TODD RIVER METALS PTY LTD

WALABANBA PROJECT

ANNUAL REPORT

EL26848

04/03/17 to 03/03/18

Tenement/s	EL26848	1:250 000 Sheet Name	Mount Peake (SE5305)
Holder	Todd River Metals Pty Ltd	1:100 000 Sheet Name	Anningie (5554),
Manager	N/A	Datum	GDA94-53
Operator	Todd River Metals Pty Ltd	GDA_E	276032-319124
		GDA_N	7565673-7630564
Commodity	Cu, Au, Ni, Pb, Zn		
Elements Analysed			
Keywords			
Compiled by	C. Wetherley (Administrative Geologist) – cath.wetherley@trrltd.com.au		
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Distribution	Todd River Resources Ltd		(1)
	NT Department of Primary Industry and Resources		(1)

EXECUTIVE SUMMARY

The Walabanba Hills Project is operated by Todd River Metals Pty Ltd, a wholly owned subsidiary of Todd River Resources Ltd.

The project comprises a single exploration licence (EL26848) in the north-central portion of the Paleoproterozoic Arunta Province.

The Walabanba licences were acquired with a view to exploration for primary base metal sulphides, nickel and magnetite hosted vanadium-titanium, as found in the Mount Peake Fe-V-Ti deposit to the east.

Drilling of six holes over two target areas was completed in July/August 2017. 868 samples were sent for analysis and pXRF readings were taken on four of the six holes. DHEM was completed on each hole. Results were disappointing and as such these areas of the licence were relinquished at the ninth anniversary of the licence.

Rehabilitation was completed on all holes.

Sampling was undertaken on the Bismark Prospect within the Anningie Tin Field. 340 samples were sent for analysis and 12 samples sent for XRD mineral identification. Spodumene was identified in three of the 12 samples. The area surrounding the Anningie Tin Field and this prospect has been retained for further investigation.

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1. INTRODUCTION

The Walabanba Hills Project is operated by Todd River Metals Pty Ltd (TRM), a wholly owned subsidiary of Todd River Resources Ltd.

The project currently comprises a single exploration licence, 26848 (Figure 1). EL 27115 was relinquished at its anniversary in September 2017.

The licences were transferred into TRM and then demerged into the new parent company Todd River Resources Ltd on its listing on the ASX on 6 April 2017. All the non-core base metals assets owned by TNG Ltd are now owned by the new company.

During the reporting period drilling was completed within EL 26848 and sampling was undertaken across areas of the Anningie Tin Field. A reduction of blocks from 45 to 23 was undertaken on EL 26848 prior to its ninth anniversary.

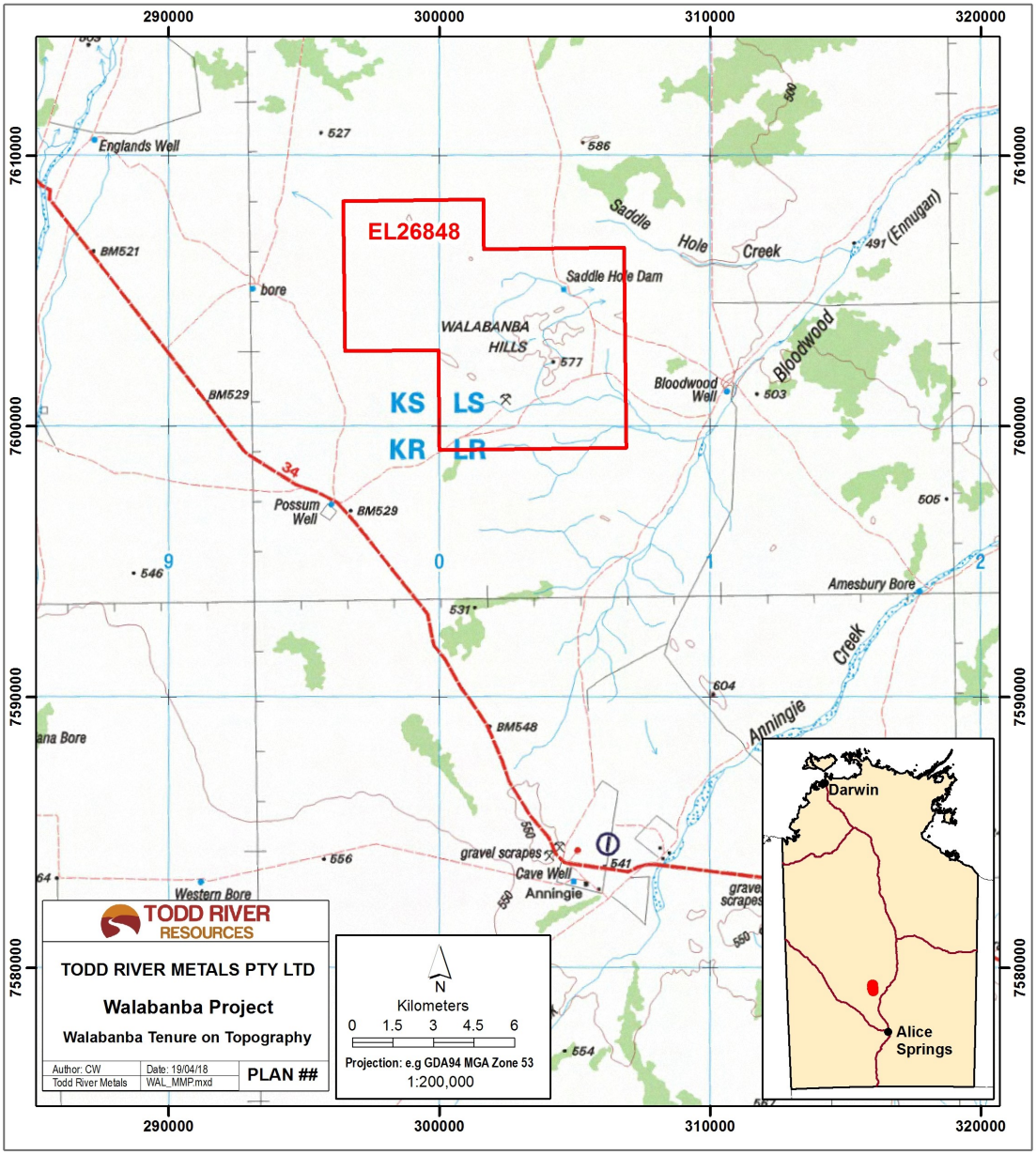

Figure 1: Location of Walabanba Hills project area.

