
- The Company also added the number of polymer printers to 33, capable of printing in up to 25 different materials and has been working with Hitachi Metals to identify applications of their MAT21 high performing metal alloy.
- Recertifications were also received, including recertification to the ISO 9001:2015 standard and from Lloyd's Register, one of the world's leading providers of professional services for engineering and technology. 3MF is currently only 1 of 7 organisations certified by Lloyd's Register. These reaccreditations demonstrate 3MF's ongoing commitment to quality production
- Approved as a qualified manufacturing partner to Flowserve, one of the world's largest manufacturers of pumps, valves and seals, whereby Flowserve's APAC customers have the option to purchase 3MF's pump impeller parts.

The Group incurred a net loss after tax for the year ended 31 December 2021 of $5,140,484 (2020: $470,305). As at 31 December 2021, the Group had a net current asset position of $617,635 (2020: $370,761).

Total income of $1,300,596 (2020: $18) was earned in the year. Sales revenue derived primarily from manufacturing and selling AM parts and services.

As at 31 December 2021, the Company held $2,073,141 in cash and cash equivalents.

Significant Changes in The State of Affairs

On 25 February 2021, the Company was admitted to the official list of the ASX. The Company raised $10 million by issuing 50,000,000 fully paid ordinary shares at $0.20 per share. The Company's securities commenced trading on the 2 March 2021.

The Company used the IPO funds consistent with its business objectives, as outlined in the IPO prospectus dated February 2021.

Events Subsequent to Reporting Period

On 1 February 2022, the Company appointed the Chief Financial Officer, Sri Vaidyanathan, as an executive director, following the resignation of Samantha Tough.

3MF signed a commercial binding and exclusive agreement with leading US-refinery Par Pacific for an initial period until 8 December 2024. The agreement is for the supply of AM parts, including impellers and sleeves to the clients' three US-based refineries. The agreement builds on the successful field trial with Par Pacific in 2021, and represents an important step in expanding the current relationship with the client with a potential value of up to A$400,000 per annum.

Events Subsequent to Reporting Period (continued)

As part of 3MF's geographical expansion into the Australian resources, oil & gas and maritime sectors, the Company signed a binding non-exclusive Channel Partner Agreement with IKM Measurement Services Australia Pty Ltd (IKM MSA). IKM MSA is a subdivision of the IKM Group, a leading service provider for the oil & gas sector with a turnover of 4.5 billion NOK for 2021 (~A$700m) and ~2,500 employees. The Agreement appoints IKM MSA as an authorised partner to promote and represent 3MF's products and services to its customers in Australia and Southeast Asia for a three-year period, followed by an additional two-year option.

On 28 March 2022, the Company announced that it had received firm commitments to raise $2.12 million (before costs) from institutional and sophisticated investors and existing shareholders via a placement. The Placement will see the Company issue a total of 47,029,820 new fully paid ordinary shares at an issue price of $0.045 per share, with a 3:2 free attaching option exercisable at $0.09 per option expiring 5 years from the date of issue. In addition, the Company will issue 47,029,820 advisory options exercisable at $0.09 per option expiring 5 years from the date of issue to the Joint Lead Managers of the placement. The Company will issue all fully paid ordinary shares on 4 April 2022. The free-attaching options and advisory options will be issued subject to shareholder approval at the 2022 Annual General Meeting to be held in May 2022.

No other matter or circumstance has arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial periods.

Likely Developments and Expected Results of Operations

Following completion of the Acquisition and the IPO, the Company became the parent entity to 3DI and has continued to advance its AM business and expansion strategy in key geographies including Australia, the USA and Europe.

Directors' Details

Name	Matthew Waterhouse (LLB (Honours))
Title	Chairman, Managing Director & Chief Executive Officer
Experience	Mr Waterhouse has over 20 years of Senior Management Experience in multinational corporations, including 7 years as Associate Principal at McKinsey & Co and Chief Operating Officer (COO) for Keppel Integrated Engineering responsible for building $1Bn+ infrastructure projects. Mr Waterhouse is the Chairman of the Additive Manufacturing (AM) Technical Committee in Singapore responsible for developing Singapore's AM standards on behalf of the National Standards Agency and represents Singapore on AM committees at the International Organization for Standardization and the American Society for Testing and Materials. This builds on more than 20 years' experience leading large-scale operations in infrastructure and top-level management consulting. Across his career, Mr Waterhouse has specialised in company and project turnarounds (including a US$1.1BN flagship EPC project in Qatar), operations improvement, cost reduction programs, project controls, risk management and commercial contract management. He has worked extensively across Asia Pacific (15+ years in Singapore, Indonesia, Malaysia, Thailand, Vietnam, China), Australia and Middle East (3+ years in Qatar). As well as additive manufacturing, Mr Waterhouse has expertise in waste-water EPC projects, large scale construction and shipping operations. Mr Waterhouse was called to the Bar of England and Wales and is a member of Lincoln's Inn in London and has a LLB (Hons) (Liverpool, UK).
Interest in Shares & Options	49,550,860 fully paid ordinary shares
Other Listed Entity Directorships	-

Directors' Details (continued)

Name	Geoffrey Piggott (MEngSc Environmental, BSc Eng Civil, Fellow of Institute of Engineers Australia, Chartered Professional Engineer, Member of Australian Institute of Company Directors)
Title	Non-Executive Director
Experience	Mr Piggott has over 50 years of Australian and international engineering experience with Sydney Water, Binnie & Partners, Black & Veatch, URS and Keppel Corporation. Mr Piggott brings extensive technical and commercial knowledge of urban and rural infrastructure planning design and construction advice with leadership roles overseeing the following major infrastructure projects: Lane Cove Tunnel Bank's Engineer, the planning and design of the upgrading of the Great Western Highway and Camden Valley Way for the then RTA; privatization of Sydney Airport, and a study into the commercialization and expansion on Bankstown Airport, Qatar Integrated Solid Wastes Management Project with overall responsibility for the EPC delivery of this S$2 billion project from the initial planning through detailed design, procurement, construction, commissioning and operation, S$6.5bn Singapore Deep Tunnel Sewerage System Phase 2 (DTSS2) for PUB and the S$3.8 Billion Integrated Waste Management Facility (IWMF) for NEA.
Interest in Shares & Options	160,000 fully paid ordinary shares 500,000 options exercisable at $0.25 expiring 11 December 2023
Other Listed Entity Directorships	-
Name	Samantha Tough (BLaw, Fellow Australian Institute of Company Director)
Title	Non-Executive Director (resigned 1 February 2022)
Experience	Ms Tough has a distinguished and varied career in the energy, resources and engineering industries as both a director and senior executive. Ms Tough is Chair of Horizon Power, Chair of the National Energy Selection Panel, Director of Clean Energy Finance Corporation, Director of Buru Energy Limited and UWA PVC Engagement. Ms Tough was previously Chair of Retail Energy Market Company Ltd, Structerre Pty Ltd, Molopo Energy Ltd (ASX:MPO), Aerison Pty Ltd and Southern Cross Goldfields Ltd (ASX:SXG). She is also a former Director of Synergy, Cape PLC, Strike Resources Ltd (ASX:SRK), Murchison Metals Ltd (ASX: MMX), Ox Mountain Pty Ltd, Saracen Mineral Holdings Ltd (ASX:SAR)/Northern Star Resources and Buru Energy Limited (ASX:BRU). Ms Tough's executive roles include General Manager North West Shelf at Woodside Energy Ltd; Director Strategy for Hardman Resources Ltd; Senior Vice President Natural Resources at the Commonwealth Bank and Project Director for the Pilbara Power Project.
Interest in Shares & Options	500,000 options exercisable at $0.25 expiring 11 December 2023
Other Listed Entity Directorships	*Current* - None *Previous* Non-Executive Director of Saracen Mineral Holdings Ltd (ASX:SAR) (resigned 12 February 2021) Non-Executive Director of Buru Energy Limited (ASX:BRU) (resigned 6 May 2021)

Directors' Details (continued)

Name	David Buckley (MSc (Research), BSc (Honours))
Title	Non-Executive Director (Appointed 1 August 2021)
Experience	Mr Buckley brings over 30 years of financial and global leadership experience. Mr. Buckley holds a number of non-executive positions and is currently Chairman of Royal Bank of Canada (Europe), Chairman of Redwood Bank, Chairman of Archax Ltd, and former Non-executive Director of CIBC World Markets plc. Former executive positions include European CFO for Morgan Stanley, Chief Executive of Morgan Stanley Bank International and International Treasurer and European Head of the Global Banking Group for Goldman Sachs
Interest in Shares & Options	3,210,852 fully paid ordinary shares 500,000 options exercisable at $0.25 expiring 1 August 2024
Other Listed Entity Directorships	-

Name	Michael Spence (MBA, BA Economics cum laude)
Title	Non-Executive Chairman (resigned 13 October 2021)
Experience	Mr Spence is an angel investor with a portfolio of eight companies in Australia and South East Asia. He has 33 years' experience working with a range of companies and management teams driving operational improvement and business restructuring. Mr Spence has held senior positions with consulting firms Partners in Performance and Mercer ("PIP"), and McKinsey & Company plus executive positions with Ford Motor Company, ITT Inc., Valeo and Ayala Corp. As a Senior Partner at PIP, Mr Spence turned around underperforming companies, helping CEOs with major restructurings, and helping clients better execute major capital projects. After working with PIP in the Australia and New Zealand region from 2009-13, Mr Spence started the South-East Asian operations of PIP and grew it to $15 million revenue serving more than 30 clients. After his election by his colleagues in March 2019 to PIP's governing committee, he handed over the Managing Partner South East Asia role and retired from PIP in January 2020. Since January 2020, Mr Spence has worked primarily in his role as Chairman of 3D Infra and $₱€NCE Capital.
Interest in Shares & Options	8,743,168 fully paid ordinary shares
Other Listed Entity Directorships	-

Directors' Details (continued)

Name	Sri Vaidyanathan (MBA, FCMA. FIPA, MAICD)
Title	Executive Director (appointed 1 February 2022) & Chief Financial Officer
Experience	Sri is a senior financial executive with 28+ years of global and Australian experience in the industrial and engineering sectors with a broad skillset spanning financial management, operations and strategic execution. He was most recently Regional CFO Asia Pacific for Perth-headquartered Altrad Services, an international leader in the provision of industrial services to the oil and gas, mining, minerals, chemical and power sectors, with a Euro 2.7B in global annual revenue and ~ 40,000 employees. Under his leadership, the company achieved five-fold revenue growth in the region and a significant decrease in annual overheads. Prior to that, he held the role of Financial Controller at construction engineering company AusGroup (mkt cap $70m) with $195m in annual revenue and 1,000 employees and was also Financial Controller at global shipbuilding company Austal (mkt cap$700m) with $1.5bn in annual revenue and 5,500 employees.
Interest in Shares & Options	-
Other Listed Entity Directorships	-

Company Secretary
Ms Deborah Ho is an Associate Member of the Governance Institute of Australia. Ms Ho has over seven years of experience in company secretarial, corporate compliance and financial accounting matters. She has acted as Company Secretary to a number of ASX listed and private companies.

Meetings of Directors
The number of meetings of the company's Board of Directors ('the Board') and of each Board committee held during the financial year ended 31 December 2021 and the number of meetings attended by each director were:

	Board Meeting		Audit & Compliance Committee Meetings*	
	Eligible to Attend*	**Attended**	**Eligible to Attend**	**Attended**
Michael Spence	13	10	-	-
Matthew Waterhouse	14	14	-	-
Geoffrey Piggott	14	14	-	-
Samantha Tough	14	14	-	-
David Buckley	4	4	-	-

* these are conducted by the Board as a whole, as part of board meetings.

