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ABN: 27 128 806 977

And Controlled Entities

CONSOLIDATED ANNUAL REPORT

**For the Year Ended
30 June 2022**

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CORPORATE DIRECTORY

DIRECTORS

Peter Wall	Non-Executive Chairman
Bob Affleck	Managing Director
Mark Freeman	Finance Director

COMPANY SECRETARY

Mark Freeman

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ASX CODE

PUR

ABN

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Your Directors submit the financial report of the Pursuit Minerals Limited ("the Company") and its controlled entities ("the Consolidated Entity") for the year ended 30 June 2022.

DIRECTORS

The following persons were directors of the Consolidated Entity during the year under audit and up to the date of this report, unless otherwise stated:

Peter Wall	Non-Executive Chairman
Bob Affleck	Managing Director (appointed 1 April 2022, previously Technical Director)
Mark Freeman	Finance Director (appointed 1 April 2022, previously Managing Director)

COMPANY SECRETARY

Mark Freeman

DIRECTORS' QUALIFICATIONS AND EXPERIENCE

The Directors' qualifications and experience are set out below.

Peter Wall - LLB BComm MAppFin FFin Non-Executive Chairman

Mr Wall is a corporate lawyer and has been a Partner at Steinepreis Paganin (Perth based corporate law firm) since July 2005 and has a wide range of experience in all forms of commercial and corporate law, with a particular focus on natural resources (hard rock and oil/gas), technology, biotech, medical cannabis, equity capital markets and mergers and acquisitions. He also has significant experience in dealing in cross border transactions. Peter graduated from the University of Western Australia in 1998 with a Bachelor of Laws and Bachelor of Commerce (Finance). He has also completed a Masters of Applied Finance and Investment with FINSIA.

During the past three years, Mr Wall held the following directorships in other Australian Securities Exchange (ASX) listed companies:

- Non-Executive Chairman of Hygrovest Ltd (appointed 14 August 2014)
- Non-Executive Chairman of Minbos Resources Ltd (appointed 21 February 2014)

Former ASX listed Directorships during the past three years:

- Non-Executive Chairman of Advanced Human Imaging Ltd (formerly MyFiziq Limited) (resigned 22 January 2021)
- Non-Executive Chairman of Transcendence Technologies Limited (resigned 28 June 2021)
- Non-Executive Chairman of Argent Minerals Limited (resigned 5 March 2021)

Bob Affleck - B.Sc (Geol), G.Dip.Bus, MAIG, RPGeo Managing Director

Mr Affleck has over 25 years' experience in the mineral exploration industry from grassroots data collection to consulting roles in a variety of mineral commodities. His expertise includes project management, technical and prospectus reviews, target generation, training and team mentoring. Mr Affleck also has extensive business management expertise outside of the mining industry, in particular financial management and personnel management. He is keen to use his skills to assist mining companies to make high-value discoveries which will add value to their shareholders.

During the past three years, Mr Affleck held no other directorships in other ASX listed companies.

Mark Freeman - B.Com, CA, F.Fin
Finance Director and Company Secretary

Mr Freeman is a Chartered Accountant and has more than 25 years' experience in corporate finance and the resources industry. He has experience in project acquisitions and management, strategic planning, business development, M&A, asset commercialisation, and project development. Mr. Freeman also has prior experience with Mirabela Nickel Ltd, Exco Resources NL, Panoramic Resources Ltd and Matra Petroleum Plc.

Mr Freeman is currently a Director of Pursuit and Calima Energy Ltd.

Former ASX listed directorships during the past three years:

- Grand Gulf Energy Limited (resigned 15 April 2022)
- Frontier Diamonds Limited (resigned 12 June 2020)

DIRECTORS' INTERESTS IN SHARES AND PERFORMANCE RIGHTS OF THE COMPANY

The relevant interest of each Director in the shares and performance rights issued by the Company at the date of this report is as follows:

	Shares	Options	Performance Rights
	Number	Number	Number
Director			
Peter Wall	29,006,005	14,351,351	15,000,000
Mark Freeman	2,571,429	23,000,000	20,000,000
Bob Affleck	-	-	15,000,000

MEETINGS OF DIRECTORS

The number of meetings held during the year and the number of meetings attended by each Director was as follows:

	Board	
	Number of meetings eligible to attend	Number of meetings attended
Director		
Peter Wall	4	4
Bob Affleck	4	4
Mark Freeman	4	4

The Board of the Consolidated Entity performs the functions of the Audit, Remuneration and Nomination Committees.

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PRINCIPAL ACTIVITIES

The principal activity of the Company is conducting mineral exploration activities on its tenements located in Western Australia. During the year, the Company finalised the divestment of the Scandinavian projects.

EXPLORATION PROJECTS

WARRIOR PGE-NICKEL-COPPER PROJECT

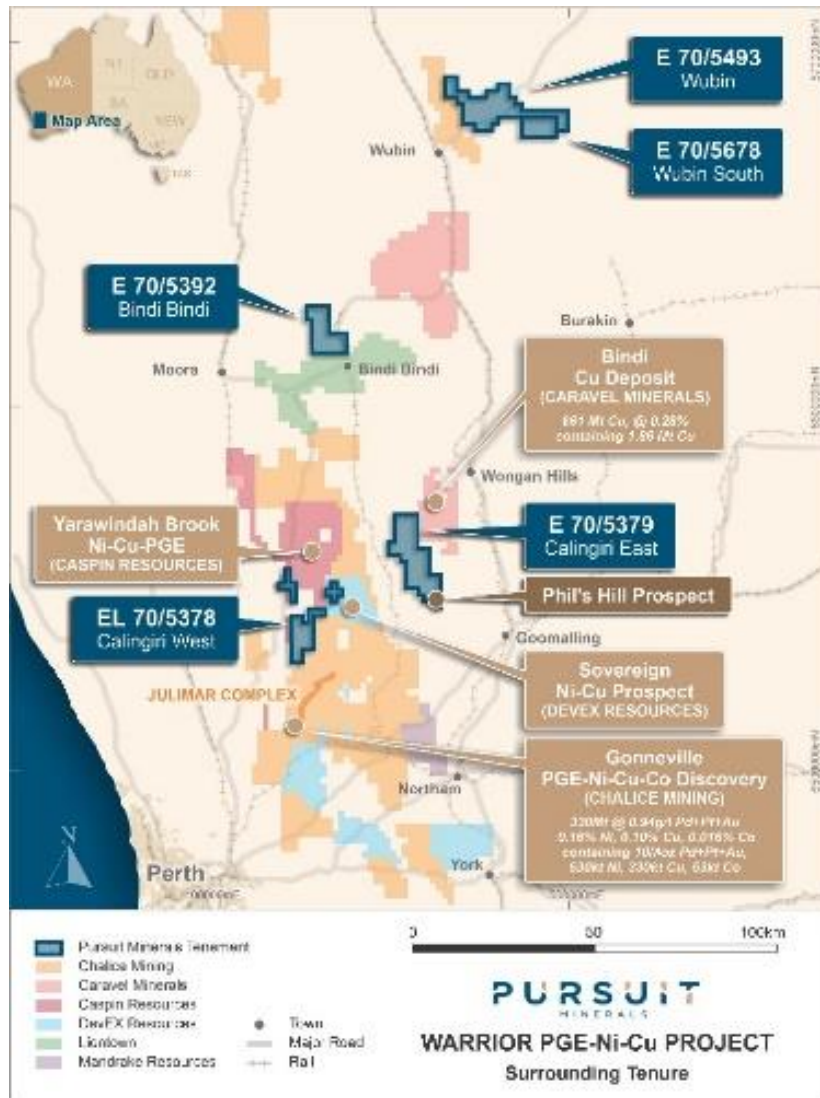


Figure 1: Warrior Project location & mines/prospects

Warrior is a highly prospective land position of 648 km² in emerging PGE-Ni-Cu terrane which covers a series of prominent magnetic anomalies similar to Chalice's Gonneville discovery on the Julimar Project, 25km to the south.

The Project was acquired in December 2020 and since then the Consolidated Entity has flown detailed airborne EM survey over the Calingiri East, Calingiri West, Wubin, and Wubin South exploration licences. Several conductive features were identified at Calingiri East and Calingiri West, warranting ground follow up. Several ground MLEM programs were undertaken and in late 2021 the Company undertook an extensive 2,000m diamond drill program at its Phil's Hill Prospect at Calingiri East.

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During 2022, the Company undertook an active exploration program over Warrior including:

- 40 km² auger geochemistry program – which highlighted significant Au, As, Bi, Sb, Pb, Ni, Cu, Pd, Pt and Ag anomalies, and identified 3 new high priority drill targets at Calingiri East.
- Phil's Hill Diamond Core Resampling.
- MLEM Programs over 4 areas, two at Calingiri West, one at Bindi Bindi and one at Calingiri East (Smogo's)
- AC drilling program - In May and June the Consolidated Entity completed total of 58 AC holes for 2,085m at Calingiri East, with 24 holes for 971m completed at Ablett prospect. At Smogo's 16 holes for 568m were completed while at Phil's Hill West 18 holes for 519m were drilled. The AC drilling explored the auger anomalies and collected fresh basement material which was analysed by handheld pXRF prior to wet assay at ALS Perth.

Phil's Hill Diamond Core Resampling

The Consolidated Entity received final drill core assays from its resampling program at Phil's Hill (Figure 1) and some significant anomalism was noted. Key highlights were:

- Strong **Ag** detected in both near-surface re-sampling and at depth, up to 7.5m @ **6 g/t Ag** including 1m @ **14.4 g/t Ag** from 3m in hole 21WDD0006 (Figures 2 to 5).
- A clear **orogenic gold** association between Au-S-Ag-Cu-Bi-Mo-(Te) was identified. The broad metal signature strongly suggests that the core of a gold mineralising system could be nearby.
- Significant Au-Ag-Cu-Mo-Pt-Pd-W anomalism is noted across the prospect.

The new Phil's Hill diamond drilling results **refocused** the Company's efforts to find the core of the sulphide system and target high-grade mineralisation. Once assays from our April AC drilling over Phil's Hill West are received (early August) and thoroughly reviewed, the next drilling phase may consist of:

- Targeted RC drilling of EM plates between holes 5 & 6 and holes 2 & 3, 720m to the south, or
- Broad AC drilling traverses across the entire Phil's Hill area to locate sulphide mineralisation and stronger anomalism.

Additional review and re-interpretation of the prior MLEM, VTEM and DHEM results is continuing to further refine the best geophysical methods and survey designs to aid in locating the core of the system. The Company is considering a Fixed Loop EM survey (FLEM) over the Phil's Hill area to more tightly constrain the location of conductor plates identified in the 2021 program.

Auger Geochemistry Results

Ablett Prospect

A 700m x 250m NW-SE trending gold anomaly (50 ppb) was discovered at Ablett, 50 times higher than the surrounding background values (Figures 2 and 4) and characterised by an Au-As-Bi-Sb-Pb mineral association, typical of Orogenic Gold systems such as Boddington¹ in WA.

Analysis by Dr Carl Brauhart of CSA Global confirms the geochemical signature is interpreted as a basement mineralisation association, not just reflecting a particular lithology or regolith. He also notes that the high level of gold results is encouraging in the context of an auger sampling program. Additionally, a weighted sum function of the Au-As-Bi-Sb-Pb assays is an effective tool for mapping mineralisation from the auger samples. Figure 3 shows the extent of the anomaly generated by this function, which maps the potential extent of the orogenic gold signature and is consequently much larger than the Au anomaly as shown in Figure 2.

¹ Description of the Boddington Gold mine. <http://crclme.org.au/RegExpOre/Boddington.pdf>

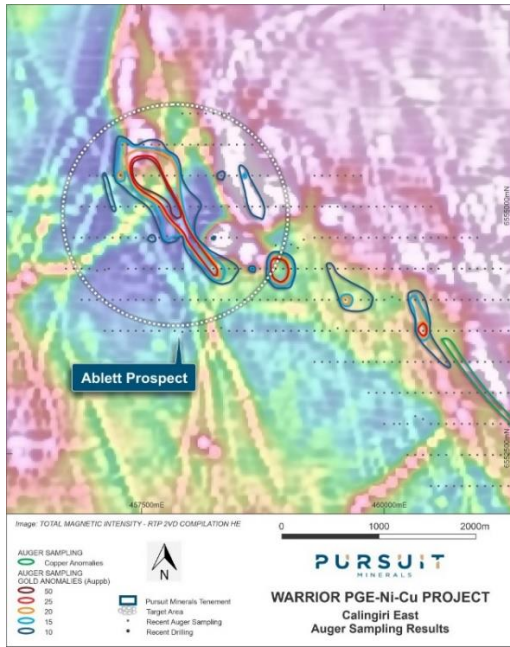


Figure 2: Ablett Prospect auger gold and copper anomalies

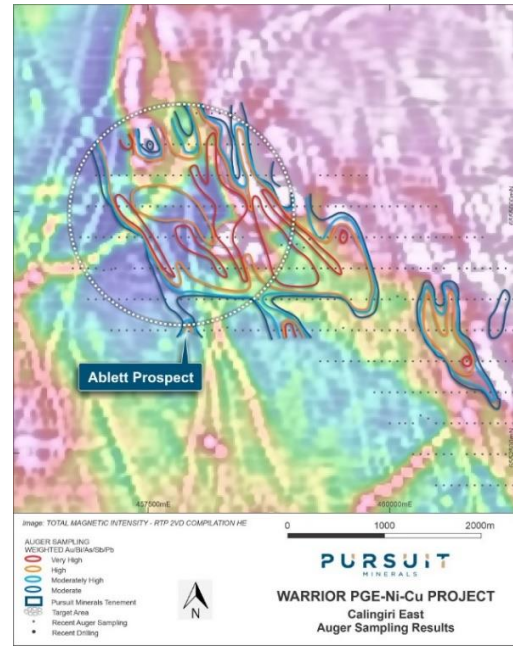


Figure 3: Au-Bi-As-Sb-Pb weighted sum mineralisation outline

Smogo's Prospect (new prospect)

Field reconnaissance by the Consolidated Entity's technical team located outcropping ultramafics in this area north of Phil's Hill where auger sampling confirmed a consistent >100ppm Cu anomaly, co-incident with Ni, Cr, Sc, Pt, Pd (Figure 4). The anomaly measures 950m x 130m in an area that has never been explored. The anomaly has a peak value of 610ppm Cu, 219ppm Ni, 12ppb Pd+Pt, and Dr Brauhart notes that such an element association confirms the presence of ultramafic rocks in the area.

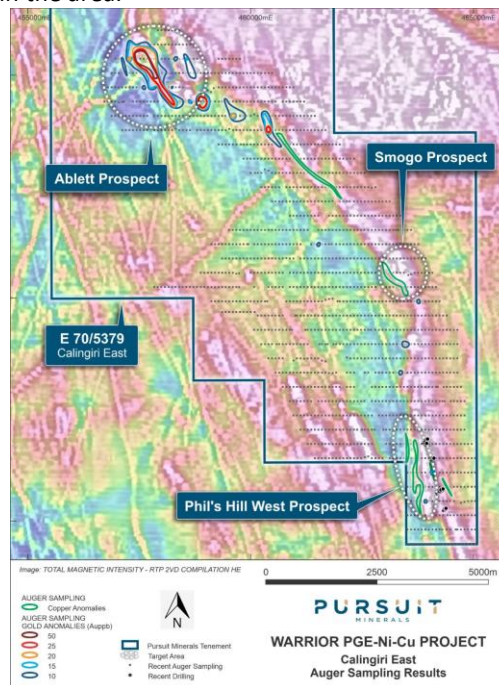


Figure 4: Au (>50ppb) and Cu (>100ppm) auger anomalies, Calingiri East

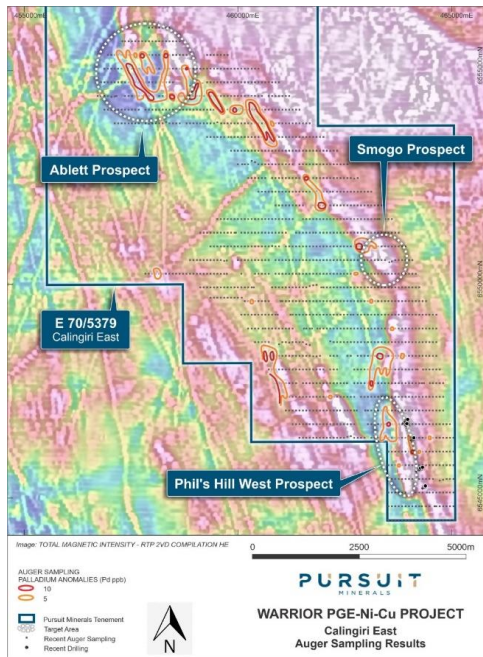


Figure 5: Auger Palladium anomalies, Calingiri East

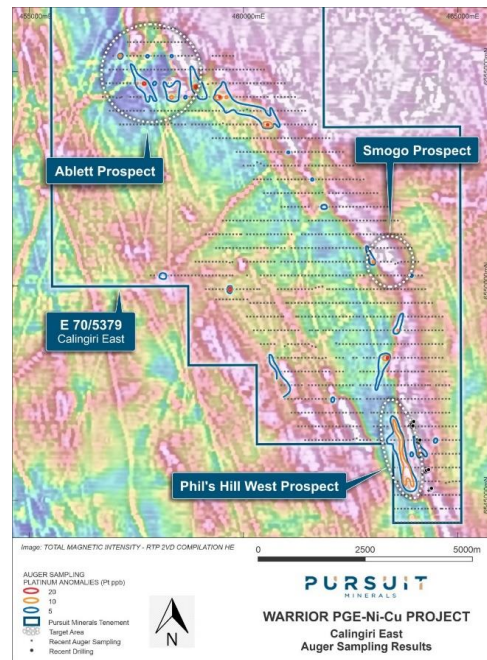


Figure 6: Auger Platinum Anomalies, Calingiri East

Phil's Hill West (new prospect)

An extensive >100 ppm Cu anomaly co-incident with Ni, Cr, Pt, Pd and measuring 1,600m x 160m was identified to the west of Phil's Hill under cover (Figure 4). This was ineffectively soil sampled by previous explorers who only assayed for Au, As, Cu, Pb and therefore did not recognise the presence of ultramafics. Combined Pd+Pt values at Phil's Hill West are up to 26ppb, which compares well with the Gonville and Yarabrook values quoted previously. Figure 5 shows Pt contours over the Calingiri East auger sampling area.

Auger sample results from Smogo's and Phil's Hill West compare very favourably with early soil results over Chalice Mining's Gonville discovery² where 30ppm Cu, 150ppm Ni and 6ppm Pd was considered significant. In addition, Caspin Resources notes a >10ppb Pt+Pd level is considered highly anomalous at their Yarabrook Hill project³. Figure 6 shows 10 ppb Pd contours at Calingiri East, which the Consolidated Entity considers to be very encouraging.

MLEM Survey Results

At Calingiri West, the Roses and Anzac Hill Prospect surveys were designed to follow-up anomalies observed in 2021 VTEM survey. The Smogo's MLEM survey at Calingiri East (E70/5379) followed up a mid-time VTEM anomaly in outcropping ultramafics with elevated Cu, Pt and Pd geochemistry. Surveying at Bindi Bindi (E70/5392) was to explore for basement conductors associated with encouraging surface geochemistry in outcropping ultramafics.

Calingiri West E70/5378

Roses Prospect - Three 200 m spaced MLEM traverses were completed over an anomaly identified in VTEM data on the western edge of tenement E70/5378 (Figure 7). The northern line had to be truncated due to time constraints and thick vegetation. The data confirms the VTEM anomaly, suggesting a dip to the east and back under the tenement. A second anomaly not obvious in the VTEM was observed on the southern two lines.

² <https://chalicemining.com/sites/default/files/asx-announcements/61026000.pdf>

³ <https://wcsecure.weblink.com.au/pdf/CPN/02417349.pdf> (page 12)

The two anomalies were modelled by the Company's consulting geophysicists, finding two EM plates (Figure 7), both dipping gently 50^o-55^o to the east with relatively low conductance. The western conductor is approximately 820m long with 644m dip extent. It appears to be associated with a change of strike in the near N-S orientated lithology, potentially related to faulting, an intrusion or stress focused in this area. Such areas are potential locations for mineralisation.

The eastern plate is approximately 300m long with 265m dip extent and was not fully constrained by the MLEM Surveys as the northern line had to be truncated. Additional MLEM surveying is warranted to clarify it further. Future field work will explore the up-dip expression of these modelled plates, combined with field mapping for ultramafic rocks along with soil geochemistry. RC or AC drilling will follow on prospective areas.