2. LOCATION AND ACCESS

The Walabanba Hills project is located immediately to the west of the Mount Peake V-Ti-Fe project (Figure 1). The tenements are situated on Stirling and Anningie and stations approximately 250km north-northwest of Alice Springs with good access via the Stuart Highway then unsealed station tracks. The tenement group is on the Mt Peake 1:250,000 mapsheet with the majority of the tenement area in the Anningie 1:100,000 mapsheet extending northwards into the Conical Hill 1:100,000 mapsheet.

3. TENURE

The Walabanba licences were transferred into Todd River Metals Pty Ltd and then demerged from TNG Ltd into the new parent company Todd River Resources Ltd on its listing on the ASX on 6 April 2017. The project currently comprises a single exploration licences, 26848 after EL27715 was relinquished at its anniversary in September 2017. EL26848 was renewed for a two year period, and is due to expire on 3/03/19.

Details of EL26848 are provided in Table 1 and Figure 1.

A reduction in blocks from 45 to 23 blocks was undertaken on EL26848 prior to its ninth anniversary (Figure 2; Table 2).

Table 1: Walabanba Project tenement details.

TITLE	BLOCKS	GRANT DATE	EXPIRY DATE
EL26848	23	4/03/2009	3/03/2019

Table 2: Blocks to be retained on EL 26848.

Map ID	Block	Sub-Block
SF5313	81	N, O, P, S, T, U, X, Y, Z
SF5313	82	Q, R, S, V, W, X
SF5314	53	E, K
SF5314	54	A, B, C, F, G, H

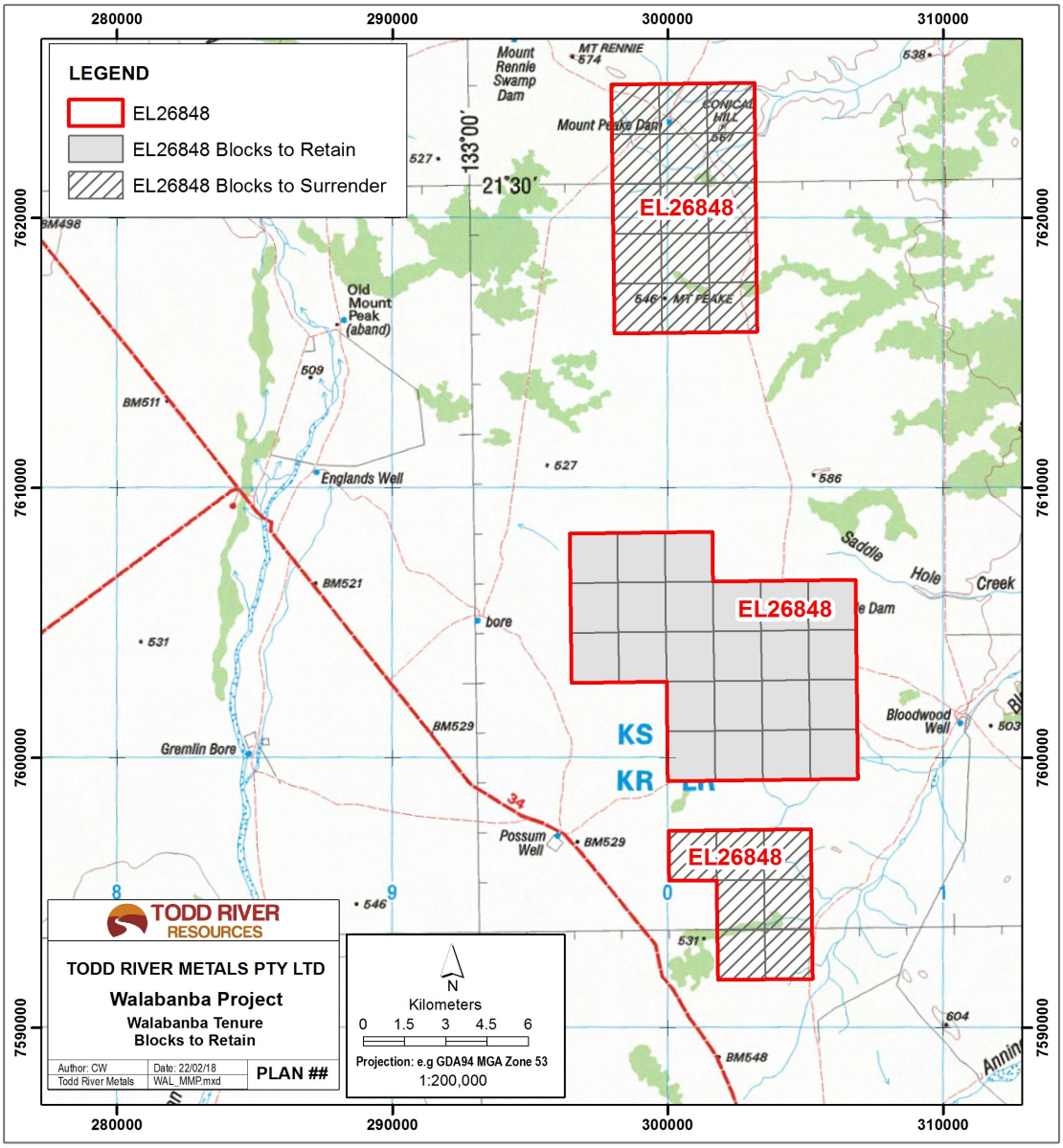

Figure 2: EL26848, blocks to be retained.

4. GEOLOGY

The Reynolds Range project lies within the Arunta region of the Northern Territory. Basement is comprised of Palaeoproterozoic to Mesoproterozoic metasedimentary and granitic rocks within the Aileron Province, including the Reynolds Range Group. The granites and orthogneisses are highly-radiogenic within the Reynolds Range, hosting numerous veins and pegmatites with anomalous uranium and thorium. Locally the Aileron Province rocks are overlain by Tertiary to recent clastic sequences, derived from erosion of the radiogenic granites in the Reynolds Range.

Uranium mineralisation is known in the region and is restricted to the Proterozoic Aileron Province and nearby Carboniferous Ngalia Basin. To the southeast uranium occurs in phosphatic and REE-enriched metasomatic pods and veins within the high metamorphic grade Lander Rock beds.