The Board also approved five (5) circular resolutions during the year ended 31 December 2021 which were signed by all Directors of the Company.

REMUNERATION REPORT (AUDITED)

The remuneration report details the key management personnel remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and the Corporation Regulations 2001. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including all directors.

The key management personnel of the Group for the financial year consists of:

- Michael Spence – Chairman (appointed 11 December 2020, resigned 13 October 2021)
- Matthew Waterhouse – Chairman, Managing Director & CEO (appointed 1 October 2020)
- Geoffrey Piggott – Non-Executive Director (appointed 26 November 2020)
- Samantha Tough – Non-Executive Director (appointed 11 December 2020, resigned 1 February 2022)
- David Buckley – Non-Executive Director (appointed 1 August 2021)
- Teck Meng Heng – Strategic Development Director, formerly Chief Financial Officer (appointed 1 April 2020)
- David Green – Business Development Director (appointed 24 May 2021)
- Enoch Lim – Sales Director, formerly Business Development Director (appointed 14 August 2017)

Principles used to Determine the Nature and Amount of Remuneration
Remuneration levels for Directors and senior executives of the Group will be competitively set to attract and retain appropriately qualified and experienced Directors and senior executives. The Board may obtain independent advice on the appropriateness of remuneration packages given trends in comparative companies both locally and internationally and the objectives of the Group's remuneration strategy. No such advice was obtained during the current year.

Principles used to Determine the Nature and Amount of Remuneration (continued)
The remuneration structures explained below are designed to attract suitably qualified candidates, reward the achievement of strategic objectives, and achieve the broader outcome of creation of value for shareholders. The remuneration structures take into account:

- the capability and experience of the Directors and senior executives;
- the Directors and senior executives' ability to control the relevant performance;
- the Group's performance; and
- the amount of incentives within each Directors and senior executive's remuneration.

Remuneration packages include a mix of fixed remuneration and variable remuneration and short and long-term performance-based incentives. Short-term incentives include The Company's Employee Securities Incentive Plan. The Company's Employee Securities Incentive Plan allows the Board from time to time, in its absolute discretion, make a written offer to any Eligible Participant (as defined in the Plan) to apply for Securities, upon the terms set out in the Plan and upon such additional terms and conditions as the Board determines. In exercising that discretion, the Board may have regard to the following (without limitation):

I. The Eligible Participant's length of service with the Group;
II. The contribution made by the Eligible Participant to the Group;
III. The potential contribution of the Eligible Participant to the Group; or
IV. Any other matter the Board considers relevant.

Fixed remuneration consists of base remuneration, as well as employer contributions to superannuation funds where applicable or equivalent. Remuneration levels will be, if necessary reviewed annually by the Board through a process that considers the overall performance of the Group. If required, external consultants provide analysis and advice to ensure the Directors' and senior executives' remuneration is competitive in the marketplace.

Before a determination is made by the Company in a general meeting, the aggregate sum of the fees payable by the Company to the Non-executive directors are a maximum of $500,000 per annum.

2021 Annual General Meeting
At the 2021 Annual General Meeting, 99.98% of the votes received supported the adoption of the remuneration report for the year ended 31 December 2020. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Service Agreements
Remuneration and other terms of employment for executives and key management personnel are formalised in service agreements. Details of these agreements are as follows:

Matthew Waterhouse *CEO*	Commenced: 1 November 2020 Term: Until terminated by giving one month's written notice Remuneration: Base salary of S$15,000 per month plus employer contributions to Central Provident Fund, to be reviewed annually by the Company. In addition, the Company may pay a performance-based bonus over and above the base salary.
David Green Business Development Director	Commenced: 24 May 2021 Term: Until terminated by giving one month's written notice with 12 months of employment, two month's written notice with 24 months of employment, three month's written notice with 36 months of employment Remuneration: Base salary of A$191,500 per annum plus superannuation to be reviewed annually by the Company. In addition, a 2% sales commission payable quarterly based on approved and completed sales orders.

Principles used to Determine the Nature and Amount of Remuneration (continued)
Service Agreements (continued)

Teck Meng Heng Strategic Development Director (formerly Chief Financial Officer)	Commenced: 1 November 2020 (employment commenced 1 April 2020) Term: Until terminated by giving one month's written notice Remuneration: Base salary of S$12,750 per month plus employer contributions to Central Provident Fund, to be reviewed annually by the Company. In addition, the Company may pay a performance-based bonus over and above the base salary.
Enoch Lim Sale Director (formerly Business Development Director)	Commenced: 1 November 2020 (employment commenced 14 August 2017) Term: Until terminated by giving one month's written notice Remuneration: Base salary of S$10,500 per month plus employer contributions to Central Provident Fund, to be reviewed annually by the Company. In addition, the Company may pay a performance-based bonus over and above the base salary.

Performance on shareholder wealth

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Earnings per share (cents)	(3.09)	(12.71)
Dividends	-	-
Net loss after tax	(5,140,484)	(470,305)
Share price	0.10	* -

* The Company was not listed as at 31 December 2020

Details of Remuneration

Details of the remuneration of key management personnel of the Company are set out in the following tables.

	Short-term benefits			Post-employment benefits	Share-based payments		
	Salary and fees	Cash bonus	Non-monetary	Superannuation or equivalent	Equity-settled shares	Equity-settled options	Total
2021	**$**	**$**	**$**	**$**	**$**	**$**	**$**
Directors							
Michael Spence [1]	-	-	-	-	-	-	-
Matthew Waterhouse	163,265	-	-	13,283	-	-	176,548
Geoffrey Piggott	40,000	-	-	3,900	-	-	43,900
Samantha Tough [6]	40,000	-	-	3,900	-	-	43,900
David Buckley [2]	16,667	-	-	-	-	30,602	47,269
Key Management Personnel							
Teck Meng Heng [3]	146,964	-	-	8,634	-	-	155,598
David Green [4]	115,903	-	-	11,489	-	-	127,392
Enoch Lim [5]	116,895	-	-	13,283	-	-	130,178
	639,694	-	-	54,489	-	30,602	724,785

[1] Resigned on 13 October 2021
[2] Appointed on 1 August 2021
[3] Appointed on 1 April 2020, Key Management Personnel from 17 February 2021
[4] Appointed on 24 May 2021
[5] Appointed on 14 August 2017, Key Management Personnel from 17 February 2021
[6] Resigned on 1 February 2022

Details of Remuneration (continued)

	Short-term benefits			Post-employment benefits	Share-based payments		
2020	**Salary and fees $**	**Cash bonus $**	**Non-monetary $**	**Superannuation or equivalent $**	**Equity-settled shares $**	**Equity-settled options $**	**Total $**
Michael Spence [3]	-	-	-	-	-	-	-
Matthew Waterhouse [1]	-	-	-	-	-	-	-
Geoffrey Piggott [2]	-	-	-	-	-	57,022	57,022
Samantha Tough [3]	-	-	-	-	-	57,022	57,022
Stuart Carmichael [4]	-	-	-	-	-	-	-
Morgan Barron [4]	-	-	-	-	-	-	-
	-	-	-	-	-	114,044	114,044

[1] Appointed on 1 October 2020
[2] Appointed on 26 November 2020
[3] Appointed on 11 December 2020
[4] Appointed on 1 October 2020, resigned on 11 December 2020

Details of Remuneration (Continued)

2021	**Fixed Remuneration**	**At Risk – STI**	**At Risk – LTI**
Directors			
Michael Spence	-	-	-
Matthew Waterhouse	100%	-	-
Geoffrey Piggott	100%	-	-
Samantha Tough	100%	-	-
David Buckley	100%	-	-
Key Management Personnel			
Teck Meng Heng	100%	-	-
David Green	100%	-	-
Enoch Lim	100%	-	-

2020	**Fixed Remuneration**	**At Risk – STI**	**At Risk – LTI**
Michael Spence	-	-	-
Matthew Waterhouse	-	-	-
Geoffrey Piggott	-	-	-
Samantha Tough	-	-	-
Stuart Carmichael	-	-	-
Morgan Barron	-	-	-

Share-based Compensation

Options Issued as Remuneration

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or past reporting years are as follows:

2021	**Number of Options Granted**	**Grant Date**	**Vesting Date**	**Expiry Date**	**Exercise Price ($)**	**Fair Value per Option ($)**
David Buckley	500,000	29 Jul 2021	29 Jul 2021	1 Aug 2024	$0.25	0.061
2020						
Geoffrey Piggott	500,000	11 Dec 2020	11 Dec 2020	11 Dec 2023	$0.25	0.114
Samantha Tough	500,000	11 Dec 2020	11 Dec 2020	11 Dec 2023	$0.25	0.114

Options granted carry no dividend or voting rights. All options were granted over unissued fully paid ordinary shares in the company. All Options vested on the grant date as there are no underlying service or performance conditions attached to the Options. Options are exercisable by the holder as from the vesting date. There has not been any alteration to the terms or conditions of the grant since the grant date. There are no amounts paid or payable by the recipient in relation to the granting of such options other than on their potential exercise.

Share-based Compensation (continued)

Values of options over ordinary shares granted, exercised and lapsed for directors and other key management personnel as part of compensation are set out below:

	Value of options Granted/vested during the year $	Value of options exercised during the year $	Value of options lapsed during the year $	Remuneration consisting of options for the year %
2021				
David Buckley	30,602	-	-	65

	Value of options Granted/vested during the period $	Value of options exercised during the period $	Value of options lapsed during the period $	Remuneration consisting of options for the period %
2020				
Geoffrey Piggott	57,022	-	-	100
Samantha Tough	57,022	-	-	100

Additional Disclosures Relating to Key Management Personnel

Shareholding

The number of shares in the Company held during the financial years ended 31 December 2021 and 31 December 2020 by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

2021	Balance at the start of the year / at appointment	Received as part of remuneration	Additions	Disposals / Other	Balance at the end of the year / at resignation
Directors					
Michael Spence	282,574	-	8,460,594	-	8,743,168[1]
Matthew Waterhouse	1	-	49,550,859	-	49,550,860
Geoffrey Piggott	160,000	-	-	-	160,000
Samantha Tough	-	-	-	-	-
David Buckley	3,210,852	-	-	-	3,210,852
Key Management Personnel					
Teck Meng Heng	2,006,782	-	-	-	2,006,782
David Green	-	-	-	-	-
Enoch Lim	2,087,054	-	-	-	2,087,054
	7,747,263	**-**	**58,011,453**	**-**	**65,758,716**

[1] Balance at date of resignation

Additional Disclosures Relating to Key Management Personnel (continued)

2020	**Balance at incorporation**	**Received as part of remuneration**	**Additions**	**Disposals / Other**	**Balance at the end of the period / at resignation**
Directors					
Michael Spence	-	-	282,574	-	282,574
Matthew Waterhouse	1	-	-	-	1
Geoffrey Piggott	-	-	160,000	-	160,000
Samantha Tough	-	-	-	-	-
Stuart Carmichael	1	-	1,046,250	(1,046,251)[1]	-
Morgan Barron	1	-	1,102,250	(1,102,251)[1]	-
	3	**-**	**2,591,074**	**(2,148,502)**	**442,575**

[1] Balance at date of resignation

Option holding

The number of options over ordinary shares in the company held during the financial years ended 31 December 2021 and 31 December 2020 by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

2021	**Balance at the start of the year**	**Granted**	**Exercised**	**Expired / Forfeited / Other**	**Balance at the end of the year**
Directors					
Michael Spence	-	-	-	-	-
Matthew Waterhouse	-	-	-	-	-
Geoffrey Piggott	500,000	-	-	-	500,000
Samantha Tough	500,000	-	-	-	500,000
David Buckley	-	500,000	-	-	500,000
Key Management Personnel					
Teck Meng Heng	-	-	-	-	-
David Green	-	-	-	-	-
Enoch Lim	-	-	-	-	-
	1,000,000	**500,000**	**-**	**-**	**1,500,000**

2020	**Balance at incorporation**	**Granted**	**Exercised**	**Expired / Forfeited / Other**	**Balance at the end of the period**
Directors					
Michael Spence	-	-	-	-	-
Matthew Waterhouse	-	-	-	-	-
Geoffrey Piggott	-	500,000	-	-	500,000
Samantha Tough	-	500,000	-	-	500,000
Stuart Carmichael	-	-	-	-	-
Morgan Barron	-	-	-	-	-
	-	**1,000,000**	**-**	**-**	**1,000,000**

Other Equity-related Key Management Personnel Transactions

There have been no other transactions involving equity instruments apart from those described in the tables above relating to shareholdings and options.