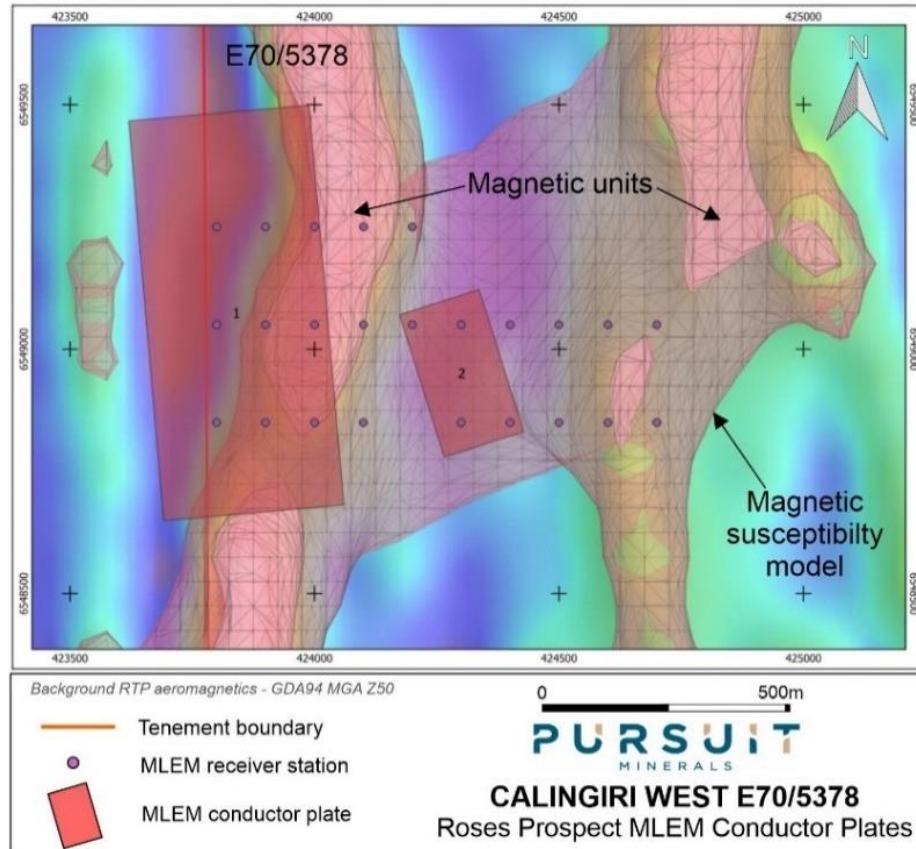


Figure 7: Roses prospect MLEM conductor plates

Anzac Hill Prospect – A block of nine 400 m spaced traverses were completed over the SE corner of the Anzac Hill area (Figure 8), targeting the extension of DevEx's Sovereign Hill intrusive complex. Although no discrete basement conductors were observed in the MLEM data, two areas of general NNW data trends were observed, prominent in data channels prior to the signal decaying to noise. These trends consistent with observed deviations in magnetic trends and observable in the late-time VTEM data. It is interpreted that these trends relate to basement features, and are potentially fault related and warrant ground follow up.

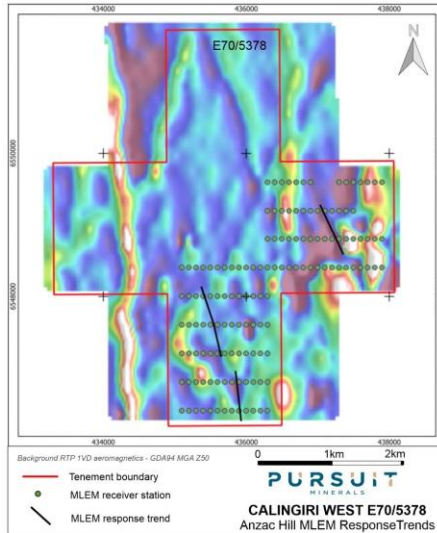


Figure 8: Modelled EM trends for field follow-up

Bindi Bindi E70/5392

Three east-west orientated MLEM traverses were completed over identified geochemical anomalies at Bindi Bindi (Figure 9). Weak mid-time anomalies were identified on the southern two traverses on the eastern end of the lines. The approximately centre of the anomalies are coincident with moderate discrete magnetic anomalies, interpreted to be ultramafic rocks, and on the eastern flank of measured Ni/Cr and Cr/Fe ratio geochemical anomalies.

Although the EM anomalies are difficult to model and a dip could not be confidently distinguished, the location of the anomaly with reference to the geochemical and magnetic anomaly is encouraging and warrants further investigation.

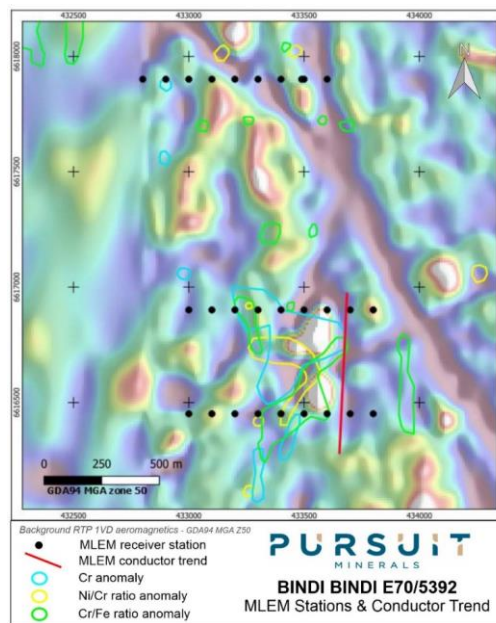


Figure 9: Bindi Bindi MLEM plate relative to geochemical anomalism

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Calingiri East E70/5379

Smogo's Prospect - Three lines of MLEM data were collected over a mid-time anomaly noted in 2021 VTEM survey data at Smogo's. The area is also host to outcropping ultramafics with high Ni/Cr and Cu/Fe ratio auger geochemistry anomalism.

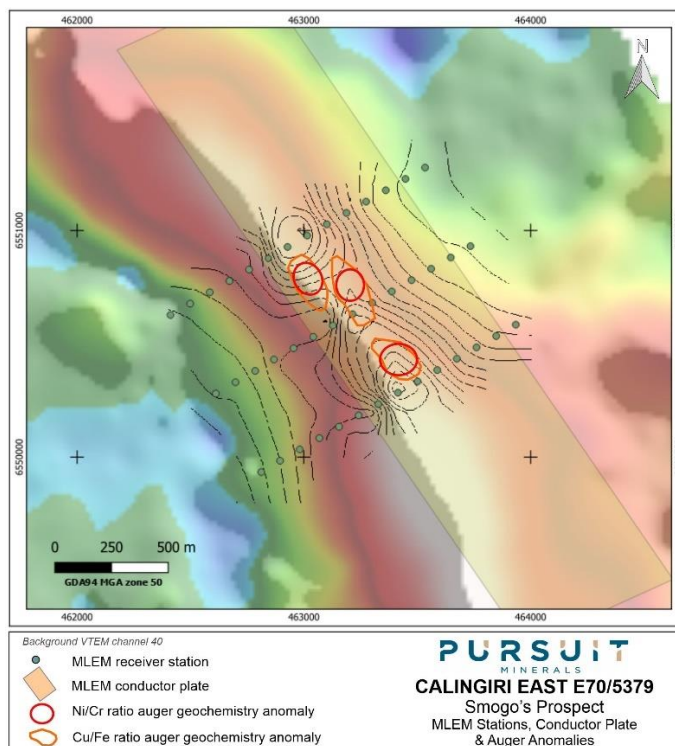


Figure 10: MLEM stations, conductive plate with Ni/Cr and Cu/Fe ratio anomalies

A large, broad, early to mid-time conductive trend was observed on all three MLEM lines, running approximately perpendicular (150-330) to the MLEM line orientation and proximal to the main conductive trend observed in the VTEM data (Figure 10). Modelling of the MLEM data resulted in a large 3,200m long plate dipping 60° to the NE with 1,400m dip extent and low conductance of 20 Siemens.

Due to the size of the conductive response, the plate is interpreted to relate to a contact, possibly the ultramafic unit mapped in the area or a weakly conductive sediment unit. Field checking of the plate position will ascertain if the contact is a prospective basal ultramafic contact worthy of drill testing.

AC Drilling

In May 2022, the Company completed AC drilling over auger geochemistry targets at Smogo's, Phil's Hill West and Ablett at its 100% owned Calingiri East (Figure 4). A total of 58 holes for 2,085m were completed before wet weather and seeding stopped drilling. Key traverses to the SE of Ablett over highly anomalous Au-Bi-As-Sb weighted-sum geochemistry were not completed and will be considered post crops harvesting in late Q4.

Ablett AC Results

Ablett drilling (24 holes for 971m) identified low grade gold mineralisation in composite 4m intervals¹ beneath the auger geological anomaly reported on 31st March 2022. The drilling extended the NNW-SSE trending gold mineralisation footprint to >800m, which aligns with gold mineralisation previously discovered by Quadrio Exploration and remains open along strike.

¹ ASX release 8/8/2022 'Drilling Extends Ablett zone to over 800m

² <https://ausgoldlimited.com/projects/katanning-gold-project/>

One metre samples from anomalous 4m composite intervals were submitted to ALS Perth for Aqua Regia digest and ICP analysis. Results highlight gold mineralisation up to 1.34g/t in ferricrete regolith, in saprolite and basement rocks as well as anomalous pathfinder elements Ag, As, Bi, Cu, Mo and Pb. Gold in basement is associated with quartz-biotite alteration of mafic lithologies, with lithological boundaries appearing to be a factor in the development of mineralisation.

Analysis of these intervals highlights the alteration and mineralisation is similar to gold mineralisation at Ausgold Limited's Katanning gold project (2.1m Oz @ 1.21 g/t Au²) in WA's southwest. Figure 11 shows typical quartz-biotite alteration in hole 22WAC0030.



Figure 11: Quartz-biotite altered mafic in 22WAC0030, 49-50m (red bar 5mm)

The mineralisation footprint has broadened significantly to >160m wide with two bedrock mineralisation zones on middle section 6 555 370N (Figure 12). This accords well with mineralisation discovered by Quadrio (Caravel) on line 6 555 000N to the south. The system remains open to the south and north and additional step-out AC drilling will be required to expand the footprint before RC drilling to explore the system at depth.

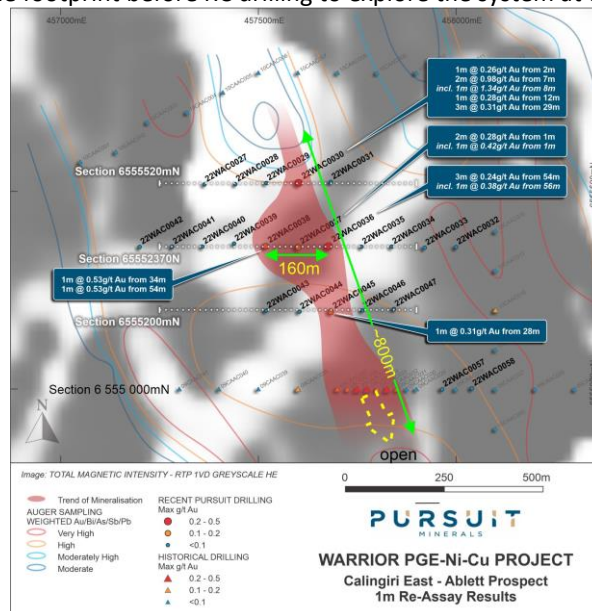


Figure 12: Existing basement gold mineralisation footprint, Ablett Prospect from 1m re-assay results

Stacked cross sections in Figure 13 show gold intervals in lateritic ferricrete (regolith), saprolite and bedrock mafic units. The presence of gold in overlying regolith discovered by the Consolidated Entity's auger sampling is closely related to the bedrock mineralisation found to date, confirming its value in targeting gold in the area.

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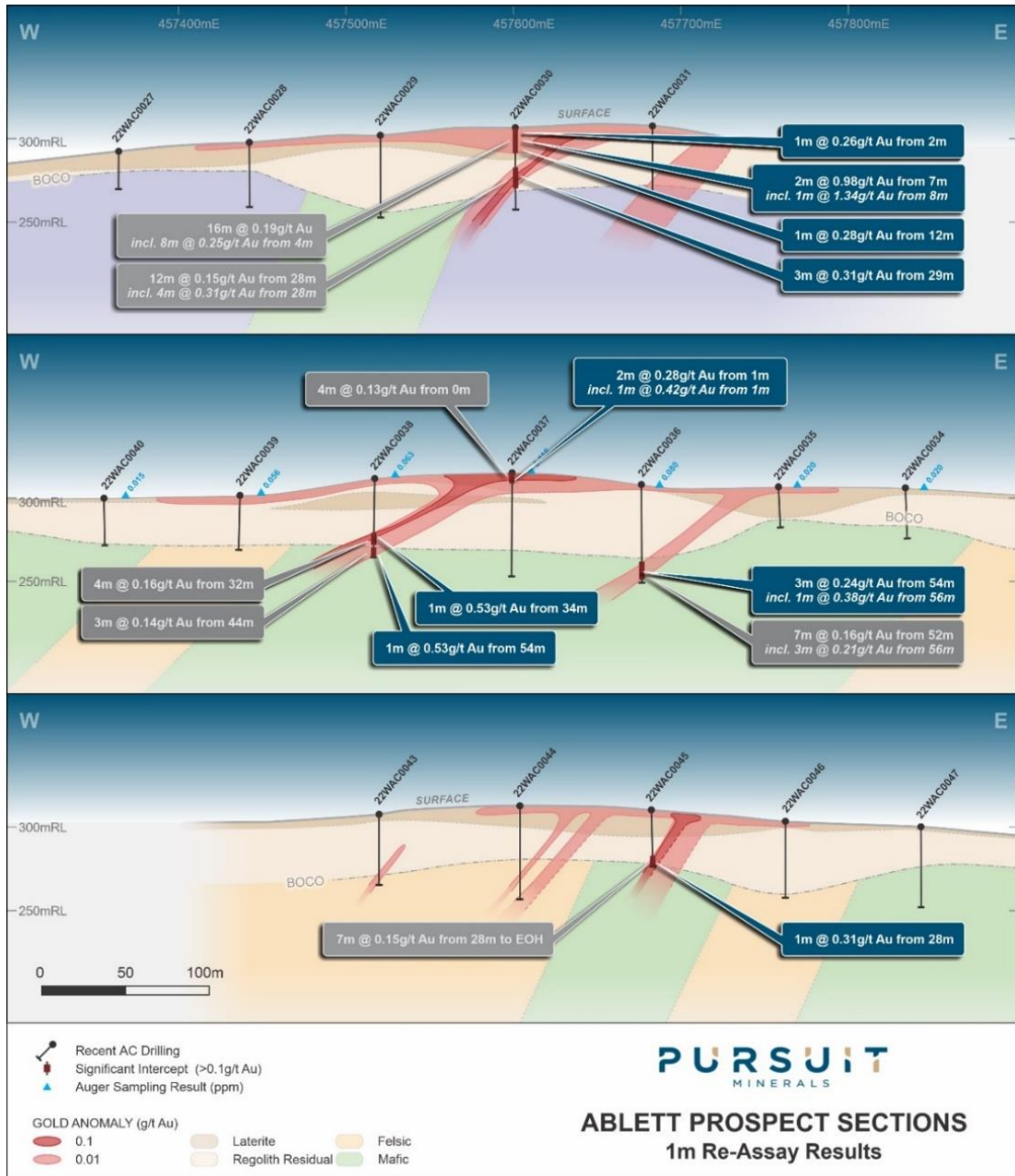


Figure 13: Composite and 1m assay results Ablett Prospect, 1m results in blue callouts (view looking north)

Smogo's and Phil's Hill West Results

A limited AC program at Smogo's (16 holes for 568m, Figure 5) intersected ultramafics with elevated nickel and chrome (Figure 14). Copper values were generally low and may have been stripped from the ultramafics by hydrothermal activity. It is becoming clearer that Smogo's hosts multiple ultramafic units and further work is needed to map out their distribution. Further MLEM programs may be required to progress the prospects in a measured way once preliminary MLEM results are received.

At Phil's Hill West, the AC drilling (18 holes for 519m) did not locate Cu, Pd and Pt anomalism previously identified in auger sampling, suggesting the source lies to the east and uphill of the drilling and closer to Phil's Hill itself (Figure 15). This information is being incorporated into a new 3D model of the Phil's Hill mineralising system currently

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being compiled by the Consolidated Entity's exploration team. The 3D model will guide future work at the prospect to locate the source of anomalism and the heart of the mineralising system.

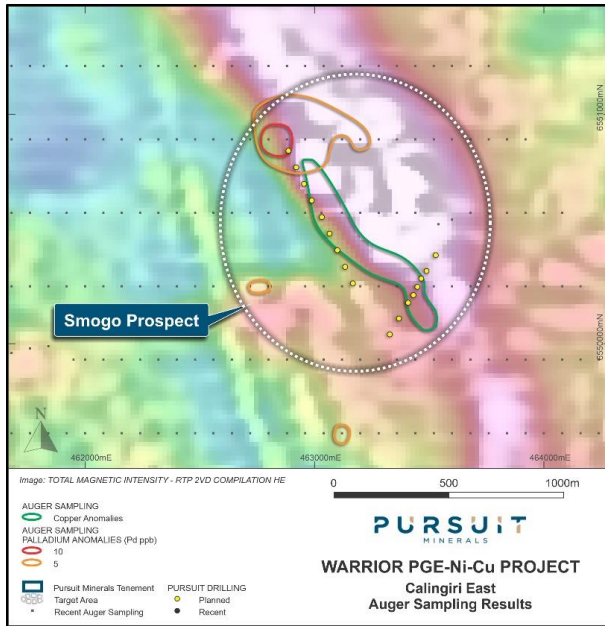


Figure 14: AC holes and auger anomalies Smogo's

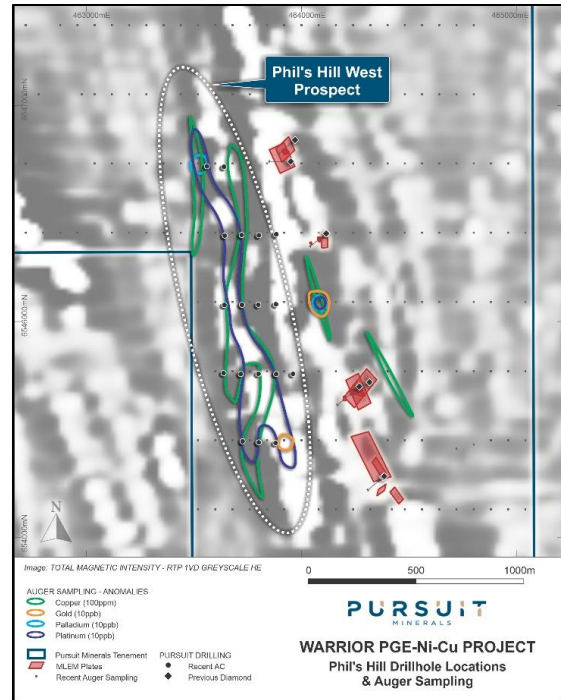


Figure 15: AC holes and auger anomalies Phil's Hill area

Ablett Prospect BOH Re-assay Results

The Company recently acquired historical AC and RC samples drilled at the Ablett prospect by Quadrio Resources, which were held by Caravel Minerals. These 2m composite RC samples were previously only assayed for a narrow suite of elements that did not include gold and major pathfinder elements. The AC 3m composite samples were previously assayed by a limited suite by Aqua Regia (AR, only a partial digest which under-reports many elements).

the Consolidated Entity submitted the RC samples to Bureau Veritas Perth for gold and a narrow element suite using AR digest, with AC BOH samples submitted to ALS Perth for a complete 4-acid digest element suite for geochemical fingerprinting.

The fingerprinting of BOH AC samples highlights a strong Arsenic anomaly over a >2km strike and >100 ppm (x10 background) to the southeast of Ablett, which strongly correlates with Arsenic results in auger geochemistry (Figure 16). It also identified a strong Bismuth anomaly with >500m strike > 1 ppm (x10 background) at Ablett which correlates closely with the ~1km max gold outlined by past drilling (Figure 16).

These BOH assays have guided the Consolidated Entity's technical team in refining our geological logging, interpretation and enhance our mineralisation model for the prospect. The results highlight how large the Ablett mineralising system footprint is at present and the many gaps in drilling at the prospect. Potential areas for additional AC drilling are shown in Figure 16.

Aqua Regia assaying on the RC pulps returned low level gold, with peak result of 53ppb Au and no significant new mineralised areas were identified. It is worth noting that the RC drilling was not optimally positioned to test gold anomalism as the RC drilling was focused on locating copper anomalism such as Caravel's Bindi Cu project to the northeast.

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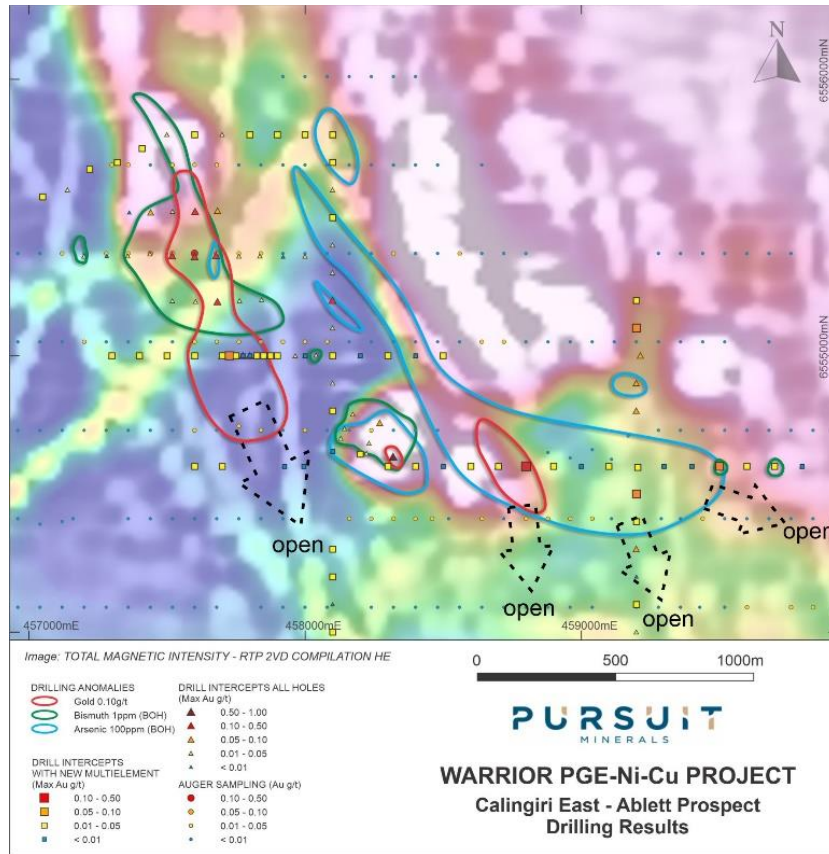


Figure 16: Bi (green) and Arsenic (blue) anomalies on drilling and auger Au, showing areas for additional drilling

Commando Gold Project (option up to 100%)

The Company entered into a 12-month option agreement to acquire the highly prospective Commando Gold Project (Figure 17) near Kalgoorlie in December 2021. The Commando Gold Project lies 38 km north of Kalgoorlie and is significantly under-explored compared to surrounding areas. In consideration for the option agreement the Consolidated Entity paid \$160,000 in cash and \$280,000 in the Consolidated Entity shares and options.

