

#### **DECEMBER 2023 QUARTERLY ACTIVITIES REPORT**

#### **HIGHLIGHTS**

- Successful Acquisition: Adelong completed its acquisition of three lithium exploration tenements in Brazil's renowned 'Lithium Valley,' Minas Gerais, strategically expanding its project portfolio.
- Strategic Expansion: The acquisition aligns with Adelong's diversification objective, positioning the company in the battery metals sector within a globally significant miningfriendly region.
- Exploration Initiatives: Exploration activities commenced at the Santa Rita Do Araçuaí
  Project in Brazil's Lithium Valley with an initial reconnaissance program. Drilling planned
  at Gibraltar, Fletchers, Caledonian and Sawpit located in the Company's Adelong
  Goldfield in southern NSW.
- Future Growth Plans: Applications for ten additional exploration permits in the Paraiba Province underscore Adelong's commitment to expanding exploration efforts in Brazil.
- Leadership Transition: Managing Director Peter Mitchell's retirement, the appointments of Mr. Geoff Muers as the Company's Geologist and Ian Hastings as Executive Chairman signal a leadership transition.
- Capital raising: Share placement completed to raise \$500,000 (before costs) with directors committed to contribute up to a further \$110,000.

**Adelong Gold Limited** (ASX:ADG) (**Adelong** or the **Company**) is pleased to provide its Quarterly Activities Report for the quarter ending 31 December 2023. This quarter was marked by strategic acquisitions into Brazil's lithium-rich regions, exploration initiatives and leadership transitions, positioning the company strategically in the battery metals sector.

#### Santa Rita do Araçuaí Lithium Project, Minas Gerais, Brazil

In September, Adelong announced that it executed a Binding Agreement (Acquisition Agreement) to acquire a 100% interest in three applications for lithium exploration permits (Project) located in the world-class 'Lithium Valley' in Minas Gerais, in Brazil. (See ASX Announcement 22 September 2023) In December, the Company completed this acquisition. (See ASX Announcement 21 December 2023) The strategic positioning in Brazil's 'Lithium Valley' enhances Adelong's foothold in a region synonymous with significant lithium discoveries by industry peers, namely Sigma Lithium's (NASDAQ:SGML) Grota do Cirio Deposit, Latin Resources' (ASX:LRS) Salinas Project – Colina Deposits and Lithium Ionic's (TSX.V:LTH) Itinga Project - Bandiera Deposit.



## **Brazil Lithium Projects**



Figure 1: Project locations of Adelong's Brazil Lithium Projects



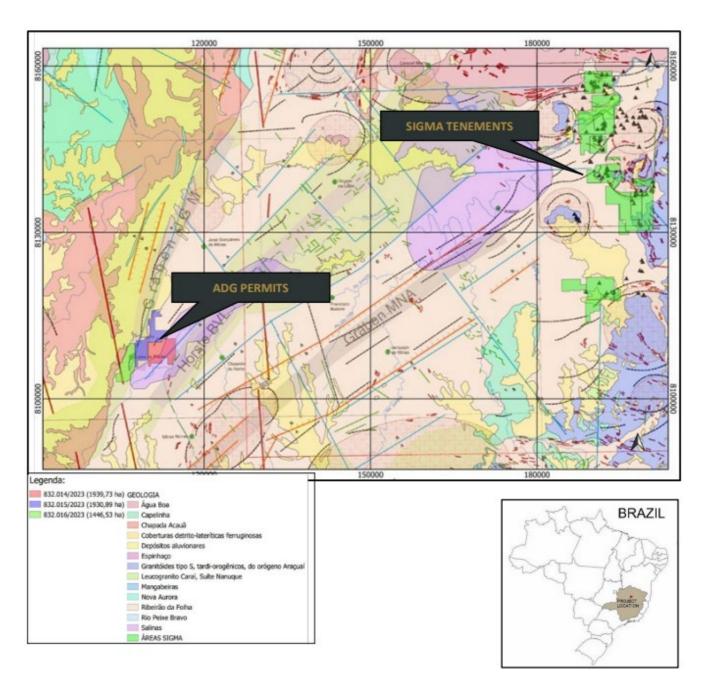


Figure 2: Geology and Structural Interpretation of the Exploration Permits (Santa Rita do Araçuaí Lithium Project, Minas Gerais, Brazil)

