

FALCON METALS SEPTEMBER QUARTER ACTIVITIES REPORT

For the three-month period ended 30 September 2024

Farrelly Mineral Sands Project (VIC)

- Preliminary metallurgical assessment confirms high-grade Farrelly Mineral Sands Deposit has favourable metallurgical characteristics with no notable processing issues:
 - Heavy mineral concentrate (HMC) produced using conventional processing methods
 - High recoveries of zircon, ilmenite, rutile and monazite in the test work HMC, with future testing planned to further refine processability and products
 - HMC has a coarser grain size relative to other Victorian deposits, with negligible HMC content in the 20 to 38 μm size fraction, indicating potential for simplified processing and higher recoveries
 - Slimes (<38 μm) were easily treated and demonstrated high settling rates with no issues expected using conventional technology and methods
- Falcon continues to seek access to conduct further low-impact exploration drilling to test the extent of the discovery at Farrelly
- Road-side aircore (AC) drilling in the region expected to commence in Q4 2024, targeting additional high-grade mineral sands at Farrelly and regional drilling exploring for new zones of mineralisation

Pyramid Hill Gold Project (VIC)

 Resumption of gold exploration drilling is expected in Q1 2025 including follow up on high priority targets at the Eddington, Karri, Pyramid Hill, Mead and Loddon Vale Prospects, generated from previous drilling, and a continuation of the regional screening program

Mt Jackson Project (WA)

- Maiden drilling program completed at Mt Jackson with 124 AC holes testing a 1km long gold-in-soil anomaly
- Reverse circulation (RC) drilling also completed targeting five high-conductance EM plates
- Assay results expected in Q4 2024

Corporate

• Falcon remains well funded with \$10.9 million cash at the end of the quarter



CORPORATE

Finance

During the quarter, Falcon Metals Ltd (ASX: FAL) (Falcon, the Company) spent \$1.05 million on operating activities, including:

- \$0.63 million on exploration and evaluation costs
- \$0.18 million on corporate costs and overheads
- \$0.24 million on staff costs

Falcon received \$0.14 million in interest on cash deposits. Net cash outflow from operating activities was \$0.91 million. Corporate costs, overheads and staff costs were in line with the previous quarter.

At the end of the September 2024 quarter, Falcon retained \$10.90 million cash.

Capital Structure

At the end of the quarter, the capital structure of Falcon Metals remained consistent with 177 million shares on issue and 18.5 million outstanding share options. A further 2.5 million options issued to directors of the Company are subject to shareholder approval at the Company's Annual General Meeting.

Annual General Meeting

The Annual General Meeting of the Company will be held on 28 November 2024. Shareholders will be provided with further details in a separate Notice of Meeting in due course.

EXPLORATION

Farrelly Mineral Sands Project (100% FAL)

Falcon has two permits totalling 1,333km² north-west of Bendigo in the prospective Murray Basin mineral sands province, host to several large projects at the advanced development stage. In early 2024, Falcon discovered a high-grade mineral sands deposit, which has showed favourable mineralogical and processing characteristics.

During the quarter, Falcon announced the results from the preliminary metallurgical assessment carried out on its Farrelly Mineral Sands Deposit ("**Farrelly**") located 12km south of Boort in Victoria (see Figure 1), following the discovery announced on 28 May 2024 (See ASX Announcement *"High-grade Mineral Sands Discovery"*).

A 65-kilogram sample, with a Total Heavy Mineral (**THM**) grade of 12.2% THM, was composited from the existing aircore samples for a sighter test conducted by Allied Mineral Laboratories in Perth, Western Australia. The objective of the sighter test work was to identify any potential processing issues at the early exploration stage, in addition to providing data on the potential mineral products of the deposit including sizing, mineralogy and geochemistry.

The test work results were positive, with no notable processing issues identified. It also demonstrated the potential for high recoveries of minerals sands concentrates including zircon, ilmenite, rutile,



leucoxene and monazite. Future work will focus on optimising the process flowsheet and recoveries, and refinement of product quality.



