IRON ORE LIMITED

(ACN 125 010 353)

Financial Report
for the Year Ended 31 March 2023

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CHAIRMAN'S LETTER

Dear Shareholder,

It gives me great pleasure to be able to present an overview of your Company's activities for the year ended 31 March 2023.

The past year was very encouraging for the Company as Mt Celia gold project is progressing toward production and Mt Bevan magnetite project have also witnessed significant progress with substantial exploration and economic test work conducted under the Joint Venture with Hancock Magnetite Holdings Pty Ltd.

At Mt Celia, the Company is completing associated heritage surveys ahead of proposed exploration and mining activities and is rolling towards finalisation of Ore Processing Agreement (OPA) or Toll Processing Agreement (TPA). The Company has taken a significant step with the completion of a draft mining proposal which will be submitted to the Department of Mining and Petroleum (DMP). While the Company waits for these important steps to be finalised, discussions continue with several mining and ore haulage contractors for proposed mining activities. A strong gold price continued throughout most of the past year, provides additional support to the project's economics.

At the Mt Bevan project, following the signing of the Joint Venture Agreement with Hancock Magnetite Holdings Pty Ltd, a subsidiary of Hancock Prospecting Pty Ltd, pre-feasibility study work continues at full pace. Key achievements throughout the year included the completion of reverse circulation (RC) (7,224 m) and core drilling (1,570 m) to assist in mineral resource modelling. In addition to the above, the joint venture has also completed stage one environmental studies, including flora and vegetation, fauna, subterranean and soil. This is a significant step towards advancement of the project. This year several product logistics options studies and port destination studies were conducted to plan multiple routes and various modes of evacuation of production.

Finally, exploration at Koongie Park, Ruby Plains, Taylor Lookout and Sophie Downs projects, continued with a focus on gold, base metals, and other critical minerals.

With approximately $8.7 million in cash reserves and term deposits, Mt Celia continues to remain the top priority with all steps being taken to move the project towards production.

I sincerely thank all shareholders and staff for their ongoing support and look forward to 2023/24 as Legacy continues to develop its asset portfolio.

Yours faithfully,

Amitava Mukherjee.

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CORPORATE DIRECTORY

DIRECTORS
Mr Amitava Mukherjee (Non-Executive Chairman)
Mr Rakesh Gupta (Chief Executive Officer and Executive Director)
Mr Devanathan Ramachandran (Non-Executive Director)
Mr Vishwanath Suresh (Non-executive Director appointed (appointed 21 March 2023)

CHIEF EXECUTIVE OFFICER
Mr Rakesh Gupta

COMPANY SECRETARY
Mr Benjamin Donovan

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STOCK EXCHANGE LISTING
Australian Securities Exchange
(Home Exchange: Perth, Western Australia)
Code: LCY

OPERATIONS REPORT

Introduction

Legacy Iron Ore Limited (**Legacy Iron** or the **Company**) is an active exploration company with a diverse portfolio of prospective assets, including iron ore, gold, base metals, and tungsten, Rare Earth Elements (REE), Figure 1.

The Company is working towards developing gold, iron ore, and base metal assets in Western Australia through systematic and intensive exploration activities. The Company has ten promising projects encompassing 24 tenements in the known mineralised belts. The Company is advancing the projects into higher stages of exploration successfully.

The Company's present focus is the development of its gold assets in the Eastern Goldfields, where several tenements have highly encouraging gold prospects and mineral resources, including the Mt Celia Project.

The Company is also in a Joint Venture with Hawthorn Resources Limited (Hawthorn) and Hancock Magnetite Prospecting Pty Ltd (Hancock) on the Mt Bevan Project, north of Kalgoorlie in Western Australia, where the Company is progressing a potential world-class magnetite project and exploring for nickel-copper mineralisation at an early stage, whilst East Kimberly projects have excellent potential for hosting VHMS base metal, gold and REE and tungsten mineralisation.

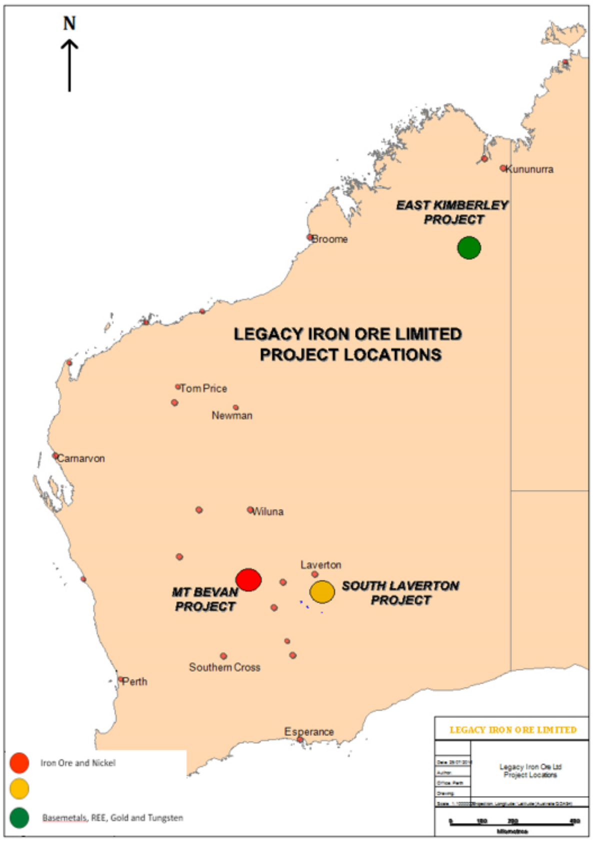

Figure 1. Legacy Iron - Project Locations

OPERATIONS REPORT (continued)

South Laverton Project

Legacy Iron's primary interest lies in the South Laverton region, where the Company holds multiple prospective tenements (Figure 2). The South Laverton project areas lie along the Keith Kilkenny Tectonic Zone ("KKTZ") and the southern part of the Laverton Tectonic Zone ("LTZ"). These structures host numerous gold mines, with the LTZ hosting gold resources of some 20 million ounces.

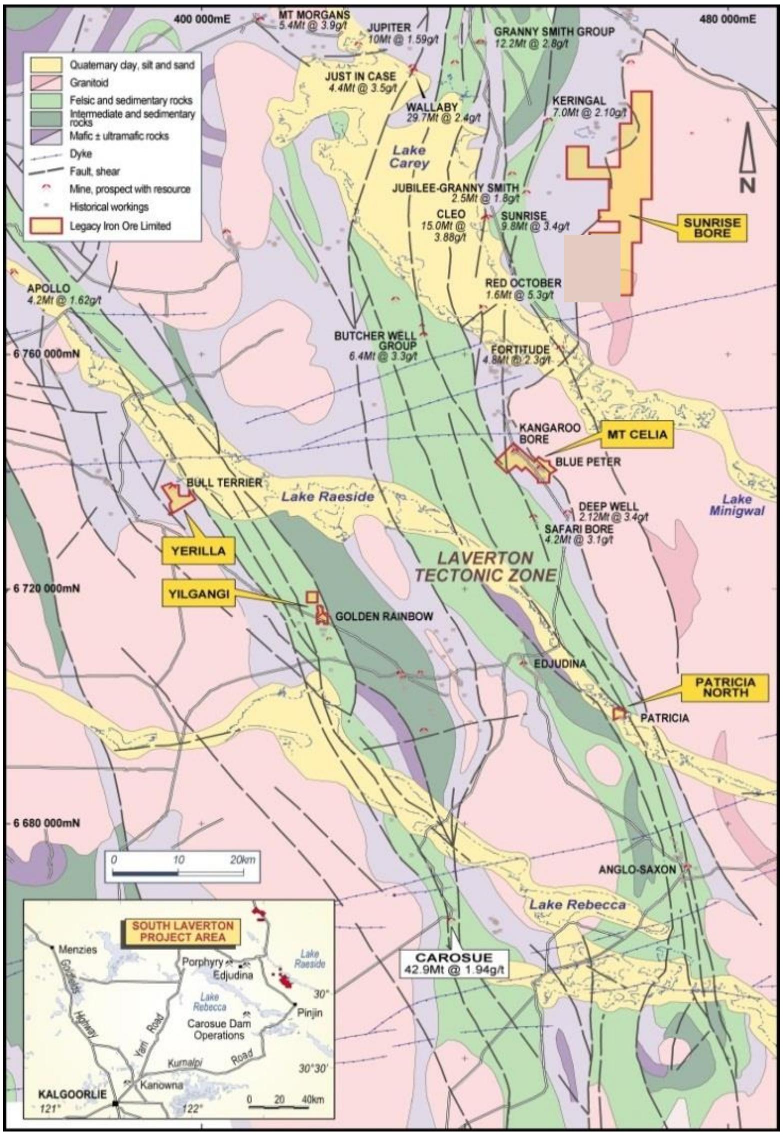

Figure 2. Legacy Iron's South Laverton Gold Projects on Regional Geology

The South Laverton project includes Mt Celia, Yerilla, Yilgangi and Patricia North and Sunrise bore projects (Figure 2). This tenement package contains gold occurrences with mineral resource estimates completed before the change in JORC 2012 reporting code. The Company recently upgraded the mineral resource for Mt Celia (Kangaroo Bore and Blue Peter deposits) in February 2022. In addition, it defined a maiden JORC-compliant resource at the Yilgangi project in June 2022.

During the Year, Legacy Iron's exploration activities focused on the Mt Celia, Yilgangi, Sunrise Bore, Mt. Bevan and Kimberley polymetallic projects.

OPERATIONS REPORT (continued)

Mt. Celia Deposit

The Mt Celia Project lies within the Laverton Tectonic Zone, some 40 km south of the Sunrise Dam gold mine (approximately 8 Moz mineral resources), as shown in Figure 2. The Project contains several known gold occurrences, including Kangaroo Bore and Blue Peter prospects, Figure 3

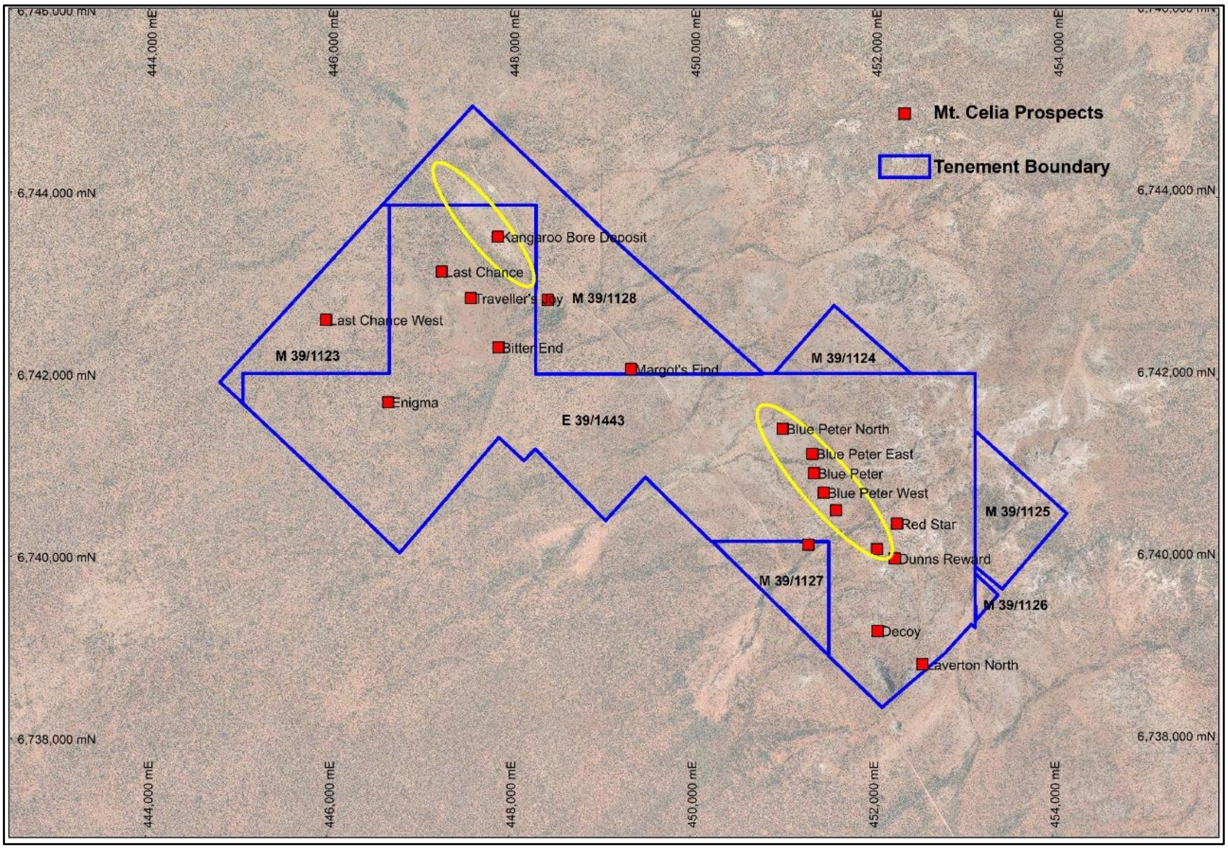

Figure 3 Mount Celia Project- Aerial Image showing prospect locations.

The Company has upgraded the mineral resource estimates for Mt Celia Kangaroo Bore and Blue Peter orebodies, released to the market on 3 March 2022.

The previous mineral resource estimates for Kangaroo Bore and Blue Peter were prepared by SRK in November 2017, January 2018 and February 2021, respectively. Since then, Legacy has conducted several drilling programs to increase the geological confidence of the mineral resource estimates.

The data acquired from these programs up to June 2021 have been used with the existing data to update the mineral resource estimates. Mineral Resource Statements for Kangaroo Bore, Blue Peter and Margot's Find released to the ASX on 3 March 2022 are presented in Table 1 – 4 below. The estimates for both deposits are based on a cut-off grade of 0.7 g/t Au.

OPERATIONS REPORT (continued)

Table 1 Mt Celia - Mineral Resource estimate as of Feb 2022

Classification	Tonnes	Au (g/t)	Ounces
Indicated	3,663,000	1.43	168,300
Inferred	3,312,000	1.36	144,300
Total	6,975,000	1.39	312,600

Table 2 Kangaroo Bore - Mineral Resource estimate as of Feb 2022

Classification	Tonnes	Au (g/t)	Ounces
Indicated	3,024,000	1.27	123,100
Inferred	2,631,000	1.28	108,700
Total	5,655,000	1.27	231,800

Table 3 Blue Peter - Mineral Resource estimate as of Feb 2022

Classification	Tonnes	Au (g/t)	Ounces
Indicated	639,000	- 2.20	45,200
Inferred	328,000	1.83	19,300
Total	967,000	2.07	64,500

Table 4 Margot Find - Mineral Resource estimate as of Feb 2022

Classification	Tonnes	Au (g/t)	Ounces
Indicated	0	0.00	0
Inferred	353,000	1.44	16,300
Total	353,000	1.44	16,300

Note: Estimated values are based on a 0.7 g/t Au block cut-off. Please refer to the ASX announcement on 3 March 2022 for the complete statement on the above Kangaroo Bore, Blue Peter and Margot Find resource estimates. The Company confirms that there is no new information or data that materially affects the mineral resource estimate announced on 3 March 2022 and that all assumptions underpinning the estimate continue to apply and have not materially changed.

OPERATIONS REPORT (continued)

Mt. Celia progress:

The following works for the development of the Mt. Celia project were completed during the reporting period:

- Aerial Survey - An aerial survey was completed to generate accurate contours and orthophotos of the tenements. Rocketmine completed the work.

- Surface Hydrology studies - Hydrologia consultants completed a surface water assessment via a site survey and modelling (Hydrologia, 2023).

- Subterranean Fauna studies – Bennelongia completed a desktop assessment and field survey to determine the significance of any potential impacts on subterranean fauna within the project area.

- Aboriginal Heritage – Heritage Protection agreement was executed with the Native Title Claim Group (NTCG) Nyalpa Pirniku. Legacy commissioned Nyalpa Pirniku and Integrate Sustainability to undertake a heritage survey of the Mt Celia Project in November 2022.

  The mining agreement has been finalised and is with the NTCG awaiting execution.

- Mining studies & pit design – Legacy is working towards the completion of a pre-feasibility study and development of the Mt Celia projects, including the Kangaroo Bore and Blue Peter deposits. A pit optimisation study was completed by AMC, and an initial pit design and schedule have been completed. The site layout for the mine infrastructure has been designed. Discussions are underway with various mining and ore haulage operators to finalise contracts for the proposed mining activities.

  The Mining Proposal is being drafted for submission to the Department of Mines and Petroleum (DMP). The initial site layout for the Mt. Celia project is shown below in Figure 4.

OPERATIONS REPORT (continued)

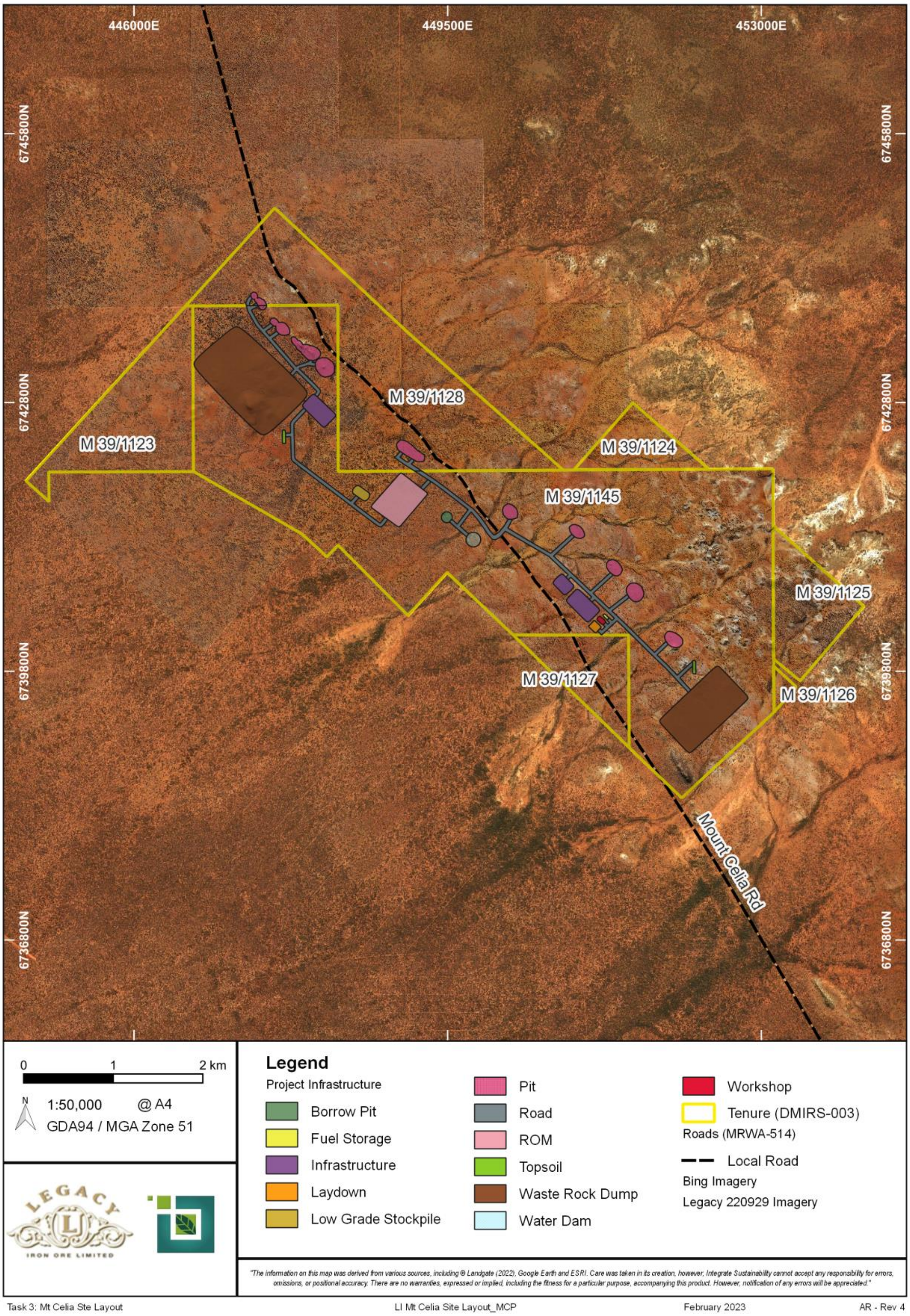

Figure 4 Mt. Celia Site Layout

OPERATIONS REPORT (continued)

Grade Control Reverse Circulation (RC) Drilling Plan: Grade control drilling is planned at a nominal spacing of 10 metres x 10 metres. A total of 6,000 metres is planned over the scheduled pits of Blue Peter and Kangaroo Bore deposits, Figure 5 and Figure 6.