#### **Acquisition Details**

The acquisition of the project was subject to certain conditions precedent which have now all been completed, including registration of the company's wholly owned subsidiary Adelong Gold Brasil Ltda. which will hold the licenses and the granting of the licenses by the Brazilian National Mining Agency. In addition to the initial deposit paid the company has now also paid the final instalment of AUD\$100,000 and issued to the vendor 20 million fully paid ordinary shares and 20 million unlisted options exercisable at \$0.02 within 2 years of issue, as approved by shareholders at the Company's recent <u>AGM</u>.





The vendor remains entitled to the following deferred consideration:

- (i) If within 12 months of the acquisition, the exploration achieves 6 rock chip samples with grades >1% Li2O from at least 2 of the tenements, Adelong Gold is to issue a further AUD\$100,000 worth of Adelong Gold shares based on a 15 day volume weighted average share price (VWAP) at the time of issue;
- (ii) If within 5 years of the acquisition, the exploration achieves a continuous drill intercept of not less than 10 metres intersection of grades exceeding 1% Li2O, Adelong Gold is to issue a further AUD\$150,000 worth of shares based on the 15 day VWAP at the time of issue;
- (iii) If within 5 years of the acquisition, on announcing a JORC compliant resource of not less than 6 million tonnes averaging in excess of 1% Li2O, Adelong Gold is to issue a further AUD\$150,000 worth of shares based on the 15 day VWAP at the time of issue; and
- (iv) a 2% net smelter return royalty over minerals produced that are the subject of the Exploration Permits with Adelong Gold to have the right to buy-back half of the royalty for AUD\$500,000.

The three granted licenses comprise:

Process No	Mineral	Area (Ha)	Area (km²)
832.014	Lithium	1,929.82	19.30
832.015	Lithium	1,930.89	19.31
832.016	Lithium	1,368.73	13.69
Totals		5,229.44	52.29

#### **Exploration Commencement**

Adelong commenced exploration activities at the Santa Rita Do Araçuaí Project in early December with a dedicated field team deployed for an initial reconnaissance program. (See ASX Announcement 7 December 2023)

The reconnaissance program will provide information necessary to finalise a more intense program of sampling, site visits, reconnaissance traverses, chip sampling, and geological mapping to define "areas of interest". Discussions with landowners will also be progressed.

A regional stream sediment sampling program will be considered and several traverses across the tenements to get a better understanding of geology / prospectivity and site conditions will be conducted.



#### Paraiba Province, Brazil - Application for Additional Licences

In November, Adelong applied for ten additional exploration permits in two areas in the Paraiba Province of Brazil. (See ASX Announcement 23 November 2023) Covering an expansive 162.8 km², these applications align with the Company's commitment to expanding its exploration efforts in Brazil's rich mining landscape.

Both areas are within the Borborema Region that comprise Proterozoic rocks that form part of the Brasiliano Fold belt and which host plutonic intrusions similar to the "Lithium Valley" region of Minas Gerais Province. This region has known lithium pegmatites and many deposits /occurrences of tantalum, beryl, niobium and aquamarine that are commonly associated with Lithium type pegmatites. The alignment of chosen areas with known lithium pegmatites and associated minerals showcases Adelong's approach of targeting areas of high prospectivity.

Of the two areas applied for, Area 1 shown in Figure 3 comprises two Exploration Permits that were rated as highly prospective for Lithium Pegmatites and are surrounded by permits already granted for such minerals as beryl and tantalum. Figure 3 is a reproduction of the published map by the CPRM-Serviço Geológico do Brasil showing the position of the permit application relative to the prospective areas for lithium exploration.