Figure 1 Location map of the Farrelly Mineral Sands Deposit

The test work involved an initial multi-stage screening of selected samples from throughout the Main Zone of the Farrelly Deposit. The primary screening was designed to reject oversize and slimes, thus isolating a preferred fraction of between 38 μ m and 1mm (the "sand fraction"). A simplified sighter test methodology is outlined in Figure 2.





Table 1 Composite screening results with size distribution						
		Oversize	Sand Fraction		Slimes	
Stream		>1mm	<1mm	Total	<38µm	<20µm
			>38µm	<38µm	>20µm	
% Mass	%	21.7	47.5	30.8	2.3	28.5
TiO₂	%	17.5	69.1	13.4	1.0	12.4
Fe ₂ O ₃	%	38.5	30.5	31.1	2.3	28.8
ZrO₂+HfO₂	%	18.3	77.9	3.7	0.3	3.4
Al ₂ O ₃	%	16.8	15.0	68.2	4.9	63.2
SiO ₂	%	14.6	63.4	22.0	1.7	20.3

The sand fraction component comprised 47.5% of the composite sample mass, with the oversize and slimes comprising 21.7% and 30.8% respectively of the bulk sample (see Table 1).

The <38 μ m slimes fraction was split into sub samples with one sent for settling tests, flocculant screening and dynamic thickening test work, the results of which were positive with the slimes separating and settling quickly, with no issues identified. The other sample was further screened into a 20-38 μ m size fraction for further analysis, which showed negligible heavy mineral sands content in this finer fraction. It should be noted that several peer companies in Victoria are targeting HMC recovery from this finer size fraction, which will not be required for Farrelly and future work will focus on the >38 μ m material. This is a significant positive for Farrelly as it has the potential to translate into higher recoveries and a simplified flowsheet likely to require fewer stages of processing relative to other projects in the region.

A portion of the estimated heavy mineral sands, including ilmenite and zircon, reports to the oversize due to agglomeration with iron oxides, and future work will examine the opportunity to recover product from the oversize portion, as well as agglomerated particles within the sand fraction that report to the tails.

The key **sand fraction** was then subject to wet gravity separation on shaker tables to produce a HMC for dry processing (see Figure 3). This process is indicative only as the shaker tables were not optimised for recovery. The purpose was to produce a concentrate from the small sample size for mineralogical and geochemical test work (see Figure 4). The HMC concentrate returned a P80 of 105 μ m (the size of the material at the 80th percentile) and a d50 of 80 μ m (the median particle size).

The resultant HMC was then dry processed using electrostatic separation to separate the conductive TiO_2 rich minerals (ilmenite and rutile) from the non-conductive minerals (zircon and monazite), and then electromagnetic processing to further separate both the conductive and non-conductive concentrates into specific mineral concentrates.

Electromagnetic belt separation of the **ilmenite**, which makes up approximately 44% of the HMC, indicated most of the product had grades in excess of 50% TiO_2 with Fe levels as expected for the relative TiO_2 grade.

The **rutile** product had a TiO₂ value of approximately 93% and formed approximately 5% of the HMC, and there are likely to be further incremental increases in TiO₂ with flow sheet optimisation. **Leucoxene** content of approximately 5-6% reported to the conductive HMC and this will be further assessed in future test work.

The non-conductive concentrate containing zircon and monazite was processed through two-stage magnetic separation to concentrate the zircon into a non-magnetic stream and the monazite into a

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magnetic stream. The **zircon** concentrate formed approximately 26% of the HMC and had a P80 of 85 μ m and a d50 of 65 μ m.

A **monazite** concentrate was produced with a grade of approximately 2-3% of the HMC. It is yet to be further refined to allow assaying of the Rare Earth Element (**REE**) content.

Further mineralogical assessment including QEMSCAN analysis (quantitative analysis of minerals using a scanning electron microscope) is being undertaken on the concentrates produced to provide more information on the mineral compositions, including any deleterious minerals and elements, which are important in determining saleability of potential products. This will include assessment of impurities like chrome and vanadium in the ilmenite, and thorium and uranium in zircon. The QEMSCAN analysis will also test for the presence of **xenotime**, a mineral containing high levels of heavy REE, in the monazite concentrate.