Additionally, on 27 April 2022, the Company announced the acquisition of the Oriental Prospect to enhance the Commando Project as part of an asset swap deal for the Gladiator Tenements. The Company issued 4.88 million shares (value \$70,000) on 9 September 2022 as consideration for this prospect.

Since acquisition, the Company has completed:

- a comprehensive 160m x 80m 1,951 auger geochemistry program over entire project area generated significant gold anomalies; and

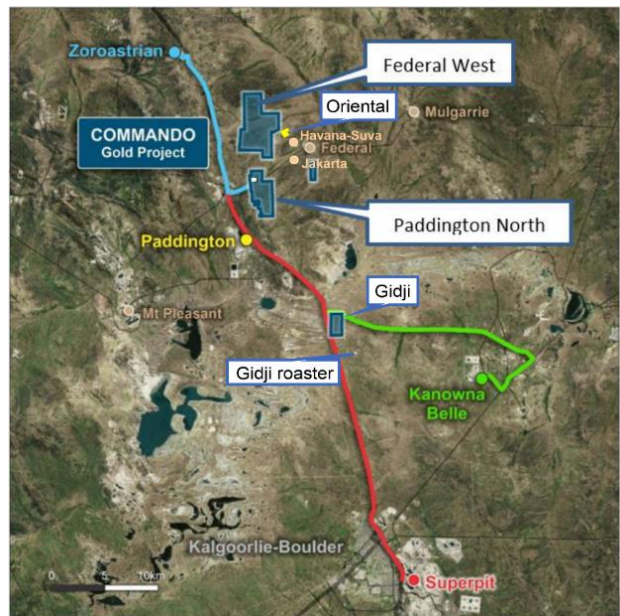


Figure 17: Commando Gold Project Location showing Oriental Prospect

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- 5,285m follow-up Air Core drill program.
- Two rounds of rockchip sampling of old workings and outcrop across the project area

Auger Geochemical Sampling

A comprehensive 160m x 80m auger sampling program was completed to provide a uniform geochemical assessment across the Project tenements¹. 2,032 auger samples, including QAQC, were collected from approximately 1.8m depth and analysed for a broad suite of elements.

The program located a number of large high-order gold anomalies up to 895ppb and four new prospect areas across the project.

Paddington North Auger Results

Results of the sampling show a number of large new gold anomalies requiring follow up AC drilling (Figure 18). At the **Wedge Prospect** a very large 1.9km x 500m >50 ppb Au-Bi-Sb-Te-Mo-S anomaly was identified with values up to **895ppb** Au. Other significant results include 253ppb, 146ppb, 146ppb and 102ppb Au. The anomalism lies close to the granite-greenstone contact, although most is within the Scotia Basalt to the west.

Significantly, the **Whisperer Prospect** gold anomaly crosses from greenstones in the west into the granite on a NE-SW structure evident in aeromagnetism that runs from the Paddington pit in the west to the Jakarta pit in the east. At Whisperer, gold mineralisation is hosted on the contact of a basalt body within the Nine Mile Monzogranite and has never been drilled. Peak gold assay was **150ppb** in an area of shallow sheetwash overlying the granite.

At the **Porphyry Prospect**, a significant 300 m long, 70m wide >100ppb Au anomaly trending NNE lies within the Scotia Basalt, and historic RC holes do not appear to have explored it effectively. Peak gold values were **187.5ppb** Au.

At **Six Boys**, gold anomalism extends well beyond areas of past prospecting pits and RC drilling into Nine Mile Monzogranite to the east with peak value **354ppb** Au. Further ground work is needed to ensure this area is not reflecting past prospector activity and warrants AC drilling follow-up.

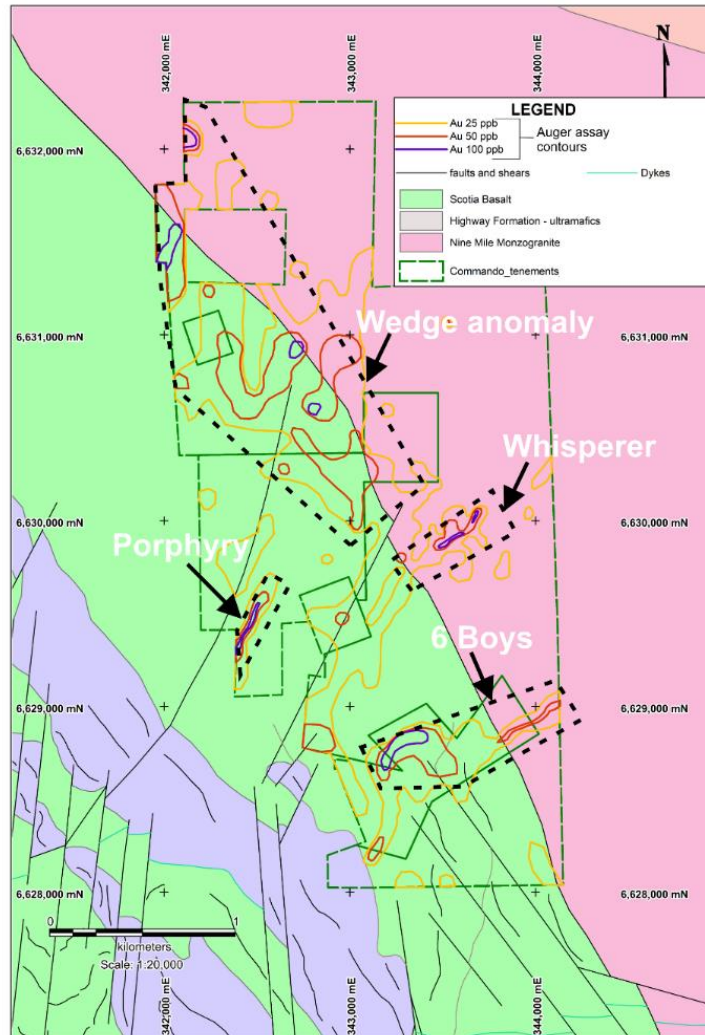


Figure 18: Gold anomalies from auger sampling, Paddington North block

Federal West Auger Results

The Federal West tenement block lies completely within granitic rocks of the Scotia Dome and along strike of the Golden Cities mines to the east (~1.5m oz Au). Surface geology is obscured by a number of large NE-SW drainages across this project area, covering basement geology and hampering past prospecting and gold exploration. It also makes geochemical sampling less effective, but despite this, two significant +25 ppb Au anomalies were located (Figure 19) at the **Bungarra** and **Skink Prospects** (new prospects).

At the **Bungarra Prospect**, gold anomalism is supported by an auger result of 101 ppb Au along strike to the NE, and resampling of historic holes found on Google Earth 200m along strike returned a BOH value of 91 ppb Au.

At the **Skink Prospect**, a historic drillhole 140m from the anomaly reported **323ppb Au** which was **never followed up**. Logging of the auger samples at Skink note broad areas of sub-crop making the anomaly less likely to be derived from transported material and a peak value of 46.5 ppb Au was reported.

Structures reflected in the NE-SW drainage pattern appear to be weaknesses in the underlying granite and shear zones, which may be good trap sites for gold mineralisation as we see at Golden Cities. Interestingly, elevated Sulphur (S) to 5% is widespread in this area of broad sheetwash so wide AC traverses will be required to explore it effectively.

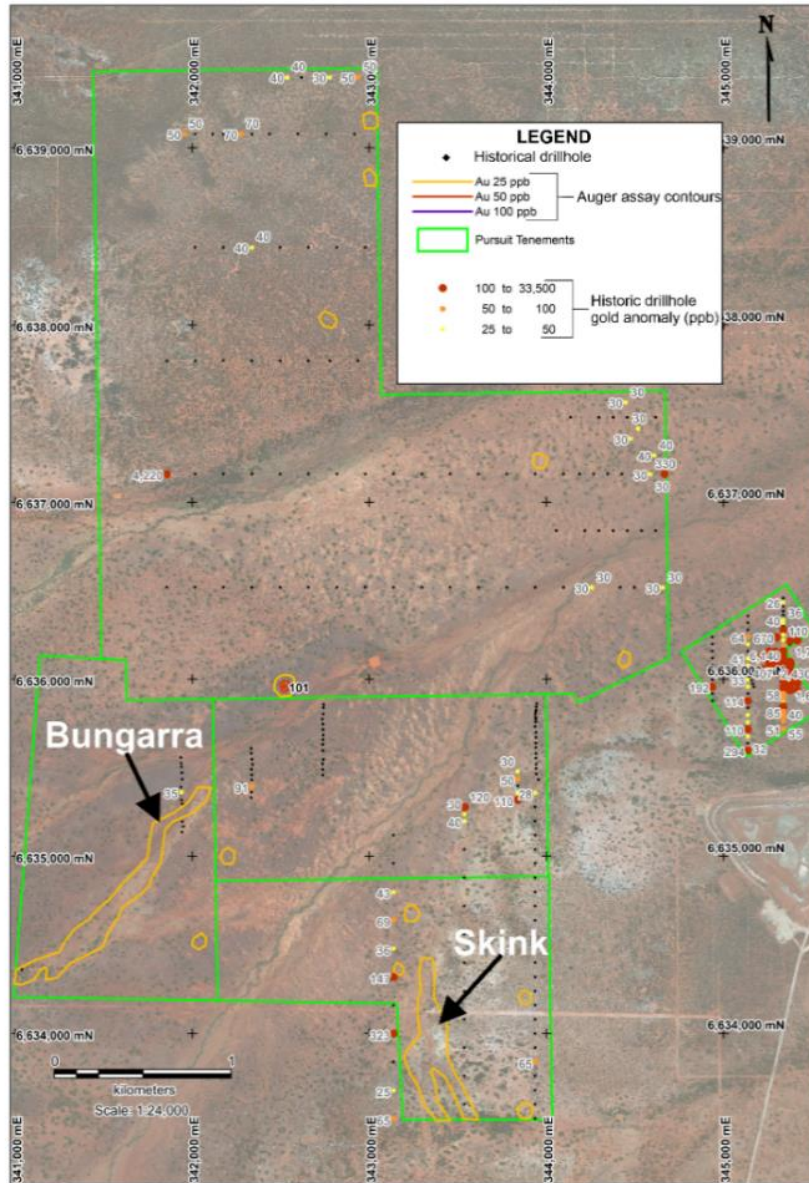


Figure 19: Federal West auger geochemistry and drillhole Au anomalies (ppb)

Gidji Auger Results – P24/4967

This tenement lies close to the Gidji roaster in an area of widespread sheet wash with occasional areas of sub-crop (Figures 17 and 20). It lies within highly prospective Black Flag Beds, straddling the boundary with Scotia Dome granites.

Auger sampling across the tenement highlights several areas of +25ppb Au anomalism, most notably in the northeast. Rockchip sampling in this area also located a sample with 228ppb Au, confirming the overall prospectivity of the tenement. Logging of holes confirms deeper sheetwash to the south and west, meaning the auger samples do not go beneath this transported material and follow-up AC drilling will be needed to explore it.

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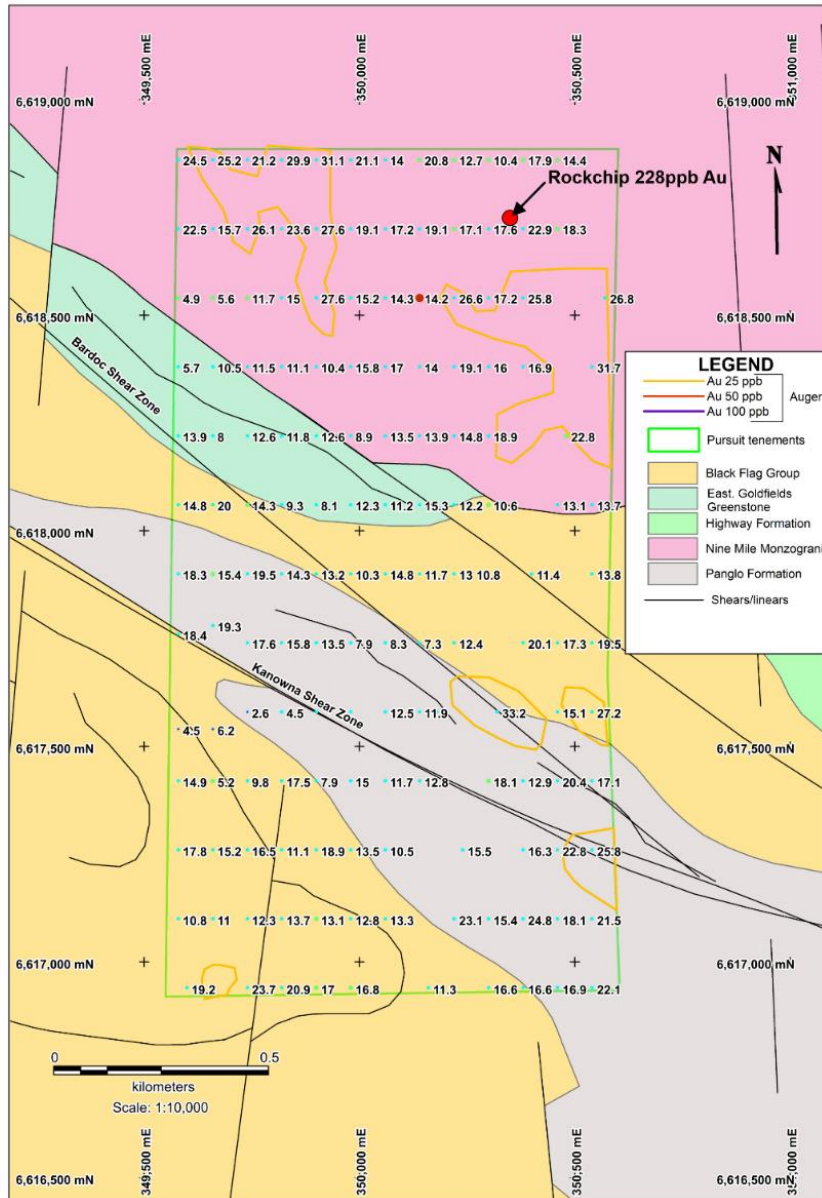


Figure 203: Auger and rockchip gold anomalies Gidji tenement

AC Drilling of Auger Anomalies

During the reporting period, the Company completed a first-pass AC drilling program across gold anomalies generated by auger geochemical sampling. By the end of the program, 142 holes for 5,283m were completed on time and under budget.

At **Federal West**, 77 holes were completed and at Bungarra Prospect a deep weathering trough trending NE-SW was discovered with significant chlorite, and albite alteration of saprolitic granite. It is believed this reflects a major shear zone which we see in the orientation of the drainage above (Figure 22). At WCUB911 drilling located strong potassic alteration around a historic drill intercept previously reported. At Skink, drilling found intense iron and silica alteration of saprolitic granite.

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At **Paddington North**, 42 holes across gold anomalies were completed along the highly sheared greenstone-granite contact at **Wedge**, as well as the **Whisperer** mafic body within 9-mile monzogranite (Figure 21). At **Wedge**, strong chlorite-biotite alteration is developed whilst at **Whisperer** quartz-sericite and iron alteration was noted.

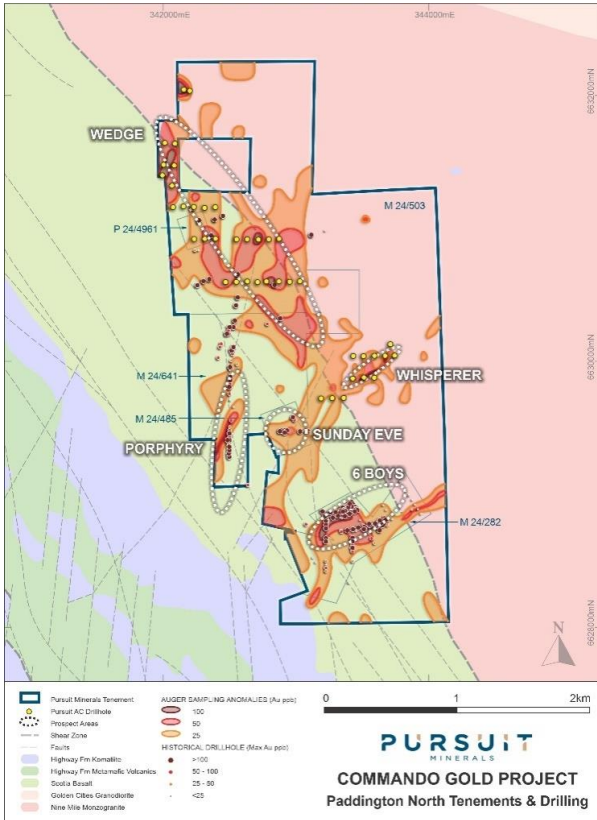


Figure 21: Paddington North AC drillhole locations

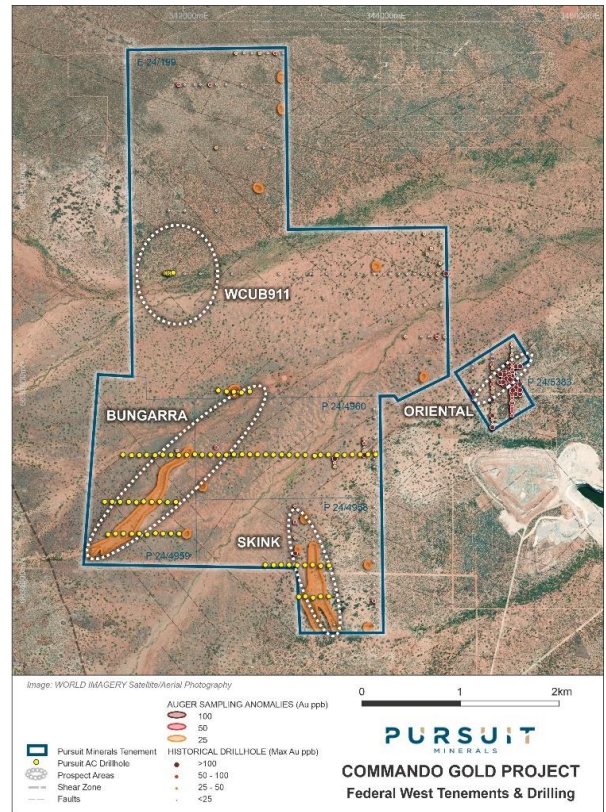


Figure 22: Federal West AC drillhole locations

At **Gidji** (Figure 23), drilling tested the sediment-granite contact in the north as well as the Kanowna and Bardoc shear zones which cross the tenement. Strong sericite alteration was noted in a number of holes.

Assays from this AC drilling program are pending and expected late September 2022.

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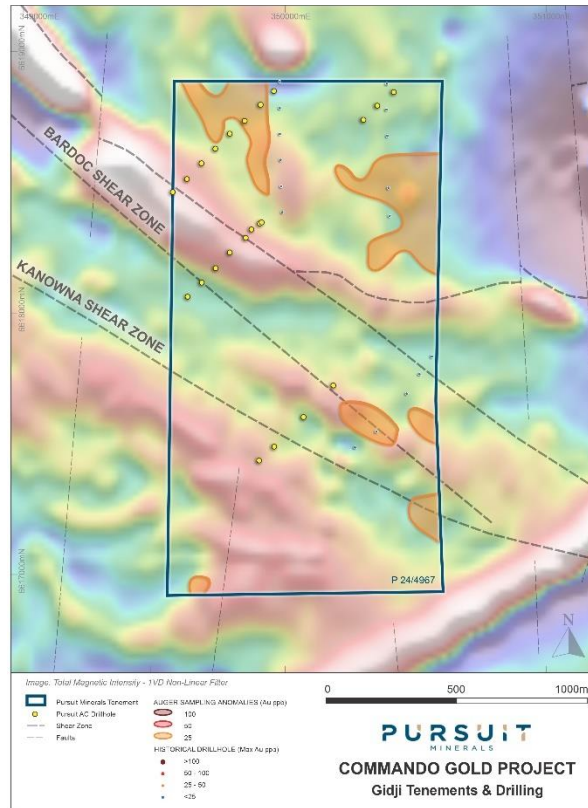


Figure 23: Gidji AC drillhole locations

Rockchip Sampling Results

Two field visits were undertaken to sample existing workings, outcropping rocks and historical drillholes where no assay data was available in the DMIRS Wamex database.