Table 2: Two permits have been applied for in Area 1

Process Number	Commodity	Hectares	Km²
846361/2023	Lithium	560.18	5.60
846362/2023	Lithium	571.37	5.71
Total		1,131.55	11.31



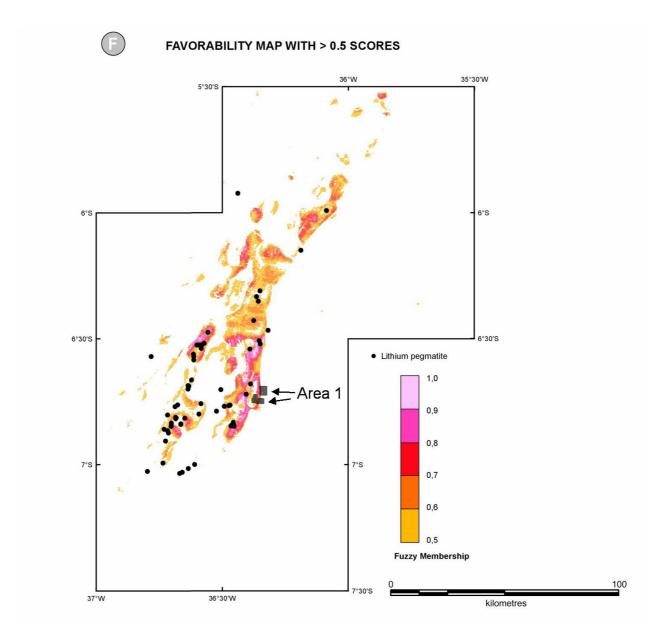


Figure 3: Area 1 - reproduction of the published map Source: Favourability Map for Lithium Pegmatites of Borborema Pegmatite Province, Geological Survey of Brazil

The detailed geological map of this area shown in Figure 4 shows the presence of major faults and structures that may host a pegmatite intrusive. This adds to the areas interest from an exploration viewpoint.



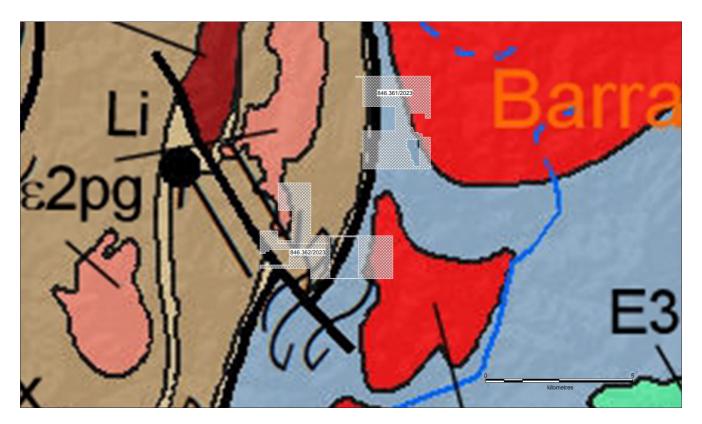


Figure 4: Detailed Geological map of Area 1 Source : Mapa Geologico da Provincia Borborema, Serviço Geológico do Brasil

Area 2 is located 82km Southeast from Area 1 and falls outside this study area shown in Figure 3. The area comprises 8 permit applications. These applications cover a total area of 151.49km<sup>2</sup>

Table 3: Eight permit Application in Area 2

Process Number	Commodity	Hectares	Km²
846363/2023	Lithium	1,980.35	19.80
846364/2023	Lithium	1,987.02	19.87
846365/2023	Lithium	1,719.37	17.19
846366/2023	Lithium	1,617.17	16.17
846367/2023	Lithium	1,980.43	19.80
846368/2023	Lithium	1,986.76	19.87
846369/2023	Lithium	1,973.97	19.74
846370/2023	Lithium	1,904.42	19.04
TOTALS		15,149.49	151.49



Area 2 was selected as it represents a major North East trending sheared zone. Within this shear zone there are beryl and aquamarine occurrences and granted tenement suggesting this shear zone hosts pegmatite deposits. The permit applications are bounded by granted exploration permits to the north for tantalum, to the south and west for gemstones (beryl and aquamarine) and more recent permits for lithium to the south. The structural setting combined with the mineral occurrences in the surrounding tenements show that the area is quite prospective for lithium style pegmatites.