A more comprehensive bulk test work program will be undertaken following the next phase of drilling.



Figure 3 Shaker table for wet gravity processing of the Farrelly sand fraction



Figure 4 Farrelly heavy mineral concentrate prior to dry processing



Mineral Sands Drilling

The results from additional sampling of the aircore drilling completed in Q1 2024 were received during the quarter. These samples were testing select intervals previously logged as low-grade or unmineralised but were found to be adjacent to high-grade zones. As such, it was decided to increase the amount of sampling to better define the high-grade boundaries.

This resulted in minor changes with lower grade zones becoming wider and the high-grade Main Zone being closed off to the west, with holes PHAC1999 and PHAC2000 returning low-grade mineralisation, and the southeastern boundary has now been defined. It remains open to the northeast, northwest and southwest where some of the best holes from the Main Zone are located on the edges of the currently defined high-grade mineralised envelope. These areas will be the focus of the next phase of drilling that is designed to test for extensions to the Main Zone.



Figure 5 Farrelly Main Zone

Land Access

Falcon had been in communication with several of the landowners at the Farrelly deposit regarding consent for the upcoming drilling, and despite constructive initial discussions, they have decided against providing consent to access their respective properties at this time. Falcon will continue to engage in good faith with these landowners to understand and address their concerns with the aim of resolving this matter amicably.

Until land access for drilling on paddocks is negotiated, Falcon is well advanced with planning for roadside drilling programs. This will include extensional drilling testing for the Farrelly Main Zone from roadsides, as well as regional drilling across permits E006864 and E007120. Drilling is expected to commence in Q4 2024.



Pyramid Hill Gold Project (100% FAL)

Falcon has >7,000km² of granted permits in Victoria, focused on undercover areas of the Bendigo Zone that is host to the high-grade historic >22 Moz Bendigo goldfield and the ~9 Moz Fosterville Gold Mine owned by Agnico Eagle (NYSE:AEM).

The gold drilling next season will focus on follow-up aircore drilling at the Eddington, Karri, Pyramid Hill, Mead and Loddon Vale Prospects, and the continuation of the systematic regional gold screening program (see Figure 6). Drilling is set to recommence in Q1 2025.



Figure 6 Pyramid Hill Gold Project



Mt Jackson (100% FAL)

The Mt Jackson project area is located at the northern end of the Southern Cross Belt where it converges with the Koolyanobbing Shear Zone. The Southern Cross Greenstone Belt has a prolonged mining history and hosts multiple significant gold deposits, including Marvel Loch (>1.5Moz).

During the quarter, Falcon commenced AC and RC drilling at its 100%-owned Mt Jackson Gold and Base Metals Project, 110km north of Southern Cross in Western Australia (see Figure 7). The program is the first drilling to take place at the project.

In October, Falcon completed 124 aircore holes on the gold anomalies generated from soil sampling, including the central gold target which comprises a 1km-long north-south striking anomaly (see ASX Announcement dated 12 December 2023 *"Soil Sampling Confirms Potential of Mt Jackson"*). The drilling confirmed the presence of a narrow, westerly dipping greenstone belt, which comprises mafic and ultramafic amphibolites, as well as quartz-mica schists (see ASX Announcement dated 15 October 2024 *"Maiden Drilling Program Completed at Mt Jackson"*).

The RC program tested the four highest conductance plates generated from the a moving-loop EM survey (see Figure 8), coincident with Ni-Cu-PGE anomalous areas at the South target defined by soil sampling (see ASX announcement dated 11 June 2024 *"Electromagnetic Survey identifies New targets at Mt Jackson"*).

An additional hole tested the large moderately conductive EM anomaly coincident with the Central gold target. In all cases, drilling intersected massive sulphides at the modelled depth, and the EM targets generated from the survey have been explained by the presence of thick (up to 30 metres) lenses of massive iron sulphides at the target depths, predominantly containing pyrite and pyrrhotite. No nickel or copper bearing sulphides were noted during visual logging, although all samples have been submitted for assaying. Visual estimates should never be considered a proxy or substitute for laboratory analyses where concentrations or grades are the factor of principal economic interest. Visual estimates also potentially provide no information regarding impurities or deleterious physical properties relevant to valuations.