Oriental Gold Prospect Results

Outstanding assay results at Oriental up to **113.5 g/t Au** have been located, which complement other high-grade results of **108 g/t Au** and **10.5 g/t Au** reported in May 2022. Sampling around the shallow workings (Figure 24) highlights 6 zones of mineralisation and confirmed that previous north-south orientated drilling may have not optimally explored the prospect.

Mapping around the shafts and costeans confirms the mineralisation dips to the NW (310-325 degrees) at 50-72 degrees. A re-oriented drilling program focussing on this dip orientation to target higher-grade zones is likely to upgrade the prospectivity of Oriental. Oriental lies 1,200 metres NE and along strike of the Havana pit, part of the Golden Cities gold deposits (Federal, Havana & Suva, 1.5m Oz Au).

Combining these results with the historical drilling also identifies significantly under-drilled zones of mineralisation (Figure 24), to the north and south of the current drill areas, which has been undisturbed by prospectors due to shallow cover.

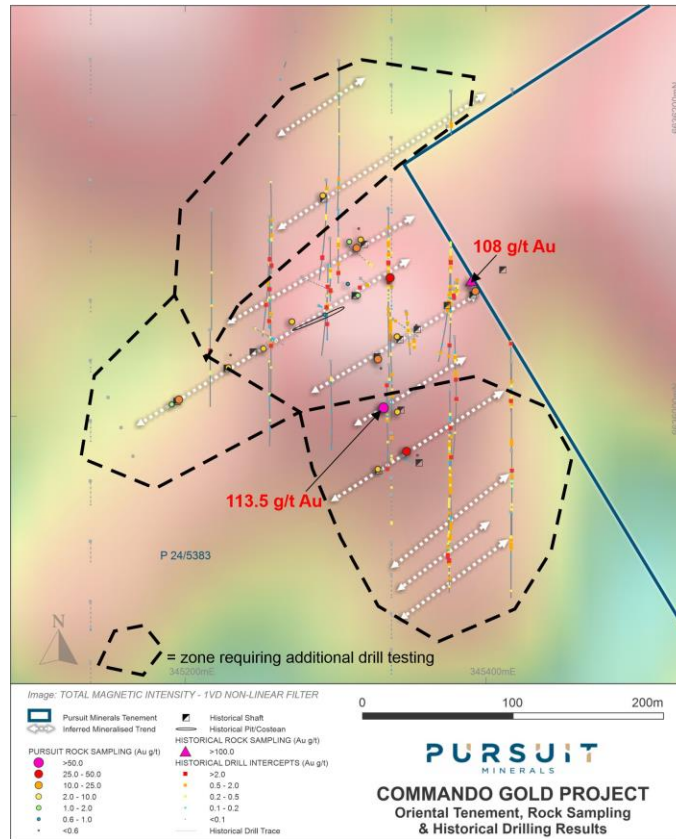


Figure 24: Oriental Rock chip sampling drilling results

Porphyry Results

Mapping and sampling around historical workings at the Porphyry prospect returned six rock chip samples with greater than 2 g/t Au, which extends the known mineralisation to over 1,200m length. Drilling by previous explorers is very limited (Figure) and these rock chip results indicate a large mineralising system which has not been systematically explored with modern drilling.

Whisperer Results

Whisperer also returned a significant rock chip result from old workings of 2.99 g/t Au, as part of sub-crop sampling around the magnetic feature that centres on Whisperer (Figure 5). These samples show evidence of hydrothermal alteration you would expect in orogenic gold systems, with quartz-sericite present in sheared/foliated lithologies, and all were weakly anomalous in gold.

Discussion

Multi-element assay results indicate that the Porphyry, Whisperer and Oriental prospects are similar but have slightly different orogenic gold system fingerprints. Oriental has a higher Ag, Bi, Cs, K, Mo, Pb, Te and W element association, typical in more oxidised parts of orogenic systems and similar to other granite hosted mines such as the Golden Cities deposits.

Porphyry has a stronger As, B, Mo, Sb and a single spectacular Te result, which is similar to greenstones around the Paddington Gold Mine (~5 Moz Au).

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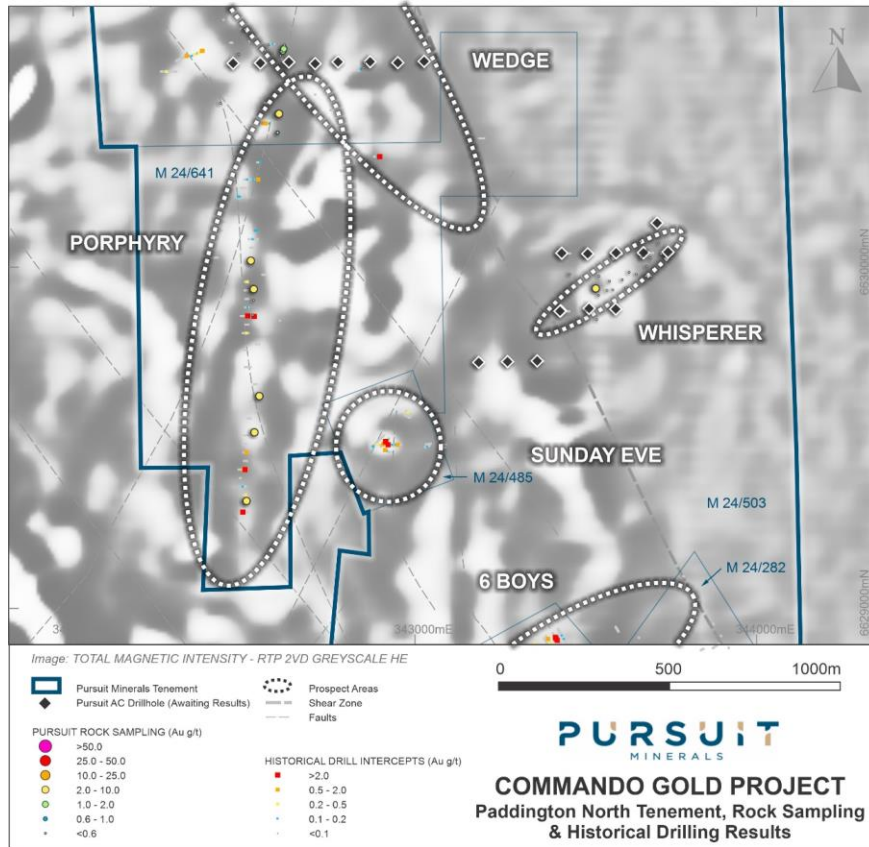


Figure 25: Rock Chip Results at Porphyry and Whisperer

Combatant PGE-Ni-Cu Project (100%)

The Combatant PGE-Ni-Cu Project lies approximately 270km northeast from Geraldton and 210km west of Meekatharra, within the Narryer Terrain geological province which host mafic and ultramafic rocks that contain significant PGE-Ni-Cu-Au mineralisation, including the Irrida Hill Project (Desert Metals: ASX DM1).

During the year, DMIRS advised the Company that it intends to refuse the Consolidated Entity’s Combatant exploration licence applications due to their location within the CSIRO Murchison radio quiet zone. Legal representations have been made to the Department as precedents for granting tenements in the area do exist. The Consolidated Entity’s case is currently being considered by DMIRS.

Sampling and reconnaissance completed during the reporting period, has identified 3 ultramafic units at Garden Well (E09/2497), Currie Currie Bore (E 09/5496) and Murrum Creek (E 09/5496) (Figure 10). The Garden Well ultramafic has a strike length of approximately 1,800m and field mapping has

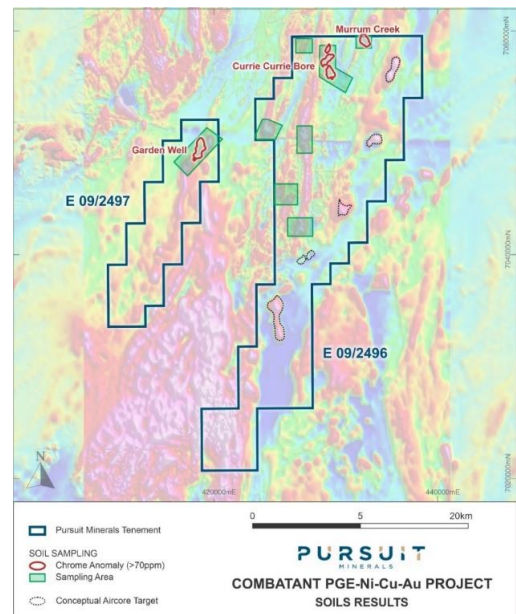


Figure 10 – Identified ultramafics and conceptual air core drill targets

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confirmed it consists of multiple units over 450m wide, intercalated with host gneiss.

The Currie Currie Bore ultramafic has a strike length of approximately 2,900m and a field traverse confirms it lies within a package of mafic and BIF units and is between 700 and 350m wide.

The Murrum Creek ultramafic is an 800 x 700m body in flat country with no surface expression. Nickel, copper, gold, platinum and palladium assays are typical of background ultramafic levels with no significant elevated results noted. These results confirm that the tenement package hosts intrusive ultramafic units, and aeromagnetic interpretation indicates that these ultramafics are intrusive in nature. As announced previously, the Company is currently reviewing existing geological and geophysical information to better understand the prospectivity before heritage surveying and plans to conduct an AC drilling program in H2 2022.

Gladiator

On 27 April 2022, the Company announced the sale of the Gladiator Tenements for \$30,000 and the acquisition of the Oriental Prospect for \$100,000 with a net payment of \$70,000 owing. The transaction settled on 9 September 2022 following which the Company issued 4.88 million shares (value \$70,000) on 9 September 2022.

Sale of Scandinavian Assets for ~\$3,350,000

On 17 May 2022, the Company has settled the sale of its nickel and vanadium projects in Norway, Sweden and Finland to Kendrick Resources PLC ("Kendrick") (LSE: KEN) for ~A\$2.35 million in Kendrick Shares (37.9m net shares) with 36% not subject to escrow with the balance of securities to be free trading over 18 months in three equal tranches (~8m shares every 6 months). In addition, the Company may receive the following deferred consideration:

- A\$250,000 in cash, upon the completion of a Bankable Feasibility Study, on any of the Scandinavian Projects, demonstrating an internal rate of return of not less than 25%; and
- A\$500,000 in cash upon a decision to mine in relation to any of the Scandinavian Projects.

Kendrick successfully raised GBP £3.25 million at 3.5 pence per share to fund project development. Kendrick shares are currently trading at 1.6 pence per share.

Corporate

The Consolidated Entity had a cash position of \$6,207,510 at year end.

The sale of the Company's Scandinavian assets settled on 17 May 2022. The Company received ~A\$2.35 million in Kendrick Shares (37.9m shares) with 36% free trading and the balance of securities to be free trading over 18 months in three equal tranches (~8m shares every 6 months).

The Company secured an At the Market Facility to provide the Company up to \$5,000,000 of standby equity capital over the next 12 months. To start the facility, the Consolidated Entity issued 45 million shares from its LR7.1 capacity, for no consideration, to Alpha Investment Partners. The Company has full control of when to draw on this facility and, in the event it cancels the facility the securities issued up front can be cancelled at no cost.

During the year, the Consolidated Entity issued 10,000,000 shares at a price of \$0.05025 per share for the remaining consideration payable for the acquisition of the Warrior Project.

The Consolidated Entity also issued 8,535,278 shares and 2.5 million options exercisable at \$0.0281 expiring 23 December 2024 during the year as payment for an option to acquire the Commando Gold Project.

The Company issued 60,000,000 performance rights to directors, consultants and staff during the year. 50,000,000 performance rights were issued to Directors following approval by shareholders at the annual general meeting held 31 January 2022 with the remainder issued in December 2021.

Following execution of the acquisition of the Oriental Project and sale of the Gladiator Project which settled post year end, the Company wrote down the value of the Gladiator Project to its realisable value of \$30,000.

Competent Person's Statement

Statements contained in this announcement relating to exploration results, are based on, and fairly represents, information and supporting documentation prepared by Mr. Mathew Perrot, who is a Registered Practising Geologist Member No 10167 and a member of the Australian Institute of Geoscientists, Member No 2804. Mr. Perrot is a full-time employee the Company, as the Company's Exploration Manager and has sufficient relevant experience in relation to the mineralisation style being reported on to qualify as a Competent Person for reporting exploration results, as defined in the Australian Code for Reporting of Identified Mineral Resources and Ore Reserves (JORC) Code 2012. Mr Perrot consents to the use of this information in this announcement in the form and context in which it appears.

Forward looking statements

Statements relating to the estimated or expected future production, operating results, cash flows and costs and financial condition of the Consolidated Entity's planned work at the Company's projects and the expected results of such work are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by words such as the following: expects, plans, anticipates, forecasts, believes, intends, estimates, projects, assumes, potential and similar expressions. Forward-looking statements also include reference to events or conditions that will, would, may, could or should occur. Information concerning exploration results and mineral reserve and resource estimates may also be deemed to be forward-looking statements, as it constitutes a prediction of what might be found to be present when and if a project is actually developed.

These forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable at the time they are made, are inherently subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements, including, without limitation: uncertainties related to raising sufficient financing to fund the planned work in a timely manner and on acceptable terms; changes in planned work resulting from logistical, technical or other factors; the possibility that results of work will not fulfil projections/expectations and realize the perceived potential of the Consolidated Entity's projects; uncertainties involved in the interpretation of drilling results and other tests and the estimation of gold reserves and resources; risk of accidents, equipment breakdowns and labour disputes or other unanticipated difficulties or interruptions; the possibility of environmental issues at the Consolidated Entity's projects; the possibility of cost overruns or unanticipated expenses in work programs; the need to obtain permits and comply with environmental laws and regulations and other government requirements; fluctuations in the price of gold and other risks and uncertainties.

REVIEW OF RESULTS

The loss after tax for the year ended 30 June 2022 was \$1,948,139 (2021: \$3,931,905 loss). The significant items affecting the loss after tax were:

- a) Gain/(loss) from discontinued operations of \$439,369 (2021: \$(1,651,452)).
- b) Administrative and other expenses totalling \$959,546 (2021: \$930,250).
- c) Share based payments of \$250,837 (2021: 1,418,103)

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There have been no significant changes in the state of affairs of the Consolidated Entity during the year.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

the Consolidated Entity will continue to explore its tenement package as described in the Principal Activities section above.

DIVIDENDS

No dividends were paid during the year and no recommendation is made as to payment of dividends.

EVENTS SUBSEQUENT TO REPORTING DATE

The following event occurred subsequent to 30 June 2022:

- The Consolidated Entity issued 4.88 million shares (~\$70,000) on 9 September 2022 as part of a deal to swap the Gladiator Tenements for the Oriental exploration prospect (previously announced to the ASX on 27 April 2022). There is a net smelter royalty payable of 1% of any future production from the Oriental tenements.
- On 14 July 2022 the Company entered into an At-the-Market Facility (ATM) with Alpha Investment Partners and issued 45,000,000 shares from its LR7.1 capacity, at no consideration to Alpha Investment Partners. PUR may, at any time, buy back the collateral shares for no consideration (subject to shareholder approval). The ATM provides PUR with up to AUD\$5,000,000 of standby equity capital over the following 12 months. PUR retains full control of all major aspects of the placement process, having sole discretion as to whether or not to utilise the ATM, the quantum of issued shares, and the minimum issue price of shares for any placement. If PUR decides to utilise the ATM, PUR is able to set a floor price (at its sole discretion) and the final issue price will be calculated as the greater of that floor price set by PUR and up to a 10% discount to a Volume Weighted Average Price (VWAP) over a period of PUR's choosing (again at the sole discretion of PUR).

The Directors are not aware of any other matters or circumstances not otherwise dealt with in this interim report that have significantly, or may significantly affect the operations, results or state of affairs of the Consolidated Entity.

UNISSUED SHARES

Unissued ordinary shares of the Company under options at the date of this report are as follows:

Expiry Date	Exercise price	Number
20/09/2023	\$0.007	36,000,000
23/12/2024	\$0.0281	2,500,000
		<u>38,500,000</u>

In addition, at the date of this report, the Company has

- 4,500,000 Performance Rights on issue with each convertible into one ordinary share on or before 30 June 2024 if the Company's share price reaches 12 cents over 20 consecutive days.
- 20,000,000 Performance Rights on issue with each convertible into one ordinary share on or before 30 June 2025 if the Company's 20 day VWAP share price reaches \$0.04.
- 20,000,000 Performance Rights on issue with each convertible into one ordinary share on or before 30 June 2025 if the Company's 20 day VWAP share price reaches \$0.05.
- 20,000,000 Performance Rights on issue with each convertible into one ordinary share on or before 30 June 2025 if the Company's 20 day VWAP share price reaches \$0.06.

SHARES ISSUED AS A RESULT OF THE EXERCISE OF OPTIONS

The Company issued 5,000,000 shares on 15 July 2021 as result of exercise of options at an exercise price of \$0.007. No amounts remain unpaid in respect of these shares.

There have been no further options issued or exercised up to the date of this report.

The Company issued 60,000,000 performance rights during the year, of which 50,000,000 were issued to key management personnel during the year (refer to Remuneration Report).

ENVIRONMENTAL REGULATION

The Consolidated Entity carries out mineral exploration at its various projects which are subject to environmental regulations under both Commonwealth and State legislation. During the financial year, there have been no breaches of these regulations.

SCHEDULE OF TENEMENTS

As at the date of this report, the Consolidated Entity had interests in the following mineral exploration licences :

Project	Tenement	Location	Area (km ²)	Expiry Date
Warrior	E70/ 5378 - Calingiri West	WA	126.06	29/07/2026
Warrior	E70/5392 - Bindi Bindi	WA	94.49	01/12/2025
Warrior	E70/5379 – Calingiri East	WA	179.08	01/12/2025
Warrior	E70/5493 - Wubin	WA	192.98	25/11/2025
Warrior	E70/5678 – Wubin South	WA	53.41	17/01/2026
Combatant	E09/2496	WA	319	12/9/2022
Combatant	E09/2497	WA	85.9	12/9/2022
Commando	E24/199	WA	8.36	15/10/2025
Commando	M 24/282	WA	0.44	28/03/2031
Commando	M24/485	WA	0.10	16/07/2030
Commando	M24/503	WA	4.70	15/07/2030
Commando	M 24/641	WA	1.04	15/07/2030
Commando	P24/4958	WA	1.88	21/09/2023
Commando	P24/4959	WA	1.93	21/09/2023
Commando	P 24/4960	WA	1.93	21/09/2023
Commando	P24/4961	WA	0.05	25/08/2024
Commando	P24/4967	WA	2.01	3/11/2023
Commando	P24/5192	WA	0.67	22/10/2025
Oriental	P24/5383	WA		

AUDITOR'S DECLARATION OF INDEPENDENCE

The auditor's independence declaration for the year ended 30 June 2022 has been received and is included within the financial statements.

REMUNERATION REPORT (AUDITED)**Introduction**

The Directors present the Remuneration Report for the Consolidated Entity for the year ended 30 June 2022. This Remuneration Report forms part of the Directors' Report in accordance with the requirements of the *Corporations Act 2001* and its regulations. For the purposes of this report, Key Management Personnel ("KMP") of the Consolidated Entity are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Consolidated Entity, directly or indirectly, including any director (whether executive or otherwise) of the Parent Entity.

Key management personnel

The following persons were KMP of the Consolidated Entity during the financial year (unless noted otherwise the persons listed were KMP for the whole of the financial year):

Name	Position Held
Peter Wall	Non-Executive Chairman
Bob Affleck	Managing Director (appointed 1 April 2022, previously Technical Director)
Mark Freeman	Finance Director / Company Secretary (appointed 1 April 2022, previously Managing Director)

Remuneration Policy

The remuneration policy of the Consolidated Entity has been designed to align KMP objectives with Shareholders' interests and business objectives by providing a fixed remuneration component, a short term remuneration component and offering specific long-term incentives based on key performance areas affecting the Consolidated Entity's financial results. The Board believes that the remuneration policy is appropriate and effective in its ability to attract and retain the best KMP to run and manage the Consolidated Entity, as well as create goal congruence between KMP and Shareholders.

The table below shows for the current financial year and previous four financial years the total remuneration cost of the KMP, earnings per ordinary share (EPS), dividends paid or declared, and the closing price of ordinary shares on ASX at year end.

	Total Remuneration \$	EPS (Cents)	Dividends (Cents)	Share Price (Cents)
2022	507,414	(0.21)	-	1.3
2021	1,735,659	(0.55)	-	7
2020	402,660	(0.32)	-	0.5
2019	416,565	(5.51)	-	1.0
2018	2,228,398	(5.02)	-	8.8

Given the stage of the Consolidated Entity's development and the fact that it does not currently have any revenue producing operations, the Board does not consider EPS or dividends paid or declared to be meaningful measures for assessing KMP performance.

REMUNERATION REPORT (AUDITED)**Executive Directors and Management**

The Board's policy for determining the nature and amount of remuneration for Executive Directors and Management of the Consolidated Entity was in place for the financial year ended 30 June 2022. The remuneration of an Executive Director is decided by the Board, without the affected Executive Director participating in that decision-making process. The Board's policy is to remunerate the Executive Director and Management based on market practices, duties and accountability. Independent external advice is sought when required.

In addition to this the Executive Director and Management may be paid fees or other amounts (i.e. non-cash performance incentives such as options or performance rights, subject to any necessary Shareholder approval) as the other Board members determine where the Executive Director and Management performs special duties or otherwise performs services outside the scope of the ordinary duties of the Executive Director and Management. In addition, the Executive Directors and Management are also entitled to be paid reasonable travelling, hotel and other expenses incurred by them respectively in or about the performance of their duties as Executive Directors and Management.