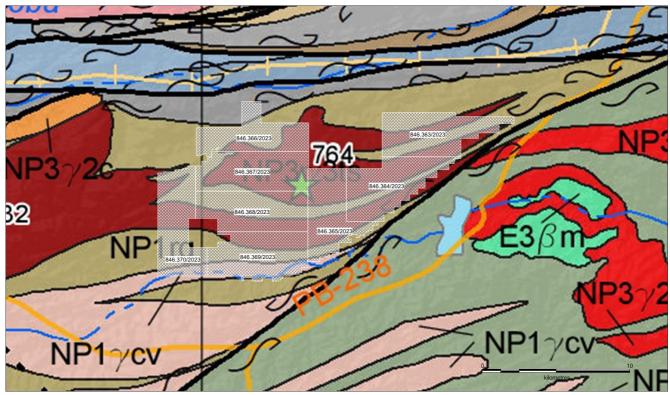


Figure 5: Detailed Geological map of Area 2 Source : Mapa Geologico da Provincia Borborema, Serviço Geológico do Brasil

#### **Next Steps in Brazil**

Adelong is presently completing a field reconnaissance program of the Santa Rita do Araçuaí Lithium Project. Results of that program will be reported in due course and is expected to provide the basis of further work to be undertaken in 2024.

The Company expects to undertake a similar reconnaissance program on the licenses in Paraiba Province once they are granted and will then finalise its plans for Brazil for 2024.



#### Adelong Goldfield, southern NSW

In August, Adelong announced that work on the Adelong Gold Project was progressing with preparation underway for the next round of drilling initially expected to commence in 4Q 2023 (See ASX Announcement 23 August 2023) but now deferred as a result of the retirement of Managing Director Mr. Peter Mitchell (See ASX Announcement 27 November 2023). Approvals were received to proceed with planned drilling at Gibraltar, Fletchers and Caledonian. The Company is awaiting approvals for Sawpit.

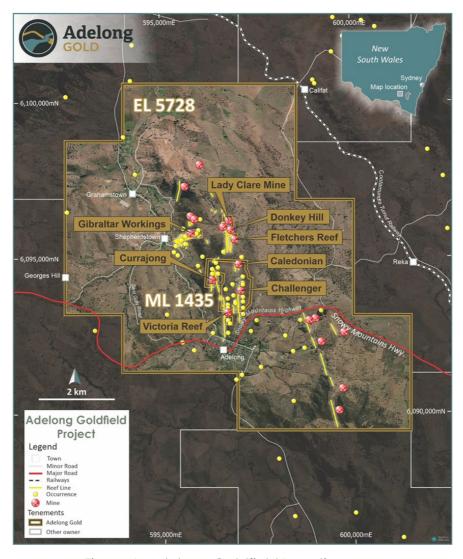


Figure 6: Adelong Goldfield Location Map

The proposed drill program is expected to target:

- The Fletchers deposit to initiate exploratory drilling on that project;
- The **Gibraltar** area to explore some of the additional targets at Gibraltar and to test the Perkin's West deposit at depth;
- The Caledonian deposit to test some of the high grade intercepts at the Southern end of the deposit identified in CAL016; and,
- The **Sawpit** deposit with a view to generating a maiden resource for that project.





As part of the longer-term generation of drill targets, a soil sampling program over the area between the Currajong to Gibraltar area has been completed. This area covers a strike length of about 1km of ground that is quite prospective, but which has had no modern exploration carried out to define drill targets. Interestingly, the soil sampling program encountered over 10 historical diggings scattered throughout this area which has enhanced the area's prospectivity.