To the east lies the mineralised Mount Peake gabbro, a Ti-V-Fe ore body hosted by a differentiated basic sill with minor ultrabasic layers. The predominant rock type is olivine gabbro with layering defined by variations in plagioclase/olivine+clinopyroxene ratios. Most of the gabbros are massive with no discernible layering.

The local geology (Figure 3) comprises sodic granites, gneisses and minor amphibolites, folded metasediments and intruded metabasic rocks. Major northwest shears cut the sequence and are associated with barren quartz intrusions. Two prominent structures run along the Lander River Valley, to the west and along the Salt Creek – Blue Bush Bore Valley. The granite batholiths are interpreted to be shallowly eroded with exposure of their upper levels only, with abundant pegmatite outcrops, typically of quartz-feldspar-muscovite-tourmaline composition. Some very coarse examples occur in association with minor tantalum or tin mineralisation that has in places been mined. The metasediments, comprising meta shales, cherts, siltstone and fine sandstone range in grade from lower to upper greenschist facies and are common in the Lander valley. Some exhibit quartz sericite alteration. Tertiary to Recent cover comprising laterite derived sands and clays (alluvium and colluvium) , calcrete and ferricrete is common in low lying areas and can be up to 70m thick, however Toro's drilling indicates it is over 200m thick in places.

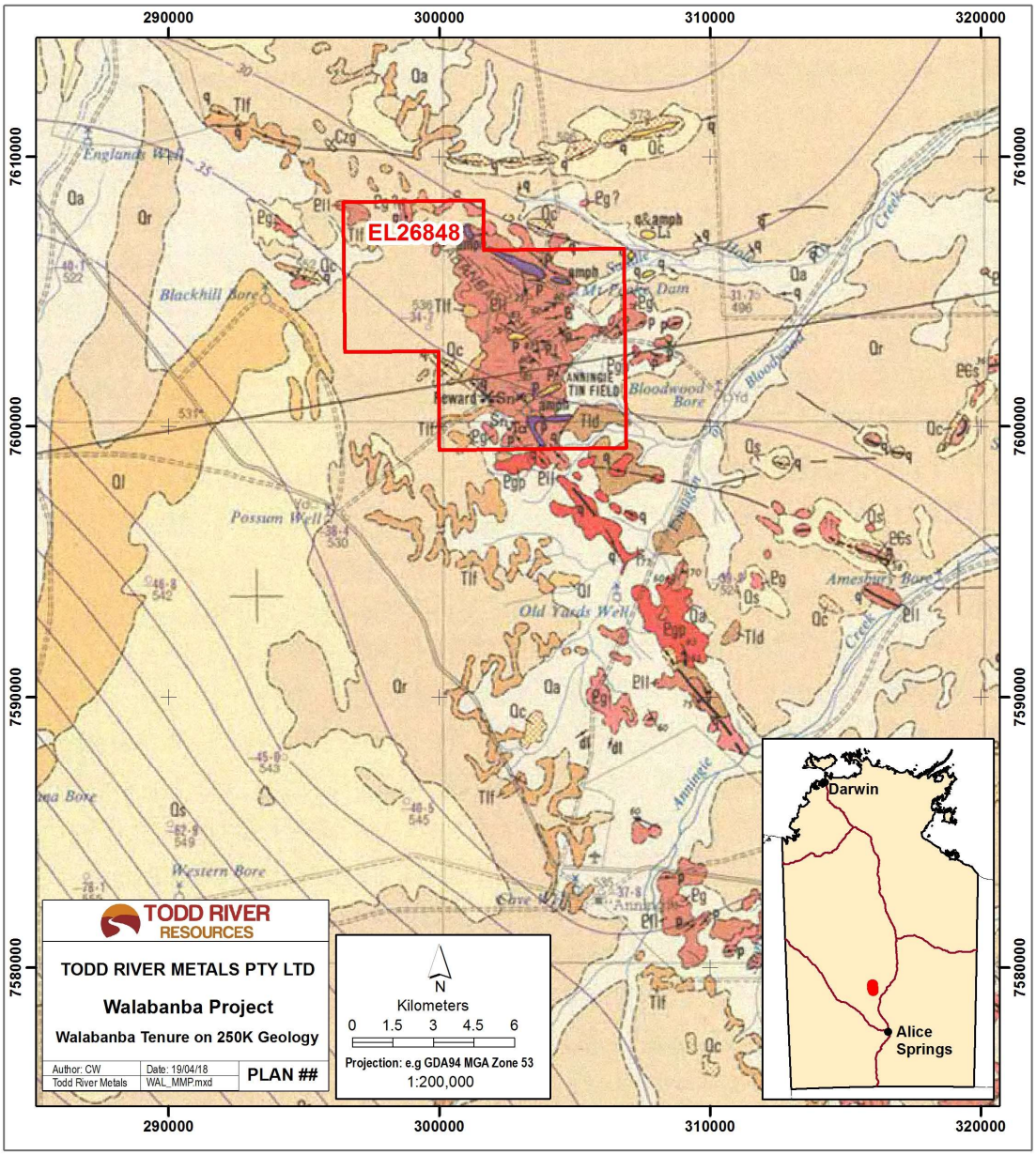

Figure 3: Walabanba Hills tenements on 250K geology.

5. PREVIOUS EXPLORATION

Numerous companies have been exploring in the region over the past 40 years in search of uranium, gold, base metals and diamonds. Within the tenement boundaries most drilling has been carried out in search of gold. Holes tend to be shallow (<10m). Uranium has been extensively explored for in the area but exploration has been restricted to water bore sampling, hard rock and limited near surface calcrete styles of uranium within or proximal to outcropping terrains.

Highlights of the exploration prior to Toro Energy include aeromagnetic surveys over the region, conducted by Anglo American Corporation (Anglo), and focused on magnetic and Electro-Magnetic (EM) anomalies. These surveys identified numerous targets anomalous in nickel, copper and platinum group elements, suggesting the presence of sulphide bearing intrusive rocks. Historical soil sampling and drilling conducted by WMC, Aberfoyle and Anglo American returned highly anomalous nickel and copper results up to 3,581ppm nickel and 2,410ppm copper in shallow drilling over lengths of 20 to 50m above significant but unexplained magnetic anomalies, however these results were never followed up.

Following a desktop review of previous exploration by Toro and their consultant geophysicist an area was set aside for an airborne electromagnetic survey with the aim of identifying conductors within covered basement and palaeochannels. A TEMPEST AEM survey was carried out by Fugro Airborne Surveys Pty Ltd during August 2009 and several targets identified.