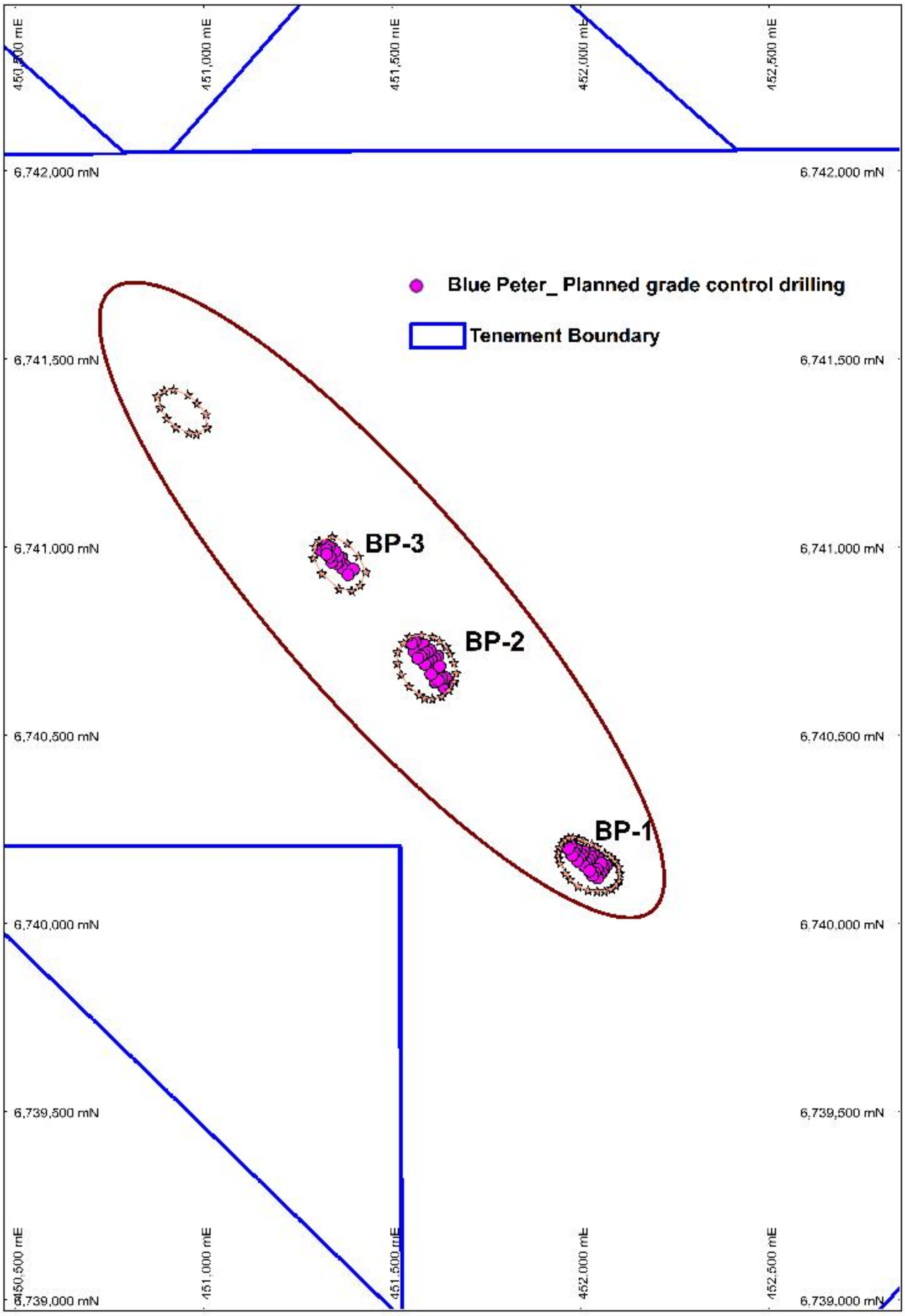

Figure 5 Planed grade control pits of Blue Peter deposit

OPERATIONS REPORT (continued)

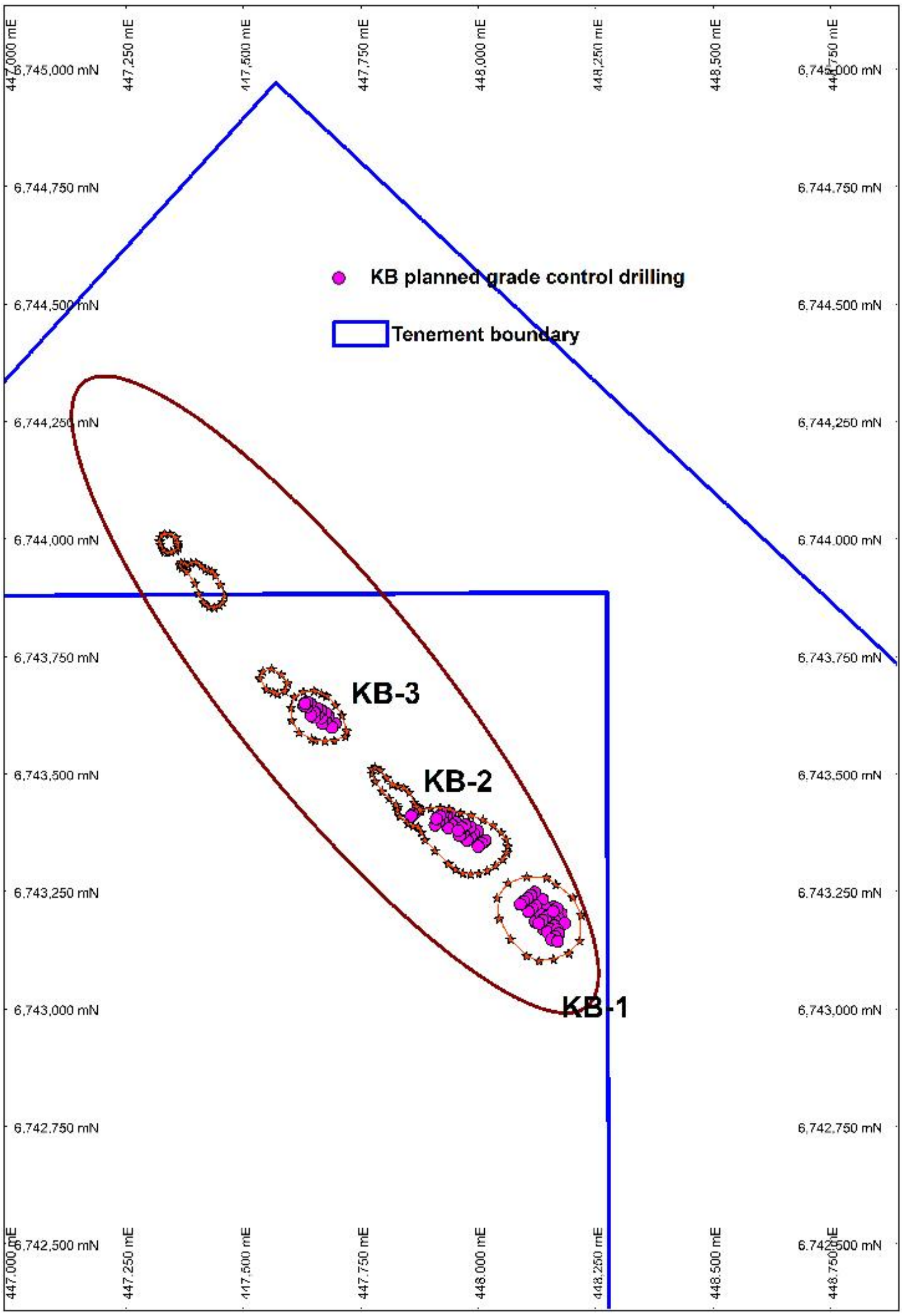

Figure 6 Planned grade control pits of Kangaroo bore deposit

Proposed works

The plan for the Mt Celia project includes the following:

- Execute the Mining Agreement with the Native Title Claimant Group
- Finalise any required regulatory approvals
- Finalise a Toll Milling Agreement (TPA) or Ore Purchase Agreement (OPA)
- Assess Infrastructure and contract requirements
- Finalise and submit the Mining Proposal to the Department of Mining and Petroleum (DMP).

OPERATIONS REPORT (continued)

Yilgangi Deposit

The Yilgangi Deposit forms part of Legacy Iron's South Laverton Gold Project, which includes Mt Celia, Yilgangi, Yerilla, Patricia North and Sunrise Bore tenements. Its location relative to Mt Celia is shown in Figure 2. This deposit is highly prospective, potentially adding ounces to the Mt Celia Gold Project. As such, the Company plans to advance the Project to resource definition stage.

The Yilgangi Project includes two exploration tenements (E31/1019 and E31/1020) and two mining leases (M31/426 and M31/427). It contains numerous gold occurrences, including the Golden Rainbow prospect, where several drill holes have intersected gold mineralisation at a shallow depth.

A mineral resource estimate was undertaken by BM Geological Services (BMGS) and shows the potential of the Yilgangi area and justifies additional investment in the Project. The revised mineral resource estimate includes drilling from June 2021, as outlined in Figure 7 below.

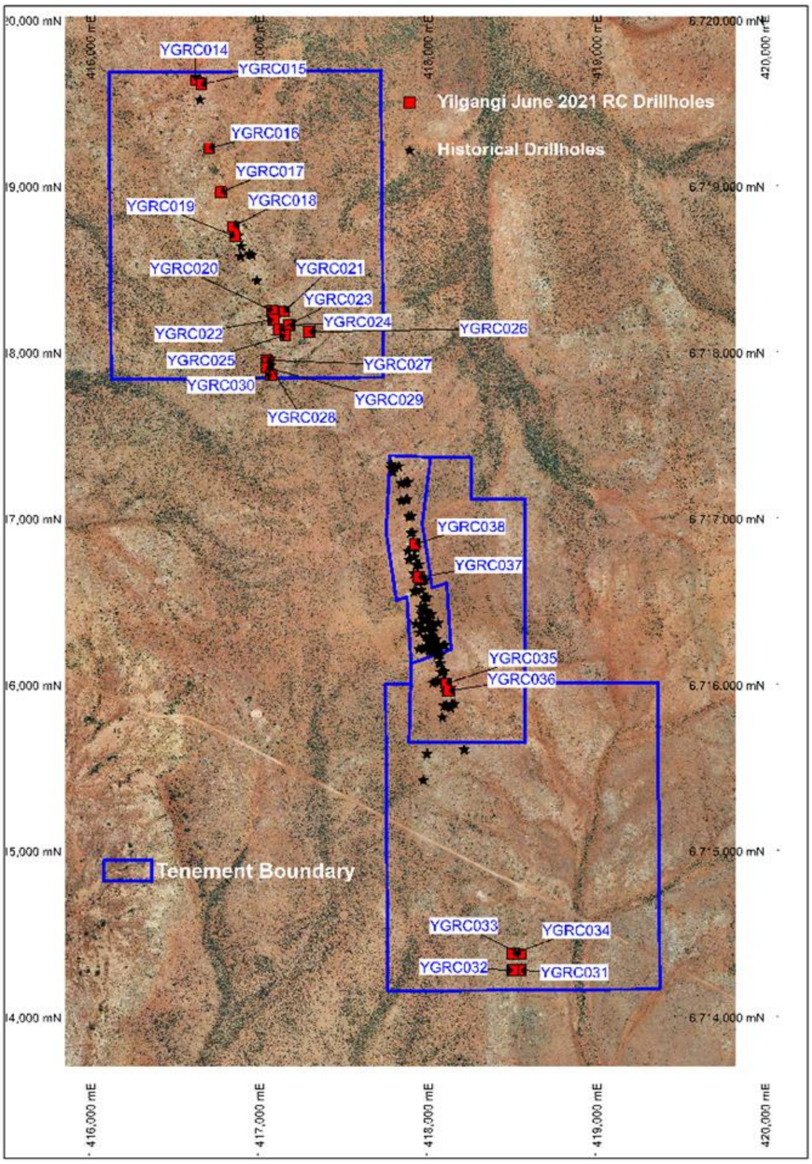

Figure 7 Yilgangi Gold Prospect

OPERATIONS REPORT (continued)

Mineral Resource Statement

A Mineral Resource estimate was completed in April 2022 for the Golden Rainbow deposit in accordance with the 2012 edition of The Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Reserves (JORC Code 2012).

Since acquiring the area from Jackson Gold Ltd in 2009, Legacy Iron has conducted several drilling programs to increase geological confidence. The data acquired from these programs have been used in conjunction with the existing data to update the mineral resource estimate.

The Mineral Resource Statement for Golden Rainbow is presented in Table 5. The estimate is constrained by a 0.5 g/t Au cut-off grade. A grade-tonnage curve for Golden Rainbow is presented in Figure 8.

Table 5 Golden Rainbow - Mineral Resource Estimate as of April 2022

Classification	**Tonnage (t)**	**Grade (g/t Au)**	**Metal (oz)**
Inferred	225,834	1.40	10,136

Note: Estimated values are based on a 0.5 g/t Au block cut-off. The Company confirms that there is no new information or data that materially affects the mineral resource estimate announced in June 2022 and that all assumptions underpinning the estimate continue to apply and have not materially changed.

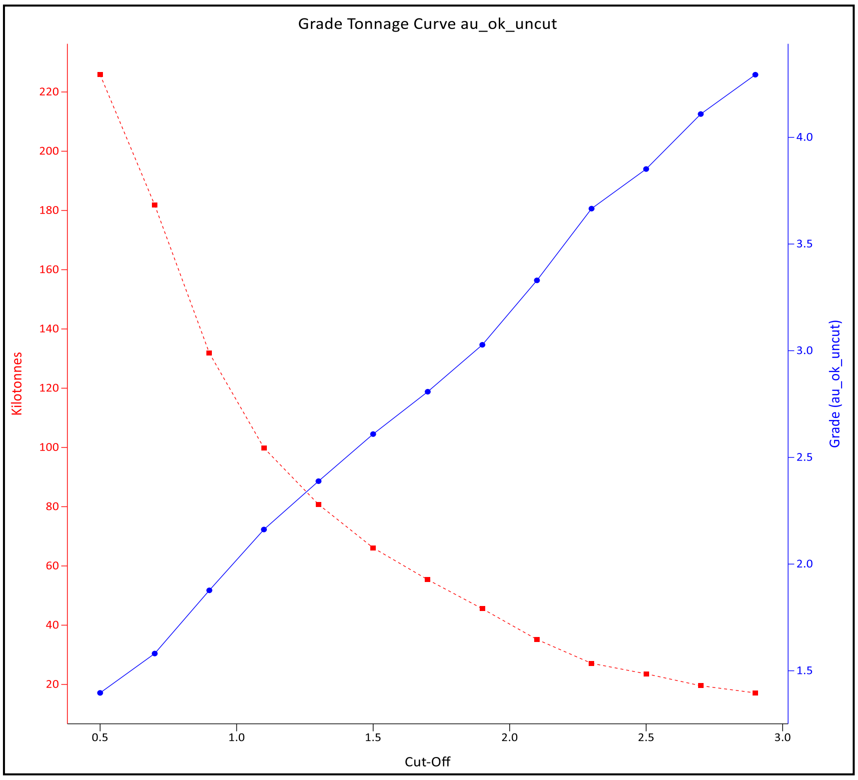

Figure 8 Grade tonnage curve for Golden Rainbow

Proposed works

- RC drilling to increase the confidence and mineral resources.

OPERATIONS REPORT (continued)

Yerilla Prospect

Yerilla is part of the South Laverton Gold Project and contains three Mining Leases (M31/107, M31/229 and M31/230). Murrin Murrin Holdings Pty Ltd and Glenmurrin Pty Ltd are the registered holders of the leases; Legacy Iron holds 90% of the rights for precious metals on the tenements (Figure 2).

Yerilla project lies within the Kurnalpi Terrane of the Eastern Goldfields Superterrane. Outcropping geology comprises a sequence of northwest-striking mafic volcanics, ultramafic rocks, and felsic volcanics variably intruded by the McAuliffe Well Syenite.

The Project hosts known gold mineralisation at the Bull Terrier deposit related to a sub-vertical NNE-striking brittle fault zone in the McAuliffe Well Syenite. Mineralisation is characterised by hematite alteration with the addition of biotite, calcite and pyrite.

Legacy Iron plans to update the resource estimate at Bull Terrier in accordance with JORC 2012 standards.

Proposed works

- RC drilling for further resource definition and upgrade
- Resource modelling and estimation

Patricia North Prospect

Patricia North is part of the South Laverton Gold Project and comprises Exploration Licence E 31/1034. The tenement is considered highly prospective for gold mineralisation and lies 1 km north of the Patricia Mine. The tenement is situated on the eastern margin of the Norseman-Wiluna Archaean Greenstone Belt within the Kurnalpi Terrane of the Yilgarn Craton. The tenement overlies part of the north-northwest trending stratigraphy comprising mafic and felsic volcanics and metasediments of the Mulgabbie formation (1:100 K GSWA Geology). Several northwest and northeast trending mafic dykes cross-cut the regional stratigraphy. In addition, the NNW trending Mt. Celia Tectonic Lineament passes through the project area.

A heritage survey was completed in November 2022 for clearance to undertake the planned RC drilling in the tenement. The survey report was received last quarter.

The Company plans to drill test the tenement; the drill plan is shown in the figure below.

OPERATIONS REPORT (continued)

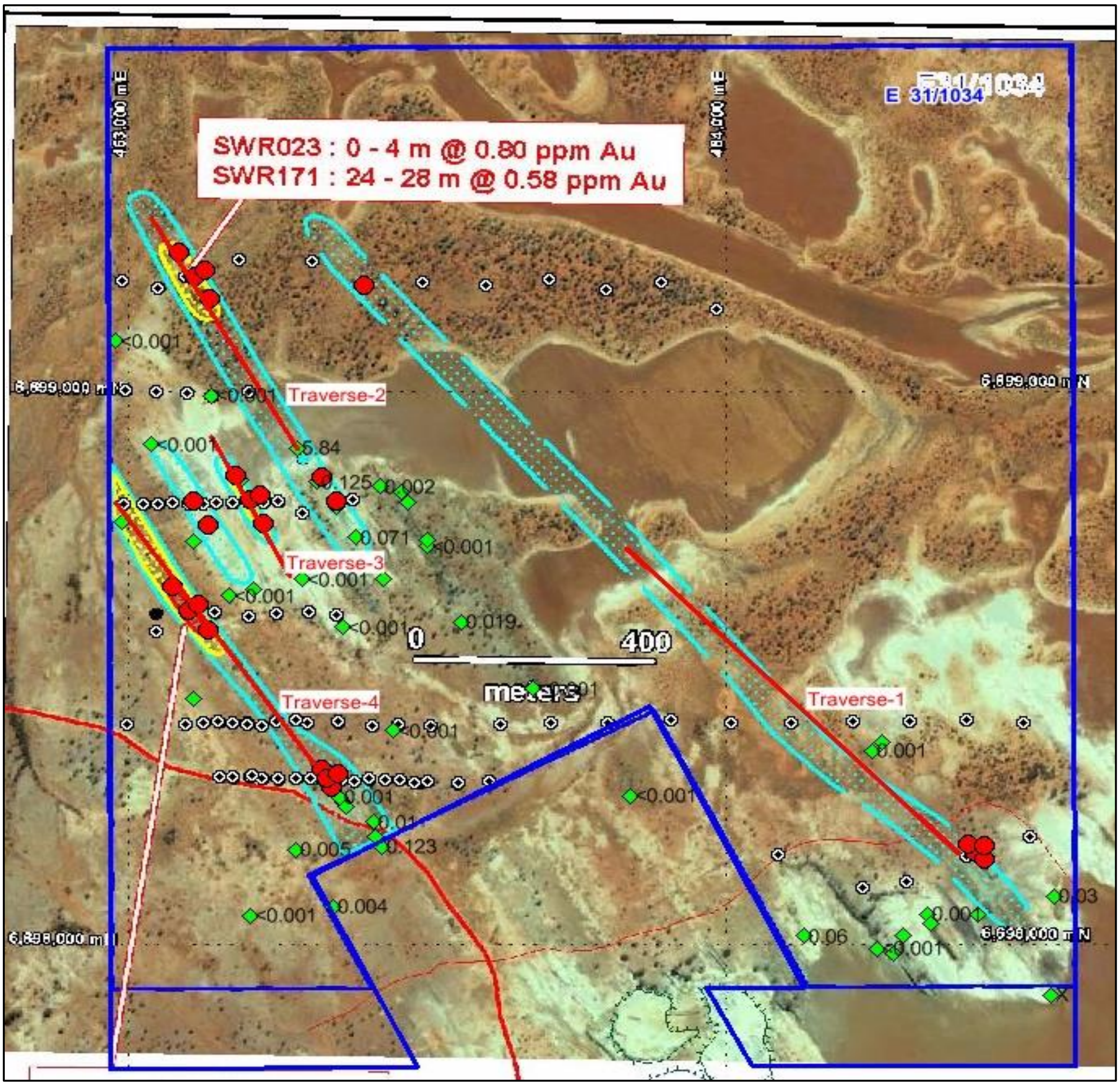

Figure 9 Map showing planned exploratory drill holes at Patricia North Project

Proposed works

- First-pass RC drilling. Further RC drilling would be planned after analysing the first pass drill campaign results.

Sunrise Bore Prospect

The Sunrise Bore project lies some 12 km east of the world-class Sunrise Dam gold mine operated by AngloGold Ashanti (Figure 2). Several prospective shear structures have been identified within the project area that are spatially associated with gold anomalism noted in earlier fieldwork and or nugget gold found by recent prospecting.

Work completed to date has identified numerous anomalies (Figure 12) for follow-up.

OPERATIONS REPORT (continued)

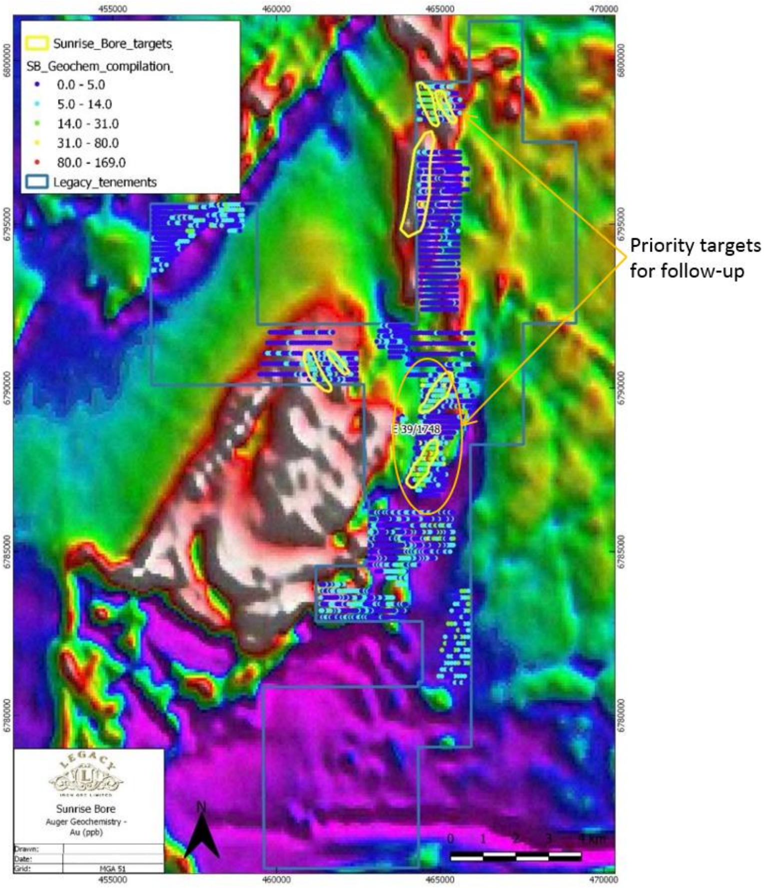

Figure 10 Map showing identified anomalies in the Sunrise Bore deposit

The tenement has been subject to extensive geochemical soil sampling, which has identified gold anomalies, most notably at Kingsley 1 and 2. As a result, an RC drilling program was completed over Kingsley 1 and 2 anomalies in June 2021, comprising 17 holes for 1,133 m of RC drilling.

RC Drilling June 2022-The Company conducted an RC drilling program in March/June 2022 consisting of 17 inclined RC drill holes for 1,440 m. Drilling was designed to test the Kingsley-2 and RAB-4 areas further.

Three drill holes out of 17 drilled reported mineralisation, Figure 11, with a maximum value of 2.37 g/t in hole SBRC019 at 60 metres depth. The results improve confidence in the Project and provide additional targeting for future follow-up drilling.