Other Transactions with Key Management Personnel and/or their Related Parties

There were no other transactions conducted between the Group and Key Management Personnel or their related parties, apart from those disclosed above and below, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those reasonably expected under arm's length dealings with unrelated persons.

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Ventnor Capital Pty Ltd (director related entity of Mr Carmichael and Mr Barron) – Corporate advisory (IPO and acquisition), company secretarial and registered office services [1]	-	71,589
Ventnor Securities Pty Ltd (director related entity of Mr Carmichael and Mr Barron) – Capital raising fees [1]	-	49,500
Park General Limited (director related entity of Mr Buckley) – Director fees	16,667	-
Michael Spence - reimbursements	2,064	-
Geoffrey Piggott – reimbursements	5,093	-
David Green - reimbursements	4,061	-
Matthew Waterhouse – reimbursements	69,672	-
Enoch Lim - reimbursements	11,732	-
	109,289	**121,089**

[1] Mr Carmichael and Mr Barron resigned as directors in the period ended 31 December 2020 and are therefore not considered Key Management Personnel or related parties of the Group for the year ended 31 December 2021.

Loans to/from related parties	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Amount due to director – Mr Matthew Waterhouse [1]	205,720	-
Amount due to related party – Mr Khoo Hwi Min [2]	713,508	-
	919,228	**-**

[1] Term loan of S$201,633 (incl. capitalised interest) at 8% on principal, maturing 2 August 2023 and unsecured.

[2] Relates to a term loan of S$699,333 (incl. capitalised interest) at 8% on principal, unsecured and maturing as follows: S$110,000 between 1 March 2022 and 1 March 2023 and remaining balance incl. interest by 1 June 2023.

Other amounts to/from related parties	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Amount due to director – Mr Matthew Waterhouse [1]	130,390	-

[1] Relates to wages payable deferred under an agreement.

End of Remuneration Report (Audited)

Dividends
There were no dividends paid, recommended or declared during the year.

Shares Under Option
At the date of this report, the unissued ordinary shares of the Company under option are as follows.

Number of Options Granted	Grant Date	Expiry Date	Exercise Price ($)	Fair Value per Option ($)
1,300,000	11/12/2020	11/12/2023	$0.25	$0.114
500,000	29/07/2021	01/08/2024	$0.25	$0.061

1,500,000 unlisted options were issued to Directors upon appointment, and 300,000 options were issued to investor relation advisor for services provided.

Shares Issued on The Exercise of Options
There are no shares issued on the exercise of the Company options during the year ended 31 December 2021 and up to the date of this report (2020: nil).

Environmental Regulation
The Company is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Indemnity and Insurance of Directors and Officers
The Company has indemnified the Directors and Executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith. During the financial period, the Company paid a premium in respect of a contract to insure the directors and executives of the Company against a liability 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.

Indemnity and Insurance of Auditor
To the extent permitted by law, the Company has agreed to indemnify its auditors, Grant Thornton Audit Pty Ltd, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Grant Thornton Audit Pty Ltd during or since the financial year.

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 purpose of taking responsibility on behalf of the company for all or part of those proceedings.

Non-Audit Services
The following non-audit services were provided by a related entity of the Group's auditor, Grant Thornton Audit Pty Ltd. The directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised. Grant Thornton Corporate Finance Pty Ltd received the following amounts for the provision of non-audit services:

Grant Thornton Australia received the following amounts for the provision of non-audit services:

	$
Assurance related – Investigating accountants' report	30,000

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out immediately after this Directors' Report.

Corporate Governance

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors support and have adhered to principles of sound corporate governance. The Company continued to follow best practice recommendations as set out by the 4th edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations. Where the Company has not followed best practice for any recommendation, explanation is given in the Corporate Governance Statement which is available on the Company's website.

Signed in accordance with a resolution of the Directors

M. Waterhouse

Matthew Waterhouse
Managing Director
Singapore
31 March 2022

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Auditor's Independence Declaration

To the Directors of 3D Metalforge Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the audit of 3D Metalforge Limited for the year ended 31 December 2021, I declare that, 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.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

L A Stella
Partner – Audit & Assurance

Perth, 31 March 2022

Grant Thornton Audit Pty Ltd ACN 130 913 594
a subsidiary or related entity of Grant Thornton Australia Ltd ABN 41 127 556 389

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Liability limited by a scheme approved under Professional Standards Legislation.

3D Metalforge Limited
Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the year ended 31 December 2021

	Note	Consolidated 31 Dec 2021 $	Company 1 Oct – 31 Dec 2020 $
Revenue	4	956,335	-
Other income	5	343,590	-
Interest income		671	18
Cost of materials		(911,748)	-
Depreciation and amortisation expense		(1,052,290)	-
Employee expenses	6	(2,041,951)	-
Finance costs		(189,521)	(18)
Legal and professional fees		(714,065)	(314,754)
Share-based payments expense	19,20	(30,602)	(148,257)
Other expenses	6	(1,500,903)	(7,294)
Total Expenses		**(6,441,080)**	**(470,323)**
Loss before income tax expenses		**(5,140,484)**	**(470,305)**
Income tax expense	7	-	-
Loss after income tax for the year / period		**(5,140,484)**	**(470,305)**
Other comprehensive income for the year / period			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations, net of income tax		(97,257)	-
Total comprehensive loss for the year / period		**(5,237,741)**	**(470,305)**
Basic and diluted loss per share (cents)	21	(3.09)	(12.71)

The above statement should be read in conjunction with the accompanying notes

3D Metalforge Limited
Consolidated Statement of Financial Position
As at 31 December 2021

	Note	Consolidated 31 Dec 2021	Company 31 Dec 2020
		$	$
Assets			
Current assets			
Cash and cash equivalents	8	2,073,141	53,509
Trade and other receivables	9	601,959	510,761
Inventories	10	307,697	-
Other current assets	11	1,017,756	-
Total current assets		**4,000,553**	**564,270**
Non-current assets			
Property, plant and equipment	12	631,637	-
Right-of-use asset	13	1,765,596	-
Intangible assets	14	527,128	-
Other non-current receivables	9	55,286	-
Total non-current assets		**2,979,647**	**-**
Total assets		**6,980,200**	**564,270**
Liabilities			
Current liabilities			
Trade and other payables	15	1,693,433	193,509
Lease liabilities	16	561,967	-
Loans and borrowings	17	1,281,138	-
Total current liabilities		**3,536,538**	**193,509**
Non-current liabilities			
Lease liabilities	16	1,230,306	-
Other payables	15	130,390	-
Loans and borrowings	17	1,465,331	-
Total non-current liabilities		**2,826,027**	**-**
Total liabilities		**6,362,565**	**193,509**
Net assets		**617,635**	**370,761**
Equity			
Issued capital	18	36,043,609	692,809
Reserves	19	(29,815,185)	148,257
Accumulated losses		(5,610,789)	(470,305)
Total equity		**617,635**	**370,761**

The above statement should be read in conjunction with the accompanying notes

3D Metalforge Limited
Consolidated Statement of Changes in Equity
For the year ended 31 December 2021

	Note	Issued Capital $	Share-based Payment Reserve $	Common Control Reserve $	Foreign Currency Translation Reserve $	Accumulated Losses $	Total Equity $
Incorporated at 1 October 2020		**3**	**-**	**-**	**-**	**-**	**3**
Loss for the period		-	-	-	-	(470,305)	(470,305)
Other comprehensive income		-	-	-	-	-	-
Total comprehensive loss for the period		-	-	-	-	(470,305)	(470,305)
Shares issued	18	753,619	-	-	-	-	753,619
Share issue costs	18	(60,813)	-	-	-	-	(60,813)
Share based payment	19,20	-	148,257	-	-	-	148,257
Balance at 31 December 2020		**692,809**	**148,257**	**-**	**-**	**(470,305)**	**370,761**
Loss for the year		-	-	-	-	(5,140,484)	(5,140,484)
Other comprehensive income		-	-	-	(97,257)	-	(97,257)
Total comprehensive loss for the year		-	-	-	(97,257)	(5,140,484)	(5,237,741)
Initial public offer – Public Offer	18	10,000,000	-	-	-	-	10,000,000
Initial public offer – Consideration Offer - Acquisition of 3DInfra Pte Ltd	3,18	26,000,000	-	(29,896,787)	-	-	(3,896,787)
Initial public offer – Lead Manager	18	100,000	-	-	-	-	100,000
Share issue costs	18	(749,200)	-	-	-	-	(749,200)
Share based payment	19,20	-	30,602	-	-	-	30,602
Balance at 31 December 2021		**36,043,609**	**178,859**	**(29,896,787)**	**(97,257)**	**(5,610,789)**	**617,635**

The above statement should be read in conjunction with the accompanying notes

3D Metalforge Limited
Consolidated Statement of Cash Flows
For the year ended 31 December 2021

	Note	Consolidated 31 Dec 2021 $	Company 1 Oct – 31 Dec 2020 $
Cash flows from operating activities			
Receipts from customers		1,165,551	-
Payments to suppliers and employees		(6,881,515)	(139,318)
Interest paid		(67,147)	-
Interest received		671	18
Net cash used in operating activities	22	**(5,782,440)**	**(139,300)**
Cash flows from investing activities			
Payments for investments		-	(500,000)
Cash from acquisition of 3DInfra	3	75,111	-
Purchase of plant and equipment		(585,114)	-
Purchase of intangible assets		(249,965)	-
Net cash used in investing activities		**(759,968)**	**(500,000)**
Cash flows from financing activities			
Proceeds from issue of shares		-	753,622
Proceeds from Initial Public Offering		10,000,000	-
Share issue costs		(649,200)	(60,813)
Loans and borrowings advanced		620,775	-
Loans and borrowings repaid		(743,641)	-
Repayment of lease liabilities		(665,894)	-
Net cash provided by financing activities		**8,562,040**	**692,809**
Net increase in cash and cash equivalents		2,019,632	53,509
Cash and cash equivalents at the beginning of the year / period		53,509	-
Cash and cash equivalents at the end of the year / period	8	**2,073,141**	**53,509**

The above statement should be read in conjunction with the accompanying notes

Note 1: Significant Accounting Policies

These consolidated financial statements and notes represent those of 3D Metalforge Limited (the "Company") and its controlled entities ("Group"). In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Supplementary information about the Company is disclosed in Note 28: *Parent Entity Disclosures*. The financial report was authorised for issue by the Board on 31 March 2022.