Non-Executive Directors

The total maximum cash remuneration of Non-Executive Directors is determined by ordinary resolution of Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable. The maximum aggregate amount of fees that can be paid to Non-Executive Directors is subject to approval by Shareholders at the Annual General Meeting ("AGM"). The maximum aggregate amount of fees payable is currently \$750,000. The remuneration paid to Non-Executive Directors are reviewed annually.

Short term incentives

No short-term incentives were awarded to key management personnel during the year. A bonus of \$20,000 was awarded to an Executive Director in the previous financial year.

Long term incentives

The following long-term incentives were awarded to key management personnel during the year :

- Mark Freeman 20,000,000 Performance Rights
- Peter Wall 15,000,000 Performance Rights
- Bob Affleck 15,000,000 Performance Rights

No performance conditions were attached to the award of these long-term incentives, though there are market-based conditions (refer below).

Use of Remuneration Consultants

To ensure the Board acting in its capacity as the Remuneration Committee is fully informed when making remuneration decisions, it may seek external remuneration advice. The Board did not engage external remuneration advice in 2022.

Remuneration Report Approval at FY2021 AGM

The remuneration report for the year ended 30 June 2021 was put to shareholders and approved at the Company's AGM held on 31 January 2022. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

REMUNERATION REPORT (AUDITED)**Details of Remuneration**

Compensation paid, payable or provided by the Consolidated Entity or on behalf of the Consolidated Entity, to key management personnel is set out below. Key management personnel include all Directors of the Consolidated Entity and certain executives who, in the opinion of the Board and Managing Director, have authority and responsibility for planning, directing and controlling the activities of the Consolidated Entity directly or indirectly.

The following table sets out details of remuneration received by the Consolidated Entity's key management personnel during the year.

	Year	Salary & fees	Share-based payments	Total	Remuneration consisting of share-based payments
Non-executive Chairman					
Peter Wall	2022	69,000	38,824	107,824	36%
	2021	39,000	296,360	335,360	88%
Matthew O'Kane	2022	-	-	-	-
	2021	29,800	227,969	257,769	88%
Executive Directors					
Bob Affleck	2022	144,000	38,824	182,824	21%
	2021*	789	-	789	-
Mark Freeman	2022	165,000	51,766	216,766	24%
	2021	197,000	524,330	721,330	73%
Jeremy Read ¹	2022	-	-	-	-
	2021	124,050	296,360	420,410	70%
Total	2022	378,000	129,414	507,414	26%
	2021	390,639	1,345,020	1,735,659	77%

*Appointed 24/6/21

¹ Resigned 1/7/20

Service Agreements

The Company has entered into executive services agreements with key management personnel.

Peter Wall

- Position: Non- Executive Chairman
- Director fees:
 - 1 July 21 - 31 March 22 \$6,000 per month; and
 - Post 1 April 22 Directors fees were \$5,000 per month.

REMUNERATION REPORT (AUDITED)Bob Affleck

- Position: Managing Director
- Appointment Date: 24 June 21 as a technical director and on 1 April 22 appointed Managing Director
- Directors Fees
 - 1 July 21 - 31 July 21 \$4,000 per month plus \$1,000 per day for consulting services;
 - 1 August 21 - 31 March 22 \$10,000 per month; and
 - 1 April 22 following appointment as Managing Director of \$20,000 per month.
- Term: No fixed term.
- Termination: Either party may terminate the contract by providing a written notice giving 3 months notice or paying a termination fee of 3 months.
- The Company reimburses Mr Affleck for all reasonable expenses incurred by him in the performance of his duties in connection with the Company.

Mark Freeman

- Position: Finance Director/ Company Secretary
- Appointment date: 1 April 20
- Term: No fixed term.
- Termination: Either party may terminate the contract by providing a written notice giving 3 months notice or paying a termination fee of 3 months.
- Remuneration:
 - 1 June 21 – 31 March 22 of \$15,000 per month; and
 - 1 April 22 of \$10,000 per month.
- Book-keeping and accounting services: total fees for the year were \$30,740, the current fee is \$3,000 per month (exclusive of GST) for providing book-keeping and accounting services,
- The Company reimburses Mr Freeman for all reasonable expenses incurred by him in the performance of his duties in connection with the Company.

Share Based Compensation

The following options were held by key management personnel during the year ended 30 June 2022.

	Balance at 30 June 2021	Grant Date	Granted as Remuneration	Fair Value of Options at Grant Date	Exercised, Forfeiture / Lapsed	Other	Balance at 30 June 2022
Non-Executive Chairman							
Peter Wall	14,351,351	-	-	-	-	-	14,351,351
Executive Directors							
Bob Affleck	-	-	-	-	-	-	-
Mark Freeman	23,000,000	-	-	-	-	-	23,000,000
Total	37,351,351	-	-	-	-	-	37,351,351

REMUNERATION REPORT (AUDITED)

	Balance at 30 June 2020	Grant Date	Granted as Remuneration	Fair Value of Options at Grant Date ⁴	Exercised, Forfeiture / Lapsed	Other	Balance at 30 June 2021
Non-Executive Chairman							
Peter Wall	1,351,351	18 Sep'20	13,000,000	\$296,360	-	-	14,351,351
Matthew O'Kane ¹	1,180,180	18 Sep'20	10,000,000	\$227,969	(5,000,000)	(6,180,180)	-
Executives							
Bob Affleck	-						
Mark Freeman	-	18 Sep'20	23,000,000	\$524,330	-	-	23,000,000
Jeremy Read ²	270,270	18 Sep'20	13,000,000	\$296,360	(13,000,000)	(270,270)	-
Stephen Kelly ³	2,000,000	-	-	-	-	(2,000,000)	-
Total	4,801,801		59,000,000	\$1,345,020	(18,000,000)	(8,450,450)	37,351,351

¹ Exercised 5,000,000 options exercisable at \$0.007 each on 31 May 2021. Resigned on 24 June 2021, holding 6,180,180 options as at the date of resignation.

² Exercised 13,000,000 options exercisable at \$0.007 each on 31 May 2021. Resigned on 28 April 2021, holding 270,270 options as at the date of resignation.

³ Resigned on 1 July 2020, holding 2,000,000 options as at the date of resignation.

⁴ These securities are fully vested.

There is a nil exercise price for the rights.

The following Performance Rights were held key management personnel during the year ended 30 June 2022.

	Balance at 30 June 2021	Grant Date	Granted as Remuneration (one third each of Series A, B and C) ^{2,3,4}	Fair Value of Performance Rights at Grant Date	Exercised, Forfeiture / Lapsed	Balance at 30 June 2022 ¹
Non-Executive Chairman						
Peter Wall	-	31 Jan 22	15,000,000	\$322,500	-	15,000,000
Executive Directors						
Bob Affleck	-	31 Jan 22	15,000,000	\$430,000	-	15,000,000
Mark Freeman	-	31 Jan 22	20,000,000	\$322,500	-	20,000,000
Total	-		50,000,000	\$1,075,000	-	50,000,000

¹ No performance rights are vested or exercisable at balance date.

² Series A vests if the Consolidated Entity shares achieve a 20 day VWAP of at least \$0.04 by 30 June 2025. No Securities have vested.

³ Series B vests if the Consolidated Entity shares achieve a 20 day VWAP of at least \$0.05 by 30 June 2025. No Securities have vested.

⁴ Series C vests if the Consolidated Entity shares achieve a 20 day VWAP of at least \$0.06 by 30 June 2025. No Securities have vested.

REMUNERATION REPORT (AUDITED)

	Balance at 30 June 2020	Grant Date	Granted as Remuneration	Fair Value of Performance Rights at Grant Date	Exercised, Forfeiture / Lapsed ¹	Balance at 30 June 2021
Non-Executive						
Chairman						
Peter Wall	2,000,000	-	-	-	(2,000,000)	-
Executives						
Bob Affleck	-	-	-	-	-	-
Mark Freeman	-	-	-	-	-	-
Jeremy Read	2,000,000	-	-	-	(2,000,000)	-
Total	4,000,000	-	-	-	(4,000,000)	-

¹ Lapsed 23 August 2020 due to vesting conditions not met by expiry date.

Share holdings of Key Management Personnel

The number of shares in the Company held during the financial year by key management personnel of the Consolidated Entity, including their personally related parties, are set out below.

	Balance at 30 June 2021	Movement during the year	Exercise of options	Resignations	Balance at 30 June 2022
Non-Executive					
Chairman					
Peter Wall	29,006,005	-	-	-	29,006,005
Executives					
Mark Freeman	2,571,429	-	-	-	2,571,429
Bob Affleck	-	-	-	-	-
Total	31,577,434	-	-	-	31,577,434

	Balance at 30 June 2020	Movement during the year	Exercise of options	Resignations	Balance at 30 June 2021
Non-Executive					
Chairman					
Peter Wall	8,054,053	20,951,952	-	-	29,006,005
Matthew O'Kane	540,540	2,000,000	-	(2,540,540)	-
Executives					
Mark Freeman	-	2,571,429	-	-	2,571,429
Bob Affleck	-	-	-	-	-
Jeremy Read	3,310,810	945,947	13,000,000	(17,256,757)	-
Stephen Kelly	805,000	-	-	(805,000)	-
Total	12,710,403	26,469,328	13,000,000	(20,602,297)	31,577,434

Loans to key management personnel

There were no loans to key management personnel at any time during the financial year.

REMUNERATION REPORT (AUDITED)**Other transactions with Key Management Personnel**

- i. Steinepreis Paganin, a company of which the Director, Mr Peter Wall is a Partner, was paid or due to be paid an aggregate amount of \$59,664 (2021: \$70,978) for legal services rendered during the year.
- ii. Meccano Consulting Pty Ltd, a company owned by Mr Freeman, was paid or due to be paid \$30,740 (2021: \$26,060) for bookkeeping and accounting services rendered during the year.

At year end the Company owed \$26,000 to Meccano Consulting (a company controlled by Mark Freeman) for director and other fees. No other amounts were owed to Directors at year end.

- iii. All director and consulting fees payable to Mr Bob Affleck are paid to The Trustee for the Affleck Family Trust trading as Petra Calcis Exploration.

End of Audited Remuneration Report**INSURANCE OF OFFICERS**

To the extent permitted by law, the Consolidated Entity has indemnified (fully insured) each Director and the secretary of the Company. The liabilities insured include costs and expenses that may be incurred in defending civil or criminal proceedings (that may be brought) against the officers in their capacity as officers of the Consolidated Entity or a related body, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else or to cause detriment to the Consolidated Entity. It is not possible to apportion the premium between amounts relating to the insurance against legal costs and those relating to other liabilities.

PROCEEDINGS ON BEHALF OF THE CONSOLIDATED ENTITY

The Consolidated Entity is not aware that any person has applied to the court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Consolidated Entity, or to intervene in any proceedings in which the Consolidated Entity is a party, for the purpose of taking responsibility on behalf of the Consolidated Entity for all or part of those proceedings. No proceedings have been brought or intervened in on behalf of the Consolidated Entity with leave of the court under section 237 of the *Corporations Act 2001*.

NON-AUDIT SERVICES

The Consolidated Entity may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Consolidated Entity and/or the Consolidated Entity are important. Pitcher Partners BA&A Pty Ltd provided tax consulting services to the Company during the year. No other assignments were engaged with the auditor during the year. Details of the amounts paid or payable to the auditor, Pitcher Partners BA&A Pty Ltd for audit services provided during the year are set out in Note 28 to the financial report.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is attached to this report.

AUDITOR

Pitcher Partners BA&A Pty Ltd continues in office in accordance with section 327 of the *Corporations Act 2001*.

ROUNDING

Rounding of amounts in accordance with ASIC Corporations (Rounding in Financial / Directors' Reports) Instrument 2017/191. The amounts in the Directors' report and in the financial report have been rounded to the nearest dollar.

This report is made in accordance with a resolution of the Directors.



Peter Wall
Chairman, 30 September 2022

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**AUDITOR'S INDEPENDENCE DECLARATION
TO THE DIRECTORS OF PURSUIT MINERALS LIMITED**

In relation to the independent audit for the year ended 30 June 2022, to the best of my knowledge and belief there have been:

- (i) No contraventions of the auditor independence requirements of the *Corporations Act 2001*; and
- (ii) No contraventions of APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)*.

This declaration is in respect of Pursuit Minerals Limited and the entities it controlled during the year.

Pitcher Partners BA&A Pty Ltd

PITCHER PARTNERS BA&A PTY LTD



J C PALMER
Executive Director
Perth, 30 September 2022

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND
OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 June 2022**

	Note	Consolidated 30 June 2022 \$	Restated* Consolidated 30 June 2021 \$
Other income	5	298,716	152,542
Administrative and other expenses	6	(959,546)	(930,250)
Exploration and evaluation expense		(202,203)	-
Impairment expense	12	(184,197)	(75,364)
Depreciation	14	(11,245)	(8,189)
Fair value movement on financial assets	11	(1,111,205)	-
Share based payments	18	(250,837)	(1,418,103)
Finance expense		-	(1,089)
Loss before income tax from continuing operations		(2,420,517)	(2,280,453)
Discontinued Operations			
Reversal of impairment		439,369	-
Impairment charge		-	(1,465,036)
Foreign exchange loss		33,009	(186,416)
Gain/(Loss) after income tax from discontinuing operations	3	472,378	(1,651,452)
Net loss for the year		(1,948,139)	(3,931,905)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit and loss:</i>			
Exchange gain on translation of foreign operations		-	144,815
Total comprehensive loss for the year		(1,948,139)	(3,787,090)
Loss attributable to:			
Owners of the parent		(1,948,139)	(3,931,905)
Total comprehensive loss attributable to:			
Owners of the parent		(1,948,139)	(3,787,090)
Basic and diluted (loss) per share (cents) from continuing operations	8	(0.26)	(0.34)
Basic and diluted earnings / (loss) per share (cents) from discontinuing operations	8	0.05	(0.25)
Total basic and diluted loss per share (cents)	8	(0.21)	(0.58)

The accompanying notes form part of these financial statements.

*Refer to restatement of prior period (Note 29).

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 June 2022

	Note	Consolidated 30 June 2022 \$	Restated* Consolidated 30 June 2021 \$
ASSETS			
Current Assets			
Cash and cash equivalents	7	6,207,510	8,955,719
Trade and other receivables	9	107,202	161,733
Assets held for sale	3	-	2,078,209
Prepayments	10	192,597	264,530
Total Current Assets		6,507,309	11,460,191
Non-Current Assets			
Financial assets at fair value through profit or loss	11	1,238,471	-
Exploration and evaluation assets	12	5,218,125	2,878,940
Plant and equipment	14	42,628	-
Total Non-Current Assets		6,499,224	2,878,940
Total Assets		13,006,533	14,339,131
LIABILITIES			
Current Liabilities			
Trade and other payables	15	417,069	233,865
Other financial liabilities	16	-	700,000
Total Current Liabilities		417,069	933,865
Total Liabilities		417,069	933,865
Net Assets		12,589,464	13,405,266
EQUITY			
Contributed equity	17	75,156,766	74,319,266
Share based payments reserve	18	7,904,882	7,610,045
Accumulated losses	19	(70,472,184)	(68,524,045)
Total Equity		12,589,464	13,405,266

The accompanying notes form part of these financial statements.

*Refer to restatement of prior period (Note 29).

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 June 2022

Consolidated Entity

	Contributed Equity \$	Share Based Payment Reserve \$	Foreign currency translation reserve \$	Accumulated Losses \$	Total \$
Balance at 1 July 2021 (*Restated)	74,319,266	7,610,045	-	(68,524,045)	13,405,266
(Loss) for the year	-	-	-	(1,948,139)	(1,948,139)
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	(1,948,139)	(1,948,139)
Transactions with owners in their capacity as owners:					
Shares issued during the year	837,500	-	-	-	837,500
Options and performance rights issued	-	294,837	-	-	294,837
Balance at 30 June 2022	75,156,766	7,904,882	-	(70,472,184)	12,589,464
Balance at 1 July 2020	62,948,714	5,716,474	(144,815)	(64,592,140)	3,928,233
(Loss) for the year (*Restated)	-	-	-	(3,931,905)	(3,931,905)
Other comprehensive income for the year	-	-	144,815	-	144,815
Total comprehensive income for the year	-	-	144,815	(3,931,905)	(3,787,090)
Transactions with owners in their capacity as owners:					
Shares issued during the year	12,531,273	-	-	-	12,531,273
Share issue expenses during the year	(1,160,721)	-	-	-	(1,160,721)
Options and performance rights issued	-	1,893,571	-	-	1,893,571
Balance at 30 June 2021 (*Restated)	74,319,266	7,610,045	-	(68,524,045)	13,405,266

The accompanying notes form part of these financial statements.

*Refer to restatement of prior period (Note 29).

		Consolidated 30 June 2022 Inflows/ (Outflows) \$	*Restated Consolidated 30 June 2021 Inflows/ (Outflows) \$
	Note		
Cash flows from operating activities			
Other Income		-	42,542
Payments to suppliers and employees		(845,351)	(623,712)
Interest paid		-	(1,089)
Net cash used in operating activities	21	(845,351)	(582,259)
Cash flows from investing activities			
Purchase of plant and equipment		(12,724)	-
Proceeds from sale of exploration assets		275,301	110,000
Payment for exploration and evaluation assets		(2,222,935)	(1,444,017)
Proceeds from refund of deposits		22,500	-
Net cash used in investing activities		(1,937,858)	(1,334,017)
Cash flows from financing activities			
Proceeds from share issues		35,000	11,095,186
Costs of issuing equity		-	(685,255)
Net cash provided from financing activities		35,000	10,409,931
Net (decrease)/increase in cash held		(2,748,209)	8,493,655
Cash and cash equivalents at beginning of the period	21	8,955,719	462,064
Cash and cash equivalents at end of the period		6,207,510	8,955,719
Non-cash financing and investing activities	21	846,500	1,119,702

The accompanying notes form part of these financial statements.

1. **Corporate Information**

The financial report of Pursuit Minerals Limited and its controlled entities (“the Consolidated Entity”) for the year ended 30 June 2022 was authorised for issue in accordance with a resolution of the Directors 30 September 2022.

The Consolidated Entity is a company limited by shares incorporated in Australia whose shares are publicly traded on the ASX.

2. **Summary of Significant Accounting Policies**

(a) **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 and the Corporations Act 2001. The Consolidated Entity is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

The financial report has been prepared on an accrual basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected financial liabilities. Material accounting policies adopted in preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The presentation currency is Australian dollars.

Going Concern

As at 30 June 2022, the Consolidated Entity had cash reserves of \$6,207,510 (30 June 2021: \$8,955,719), net working capital of \$7,328,711, including financial assets at fair value through profit or loss of \$1,238,471, (June 2021: \$10,526,326) and net assets of \$12,589,464 (30 June 2021: \$13,405,266). The Consolidated Entity incurred a loss for the year ended 30 June 2022 of \$1,948,139 (30 June 2021: \$3,931,905) and net cash outflows from operating activities of \$845,351 (30 June 2021: \$582,259 outflows).

The consolidated financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and liabilities in the normal course of business. In order to meet its day-to-day obligations as and when they fall due and to progress its exploration projects, the Directors has regard to:

- Its ability to manage exploration and corporate overhead expenditure accordingly in light of available cash reserves;
- the ability of the Company to raise additional funding in the future; and
- the successful exploration and subsequent exploitation of the Consolidated Entity’s tenements.

Based on the success of previous capital raisings combined with the potential to attract farm-in partners for projects and the potential sale of the current portfolio of exploration assets held, the Directors have prepared the financial statements on a going concern basis, which as described above, contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the ordinary course of business.

(b) **Parent entity information**

In accordance with the Corporations Act 2001, these financial statements present the results of the Consolidated Entity only. Supplementary information about the Company is disclosed in Note 22.

(c) **Compliance statement**

Australian Accounting Standards set out accounting policies that the Australian Accounting Standards Board (AASB) has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

(d) **Adoption of new and revised standards**

Standards and Interpretations applicable to 30 June 2022

In the year ended 30 June 2022, the Directors have reviewed all new and revised Standards and Interpretations issued by the AASB that are relevant to the Consolidated Entity and effective for the current annual reporting period. The overall impact on the Consolidated Entity's reported results for the year was nil.

(e) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 30 June each year.

Subsidiaries are all those entities (including special purpose entities) over which the Company has control. The Company controls an entity when the Company 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.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-company transactions have been eliminated in full. Subsidiaries are fully consolidated from the date on which control is obtained by the Company and cease to be consolidated from the date on which control is transferred out of the Company.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. The acquisition method of accounting involves recognising at acquisition date, separately from goodwill, the identifiable assets acquired, the liabilities assumed and any non-controlling interest in the acquiree. The identifiable assets acquired, and the liabilities assumed are measured at their acquisition date fair values.

The difference between the above items and the fair value of the consideration (including the fair value of any pre-existing investment in the acquiree) is goodwill or a discount on acquisition.

A change in the ownership interest of a subsidiary that does not result in a loss of control is accounted for as an equity transaction.

(f) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The functional and presentation currency of the Company is Australian Dollars.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Group entities

The results and financial position of all the Company entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are taken to foreign currency translation reserve.

When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange differences are recognised in profit or loss, as part of the gain or loss on sale where applicable.

(g) Significant Accounting Estimates, Judgements and Assumptions

The preparation of financial statements requires management to make judgments and estimates relating to the carrying amounts of certain assets and liabilities. Actual results may differ from the estimates made. Estimates and assumptions are reviewed on an ongoing basis.