OPERATIONS REPORT (continued)

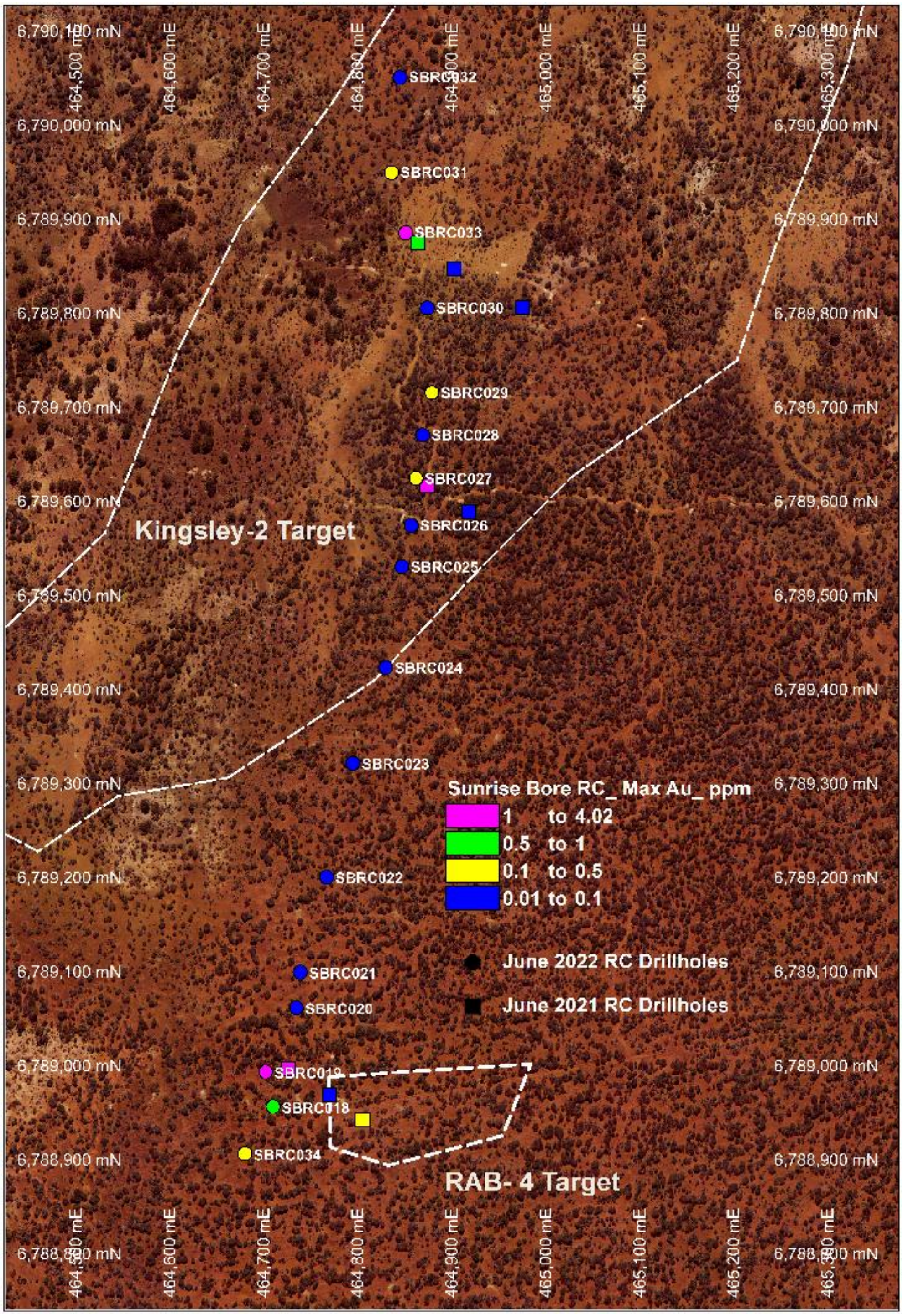

Figure 11 Map showing completed RC drill holes at Sunrise Bore deposit.

These results highlighted the potential of gold mineralisation in the Project. An initial review shows these results confirm the auger and RAB anomalies and warrant further work to understand the mineralisation better.

A complete list of all results (≥0.5 g/t) and all values of the aggregated intercepts are included in Table 7. Refer to ASX announcement on 9 June 2022.

OPERATIONS REPORT (continued)

Table 6 Intersected mineralisation>0.5 ppm per metre

Hole	Easting (mE)	Northing (mN)	RL (m)	Azimuth	Dip	Total depth (m)	From (m)	To (m)	Au (ppm)	Intercept
SBRC018	464713	6788955	498	120	-60	102	57	58	0.74	**2m @ 0.67 g/t**
							58	59	0.6	
SBRC019	464705	6788992	497	120	-60	108	59	60	0.56	**3m @ 1.36 g/t**
							60	61	2.37	
							61	62	1.14	
							74	75	0.75	**2m @ 0.67 g/t**
							75	76	0.58	
SBRC033	464854	6789884	508	120	-60	66	53	54	1.26	**1m @ 1.26 g/t**

Sourced from ASX announcement "Encouraging Gold Mineralisation Continues at Sunriise Bore Project", dated 20 July 2022

Proposed works

The Company plans to conduct further drill testing in 2023 to establish the strike and dip of the ore body. In addition, other regions identified by auger and RAB testing will also be visited and assessed for further work.

East Kimberley Project:

The East Kimberley Project is in the Halls Creek area, 350 km south of Kununurra and is readily accessible via the Great Northern Highway. The Project comprises Koongie Park and the Sophie Downs, Ruby Plains and Taylor Lookout tenements.

OPERATIONS REPORT (continued)

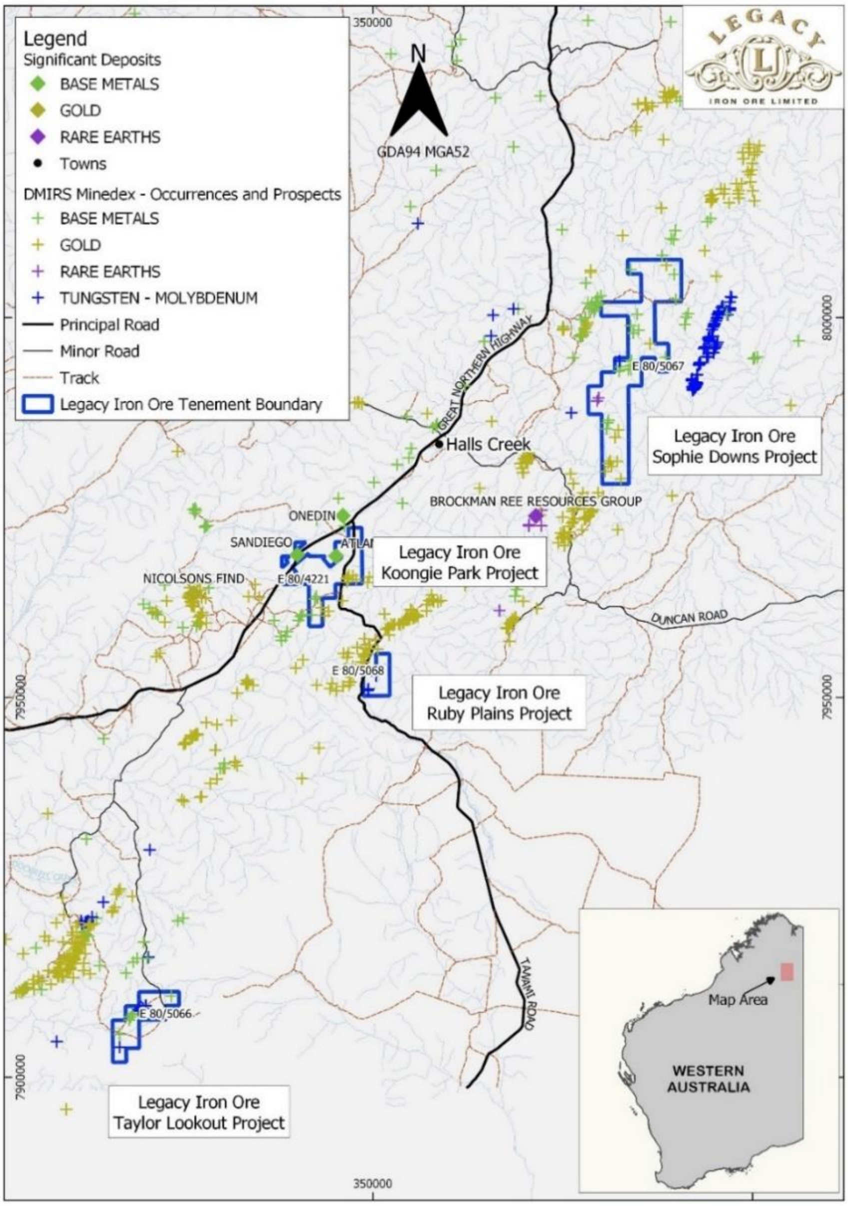

Figure 12 Location of Legacy Iron's tenements in the Kimberley Region

Regional Geology

The Koongie Park Project lies within the Lamboo Province of the Halls Creek Orogen, which hosts significant resource projects, including the Sandiego, Atlantis and Onedin base metals deposits and the Nicholson's Gold Project (Pantoro) and the Brockman REE deposit (Hastings Technology Metals).

GSWA records also show numerous surface occurrences of tungsten mineralisation within the Taylor Lookout and Sophie Downs leases associated with potential skarn-type alteration, which have not been systematically evaluated and explored.

OPERATIONS REPORT (continued)

Koongie Park Prospect

Legacy Iron holds exploration licence E80/4221 that is contiguous with ground under exploration by Anglo Australian Resources Limited (AAR) at its Koongie Park VHMS base metals deposit, Figure 13.

The mineralisation is VHMS style and is known worldwide to occur in clusters, and often the early discoveries in these camps are not the largest.

Work completed by Legacy to date at Koongie Park has revealed several base metals anomalies.

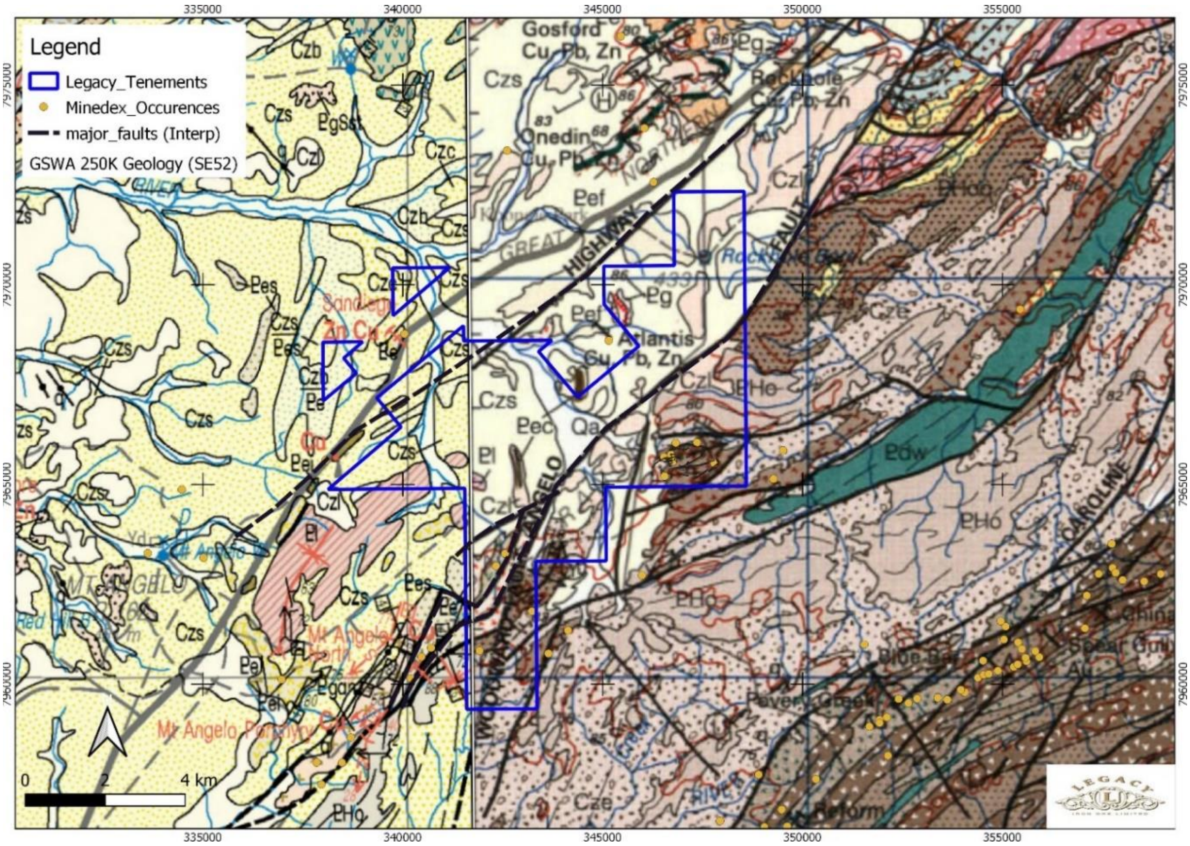

Figure 13 GSWA 250K geology and Minedex occurrences and prospects at Koongie Park

During the last year, a ground geophysical Moving Loop Electromagnetic (MLEM) survey was completed for the identified targets. As a result, six target areas were identified based on the geochemical anomaly analysis, and a ground Electromagnetic Survey was planned over them, Figure 14

Between July 2021 and August 2021, an MLEM-Slingram survey was completed over nine targets identified by interpretation of geochemistry, geology and an AEM survey. The objective of this MLEM survey was to determine the presence of any bedrock conductors that may represent massive sulphide targets.

OPERATIONS REPORT (continued)

Geophysical consultant Newexco interpreted the field data for the EM survey. Of the identified targets, geochemical anomalies 2, 4 and 5 were determined by newexco as possible targets category and recommended for further work.

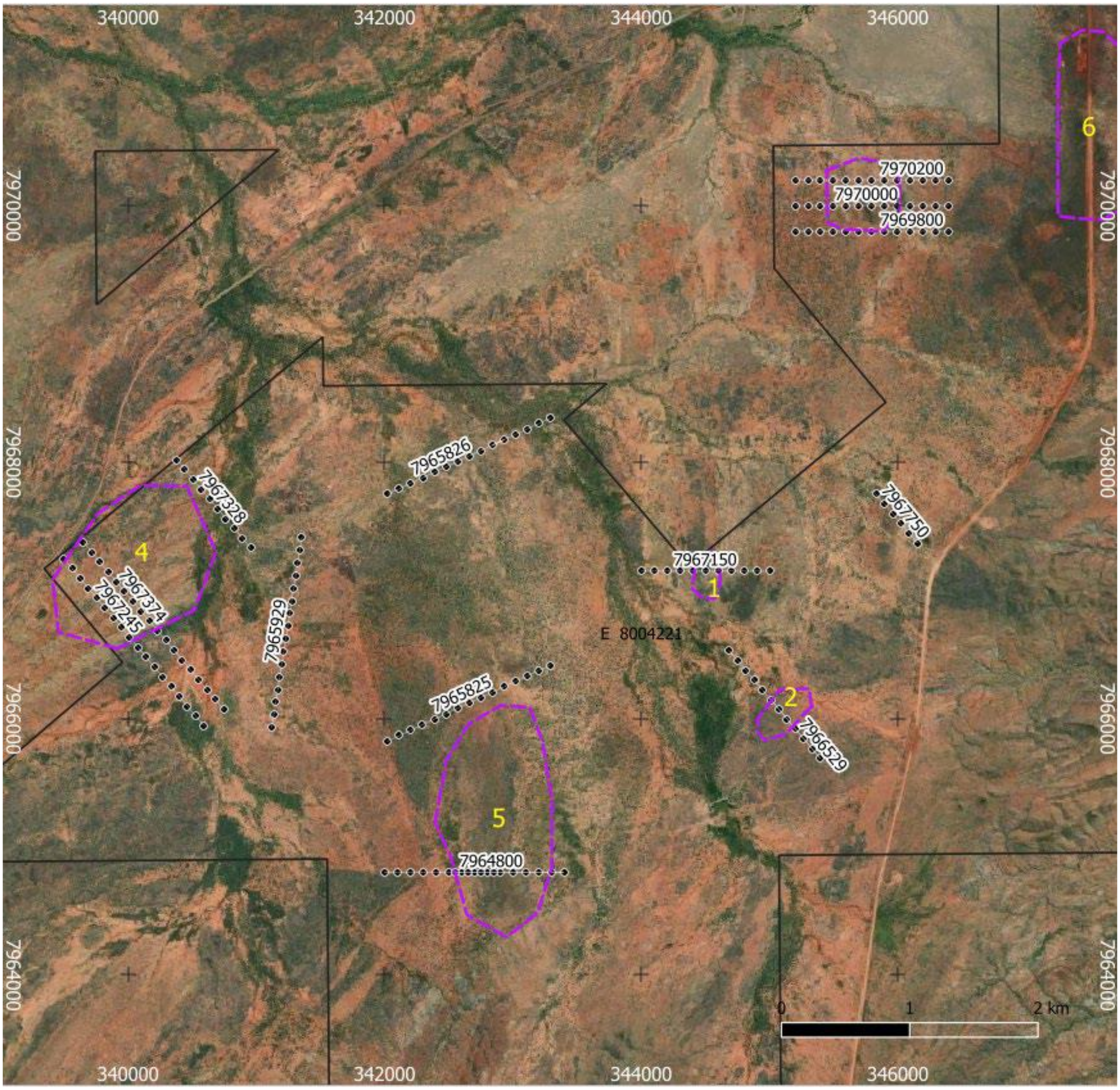

Figure 14 MLEM-Slingram survey stations and Geochem Anomaly locations over the Google photo

A draft RC drilling planning was done to check the base metal anomalies, and the heritage survey of the area was done for drill hole planning clearance. The survey was done in August 2022, and the report was received in September 2022.

Proposed works

The yearly plan for the Koongie Park project includes the following main objective:

- RC drilling over the received geophysical targets.

OPERATIONS REPORT (continued)

Ruby Plains, Taylor Lookout and Sophie Downs Prospects

As mentioned, these tenements are also located in the east Kimberley region and host prospective geology for base metals, gold, REE and tungsten mineralisation.

This region's tenements remained relatively underexplored, allowing Legacy Iron to secure quality exploration leases with known polymetallic mineralisation occurrences.

Ruby Plains

Ruby Plain's tenement (E80/5068) is located along Tanami Road, 30 km from Halls Creek. The geology is dominated by metavolcanics and metasediments of the Biscay Formation, Figure 15.

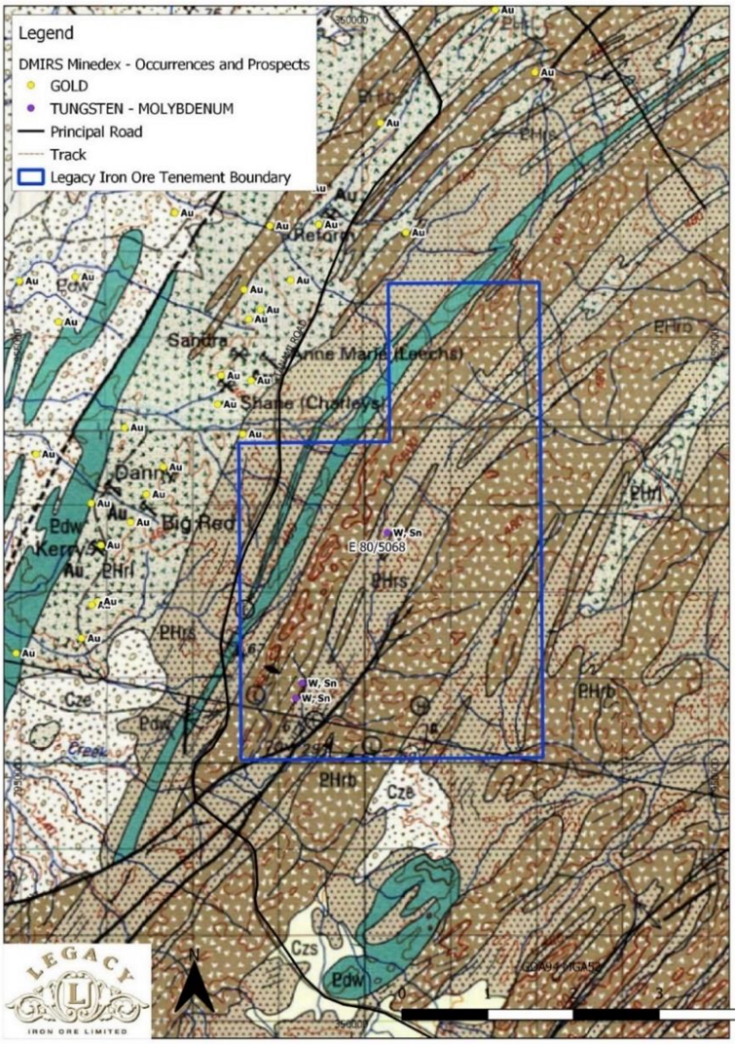

Figure 15 Ruby Plains geology and mineral occurrences. Ruby Plains is dominated by metasediments (brown) intruded by dolerites (green).

Based on a review of historical work, four broad target areas have been identified for initial exploration. In addition, geochemical results from the latest round of rock chip sampling confirmed the anomalous tungsten values in the quartz-carbonate veins. These discrete scheelite occurrences (hosted by quartz-carbonate veins) within the mafic volcanics are possibly related to hydrothermal metamorphism (ASX Announcement on 27 November 2019).

OPERATIONS REPORT (continued)

<u>Drone magnetic survey:</u> During the reporting period, Atlas Geophysics undertook drone magnetic surveys over various structural features in early July 2022. A specialised unmanned rotary wing geophysical survey aircraft was equipped with a Pegasus autonomous flight control and terrain following system. The aircraft was used to tow a Pegasus-designed and built magnetometer bird which housed the geophysical sensors and Pegasus data acquisition system.

The processed data was received after the completion of the survey. The map showing the Total magnetic Intensity reduced to Pole is attached as Figure 16 below.