A similar program of soil sampling is also expected to be completed over the +3km zone between the Sawpit deposits and the Lady Mary Mine during the summer when access improves.

The Company has also started the process of evaluating development options to progress reopening the mine at Adelong and getting the mine back into production.

#### **Share Placement**

During the Quarter Adelong completed a placement to raise \$500,000 (before costs). (See ASX Announcement 29 November 2023) Directors of the Company have additionally committed to contribute up to an extra \$110,000, subject to shareholder approval with funds raised, to advance exploration activities at both the Brazilian Lithium projects and the existing Adelong gold mine.

The share placement involves the issuance of 83,333,333 fully paid ordinary shares at \$0.006 per new share and attaching options exercisable at \$0.02 for each two shares issued. An Extraordinary General Meeting will be convened to seek shareholder approval for additional contributions by directors and to refresh the placement capacity.

#### **Board and Management Changes**

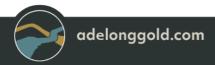
In parallel with operational developments, Adelong announced notable changes in its leadership structure. (See ASX Announcement 14 November 2023) Managing Director Mr. Peter Mitchell's retirement signals a transition period, with Mr. Geoff Muers appointed as the Company's Geologist and Chairman Ian Hastings to act as Executive Chairman until a new Managing Director is appointed.

The Company expresses its deepest gratitude to Mr. Mitchell for his dedicated service, emphasizing his pivotal role in the Adelong Gold Project's development.

The Company remains committed to its mission of advancing the Adelong gold and Brazilian Lithium projects and creating value for shareholders.

#### Cash

As at 31 December 2023, the Company had a reported cash position of \$528,454.





### **Related Party Payments**

In line with its obligations under ASX Listing Rule 5.3.5, Adelong notes that the only payments to related parties of the Company, as advised in the Appendix 5B for the period ended 31 December 2023, pertain to payments of Directors Fees and reimbursement of arm-length expenses totalling \$82,411.

#### -Ends-

Released with the authority of the Board.

For further information on the Company and our projects, please visit:

www.adelonggold.com

## CONTACT

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#### ABOUT ADELONG GOLD

Adelong Gold Limited (ASX:ADG) is a minerals explorer targeting high value commodities with a particular focus on Gold and owns the Adelong Goldfield in New South Wales (NSW). In May 2020, Adelong Gold took control of the Adelong Goldfield which covers 70km², comprising the old Adelong Gold Project situated in Southern NSW located approximately 20km from Tumut and 80km from Gundagai. The project now carries a JORC (2012) Resource, following the resource upgrade announced on 16 October 2023 of 188,000 oz of gold as well as 17 freehold properties with all mining and processing plant equipment onsite. Until recently, Adelong was a producing mine.

In September 2023, the Company announced that it had executed a Binding Agreement (Acquisition Agreement) to acquire a 100% interest in three applications for lithium exploration permits (Project) located in the world-class 'Lithium Valley' in Minas Gerais, in Brazil. The Acquisition Agreement represents a pivotal transaction for the Company and paves the way for it to secure a strategic landholding in a globally significant, mining friendly region for hard-rock lithium spodumene deposits. In December 2023, Adelong completed this acquisition. In addition, applications for ten additional exploration permits in the Paraiba Province in November 2023 underscore Adelong's commitment to expanding exploration efforts in Brazil.

## COMPETENT PERSONS STATEMENT

Information in this "ASX Announcement" relating to Exploration Results, geological data, and metallurgical testing has been compiled by Mr. Peter Mitchell. Mr Peter Mitchell is a Member (#104810) of the Australasian Institute of Mining and Metallurgy, the Institute of Materials, Minerals and Mining and the Canadian Institute of Mining, Metallurgy and Petroleum. He is Managing Director and paid by Adelong Gold Ltd. Peter Mitchell has sufficient experience that is relevant to the style of mineralisation and types of deposits under consideration and to the activity being undertaken to qualify as a Competent Person (CP) as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves' (the JORC Code) Mr Peter Mitchell believes that these Resource Estimates fairly represent the resources the subject of this Report.