Basis of Preparation

The financial report is a general-purpose financial report which has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board ("AASB") and the Corporations Act 2001. 3D Metalforge Limited is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Compliance with the Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Except for cash flow information, the financial report has been prepared on an accruals basis and is based on historical costs, modified where applicable, by the measurement at fair value of selected financial assets and financial liabilities. Cost is based on the fair values of the consideration given in exchange for assets.

The financial statements have been presented in Australian dollars (AUD), which is the functional currency of the Company. The functional currency of the Company's controlled entities is Singapore Dollars (SGD) and United States Dollars (USD).

Going concern assumption

The consolidated financial statements have been prepared on a going concern basis, which assumes that the Group will be able to continue trading, realise its assets and discharge its liabilities in the ordinary course of business for a period of at least 12 months from the date that these financial statements are approved.

The Directors note that the Group generated a loss after tax for the year of $5,140,484 (2020: $470,305), had net operating cash outflows for the year of $5,782,440 (2020: $139,300).

In assessing the appropriateness of using the going concern assumption, the Directors have:

- considered the Company announcement on 28 March 2022 that it had received firm commitments to raise $2.12 million (before costs) from institutional and sophisticated investors via a placement;
- are confident that the sales pipeline post COVID will trend upwards allowing the Group to achieving revenue targets in line with management's forecasts/estimates;
- are confident of managing all costs in line with management's forecasts; and
- remain confident that, if required, the Group will be able to access further working capital through either a debt or equity raise.

After considering the above factors, the Directors have concluded that the use of the going concern assumption is appropriate.

These conditions indicate a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business. The financial report does not include any adjustments relating to the recoverability or classification of recorded asset amounts, nor the amounts or classification of liabilities that might be necessary should the Company not be able to continue as a going concern.

Note 1: Significant Accounting Policies (continued)

Revenue Recognition

Sale of goods

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

(a) Sale of 3D design
The Group supplies 3D design. Revenue is recognised at a point in time when the designs are delivered to the customer.

(b) Sale of 3D design and printing
The Group supplies 3D design and printing services. Revenue is recognised at a point in time when the 3D products are delivered to the customer.

Interest

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.

Government Grants

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable.

Government assistance which does not have conditions attached specifically relating to the operating activities of the Group is recognised in accordance with the accounting policies above.

Principles of Consolidation

Subsidiaries are all those entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Note 1: Significant Accounting Policies (continued)

Principles of Consolidation (continued)

The acquisition of subsidiaries is accounted for using the acquisition method of accounting, except when the acquisition relates to common controlled entities, where the Group uses the predecessor value accounting method. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss and other comprehensive income, consolidated statement of financial position and consolidated statement of changes in equity of the Group. Losses incurred by the Group are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Business Combinations

This is the first annual period in which the Group has transacted a business combination, and therefore the first annual period in which a business combinations accounting policy is disclosed.

The Group applies the acquisition method in accounting for business combinations unless transacting a business combination under common control.

Under the acquisition method, the consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair value of assets transferred, liabilities incurred and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred.

The Group recognises identifiable assets acquired and liabilities assumed in a business combination regardless of whether they have been previously recognised in the acquiree's financial statements prior to the acquisition. Assets acquired and liabilities assumed are measured at their acquisition-date fair value.

Goodwill is stated after separate recognition of identifiable intangible assets. It is calculated as the excess of the sum of: (a) fair value of consideration transferred; (b) the recognised amount of any non-controlling interest in the acquisition; and (c) acquisition-date fair value of any existing equity interest in the acquiree, over the acquisition-date fair values of identifiable net assets. If the fair values of identifiable net assets exceed the sum calculated above, the excess amount (i.e. gain on a bargain purchase) is recognised in profit or loss immediately.

Where business combinations occur under common control, these are scoped out of AASB 3: Business Combinations, and therefore a suitable accounting policy needs to be adopted in accordance with the hierarchy in AASB 108: Accounting Policies, Changes in Accounting Estimates and Errors. This hierarchy requires the adoption of a policy that provides users of the financial statements with relevant and reliable information about the financial position and performance of the reporting entity. Therefore, certain accounting policy choices are available for this business combination. The reporting entity has the choice to either apply the purchase method (applying a fair value approach to the acquisition value) or to apply the pooling of interest method where the combination is recorded at carrying value at the date of acquisition. Further, the reporting entity may elect to restate the comparatives for the results of both businesses while under common control.

Given the continuing common control of the ultimate parent of the businesses, the Directors consider that is appropriate to use the pooling of interest method to account for the transaction using the carrying value at the date of acquisition for the acquired assets and liabilities rather than remeasuring to more subjective and uncertain fair values. The Directors have elected to not restate comparatives.

All transaction costs incurred in relation to the business combination are expensed to the statement of comprehensive income

Note 1: Significant Accounting Policies (continued)

Foreign Currency Translation

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the respective Group Entity, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items at year end exchange rates are recognised in profit or loss.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the date of the transaction), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

Foreign Operation

The financial results and position of foreign controlled entities whose functional currency is different from the presentation currency are translated as follows:

- Assets and liabilities are translated at year-end exchange rates prevailing at that reporting date;
- Income and expenses are translated at average exchange rates for the period; and
- Retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign controlled entities are transferred directly to the foreign currency translation reserve in the statement of financial position. These differences are recognised in the statement of profit or loss and other comprehensive income in the period in which the operation is disposed.

Segment Reporting

The Group has three business segments based on its geographical offices, Australia, Singapore, the United States.

Each of these operating segments is managed separately as each requires different marketing approaches and other resources. All inter-segment transfers are carried out at arm’s length prices based on prices charged to resellers.

Income Tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax audit issues based on the Company’s current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted. Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Note 1: Significant Accounting Policies (continued)

Income Tax (continued)
Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Tax consolidation
3D Metalforge Limited and its wholly-owned subsidiaries have not formed an income tax consolidated group under tax consolidation legislation.

Goods and Services Tax ('GST') and Other Similar Taxes
Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the 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 tax authority is included in other receivables or other 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 tax authority, are presented as operating cash flows. Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Cash and Cash Equivalents
Cash and cash equivalents include cash on hand and deposits held at call with financial institutions.

Inventories
Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on a first-in-first-out basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Property, Plant and Equipment
Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The depreciation rates used for each class of depreciable assets are:

Class of fixed asset	**Depreciation rate**
Leasehold improvements:	10%-33%
Plant and equipment:	10%-33%
Furniture, fixtures and fittings:	10% - 33%
Tools and low value assets	18.8%-33%
Software and technology	33%
Motor vehicles	20% - 25%

Note 1: Significant Accounting Policies (continued)

Property, Plant and Equipment (continued)
Depreciation rates and methods shall be reviewed at least annually and, where changed, shall be accounted for as a change in accounting estimate. Where depreciation rates or methods are changed, the net written down value of the asset is depreciated from the date of the change in accordance with the new depreciation rate or method. Depreciation recognised in prior financial years shall not be changed, that is, the change in depreciation rate or method shall be accounted for on a 'prospective' basis.

Assets held under leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Leases
The Group as lessee
For any new contracts entered into, the Group considers whether a contract is or contains a lease. A lease is defined as a 'contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. To apply this definition the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group
- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract

the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

Measurement and recognition of leases as a lessee
In respect of leased properties, at lease commencement date the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). All other leased assets are recorded under property, plant and equipment according to the category of asset.

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

Note 1. Significant Accounting Policies (continued)

Leases (continued)
Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

The lease liability is presented as a separate line in the consolidated statement of financial position.

Intangible Assets
Intangible assets acquired separately are measured initially at cost. Following initial acquisition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in profit or loss in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.
Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is de-recognised.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is de-recognised.

Impairment of Non-Financial Assets
The carrying amounts of the Group’s non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimate the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Note 1: Significant Accounting Policies (continued)

Impairment of Non-Financial Assets (continued)
Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Financial Instruments
Recognition, initial measurement and derecognition
Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and subsequent measurement of financial assets
Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:
- Amortised cost
- Fair value through profit or loss (FVPL)
- Equity instruments at fair value through other comprehensive income (FVOCI)
- Debt instruments at fair value through other comprehensive income (FVOCI)

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Classifications are determined by both:
- The entities business model for managing the financial asset
- The contractual cash flow characteristics of the financial assets

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables, which is presented within other expenses.

Financial assets at amortised cost
Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVPL):

- They are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- The contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

Note 1: Significant Accounting Policies (continued)

Financial Instruments (continued)
After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments as well as government bonds that were previously classified as held-to-maturity under AASB 139.

There are no FVPL and FVOCI instruments for the Company.

Impairment of Financial assets
AASB 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit losses (ECL) model'. Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under AASB 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

The Group considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.
In applying this forward-looking approach, a distinction is made between:
- Financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1'); and
- Financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date. '12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Trade and other receivables and contract assets
The Group makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance at the amount equal to the expected lifetime credit losses. In using this practical expedient, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

Classification and measurement of financial liabilities
As the accounting for financial liabilities remains largely unchanged from AASB 139, the Group's financial liabilities were not impacted by the adoption of AASB 9. However, for completeness, the accounting policy is disclosed below.

The Group's financial liabilities include borrowings, trade and other payables and derivative financial instruments.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Group designated a financial liability at fair value through profit or loss.

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments). All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

Note 1. Significant Accounting Policies (continued)

Trade and Other Payables

These amounts represent liabilities for goods and services provided to the entity prior to the end of the financial period 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.

Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Where there is an unconditional right to defer settlement of the liability for at least 12 months after the reporting date, the loans or borrowings are classified as non-current.

Borrowing costs

Borrowing costs include interest, amortisation of discounts or premiums relating to borrowings, amortisation of ancillary costs incurred in connection with arrangement of borrowings and lease finance charges. Borrowing costs are expensed as incurred.

Employee Benefits

Short-Term Benefits

Short-term employee benefit obligations, including accumulated compensated absences, are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

Defined Contribution plans

The Group participates in the defined contribution national pension schemes as provided by the laws of the countries in which it has operations. A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

Other Employee Entitlements

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. Accruals is made for the estimated liability for unconsumed leave as a result of services rendered by employees up to the end of the reporting period.

Current and Non-Current Classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities
are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Note 1: Significant Accounting Policies (continued)

Issued Capital
Ordinary shares are classified as equity. Issued and paid-up capital is recognised at the fair value of the consideration received by the Company. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

Basic loss per share is determined by dividing the operating profit / (loss) after income tax attributable to members of the Company by the weighted average number of ordinary shares outstanding during the financial year

Diluted loss per share adjusts the amounts used in the determination of basic loss per share by taking into account unpaid amounts on ordinary shares and any reduction in loss per share that will probably arise from the exercise of options outstanding during the financial year.

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. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair 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, together with non-vesting conditions that do not determine whether the Company 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. The cumulative charge to profit or 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.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- During the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired option of the vesting period.
- From the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore, any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. 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.

Note 1: Significant Accounting Policies (continued)

Share-Based Payments (continued)
If the non-vesting condition is within the control of the Company or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Company 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.

Critical Accounting Judgements, Estimates and Assumptions
When preparing the interim financial statements, management undertakes a number of judgements, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results. There were no critical accounting judgements, estimates and assumptions applied in the interim financial statements, other than the below.

Share-Based Payments
The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Coronavirus (COVID-19) pandemic
Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the Company based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the Company operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the Company unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

Allowance for Expected Credit Losses
The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience, historical collection rates, the impact of the Coronavirus (COVID-19) pandemic and forward-looking information that is available. The allowance for expected credit losses, as disclosed in note 9, is calculated based on the information available at the time of preparation. The actual credit losses in future years may be higher or lower.