During 2010 and 2011 Toro drilled 16 aircore holes totalling 2440m (2 holes for 357m in November 2010 and 14 holes for 2083m in October 2011) within EL 26848 and EL 27115. Samples were assayed for As, Ce, Cu, Mo, Ni, Pb, Se, Th, U and W by ICP-MS at ALS laboratories. No spectacular results were received as part of the programme and Toro decided to pursue JV opportunities over the licence area.

In 2012 TNG undertook a HELITEM survey over several target areas within the Walabanba project area. Five block areas and four individual transects were flown over the Walabanba project licences for a total of 51 line km at 500 m and 742 at 200m line spacing. Twenty target areas were identified and fourteen were followed up with a field assessment in the last reporting year. The remaining targets were assessed in June 2013 with targets 1a, 1c, 1d, 3a, 5a, 5c being identified as highest priority.

Fixed loop EM was carried out over targets 1c, 1d and 5b/c in April 2014. At EM Target 1c a 1400 x 1000m area was surveyed with interpretation showing four discrete anomalies (A, B, C, D) that centre on the original conductor with a coincident aeromagnetic high. Drill testing is recommended for anomalies A, B and C. A single mid-time anomaly at EM Target 1d was outlined for medium priority drill testing. The third area surveyed covered two adjacent but discrete EM conductor targets (5b and 5c). Interpretation of the FLEM data suggests two moderately conductive bodies are present and three holes have been proposed to test the potential for base metal mineralisation.

A comprehensive review of the Anningie Tin Field was completed during 2016. An application was submitted to AAPA for clearance to conduct exploration in the area during 2017.

6. EXPLORATION AND ACTIVITIES 2017-2018

6.1 Drilling of EM Targets

Drilling at the Walabanba Project commenced on 9 July 2017 and was completed on 24 August 2017. The hole collar details are listed and are displayed in **Error! Reference source not found.**. In total, six RC holes for 1,289.5m, were completed using using an Evolution FH3000 Multipurpose truck mounted rig supplied by Grid Drilling.

Table 3: Walabanba Project 2017 Drill Hole Collar Details

Hole ID	Prospect	Easting GDA94Z53	Northing GDA94Z53	AHD (m)	Depth (m)	Dip	Azimuth
17WBRC001	Target 1c_A	301300	7621351	509	162.5	-55	0
17WBRC002	Target 1c_C	301705	7621804	508	213	-60	0
17WBRC003	Target 1c_D	301621	7621602	517	204	-60	0
17WBRC004	Target 1c_B	301850	7621354	513	229	-65	0
17WBRC005	Target 5c	304093	7595854	525	271	-65	0
17WBRC006	Target 5b	304599	7595401	522	210	-65	180

Target areas were originally identified from an airborne HeliTEM electromagnetic survey flown in 2012, with subsequent ground reconnaissance including mapping and soil sampling in 2013. Three areas were surveyed by Khumpsup Ltd with a fixed loop ground electromagnetic (FLEM) system in April 2014. The interpretation of the FLEM survey identified four low-medium ranked target areas with mid to late time, moderate to strong conductors (EM Targets 1c, 1d, 5b and 5c). One area was targeted based on a discrete magnetic anomaly proximal to EM Target 5b.

Eight holes were originally proposed to test the EM targets but only six of the eight holes were completed.

Geological logging and sampling was completed over 1m intervals. Samples were submitted for laboratory analysis based on pXRF readings on RC chips and geological logging description. pXRF readings were taken on all 1m samples from holes 17WBRC001 to 17WBRC004 using an Olympus DeltaPro. Holes 17WBRC005 and 006 were not analysed due to problems with the pXRF. A total of 430 RC samples were sent to ALS for analysis by the ME-ICP61 (33 element four acid ICP-AES) method for Ag, Al, As, Ba, Be, Bi, Ca, Cd, Co, Cr, Cu, Fe, Ga, K, La, Mg, Mn, Mo, Na, Ni, P, Pb, S, Sb, Sc, Sr, Th, Ti, Tl, U, V, W and Zn. Samples were also assayed for gold using Au-ICP22 (au 50g FA ICP-AES finish).