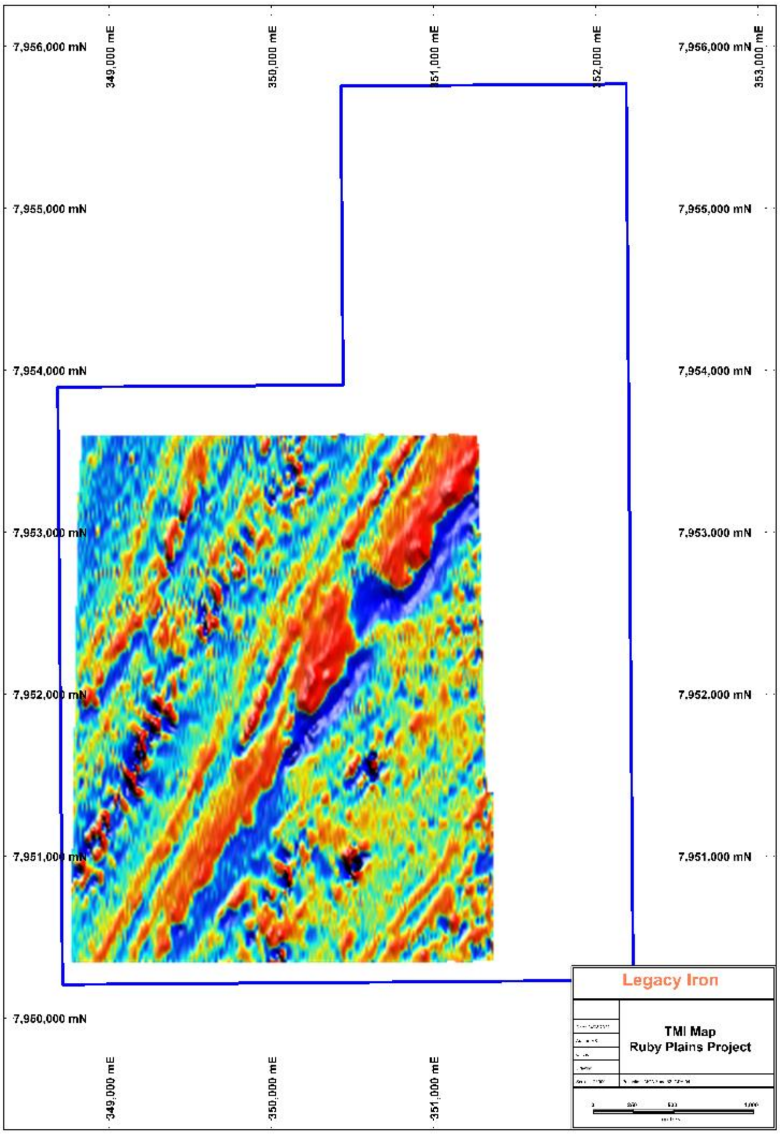

Figure 16 TMI map for the Ruby Plains Project

Taylor Lookout

Taylor Lookout tenement (E80/5066) is located south of the Great Northern Highway, 80 km southwest of Halls Creek. The dominant geological feature of the lease is the Taylor Lookout anticline. This regionally significant fault has thrust metavolcanics and granites onto sandstones of the Olympio Formation (ASX announcement dated 31 October 2019).

OPERATIONS REPORT (continued)

At Taylor's Lookout, two broad target areas have been identified as a priority for initial follow-up work. These targets are considered prospective for Cu-W mineralisation, Figure 17.

- Northern limb of the Taylor Lookout Anticline: Skarn mineralogy present at the surface – Numerous Cu, W, and Mo occurrences
- Frog Creek: Skarn (and strata bound tungsten mineralisation) mapped associated with a pegmatite that coincides with a magnetic anomaly and structures.

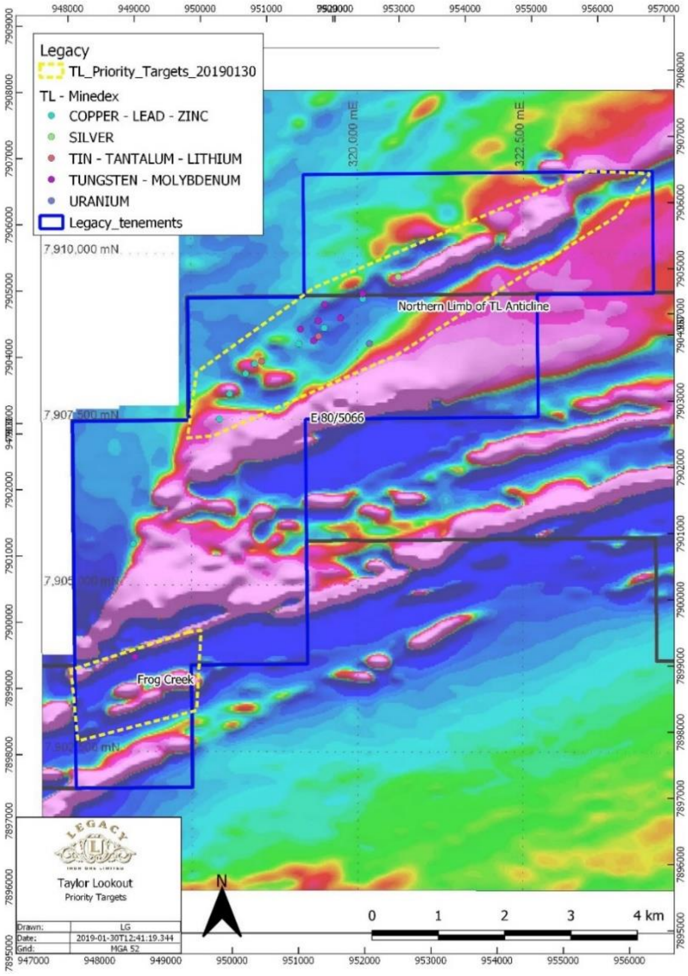

Figure 17 Priority areas for exploration at Taylor Lookout

The rock chip sampling work has confirmed the presence of anomalous values of tungsten and gold in a part of the northern limb target (ASX announcement dated 27 November 2019). At this stage, the on-groundwork done by Legacy Iron is very limited. However, these results are encouraging, and the Company plans to continue exploring these highly prospective areas.

<u>Drone magnetics survey</u>: During the reporting period, drone magnetics surveys were carried out in the identified areas of interest of the Project. The work was carried out to interpret the various structures which could be construed by the magnetic survey at the projects. Atlas Geophysics carried out the drone magnetics survey in early July 2022. A specialised unmanned rotary wing geophysical survey aircraft was equipped with a Pegasus autonomous flight control and terrain following system. The aircraft was used to tow a Pegasus-designed and built magnetometer bird which housed the geophysical sensors and Pegasus data acquisition system.

OPERATIONS REPORT (continued)

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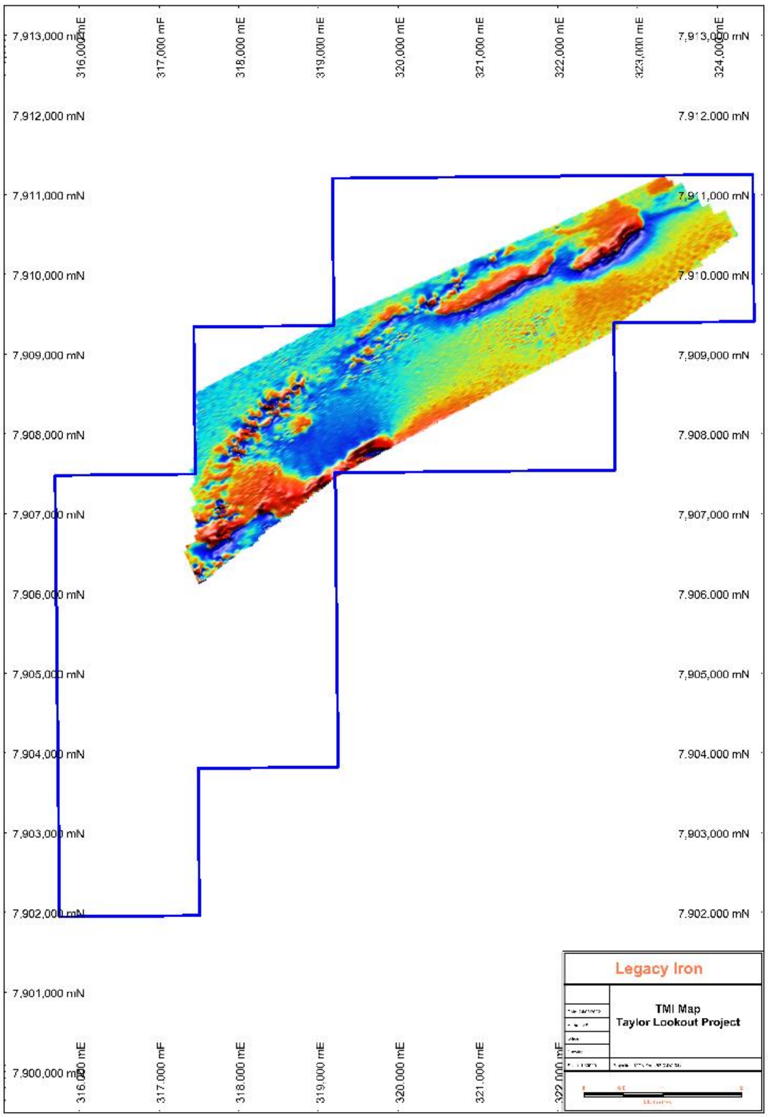

Figure 18 TMI map for the Taylor Lookout Project

<u>Joint Venture with EFE:</u>
Last year, the Company signed a binding Heads of Agreement (HOA) with Eastern Lithium Pty Ltd, a wholly-owned subsidiary of Eastern Resources Ltd (ASX: EFE) with exclusive rights of lithium group of minerals (lithium, beryllium, caesium, niobium, rubidium, tantalum and tin) at the Taylor Lookout project.

Taylor Lookout JV works update - In November 2022, the Eastern Resources team undertook initial field works at the Taylor Lookout project.

Numerous base metal and tin workings are known from the 1:250K scale map sheet. The deposits are primarily reported as skarns, implying a likely stratigraphic control in the Biscay Formation. Traverses in the current period failed to identify many of the mapped occurrences. However, traces of secondary copper minerals were noted in historic drill spoils.

OPERATIONS REPORT (continued)

Several quartz-cored pegmatites were identified and sampled as part of the work conducted on this trip. In addition, 69 rock chip samples were delivered to Nagrom for assays in January 2023. Assay results were received in early March 2023. No significant lithium in rock chips was reported.

Figure 19 below shows the location map of the rock chip samples collected during the above-mentioned field trip.

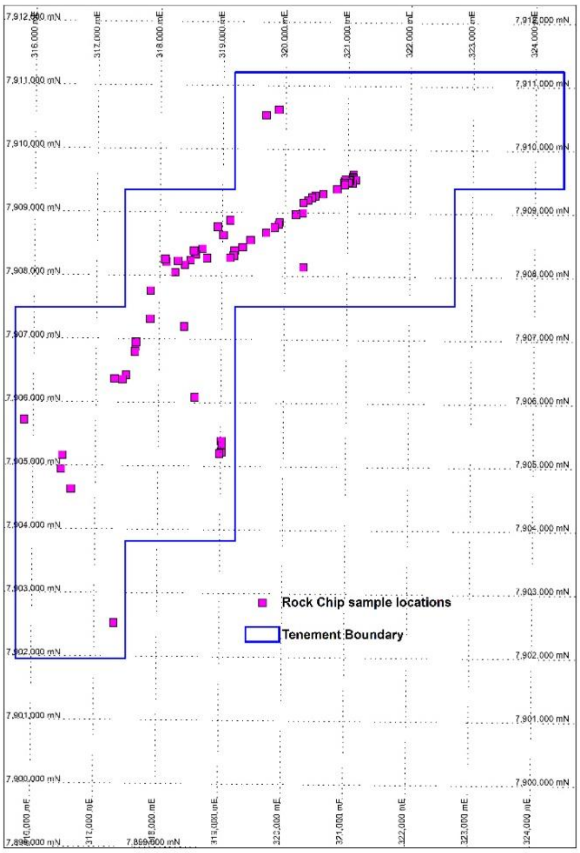

Figure 19 Rock Chip sampling location map

Planned mapping and sampling works in November 2022 could not be completed because of extreme weather and flooding in Halls Creek in November and December 2022. Further mapping and sampling will be planned in 2023 to complete unfinished work.

Sophie Downs

Sophie Downs tenement (E80/5067) is located east of the Great Northern Highway, 20 km from Halls Creek. The lease is located to the east of a significant granitoid, the Sophie Downs Dome (pink in Figure 20), and is considered prospective for multiple styles of mineralisation.

OPERATIONS REPORT (continued)

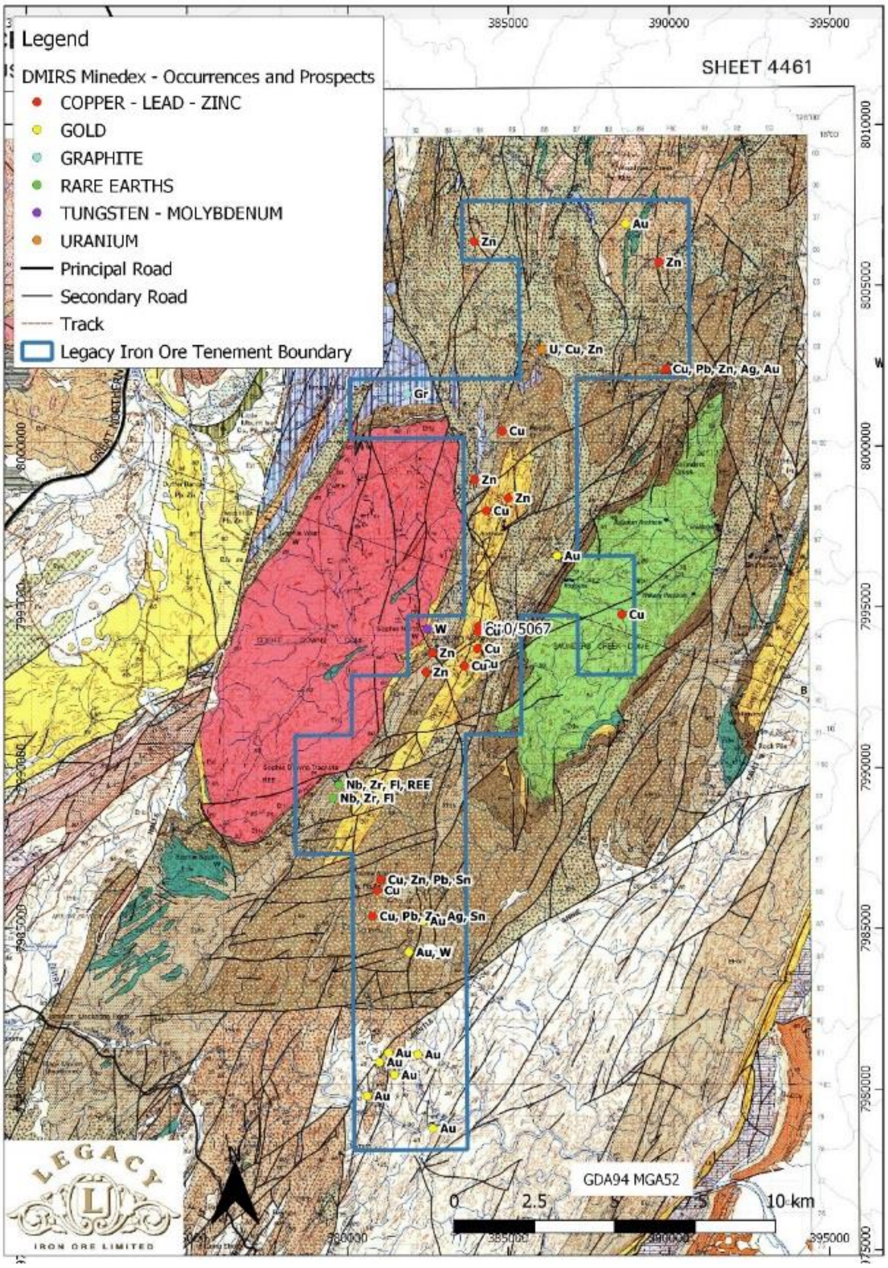

Figure 20 GSWA 100k Geology and minedex occurrences and prospects at Sophie Downs

This large tenement has not been systematically or coherently explored and has numerous recorded occurrences of base metals, REE and gold. Based on the detailed review of the historical work, the tenement is considered the most prospective for gold and tungsten mineralisation, as evidenced by significant stream sediment anomalies and associations between gold and scheelite in stockwork quartz veining. Tungsten mineralisation has been identified within the lease and is interpreted to be related to the Sophie Downs granite, an REE anomaly that has undergone little systematic exploration in the past.

The review also suggests several low-order gold anomalies that have not been followed up, and the source remains unidentified.

OPERATIONS REPORT (continued)

Drone magnetics survey: During the reporting period, drone magnetics surveys were carried out in the identified areas of interest. The work was carried out to interpret the various structures which could be interpreted by the magnetic survey at the projects. Atlas Geophysics carried out the drone magnetics survey in early July 2022. A specialised unmanned rotary wing geophysical survey aircraft was equipped with a Pegasus autonomous flight control and terrain following system. The aircraft was used to tow a Pegasus-designed and built magnetometer bird which housed the geophysical sensors and Pegasus data acquisition system.

The processed data was received after the completion of the survey. The map showing the Total magnetic Intensity reduced to Pole is attached as Figure 21 below.

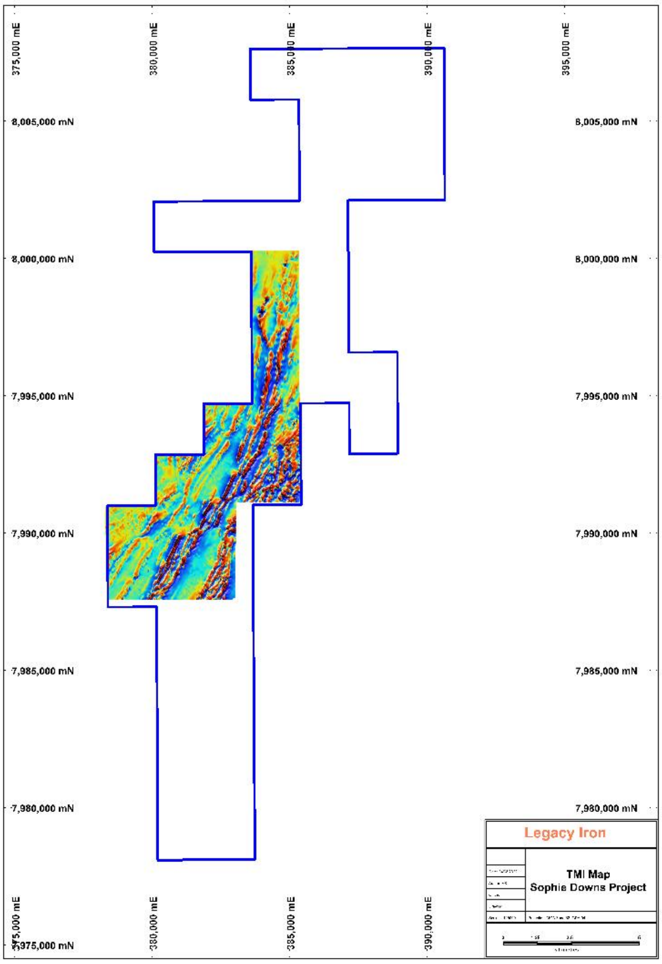

Figure 21 TMI map for the Sophie Downs Project

Heritage Survey -To follow up on the MLEM survey completed last year, a draft RC drill plan targeting the base metal anomalies was undertaken. In addition, a heritage survey of the proposed drilling area was conducted in August 2022 for native title clearance. The survey report was received in September 2022. The MLEM survey location is shown in Figure 22 below:

OPERATIONS REPORT (continued)

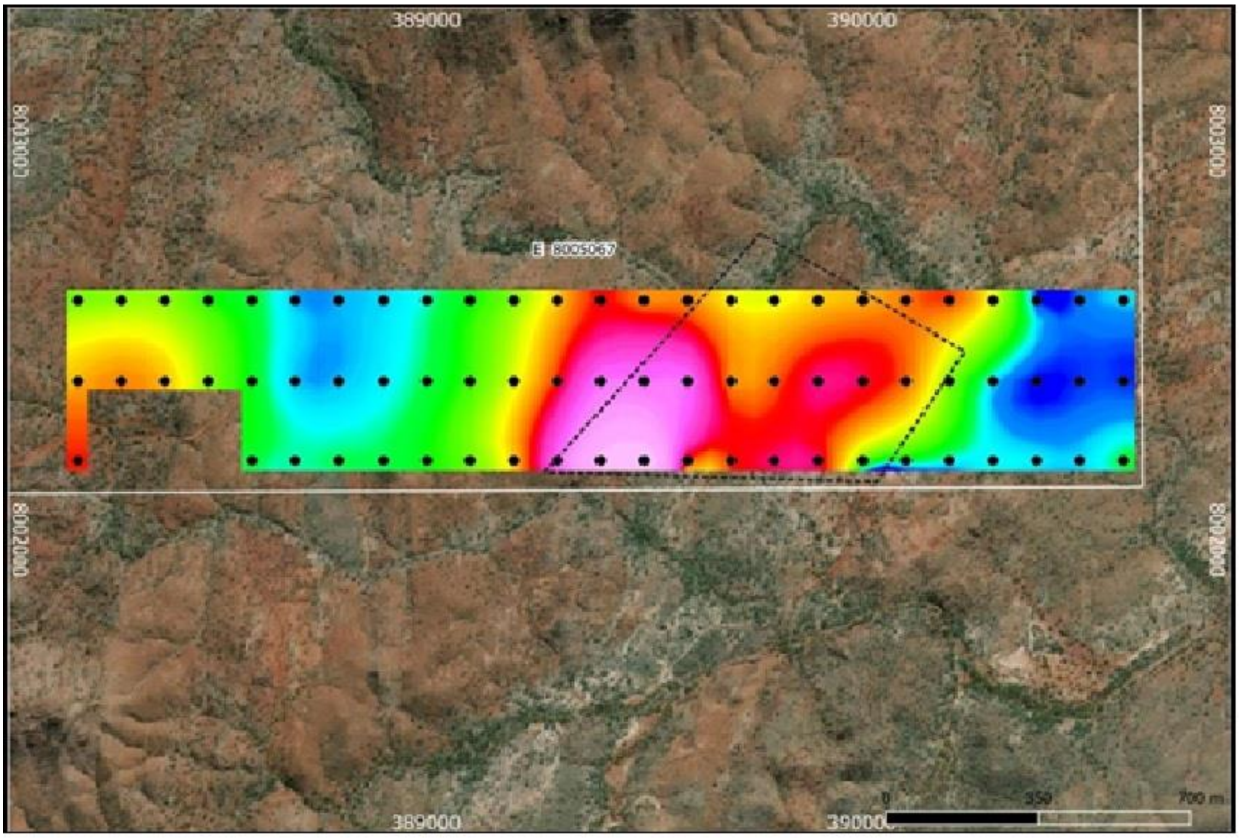

Figure 22 Sophie Downs project- MLEM Survey lines modelled anomalies.