Apportionment of Initial Public Offer and Listing Costs
Certain legal and professional fees relating to the Company's Initial Public Offer (IPO) and listing on the ASX are incurred and invoiced jointly. These costs are apportioned on a systematic basis. The IPO costs are apportioned based on the proportion of the number of IPO shares issued of the total shares issued concurrently (including consideration offer and lead manager shares issued). The remaining costs are apportioned as listing costs, Costs deemed relating to the IPO are recognised as a deduction in equity (share issue costs) while costs deemed relating to the listing are recognised as an expense in the consolidated statement of profit or loss and other comprehensive income.

Note 1: Significant Accounting Policies (continued)

Critical Accounting Judgements, Estimates and Assumptions (continued)

Carry forward tax losses of Singaporean and USA entities

The Group has not carried forward the pre-acquisition tax losses of the Singapore and USA-based entities pending approval from the relevant tax authorities under relevant continuity of ownership test taxation provisions in those jurisdictions.

New, Revised or Amended Accounting Standards and Interpretations

In the year ended 31 December 2021, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for reporting periods beginning on or after 1 January 2021 and have determined that these do not have a material impact on the financial statements.

Any new and revised Standards and Interpretations issued but not yet mandatory, have not been early adopted by the Group for the period reporting period 31 December 2021. At this time, the adoption of these new or amended Accounting Standards and Interpretations are not expected to have a material impact on the financial statements.

Note 2: Dividends

There have been no dividends declared or recommended and no distributions made to shareholders or other persons during the year.

Note 3: Acquisition of 3DInfra Pte. Ltd

On 17 February 2021, the Company completed the 100% acquisition of ordinary shares of 3DInfra Pte Ltd (“3DInfra”) for a total consideration of 130,000,000 ordinary share of the Company.

The Board of Directors of the merged entity comprise of Michael Spence as non-executive chairman; Samantha Tough and Geoffrey Piggott as independent directors, and Matthew Waterhouse, a director of 3DInfra, was also appointed as the Chief Executive Officer. The 3DInfra management team has assumed responsibility of the management of the merged entity.

The acquisition has been accounted for with reference to common controlled entities. The Group has adopted the predecessor value accounting method to form one enlarged group. The Company has recorded the excess consideration above the net assets of 3DInfra to a common control reserve.

As consideration for the acquisition of 100% of the issued 3Dinfra securities, 3D Metalforge Limited issued 130,000,000 ordinary shares at $0.20 representing total consideration of $26,000,000.

The following sets out the total consideration and carrying value of net identifiable liabilities at acquisition date. The carrying values of the identifiable assets and liabilities are based on the book value at date of acquisition.

Note 3: Acquisition of 3DInfra Pte. Ltd (continued)

	$
Fair value of consideration transferred	**26,000,000**

Carrying value of identifiable assets and liabilities held at acquisition date

Cash and cash equivalents	75,111
Trade receivables	287,654
Other assets	212,004
Inventories	49,255
Other receivables	57,987
Property, plant and equipment	244,667
Right of use assets	763,527
Intangible assets	407,326
Trade and other payables	(2,818,840)
Provisions	(67,380)
Borrowings	(3,108,098)
Total carrying value of identifiable net liabilities	**(3,896,787)**
Common control reserve	**29,896,787**

Note 4. Revenue

The Group’s revenue disaggregated by primary geographical markets is as follows:

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Australia	-	-
Singapore	779,415	-
United States	176,920	-
	956,335	**-**

Timing of the Group’s revenue recognition is as follows:

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Revenue recognised at a point in time	857,319	-
Revenue recognised over time	99,016	-
	956,335	**-**

Note 5. Other income

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Grant Income	340,349	-
Write back of bad debts	2,390	-
Sundry income	851	-
	343,590	**-**

Note 6. Expenses

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Other expenses mainly comprise of:		
Travel expenses	366,905	-
HR and admin services	307,760	-
Subscriptions	213,728	-
Rental and utilities	205,880	-
Compliance costs	114,301	7,294
Employee expenses mainly comprise of:		
Salaries and other related costs	1,907,038	-
Contributions to defined contribution plans	134,913	-
	2,041,951	**-**

Note 7: Income Tax

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
The prima facie tax on loss before income tax in reconciled to the income tax as follows:		
Loss before income tax	(5,140,484)	(470,305)
Prima facie tax payable on loss from ordinary activities before income tax at 30% (2020: 30%)	(1,542,145)	(141,092)
Non-deductible expenditure	9,181	76,760
Differences due to tax rates	(75,342)	-
Temporary differences	-	13,756
Movement in unrecognised deferred tax assets	1,608,306	50,576
Income tax expense	**-**	**-**
Unrecognised deferred tax assets have not been recognised in respect of the following items:		
Carry forward tax losses – Australia (at 30%):	1,172,078	168,588
Carry forward tax losses – Singapore (at 17%):	3,186,929	-
Carry forward tax losses – USA (at 21%):	1,170,602	-
Total	**5,529,609**	**168,588**

The Group has tax losses arising in entities in Australia, Singapore and USA that are available indefinitely to be offset against the future taxable profits of the Group.

The Group has not carried forward the pre-acquisition tax losses of the Singapore and USA-based entities pending approval from the relevant tax authorities under relevant continuity of ownership test taxation provisions in those jurisdictions.

The potential deferred tax assets, arising from tax losses (as disclosed above) are not brought to account as management is of the view that there is uncertainty in the realisation of the related tax benefits through future taxable profits. The amount of these benefits is based on the assumption that no adverse change will occur in income tax legislation and the anticipation that the Group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by law.

Note 8: Cash and Cash Equivalents

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Cash at bank	2,068,533	53,509
Petty cash	4,608	-
	2,073,141	**53,509**

Note 9. Trade and Other Receivables

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Current		
Trade receivables	427,517	-
Less expected credit losses	(50,456)	-
	377,061	-
GST and sales tax receivable	27,633	10,761
Other receivables [1]	197,265	500,000
	601,959	**510,761**

Trade receivables are non-interest bearing and generally on 30-day terms (2020: 30 days).

[1] Other current receivables in the year ended 31 December 2020 related to amounts lent to 3DInfra Pte. Ltd. The loan balance carries an interest rate of 6% per annum, to be repaid by 31 December 2021. Other current receivables in the current year relate to refundable supplier deposits and sundry receivables.

Non-current		
Other receivables (refundable supplier deposits)	55,286	-

Trade receivables	**Expected credit loss rate (%)**		**Carrying Amount ($)**		**Allowance of expected credit losses ($)**	
	2021	**2020**	**2021**	**2020**	**2021**	**2020**
Current	0%	-	366,108	-	-	-
Past due 31 – 60 days	20%	-	4,932	-	(986)	-
Past due 60 – 180 days	40%	-	10,914	-	(4,366)	-
Past due 180 – 360 days	99%	-	45,563	-	(45,104)	-
Past due over 360 days	0%	-	-	-	-	-
			427,517	**-**	**(50,456)**	**-**

Note 9. Trade and Other Receivables (continued)

Movements in the allowance for expected credit losses are as follows:

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Opening balance	-	-
Provision through business combination	67,380	-
Provisions recognised	41,399	-
Bad debts written off	(16,297)	-
Exchange rate movement	3,304	-
Unused amounts reversed	(45,330)	-
Closing balance	**50,456**	**-**

Note 10. Inventories

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Raw materials	307,697	-

Note 11. Other current assets

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Certificate of deposit[1]	689,924	-
Prepayments	327,832	-
	1,017,756	**-**

[1] A certificate of deposit is held as security for a line of credit facility for USD500,000 held by 3D Metalforge LLC, with Central Bank (refer to note 17, footnote 4)

Note 12. Property, Plant and Equipment

The following tables show the movements in property, plant and equipment:

	Computer equipment	**Furniture and fittings**	**Office equipment**	**Plant and machinery**	**Renovations**	**Total**
	$	$	$	$	$	$
Cost						
Balance at 1 January 2021	-	-	-	-	-	-
Acquisition through common control acquisition	11,662	463	52	223,133	9,357	244,667
Additions during the year	59,073	77,876	13,857	416,210	18,098	585,114
Exchange rate movement	568	23	2	10,884	456	11,933
At 31 December 2021	**71,303**	**78,362**	**13,911**	**650,227**	**27,911**	**841,714**
Accumulated depreciation						
Balance at 1 January	-	-	-	-	-	-
Depreciation	(16,223)	(10,809)	(2,728)	(174,051)	(9,159)	(212,970)
Exchange rate movement	6,641	(65)	(17)	(3,503)	(163)	2,893
At 31 December 2021	**(9,582)**	**(10,874)**	**(2,745)**	**(177,554)**	**(9,322)**	**(210,077)**
Net carrying amount						
At 31 December 2021	**61,721**	**67,488**	**11,166**	**472,673**	**18,589**	**631,637**

Note 13. Right of Use Asset

The following tables show the movements in right-of-use assets:

	Office premises	**Plant and machinery**	**Office equipment**	**Vehicle**	**Total**
	$	**$**	**$**	**$**	**$**
Cost					
Balance at 1 January 2021	-	-	-	-	-
Acquisition through common control acquisition	226,210	537,317	-	-	763,527
Additions during the period	1,612,997	-	22,871	38,101	1,673,969
Exchange difference	11,034	26,208	-	-	37,242
Balance at 31 December 2021	**1,850,241**	**563,525**	**22,871**	**38,101**	**2,474,738**
Accumulated depreciation					
Balance at 1 January 2021	-	-	-	-	-
Depreciation	(289,676)	(389,800)	(1,614)	(11,703)	(692,793)
Exchange rate movement	(8,625)	(10,306)	(7)	2,589	(16,349)
Balance at 31 December 2021	**(298,301)**	**(400,106)**	**(1,621)**	**(9,114)**	**(709,142)**
Net carrying amount					
At 31 December 2021	**1,551,940**	**163,419**	**21,250**	**28,987**	**1,765,596**

The right-of-use assets relate to leases for the office premises and additive manufacturing printers in Singapore.

Note 14. Intangible Asset

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Computer software	7,526	-
Development costs	519,602	-
	527,128	**-**

	Computer software $	Development costs $	Total $
Cost			
Balance at 1 January 2021	-	-	-
Acquisition through common control acquisition	9,515	397,811	407,326
Additions during the period	7,496	242,469	249,965
Exchange difference	464	19,404	19,868
Balance at 31 December 2021	**17,475**	**659,684**	**677,159**
Accumulated amortisation			
Balance at 1 January 2021	-	-	-
Amortisation	(9,722)	(136,805)	(146,527)
Exchange rate movement	(227)	(3,277)	(3,504)
Balance at 31 December 2021	**(9,949)**	**(140,082)**	**(150,031)**
Net carrying amount			
At 31 December 2021	**7,526**	**519,602**	**527,128**

Note 15: Trade and Other Payables

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Current		
Trade payables	526,239	147,657
Other payables	1,167,194	45,852
	1,693,433	**193,509**

Trade payables are due to third parties, unsecured, interest-free and repayable according to credit terms of 30 days (2020: 30 days). The carrying amounts of trade payables approximate their fair value.

Non-current		
Other payables	130,390	-

Non-current other payables relate to wages payable to a director deferred under an agreement (see note 25).

Note 16. Lease Liabilities

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Current	561,967	-
Non-current	1,230,306	-
	1,792,273	**-**

The lease liabilities relate to leases for the office premises and additive manufacturing printers in Singapore Future minimum lease payments at 31 December 2021 were as follows:

	Minimum lease payments						
	Within one year	One to two years	Two to three years	Three to four years	Four to five years	After five years	Total
Lease payments	678,430	405,112	392,386	306,124	204,692	1,560	1,988,304
Finance charges	(116,463)	(33,042)	(22,882)	(14,583)	(7,501)	(1,560)	(196,031)
Total	**561,967**	**372,070**	**369,504**	**291,541**	**197,191**	**-**	**1,792,273**

Lease payments not recognised as a liability
The Group has elected not to recognise a lease liability for short term leases (leases with an expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred.