Downhole EM was conducted at the completion of the RC drilling and confirmed all the targets were effectively tested. Assay results, including those for gold and PGE's, are expected in November 2024.



Figure 7 Aircore drill rig at Mt Jackson



Figure 8 Plan map of Mt Jackson showing the location of the ground EM surveys



Joint Ventures

Viking (E63/1963 – 51% Falcon, earning up to 70% & application E63/1994 - 100% Falcon)

The project is located approximately 30 km east of the regional township of Norseman within the highgrade metamorphic Albany-Fraser Province, host of the Tropicana Gold Mine operated by AngloGold Ashanti, that has produced over 3Moz since 2013.

There was no activity at the Viking Project during the quarter.

Hawkstone (applications E04/2883 & E04/2284 – Stavely Minerals earning up to 80%)

The Hawkstone Ni-Cu-Co Project is located in the emerging West Kimberley magmatic nickel province, along strike from IGO/Buxton's JV Merlin and Dogleg Ni-Cu discoveries.

There was no activity at the Hawkstone Project during the quarter.

ASX ADDITIONAL INFORMATION

As per ASX Listing Rule 5.3.1: Exploration and Evaluation Expenditure during the Quarter was \$0.63 million. Full details of exploration activity during the Quarter are set out in this report.

As per ASX Listing Rule 5.3.2: There were no substantive mining production and development activities during the Quarter.

As per ASX Listing Rule 5.3.5: There were payments of \$0.13m consisting of director fees to related parties of the Company and their associates during the Quarter.

This announcement has been approved for release by the Board of Falcon Metals.

For more information, please contact:

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Tenement Register

Project	Tenement	Location	Interest at	Acquired /	Interest at	Registered Holder /
Dumouroid Lill	Reference	246	1/0//2024	Disposed	30/09/2024	Applicant
Pyramid Hill	EL006738	VIC	100%		100%	Falcon Metals
	EL006943	VIC	100%		100%	Falcon Metals
	EL006661	VIC	100%		100%	Falcon Metals
	EL006669	VIC	100%		100%	Falcon Metals
	EL006737	VIC	100%		100%	Falcon Metals
	EL006864	VIC	100%		100%	Falcon Metals
	EL006898	VIC	100%		100%	Falcon Metals
	EL006901	VIC	100%		100%	Falcon Metals
	EL006960	VIC	100%		100%	Falcon Metals
	EL007120	VIC	100%		100%	Falcon Metals
	EL007040	VIC	100%		100%	Falcon Metals
	EL007200	VIC	100%		100%	Falcon Metals
	EL007320	VIC	100%		100%	Falcon Metals
	EL007322	VIC	100%		100%	Falcon Metals
	EL007656	VIC	100%		100%	Falcon Metals
	EL007838	VIC	100%		100%	Falcon Metals
	EL007839	VIC	100%		100%	Falcon Metals
	EL007840	VIC	100%		100%	Falcon Metals
	EL007844	VIC	100%		100%	Falcon Metals
	EL007845	VIC	100%		100%	Falcon Metals
	EL008084	VIC	100%		100%	Falcon Metals
	EL008302	VIC	100%		100%	Falcon Metals
	EL008303	VIC	100%		100%	Falcon Metals
	EL008360	VIC	100%		100%	Falcon Metals
	EL008447	VIC	100%		100%	Falcon Metals
	EL008486	VIC	-*		-	Falcon Metals
	EL008505	VIC	-*		-*	Falcon Metals
	EL008506	VIC	-*		-*	Falcon Metals
	EL008581	VIC	-		-*	Falcon Metals
	EL006549 ^{&}	VIC	-		-	PGM
Mt Jackson	E77/2577	WA	100%		100%	Falcon Metals
	E77/2946	WA	100%		100%	Falcon Metals
	E77/3134	WA	-*		-*	Falcon Metals
Viking	E63/1963#	WA	51%		51%	Falcon Metals
	E63/1994	WA	_*		-*	CGM (WA) ^
Basin Edge	E04/2883@	WA	-*		*	Falcon Metals
	E04/2884@	WA	-*		*	Falcon Metals
	E04/2885 ^{\$}	WA	100%	Surrender	0%	Falcon Metals
Longford	EL8/2024	TAS	-*		*	Falcon Metals