Proposed works (Kimberley tenements):

- Complete the geophysical interpretation of the three tenements and generate new targets for further exploration.
- Continue work for the lithium and associated minerals exploration by Eastern Resources per the joint venture terms and conditions at the Taylor Lookout project.
- Planned and execute RC drilling for the base metals anomalies at the Koongie Park and Sophie Downs Project.

<u>IRON ORE, NICKEL-COPPER & LITHIUM</u>

Mt Bevan Project

The Mt Bevan Project is a joint venture between Legacy Iron, Hawthorn Resources Limited and Hancock Magnetite Prospecting Pty Ltd. The Project is a large tenement that hosts 1,170 Mt of magnetite resource @ 34.9% Fe, refer to OPERATIONS REPORT **(continued)**

Table 7, and a potential for the discovery of nickel, copper and lithium mineralisation in the northeastern part of the tenement.

Mt Bevan Iron Ore:

Mt Bevan has excellent potential for defining major magnetite resources near existing road, rail and port facilities. In addition, the Project also has the potential for DSO hematite discoveries.

OPERATIONS REPORT (continued)

Successful exploration and resource definition programs carried out to date have underpinned the potential for large-scale development at Mt Bevan. Refer to OPERATIONS REPORT **(continued)**

Table 7 below for the current resource estimate and Figure 23 for a representative cross-section). Legacy Iron continues to work with its JV partners, Hawthorn & Hancock, regarding the scope, timing, and funding of further phases for the Project.

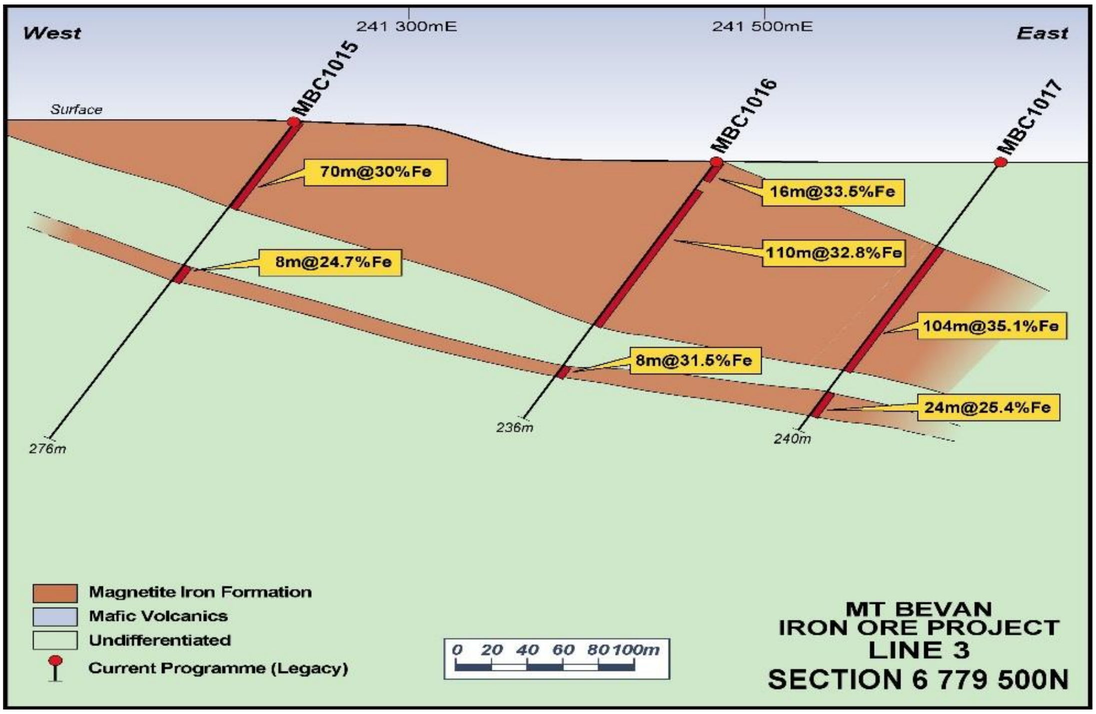

Figure 23 Drilling Cross Section - Line 3

OPERATIONS REPORT (continued)

Table 7 Mt Bevan Resource Estimate

Mt Bevan Fresh BIF Resource											
Class	**Material**	**Tonnes x 10^6**	**Fe %**	**SiO_2 %**	**Al_2O_3 %**	**CaO %**	**P %**	**S %**	**LOI %**	**MgO %**	**Mn %**
Indicated	*In situ* Total	322	34.7	46.2	0.57	1.35	0.054	0.131	-1.05	1.91	0.31
	In situ Magnetic*	44.18%	30.0	2.4	0.01	0.08	0.005	0.053	-1.38	0.05	0.01
	Concentrate	142	68.0	5.5	0.02	0.18	0.012	0.130	-3.12	0.12	0.03
Inferred	*In situ* Total	847	35.0	45.6	0.77	2.00	0.063	0.39	-1.15	1.77	0.04
	In situ Magnetic*	45.70%	30.8	2.8	0.01	0.06	0.004	0.042	-1.37	0.03	0.01
	Concentrate	387	67.5	5.9	0.03	0.14	0.009	0.096	-3.00	0.06	0.02
Total	*In situ* Total	1,170	34.9	45.8	0.71	1.82	0.060	0.137	-1.12	1.81	0.11
	In situ Magnetic*	45.28%	30.6	2.7	0.01	0.07	0.004	0.045	-1.37	0.03	0.01
	Concentrate	530	67.7	5.80	0.03	0.15	0.010	0.105	-3.03	0.07	0.02

*In situ Magnetic is the material expected to report to the magnetic fraction. The in situ Magnetic quantities in the Tonnes column are expressed as the percentage of the in situ Total tonnes (estimated from Davis Tube Mass recovery). The Company confirms that there is no new information or data that materially affects the mineral resource estimate announced on 17 December 2013 and that all assumptions underpinning the estimate continue to apply and have not materially changed.

Also, the joint venture has successfully identified multiple targets for DSO iron ore mineralisation in the tenement. For DSO, particularly at Mt Mason North, a hematite exploration target (DSO) lies across the tenement boundary. During the past two years, several geological mapping traverses were made in the area (Mt Mason and Eastern BIFs). In addition, many rock chip samples were collected for geochemical analysis to support the delineation of some drill targets.

Magnetite JV works progress: As per the joint venture agreement executed with Hancock, Atlas Iron, the appointed manager of the Project, is conducting the required works for the pre-feasibility studies at the Project. The significant works completed during the current period are as follows:

- Progressed pre-feasibility studies (PFS) by the JV Partner Atlas Iron, as per the JV agreement executed in April 2022
- Completed Reverse Circulation (7,224 m) and core drilling (1,570 m) to provide information for metallurgical test works and mineral resource modelling
- Commenced metallurgical test works and ongoing
- Heritage studies have progressed with the engagement of native title parties
- Completed Stage one environmental studies, including flora and vegetation, fauna, subterranean and soil. Further environmental surveys are planned for the next quarter
- Product logistics options study and port destination studies that examine multiple routes and various modes of transport are ongoing
- Commenced mine geotechnical works.

Mt Bevan Nickel – Copper:

The Mt Bevan Project is located immediately south of St George Mining Limited's (ASX: SGQ) Mt Alexander Project Figure 24 . St George Mining has had significant success identifying nickel-copper sulphide mineralisation at Cathedrals, Stricklands and Investigators along the Cathedrals Shear zone (refer to St George Mining Limited ASX announcements).

OPERATIONS REPORT (continued)

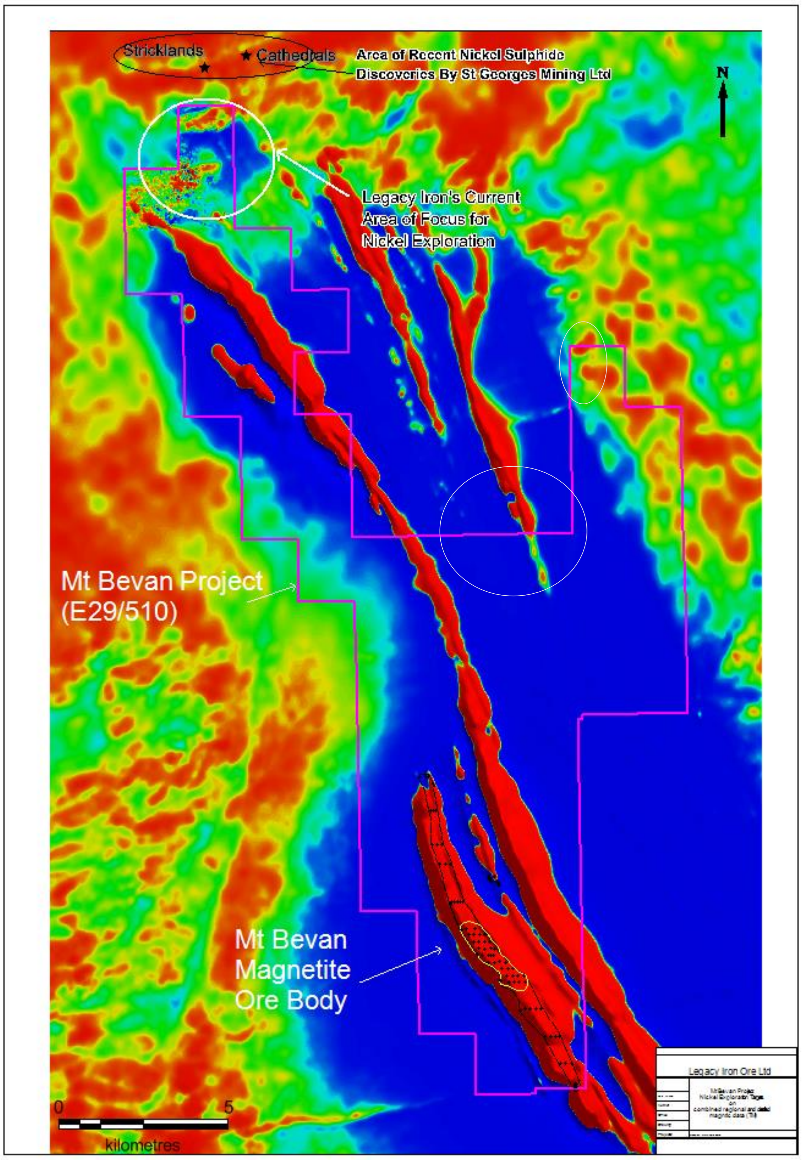

Figure 24 Mt Bevan Project – airborne magnetics data (TMI) showing area of interest for nickel sulphide mineralisation

Following an initial prospective assessment, the Company completed ground geophysics and auger geochemistry in the northernmost part of the tenement. As a result, it delineated numerous early-stage nickel sulphide mineralisation targets for drill testing (refer to ASX announcement on 30 April 2018). In addition, three rounds of RC drilling have been conducted so far. However, no major nickel mineralisation has been intercepted. As a result, no major works for nickel prospectivity were completed during the current financial year.

Mt. Bevan – Lithium

During the period, the planned field mapping and sampling were replaced by an RSC analysis of satellite spectral data. As a result, the study confirmed previous targets for lithium and nickel and highlighted additional targets within the Mt Bevan area, Figure 25.

OPERATIONS REPORT (continued)

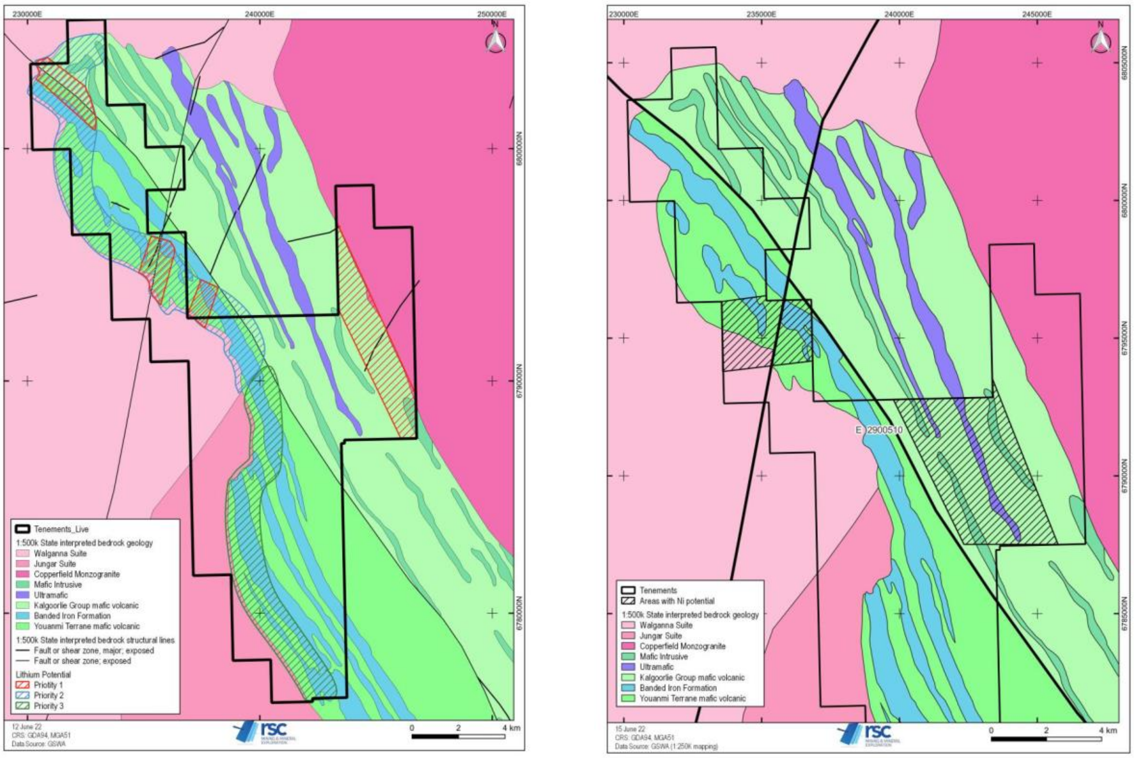

Figure 25 Target areas for lithium (left) and nickel (right) identified in a recent study

OM Joint venture - A non-binding agreement was signed with the JV partner Hancock to explore nickel, copper and lithium at the Mt. Bevan Project. Under the deed, Legacy Iron and Hawthorn had granted Hancock the exclusive right to undertake a desktop study to assess nickel, lithium and copper on the Mt Bevan project. The proposed OM joint venture is under consideration by the management of all three concerned JV partners.

Next Steps: Atlas Iron, as the manager of the Project, will continue with the planned PFS activities and complete the PFS report by the current financial year.

Competent Person's Statement:

The information in this report refers to ASX announcements previously released by the Company, which contain all geological information and the required competent person sign-off. These announcements are:

- Significant Resource Upgrade at Mt Bevan Iron Ore Project, dated 17 December 2013
- Mt Bevan Joint Venture Update, dated 3 May 2022
- Revised Resource Estimates of the Mt Celia Gold Project, dated 3 March 2022
- Resource Update at the Gold Rainbow Project, dated 9 June 2022

DIRECTORS' REPORT

The Directors present their report on the performance of the Company for the year ended 31 March 2023.

1. DIRECTORS

The names of Directors in office during the whole of the year and up to the date of this report unless otherwise stated:

Mr Amitava Mukherjee (Non-executive appointed Chairman 16 March 2023)
Mr Rakesh Gupta (Chief Executive Officer and Executive Director)
Mr Devanathan Ramachandran (Non-Executive Director)
Mr Vishwanath Suresh (Non-executive Director appointed 21 March 2023)
Mr Sumit Deb (Non-Executive Chairman retired 15 March 2023)
Mr Somnath Nandi (Non-Executive Director retired 1 March 2023)

2. COMPANY SECRETARY

Mr Benjamin Donovan holds the position of Company Secretary.

3. PRINCIPAL ACTIVITIES

The principal activities of the Company during the year were the exploration and evaluation of the Company's iron ore, gold, base metals, and other critical minerals.

4. REVIEW OF OPERATIONS

During the year the Company continued to explore its projects with a focus on maintaining a disciplined approach to exploration.

The Company has a strong financial position as on 31 March 2023 and has adequate funds on hand to cover the operational requirements. The Company remains solvent and adequately funded for its operations in the medium term.

5. OPERATING RESULTS

The Company has recorded a profit after income tax of $ 2,007,001 for the year ended 31 March 2023 (31 March 2022: Loss of $ 1,009,038). The Company recorded a gain of $ 3,496,425 on the disposal of its 18% interest in the Mt. Bevan joint venture, occurred due to the excess of cash received over capitalised expenditure of $1,723,575 representing an 18% interest in the project at the date of the agreement.

The Company have cash funds on hand of $ 2,725,964 at 31 March 2023 (31 March 2022: $ 490,832) and term deposits classified as financial assets of $ 6,000,000 (31 March 2022: $ 6,000,000).

6. DIVIDENDS PAID OR RECOMMENDED

The Directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

7. SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Other than the matters outlined in Section 4 above, no significant changes in the Company's state of affairs occurred during the financial year which have not been announced to the Australian Securities Exchange (ASX).

8. AFTER BALANCE DATE EVENTS

There are no matters or circumstance that have arisen since 31 March 2023 that have significantly affected, or may significantly affect:

(a) the Company's operations in the future financial years; or
(b) the results of those operations in future financial years; or
(c) the Company's state of affairs in future financial years.

DIRECTORS' REPORT (continued)

9. FUTURE DEVELOPMENTS, PROSPECTS AND BUSINESS STRATEGIES

The Company will continue its mineral exploration activity on its exploration projects with the object of identifying commercial resources. The main area of focus will be the ongoing development of the existing projects of the Company.

10. INFORMATION ON DIRECTORS AND COMPANY SECRETARY

Mr. Amitava Mukherjee	Non-Executive Chairman
Qualifications	Cost Accountant and Master of Commerce Degree from Guru Ghasi Das University, Bilaspur
Experience	Mr Mukherjee currently serves as the Chairman cum Managing Director (Additional Charge) and Director (Finance) of NMDC Ltd. Shri Mukherjee is an accountant holding a Master of Commerce Degree from Guru Ghasi Das University, Bilaspur, and belongs to the 1995 batch of Indian Railway Accounts Services (IRAS). Prior to joining NMDC as finance director, he held the post of General Manager (Finance) in Rail Vikas Nigam Limited (RVNL) for approximately 3 years. During his tenure in IRAS, he held various key positions in the Eastern Railways from 1997 to 2016. He has also worked in Indian Oil Corporation Limited as Accounts Officer from 1994-1997. He was also nominated by Railway Board to various Task Groups for Centralised Applications of Finance & Accounts department of Indian Railways.
Other Directorships	NMDC Limited, NMDC-CMDC Limited, NMDC Steel Limited and NMDC CSR Foundation
Interest in Shares and Options	NIL.

Mr Rakesh Gupta	Executive Director and Chief Executive Officer
Qualifications	Mr Gupta is an experienced mining engineer with a high level of engineering and project management skills acquired within both national and international settings and various commodities and sizes.
Experience	From 2011 to prior to joining the Company, Mr Gupta worked at BHP Billiton Iron Ore in mine planning, and has performed a key role in future mine strategic replacement projects and in the development of the life of asset plans for corporate alignment process, including being responsible for framing the case scenarios and development of the current and future iron ore mine plans. Mr Gupta also brings with him significant skills in pre-feasibility and feasibility studies, having worked at AMEC Minproc and SRK Consulting for several years, including assisting FMG (Iron ore Project) in the preparation of its long-term strategic mine plan for the Chichester 90 mtpa (Cloudbreak and Christmas Creek operation), and he also worked for Barrick Gold, Australia for a brief period. From 2003 to 2006 he served Ararat Gold Recovery Company, Armenia as a Technical Services Manager.

DIRECTORS' REPORT (continued)

Other Directorships	NIL in the last 3 years.
Interest in Shares and Options	2,625,000 Fully Paid Ordinary Shares

Mr Devanathan Ramachandran	Non-Executive Director
Qualifications	Master of Business Administration, Australian Graduate School of Management, Sydney; a Master of Science, Virginia Polytechnic Institute and State University, USA; and a Bachelor of Technology (Honours), Indian Institute of Technology, India.
Experience	Mr Ramachandran has approximately 30 years of wide-ranging experience in global mining and fertilizer industries. He has acquired hands-on business expertise across a variety of mineral commodities and cultures working in corporate, technical and operational roles in global leaders such as BHP Billiton, Rio Tinto and Vale. Holding extensive business development experience ranging from identification and evaluation of investment opportunities through due diligence and post-merger integration, Mr Ramachandran has a proven track record in large investments in mining and fertilizer industries often with significant rail, port, power and other infrastructure.
Other Directorships	NIL in the last 3 years.
Interest in Shares and Options	NIL

Mr Vishwanath Suresh	Non-Executive Director
Qualifications	An alumnus of the National Institute of Technology, Rourkela, he is a Metallurgical Engineer. He also holds a Masters in Business Administration (MBA) in Marketing and a certificate in Advanced Strategic Management course from IIM Kozhikode.
Experience	Shri Vishwanath Suresh currently serves as the Director (Commercial) of NMDC Limited. Prior to this appointment, he has held the role of functional director on the Board of NMDC Limited and has previously been Executive Director (Coal Import) at Steel Authority of India and responsible for procuring over 15 MTPA of imported coal. With a long service spanning over three decades in the mining and manufacturing sector, his career is marked by versatile experience in fields like sales and marketing of Steel in domestic and international markets, procurements, strategic management, and policy. With a visionary commercial acumen, he has led numerous initiatives for systems improvement, boosting sales and revenue.
Other Directorships	NMDC Limited.
Interest in Shares and Options	NIL.

DIRECTORS' REPORT (continued)

Benjamin Donovan	Company Secretary
Qualifications	B.Comm (Hons) ACG (CS)
Experience	Mr Donovan is a member of Governance Institute of Australia and provides corporate advisory and consultancy services to several companies. Mr Donovan is currently a Director and Company Secretary of several ASX listed and public unlisted companies, and has extensive experience in listing rules, compliance, and corporate governance, having served as a Senior Adviser at the Australian Securities Exchange (ASX) in Perth, including as a member of the ASX JORC Committee. In addition, Mr Donovan has experience in the capital markets having raised capital and assisted numerous companies on achieving a listing on ASX, as well as for a period, as a private client adviser at a boutique stock broking group.

11. REMUNERATION REPORT (audited)

This report details the nature and amount of remuneration for the Directors and other key management personnel of Legacy Iron Ore Limited.

Non-Executive Director Remuneration Policy

The key principle underpinning Non-Executive Director remuneration is the need to attract skilled and experienced Directors to direct the current business and into the future. The Board's policy is to periodically review its approach to Non-Executive Director remuneration and seek independent advice if needed to ensure its Non-Executive Directors' fees remain competitive with other similarly sized mining exploration companies listed on the ASX. The Board also periodically reviews its policies to ensure these are in line with best practice and follow principles of good corporate governance.