#### AUSTRALIAN TENEMENT SCHEDULE AT 31 DECEMBER 2023

In accordance with ASX Listing Rule 5.3.3, Adelong Gold Limited provides its list of exploration licences with its December quarterly activities report.

Project and Location	Tenements Held at	Tenements Acquired or	Beneficial Interest at	Areas Ha	Notes
	Commencement	Disposed of	End of		
	of Quarter	During	Quarter		
		Quarter			
Adelong, NSW	ML1435,	No Change	100%	145Ha	Acquired through the
	MCL 279-291,	No Change	100%	24.4Ha	acquisition of Challenger
	MCL 311-313,	No Change	100%	5.5Ha	Mines Pty Ltd in May 2020.
					ML1435, MCL 279-291, and
					MCL 311-313 renewed to
					27 September 2040.
	EL5728	No Change	100%	6,835Ha	EL 5728 renewed to 17 May
					2028



## BRAZILIAN TENEMENT SCHEDULE AT 31 DECEMBER 2023

Project and Location	Tenements Held	Tenements	Beneficial	Areas	Notes
	at	Acquired or	Interest at	(km²)	
	Commencement	Disposed of	End of		
	of Quarter	During	Quarter		
		Quarter			
Santa Rita do Araçuaí	832.014	Acquired	100%	19.30	ADG's wholly owned
Lithium Project, Minas	832.015	Acquired	100%	19.31	subsidiary Adelong Gold
Gerais, Brazil	832.016	Acquired	100%	13.69	Brasil Ltda. will hold the licenses and the granting of the licenses by the Brazilian National Mining Agency.



Table 4: Total JORC Resources for the Adelong Gold Project (>1g/tAu Cut Off)

RESOURCE STATEMENT (JORC 2012) based on 1g/tAu Cutoff TABLE 2					
Challenger	Gold (oz)				
Measured	60%	357,000	4.17	47,900	
Indicated	23%	163,000	3.5	18,300	
Inferred	17%	144,000	3.07	14,100	
Total	100%	664,000	3.77	80,300	
Currajong West & Currajon	g East				
Measured					
Indicated	24%	126,000	2.57	10,400	
Inferred	76%	407,000	2.63	34,400	
Total	100%	533,000	2.62	44,800	
Donkey Hill					
Measured					
Indicated					
Inferred	100%	103,000	5.03	16,600	
Total	100%	103,000	5.03	16,600	
Caledonian					
Measured					
Indicated	57%	127,000	3.90	15,900	
Inferred	43%	123,000	3.04	12,100	
Total	100%	250,000	3.48	28,000	
Perkins West, Gibraltar					
Measured					
Indicated					
Inferred	100%	270,000	2.1	18,300	
Total	100%	270,000	2.1	18,300	
Measured	20%	357,000	4.17	47,900	
Indicated	23%	416,000	3.33	44,600	
Inferred	58%	1,047,000	2.84	95,500	
TOTAL PROJECT RESOURCES	S 100%	1,820,000	3.21	188,000	
ADELONG GOLD PROJECT R	ESOURCES	Tonnes	Grade(g/t Au)	Gold (oz)	
Measured	20%	357,000	4.17	47,900	
Indicated	23%	416,000	3.33	44,600	
Inferred	58%	1,047,000	2.84	95,500	



## **Appendix 5B**

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

#### Name of Entity

ADELONG GOLD LIMITED	
ABN	Quarter ended ("current quarter")
15 120 973 775	31 DECEMBER 2023

Cons	solidated Statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	<ul> <li>(a) exploration &amp; evaluation</li> <li>(b) development</li> <li>(c) production</li> <li>(d) staff costs</li> <li>(e) administration and corporate costs</li> </ul>	- - - (28) (181)	- - - (54) (277)
1.3	Dividends received	-	-
1.4	Interest received	-	1
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Other (provide details if material)	-	-
1.9	Net cash from/(used in) operating activities	(209)	(330)