*Applications

[^] Tenements registered to CGM (WA) Pty Ltd have an executed deed of transfer to Falcon

[#] E63/1963 is subject to earn in agreement with Metals Hawk (MHK) whereby Falcon has earned 51% by spending \$1M and can earn further 19% by spending an additional \$1.75M

[&] EL006549 is subject to earn in agreement with Providence Gold and Minerals Pty Ltd (PGM) whereby Falcon can earn 100% by completing 50 aircore drill holes for a minimum aggregate meterage of 6,250m and a minimum combined 750m of drilling through bedrock

[®] E04/2883 and E04/2884 is subject to an earn-in agreement with Stavely Minerals Limited (SVY) whereby SVY has the right to earn an 80% interest in the tenements by spending \$0.5 million

^{\$} Tenement in the process of being relinquished/surrendered

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity					
FALCON METALS LTD					
ABN Quarter ended ("current quarter")					
87 651 893 097	30 September 2024				

Cons	olidated statement of cash flows	Current quarter \$A'000	Year to date (3 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	(633)	(633)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(241)	(241)
	(e) administration and corporate costs	(97)	(97)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	145	145
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Other (listing/compliance costs, insurance, bank fees and legal)	(85)	(85)
1.9	Net cash from / (used in) operating activities	(911)	(911)

2.	Ca	sh flows from investing activities		
2.1	Pay	yments to acquire or for:		
	(a)	entities	-	-
	(b)	tenements	-	-
	(c)	property, plant and equipment	(8)	(8)
	(d)	exploration & evaluation	-	-
	(e)	investments	-	-
	(f)	other non-current assets	-	-

Cons	solidated statement of cash flows	Current quarter \$A'000	Year to date (3 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (security deposits paid)	10	10
2.6	Net cash from / (used in) investing activities	2	2

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	(12)	(12)
3.10	Net cash from / (used in) financing activities	(12)	(12)

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	11,816	11,816
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(911)	(911)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	2	2
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(12)	(12)

Cons	olidated statement of cash flows	Current quarter \$A'000	Year to date (3 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	10,895	10,895

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	10,895	10,895
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	10,895	10,895

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000	
6.1	Aggregate amount of payments to related parties and their associates included in item 1	129	
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-	
Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.			

7.	Financing facilities Note: the term "facility' includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000	
7.1	Loan facilities	-	-	
7.2	Credit standby arrangements	-	-	
7.3	Other (please specify)	-	-	
7.4	Total financing facilities	-	-	
7.5	Unused financing facilities available at qu	arter end	_	
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.			
	N/A			

8.	Estimated cash available for future operating activities	\$A'000
8.1	Net cash from / (used in) operating activities (item 1.9)	(911)
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	-
8.3	Total relevant outgoings (item 8.1 + item 8.2)	(911)
8.4	Cash and cash equivalents at quarter end (item 4.6)	10,785
8.5	Unused finance facilities available at quarter end (item 7.5)	-
8.6	Total available funding (item 8.4 + item 8.5)	10,785
8.7	Estimated quarters of funding available (item 8.6 divided by item 8.3)	11.8
	Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.	
8.8	If item 8.7 is less than 2 quarters, please provide answers to the following questions:	
	8.8.1 Does the entity expect that it will continue to have the currer cash flows for the time being and, if not, why not?	t level of net operating
	Answer: N/A	
	8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
	Answer: N/A	
:		

8.8.3	Does the entity expect to be able to continue its operations and to meet its business
	objectives and, if so, on what basis?

Answer: N/A

Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 22 October 2024

Authorised by: <u>By the Board of Falcon Metals Ltd</u> (Name of body or officer authorising release – see note 4)

Notes

- This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
- 2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
- 3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
- 4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
- 5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.