Note 17. Borrowings

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Current		
Amount due to related parties[2]	112,230	-
Amount due to third parties[3]	387,363	-
Amount due to bank[4]	781,545	-
	1,281,138	**-**

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Non-current		
Amounts due to director[1]	205,720	-
Amount due to related parties[2]	601,278	-
Amount due to third parties[3]	338,728	-
Amount due to bank[4]	319,605	-
	1,465,331	**-**
	2,746,469	**-**

[1] Term loan of S$201,633 (incl. capitalised interest) at 8% on principal, maturing 2 August 2023 and unsecured.

[2] Term loan of S$699,333 (incl. capitalised interest) at 8% on principal, unsecured and maturing as follows:

- S$110,000 between 1 March 2022 and 1 March 2023; and
- Remaining balance incl. interest by 1 June 2023.

Note 17. Borrowings (continued)

[3] Amounts due to third parties comprise:

- Term loan of S$206,666 (incl. capitalised interest) at 8% on principal, maturing 2 August 2023 (principal only), interest payable due April 2022
- Term loan of S$246,605 (incl. capitalised interest) at 8% on principal, maturing 1 April 2022 (incl. interest); and
- Term loan of S$126,396 (incl. capitalised interest) at 8% on principal, maturing 6 April 2023 (incl. interest).

All the above third party loans are secured by personal guarantees of management.

- Term loan of S$102,000, non-interest bearing, maturing 1 March 2023 and unsecured.
- Interest payable of S$30,000 on term loan, principal fully repaid in 2018

[4] Amounts due to bank comprise:

- Temporary bridging loan of S$368,171 at 2.5% maturing 24 April 2025;
- Working capital loan of S$38,659 at 7% maturing 13 May 2023;
- Working capital loan of S$62,490 at 7% maturing 21 Nov 2024; and
- Working capital loan of S$1,489 at 6.75% maturing 28 Dec 2021.

All the above bank loans are secured by personal guarantees of management.

- Line of credit facility for US$500,000, of which US$450,000 had been drawn down at the reporting date, at 2.1%, expiring 8 July 2022 with option to renew, secured by a certificate of deposit for US$500,000

Movement during the year

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Acquisition through common control acquisition (non-cash)	2,622,715	-
Loans advanced (cash)	620,775	-
Loans repaid (cash)	(743,641)	-
Interest capitalised	135,019	-
Interest capitalised paid	(16,324)	-
Exchange Rate Movement	127,925	-
	2,746,469	**-**

Note 18: Issued Capital

	31 December 2021 No. of Shares	31 December 2021 $	31 December 2020 No. of Shares	31 December 2020 $
Fully paid ordinary shares	**190,119,285**	**36,043,609**	**9,619,285**	**692,809**

	Date	No. of Shares	Issue Price $	$
Movements in ordinary share capital				
Balance as at 1 October 2020		**-**		**-**
Incorporation of Company – 1 Oct 2020 [1]	1 Oct 2020	3	1.00	3
Issue of shares – seed [2]	26 Nov 2020	3,619,282	0.001	3,619
Issue of shares – pre-IPO [3]	27 Nov 2020	6,000,000	0.125	750,000
Share issue costs		-		(60,813)
Balance as at 31 December 2020		**9,619,285**		**692,809**
Initial public offer – Public Offer [4]	17 Feb 2021	50,000,000	0.20	10,000,000
Consideration Offer – Acquisition of 3DInfra Pte Ltd [5]	17 Feb 2021	130,000,000	0.20	26,000,000
Initial public offer – Lead Manager [6]	17 Feb 2021	500,000	0.20	100,000
Share issue costs		-	-	(749,200)
Balance at 31 December 2021		**190,119,285**		**36,043,609**

Note 18: Issued Capital (continued)

[1] Upon incorporation of the Company on the 1 October 2020, 3 shares were issued at $1 per share.
[2] On 26 November 2020, 3,619,282 shares were issued at $0.001 per share, pursuant to a subscription agreement and seed capital raise.
[3] On 27 November 2020, 6,000,000 shares were issued at $0.125 per share, pursuant to a pre-IPO capital raise.
[4] On 17 February 2021, 50,000,000 fully paid ordinary shares were issued pursuant to the Public Offer
[5] Concurrently with the Public Offer, 130,000,000 fully paid ordinary to the Vendors (or nominees) were issued pursuant to the Consideration Offer
[6] Concurrently with the Public Offer, 500,000 fully paid ordinary shares were issued to the Lead Manager, Alto Capital (or its nominees), pursuant to the Lead Manager Offer.

Note 19: Reserves

	Consolidated 31 Dec 2021 $	**Company 31 Dec 2020 $**
Common control reserve	(29,896,787)	-
Share based payment reserve	178,859	148,257
Foreign currency translation reserve	(97,257)	-
	(29,815,185)	**148,257**

Common Control Reserve

On 17 February 2021, the Company acquired 100% of 3DInfra Pte Ltd. The acquisition has been accounted for with reference to common controlled entities. The Group has adopted the predecessor value accounting method to form one enlarged group. The Company has recorded the excess consideration above the net assets of 3DInfra Pte Ltd to a common control reserve in February 2021 (refer to Note 3)

Share Based Payment Reserve

The share-based payment reserve arises from the equity-settled compensation plan issued to its employees, directors and consultants, upon achieving specific performance target and employees satisfying certain performance conditions and remain in the employment at the share issuance date. Equity-settled compensation plan is share of commons stock that vest and restricted share units are awards that will result in a payment if performance goals are achieved or the awards otherwise vest. The terms and conditions of these awards are established in the employment contract.

Foreign Currency Translation Reserve

The foreign currency translation reserve records exchange differences arising on translation of foreign controlled entities.

Note 20: Share Based Payment Expense

An expense of $30,602 (2020: $148,257) is recognised in the consolidated statement of profit or loss and other comprehensive income in relation to share-based payments.

The following share-based payment arrangements were in place in the current and prior periods:

Number	**Grant date**	**Expiry date**	**Exercise price**	**Fair value at grant date**	**Vesting date**
1,300,000	11/12/2020	11/12/2023	$0.25	$0.114	11/12/2020
500,000	29/07/2021	01/08/2024	$0.25	$0.061	29/07/2021

There has been no alteration of the terms and conditions of the above share-based payments since grant date.

Note 20: Share Based Payment Expense (continued)

The following table illustrates the number and weighted average exercise price and movements in share options:

	2021		2020	
	Number	Weighted average exercise price $	Number	Weighted average exercise price $
Outstanding at the beginning of year	1,300,000	$0.25	-	-
Granted during the year	500,000	$0.25	1,300,000	$0.25
Outstanding at the end of year	1,800,000	$0.25	1,300,000	$0.25
Exercisable at the end of year	1,800,000	$0.25	1,300,000	$0.25

The share options outstanding at the end of the year had a weighted average exercise price of $0.25 (2020: $0.25) and a weighted average remaining contractual life of 2.12 years (2020: 2.95 years).

The weighted average fair value of options granted during the year was $0.10 per option (2020: $0.11).

No options were exercised during the current and prior period.

The fair value of the options issued was estimated at the date of grant using the Black-Scholes option pricing model below:

Grant Date	Expiry Date	Share Price at Grant Date	Exercise Price	Expected Volatility	Dividend Yield	Risk-Free Interest Rate	Expected Life of Options
11/12/2020	11/12/2023	$0.20	$0.25	100%	-	0.10%	3 years
29/07/2021	01/08/2024	$0.14	$0.25	90%	-	0.12%	3 years

Set out below are the options exercisable at the end of the financial year:

Grant Date	Expiry Date	31 Dec 2021 No. of Options	31 Dec 2020 No. of Options
11/12/2020	11/12/2023	1,300,000	1,300,000
29/07/2021	01/08/2024	500,000	-

Note 21: Loss per Share

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Loss after income tax	(5,140,484)	(470,305)
	Number	**Number**
Weighted average number of ordinary shares	166,382,299	3,698,852
	Cents	**Cents**
Basic and diluted loss per share	(3.09)	(12.71)

As the Group incurred a loss for the period, the options on issue have an anti-dilutive effect, therefore the diluted EPS is equal to the basic EPS. A total of 1,800,000 share options which could potentially dilute EPS in the future have been excluded from the diluted EPS calculation because they are anti-dilutive for the current year presented.

Note 22: Reconciliation of Loss to Net Cash from Operating Activities

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Loss after income tax for the year / period	(5,140,484)	(470,305)
Non-cash items		
Share based payments expense	30,602	148,257
Depreciation and amortization	1,052,290	-
Change in operating assets and liabilities		
(Increase) in trade and other receivables	(1,150,171)	-
(Decrease)/increase in trade and other payables	(316,235)	182,748
(Increase) in inventory	(258,442)	-
Net cash used in operating activities	**(5,782,440)**	**(139,300)**

Note 23: Auditor Remuneration

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Remuneration from Audit of Financial Statements		
Audit and review of financial statements	113,664	-
Other Services		
Investigating accountant's report	8,000	22,000

Note 24: Key Management Personnel Disclosures

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Short term employee benefits	639,694	-
Post-employment benefits	54,489	-
Share based payment	30,602	114,044
	724,785	**114,044**

Note 25: Related Party Transactions

There were no other transactions conducted between the Group and Key Management Personnel or their related parties, apart from those disclosed in Note 24 above and below, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those reasonably expected under arm's length dealings with unrelated persons.

	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Ventnor Capital Pty Ltd (director related entity of Mr Carmichael and Mr Barron) – Corporate advisory (IPO and acquisition), company secretarial and registered office services [1]	-	71,589
Ventnor Securities Pty Ltd (director related entity of Mr Carmichael and Mr Barron) – Capital raising fees [1]	-	49,500
Park General Limited (director related entity of Mr Buckley) – Director fees	16,667	-
Michael Spence - reimbursements	2,064	-
Geoffrey Piggott – reimbursements	5,093	-
David Green - reimbursements	4,061	-
Matthew Waterhouse – reimbursements	69,672	-
Enoch Lim - reimbursements	11,732	-
	109,289	**121,089**

[1] Mr Carmichael and Mr Barron resigned as directors in the period ended 31 December 2020 and are therefore not considered Key Management Personnel or related parties of the Group for the year ended 31 December 2021.

Loans to/from related parties	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Amount due to director – Mr Matthew Waterhouse [1]	205,720	-
Amount due to related party – Mr Khoo Hwi Min [2]	713,508	-
	919,228	**-**

[1] Term loan of S$201,633 (incl. capitalised interest) at 8% on principal, maturing 2 August 2023 and unsecured.

[2] Relates to a term loan of S$699,333 (incl. capitalised interest) at 8% on principal, unsecured and maturing as follows: S$110,000 between 1 March 2022 and 1 March 2023 and remaining balance incl. interest by 1 June 2023.

Other amounts to/from related parties	Consolidated 31 Dec 2021 $	Company 31 Dec 2020 $
Amount due to director – Mr Matthew Waterhouse [1]	130,390	-

[1] Relates to wages payable deferred under an agreement (see note 15).

Note 26. Segment Reporting

The Group has identified its operating segments based on the internal reports that are used by the board in assessing performance and in determining the allocation of resources. The Board has identified three relevant business segments based on the Group's geographical offices, Australia, Singapore, and the United States. The following tables are an analysis of the Group's revenue and results by reportable segment for the year ended 31 December 2021.