Appendix 5B Mining exploration entity or oil and gas exploration entity quarterly cash flow report

		Current quarter \$A'000	Year to date (6 months) \$A'000
2.	Cash flows from investing activities		
2.1	Payments to acquire:		
	<ul> <li>(a) entities</li> <li>(b) tenements</li> <li>(c) property, plant and equipment</li> <li>(d) exploration &amp; evaluation</li> <li>(e) investments</li> <li>(f) other non-current assets</li> </ul>	- (100) - (47) - -	- (200) - (91) - -
2.2	Proceeds from disposal of:		
	<ul><li>(a) entities</li><li>(b) tenements</li><li>(c) property, plant and equipment</li><li>(d) investments</li><li>(e) other non-current assets</li></ul>	- - - -	- - - - -
2.3	Cash flows from loans to other entities	-	(50)
2.4 2.5	Dividends received (see note 3) Other (provide details if material)	-	
2.6	Net cash from/(used in) investing activities	(147)	(341)

		Current quarter \$A'000	Year to date (6 months) \$A'000
3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	500	500
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	(39)	(72)
	securities or convertible debt securities <sup>1</sup>		
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)	-	-
3.10	Net cash from/(used in) financing activities	461	428

Appendix 5B Mining exploration entity or oil and gas exploration entity quarterly cash flow report

		Current quarter \$A'000	Year to date (6 months) \$A'000
4.	Net increase/(decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	423	771
4.2	Net cash from /(used in) operating activities (item 1.9 above)	(209)	(330)
4.3	Net cash from /(used in) investing activities (item 2.6 above)	(147)	(341)
4.4	Net cash from /(used in) financing activities (item 3.10 above)	461	428
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Effect on deconsolidation of subsidiary	-	-
4.7	Cash and cash equivalents at end of period	528	528

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the	Current quarter \$A'000	Previous Quarter \$A'000
	consolidated statement of cash flows) to the related items in the accounts		
5.1	Bank balances	528	423
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)	528	423

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	82
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

## Appendix 5B Mining exploration entity or oil and gas exploration entity quarterly cash flow report

7.	Financing Facilities  Note: the term "facility" includes all forms of financing arrangements available to the entity	Total facility amount at quarter end	Amount drawn at quarter end
	Add notes as necessary for an understanding of the sources of finance available to the entity.	\$A'000	\$A'000
7.1	Loan facilities	-	
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	250	250
7.4	Total financing facilities		

## 7.5 Unused financing facilities available at quarter 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.

On 24 January 2023, the Company issued 10,416,667 convertible notes to a sophisticated experienced and professional investor. Terms of the Convertible Notes are as follows:

- 1. Face Value per note \$0.024
- 2.Maturity Date 24 July 2024
- 3. Interest Rate 8% per annum

8.	Estimated cash available for future operating activities	\$A'000
8.1	Net cash from/(used in) operating activities (item 1.9)	(209)
8.2	Payments for exploration & evaluation classified as investing activities (item 2.1(d))	(47)
8.3	Total relevant outgoings (item8.1 + Item8.2)	(256)
8.4	Cash and cash equivalents at quarter end (item 4.6)	528
8.5	Unused finance facilities available at quarter end (Item 7.5)	-
8.6	Total available funding (Item 8.4 + Item 8.5)	528
8.7	Estimated quarters of funding available (Item 8.6 dividend by Item 8.3)	2.1

- 8.8 If Item 8.5 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 current level of net operating cash flows for the time being and, if not, why not ?

N/A
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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?

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

#### **Appendix 5B**

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

#### **Compliance Statement**

- 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: 17 January 2024

Authorised by: Andrew Draffin
Company Secretary

#### 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.
- If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, 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 standard applies to this report.
- 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.
- 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".
- 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 for 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 risk management and internal control which is operating effectively.