Remuneration Consultants

The Company does not engage the services of any remuneration consultants.

Non-Executive Director Fees

Total fees are set within the maximum aggregate amount approved by shareholders at the November 2011 Annual General Meeting, being in aggregate $500,000. Currently Non-Executive Directors receive a fixed fee for their services as a director and do not receive additional committee fees or other payments for additional services.

There is no direct link between remuneration paid to the Non-Executive Directors and corporate performance such as bonus payments for achievement of certain key performance indicators.

There are no retirement benefits for Non-Executive Directors.

In addition to these fees, Non-Executive Directors are entitled to reimbursement of reasonable travel, accommodation and other expenses incurred attending meetings of the Board, committees or shareholders, or while engaged on the Company's business.

It is noted that the Non-Executive Directors appointed by NMDC Limited, (Messrs Mukherjee and Suresh) have informed the Company to waive their director fees.

The total remuneration paid to, or in respect of, each Non-Executive Director during the financial year is set out in this report.

DIRECTORS' REPORT (continued)

Executive Remuneration Policy

The Company's Remuneration Policy aims to reward executives fairly and responsibly in accordance with the Australian market and ensure that the Company:

- Provides competitive rewards that attract, retain and motivate executives of the highest calibre;
- Structures remuneration at a level that reflects the executive's duties and accountabilities and is competitive within Australia;
- Aligns executive incentive rewards with the creation of value for shareholders; and
- Complies with applicable legal requirements and appropriate standards of governance.

Voting and Comments made at the Company's 2022 Annual General Meeting

The Company received 99.7% of "votes cast as yes" votes on its remuneration report for the 2022 financial year.

Details of Directors and Other Key Management Personnel

(i) *Directors*
Mr Amitava Mukherjee (Non-executive, appointed Chairman 16 March 2023)
Mr Rakesh Gupta (Chief Executive Officer and Executive Director)
Mr Devanathan Ramachandran (Non-Executive Director)
Mr Vishwanath Suresh (Non-executive Director appointed 21 March 2023)
Mr Sumit Deb (Non-Executive Chairman retired 15 March 2023)
Mr Somnath Nandi (Non-Executive Director retired 1 March 2023)

References in this report to Key Management Personnel include directors and other key management personnel.

Company Performance and Shareholder Wealth and Directors' and Executives' Remuneration

No options were issued to key management personnel during the year.

In considering the Company's performance and benefits for shareholder wealth, the Board have regard to the following indices in respect of the current financial year and the previous four financial years:

	2023 (12 months)	2022 (12 months)	2021 (12 months)	2020 (12 months)	2019 (12 months)
Earnings/(Loss) per share (cents)	0.03	(0.02)	(0.01)	(0.04)	(0.06)
Net Profit/(loss) ($)	2,007,001	(1,009,038)	(693,132)	(895,497)	(816,502)
Share price	1.6 cents	1.9 cents	1.4 cents	0.2 cents	0.3 cents
Dividends	Nil	Nil	Nil	Nil	Nil

However, given the nature and stage of the Company's operations being exploration and evaluation activities, the Board has not linked any performance to milestones.

Options

No options have been issued to key management personnel during the year ended 31 March 2023. There are no current plans to issue any options.

The Company has no other short term or long-term incentive bonuses or other benefits.

DIRECTORS' REPORT (continued)

Details of Remuneration for Year Ended 31 March 2023

The remuneration for key management personnel of the Company during the year was as follows:

31 March 2023	Short Term Benefits			Share-Based Payments		Post Employment Benefits	Other Long Term			
Name	Salary, Fees and Commissions	Non-Cash Benefits	Short term incentive	Shares	Options	Superannuation Contribution	Annual/Long Serv. Leave	Termination Benefits	Total	Value of options/ performance shares as a proportion of remuneration
	$	$	$	$	$	$	$	$	$	%
Amitava Mukherjee	-	-	-	-	-	-	-	-	-	-
Sumit Deb	-	-	-	-	-	-	-	-	-	-
Devanathan Ramachandran	45,000	-	-	-	-	-	-	-	45,000	-
Viswanath Suresh	-	-	-	-	-	-	-	-	-	-
Somnath Nandi	-	-	-	-	-	-	-	-	-	-
Rakesh Gupta	348,000	11,035	-	-	-	35,944	56,522	-	451,501	-
Total	**393,000**	**11,035**	**-**	**-**	**-**	**35,944**	**56,522**	**-**	**496,501**	**-**

Details of Remuneration for Year Ended 31 March 2022

The remuneration for key management personnel of the Company during the year was as follows:

31 March 2022	Short Term Benefits			Share-Based Payments		Post Employment Benefits	Other Long Term			
Name	Salary, Fees and Commissions	Non-Cash Benefits	Short term incentive	Shares	Options	Superannuation Contribution	Annual/Long Serv. Leave	Termination Benefits	Total	Value of options/ performance shares as a proportion of remuneration
	$	$	$	$	$	$	$	$	$	%
Sumit Deb	-	-	-	-	-	-	-	-	-	-
N.B. Kumar	-	-	-	-	-	-	-	-	-	-
Devanathan Ramachandran	45,000	-	-	-	-	-	-	-	45,000	-
Amitava Mukherjee	-	-	-	-	-	-	-	-	-	-
Alok Kumar Mehta	-	-	-	-	-	-	-	-	-	-
Rakesh Gupta	228,114	17,091	-	-	-	22,230	22,323	-	289,758	-
Total	**273,114**	**17,091**	**-**	**-**	**-**	**22,230**	**22,323**	**-**	**334,758**	**-**

The Non-Executive Directors appointed by NMDC Limited, (Messrs Deb, Mukherjee, Nandi and Suresh) have informed the Company to waive their director fees.

SHARE BASED COMPENSATION

Options Issued as Part of Remuneration

There were no options issued as part of remuneration for the year ended 31 March 2023 (year ended 31 March 2022: Nil).

No options issued to key management personnel were exercised during the year ended 31 March 2023 (year ended 31 March 2022: NIL).

DIRECTORS' REPORT (continued)

SERVICE AGREEMENT

Chief Executive Officer – Mr Rakesh Gupta

Effective 1 April 2022, Mr Gupta's contract was amended to provide the services of a chief executive officer for $300,000 per annum plus superannuation. In addition, he is also entitled to medical expenses reimbursements as per the company's policy. The increase is a periodic review for the purposes of ASX listing rule 3.16.4.

Ordinary Shareholdings

Number of ordinary shares held directly, indirectly or beneficially by Directors and other Key Management Personnel as at 31 March 2023:

31 March 2023	Balance at 31 March 2022 No	Balance on appointment No	Received as Compensation No	Net Change Other No	Balance 31 March 2023 No
Amitava Mukherjee	-	-	-	-	-
Sumit Deb	-	-	-	-	-
Devanathan Ramachandran	-	-	-	-	-
Vishwanath Suresh	-	-	-	-	-
Somnath Nandi	-	-	-	-	-
Rakesh Gupta	2,625,000*	-	-	-	2,625,000*
Total	2,625,000	-	-	-	2,625,000

*Includes holdings held through spouse as a related party.

Number of ordinary shares held directly, indirectly or beneficially by Directors and other Key Management Personnel as at 31 March 2022:

31 March 2022	Balance at 31 March 2021 No	Balance on appointment No	Received as Compensation No	Net Change Other No	Balance 31 March 2022 No
Sumit Deb	-	-	-	-	-
Devanathan Ramachandran	-	-	-	-	-
Amitava Muhkerjee	-	-	-	-	-
Alok Kumar Mehta	-	-	-	-	-
Somnath Nandi	-	-	-	-	-
Rakesh Gupta	500,000	-	-	2,125,000*	2,625,000*
Total	500,000			**2,125,000**	2,625,000

*Includes holdings held through spouse as a related party.

Option Holdings

No options were held by Key Management Personnel as at 31 March 2023 (as at 31 March 2022: Nil)

Loans to Key Management Personnel

There were no loans made to key management personnel during the year.

END OF THE AUDITED REMUNERATION REPORT

DIRECTORS' REPORT (continued)

12. MEETINGS OF DIRECTORS

During the financial year, 4 directors' meetings were held. Attendances by each director during the year were as follows:

Director	Directors' Meetings	
	Number Eligible to Attend	Meetings Attended
Sumit Deb	3	3
Devanathan Ramachandran	4	4
Amitava Mukherjee	4	4
Rakesh Gupta	4	4
Somnath Nandi	3	2
Vishwanath Suresh	1	1

The above does not include circular resolutions of the Board.

There were 2 audit committee meetings held during the year. Given the size of the Company, the Board as a whole reviewed matters relating to nomination and remuneration matters as indicated below.

Director	Audit		Nomination and Remuneration	
	Eligible to attend	Attended	Eligible to attend	Attended
Sumit Deb	2	2	-	-
Devanathan Ramachandran	2	2	-	-
Amitava Mukherjee	2	2	-	-
Rakesh Gupta	2	2	-	-
Somnath Nandi	2	2	-	-
Vishwanath Suresh	-	-	-	-

13. INDEMNIFYING OFFICERS AND AUDITORS

In accordance with the constitution, except as may be prohibited by the Corporations Act 2001, every Director, Principal Executive Officer, Secretary of the Company or auditor of the Company shall be indemnified out of the property of the Company against any liability incurred by him/her in his/her capacity as Director, Principal Executive Officer or Secretary of the Company or any related corporation in respect of any act or omission whatsoever and howsoever occurring or in defending any proceedings, whether civil or criminal. During the year, the Company paid a premium to insure the Directors and Secretary of the Company. The terms of the contract of insurance prohibit disclosure of the premium paid and nature of liabilities covered.

14. PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceeding. The Company was not a party to any such proceedings during the year, other than that has been previously disclosed.

15. OPTIONS

Unissued Shares under Option

At the date of this report, there are no options on issue. A total of 3,000,000 options exercisable at a strike price of $0.04 on or before 1 March 2023 expired during the year.

Details of Shares Issued During or Since Year End as a Result of Exercise of Options

No shares have been issued during the year or since the year ended 31 March 2023 as a result of the exercise of options. No amounts are unpaid on any of the shares.

DIRECTORS' REPORT (continued)

16. ENVIRONMENTAL ISSUES

The Company is subject to significant environmental regulation in respect of its exploration activities. The Company aims to ensure the appropriate standard of environmental care is achieved, and in doing so, that it is aware of and is in compliance with all environmental legislation. The directors of the Company are not aware of any breach of environmental legislation for the year under review.

17. AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration for the year ended 31 March 2023 has been received.

18. NON-AUDIT SERVICES

During the year, HLB Mann Judd did not provide any non-audit services to the Company.

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

Rakesh Gupta
Chief Executive Officer
23-05-2023

AUDITOR'S INDEPENDENCE DECLARATION

HLB MANN JUDD
ADVISORY AND ACCOUNTING

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Legacy Iron Ore Limited for the year ended 31 March 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

b) any applicable code of professional conduct in relation to the audit.

Perth, Western Australia	**M R Ohm**
23 May 2023	**Partner**

hlb.com.au

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STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2023

	Note	31 March 2023 $	31 March 2022 $
Gain on partial disposal of interest in Mt. Bevan	14	3,496,425	-
Other income	3	208,679	34,601
Compliance and regulatory expenses		(105,577)	(99,373)
Depreciation and amortisation	4,12,13	(61,159)	(82,504)
Key management personnel remuneration	4	(375,063)	(235,708)
Employee benefit expense		(313,181)	(347,602)
Exploration expenditure	4	(7,053)	(3,892)
Occupancy expenses	4	(87,180)	(72,491)
Travel expenses		(170,644)	-
Other expenses		(209,394)	(116,119)
Corporate services	4	(365,882)	(82,519)
Finance expense	4	(2,970)	(3,431)
Profit/(Loss) before income tax		2,007,001	(1,009,038)
Income tax	5	-	-
Profit/(Loss) for the year		2,007,001	(1,009,038)
Other Comprehensive Income/(Loss)			
Items that will not be reclassified to profit or loss			
Changes in the fair value of financial assets at fair value through other comprehensive income, net of tax	11	-	389,825
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR		**2,007,001**	**(619,213)**
Basic earnings/(loss) per share	6	0.03 cents	(0.02) cents
Diluted earnings/(loss) per share	6	0.03 cents	(0.02) cents

The accompanying notes form part of these financial statements.

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2023

	Note	31 March 2023 $	31 March 2022 $
Assets			
Current Assets			
Cash and Cash Equivalents	9	2,725,964	490,832
Other Receivables and Prepayments	10	194,146	135,684
Other Financial Assets	11	7,018,575	7,018,575
TOTAL CURRENT ASSETS		9,938,685	7,645,091
Non-Current Assets			
Other Financial Assets	11	66,500	66,549
Plant and Equipment	12	14,952	30,308
Right-Of-Use Assets	13	82,293	21,147
Exploration and Evaluation Expenditure	14	15,509,697	15,843,767
TOTAL NON-CURRENT ASSETS		15,673,442	15,961,771
TOTAL ASSETS		**25,612,127**	**23,606,862**
Liabilities			
Current Liabilities			
Trade and Other Payables	15	48,062	82,362
Employee Benefits	16	110,890	1,28,284
Lease Liabilities	13	33,409	24,002
TOTAL CURRENT LIABILITIES		192,361	234,648
Non-Current Liabilities			
Employee Benefits	16	47,546	55,879
Lease Liabilities	13	48,884	-
TOTAL NON-CURRENT LIABILITIES		96,430	55,879
TOTAL LIABILITIES		**288,791**	**290,527**
NET ASSETS		**25,323,336**	**23,316,335**
Equity			
Issued Capital	17	66,996,246	66,996,246
Reserves	18	17,533,202	17,533,202
Accumulated Losses		(59,206,112)	(61,213,113)
TOTAL EQUITY		**25,323,336**	**23,316,335**

The accompanying notes form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2023

	Note	Ordinary Share Capital $	Share Based Payment Reserve $	Option Premium Reserve $	Financial Assets Reserve $	Accumulated Losses $	Total $
BALANCE AT 31 MARCH 2021		**66,946,246**	**16,242,084**	**125,530**	**775,763**	**(60,204,075)**	**23,885,548**
Loss for the year		-	-	-	-	(1,009,038)	(1,009,038)
Other comprehensive loss	18	-	-	-	389,825	-	389,825
Total comprehensive income/ (loss) for the year		-	-	-	389,825	(1,009,038)	(619,213)
Shares issued during the year	17	50,000	-	-	-	-	50,000
BALANCE AT 31 MARCH 2022		**66,996,246**	**16,242,084**	**125,530**	**1,165,588**	**(61,213,113)**	**23,316,335**
Profit for the year		-	-	-	-	2,007,001	2,007,001
Other comprehensive income	18	-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	2,007,001	2,007,001
BALANCE AT 31 MARCH 2023		**66,996,246**	**16,242,084**	**125,530**	**1,165,588**	**(59,206,112)**	**25,323,336**

The accompanying notes form part of these financial statements.

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2023

	Note	31 March 2023 $	31 March 2022 $
Cash Flows from Operating Activities			
Payment to suppliers and employees		(1,612,721)	(896,516)
Interest received		99,584	23,776
Finance costs paid		(2,970)	(3,431)
Net cash flows used in operating activities	24	(1,516,107)	(876,171)
Cash Flows from Investing Activities			
Payments for exploration and evaluation		(1,420,103)	(2,367,939)
Proceeds from security deposits		-	(600)
Purchase of fixed assets		(7,418)	(44,540)
Receipt of cash call from joint venture participant		-	117,714
Reclassification of term deposits from Cash and Cash Equivalents to Financial Assets		-	(7,000,000)
Investment in term deposits		(4,000,000)	-
Proceeds from term deposits		4,000,000	1,000,000
Proceeds from disposal of JV Interest in Mt. Bevan		4,800,000	-
Share of Cash (42%) in JV Account		420,000	-
Net cash flows from / (used in) investing activities		3,792,479	(8,295,365)
Cash Flows from Financing Activities			
Payment for lease liability	13	(41,240)	(45,614)
Net cash flows from used in financing activities		(41,240)	(45,614)
Net Decrease in Cash and Cash Equivalents		2,235,132	(9,217,150)
Cash and Cash Equivalents at the Beginning of Year		490,832	9,707,982
Cash and Cash Equivalents at the End of Year	9	**2,725,964**	**490,832**

Payments for exploration and evaluation includes capitalised employee costs.

The accompanying notes form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

This financial report is for the financial year of twelve months ended 31 March 2023. Legacy Iron Ore Limited is an entity domiciled in Australia and the address of the registered office is 6th Floor, 200 Adelaide Terrace, East Perth WA 6004. The Company is primarily involved in mineral exploration.

Legacy Iron Ore Limited is a subsidiary company of NMDC Limited, a listed Public Sector Enterprise in India.

Basis of Preparation

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001*. The Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in financial statements 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 as issued by the IASB. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

The financial report is presented in Australian dollars, which is the company's functional currency.

Except for cash flow information, the financial report has been prepared on an accruals basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets and share-based payments.

(a) Income Tax

The income tax expense/(revenue) for the year comprises current and deferred taxation. Income tax is recognised in the Statement of Profit or Loss, except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date. Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for reporting purposes and the amounts used for taxation purposes.

Temporary differences are not provided for where the initial recognition of assets and liabilities affects neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amounts of assets and liabilities using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(b) Plant and Equipment

Plant and equipment are measured on the cost basis. The carrying amount of plant and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

The cost of plant and equipment includes expenditure that is directly attributable to the acquisition of the items. Repairs and maintenance are charged to the Statement of Profit or Loss during the financial period in which they are incurred.

Depreciation
The depreciable amount of all fixed assets including capitalised leased assets, is depreciated on a straight-line basis over their useful lives to the Company commencing from the time the asset is held ready for use.

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

Computers and software	67%
Furniture & Fittings and Equipment	4% - 34%
Motor Vehicles	25%

Depreciation methods, useful lives and residual values are reviewed at each reporting date.

(c) Exploration and Evaluation Expenditure

Mineral tenements are carried at cost, less accumulated impairment losses. Mineral exploration and evaluation are 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 of interest or sale of that area of interest, or exploration and evaluation activities have not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active or significant operations on or in relation to, the area of interest are continuing.

Accumulated costs in relation to an abandoned area of interest are written off in full against profit in the period in which the decision to abandon that area is made. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

(d) Leases

At inception of a contract, the Company assesses whether a lease exists - i.e. does the contract convey the right to control the use of an identified asset for a period of time in exchange for consideration.

This involves an assessment of whether:

- The contract involves the use of an identified asset - this may be explicitly or implicitly identified within the agreement. If the supplier has a substantive substitution right then there is no identified asset.
- The Company has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use.
- The Company has the right to direct the use of the asset i.e. decision making rights in relation to changing how and for what purpose the asset is used.

The non-lease components included in the lease agreement have been separated and are recognised as an expense as incurred.

At the lease commencement, the Company recognises a right-of-use asset and associated lease liability for the lease term. The lease term includes extension periods where it believes it is reasonably certain that the option will be exercised.

The right-of-use asset is measured using the cost model where cost on initial recognition comprises of the lease liability, initial direct costs, prepaid lease payments, estimated cost of removal and restoration less any lease incentives received.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

The right-of-use asset is depreciated over the shorter of lease term or the useful economic life of the asset on a straight line basis and assessed for impairment in accordance with the impairment of assets accounting policy. The right-of-use asset is subject to the impairment requirements and is assessed for impairment indicators at each reporting date.

The lease liability is initially measured at the present value of the remaining lease payments at the commencement of the lease. The discount rate is the rate implicit in the lease, however where this cannot be readily determined then the commercial bank's borrowing rate is used.

Subsequent to initial recognition, the lease liability is measured at amortised cost using the effective interest rate method. The lease liability is remeasured whenever there is a lease modification, change in estimate of the lease term or index upon which the lease payments are based (e.g. CPI) or a change in the Group's assessment of lease term.

Where the lease liability is remeasured, the right-of-use asset is adjusted to reflect the remeasurement or is recorded in the statement of profit or loss and other comprehensive income if the carrying amount of the right-of-use asset has been reduced to zero.

(e) Financial Instruments

Initial Recognition and Measurement

Financial assets and financial liabilities are recognised when the Company becomes party to the contractual provisions to the instrument. For financial assets, this is the date when the Company commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial instruments (except for trade receivables) are initially measured at fair value through other comprehensive income. Trade receivables are initially measured at the transaction price if the trade receivable does not contain a significant financing component or if the practical expedient was applied as specified AASB 15.63.

Classification and Subsequent Measurement

(i) **Financial assets at amortised cost** - After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit or loss and other comprehensive income. This category generally applies to trade and other receivables.

(ii) **Financial assets at fair value through profit or loss** - Financial assets at FVTPL are subsequently carried at fair value. Gains or losses arising from changes in the fair value are presented in the statement of profit or loss within other income or other expenses in the period in which they arise. Income such as interest and dividends from financial assets at FVTPL is recognised separately to gains or losses in the statement of profit or loss as part of revenue from continuing operations when the Group's right to receive payments is established.

(iii) **Financial assets at fair value through other comprehensive income** - Financial assets classified as FVOCI are subsequently carried at fair value. Gains or losses arising from changes in the fair value are presented in other comprehensive income with the exception of impairment which is recognised in the statement of profit or loss immediately. When instruments classified as FVOCI are sold, the accumulated fair value adjustments recognised in other comprehensive income are reclassified in the statement of profit or loss.

Financial Liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method. The fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

Fair Value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and options pricing models.

Impairment

At each reporting date, the Company assesses whether there is objective evidence that a financial instrument has been impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events (a "loss event") having occurred, which has an impact on the estimated future cash flows of the financial asset(s).

In the case of financial assets at FVOCI, a significant or prolonged decline in the market value of the instrument is considered to constitute a loss event. Impairment losses are recognised in the statement of profit or loss immediately. Also, any cumulative decline in fair value previously recognised in other comprehensive income is reclassified to profit or loss at that point.

In the case of financial assets carried at amortised cost, loss events may include: indications that the debtors or a group of debtors are experiencing significant financial difficulty, default or delinquency in interest or principal payments; indications that they will enter bankruptcy or other financial reorganisation; and changes in arrears or economic conditions that correlate with defaults.

For financial assets carried at amortised cost (including loans and receivables), a separate allowance account is used to reduce the carrying amount of financial assets impaired by credit losses. After having taken all possible measures of recovery, if management establishes that the carrying amount cannot be recovered by any means, at that point the written-off amounts are charged to the allowance account or the carrying amount of impaired financial asset is reduced directly if no impairment amount was previously recognised in the allowance account.

When the terms of financial assets that would otherwise have been past due or impaired have been renegotiated, the Company recognised the impairment for such financial assets by taking into account the original terms as if the terms have not been renegotiated so that the loss events that have occurred are duly considered.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the Company no longer has any significant continuing involvement in the risks and benefits associated with the asset.

Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expire. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in the profit or loss.

(f) Impairment of Non-Financial Assets

At each reporting date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication of impairment. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the statement of profit or loss and other comprehensive income.

Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

(g) Employee Benefits

Provision is made for the Company's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits. Those cash flows are discounted using market yields on national government bonds with terms to maturity that match the expected timing of cash flows. In calculating the present value of future cash flows in respect of long service leave, the probability of long service leave being taken is based on historical data.

<u>Equity-Settled Compensation</u>

The Company operates equity-settled share-based payment share and option schemes to Directors and employees. The fair value of the equity to which Directors and employees become entitled is measured at grant date and recognised as an expense over the vesting period, with a corresponding increase to an equity account. The fair value of shares is ascertained as the market bid price. The fair value of options is ascertained using a Binomial or Black and Scholes pricing model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at each reporting date such that the amount recognised for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

(h) Provisions

Provisions are recognised when the Company has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

(i) Earnings per Share

The Company presents basis and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise share options and performance shares.

(j) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the Statement of Financial Position.

(k) Share-Based Payments

The fair value determined at grant date of equity settled share-based payments is treated as the cost of assets acquired or expensed on a straight line basis over the vesting period, based on the Company's estimate of shares that will eventually vest. Vesting is not conditional upon a market condition. No asset or expense is recognised for share based payments that do not vest. For cash settled share-based payments, a liability equal to the portion of the goods or services received is recognised at the current fair value determined at each reporting date.

(l) Share Capital and Transaction Costs

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction net of any tax effects.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

(m) Interest and Other Income

Interest income is recognised using the effective interest rate method, which for floating rate financial assets is the rate inherent in the instrument.

(n) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the taxation authority. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the Statement of Financial Position are shown inclusive of GST. The net amount of GST recoverable from, or payable to the ATO is included as a current asset or liability.

Cash flows are included in the Statement of Cash Flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

(o) Interests in Joint Arrangements

Joint arrangements represent the contractual sharing of control between parties in a business venture where unanimous decisions about relevant activities are required. Separate joint venture entities providing joint venturers with an interest to net assets are classified as a "joint venture" and accounted for using the equity method.

Joint operations represent arrangements whereby joint operators maintain direct interests in each asset and exposure to each liability of the arrangement. The Company's interests in the assets, liabilities, revenue and expenses of joint operations are included in the respective line items of the financial statements. Gains and losses resulting from sales to a joint operation are recognised to the extent of the other parties' interests. When the Company makes purchases from a joint operation, it does not recognise its share of the gains and losses from the joint arrangement until it resells those goods/assets to a third party.
Details of the joint operations are set out in note 25.

(p) Fair Value of Assets and Liabilities

The Company measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard. Fair value is the price the Company would receive to sell an asset or would have to pay to transfer a liability in an orderly (i.e. unforced) transaction between independent, knowledgeable and willing market participants at the measurement date. As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. To the extent possible, market information is extracted from either the principal market for the asset or liability (i.e. the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (i.e. the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also takes into account a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable valuation in relation to the transfer of such financial instruments, by reference to observable market information where such instruments are held as assets. Where the information is not available, other valuations techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

Valuation techniques

In the absence of an active market for an identical asset or liability, the Company selects and uses one or more valuation techniques to measure the fair value of the asset or liability. The Company selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Company are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.
- Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Company gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

Fair Value Hierarchy

AASB 13 requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1
Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2
Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3
Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

The Company would change the categorisation within the fair value hierarchy only in the following circumstances:

(i) if a market that was previously considered active (Level 1) became inactive (Level 2 or Level 3) or vice versa; or
(ii) if significant inputs that were previously unobservable (Level 3) became observable (Level 2) or vice versa.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

When a change in the categorisation occurs, the Company recognises transfers between levels of the fair value hierarchy (i.e. transfers into and out of each level of the fair value hierarchy) on the date the event or change in circumstances occurred.

(q) Critical Accounting Estimates and Judgments

The preparation of financial statements requires the Directors to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

- Note 14 Exploration and Evaluation Expenditure
- Note 11 Other Financial Assets
- Note 13 Leases

(r) New Standards adopted as at 1 April 2021

Some accounting pronouncements which have become effective from 1 April 2021 and have therefore been adopted do not have a significant impact on the Company's financial results or position.

These amendments do not have a significant impact on the Company's Financial Statements and therefore the disclosures have not been made.

- ***Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company***

At the date of authorisation of these financial statements, several new, but not yet effective, Standards and amendments to existing Standards, and Interpretations have been published by the AASB. None of these Standards or amendments to existing Standards have been adopted early by the Company. Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New Standards, amendments and Interpretations not adopted in the current year have not been disclosed as they are not expected to have a material impact on the Company's financial statements.

(s) Comparative Figures

When required by accounting standards, comparative figures have been adjusted to conform to changes in presentation for the current financial period. Where the Company has retrospectively applied an accounting policy, made a retrospective restatement of items in the financial statements or reclassified items in its financial statements, an additional statement of financial position as at the beginning of the earliest comparative period will be disclosed.

(t) Going concern

The directors have prepared the financial statements on going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. As at 31 March 2023, the Company had cash and cash equivalents of $2,725,964 and term deposits classified as financial asset of $6,000,000 and for the year ended 31 March 2023 recorded a profit after tax of $2,007,001. The Company had net operating cash outflows from operating activities totalling $1,516,107.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

2. DIVIDENDS

No dividends have been paid or proposed during the year ended 31 March 2023 (2022: NIL). There are no franking credits available for use in subsequent reporting periods.

3. OTHER INCOME

	31 March 2023 $	31 March 2022 $
Interest income	157,295	23,670
Other income	51,384	10,931
Total income	**208,679**	**34,601**

Other income include an Earn in Fee of $ 50,000 received during the year as per the terms of Heads of Agreement (HOA) signed with Eastern Lithium Pty Ltd, a wholly owned subsidiary of Eastern Resource Limited (ASX:EFE) to grant to EFE the sole and exclusive rights to acquire up to 85% of the lithium groups of minerals at the Taylor Lookout Project located in the Kimberley region of WA, by funding expenditure up to Pre-Feasibility Study (PFS) stage.

4. PROFIT/(LOSS) BEFORE INCOME TAX

Profit/(Loss) before income tax has been arrived at after charging the following expenses:

	31 March 2023 $	31 March 2022 $
Depreciation on non-current assets	22,774	40,210
Amortisation on right of use asset	38,385	42,294
Exploration expenditure	7,053	3,892
Finance expenses	2,970	3,431
Key management personnel remuneration (A)	375,063	235,708
Occupancy expenses	87,180	72,491
Corporate services	365,882	82,519

(A) Costs of $121,438 (2022: $99,050) directly related to exploration efforts are capitalised in exploration and evaluation expenditure.

5. INCOME TAX

	31 March 2023 $	31 March 2022 $
(a) The components of tax expense comprise:		
Current tax	-	-
Deferred tax	-	-
	-	-
(b) The prime facie tax on profit/(loss) before income tax is reconciled to income tax expenses/(benefit) as follows:		
Prima facie tax expenses/(benefit) on profit/loss before income tax at 30%	602,100	(302,711)
Add / (Less) Tax effect of:		
- Income Tax pertaining to Exploration expenditure and Other temporary adjustments	51,006	(681,492)
- (Recognition of prior year tax losses)/Unrecognised deferred tax asset attributable to tax losses	**(653,106)**	**984,203**
Income Tax Attributable to the Company	-	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

		31 March 2023 $	31 March 2022 $
(c)	Deferred Tax Assets and Liabilities Deferred tax assets and liabilities are attributable to the following: **Deferred Tax Liabilities**		
	Exploration and evaluation expenditure	4,555,079	4,655,300
	Interest receivable	18,368	1,054
	Total Deferred Tax Liabilities	4,573,447	4,656,354
	Deferred Tax Assets		
	Accrued expenses	4,350	4,350
	Provisions	47,531	55,249
	Financial Assets at FVOCI	55,781	55,781
	Capital raising costs	55,218	78,525
	Difference between WDV of lease and lease liability	-	857
	Unrecognised Tax losses	4,410,567	4,461,592
	Total Deferred Tax Assets	4,573,447	4,656,354
	Net Tax Assets/Liabilities	**-**	**-**

(d) Tax Losses

As at 31 March 2023, the Company has $63,290,611 (31 March 2022: $65,467,635) tax losses that are available for offset against future taxable profits of the Company. The amount of tax losses recognised at 31 March 2023 to offset deferred tax liabilities is $14,701,890 (31 March 2022: $14,871,973), leaving unrecognised tax losses at 31 March 2023 is $48,588,721 (31 March 2022: $50,595,662).

The potential benefit of carried forward of losses will only be obtained if assessable income is derived of a nature and, of an amount sufficient to enable the benefit from the deductions to the realised or the benefit can be utilised by the Company providing that:

(i) the provisions of deductibility imposed by law are complied with;
(ii) no change in tax legislation adversely affect the realisation of the benefit from the deductions; and
(iii) subject to the Company satisfying the continuity of ownership test.

6. EARNINGS/(LOSS) PER SHARE

		31 March 2023	31 March 2022
(a)	Basic and diluted earnings/(loss) per share	0.03 cents	(0.02) cents
(b)	Profit/(Loss) used in the calculation of basic and diluted earnings/loss per share	$2,007,001	($1,009,038)
		No	No
(c)	Weighted average number of ordinary shares outstanding during the period used in the calculation of basic earnings/loss per share	6,406,826,199	6,405,310,485
(d)	Weighted average number of ordinary shares outstanding during the period used in the calculation of diluted earnings/loss per share	6,406,826,199	6,408,310,485

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

7. KEY MANAGEMENT PERSONNEL DISCLOSURES

(a) Name and Positions of Key Management Personnel at any time during the financial year are:

Mr Amitava Mukherjee	(Non-Executive Appointed Chairman 16 March 2023)
Mr Rakesh Gupta	(Chief Executive Officer and Executive Director)
Mr Devanathan Ramachandran	(Non-Executive Director)
Mr Viswanath Suresh	(Non-Executive Director appointed 21 March 2023)
Mr Sumit Deb	(Non-Executive Chairman retired 15 March 2023)
Mr Somnath Nandi	(Non-Executive Director retired 1 March 2023)

Key management personnel remuneration has been included in the Remuneration Report section of the Directors' Report.

Key management personnel remuneration is as follows:

	31 March 2023 $	31 March 2022 $
Short-term employee benefits	413,011	307,349
Long-term employee benefits	47,546	5,179
Post-employment benefits	35,944	22,230
TOTAL	**496,501**	**334,758**

(b) Other Transactions with Key Management Personnel
Refer to Note 19 for details on other transactions with key management personnel.

8. AUDITOR'S REMUNERATION

	31 March 2023 $	31 March 2022 $
During the year the following fees were expensed for services provided by the auditor of the entity:		
- Auditing or reviewing the financial report	27,750	28,500
Total remuneration for assurance services	**27,750**	**28,500**

9. CASH AND CASH EQUIVALENTS

	31 March 2023 $	31 March 2022 $
Cash at bank and on hand (i) & (ii)	2,725,964	490,832
	2,305,964	**490,832**

(i) Cash and cash equivalent includes the Company's share of cash lying in Joint Venture Account $420,000 (2022: Nil)
(ii) The effective interest rate on cash at bank was 2.12% (2022: 0.29%).

10. OTHER RECEIVABLES AND PREPAYMENTS

	31 March 2023 $	31 March 2022 $
Current		
Sundry receivables	136,067	57,820
Prepayments	58,079	77,864
Total current receivables	**194,146**	**135,684**

(a) Amounts receivable are expected to be recovered within normal terms.

(b) Fair value, credit risk and risk exposure

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

Due to the short term nature of the current receivables, their carrying amount is assumed to approximate their fair value. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of receivables mentioned above. Refer further to Note 23.

11. OTHER FINANCIAL ASSETS

	31 March 2023 $	31 March 2022 $
Current:		
Term Deposits classified as financial asset	6,000,000	6,000,000
Financial Assets at Fair Value through OCI Shares in listed corporation at fair value (i) & (ii)	1,018,575	1,018,575
	7,018,575	**7,018,575**
Non-Current:		
Security Deposits Held (iii)	66,500	66,549
	66,500	**66,549**

(i) During the period, the movement in the balance is as follows:		
Opening balance	1,018,575	628,750
Fair value gain/(loss) on Financial Assets reserve (ii)	-	389,825
Closing balance	**1,018,575**	**1,018,575**

(ii) Fair value is determined by reference to quoted prices in an active market (ASX) – Level 1.

(iii) Deposits have been pledged as security for a bank guarantee provided to lessors relating to lease of office premises and credit card facility.

12. PLANT AND EQUIPMENT

	31 March 2023 $	31 March 2022 $
Furniture, fittings and equipment		
At cost	310,728	303,310
Accumulated depreciation	(295,776)	(273,002)
	14,952	30,308
TOTAL PLANT AND EQUIPMENT	**14,952**	**30,308**

Reconciliations of the carrying amounts of each class of plant and equipment at the beginning and end of the financial year are set out below:

31 March 2023	Furniture, Fittings and Equipment $	Total $
Net carrying value at 1 April 2022	30,308	30,308
Additions	7,418	7,418
Disposals	-	-
Depreciation	(22,774)	(22,774)
Net Carrying Value at 31 March 2023	**14,952**	**14,952**

31 March 2022	$	$
Net carrying value at 1 April 2021	25,978	25,978
Additions	44,540	44,540
Disposals	-	-
Depreciation	(40,210)	(40,210)
Net Carrying Value at 31 March 2022	**30,308**	**30,308**

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

13. LEASES

The Company has a lease for its corporate office. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability.

Terms and conditions of leases:

The building lease is for the corporate office, it has been in place since 1 October 2019 for a term of 3 years. The Company has extended the term of the above lease for another 3 years from 1 October 2022 and expiring on 30 September 2025 at reduced rentals. The rentals are subject to an annual CPI increase.

	31 March 2023 $	31 March 2022 $
Right-of-use assets - Buildings		
Balance at the beginning of year	21,147	63,441
Additions/Modifications	99,531	-
Depreciation Charge	(38,385)	(42,294)
Balance at end of year	**82,293**	**21,147**
Lease Liabilities		
Balance at the beginning of year	24,002	69,616
Additions/Modifications	99,531	
Lease repayments	(41,240)	(45,614)
Balance at end of year	**82,293**	**24,002**
Current lease liability	33,409	24,002
Non-current lease liability	48,884	-

The maturity analysis of lease liabilities based on contractual undiscounted cash flows is shown in the table below:

	< 1 Year $	1-2 Years $	> 2 years $
Lease Liabilities	35,079	54,774	-

14. EXPLORATION AND EVALUATION EXPENDITURE

	31 March 2023 $	31 March 2022 $
Non-Current		
Costs carried forward in respect of areas of interest in:		
Exploration and evaluation phases – at cost	**15,509,697**	**15,843,767**
Movement in Carrying Amounts		
Carrying amount at the beginning of the period	15,843,767	13,584,424
Exploration tenements acquired (a)	-	100,000
Exploration expenditure capitalised	1,404,732	2,279,588
Recovery of expenditure from Joint venture participant	(15,227)	(120,245)
Partial disposal of interest in Mt. Bevan Joint Venture (b)	(1,723,575)	-
Carrying Amount at the End of the Year	**15,509,697**	**15,843,767**

(a) In the previous year, the company has acquired tenement E39/2040 from Tashmont Minerals Pty Ltd and Michael Krpez for a consideration of $50,000 cash, $50,000 in Legacy Iron shares, and a net smelter royalty of 1.25%.

(b) During the year, the Company entered into an arrangement with Hancock Magnetite Holdings Pty Ltd. (Hancock) for exploration of Iron Ore in Mt Bevan tenement. Legacy and Hawthorn were joint holders of the tenement, with Legacy holding a 60% interest and Hawthorn holding a 40% interest. Hancock agreed to pay $8 million to the tenement holders for a 30% interest in the Joint Venture in relation to Iron Ore exploration. Hancock also deposited $1 million into the Mt. Bevan Joint Venture operation's bank account for working capital purposes.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

Legacy received $4.8 million and its 42% share of the money deposited into the Mt. Bevan Joint Venture operation's bank account to transfer 18% interest to Hancock, reducing its interest in the Mt. Bevan Magnetite Project to 42%. At the date of the agreement expenditure of $1,723,575 represented 18% interest in the project. The excess received over 18% share of expenditure i.e. $3,496,425 has been recognised as gain on partial disposal of interest in Mt Bevan in the Statement of profit and loss.

The recoverability of the carrying amount of exploration and evaluation is dependent on:

- the continuance of the Company's rights to tenure of the areas of interest;
- the results of future exploration; and
- the recoupment of costs through successful development and commercial exploitation of the areas of interest, or alternatively, by their sale.

The Company's exploration properties may be subjected to claim(s) under native title, or contain sacred sites, or sites of significance to Aboriginal people. As a result, exploration properties or areas within the tenements may be subject to exploration restrictions, mining restrictions and/or claims for compensation. At this time, it is not possible to quantify whether such claims exist, or the quantum of such claims.

Impairment of Exploration and Evaluation Assets

The Company's accounting policy for exploration and evaluation expenditure results in expenditure being capitalised for an area of interest where it is considered likely to be recovered by successful development of the area of interest or sale or where the exploration and evaluation have not reached a stage which permits a reasonable assessment of the existence of reserves and active or significant operations on or in relation to the area of interest are continuing.

The Company has established inferred/indicated category resources on some of its exploration sites and announced to the market from time to time. The management makes certain estimates as to future events and circumstances while evaluating the exploration assets. Any such estimates and assumptions may change as new information becomes available during the future exploration or otherwise.

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

The Company undertakes at least on an annual basis, a comprehensive review for indicators of impairment of these assets. Should an indicator exist, then the area of interest is tested for impairment. There is significant estimation and judgement in determining the inputs and assumptions used in determining the recoverable amounts.

In addition, an allocation of the cost associated with exploration of or acquired mineral rights to individual projects was performed during the year. This allocation process required estimates and judgement by management as to the fair value of those projects acquired.

15. TRADE AND OTHER PAYABLES

	31 March 2023 $	31 March 2022 $
Current		
Trade payables	26,366	53,605
Sundry payables and accrued expenses	21,696	28,757
	48,062	**82,362**

Trade payables and sundry payables are non-interest bearing and are normally settled within 45 days.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023 (continued)

16. EMPLOYEE BENEFITS

	31 March 2023 $	31 March 2022 $
Current		
Annual leave	110,890	128,284
	110,890	128,284
Non-Current		
Long service leave	47,546	55,879
	47,546	55,879

	31 March 2023 $	31 March 2022 $
Opening balance	128,284	88,044
Additional provisions	78,534	53,292
Amount used	(95,928)	(13,052)
Closing balance	**110,890**	**128,284**
Long service leave		
Opening balance	55,879	26,011
Additional provisions	6,107	29,868
Amount used	(14,440)	-
Closing balance	**47,546**	**55,879**

17. ISSUED CAPITAL

	31 March 2023 $	31 March 2022 $
6,406,826,199 Fully paid ordinary shares (31 March 2022: 6,406,826,199)	**66,996,246**	**66,996,246**

	31 March 2023 No	31 March 2023 $	31 March 2022 No	31 March 2022 $
(a) Fully Paid Ordinary Shares				
At the Beginning of the Reporting Period	6,406,826,199	66,996,246	6,404,738,517	66,946,246
Shares Issued During the Reporting Period (Net of transaction costs relating to share issue)	-	-	2,087,682	50,000
At Reporting Date	**6,406,826,199**	**66,996,246**	**6,406,826,199**	**66,996,246**

In the previous year, the company has issued 2,087,682 shares as part of consideration to acquire tenement E39/2040 from Tashmont Minerals Pty Ltd and Michael Krpez. The shares were fair valued using the share price at the completion date of the acquisition.

Ordinary shares participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held irrespective of the amount paid up or credited as paid up, less any amounts which remain unpaid on these shares at the time of the distribution.

At shareholders' meetings each share is entitled to one vote in proportion to the paid up amount of the share when a poll is called, otherwise each shareholder has one vote on a show of hands.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

	31 March 2023 No	31 March 2022 No
(b) Options on Issue		
At the Beginning of the Reporting Period	3,000,000	3,000,000
Movement of Options – expired on 1 March 2023	(3,000,000)	-
At Reporting Date	**-**	**3,000,000**

The Company issued 3,000,000 unlisted options on 2 March 2021 exercisable at $0.04 as payment for share issue costs, which expired on 1 March 2023 unexercised.

(c) Capital Management

The Board controls the capital of the Company in order to ensure the Company can fund its operations and continue as a going concern. The Directors oversee the risk management strategy.

The Company's capital consists of financial liabilities supported by financial assets. There are no externally imposed capital requirements. The Board effectively manage the Company's capital by assessing the financial risks and responding to changes in these risks in the market. This strategy is to ensure that there is sufficient cash to meet trade payables and ongoing exploration expenditure commitments. The Company is dependent on its ability to raise capital from the issue of equity from time to time.

18. RESERVES

	31 March 2023 $	31 March 2022 $
Option Premium Reserve (a)	125,530	125,530
Share-Based Payment Reserve (b)	16,242,084	16,242,084
Financial Asset Reserve (c)	1,165,588	1,165,588
	17,533,202	**17,533,202**

(a) Option Premium Reserve		
Balance at the beginning of the reporting period	125,530	125,530
Balance at the end of the reporting period	**125,530**	**125,530**

The option premium reserve is used to recognise premiums paid by option holders, net of transaction costs.

(b) Share Based Payment Reserve		
Balance at the beginning of the reporting period	16,242,084	16,242,084
Balance at the end of the reporting period	**16,242,084**	**16,242,084**

(c) Financial Asset Reserve		
Balance at the beginning of the reporting period	1,165,588	775,763
Changes in the fair value of financial asset (net of taxes)	-	389,825
Balance at the end of the reporting period	**1,165,588**	**1,165,588**

The financial assets reserve records revaluation of financial assets at fair value through other comprehensive income.

19. RELATED PARTY TRANSACTIONS

All transactions below are transactions entered on commercial terms and conditions no more favourable than those available to unrelated parties.

(a) Key Management Personnel Remuneration

Details of key management personnel remuneration, shares and options issued to key management personnel and their personally related entities during the year are disclosed in the Remuneration Report section of the Directors' Report.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

Other Transactions with Key Management Personnel and Their Personally Related Entities

	31 March 2023 $	31 March 2022 $
Outstanding balances arising from these transactions		
Employee benefits payable	131,023	74,501

20. SEGMENT INFORMATION

Identification of Reportable Segments
The Company has identified its operating segments based on the internal reports that are reviewed and used by the Board of Directors (Chief Operating Decision Makers) in assessing performance and determining the allocation of resources.