Consolidated Profit and Loss 31 December 2021	**Australia A$**	**Singapore A$**	**United States A$**	**Eliminations A$**	**Consolidated A$**
Gross Revenue	-	881,483	176,920	(102,068)	956,335
Grant Income	-	339,689	2,108	(1,448)	340,349
Sundry Income	-	2,819	471	(49)	3,241
Total Revenue	**-**	**1,223,991**	**179,499**	**(103,565)**	**1,299,925**
Loss for the Year	**(1,015,689)**	**(3,363,660)**	**(1,010,653)**	**249,518**	**(5,140,484)**

Consolidated Financial Position 31 December 2021	**Australia A$**	**Singapore A$**	**United States A$**	**Eliminations**	**Consolidated A$**
Current Assets	8,917,607	15,518,123	980,847	(21,416,024)	4,000,553
Non-Current Assets	(3,896,787)	1,253,747	1,725,900	3,896,787	2,979.647
Total Assets	**5,020,820**	**16,771,870**	**2,706,747**	**(17,519,237)**	**6,980,200**
Total Liabilities	**(181,134)**	**(23,585,925)**	**(4,206,028)**	**21,610,522**	**(6,362,565)**

For the year ended 31 December 2020, given the Company's operations since incorporation in that year, the Company only had one business segment. The business segments above were only established in the current financial year when the underlying operations making up these segments were established through the acquisition of 3DInfra Pte Ltd in February 2021 (see note 3).

Note 27. Financial Instruments

The Group's activities expose them to credit risk, liquidity risk and market risk – currency, interest rate and price. The Group's overall risk management strategy seeks to minimise adverse effects from the volatility of financial markets on the Group's financial performance.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Group. Management then establishes the detailed policies such as authority levels, oversight responsibilities, risk identification and measurement, and exposure limits, in accordance with the objectives and underlying principles approved by the Board of Directors.

Following the acquisition of 3D Infra Pte Ltd in February 2021 (refer to Note 3), there have been changes to the Group's exposure to these financial risks and the way it manages the risk. Market risk exposures are measured using sensitivity analysis indicated below.

Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligation, resulting in financial loss to the Group. A default on a financial asset is when the counterparty fails to make contractual payments as per agreed terms. This definition of default is determined by considering the business environment in which entity operates and other macro-economic factors.

Note 27. Financial Instruments (continued)

Credit Risk (continued)
Risk Management
The Group has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Group does not require collateral from its customers. The Groups' major classes of financial assets, other than cash and cash equivalent and security deposits held at bank, are trade and other receivables.

Trade receivables that are neither past due nor impaired are substantial companies with good collection track record with the Group. Trade receivables are subjected to credit risk exposure. However, the Group considers there is no significant concentration of credit risks for trade receivables as follows:

	31 Dec 2021 %	31 Dec 2020 %
Largest customer percentage of trade receivables	* 21	-
Largest customer percentage of customer sales	** 20	-

* The largest customer balance has been collected in full subsequent to the reporting date.
** The largest customer sales totalled $194,732 and are reported in the Singapore segment.

Impairment of Financial Asset
The Group has the following financial assets that are subject to insignificant credit losses where the expected credit loss ('ECL') model has been applied using the following approaches below.

Trade receivables
The Group identified $50,456 of underperforming or non-performing trade receivables during the year (2020: $Nil).

To measure the expected credit losses, trade receivables were grouped based on shared credit risk characteristics. Receivables are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group.

The Group has not experienced any instances of non-payment from its customers over the past 12 months and has used their repayment pattern as a basis for estimation to estimate its ECL for the current year. The Group did not determine the default risk of it financial instruments as most of its trade receivables are historical clients that have no bad debt history.

For the purpose of impairment assessment, other receivables are considered to have low credit risk as they are not due for payment at the end of the reporting period and there has been no significant increase in the risk of default on the receivables since initial recognition. Accordingly, the loss allowance is measured at an amount equal to 12-month ECL.

In determining the ECL, the historical default experience and financial position of the counterparties are taken into account, adjusted for factors that are specific to the debtors and general economic conditions of the industry in which the debtors operate, in estimating the probability of default of each of these financial assets occurring within their respective loss assessment time horizon, as well as the loss upon default in each case. There has been no change in estimation techniques or significant assumptions made during the current reporting period in assessing the loss allowance for other receivables.

Note 27. Financial Instruments (continued)

Market Risk

Market risk is the risk that changes in market price, such as interest rates and foreign exchange rates will affect the Group's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

Foreign Currency Risk

The Group's foreign exchange risk results mainly from cash flows from transactions denominated in foreign currencies. At present, the Group does not have any formal policy for hedging against currency risk. The Group ensures that the net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates, where necessary, to address short term imbalances between entities.

The carrying amount of the Group's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

	2021		2020	
	Assets	**Liabilities**	**Assets**	**Liabilities**
	$	**$**	**$**	**$**
Singapore dollar	1,040,005	(4,188,943)	-	-
United States dollar	1,001,559	(2,075,954)	-	-
	2,041,564	(6,264,897)	**-**	**-**

The Group had net financial liabilities denominated in foreign currencies of $4,223,333 (2020: $Nil). At 31 December 2021, if the Singapore dollar and US dollar weakened by 10% against these foreign currencies with all other variables held constant, the Group's loss before tax would have been $441,932 lower (2020: $Nil) and equity would have been $441,932 higher (2020: $Nil). The percentage change is the expected overall volatility of the significant currencies, which is based on management's assessment of reasonable possible fluctuations taking into consideration movements over the last 6 months each year and the spot rate at each reporting date. The net foreign exchange loss included in Other Expenses for the year ended 31 December 2021 was $58,596 (2020: $Nil).

Interest Rate Risk

The Group's exposure to the risks of changes in market interest rates relates primarily to the Group's short-term deposits with a floating interest rate. These financial assets with variable rates expose the Group to cash flow interest rate risk. All other financial assets and liabilities in the form of receivables, payables, loans and borrowings and lease liabilities are non-interest bearing or have fixed interest rates. The Group does not engage in any hedging or derivative transactions to manage interest rate risk. The Group has not entered any hedging activities to cover interest rate risk. Regarding its interest rate risk, the Group does not have a formal policy in place to mitigate such risks.

The following table set out the carrying amount by maturity of the Group's exposure to interest rate risk and the effective weighted average interest rate for each class of these financial instruments.

Note 27. Financial Instruments (continued)

Market Risk (continued)
Interest Rate Risk (continued)

		Fixed Interest Rate Maturing					
	Non-Interest Bearing	**< 1 Year**	**1 – 5 Years**	**> 5 years**	**Floating Interest Rate**	**Total**	**Weighted Average Interest Rate**
2021	**$**	**$**	**$**	**$**	**$**	**$**	**%**
Financial assets							
Cash and cash equivalents	428,121	-	-	-	1,645,020	2,073,141	0.01
Trade and other receivables	601,959	-	-	-	-	601,959	-
Other receivables – non-current	55,286	-	-	-	-	55,286	-
Other assets	-	689,924	-	-	-	689,924	0.10
	1,085,366	689,924	-	-	1,645,020	3,420,310	
Financial liabilities							
Trade and other payables	1,693,433	-	-	-	-	1,693,433	-
Lease liabilities	-	561,967	1,228,746	1,560	-	1,792,273	2.39
Loans and borrowings	134,675	1,281,138	1,330,656	-	-	2,746,469	5.48
Other payables – non-current	130,390	-	-	-	-	130,390	-
	1,958,498	1,843,105	2,559,402	1,560	-	6,362,565	

		Fixed Interest Rate Maturing					
	Non-Interest Bearing	**< 1 Year**	**1 – 5 Years**	**> 5 years**	**Floating Interest Rate**	**Total**	**Weighted Average Interest Rate**
2020	**$**	**$**	**$**	**$**	**$**	**$**	**%**
Financial assets							
Cash and cash equivalents	7,458	-	-	-	46,048	53,506	0.04

Liquidity Risk
The Group manages liquidity risk by maintaining sufficient cash reserves and marketable securities and through the continuous monitoring of budgeted and actual cash flows. Liquidity risk has been disclosed for the Group as while many of the Group's financial assets and liabilities are contractually due on demand or within one year, and the undiscounted cash flows approximate the carrying amounts as reported on the consolidated statement of financial position, the company has long-term interest-bearing loans and borrowings as well as non-current other payables and receivables and lease liabilities.

The following tables detail the Company's contractual maturity for its financial assets and financial liabilities:

Note 27. Financial Instruments (continued)

Liquidity Risk (continued)

	Carrying amount	Contractual cash flows	Less than 1 year	1-2 years	2-6 years
2021	**$**	**$**	**$**	**$**	**$**
Financial assets					
Other receivables – non-current	55,286	55,286	-	24,385	30,901

	Carrying amount	Contractual cash flows	Less than 1 year	1-2 years	2-6 years
	$	**$**	**$**	**$**	**$**
Financial liabilities					
Loans and borrowing [1]	2,746,469	2,910,711	1,325,043	1,325,997	259,671
Lease liabilities [2]	1,792.273	1,988,304			
Other payables – non-current	130,390	130,390	-	64,277	66,113
	4,669,132	5,029,405	1,325,043	1,390,274	325,784

[1] Undiscounted cash flows (inclusive of expected interest)
[2] See maturity analysis disclosed under note 16

There were no financial assets and liabilities with a contractual maturity of more than one year, held at 31 December 2020.

Fair Values
For other assets and liabilities, the net fair value approximates their carrying value. The Group has no financial assets or liabilities that are readily traded on organised markets and has no financial assets where the carrying amount exceeds net fair values at the reporting date.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the consolidated statement of financial position and in the notes to the financial statements.

Note 28. Parent Entity Disclosures

The following information has been extracted from the books and records of the legal parent, being 3D Metalforge Limited and has been prepared in accordance with Australian Accounting Standards.

	Company 31 Dec 2021	Company 31 Dec 2020
Financial Position	**$**	**$**
Total current assets	1,744,111	564,270
Total non-current assets	(3,896,787)	-
Total assets	**(2,152,676)**	**564,270**
Total current liabilities	169,243	193,509
Total liabilities	**169,243**	**193,509**
Net (liabilities) / assets	**(2,321,919)**	**370,761**
Issued capital	36,043,609	692,809
Common control reserve	(29,896,787)	-
Share based payment reserve	178,859	148,257
Accumulated losses	(8,647,600)	(470,305)
Total (deficit) / equity	**(2,321,919)**	**370,761**
Financial Performance		
Loss for the year	(8,177,295)	(470,305)
Other comprehensive income	-	-
Total comprehensive loss	**(8,177,295)**	**(470,305)**

The Parent Entity has no capital commitments and has not entered into a deed of cross guarantee nor are there any contingent liabilities at the year end.

Note 29. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following wholly-owned subsidiaries in accordance with the accounting policy described in Note 1. Details of the parent's subsidiaries at the end of the reporting period are as follows:

Name	Principal place of business / Country of incorporation	2021 %	2020 %
3DInfra Pte Ltd *	Singapore	100	-
3D Metalforge Pte Ltd *	Singapore	100	-
3D Matters Pte Ltd *	Singapore	100	-
3D Metalforge (USA) Pte Ltd *	Singapore	100	-
3D Metalforge LLC *	USA	100	-

* 3DInfra Pte Ltd (and its subsidiaries) was acquired on 17 February 2021 (see note 3)

Note 30: Contingent Assets and Liabilities

There were no contingent liabilities or contingent assets as at 31 December 2021 (2020: None).