The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next accounting period are:

Share based payment transactions

The Consolidated Entity measures the cost of equity settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of the equity instruments granted were calculated using the Black-Scholes option pricing model for options and a Monte Carlo simulation model for performance rights, taking into account the terms and conditions upon which the instruments were granted. The assumptions used in these valuations are set out in Note 18.

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.

Volatility, where required for the valuation of share-based payment transactions, is calculated with reference to the Consolidated Entity's historical volatility and share price movements prior to the measurement date.

Impairment of assets

The ultimate recoupment of the value of exploration and evaluation assets is dependent on the successful development and commercial exploitation, or alternatively, sale, of the exploration and evaluation assets.

Impairment tests are carried out on a regular basis to identify whether the asset carrying values exceed their recoverable amounts. There is significant estimation and judgement in determining the inputs and assumptions used in determining the recoverable amounts.

The key areas of judgement and estimation include:

- Recent exploration and evaluation results and resource estimates;
 - Environmental issues that may impact on the underlying tenements;
 - Fundamental economic factors that have an impact on the operations and carrying values of assets and liabilities;
- and
- The determination of an assets fair value less cost to sell (FVLCTS) and its value in use (VIU)

3. Discontinued operations

	2022	2021
	\$	\$
Discontinued operations - Scandinavian Projects	241,466	(1,420,540)

Sale of Scandinavian Projects

On 20 January 2021, the Consolidated Entity announced the execution of a sale agreement for its nickel and vanadium projects in Norway, Sweden and Finland. The sale was completed during the year and the proceeds settled on 17 May 2022, consisting of 37.9m shares in Kendrick Resources Plc ("Kendrick") valued at \$2,349,676. These assets were recognised as held for sale at 30 June 2021.

Accounting policy

Assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 'Non-current Assets Held for Sale and Discontinued Operations' are measured in accordance with that Standard.

Included in the Consolidated Statement of Cash Flows for the year ended 30 June 2022 are cash inflows of \$175,000 (2021: \$110,000) received in relation to extension payments for the discontinued operations. The extension payments were paid by Kendrick Resources Plc to extend the settlement date to acquire the assets held for sale.

	2022	2021
	\$	\$
(i) Financial performance information		
Reversal of impairment ¹	439,369	-
Impairment charge ¹	-	(1,465,036)
Foreign Exchange	33,009	(186,416)
	472,378	(1,651,452)

¹at 30 June 2021 the Consolidated Entity recognised an impairment expense of \$1,465,036 (restated refer Note 29), to write down the carrying amount of its Scandinavian assets to their fair value expected to be realised from the sale to Kendrick. The net carrying amount of \$2,078,209 (restated as per Note 29) has been reclassified and presented as Assets held for Sale at year end. During the current year, the Consolidated Entity sold the Scandinavian assets for \$2,517,578 and in process recognised a reversal of impairment to this amount prior to sale.

(ii) Cashflow information

Net cash provided by / (used in) operating activities	-	(36,255) ¹
Net cash provided by / (used in) investing activities	-	-
Net cash provided by / (used in) financing activities	-	-
	-	(36,255)¹

¹Included in impairment charge in prior year.

	2022	2021*
	\$	\$
(iii) Carrying amount of assets and liabilities relating to discontinued activities		
Exploration and evaluation assets	-	2,078,209
Assets classified as held for resale	-	2,078,209
Liabilities held for sale	-	-
Net assets / (liabilities) attributable to discontinued operations	-	2,078,209

The total comprehensive loss for the year as shown in the Consolidated Statement of Profit and Loss and Other Comprehensive Income is split between Continued and Discontinued operations as follows:

Continuing Operations	(2,420,517)	(2,280,453)
Discontinued Operations	472,378	(1,651,452)
Total comprehensive loss	(1,948,139)	(3,931,905)

A discontinued operation is a component of the Consolidated Entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

*Restated- Refer Note 29.

(iv) Contingent assets arising on sale

Under the sale terms, two milestone payments may eventuate, however given the level of uncertainty regarding each, these have not been recognised as contingent assets as at 30 June 2022.

Milestone 1: \$250,000 cash consideration, upon completion by Kenrick (or any successor or assignee) of a Feasibility Study, as defined by the JORC Code (2012), on any individual project area on the Tenements, demonstrating an internal rate of return of not less than 25%; and

Milestone 2: \$500,000 cash consideration, upon a decision to mine being made by Kendrick (or any successor or assignee) in respect of any project area on the Tenements.

	2022 \$	2021 \$
4. Income tax		
(a) Income tax benefit		
Current tax	-	-
Deferred tax	-	-
	<u>-</u>	<u>-</u>
(b) Deferred income tax/(revenue)		
Deferred income tax/(revenue) included in tax expense comprises:		
(Increase)/decrease in deferred tax assets	-	-
Increase/(decrease) in deferred tax liabilities	-	-
	<u>-</u>	<u>-</u>
(c) Reconciliation of income tax expense to prima facie income tax		
Loss before income tax from continuing operations	(2,420,517)	(2,280,453)
Loss before income tax from discontinued operations	472,378	(1,651,452)
Tax at the Australian tax rate of 30% (2021: 30%)	(584,440)	(1,179,571)
Increase / (decrease) in income tax due to tax effect of:		
Different tax rates in other jurisdictions		
Deductible capital raising costs		
Non-deductible share-based payments expense	75,251	425,431
Other non-deductible expenses	(141,713)	125,199
Non-assessable Capital Gain	-	(33,000)
Cancellation of losses on formation of tax consolidated group	286,610	1,140,681
Over provision in prior period	371,947	-
Movement in unrecognised temporary differences	-	(478,740)
	<u>-</u>	<u>-</u>
(d) Deferred tax assets / liabilities comprise		
Accruals	16,050	85,605
Capital Raising costs	11,551	15,401
Capitalised exploration and evaluation expenditure	776,156	1,760,248
	333,362	-
Prepayments	(57,779)	(49,099)
Tax losses available for offset against future taxable income	7,019,230	5,914,468
Net deferred tax assets not recognised	<u>8,098,570</u>	<u>7,726,623</u>
(e) Unrecognised deferred tax assets		
Deferred tax assets have not been recognised in respect of the following items:		
- Temporary differences and tax losses at 30% (2021: 30%)	<u>8,098,570</u>	<u>7,726,623</u>

4. *Income tax (continued)*

Accounting policy

Income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date. Deferred income tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax assets and liabilities are recognised for all taxable temporary differences:

- Except for the deferred income tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither the accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred income tax to be recovered. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss. Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

Goods and services and sales tax

Revenues, expenses and assets are recognised net of the amount of Goods and Services Tax (GST) except:

- Where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of the asset or as part of an item of expense; or
- For receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

	2022	2021
	\$	\$
5. Other Income		
Reversal of impairment ¹	100,300	-
Gain on revaluation of financial liability at fair value through profit and loss ²	197,500	-
Other ³	916	152,542
	<u>298,716</u>	<u>152,542</u>

¹ This amount relates to a gain on sale of the Paperbark exploration tenement which was fully impaired as at 30 June 2021.

² Refer to Note 16.

³ Prior year includes \$110,000 exclusivity and option fees received from Kendrick. Refer Note 3.

6. Administrative & Other Expenses

Accounting fees	63,763	37,395
Consulting fees	36,518	65,765
Directors and Management remuneration	378,000	390,639
Regulatory & legal	238,646	254,615
Stakeholder relations	126,038	-
Other administrative expenses	116,581	181,836
Total	<u>959,546</u>	<u>930,250</u>

7. Cash and cash equivalents

Cash at bank	6,207,510	8,955,719
Total	<u>6,207,510</u>	<u>8,955,719</u>

Accounting policy

Cash and cash equivalents include cash on hand and in the bank, and other short-term deposits with an original maturity of three months or less. Bank overdrafts are shown separately in current liabilities on the Consolidated Statement of Financial Position. For the purposes of the Consolidated Statement of Cash Flows, cash and cash equivalents are as defined above, net of outstanding bank overdrafts (refer Note 21).

8. Earnings/(loss) per share

The following reflects the earnings/(loss) and number of shares used in the calculation of the basic and diluted earnings/(loss) per share.

	2022	2021*
Basic and dilutive gain/(loss) per share (cents per share) – continuing operations	(0.26)	(0.34)
Basic and dilutive loss per share (cents per share) – discontinued operations	0.05	(0.25)
Total basis and dilutive loss per share (cents per share)	(0.21)	(0.58)
Net (loss) attributable to ordinary shareholders (\$)	(1,948,139)	(3,931,905)*

Shares

Weighted average number of ordinary shares used in the calculation of basic and dilutive earnings/(loss) per share ¹	939,286,290	672,882,345
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¹ Potential ordinary shares have not been included in the calculation of dilutive ordinary shares as their inclusion results in a reduction of the loss per share and are therefore anti-dilutive.

*Restated (Refer Note 29).

Accounting policy

Basic earnings per share is calculated as net profit attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends), dividend by the weighted average number of ordinary shares, adjusted for any bonus element. The diluted earnings per share is calculated as net profit or loss attributable to members of the parent dividend by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element. The weighted average number of shares was based on the consolidated weighted average number of shares in the reporting period.

The net profit or loss attributable to members of the parent is adjusted for:

- Costs of servicing equity (other than dividends) and preference share dividends;
- The after-tax effect if dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- Other non-discretionary changes in revenue or expenses during the period that would result from the dilution of potential ordinary shares.

9. Trade and other receivables

	30 June 2022 \$	30 June 2021 \$
Goods and services tax receivable	102,202	122,167
Other receivables	5,000	39,566
	<u>107,202</u>	<u>161,733</u>

Accounting policy

Refer to Note 26 for the Consolidated Entity's accounting policy for financial assets.

10. Prepayments	30 June 2022	30 June 2021
	\$	\$
Prepayments	192,597	264,530
	<u>192,597</u>	<u>264,530</u>

Majority of prepayments relates to marketing services.

11. Financial assets at fair value through profit or loss	30 June 2022	30 June 2021
	\$	\$
Shares held in Kendrick Resources Plc ¹	1,238,471	-
	<u>1,238,471</u>	<u>-</u>

	Movement \$
Opening balance 1 July 2021	-
Fair value of shares received in Kendrick upon sale completion	2,349,676
Fair value movement on financial assets	<u>(1,111,205)</u>
Balance as at 30 June 2022 – at fair value	<u>1,238,471</u>

¹ Shares received on sale of Scandinavian assets valued at \$2,349,676 at date of transaction (refer Note 3) and subsequently revalued at balance date resulting in a loss during the current financial year of \$1,111,205.

12. Exploration and evaluation assets	30 June 2022	30 June 2021
	\$	\$
Balance at beginning of year	2,878,940	3,470,104
Exploration expenditure capitalised during the period	2,062,567	3,044,017
Acquisition of option over Commando Project ⁽ⁱ⁾	460,815	-
Assets held for sale*	-	(2,078,209)
Impairment*	(184,197)	(1,465,036)
Impact of foreign exchange rates	-	(16,159)
	<u>5,218,125</u>	<u>2,878,940</u>

*Restated (Refer Note 29).

12. Exploration and evaluation assets (continued)

Impairment

Included in current year impairment charge is \$146,091 relating to the Gladiator project to write the project carrying value down to Fair Value Less Cost To Sell ("FVLCTS"). In determining this value, regard was had to the terms of the following asset swap transaction.

Gladiator / Oriental asset swap

On 27 April 2022, the Company announced the sale of the Gladiator Tenements for \$30,000 and the acquisition of the Oriental Prospect for \$100,000 with a net payment of \$70,000 owing. The transaction settled on 9 September 2022 following which the Company issued 4.88 million shares (value \$70,000) on 9 September 2022. This matter has been included in the Events after Reporting Date note in Note 25.

In the prior year, the impairment expense of \$1,234,124 of the total \$1,309,488 related to the write down of the Consolidated Entity's Scandinavian Projects to fair value, before the subsequent transfer of such assets Held for Sale.

The ultimate recoupment of capitalised exploration and evaluation costs is dependent on the successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

(i) **Commando Project**

During the year the Consolidated Entity secured a 12-month option to acquire all of the tenements comprising the Commando Gold Project north of Kalgoorlie WA. Under the terms of the option the Consolidated Entity paid an initial exclusivity fee of \$50,000 (expensed), \$160,000 in cash, \$240,000 in the Consolidated Entity's shares (8,535,278 shares) and granted 2.5m unlisted the Consolidated Entity options valued at \$44,000 and are committed to spend a minimum of \$150,000 on exploration during the option period, which has been met.

On exercise of the option the Consolidated Entity will have the right to acquire an interest in the Commando leases as follows:

1. If the Company elects to secure 100% ownership interest in the project, the Company will issue \$375,000 in value of the Consolidated Entity Shares at \$0.028 each (being ~13.3m shares) paid within 14 days of election; or
2. If the Company elects to only secure a 45% ownership interest in the project, the Company will issue \$175,000 in value of the Consolidated Entity Shares at \$0.028 each (being ~6.2m shares) and paid within 14 days of election.

All shares issued are subject to a 3 month escrow period.

Accounting policy

Exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves. A regular review for impairment is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

13. Asset acquisitions – prior year

Warrior Acquisition

On 2 December 2020, the Consolidated Entity entered into a binding acquisition agreement to acquire a tenement package which collectively comprises the Warrior Project. Under the terms of the binding acquisition agreement, the Consolidated Entity paid \$300,000 in cash and 40,000,000 fully paid ordinary shares at settlement to the vendor. The final payment to acquire the Warrior Project tenements was made during the period comprising 10,000,000 fully paid ordinary shares issued to the vendor upon transfer of all four tenements to the Consolidated Entity. In addition, the Consolidated Entity has granted the vendor a 1% net smelter royalty (“NSR”) on all minerals produced from the tenements and a milestone payment of \$200,000 in cash on achieving a mineralised drill intersection on one tenement of at least 10 metres of 2% nickel equivalent or better.

	30 June 2021 \$
Purchase Consideration (excluding transaction costs):	
- Cash consideration	300,000
- Non-cash consideration – at settlement (40,000,000 shares at \$0.02)	800,000
- Deferred consideration – non-cash (10,000,000 shares at \$0.07)	700,000
Transaction costs (stamp duty)	44,900
Total Purchase Consideration	1,844,900
Exploration & Evaluation	1,844,900
Financial Liability at Fair Value	(700,000)
Net assets acquired	1,144,900

On 13 September 2021 this financial liability was settled for \$505,500 through the issue of 10 million shares at \$0.05025 (the closing share price on 13 September 2021).

Gladiator Acquisition

On 25 September 2020 the Consolidated Entity announced the acquisition of the Gladiator Project. Under the agreement the Consolidated Entity paid \$100,000 in consideration as follows:

- 4,608,4441 Consideration shares were issued on 16 October 2020 at a price of \$0.0108 to pay \$50,000 for a binding agreement to acquire tenements; and
- 645,076 Consideration shares were issued on 6 May 2021 at a price of \$0.077 to pay \$50,000 for a completion of remaining acquisition of Gladiator licenses.

13. Asset acquisitions – prior year (continued)

	30 June 2021 \$
Purchase Consideration (excluding transaction costs):	
- Non-cash consideration	100,000
Transaction costs (stamp duty)	2,090
Total Purchase Consideration	102,090
Exploration & Evaluation	102,090
Net assets acquired	102,090

Accounting policy

A business combination is a transaction or other event in which an acquirer obtains control of one or more businesses and results in the consolidation of the assets and liabilities acquired. Business combinations are accounted for by applying the acquisition method.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree. Deferred consideration payable is measured at its acquisition-date fair value. Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. At each reporting date subsequent to the acquisition, contingent consideration payable is measured at its fair value with any changes in the fair value recognised in profit or loss unless the contingent consideration is classified as equity, in which case the contingent consideration is carried at its acquisition-date fair value.

Goodwill is recognised initially at the excess of: (a) the aggregate of the consideration transferred, the fair value of the non-controlling interest, and the acquisition date fair value of the acquirer's previously held equity interest (in case of step acquisition); over (b) the net fair value of the identifiable assets acquired and liabilities assumed.

If the net fair value of the acquirer's interest in the identifiable assets acquired and liabilities assumed is greater than the aggregate of the consideration transferred, the fair value of the non-controlling interest, and the acquisition date fair value of the acquirer's previously held equity interest, the difference is immediately recognised as a gain in the profit or loss.

Acquisition related costs are expensed as incurred. When an asset acquisition does not constitute a business combination, the assets and liabilities are assigned a carrying amount based on their fair values in an asset purchase transaction and no deferred tax will arise in relation to the acquired assets and assumed liabilities, as the initial recognition exemption for deferred tax under AASB 112 Income Taxes applies. No goodwill will arise on the acquisition.

14. Plant and equipment

	Office Equipment \$	Computer Software \$	Plant and Equipment \$	Total \$
Carrying value at 30 June 2020	10,191	14,322	-	24,513
Additions/Disposals	(7,702)	(8,622)	-	(16,324)
Depreciation	(2,489)	(5,700)	-	(8,189)
Carrying value at 30 June 2021	-	-	-	-
Additions	-	-	53,873	53,873
Depreciation	-	-	(11,245)	(11,245)
Carrying value at 30 June 2022	-	-	42,628	42,628

Accounting policy

Property, plant and equipment are recorded at historical cost less accumulated depreciation and any impairment. The carrying value of assets is reviewed for impairment at the reporting date. An asset is immediately written down to its recoverable amount if the carrying value of the asset exceeds its estimated recoverable amount. The depreciation rates per annum for each class of fixed asset are as follows:

Plant and equipment:	33%
Office equipment	10% - 20%
Computer software	25% -33%

Subsequent expenditure relating to an item of property, plant and equipment, that has already been recognised, is added to the carrying amount of the asset if the recognition criteria are met. All assets are depreciated over their anticipated useful lives up to their residual values using a straight-line depreciation basis. These useful lives are determined on the day of capitalisation and are re-assessed annually by Management.

15. Trade and other payables	30 June 2022 \$	30 June 2021 \$
Trade creditors	363,569	148,599
Sundry creditors and accruals	53,500	85,266
Total trade and other payables (at amortised cost)	<u>417,069</u>	<u>233,865</u>

Trade payables and other payables are carried at amortised cost and represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial year that are unpaid and arise when the Consolidated Entity becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and usually paid within 30 days of recognition.

16. Other financial liabilities	30 June 2022	30 June 2021
Shares to be issued as part of the consideration payable for the Warrior Project	-	700,000

Movement in the carrying value of other financial liabilities is summarised below:

Balance at beginning of period	700,000
Issue of shares as payment for Warrior Project tenements	(502,500)
Gain on revaluation of financial liability	(197,500)
Balance at end of year	-

On 2 December 2020, the Consolidated Entity entered into a binding acquisition agreement to acquire a tenement package which collectively comprises the Warrior Project. Under the terms of the binding acquisition agreement, the Consolidated Entity paid \$300,000 in cash and 40,000,000 fully paid ordinary shares at settlement to the vendor. The final payment to acquire the Warrior Project tenements was made during the year, comprising 10,000,000 fully paid ordinary shares issued to the vendor upon transfer of all four tenements to the Consolidated Entity. The value of the final payment was amended from \$700,000 to \$502,500, reflecting the fall in the Company's share price from \$0.07 at 30 June 2021 to \$0.05025 at the date the shares were issued. The resulting gain has been recognised in profit and loss for the period.

Accounting policy

Refer to Note 26 for the Consolidated Entity's accounting policy for financial liabilities at either amortised cost or fair value.

17. Contributed equity	Consolidated 30 June 2022		Consolidated 30 June 2021	
	No.	\$	No.	\$
Balance at beginning of year	922,013,916	74,319,266	353,234,313	62,948,714
Exercise of Options	5,000,000	35,000	23,100,000	162,000
Project Acquisitions ⁽ⁱ⁾	10,000,000	502,500	45,253,520	900,000
Acquisition of option over Commando tenements ⁽ⁱⁱ⁾	8,535,278	240,000	-	-
Acquisition of geological data	2,750,000	60,000	-	-
Entitlement offer	-	-	147,391,145	1,326,520
Private Placements	-	-	323,638,993	9,606,666
Shares issued in lieu of services received	-	-	29,395,945	536,089
Share issue costs	-	-	-	(1,160,721)
Balance at end of year	948,299,194	75,156,766	922,013,916	74,319,266

(i) On 13 September 2021, the Company issued 10 million shares at a price of \$0.05025 for the remaining consideration for the acquisition of the Warrior Project (refer Note 16).

(ii) On 23 December 2021, the Company issued 8,535,278 shares at \$0.0281 per share as part of the consideration to acquire a 12 month option over the tenements comprising the Commando Project (refer Note 12).

17. *Contributed equity (continued)*

Ordinary shares

Ordinary shares have no par value, have the right to receive dividends as declared and, in the event of the winding up of the Company, to participate in proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on the shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

Capital management

Management managed the capital of the Consolidated Entity in order to maintain a capital structure that ensured the lowest cost of capital available to the Consolidated Entity. Management's objective is to ensure the Consolidated Entity continues as a going concern as well as to maintain optimal returns to shareholders.

	Consolidated 30 June 2022 No.	Consolidated 30 June 2021 No.
Options on issue		
Balance at beginning of year	135,016,073	77,608,073
Options Issued as consideration for option over Commando Project ³	2,500,000	-
Options issued to Directors, consultants and brokers	-	84,000,000
Options Exercised	(5,000,000)	(23,100,000)
Listed options expired	(76,166,073)	-
Unlisted options expired	(17,850,000)	(3,492,000)
Balance at end of year	<u>38,500,000¹</u>	<u>135,016,073²</u>
Performance Rights on issue		
Balance at beginning of year	4,500,000	8,000,000
Performance Rights issued ¹	60,000,000	4,500,000
Performance Rights expired	-	(8,000,000)
Balance at end of year	<u>64,500,000</u>	<u>4,500,000</u>

¹ 36,000,000 Options are held by Key Management Personnel and are vested and exercisable. The options are exercisable at 0.7 cents each on or before 18/9/2023. The weighted average price is \$0.007 and the remaining contractual life is 15 months.