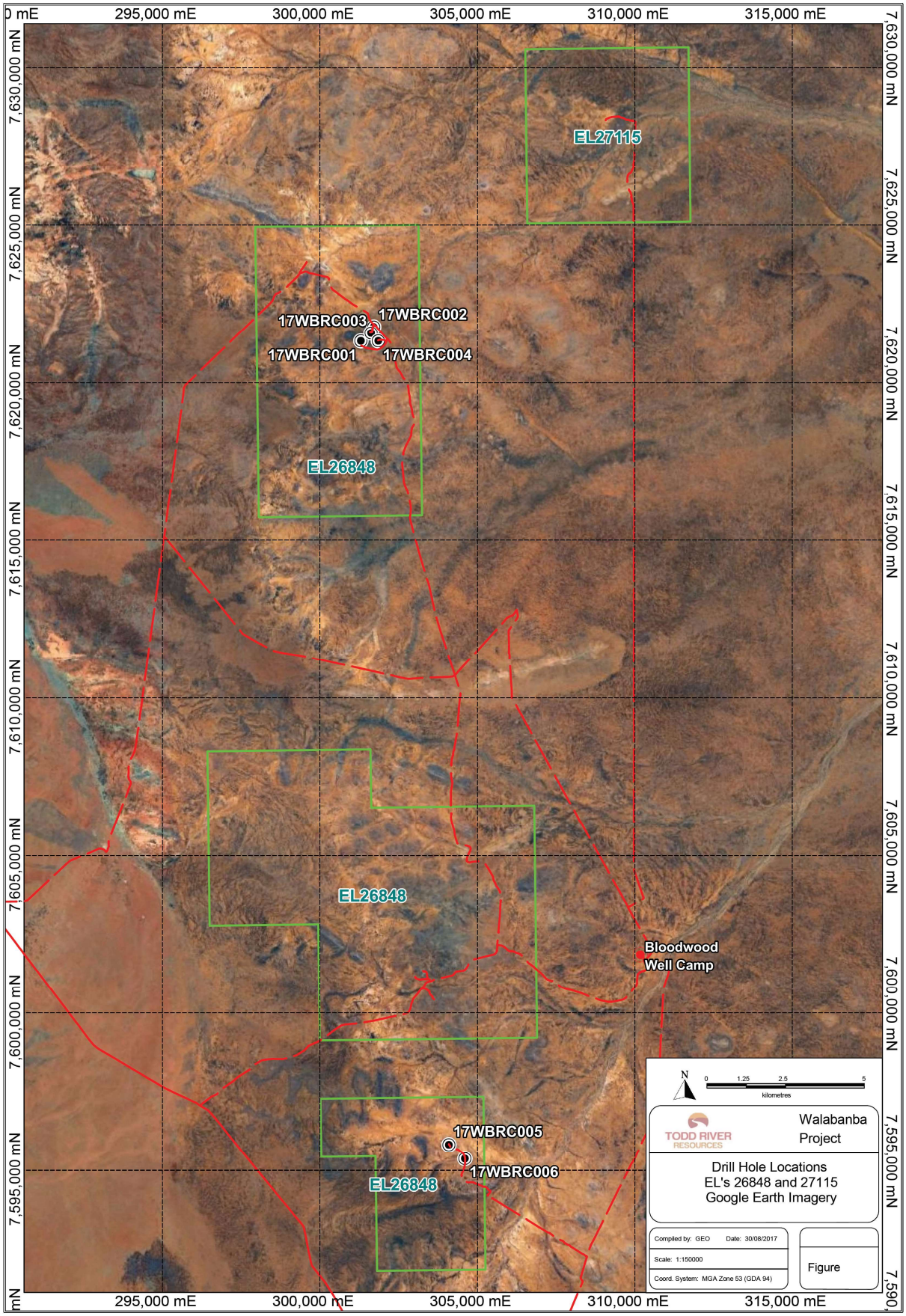

Figure 4: Location of 2017 Walabanba drillholes.

6.1.1 Target 1c

EM Target 1c is centred on a low circular shaped hill covered by a thick ferricrete duricrust cap, exposed as several metre high breakaways on the flanks of the hill slope. The concentration of iron within the ferricrete at this location, which has not been observed in other areas within the project location, and the coincident magnetic high was suggestive of mafic basement rocks underlying the area.

An interpretation of the FLEM survey for EM Target 1c area showed four discrete anomalies centred on the original HeliTEM conductor with a coincident magnetic high. EM Targets 1c_A and 1c_B are located along the southern flank of a central ground polarisation (EM negative) zone with strong (300 Siemens) late time responses, coincident with anomalous soil sample copper geochemistry. EM Target 1c_C is a 500 Siemen south-dipping late time plate. EM Target 1c_D is a weak circular mid time feature.

Four reverse circulation holes (17WBRC001 to 17WBRC004) were drilled, for a total of 808.5 m, to test the four interpreted conductor plates (Figure 5).

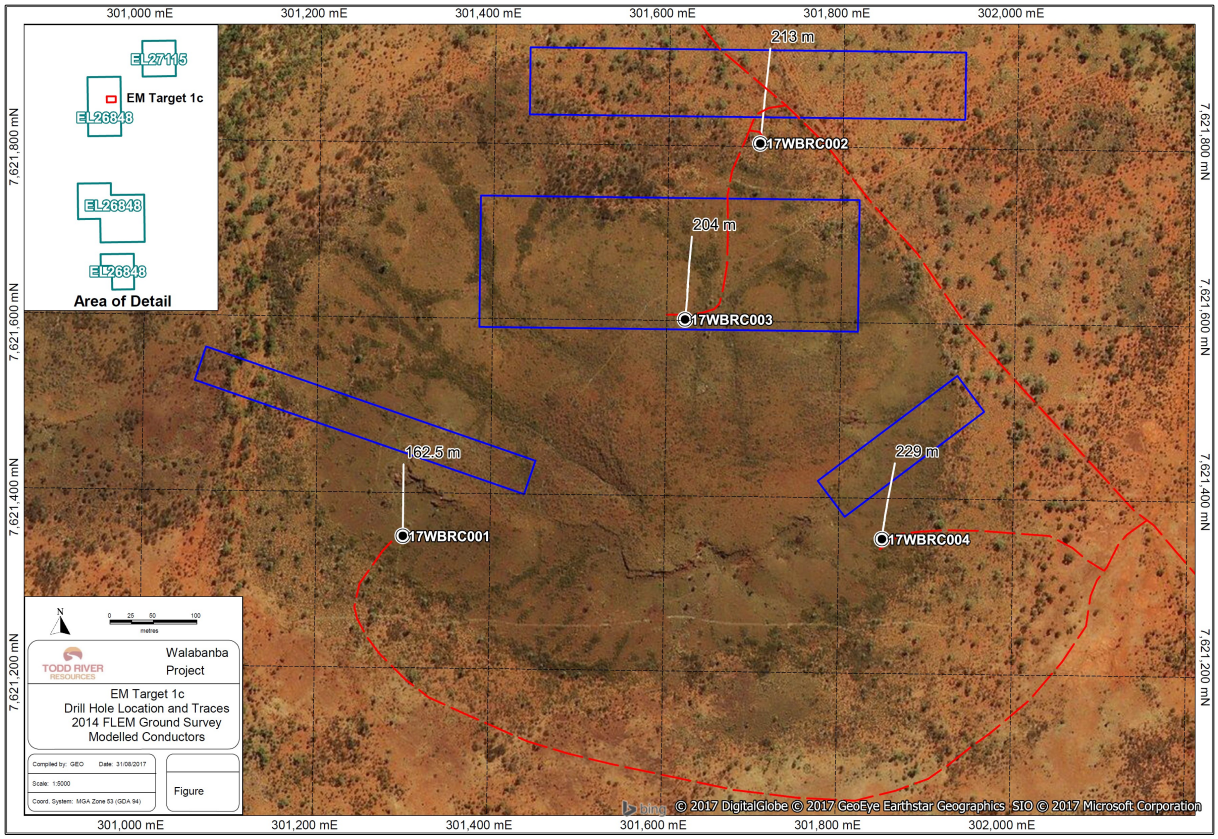

Figure 5: Location of Target 1c drillholes in relation to conductor plates.

6.1.2 Target 5b/c

Target 5b/c covered two adjacent but discrete EM conductor targets outlined from the HELITEM interpretation (Figure 6). Interpretation of the FLEM data suggests two moderately conductive bodies are present.

Two reverse circulation holes (17WBRC005 to 17WBRC006) were drilled, for a total of 481 m, to test the interpreted conductor plates (Figure 4).