Note 31: Commitments

The group had capital commitments of $198,575 at 31 December 2021 (2020: None)

The Group has short-term lease commitments of $28,280 at 31 December 2021, relating to property leases in the USA.

There were no other commitments as at 31 December 2021.

Note 32: Events Subsequent to Reporting Period

On 1 February 2022, the Company appointed the Chief Financial Officer, Sri Vaidyanathan, as an executive director, following the resignation of Samantha Tough.

3MF signed a commercial binding and exclusive agreement with leading US-refinery Par Pacific for an initial period until 8 December 2024. The agreement is for the supply of AM parts, including impellers and sleeves to the clients' three US-based refineries. The agreement builds on the successful field trial with Par Pacific in 2021, and represents an important step in expanding the current relationship with the client with a potential value of up to A$400,000 per annum.

As part of 3MF's geographical expansion into the Australian resources, oil & gas and maritime sectors, the Company signed a binding non-exclusive Channel Partner Agreement with IKM Measurement Services Australia Pty Ltd (IKM MSA). IKM MSA is a subdivision of the IKM Group, a leading service provider for the oil & gas sector with a turnover of 4.5 billion NOK for 2021 (~A$700m) and ~2,500 employees. The Agreement appoints IKM MSA as an authorised partner to promote and represent 3MF's products and services to its customers in Australia and Southeast Asia for a three-year period, followed by an additional two-year option.

On 28 March 2022, the Company announced that it had received firm commitments to raise $2.12 million (before costs) from institutional and sophisticated investors and existing shareholders via a placement. The Placement will see the Company issue a total of 47,029,820 new fully paid ordinary shares at an issue price of $0.045 per share, with a 3:2 free attaching option exercisable at $0.09 per option expiring 5 years from the date of issue. In addition, the Company will issue 47,029,820 advisory options exercisable at $0.09 per option expiring 5 years from the date of issue to the Joint Lead Managers of the placement. The Company will issue all fully paid ordinary shares on 4 April 2022. The free-attaching options and advisory options will be issued subject to shareholder approval at the 2022 Annual General Meeting to be held in May 2022.

No other matter or circumstance has arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial periods.

3D Metalforge Limited
Directors' Declaration
For the year ended 31 December 2021

In accordance with a resolution of the directors of 3D Metalforge Limited, I state that:

1. In the opinion of the directors:

(a) the financial statements and notes of 3D Metalforge Limited for the financial year ended 31 December 2021 are in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of the entity's financial position as at 31 December 2021 and of its performance for the year ended on that date; and

(ii) complying with Accounting Standards and the Corporations Regulations 2001;

(b) the financial statements and notes also comply with International Financial Reporting Standards; and

(c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

2. This declaration has been made after receiving the declarations required to be made to the directors by the chief executive officer and chief financial officer in accordance with section 295A of the Corporations Act 2001 for the financial year ended 31 December 2021.

On behalf of the board

Matthew Waterhouse
Managing Director
Singapore
31 March 2022

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Independent Auditor's Report

To the Members of 3D Metalforge Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of 3D Metalforge Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2021, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated 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 Group's financial position as at 31 December 2021 and of its 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 (including Independence Standards)* (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 1 in the financial statements, which indicates that the Group incurred a net loss of $5,140,484 during the year ended 31 December 2021, and as of that date, the Group's net operating cash flows were $5,782,440. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and 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 matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Intangible Assets – Capitalised Development Costs - Note 1 and 14	
Capitalised intangible assets included capitalised development costs totalling $527,128 (2020: nil) at 30 June 2021. During the year the Group capitalised $677,159 of project development and computer software costs. Each class of assets are being amortised over the life of the development assets. An amortisation expense of $146,527 has been included in the statement of profit or loss and other comprehensive income. AASB 138 *Intangible Assets* sets out the specific requirements to be met in order to capitalise development costs. Intangible assets should be amortised over their useful economic lives in accordance with AASB 138. The Group is required to consider indicators of impairment in accordance with AASB 136 *Impairment of Assets.* The losses reported over the year provides such an indicator, and a risk that the carrying value of these assets may be higher than the recoverable amount. This area is a key audit matter due to subjectivity and management judgement applied in the assessment of whether costs meet the development phase criteria described in AASB 138 along with the judgement required in determining whether development costs should be impaired.	Our procedures included, amongst others: • assessing the Group's accounting policy in respect of product development costs for adherence to AASB 138; • evaluating management's assessment of each project for compliance with the recognition criteria set out in AASB 138; including discussing project plans with management and project leaders to develop an understanding of nature and feasibility of key projects at 30 June 2021; • testing a sample of costs capitalised by tracing to underlying support such as vendor invoices in order to understand the nature of the item and whether the expenditure was attributable to the development of the related asset, and therefore whether capitalisation was in accordance with the recognition criteria of AASB 138; • obtaining management's assessment of impairment indicators for intangible assets, and assessing in accordance with AASB 136; • evaluating the reasonableness of useful lives to be applied in future reporting periods; and • assessing the adequacy of related disclosures in the financial statements.

Common Control Acquisition - Note 1 and 3	
During the period 3D Metalforge Limited ("3MF") acquired 3DInfra Pte Limited ("3DI"). Management determined that this acquisition was a common control business combination. AASB 3 *Business Combinations* specifically excludes common control business combinations from its guidance, allowing management to apply the purchase method or the pooling of interests method of accounting. Management has adopted the pooling of interests method to account for the acquisition from the completion date of the acquisition being 17 February 2021. This is a key audit matter given the nature of the transaction and the judgement involved in determining the most appropriate accounting treatment. This is a key audit matter given the nature of the transaction and the judgement involved in determining the most appropriate accounting treatment.	Our procedures included, amongst others: • obtaining and reviewing the terms and conditions contained in the Sales and Purchase agreements; • Reviewing management's application of the pooling of interest method under predecessor accounting for transactions recorded under common control; • obtaining the acquisition trial balance and performing opening balance audit procedures to evaluate the completeness and accuracy of assets acquired and liabilities assumed; • ensuring the total cost of the combinations included all elements of consideration paid and payable with reference to signed purchase agreements; • evaluating management's purchase price allocation documentation and challenging their assessment of the book values recorded for assets and liabilities recorded; • re-calculating the common control reserve balances reported by deducting the net assets acquired by the total costs of the combinations; and • ensuring the appropriateness of related financial statement disclosures.

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 annual report for the year ended 31 December 2021, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

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 related 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.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/auditors_responsibilites/ar1_2020.pdf. This description forms part of our auditor's report.

Report on the remuneration report

Opinion on the remuneration report

We have audited the Remuneration Report included in pages 9 to 17 of the Directors' report for the year ended 31 December 2021.

In our opinion, the Remuneration Report of 3D Metalforge Limited, for the year ended 31 December 2021 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.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants

L A Stella
Partner – Audit & Assurance

Perth, 31 March 2022

Additional information required by the Australian Securities Exchange and not shown elsewhere in this report is as follows. The information is current at 25 March 2022.

ORDINARY FULLY PAID SHARES

Substantial Shareholders

The names of the substantial shareholders (who hold 5% of more of the issue capital) are listed below:

Name	Number of shares	%
MATTHEW JAMES WATERHOUSE	49,550,860	26.06%
KHOO HWI MIN	26,739,668	14.06%
TOTAL	**76,290,528**	**40.13%**

Distribution of Shareholders

	Number of Holders	Number of Shares
100,001 and Over	127	169,786,920
10,001 to 100,000	485	18,495,677
5,001 to 10,000	152	1,273,276
1,001 to 5,000	176	561,287
1 to 1,000	8	2,125
TOTAL	**948**	**190,119,285**

There were 269 holders of ordinary shares holding less than a marketable parcel.

Top Twenty Shareholders

The names of the twenty largest holders of quoted shares are listed below:

Name	Number of shares	%
ALTOR CAPITAL MANAGEMENT PTY LTD <ALTOR ALPHA FUND A/C>	6,100,000	6.26%
BNP PARIBAS NOMS PTY LTD <DRP>	6,082,614	6.24%
SEEDS CAPITAL PTE LTD	5,387,167	5.53%
TONG CHONG HEONG	4,591,519	4.71%
JACOBS HARDING PTY LTD <HARDING FAMILY A/C>	4,216,892	4.33%
M VENTURE PARTNERS PTE LTD	3,744,915	3.84%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	3,321,151	3.41%
CITICORP NOMINEES PTY LIMITED	3,313,387	3.40%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED-GSCO ECA	3,210,852	3.30%
TAY LIM HENG	2,568,681	2.64%
MR BASIL CATSIPORDAS	2,550,000	2.62%
DAVID MICHAEL SPENCE	2,159,566	2.22%
JON LEADBETTER	1,853,071	1.90%
MR SHANE HOEHOCK WEE <WEE FAMILY A/C>	1,500,000	1.54%
MR PAK LIM KONG	1,457,175	1.50%
MATTHEW JAMES WATERHOUSE	1,199,811	1.23%
TRE PTY LTD <TIME ROAD SUPERANNUATION A/C>	1,063,643	1.09%
KINGSTON NOMINEES PTY LTD	1,060,000	1.09%
FOCUS SHOPFIT PTY LTD	800,000	0.82%
MRS KELLY DANIELLE VAGG	743,621	0.76%
TOTAL	**56,924,065**	**58.44%**

UNQUOTED OPTIONS

The Company has 1,300,000 unquoted options exercisable at $0.25 each, expiring on 11 December 2023.

Option Holders

The name of the option holders (who hold 20% of more of the unquoted options issued) are listed below:

Name	Number of shares	%
SAMANTHA TOUGH	500,000	38.46%
GEOFFREY PIGGOTT	500,000	38.46%
SPRING SYDNEY PTY LTD	300,000	23.08%
TOTAL	**1,300,000**	**100.00%**

Distribution of Option Holders

	Number of Holders	Number of Options
100,001 and Over	3	1,300,000
10,001 to 100,000	-	-
5,001 to 10,000	-	-
1,001 to 5,000	-	-
1 to 1,000	-	-
TOTAL	**3**	**1,300,000**

The Company has 500,000 unquoted options exercisable at $0.25 each, expiring on 1 August 2024.

Option Holders

The name of the option holders (who hold 20% of more of the unquoted options issued) are listed below:

Name	Number of shares	%
DAVID DOUGLAS BUCKLEY	500,000	100.00%
TOTAL	**500,000**	**100.00%**

Distribution of Option Holders

	Number of Holders	Number of Options
100,001 and Over	1	500,000
10,001 to 100,000	-	-
5,001 to 10,000	-	-
1,001 to 5,000	-	-
1 to 1,000	-	-
TOTAL	**1**	**500,000**

ON-MARKET BUY BACK

There is no current on-market buy back.

VOTING RIGHTS

All ordinary shares carry one vote per share without restriction. Options have no voting rights.

RESTRICTED SECURITIES

The Company's restricted securities are listed below:

Class	Number	Restriction Period
Shares	92,711,249	24 months from 2 March 2021
Options	1,300,000	24 months from 2 March 2021

USE OF PROCEEDS

In accordance with listing rule 4.10.19, the Company confirms that given its recent admission to the Australian Securities Exchange in late February 2021, it has not used its cash and assets in a form readily convertible to cash in a way consistent with its business objectives at the time of admission.

The Company's general administration and working capital have exceeded the budgetary use of IPO funds estimates in the prospectus. This is due to lower-than-expected cashflow from sales growth due to the challenging market conditions. As at 28 March 2022, the Company received firm commitments for the raise of $2.12m under a secondary placement raising at $0.045 per share.