² 41,000,000 Options are held by Key Management Personnel and are vested and exercisable. The options are exercisable at 0.7 cents each on or before 18/9/2023. The weighted average price is \$0.007 and the remaining contractual life is 27 months.

³ On 23 December 2021, the Company issued 2,500,000 unlisted options as part of the consideration to acquire a 12 month option over the tenements comprising the Commando Project.

- The Company issued 60,000,000 performance rights to directors, consultants and staff following approval by shareholders at the annual general meeting held 31 January 2022. No performance rights vested during the current or previous year. These performance rights expire 30 June 2025.
- The 4,500,000 performance rights were issued to consultants and expire on 30 June 2024. The securities vest subject to the share price trading over 12 cents per share for 20 consecutive trading days (on which the Consolidated Entity Shares trade).

	2022 \$	2021 \$
18. Share based payment reserve		
Balance at beginning of year	7,610,045	5,716,474
Options/Performance Rights Issued to management ⁽ⁱⁱ⁾	250,837	1,418,103
Options Issued as consideration for option over Commando Project ⁽ⁱ⁾	44,000	-
Options issued to Brokers	-	475,468
Balance at end of year	<u>7,904,882</u>	<u>7,610,045</u>

(i) On 23 December 2021, the Company issued 2,500,000 unlisted options as part of the consideration to acquire a 12 month option over the tenements comprising the Commando Project. The options are exercisable at \$0.0281 on or before 23 December 2024, vested immediately on grant date and were valued at \$44,000 (refer below).

Valuation inputs of options and performance rights contributing to share-based payments during the year are noted below. Expected volatility was calculated based on the historic volatility of a peer group of Companies over a period commensurate with the expected life of the awards.

	Options	Performance Rights- Directors			Performance Rights- Employees and contractors		
		Performance Rights A	Performance Rights B	Performance Rights C	Performance Rights A	Performance Rights B	Performance Rights C
Number issued	2,500,000	16,666,667	16,666,667	16,666,666	3,333,333	3,333,333	3,333,334
Valuation model	Black Scholes	Monte Carlo	Monte Carlo	Monte Carlo	Monte Carlo	Monte Carlo	Monte Carlo
Grant date	23-12-2021	31-01-2022	31-01-2022	31-01-2022	09-12-2021	09-12-2021	09-12-2021
Expiry date	23-12-2024	30-6-2025	30-6-2025	30-6-2025	30-6-2025	30-6-2025	30-6-2025
Dividend yield (%)	-	-	-	-	-	-	-
Expected volatility	116.4%	110%	110%	110%	110%	110%	110%
Risk-free interest rate	0.95%	1.22%	1.22%	1.22%	1.38%	1.38%	1.38%
Life of instrument	3 years	3.5 years	3.5 years	3.5 years	3.5 years	3.5 years	3.5 years
Exercise price	\$0.0281	-	-	-	-	-	-
WVAP hurdle	-	\$0.04	\$0.05	\$0.06	\$0.04	\$0.05	\$0.06
Grant date share price	\$0.026	\$0.024	\$0.024	\$0.024	\$0.028	\$0.028	\$0.028
Fair value at grant date per option / right	\$0.0176	\$0.0222	\$0.02215	\$0.0208	\$0.0265	\$0.0258	\$0.0251
Fair value issued	\$44,000	\$370,000	\$358,333	\$346,667	\$88,333	\$86,000	\$83,667
Included in acquisition value / share-based payment expense during the period							
2022 ¹	\$44,000	\$44,543	\$43,137	\$41,733	\$11,372	\$11,013	\$10,655

¹ In addition to these amounts, an expense of \$88,384 vesting expense was recognised in respect of the 4,500,000 performance rights granted to exploration consultants.

The Share based payment reserve is used to record the fair value of share-based payments made by the Company.

18. *Share-based payment reserve (continued)*

	2022	2021
	\$	\$
Options issued to Directors		1,345,020
Options issued to Consultants and employees	44,000	69,245
Options issued to Brokers to equity issue	-	220,605
Performance Rights issued to Key Management Personnel	250,837	3,838
	<hr/>	<hr/>
Total share-based payments for the year	294,837	1,638,708
Share based payments recognised as asset acquisition costs	(44,000)	-
Share based payments recognised as capital raising costs	-	(220,605)
	<hr/>	<hr/>
<i>Share-based payments expense</i>	<u>250,837</u>	<u>1,418,103</u>

Accounting Policy

The fair value of share-based payment transactions is determined at grant date using an option pricing model that takes into account the exercise price, the term of the option, 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.

The fair value of equity instruments granted to Directors and KMP as share-based compensation benefits is recognised as share based payment expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the equity instruments granted, which includes any market performance conditions but excludes the impact of any service and non-market performance vesting conditions and the impact of any non-vesting conditions.

Non-market vesting conditions are included in assumptions about the number of equity instruments that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of equity instruments that are expected to vest based on the non-marketing vesting conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Types of share-based payment plans

Share based payments are provided to Directors, employees, consultants and other advisors. The issue to each individual Director, consultant or advisor is controlled by the Board and the ASX Listing Rules. Terms and conditions of the payments, including the grant date, vesting date, exercise price and expiry date are determined by the Board, subject to shareholder approval where required.

Director and Consultant Options

In the prior year, 64,000,000 Director and Consultant Options were granted on 18 September 2020 (following shareholder approval on 14 September 2020) in one tranche with an exercise price of \$0.007 per share and a 3 year term respectively. Neither the Director nor the Consultant options had vesting conditions, however in the event:

- the holder ceases to be a director, employee or consultant of the Company in the first 6 months following issue date, then all of the options held by the holder must be exercised within 7 days otherwise they will lapse; and
- The holder ceases to be a director, employee or consultant to the Company in the period between 6 months after issue date and 12 months after issue date, then 50% of the options held by the holder must be exercised within 7 days otherwise those options will lapse.

Each Consultant Option converts into one ordinary share of the Company on exercise. No amounts are paid or are payable by the recipient on receipt of the Consultant Option, and they carry neither rights of dividends nor voting rights. The expense recognised in the year relates to the full fair value of the issue as the issue had no vesting conditions attached.

18. Share-based payment reserve (continued)

Performance Rights

In the prior year, 4,500,000 Performance Rights were granted to exploration consultants on 24 June 2021 (Mathew Perrot (Exploration Manager) – 3,000,000 Performance Rights and Ian Lowrie (Field Manager) - 1,500,000 Performance Rights). The Performance Rights expire on or before 30 June 2024 and will vest following the Company's share price reaching 12 cents over 20 consecutive trading days and, in addition, will vest in 2 equal tranches annually over 2 years, so long as the party is contracted to the Company upon vesting. Each performance right converts into one ordinary share. No amounts are paid or are payable by the recipient on receipt of the performance right. The performance rights carry neither rights of dividends nor voting rights. The expense recognised in the year relates to spreading the fair value (measured at grant date) of these Performance Rights over the expected vesting period.

During the period, 3,000,000 Performance Rights, previously disclosed in the 30 June 2021 as being approved by the Board but subject to shareholder approval, to be issued to Mr Bob Affleck were not issued. The Board alternatively resolving during the period to issue the below tranches of Performance Rights to Key Management Personnel.

In the current period, the Company issued 60,000,000 performance rights to directors, consultants and staff following approval by shareholders at the annual general meeting held 31 January 2022. Performance rights issued to Directors are summarised below:

Name	Performance Rights A	Performance Rights B	Performance Rights C
Peter Wall	5,000,000	5,000,000	5,000,000
Mark Freeman	6,666,667	6,666,667	6,666,666
Robert (Bob) Affleck	5,000,000	5,000,000	5,000,000

Performance Rights A - vest following the Company's share price reaching 4 cents over 20 consecutive trading days.

Performance Rights B - vest following the Company's share price reaching 5 cents over 20 consecutive trading days.

Performance Rights C - vest following the Company's share price reaching 6 cents over 20 consecutive trading days.

	2022 \$	2021 \$
19. Accumulated losses		
Balance at 1 July	(68,524,045)*	(64,592,140)
Loss after tax attributable to the equity holders of the parent entity during the year	(1,948,139)	(3,931,905)*
Balance at 30 June	<u>(70,472,184)</u>	<u>(68,524,045)*</u>

*Restated (Refer Note 29).

20. Operating segments

Accounting policy

Operating segments are identified based on the internal reports that are regularly reviewed by the Board of Director's, the entities' Chief Operating Decision Maker, for the purpose of allocating resources and assessing performance. The adoption of this "management approach" has resulted in the identification of reportable segments.

Financial information presented to the Board of Directors is reported by these jurisdictional locations. Items of income and expenditure and assets and liabilities that are not allocated to the exploration projects are allocated to the Corporate segment.

The following tables present revenue and profit information for the Consolidated Entity's operating segments for the year ended 30 June 2022 and 2021, respectively.

(i) Segment performance

2022	Norway Projects	Finnish Projects	Swedish Projects	Australian Projects	Corporate	Total
				\$	\$	\$
Total segment revenue	-	-	-	298,716	-	298,716
Segment expenditure	-	-	-	(386,400)	(2,332,833)	(2,719,233)
Segment result	-	-	-	(87,684)	(2,332,833)	(2,420,517)
Net loss before tax						(2,420,517)

2021*	Australian Projects	Norway Projects	Finnish Projects	Swedish Projects	Corporate	Total
	\$	\$	\$	\$	\$	\$
Total segment revenue	10,000	35,000	35,000	40,000	32,542	152,542
Segment expenditure	(2,896,189)	(95,422)	(1,056,864)	(81,838)	(1,181,622)	(5,311,935)
Segment result	(2,886,189)	(60,422)	(1,021,864)	41,838	(1,149,080)	(5,159,393)

Reconciliation of segment result to Consolidated Entity loss before tax:

- Capitalised expenditure						2,878,940
Net loss before tax						(2,280,453)

* Restated (Refer Note 29).

(i) Segment assets

The following tables present assets information for the Consolidated Entity's operating segments for the year ended 30 June 2022 and 2021, respectively.

30 June 2022	Scandinavia	Australia	Total
	\$	\$	\$
Segment assets	-	13,006,533	13,006,533

30 June 2021*

Segment assets	2,078,209	12,260,922	14,339,131
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* Restated (Refer Note 29).

	30 June 2022 \$	30 June 2021 \$
21. Cash flow information		
a) Cash and cash equivalents		
Cash at bank and on hand	6,207,510	8,955,719
b) Reconciliation of cashflows from operating activities		
Profit/(loss) before tax	(1,948,139)	(3,931,905)
Unrealised foreign exchange gains/(losses)	-	13,800
Impairment of exploration and evaluation expenditure	-	75,364
Impairment expense	187,197	1,465,036
Gain on tenement sale	(275,302)	(110,000)
Gain on revaluation of financial liability	(197,500)	-
Fair value movement on financial assets	1,111,205	-
Share based Payments	250,837	1,418,103
Depreciation	11,245	8,189
Reversal of impairment on disposal of asset	(230,912)	-
Change in trade & other receivables	32,031	(111,073)
Change in prepayments	71,932	(226,493)
Change in trade & other payables	142,055	116,720
Change in financial liabilities	-	700,000
Net cash used in operating activities	(845,351)	(582,259)
c) Non-cash investing and financing activities		
Capital raising costs paid by means of share options (Note 18)	-	219,702
Acquisition of Commando Project paid by means of share options (Note 18)	44,000	-
Acquisition of Commando Project paid by means of shares (Note 17)	240,000	-
Acquisition of Gladiator project	-	100,000
Settlement of Warrior acquisition	502,500	800,000
Acquisition of geological data	60,000	-
	846,500	1,119,702

	30 June 2022 \$	30 June 2021 \$
22. Parent company information		
Current assets	6,284,562	9,286,232
Non-current assets	6,682,511	4,352,144
Total assets	<u>12,967,073</u>	<u>13,638,376</u>
Current liabilities	112,520	233,110
Total liabilities	<u>112,520</u>	<u>233,110</u>
Net Assets	<u>12,854,553</u>	<u>13,405,266</u>
Contributed equity	75,156,766	74,574,129
Accumulated losses	(70,207,095)	(68,524,045)
Share based payments reserve	7,904,882	7,610,045
Total shareholders' equity	<u>12,854,553</u>	<u>13,405,266</u>
Profit/(loss) of the parent entity	<u>(1,683,050)</u>	<u>(3,783,805)</u>
Total comprehensive profit/(loss) of the parent entity	<u>(1,683,050)</u>	<u>(3,783,805)</u>

There are no commitments or contingencies arising in the Parent Entity

23. Commitments and contingencies

Warrior Project

On 2 December 2020, the Consolidated Entity announced the acquisition of the Warrior Project. As described in note 13, as part of the terms, the Consolidated Entity granted the vendor a 1% net smelter royalty ("NSR") on all minerals produced from the tenements and a milestone payment of \$200,000 in cash ("Milestone Payment") on achieving a mineralised drill intersection on one tenement of at least 10 metres of 2% nickel equivalent or better.

Please refer to Note 3(iv) for details on contingent assets.

Exploration expenditure commitments

Commitments for minimum exploration expenditure required to retain tenure on the Consolidated Entity's exploration tenements are:

	30 June 2022 \$	30 June 2021 \$
Later than one year but not later than five years	<u>384,000</u>	<u>326,000</u>

24. *Related party transactions*

Subsidiary	Country of Incorporation	% of Equity Interest	
		30 June 2022	30 June 2021
NorthernX Pty Ltd	Australia	100%	100%
Pursuit Exploration Pty Ltd	Australia	100%	100%
NorthernX Finland Oy ¹	Finland	-	100%
NorthernX Scandinavia AB ¹	Sweden	-	100%

¹ refer to Note 3, these entities held the Group's interests in the Scandinavian Projects.

Key Management Personnel Compensation

	Consolidated 30 June 2022 \$	Consolidated 30 June 2021 \$
Short-term benefits	378,000	390,639
Post-employment benefits	-	-
Share based payments	129,414	1,345,020
Total	507,414	1,735,659

During the period the Consolidated Entity had the following dealings with related parties.

(a) Mr Peter Wall

Mr Wall is a Non-Executive Director of the Company. He is also a partner at Steinepreis Paganin a Perth based corporate law firm that provides legal services to the Company on commercial terms.

The following payments/transactions occurred during the year:

Director fees	\$69,000 for services provided in the year ended 30 June 2021 (2021: \$39,000).
Other	Steinepreis Paganin was paid or due to be paid an aggregate amount of \$59,664 for legal services rendered during the year (2021: \$70,978).
Options and Performance Rights	15,000,000 performance rights valued at \$322,500, of which \$49,558 was expensed in the current year (refer Note 17).

No amounts are owed to Mr Peter Wall as at 30 June 2022.

(b) Mr Bob Affleck

Bob Affleck is Managing Director of the Company who also provides resource development consulting services.

The following payments/transactions occurred during the year:

Director fees	\$144,000 for services provided in the year ended 30 June 2022 (2021: \$789).
Performance Rights	15,000,000 performance rights valued at \$322,500, of which \$49,558 was expensed in the current year (refer Note 17).

No amounts are owed to Mr Bob Affleck as at 30 June 2022.

24. Related party transactions (continued)

(c) Mr Mark Freeman

Mr Freeman is the Finance Director and Company Secretary of the Company. He is also owner of Meccano Consulting Pty Ltd that provides office space, bookkeeping and accounting services to the Company on commercial terms.

The following payments/transactions occurred during the year:

Director fees	\$165,000 for services provided in the year ended 30 June 2022 (2021: \$197,000).
Other	Meccano Consulting Pty Ltd was paid or due to be paid an aggregate amount of \$30,740 for office and accounting/bookkeeping services rendered during the year (2021: \$26,060).
Performance Rights	20,000,000 performance rights valued at \$430,000, of which \$66,077 was expensed in the current year (refer Note 17).

At year end the Consolidated Entity has accrued for director and other fees owed to Meccano Consulting Pty Ltd of \$26,000 (2021: \$55,060).

25. Events after the end of the reporting period

The following event occurred subsequent to 30 June 2022:

- The Consolidated Entity issued 4.88 million shares (value \$70,000) on 9 September 2022 as part of a deal to swap the Gladiator Tenements for the Oriental exploration prospect (previously announced to the ASX on 27 April 2022). There is a net smelter royalty payable of 1% of any future production from the Oriental tenements.
- In July 2022 the Company established an equity financing facility to provide funding of up to \$5,000,000 over 12 months. Under the terms of the facility 45,000,000 shares were issued to the provider of the facility, Alpha Investment Partners, for nil consideration. The Company has the right to buy back these shares at any time for nil consideration. The Consolidated Entity controls when and if these shares are sold and can set a floor price for any sale. The sale price received by the Consolidated Entity is the higher of the floor price and up to a 10% discount on the Volume Weighted Average Price over a period set by the Company. As the Company retains control of these shares and can redeem or sell them at any time they have been classified as treasury shares and are excluded from issued share capital. Once the shares are sold they will be treated as issued ordinary shares and the proceeds will be included in contributed equity.

The Directors are not aware of any other matters or circumstances not otherwise dealt with in this interim report that have significantly, or may significantly affect the operations, results or state of affairs of the Consolidated Entity.

26. *Financial risk management*

The Consolidated Entity's overall financial risk management strategy is to ensure that the Consolidated Entity is able to fund its business operations and expansion plans. Exposure to credit risk, liquidity risk, foreign currency risk, interest rate risk and equity price risk arises in the normal course of the Consolidated Entity's business. The Consolidated Entity's risk management strategy is set by and performed in the close co-operation with the Board and focuses on actively securing the Consolidated Entity's short to medium-term cash flows by limiting credit risk of customers, regular review of its working capital and minimising the exposure to financial markets. The Consolidated Entity does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Consolidated Entity is exposed are described below.

Financial Assets and Liabilities

The financial assets and liabilities for financial years 2022 and 2021 are reflected at fair value through profit or loss. The Directors consider that the carrying amounts of the financial assets and liabilities approximate their fair values.

Specific Financial Risk Exposures and Management

The main risks the Consolidated Entity is exposed to through its financial instruments are credit risk, liquidity risk and market risk, interest rates and foreign currency.

a) Credit risk

Credit risk arises from the financial assets of the Consolidated Entity, which comprise cash and cash equivalents and trade and other receivables. Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contractual obligations that could lead to a financial loss to the Consolidated Entity. Credit risk is managed through the maintenance of credit assessment and monitoring procedures and it is the Consolidated Entity's policy that all customers who wish to trade on credit terms and subject to credit verification procedures.

The Consolidated Entity's cash and cash equivalents are maintained in banks with credit ratings of AA as per Standard & Poor's as at year-end.

In addition, as the Consolidated Entity operates in the mining exploration sector, its receivables generally relate to GST receivable from the Australian Tax Office and the credit risk is assessed as low.

Presently, the Consolidated Entity undertakes exploration and evaluation activities in Australia. At balance date, there were no significant concentrations of credit risk and none of the Consolidated Entity's receivables are past due or impaired.

b) Liquidity Risk

Liquidity risk is the risk that there will be inadequate funds available to meet financial commitments as they fall due. The Consolidated Entity recognises the on-going requirements to have committed funds in place to cover both existing business cash flows and provide reasonable headroom for cyclical debt fluctuations and capital expenditure programs. The key funding objective is to ensure the availability of flexible and competitively priced funding from alternative sources to meet the Consolidated Entity's current and future requirements.

The Consolidated Entity utilises a detailed cash flow model to manage its liquidity risk. This analysis shows that available sources of funds are expected to be sufficient over the lookout period. The Consolidated Entity attempts to accurately project the sources and uses of funds which provide an effective framework for decision making and budgeting. The table below summarises the maturity profile of the Company's contractual cash flow financial liabilities based on contractual undiscounted repayment obligations. Repayments, which are subject to notice, are treated as if notice were to be given immediately.

26. *Financial risk management (continued)*

	30 days	1-3 months	3-12 months	1 to 5 years	Total
Consolidated	\$	\$	\$	\$	\$
As at 30 June 2022					
Trade and other payables	417,069	-	-	-	417,069
Total liabilities	417,069	-	-	-	417,069
As at 30 June 2021					
Trade and other payables	233,865	-	-	-	233,865
Total liabilities	233,865	-	-	-	233,865

c) Foreign Currency Risk

Up until the date the Consolidated Entity disposed of the Scandinavian entities, the Company has incurred financial liabilities denominated in foreign currencies that are different to the functional currency of the respective Consolidated Entities during the current year. The Consolidated Entity's policy is to convert its local currency to the foreign currency at the time of the transaction. Foreign exchange risk arises from future commercial transactions and recognised financial liabilities denominated in a currency that is not the Consolidated Entity's functional currency (which is the Australian dollar). Since the Scandinavian entities have been disposed of the foreign exchange risk has been reduced to nil.