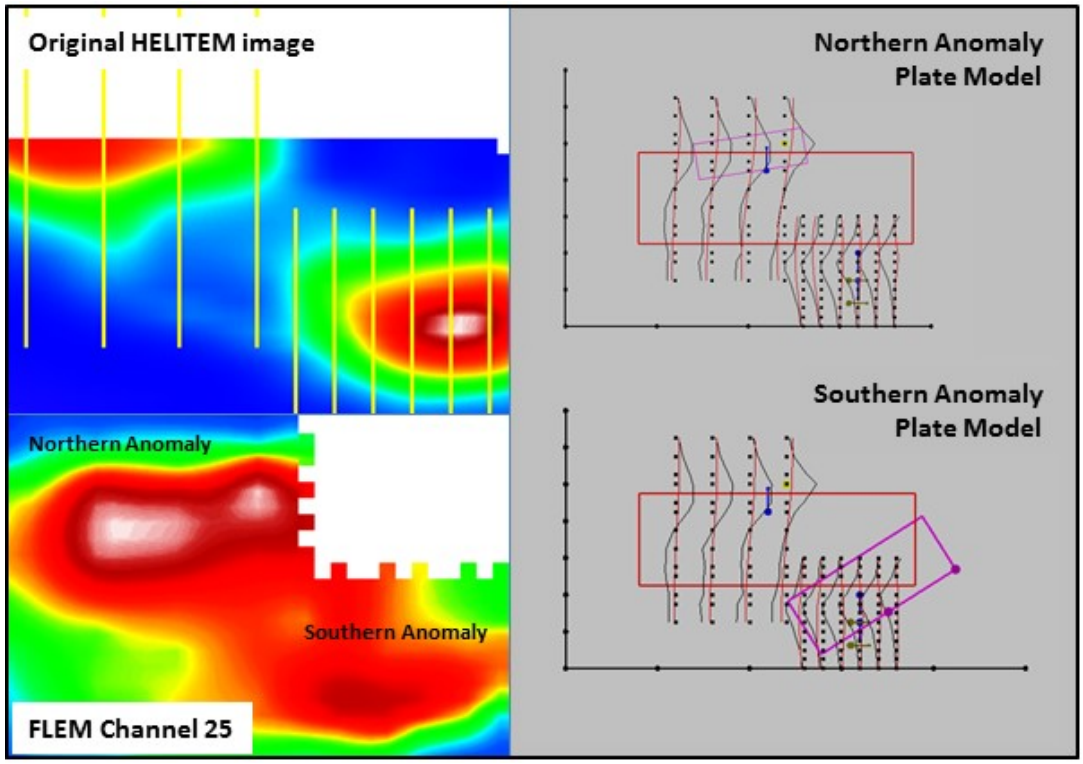

Figure 6: Composite of images from the Walabanba FLEM survey at Target 5b/c.

6.1.3 Results

The best result returned from the interval based sampling was in hole 17WBRC001 with 8 m at an average of 0.14 % combined base metals per metre from 1 to 9 m which included 0.1 % copper and 0.04 % Zn within weathered surficial clays and ferricrete. Significant assay results from all drilling with values above 0.1 % combined base metals is tabulated in **Error! Reference source not found.**.

Table 4: Best results from the Walabanba drilling, above 0.1% combined copper, lead and zinc (Sum of base metal – BM).

Hole ID	From (m)	To (m)	Interval (m)	Ave Cu (ppm/m)	Ave Pb (ppm/m)	Ave Zn (ppm/m)	Ave BM (ppm/m)	Grade (ppm across interval)
17WBRC001	1	9	8	1,008	8	383	1,398	11,185
17WBRC002	148	150	2	16	384	1,613	2,013	4,025
17WBRC002	154	155	1	59	247	1,210	1,516	1,516
17WBRC002	171	174	3	23	204	879	1,106	3,319
17WBRC002	198	201	3	65	1,187	1,248	2,500	7,500
17WBRC003	12	13	1	488	8	1,180	1,676	1,676

No significant mineralisation (base metals > 1 %) was intersected in the drilling of the six holes (17WBRC001 to 17WBRC006) drilled at EM Target 1c and 5b/c to test the individual modelled conductors. All holes intersected thick saprolitic clays, up to 60 m thick) containing elevated base metal contents (maximum of 8 m at 0.14% combined base metals in 17WBRC001 from 1 to 9 m).

These clays were overlying basement rocks comprised of fine to medium grained crystalline to ophitic mafic intrusive rocks of gabbro composition in the northern holes (Target 1c). A maximum grade of 0.25 % combined base metals from 198 to 201 m in 17WBRC002, which includes 1 m at 0.272 % lead from 199 to 200 m and 0.268 % zinc from 200 to 201 m was returned from the drilling of all four holes. Sulphide mineralisation is associated with thin quartz veinlets, pyrite and weak chlorite alteration of the host gabbro rocks.

Basement rock in the southern holes (Target 5b/c) comprised psammitic and pelitic rocks with numerous quartz veins and pegmatites, particularly in 17WBRC006. Minor pyrite mineralisation was associated with the quartz veins.

All digital data is included in Appendix 1 and the ALS documentation in Appendix 2.

6.1.4 DHEM

DHEM was conducted by Merlin Geophysics, using a Digi Atlantis system on all six holes drilled. The transmitter loops shown in Table 5 were designed to test the holes. All data is included in Appendix 3.

Table 5: DHEM Transmitter Loops

LoopName	Holes	Corner	East	North
WB_Tx1	17WBRC001	NW	301200	7621350
WB_Tx1	17WBRC001	NE	301400	7621350
WB_Tx1	17WBRC001	SE	301400	7621150
WB_Tx1	17WBRC001	SW	301200	7621150
WB_Tx2	17WBRC002 & 17WBRC003	NW	301650	7621800
WB_Tx2	17WBRC002 & 17WBRC003	NE	301850	7621800
WB_Tx2	17WBRC002 & 17WBRC003	SE	301850	7621600
WB_Tx2	17WBRC002 & 17WBRC003	SW	301650	7621600
WB_Tx3	17WBRC002 & 17WBRC003	NW	301450	7621800
WB_Tx3	17WBRC002 & 17WBRC003	NE	301650	7621800
WB_Tx3	17WBRC002 & 17WBRC003	SE	301650	7621600
WB_Tx3	17WBRC002 & 17WBRC003	SW	301450	7621600
WB_Tx4	17WBRC003	NW	301550	7621600
WB_Tx4	17WBRC003	NE	301750	7621600
WB_Tx4	17WBRC003	SE	301750	7621400
WB_Tx4	17WBRC003	SW	301550	7621400

WB_Tx5	17WBRC004	NW	301750	7621350
WB_Tx5	17WBRC004	NE	301950	7621450
WB_Tx5	17WBRC004	SE	302025	7621250
WB_Tx5	17WBRC004	SW	301825	7621150
WBT5_Tx1	17WBRC005	NW	304500	7595500
WBT5_Tx1	17WBRC005	NE	304700	7595500
WBT5_Tx1	17WBRC005	SE	304700	7595300
WBT5_Tx1	17WBRC005	SW	304500	7595300
WBT5_Tx2	17WBRC006	NW	303950	7595950
WBT5_Tx2	17WBRC006	NE	304250	7595950
WBT5_Tx2	17WBRC006	SE	304250	7595650
WBT5_Tx2	17WBRC006	SW	303950	7595650

6.6.2 Drillhole Rehabilitation

The drilling prgramme July/August 2017 TRM undertook drilling of six holes for 1289.5m across two target areas within EL 26848 (Figure 4). Two campsites were set up adjacent to each other as shown on Figure 7. Choice of campsite location resulted in minimal disturbance to the surrounding area. Tables 6 and 7 outline the disturbance from the programme and Figure 7 shows the position of the access tracks.

Rehabilitation of the drillpads at holes 17WBRC001-006 and campsites was completed in October 2017. Photographs are included in Appendix 2. Tracks will be left to revegetate naturally but will monitored for weeds and erosion and remediated as required. Drillholes 17WBRC002 and 17WBRC006 have been included as Monitoring Stations along with the access track between 17WBRC002 and 003, the access track to 17WBRC004 and 17WBRC006 and the TRM campsite.

Table 6: Disturbance at each Target area.

Prospect	Holes	Drill Pads	Sumps	Access Track (m)
Target 1c	4	4	0	1,900
Target 5b/c	2	2	0	2,330
TOTAL	**6**	**6**	**0**	**4,230**

Table 7: Total disturbance, pads, tracks and campsite.

Disturbance	Area	Number	Total (m^2)
Pads	20m x 15m	6	1,800
Tracks	4230m x 2.5m	NA	10,575
Camp	30m x 30m	2	1,800
		TOTAL	**14,175 m^2**

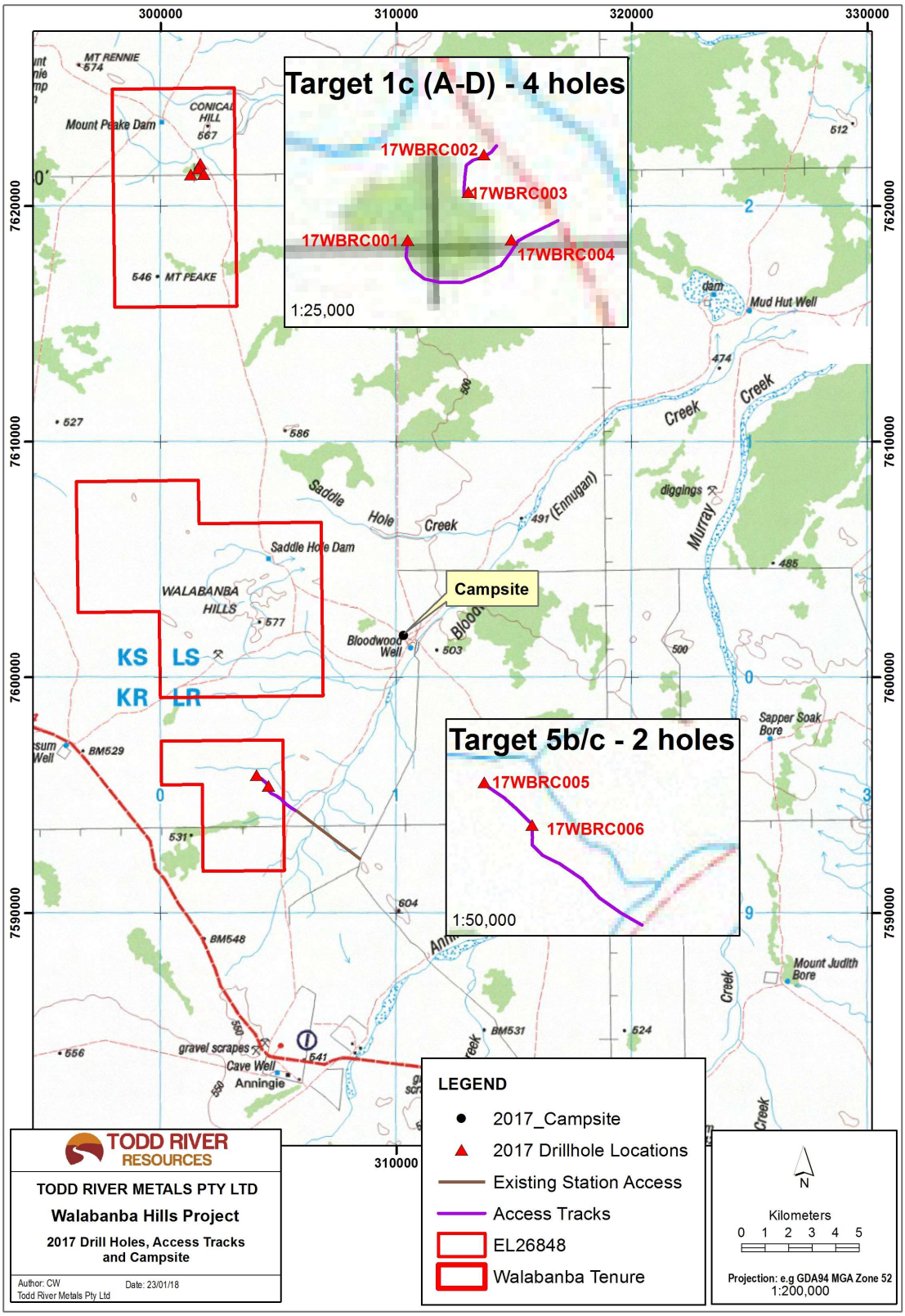

Figure 7: Drillhole locations, access tracks and campsite location, Walabanba Project.

6.3 Anningie Tin Field – Bismark Prospect Mapping and Sampling

The Bismark prospect is part of the Anningie Tin Field with historical tin production from alluvial mining derived from weathered pegmatites going back to 1935. The pegmatites are quartz rich, and contain varying amounts of feldspar, muscovite and tourmaline. Tin mineralisation within the pegmatites is patchy and occurs as infill within pre-existing fractures.