The Consolidated Entity manages foreign exchange risk on an as-needs basis. The risk is measured using sensitivity analysis and cash-flow forecasting. The Consolidated Entity's exposure to foreign currency risk, expressed in Australian dollars at the reporting date, was as follows:

	EUR Denominated Balances AUD	SEK Denominated Balances AUD	Total \$ AUD
As at 30 June 2022			
Cash and cash equivalents	-	-	-
Trade and other receivables	-	-	-
Total assets	-	-	-
Trade and other payables	-	-	-
Net Assets	-	-	-
	EUR Denominated Balances AUD	SEK Denominated Balances AUD	Total \$ AUD
As at 30 June 2021			
Cash and cash equivalents	9,399	864	10,263
Trade and other receivables	11,076	-	11,076
Total assets	20,475	864	21,339
Trade and other payables	-	753	753
Net Exposure	20,475	111	20,586

The following table details the Consolidated Entity's sensitivity to a 10% increase and decrease in the Australian dollar against the relevant foreign currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. A negative number in the table represents a decrease in the operating profit before tax and reduction in equity where the Australian dollar strengthens against the relevant currency. For a 10% strengthening of the Australian dollar against the relevant currency, there would be a comparable impact on the loss or equity, and the balances below would be positive.

	30 June 2022 \$	30 June 2021 \$
Impact on pre-tax profit		
Profit / (loss) before tax and equity – 10% increase	-	(2,059)
Profit / (loss) before tax and equity – 10% decrease	-	2,059

26. *Financial risk management (continued)*

d) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rate. The Consolidated Entity is not exposed to interest rate movement through borrowings. The following table sets out the variable interest bearing and fixed interest bearing financial instruments of the Consolidated Entity:

	Variable interest \$	Fixed interest \$
2022		
Financial assets	-	-
Cash and cash equivalents	6,207,510	-
Total	<u>6,207,510</u>	<u>-</u>
2021		
Financial assets	-	-
Cash and cash equivalents	8,955,719	-
Total	<u>8,955,719</u>	<u>-</u>

The following table illustrates the estimated sensitivity to a 1% increase and decrease to interest rate movements.

	30 June 2022 \$	30 June 2021 \$
Impact on pre-tax profit		
Interest rates + 1%	62,075	89,557
Interest rates – 1%	(62,075)	(89,557)

e) Equity Price Risk

The Consolidated Entity is exposed to equity securities price risk. This arises from the investment in Kendrick Resources Plc and classified in the statement of financial position as financial assets at fair value through profit or loss. The Group is not exposed to equity price risk.

To manage its price risk arising from investments in equity securities, management monitor the market price of the shares.

The table below summarises the impact of an increase/decrease in the price of the securities held at year end on the Consolidated Entity's pre-tax profit for the year and on equity. The analysis is based on the assumption that the prices of securities increased/decreased by 10% with all other variables held constant.

	30 June 2022 \$	30 June 2021 \$
Impact on pre-tax profit		
Increase of 10%	123,847	-
Decrease of -10%	(123,847)	-

Accounting policy

Financial assets

Initial recognition and measurement

Financial assets are initially recognised at fair value. The Consolidated Entity's financial assets include cash and cash equivalents, receivables and assets held at fair value through profit and loss.

The Consolidated Entity applies the simplified approach under AASB 9 Financial Instruments to measuring the expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

26. Financial risk management (continued)

Subsequent measurement

Cash and cash equivalents and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently re-measured at amortised cost. Loans and receivables are included in current assets, except for those which are not expected to mature in twelve months after the end of the period (all other loans and receivables are included as non-current assets).

Financial assets at fair value through profit and loss are initially measured at fair value and subsequently remeasured to fair value at each reporting date.

De-recognition

A financial asset is derecognised when the holder's contractual rights to its cashflow expire, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

All of the following criteria need to be satisfied for derecognition of financial assets:

- The right to receive cashflows from the asset has expired or been transferred;
- all risk and rewards of ownership of the asset have been substantially transferred; and
- the Company no longer controls the assets (i.e. the Company has no practical ability to make a unilateral decision to sell the asset to a third party).

Financial liabilities

Initial recognition

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit and loss, loans and borrowings, payables or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

An instrument is a financial liability when an issuer is, or can be required, to deliver cash or another financial asset (e.g. ordinary shares in the company) to the holder.

Where the Consolidated Entity has the choice of settling a financial instrument in cash or otherwise is contingent on the outcome of circumstances beyond the control of both the Consolidated Entity and the holder, the Consolidated entity accounts for the instrument as a financial liability.

All financial liabilities are initially recognised at fair value. The Consolidated Entity's financial liabilities include trade and other payables and deferred consideration on asset acquisitions.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest method except for the shares to be issued to the vendor as part of the deferred consideration for the Warrior Project. The shares have been treated as a financial liability at fair value based on the share price of the Company's equity.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating the interest expense in the profit and loss over the relevant period. The effective interest rate is the internal rate of return of the financial asset or liability. That is, it is the rate that exactly discounts the estimated future cashflows through the expected life of the instrument to the net carrying amount at initial recognition.

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender or substantially different terms, or the terms of an existing liability are substantially modified, such as an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the income statement.

27. Fair value measurements of financial instruments

The carrying values of financial assets and liabilities of the Consolidated Entity approximate their fair values. Fair values of financial assets and liabilities have been determined for measurement and / or disclosure purposes.

Fair value hierarchy

The Consolidated Entity classifies assets and liabilities carried at fair value using a fair value hierarchy that reflects the significance of the inputs used in determining that value. The table following analyses financial instruments carried at fair value by the valuation method. The different levels in the hierarchy have been defined as follows:

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

Recurring fair value measurements	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
30 June 2022				
Financial assets at fair value through profit or loss	1,238,471	-	-	1,238,471
Total as at 30 June 2022	1,238,471	-	-	1,238,471
30 June 2021				
Financial assets at fair value through profit or loss	-	-	-	-
Other financial liabilities at fair value	700,000	-	-	700,000
Total as at 30 June 2021	700,000	-	-	700,000

Due to their short-term nature, the carrying amount of the current receivables and current payables is assumed to approximate their fair value.

28. Auditor's remuneration

	2022 \$	2021 \$
Amounts paid or payable at 30 June to the auditors for:		
Audit and review of financial statements	60,498	62,570
Total remuneration for audit and other assurance services	60,498	62,570

29. Restatement of Prior Period

On 18 January 2021, the Consolidated Entity entered into a Binding Sale Agreement (hereafter referred to as "BSA") with Lion Mining Finance Limited ("Lion") & BMR Group PLC ("BMR"), for the sale of Pursuit's nickel and vanadium projects in Norway, Sweden, and Finland, consisting of 11 tenements, collectively known as the Scandinavian Tenements ("Scandinavian Projects"). As set out in Note 3 Discontinued Operations, the Scandinavian Projects were impaired by \$1,234,124 to their fair value in the prior year.

Due to an oversight, transaction costs were not taken into account in the measurement of this fair value. Previously, on 19 August 2019, the Consolidated Entity had entered into a contract with a former KMP, Jeremy Read, where the Consolidated Entity agreed to settle with Mr Read 10% of total transaction value as a success fee upon the execution of the divestment of the Scandinavian Projects. Accordingly, the carrying value of the Scandinavian Projects of \$2,309,121 recorded in the balance sheet as a "Assets held for sale" at 30 June 2021 was overstated by 10%, or \$230,912.

29. *Restatement of Prior Period(continued)*

The above matters, resulted in a restatement of the following line items for the year ended 30 June 2021:

- Asset held for sale was reduced by \$230,912; and
- Impairment charge was increased by \$230,912

There is no impact on consolidated statement of financial position as at 1 July 2020 nor on the comparative consolidated statement of profit or loss and other comprehensive income for the year ended 30 June 2020.

The above adjustment had the following impact on the 30 June 2021 consolidated statement of financial position and consolidated statement of profit and loss and other comprehensive income:

Consolidated Statement of Financial Position Extract

As at 30 June 2021

Financial Report Line Item/ Balance Affected	Actual \$	Adjustment \$	Restated Actual \$
ASSETS			
Current Assets			
Asset held for sale	2,309,121	(230,912)	2,078,209
Total Current Assets	11,691,103	(230,912)	11,460,191
Total Assets	14,570,043	(230,912)	14,339,131
Net Assets	13,636,178	(230,912)	13,405,266
Current Assets			
EQUITY			
Accumulated losses	(68,293,133)	(230,912)	(68,524,045)
Total Equity	13,636,178	(230,912)	13,405,266

Financial Report Line Item/ Balance Affected	Actual \$	Adjustment \$	Restated Actual \$
Impairment charge	(1,234,124)	(230,912)	(1,465,036)
Gain/ (Loss) after income tax from discontinuing operations	(1,420,540)	(230,912)	(1,651,452)
Net loss for year	(3,700,993)	(230,912)	(3,931,905)
Other comprehensive income	144,815	-	144,815
Total comprehensive loss for the year	(3,556,178)	(230,912)	(3,787,090)

The Directors of the Company declare that:

1. The financial statements and notes, as set out on pages 36 to 69, are in accordance with the Corporations Act 2001 and:
 - a. Comply with Accounting Standards including the Australian Accounting Interpretations and the Corporations Regulations 2001;
 - b. Are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, as stated in Note 2 to the financial statements; and
 - c. Give a true and fair view of the financial position as at 30 June 2022 and of the performance for the year ended on that date of the Company and Consolidated Entity.
2. In the Directors' opinion, there are reasonable grounds to believe that the Consolidated Entity will be able to pay its debts as and when they become due and payable.

The Chief Executive Officer and Chief Financial Officer have each declared that:

- a. The financial records of the Consolidated Entity for the financial year have been properly maintained in accordance with s 286 of the *Corporations Act 2001*;
- b. The financial statements and notes for the financial year comply with the Accounting Standards; and
- c. The financial statements and notes for the financial year give a true and fair view.

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



Peter Wall
Chairman

30 September 2022

PURSUIT MINERALS LIMITED
ABN 27 128 806 977
INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PURSUIT MINERALS LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Pursuit Minerals Limited (the "Company") and its controlled entities (the "Consolidated Entity"), which comprises the consolidated statement of financial position as at 30 June 2022, the consolidated statement of profit and loss and comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the Directors' declaration.

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

- (a) giving a true and fair view of the Consolidated Entity's financial position as at 30 June 2022 and of its financial performance for the year then ended; 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 Consolidated Entity 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.

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PURSUIT MINERALS LIMITED

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.

Key Audit Matter	How our audit addressed the key audit matter
<p>Asset Acquisitions – Commando Refer to Note 12 to the financial report.</p> <p>During the financial year, the Consolidated Entity acquired the Commando Project for purchase consideration of \$444,000.</p> <p>Accounting for the acquisitions under <i>AASB 3 Business Combinations</i> (“AASB 3”) as a business combination or under alternative Australian Accounting Standards as an asset acquisition requires judgment in determining key assumptions and estimates.</p> <p>These include:</p> <ul style="list-style-type: none"> • Whether or not the acquisition represents the definition of a business under AASB 3; • Determining the fair value of the consideration transferred, including any acquisition-date fair value of the equity instruments transferred. <p>Due to the significance to the Consolidated Entity’s financial report and the level of judgment involved in the accounting for the acquisitions, we consider this to be a key audit matter.</p>	<p>Our procedures included, amongst others: Reading the 12-month option agreement to understand key terms and conditions.</p> <p>Critically evaluating the assumptions used in the measurement of the fair value of the consideration transferred, including the non-cash consideration, including:</p> <ul style="list-style-type: none"> • Obtaining an understanding of the design and implementation of the relevant controls associated with the preparation of the valuation model used to assess the fair value of the non-cash consideration, including those relating to volatility used for the options and the appropriateness of the model used for valuation; • Critically evaluating and challenging the methodology and assumptions of management in their preparation of the valuation model, including agreeing inputs to internal and external sources of information as appropriate; and • Considering whether any day 1 impairment exists. <p>Checking the mathematical accuracy of calculations associated with the acquisition of the Commando Project.</p> <p>Assessing the adequacy of the disclosures included within the financial report.</p>

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PURSUIT MINERALS LIMITED

Key Audit Matter

How our audit addressed the key audit matter

Share-based payments issued to management

Refer to Note 17 and 18 to the financial report.

During the year ended 30 June 2022, the Consolidated Entity has issued performance rights to Key Management Personnel, totalling \$250,837.

Under Australian Accounting Standards, equity settled awards are measured at fair value on the measurement (grant) date taking into consideration the probability of the vesting conditions (if any) attached. This amount is recognised as an expense either immediately if there are no vesting conditions, or over the vesting period if there are vesting conditions.

In calculating the fair value there are a number of judgements management must make, including but not limited to:

- estimating the likelihood that the equity instruments will vest;
- estimating expected future share price volatility;
- expected dividend yield; and
- risk-free rate of interest.

Due to the significance to the Consolidated Entity's financial report and the level of judgment involved in determining the valuation of the share-based payments, we consider the Consolidated Entity's calculation of the share-based payment expense to be a key audit matter.

Our procedures included, amongst others:

Obtaining an understanding of the design and implementation of the relevant controls associated with the preparation of the valuation model used to assess the fair value of share-based payments, including those relating to volatility of the underlying security and the appropriateness of the model used for valuation.

Critically evaluating and challenging the methodology and assumptions of management in their preparation of the valuation model, including management's assessment of likelihood of vesting, agreeing inputs to internal and external sources of information as appropriate.

Assessing the Consolidated Entity's accounting policy as set out within Note 2 and 18 for compliance with the requirements of AASB 2 *Share-based Payment*.

Assessing the adequacy of the disclosures included in the financial report.

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PURSUIT MINERALS LIMITED

Key Audit Matter

How our audit addressed the key audit matter

Carrying Value of exploration and evaluation assets

Refer to Note 12 to the financial report.

As at 30 June 2022, the Consolidated Entity held capitalised exploration and evaluation assets of \$5,218,125.

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

The determination as to whether there are any indicators to require an exploration and evaluation asset to be assessed for impairment, involves a number of management judgments including but not limited to:

- Whether the Consolidated Entity has tenure of the tenements;
- Whether the Consolidated Entity has sufficient funds to meet the tenement minimum expenditure requirements;
- Whether there is sufficient information for a decision to be made that the area of interest is not commercially viable; and
- Whether the valuation methodology to determine the value of the tenements are appropriately selected by the Consolidated Entity.

Our procedures included, amongst others:

Obtaining an understanding of and evaluating the design and implementation of the processes and controls associated with the capitalisation of exploration and evaluation expenditure, and those associated with the assessment of impairment indicators.

Examining the Consolidated Entity's right to explore in the relevant areas of interest, which included obtaining and assessing supporting documentation. We also considered the status of the exploration licences as it related to tenure and whether the minimum expenditure of the tenements have been met.

Evaluating the appropriateness of the valuation methodology selected by the Consolidated Entity to determine the value of the tenements.

Considering and reviewing the Consolidated Entity's intention and capacity to carry out significant exploration and evaluation activity, including but not limited to the minimum expenditure requirements, in the relevant area of interest, including assessing the Consolidated Entity's cash-flow forecast models, discussions with management and directors as to the intentions and strategy of the Consolidated Entity.

Reviewing management's evaluation and judgement as to whether the exploration activities within each relevant area of interest have reached a stage where the commercial viability of extracting the resource could be determined.

Assessing the adequacy of the disclosures in the financial report.

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PURSUIT MINERALS LIMITED**

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Consolidated Entity's annual report for the year ended 30 June 2022, 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 accordingly 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 ability of the Consolidated Entity 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 Consolidated Entity or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

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

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

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Consolidated Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

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**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PURSUIT MINERALS LIMITED**

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Consolidated Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Consolidated Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Consolidated Entity to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Consolidated Entity audit. We remain solely responsible for our audit opinion.

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

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

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

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 27 to 33 of the directors' report for the year ended 30 June 2022. In our opinion, the Remuneration Report of Pursuit Minerals Limited, for the year ended 30 June 2022, complies with section 300A of the *Corporations Act 2001*.

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PURSUIT MINERALS LIMITED
ABN 27 128 806 977



**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PURSUIT MINERALS LIMITED**

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.

Pitcher Partners BA&A Pty Ltd

PITCHER PARTNERS BA&A PTY LTD

A handwritten signature in black ink, appearing to read "J C Palmer".

J C PALMER
Executive Director
Perth, 30 September 2022

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SHAREHOLDER INFORMATION

The shareholder information set out below was applicable as at 30 September 2022.

A. Distribution of securities

Analysis of the number of equity securities by size of holding:

Holding	Fully paid ordinary shares	Listed options @ \$0.10 expiring 31 October 2021
	Number of holders	Number of holders
1 to 1,000	554	-
1,001 to 5,000	95	1
5,001 to 10,000	679	1
10,001 to 100,000	3,375	1
100,001 and over	1,502	51
	6,205	107

There were 1,378 holders of less than a marketable parcel of listed shares.

B. Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest holders of fully paid ordinary shares are listed below:

Name	Units	% Of Units
SUNSET CAPITAL MANAGEMENT PTY LTD <SUNSET SUPERFUND A/C>	28,565,877	3.05%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	20,664,189	2.21%
CITICORP NOMINEES PTY LIMITED	18,940,095	2.02%
CORPORATE & RESOURCE CONSULTANTS PTY LTD	16,800,000	1.79%
MR JEREMY JAMES READ	15,207,129	1.62%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	13,762,220	1.47%
PHEAKES PTY LTD <SENATE A/C>	13,308,880	1.42%
CELTIC CAPITAL PTY LTD <THE CELTIC CAPITAL A/C>	10,000,000	1.07%
MRS GEORGIA GEORGAKLIS	10,000,000	1.07%
SUBURBAN HOLDINGS PTY LIMITED <SUBURBAN SUPER FUND A/C>	7,950,000	0.85%
AUSTRALIAN FINANCE ASSOCIATION PTY LTD	7,500,000	0.80%
TROCA ENTERPRISES PTY LTD <COULSON SUPER A/C>	7,400,000	0.79%
PHEAKES PTY LTD <SENATE A/C>	6,666,667	0.71%
MR PETER CHRISTOPHER WALL & MS TANYA-LEE WALL <THE WALL FAMILY SUPER A/C>	5,555,555	0.59%
MR BENJAMIN CHARLES BURCHILL	5,400,000	0.58%
MR DEAN ROBERT TAIT	5,300,000	0.57%
MR AARON ANTHONY KLEIN	5,252,310	0.56%
WHALE WATCH HOLDINGS LIMITED	5,000,000	0.53%
BNP PARIBAS NOMS PTY LTD <DRP>	4,872,540	0.52%
MR RICARDO VERZOSA	4,662,427	0.50%
SUPERHERO NOMINEES PTY LTD	4,321,358	0.46%
TOTALS	217,129,247	23.17%

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The names of the twenty largest holders of listed options with an exercise price of \$0.10 and expiry of 31 October 2021 are listed below:

Name	Options	% Of total
CELTIC CAPITAL PTY LTD <CELTIC CAPITAL NO 2 A/C>	5,000,000	6.56%
CPS CAPITAL NO 4 PTY LTD	4,066,757	5.34%
MARIA BEUTELSPACHER - ARONSTEN	2,995,145	3.93%
CELTIC CAPITAL PTY LTD <INCOME A/C>	2,850,000	3.74%
MR JONATHAN DAVID LINTON	2,800,000	3.68%
MR RYAN JULIAN VAN DORT	2,389,000	3.14%
MR ROSS DIX HARVEY	2,180,000	2.86%
MR COREY JONOTHAN MULLER	2,005,919	2.63%
MR MARC ARONSTEN	1,860,432	2.44%
MR JAMES DAVID LUTCHMAYA	1,600,000	2.10%
MR COREY JONOTHAN MULLER	1,419,434	1.86%
MR ELIAS SIFIS	1,341,494	1.76%
EQUITY TRUSTEES LIMITED <LOWELL RESOURCES FUND A/C>	1,231,167	1.62%
MRS LISA JOANNE BATTEN & MR DANIEL CHARLES BATTEN <PROVIDENTIAL HOLDINGS A/C>	1,059,422	1.39%
MR TORBJOERN SMITH FREDRIKSEN & MS EMI ONO	1,005,917	1.32%
MR SKYE STEPHEN ACKLING	1,000,000	1.31%
MR SHANE FREDERICK VAN HALDEREN	1,000,000	1.31%
PLUTUS VENTURES PTY LTD	1,000,000	1.31%
MR PETER CHRISTOPHER WALL & MRS TANYA-LEE WALL <WALL FAMILY SUPER FUND A/C>	900,901	1.18%
MRS LEEANNE CAROLYN KELLY	900,000	1.18%
MR TRUONG AN NGUYEN	900,000	1.18%
EMERGING EQUITIES PTY LTD	898,145	1.18%
MR DANIEL PETER MCARTHUR	882,598	1.16%
Totals	41,286,331	54.21%

Unquoted equity securities

Security	Number on issue	Number of holders	Holders of more than 20%
Unlisted options with an exercise price of \$0.049 expiring 6 November 2021	2,000,000	2	Matthew O’Kane and Stephen Kelly each hold 1,000,000 options.
Unlisted options with an exercise price of \$0.007 expiring 18 September 2023	33,000,000	2	Mark Freeman 23,000,000 options Peter Wall 13,000,000 options

Unquoted equity securities represent options or rights to acquire ordinary shares. Each option or right entitles the holder to acquire one ordinary share.

C. Substantial shareholders

There are no Substantial shareholders of the Company’s quoted equity securities.

D. Voting rights

The voting rights attaching to each class of equity securities are set out below:

(a) Ordinary shares

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

(b) Options

No voting rights.

(c) Performance rights

No voting rights.

E. Use of funds

The Consolidated Entity has used the cash and assets in a form readily convertible into cash at the time of its re-listing on the ASX on 23 August 2017 in a manner that is consistent with its business objectives.

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