Sampling and mapping of the Bismark prospect area was undertaken in July 2017, with a focus on the discovery of economic lithium. Lithium-bearing pyroxene (spodumene) and lithium-bearing mica (lepidolite) was reported in pegmatites of the Anningie Tin Field by Pontifex (1965), however the location of these samples is not clearly documented.

During the 2017 field program, 340 rock chip samples (Figure 8) were collected in two separate campaigns (July and September) and all were sent for laboratory analysis and analysed by portable XRF. 12 rock chip samples were submitted for XRD mineral identification.

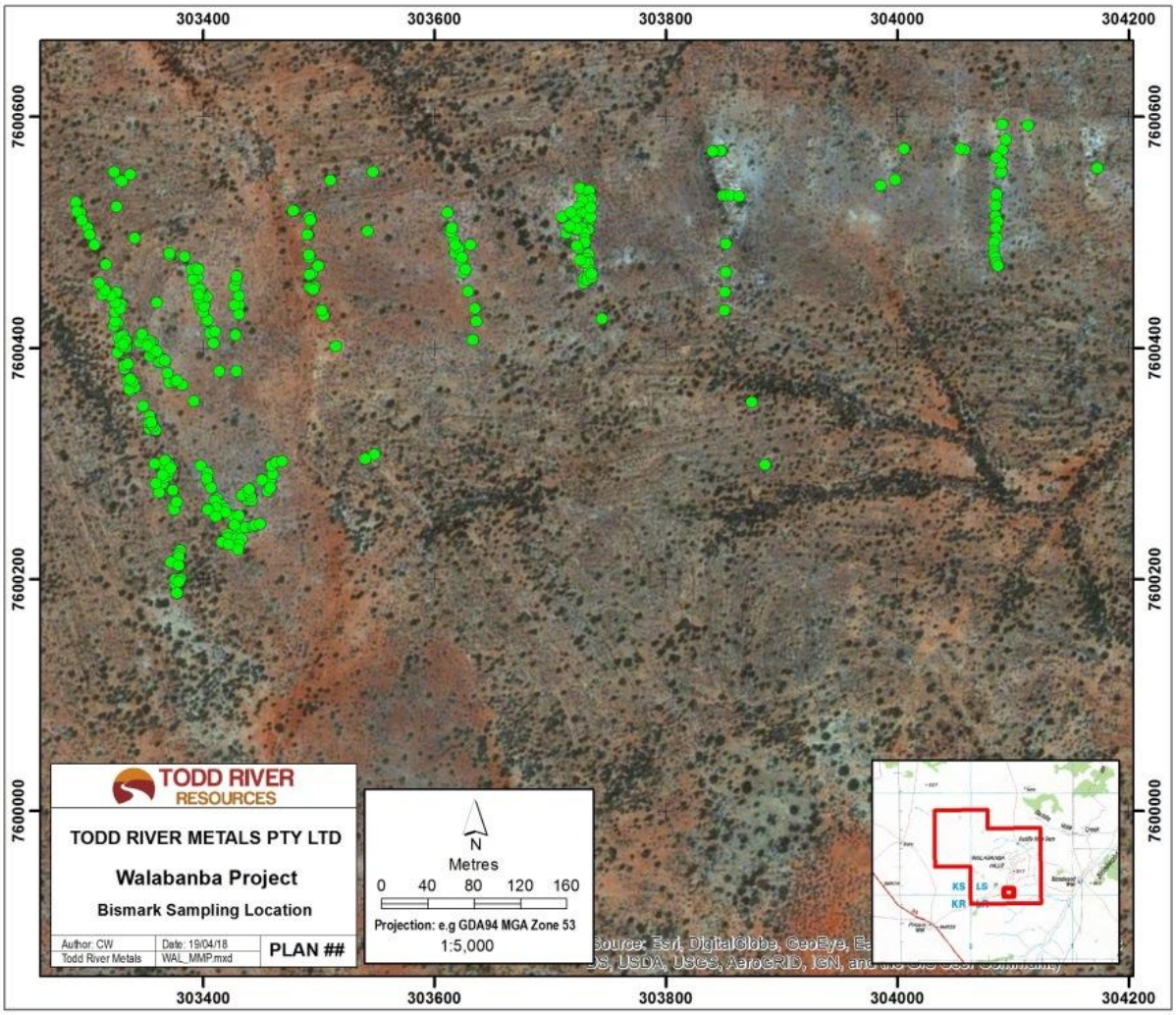

Figure 8: Bismark Prospect sampling locations.

Spodumene was positively identified in three of the 12 samples submitted for XRD. Li2O assays of the three spodumene-bearing samples returned values above 1.65% with a maximum assay of 4.4%.

All 340 rock chip samples from Bismark were analysed by ALS Laboratories in Adelaide. 14 standards were also submitted for quality control purposes. The analytical method used for the first campaign of sampling was ME-MS89 (Super Trace Na2O2 by ICP) and

B-MS89L (Boron add on to ME-MS89L) and includes analysis for Ag, As, Ba, Be, Bi, Ca, Cd, Ce, Co, Cs, Cu, Dy, Er, Eu, Fe, Ga, Gd, Ge, Ho, In, La, Li, Lu, Mn, Mo, Nb, Ni, Pb, Pr, Rb, Re, Sb, Se, Sm, Sn, Sr, Ta, Tb, Te, Th, Ti, Tl, Tm, U, V, W, Y, Yb, Zn and B; however this method did not provide analysis of the major elements i.e. K, Mg, Si, Al etc. The second campaign of sampling used the ME-ICP89 (Peroxide Fusion by IPC-AES) for analyse for Al2O3, As, CaO, Cr2O3, Cu, Fe2O3, K, Li, MgO, MnO, Ni, Pb, S, SiO2, TiO2, and Zn and ME-MS91 (IPC-MS Analysis – Sodium Peroxide Fusion) for Cs, Nb, Rb, Sn, Ta, Th and U; but does not analyse for Be.

An A0 location plan is included in Appendix 3. A full analysis report is attached in Appendix 4 with the digital data included in Appendix 5. XRD reports are included in Appendix 6 and laboratory documentation in Appendix 7.

7. FURTHER EXPLORATION

Drilling of the EM target areas within EL 26848 did not produce significant results and these areas have since been relinquished.

Further investigation of the lithium bearing pegmatites within the Anningie Tin Field is warranted. Additional mapping, sampling and evaluation of the Bismark Prospect will be completed during the reporting year.

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