The Company is managed based on two (2) reportable segments being:
(i) Gold, Base metals and other critical minerals (OCM) exploration and development in Australia;
(ii) Iron ore exploration and development in Australia;

Basis of accounting for purposes of reporting by operating segments:
(a) Accounting Policies Adopted
Unless otherwise stated, all amounts reported to the Board of Directors, being the Chief Operating Decision Makers with respect to operating segments, are determined in accordance with accounting policies that are consistent to those adopted in the financial statements of the Company.

(b) Inter-Segment Transactions
There are no inter-segment transactions. Segment assets are clearly identifiable on the basis of their nature. Segment liabilities include trade and other payables.

(c) Corporate charges, finance costs and interest revenue are not allocated to reporting segments.

Segment Performance 31 March 2023	Western Australia Iron Ore $	Western Australia Gold, base metals & OCM $	Corporate $	Total $
SEGMENT INCOME				
Gain on partial disposal of interest in Mt. Bevan	3,496,425	-	-	3,496,425
Other revenues	-	51,384	157,295	208,679
	3,496,425	51,384	157,295	**3,705,104**
SEGMENT NET LOSS BEFORE TAX				
Depreciation	-	-	(61,159)	(61,159)
Corporate charges	-	-	(1,636,944)	(1,636,944)
Segment profit(+)/ loss(-) before tax	3,496,425	51,384	(1,540,808)	**2,007,001**
SEGMENT ASSETS	5,553,549	11,438,658	8,619,920	**25,612,127**
Segment asset increases/(decreases) for the year:	(1,237,460)	1,340,140	1,902,585	2,005,265
SEGMENT LIABILITIES	-	-	(288,791)	**(288,791)**

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

Segment Performance 31 March 2022	Western Australia Iron Ore $	Australia Gold, base metals & OCM $	Corporate $	Total $
SEGMENT REVENUE	10,931	-	23,670	**34,601**
SEGMENT NET LOSS BEFORE TAX				
Depreciation	-	-	(82,504)	(82,504)
Corporate charges	-	-	(961,135)	(961,135)
Segment profit(+)/ loss(-) before tax	10,931	-	(1,019,969)	**(1,009,038)**
SEGMENT ASSETS	6,791,009	10,098,518	6,717,335	**23,606,862**
Segment asset increases/(decreases) for the year:	636,432	2,221,554	(3,459,105)	(601,119)
SEGMENT LIABILITIES	-	-	(290,527)	**(290,527)**

21. EVENTS SUBSEQUENT TO REPORTING DATE

No matter or circumstance has arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company.

22. CAPITAL AND LEASING COMMITMENTS AND CONTINGENCIES

	31 March 2023 $	31 March 2022 $

(a) Lease Commitments

Commitments in relation to non-cancellable leases not recognised as liabilities:

Within 1 year	1,860	1,860
Later than 1 year but not later than 5 years	4,340	6,045
Later than 5 years	-	-
	6,200	**7,905**

(b) Minimum Exploration Expenditure Commitments

In order to maintain current rights of tenure to exploration and mining tenements, the Company has the following discretionary exploration expenditure and rental requirements up until expiry of leases. These obligations, which are subject to renegotiation upon expiry of the leases, are not provided for in the financial statements and are payable:

	31 March 2023 $	31 March 2022 $
Within 1 year	415,671	630,740
Later than 1 year but not later than 5 years	606,299	744,671
Later than 5 years	1,148,573	1,265,473
	2,170,543	**2,640,884**

If the Company decides to relinquish certain leases and/or does not meet these requirements, assets recognised in the statement of financial position may require review to determine the appropriateness of carrying values. The sale, transfer or farm out of exploration rights to third parties will reduce or extinguish these obligations.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

23. FINANCIAL RISK MANAGEMENT

(a) Financial Risk Management Policies

The Company's financial instruments consist mainly of deposits with banks, accounts receivable, financial assets through OCI and accounts payable and loans.

Derivatives are not used by the Company.

(i) Treasury Risk Management

The Board analyses financial risk exposure and evaluates treasury strategies in the context of the most recent economic conditions and forecasts.

The overall risk management strategy seeks to assist the Company in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

(ii) Financial Risk Exposure and Management

The main risks the Company is exposed to through its financial instruments are interest rate risk, liquidity risk and credit risk.

Interest Rate Risk

Exposure to interest rate arises on financial assets and financial liabilities recognised at reporting date whereby a future change in interest rates will affect future cash flows or fair value of fixed financial instruments. Interest rate risk is managed by the Company only using fixed rates on debt and term deposits. Refer to Note 23(b)(iv) for further details on interest rate risk.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by monitoring forecast and actual cash flows. Trade and other payables have contractual maturities of six (6) months or less.

Price Risk

The Company is exposed to equity securities price risk. This arises from the investments held and classified on the statement of financial position as financial assets through OCI. The Company's investment is publicly traded on the Australian Securities Exchange (ASX).

Credit Risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the Statement of Financial Position and notes to the financial statements.

There are no other material amounts of collateral held as security at 31 March 2023.

The Board manages credit risk by only depositing cash with Australian Authorised deposit taking institutions. Cash, cash equivalents and held to maturity financial assets have a AA rating.

The Company has not taken out any security or guarantees over loans and other receivables.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

The carrying amount of the Company's financial assets noted below represents the maximum credit exposure:

	31 March 2023 $	31 March 2022 $
Other receivables	136,067	57,820
Cash and cash equivalents	2,725,964	490,832
Term deposits classified as financial asset	6,000,000	6,000,000
Security deposits held	66,500	66,549
Financial assets at fair value through OCI	1,018,575	1,018,575
	9,947,106	**7,633,776**

(b) Financial Instruments

(i) Derivative Financial Instruments

Derivative financial instruments are not used by the Company.

(ii) Financial Instrument Composition and Maturity Analysis

The following table reflects the undiscounted contractual settlement terms for financial instruments of a fixed period maturity, as well as management's expectations of the settlement period for all other financial instruments. As such the amount may not reconcile to the Statement of Financial Position.

31 March 2023	Weighted Average Effective Interest Rate %	Floating Interest Rate within 1 Year $	Fixed Interest Rate Maturing within 1 Year $	Maturing over 1 year, less than 5 Years $	Non-Interest Bearing $	Total $
Financial Assets						
Cash & cash equivalents	2.12	2,725,964	-	-	-	2,725,964
Term deposits	2.12	-	6,000,000		-	6,000,000
Security deposits	0.47	-	66,500	-	-	66,500
Loans & receivables		-	-	-	136,067	136,067
Financial Assets at fair value through OCI		-	-	-	1,018,575	1,018,575
		2,725,964	6,066,500	-	1,154,642	9,947,106
Financial Liabilities						
Trade & other payables		-	-	-	48,062	48,062
Lease Liabilities (undiscounted)			33,409	48,884	-	82,293
		-	33,409	48,884	48,062	130,355
Net Financial Assets		**2,725,964**	**6,033,091**	**(48,884)**	**1,106,580**	**9,816,751**

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

31 March 2022	Weighted Average Effective Interest Rate %	Floating Interest Rate within 1 Year $	Fixed Interest Rate Maturing within 1 Year $	Maturing over 1 year, less than 5 Years $	Non-Interest Bearing $	Total $
Financial Assets						
Cash & cash equivalents	0.29	490,329	-	-	503	490,832
Term deposits	0.29		6,000,000		-	6,000,000
Security deposits	0.20	-	66,500	-	49	66,549
Loans & receivables		-	-	-	57,820	57,820
Financial Assets at fair value through OCI		-	-	-	1,018,575	1,018,575
		490,329	6,066,500	-	1,076,947	7,633,776
Financial Liabilities						
Trade & other payables		-	-	-	82,362	82,362
Lease Liabilities (undiscounted)			24,002	-		24,002
		-	24,002	-	82,362	106,364
Net Financial Assets		**490,329**	**6,042,498**	**-**	**994,585**	**7,527,412**

All trade and sundry payables are expected to be paid in less than 6 months.

(iii) Net Fair Value of Financial Assets and Liabilities

The net fair value of the financial assets and financial liabilities approximates their carrying value. The financial assets through OCI investment's fair value has been determined using Level 1 inputs, ie quoted prices in active markets. The fair value of these financial assets has been based on the closing quoted bid prices at reporting date, excluding transaction costs.

Cash and cash equivalents, loans and receivables, held to maturity assets and trade and other payables are short-term instruments in nature whose carrying amounts are equivalent to their fair values. The fair values are determined on the basis of an income approach using a discounted cash flow methodology. Discount rates are based on market interest rates for similar instruments.

(iv) Sensitivity Analysis

Interest Rate Risk

The Group has performed a sensitivity analysis demonstrates the effect on the current period results and equity which could result from a change in this risk.

Interest Rate Sensitivity Analysis

As 31 March 2023, the effect on loss and equity as a result of changes in the interest rate, with all other variables remaining constant would be as follows:

	31 March 2023 $	31 March 2022 $
(Increase)/Decrease in loss		
- Increase in interest rate by 100 basis points	83,132	64,878
- Decrease in interest rate by 100 basis points	(83,132)	(64,878)
Change in equity		
- Increase in interest rate by 100 basis points	83,132	64,878
- Decrease in interest rate by 100 basis points	(83,132)	(64,878)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023 (continued)

24. CASH FLOW INFORMATION

	31 March 2023 $	31 March 2022 $
(i) Reconciliation of Cash Flows from Operating Activities with Loss after Income Tax		
- Profit/(Loss) from ordinary activities after income tax	2,007,001	(1,009,038)
Non-cash flows in profit/(loss) from ordinary activities		
- Gain on partial disposal of Interest in Mt. Bevan	(3,496,425)	
- Depreciation	61,159	82,504
Changes in assets and liabilities		
- (Increase) / decrease in other receivables	(41,668)	7,213
- Increase/(decrease) in trade and other payables	(20,447)	(26,960)
- Increase/(decrease) in employee benefits	(25,727)	70,110
Net Cash Outflows from Operating Activities	**(1,516,107)**	**(876,171)**
(ii) Non-Cash Financing and Investing Activities		
Issue of Shares – Tenement acquisition	-	50,000
	-	**50,000**

25. INTERESTS IN JOINT OPERATIONS

The Company held 60% interest in Mt. Bevan Joint operation which was set up with Hawthorn Resources Limited to explore and develop the Mt Bevan exploration tenements in Western Australian. The principal place of business of the joint operation is Australia. During the year the Company formed a separate Joint Venture Agreement for Iron Ore and transferred 18% interest in the joint operation to Hancock Magnetite Holdings Pty Ltd at a consideration of $4.8 million for Iron Ore. Hancock also deposited $1 million into the Mt. Bevan Joint Venture operation's bank account for working capital purposes. In the Iron Ore Joint Venture Agreement, Legacy holds 42% along with Hawthorn Resources Limited (28%) and Hancock Magnetite Holdings Pty Ltd (30%). Legacy still holds 60% interest in all other minerals.

	31 March 2023	31 March 2022
Mt Bevan – Iron Ore	42%	60%*
Mt Bevan – Other Minerals	60%	60%

The Company's interest in the joint venture is included in the Statement of Financial Position in accordance with the accounting policy described in note 1(o) under the following classifications:

* During the previous year the Company was finalising the transfer of 18% interest in Mt. Bevan tenements towards Iron ore.

	31 March 2023 $	31 March 2022 $
Exploration and evaluation expenditure	4,071,039	5,754,249
Cash and Cash Equivalent	420,000	-
Trade and other receivables(+)/payables(-)	43,935	27,185

The following commitments in relation to the JV are Included in the Company commitments Note 22(b):

Minimum Exploration Expenditure Commitments	31 March 2023 $	31 March 2022 $
Not later than 1 year	19,756	74,340
Later the 1 year but not later than 5 years	-	-
Later than 5 years	-	-
	19,756	**74,340**

The joint venture has no contingent liabilities.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)

26. FAIR VALUE MEASUREMENTS

The Group measures and recognises the following assets and liabilities at fair value on a recurring basis after initial recognition:

- Financial assets at fair value through OCI

The Group does not measure any assets or liabilities on a non-recurring basis.

Fair Value Hierarchy

AASB 13: *Fair value measurement* requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1

Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2

Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3

Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuations techniques. Valuation techniques would maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable data, the asset or liability is included in Level 3.

The following table provides the fair values of the Group's assets and liabilities measured and recognised on a recurring basis after initial recognition and their categorisation within the fair value hierarchy:

31 March 2023	Level 1 $	Level 2 $	Level 3 $	Total $
Recurring fair value measurements				
Financial assets – FVOCI				
- Shares in listed companies (Note 11)	1,018,575	-	-	1,018,575
Total financial assets recognised at fair value on a recurring basis	1,018,575	-	-	1,018,575

31 March 2022	Level 1 $	Level 2 $	Level 3 $	Total $
Recurring fair value measurements				
Financial assets – FVOCI				
- Shares in listed companies (Note 11)	1,018,575	-	-	1,018,575
Total financial assets recognised at fair value on a recurring basis	1,018,575	-	-	1,018,575

27. CONTINGENT LIABILITIES

As per terms of the acquisition agreement for the tenement E39/2040, the company has a net smelter royalty of 1.25% payable to former owners of the tenement E39/2040.

END OF NOTES TO THE FINANCIAL STATEMENTS

DIRECTORS' DECLARATION

The Directors of the Company declare that:

(a) the financial statements and notes as set out on the accompanying pages, are in accordance with the *Corporations Act 2001* and:

(i) Comply with Australian Accounting Standards, which, as stated in accounting policy note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards (IFRS); and

(ii) give a true and fair view of the entity's financial position as at 31 March 2023 and of its performance for the financial year ended on that date; and

(b) in the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

(c) the Directors have been given the declarations required by s295A of the *Corporations Act 2001* from the Chief Financial Officer or equivalent.

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

Rakesh Gupta
Chief Executive officer
23-05-2023

INDEPENDENT AUDITOR'S REPORT

HLB MANN JUDD
ADVISORY AND ACCOUNTING

INDEPENDENT AUDITOR'S REPORT

To the members of Legacy Iron Ore Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Legacy Iron Ore Limited ("the Company"), which comprises the statement of financial position as at 31 March 2023, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the 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 Company is in accordance with the *Corporations Act 2001*, including:

a) giving a true and fair view of the Company's financial position as at 31 March 2023 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 Company 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* ("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.

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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed the key audit matter
Carrying amount of exploration and evaluation assets Refer to Note 14	
In accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources*, the Company capitalises exploration and evaluation expenditure and as at 31 March 2023 had a deferred exploration and evaluation expenditure balance of $15.5m.	Our audit procedures included but were not limited to the following: - We obtained an understanding of the key processes associated with management's review of exploration and evaluation;

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INDEPENDENT AUDITOR'S REPORT (continued)

HLB MANN JUDD
ADVISORY AND ACCOUNTING

Key Audit Matter	How our audit addressed the key audit matter
Carrying amount of exploration and evaluation assets Refer to Note 14	
We considered this to be a key audit matter because this is one of the significant assets of the Company. There is a risk that the capitalised expenditure no longer meets the recognition criteria of the standard. In addition, we considered it necessary to assess whether facts and circumstances existed to suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount.	- We obtained evidence that the Company has current rights to tenure of its areas of interest; - We verified a sample of expenditure capitalised during the year; - We considered the existence of any potential indicators of impairment; - We examined the exploration budget and discussed with management the nature of planned ongoing activities; - We enquired with management, reviewed ASX announcements and minutes of Directors' meetings to ensure that the Company had not decided to discontinue exploration and evaluation at its areas of interest; and - We examined the disclosures made in the financial report.
Interests in Joint Operations Refer to Notes 14 and 25	
During the year the Company signed a new Mt Bevan Joint Venture Agreement and transferred an 18% interest in the joint operation to Hancock Magnetite Holdings Pty Ltd for a consideration of $4.8 million in relation to iron ore rights. Under the new Iron Ore Joint Venture Agreement, Legacy holds 42% along with Hawthorn Resources Limited (28%) and Hancock Magnetite Holdings Pty Ltd (30%). Legacy retains a 60% interest in all other minerals. We considered this to be a key audit matter due to its materiality, the degree of audit effort and communication with management involved and its importance to users' understanding of the financial statements.	Our procedures included but were not limited to the following: - We reviewed the joint venture agreement to gain an understanding of the key terms and conditions associated with the transaction; - We considered the required accounting under the new joint venture agreement; - We reviewed the components of the consideration and agreed the proceeds forming the cash consideration received; - We ensured the gain on the partial disposal had been correctly calculated; - We considered the availability of sufficient tax losses in relation to the capital gain; and - We reviewed the adequacy of the disclosures made within the financial report.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 31 March 2023, but does not include the financial report and our auditor's report thereon.

INDEPENDENT AUDITOR'S REPORT (continued)

HLB MANN JUDD
ADVISORY AND ACCOUNTING

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 Company 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 Company 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 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- 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 Company'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 Company 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.

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.

INDEPENDENT AUDITOR'S REPORT (continued)

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, related safeguards.

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 within the directors' report for the year ended 31 March 2023.

In our opinion, the Remuneration Report of Legacy Iron Ore Limited for the year ended 31 March 2023 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

M R Ohm
Partner

Perth, Western Australia
23 May 2023

SHAREHOLDERS INFORMATION

Shareholding

The distribution of members and their holdings of unrestricted equity securities in the Company as at 01 May 2023 were as follows:

Holding Ranges	Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	105	13,377	0.00%
above 1,000 up to and including 5,000	61	232,235	0.00%
above 5,000 up to and including 10,000	158	1,358,301	0.02%
above 10,000 up to and including 100,000	1,530	68,111,488	1.06%
above 100,000	849	6,337,110,798	98.91%
Totals	**2,703**	**6,406,826,199**	**100.00%**

The number of shareholdings held in less than a marketable parcel is 950 holders holding 14,576,531 shares.

Substantial Shareholders

The names of the substantial shareholders listed in the Company's register as 1 May 2023:

Shareholder	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1. NMDC Limited	5,767,253,980	90.02

Voting Rights

The voting rights attached to each class of equity security are as follows:

Ordinary Shares
Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

Options
There are no options on issue.

SHAREHOLDERS INFORMATION (continued)

Twenty Largest Share Holders

The names of the twenty largest ordinary fully paid shareholders as at 1 May 2023 are as follows:

Position	Holder Name	Holding	% IC
1	NMDC LIMITED	5,767,253,980	90.02%
2	MR BRETT DOUGLAS DOYLE	83,161,171	1.30%
3	MR MAURICE JOHN PATERSON	10,851,939	0.17%
4	MR KALPESH ARVIND PITALE	10,634,807	0.17%
5	MR THOMAS LLOYD SYMONS	10,000,000	0.16%
6	MR THOMAS M NORTH	9,003,612	0.14%
7	MR AMARANDHAR REDDY KOTHA	8,650,000	0.14%
8	ARTKING HOLDINGS PTY LTD <ARTKING PENSION FUND A/C>	8,450,853	0.13%
9	KRISHNAJIPITALE PTY LTD <KRISHNAJI PITALE S/F A/C>	7,615,332	0.12%
10	CITICORP NOMINEES PTY LIMITED	7,298,127	0.11%
11	MRS WENDY SUSAN CUNNINGHAM	6,405,350	0.10%
12	BNP PARIBAS NOMS PTY LTD <DRP>	5,538,500	0.09%
13	MR JAIME LAI	5,134,600	0.08%
14	ANGUS ALASDAIR JOHN ROBERTSON	5,000,000	0.08%
14	MR NEIL JOHN HIME	5,000,000	0.08%
14	MR BERTRAND LALANNE	5,000,000	0.08%
15	SUPERHERO SECURITIES LIMITED <CLIENT A/C>	3,556,603	0.06%
16	MRS SUSAN ELIZABETH BERKIN	3,500,000	0.05%
17	MR WILLIAM DONALD LLOYD	3,343,660	0.05%
18	MISS DIANNE LESLEY LALANNE	3,300,000	0.05%
19	MS PIN-JU CHEN	3,286,276	0.05%
20	MR IMAN VOSOUGHI	3,050,000	0.05%
	Total	**5,975,034,810**	**93.26%**
	Total issued capital - selected security class(es)	**6,406,826,199**	**100.00%**

SCHEDULE OF MINERAL TENEMENTS
AS AT 31 MARCH 2023

The Company has an interest in the gold and base metals rights of the following tenements:

Tenement	Holder/Applicant	Shares Held/Interest	Area Size
Gold			
E80/4221	Legacy Iron Ore Limited	100%	33 Blocks
E31/1034	Legacy Iron Ore Limited	100%	1 Block
E39/1748	Legacy Iron Ore Limited	100%	70 Blocks
M31/0426	Legacy Iron Ore Limited	100%	29 Hectares
E39/1443	Legacy Iron Ore Limited	100%	9 Blocks
M39/1123 (P39/5001)	Legacy Iron Ore Limited	100%	174 Hectares
M39/1128 (P39/5002,03)	Legacy Iron Ore Limited	100%	391 Hectares
M39/1124 (P39/5004)	Legacy Iron Ore Limited	100%	56 Hectares
M39/1125 (P39/5005)	Legacy Iron Ore Limited	100%	96 Hectares
M39/1126 (P39/5006)	Legacy Iron Ore Limited	100%	6 Hectares
M39/1127 (P39/5007)	Legacy Iron Ore Limited	100%	82 Hectares
E39/2040	Legacy Iron Ore Limited	100%	1,200 Hectares
E39/2262	Legacy Iron Ore Limited	100%	1,500 Hectares
E39/2348	Legacy Iron Ore Limited	100%	1,200 Hectares
M31/0427	Legacy Iron Ore Limited / Cazaly Resources	90% / 10%	91 Hectares
E31/1019	Legacy Iron Ore Limited / Cazaly Resources	90% / 10%	1 Block
E31/1020	Legacy Iron Ore Limited / Cazaly Resources	90% / 10%	1 Block
M31/0107*	Murrin Murrin Operations Pty Ltd	90%	456 Hectares
M31/0229*	Murrin Murrin Operations Pty Ltd	90%	78 Hectares
M31/0230*	Murrin Murrin Operations Pty Ltd	90%	629 Hectares
Base metals			
E80/5066	Legacy Iron Ore Limited	100%	3,300 Hectares
E80/5067	Legacy Iron Ore Limited	100%	12,900 Hectares
E80/5068	Legacy Iron Ore Limited	100%	1,500 Hectares

The Company has an interest in the iron ore rights of the following tenements:

Tenement	Holder/Applicant	Shares Held/Interest	Area Size
Iron Ore			
E29/0510	Legacy Iron Ore Limited / Hawthorn Resources Limited/ Hancock Magnetite Holdings Pty Ltd	42% / 28% / 30%	59 Blocks

*The Company has a 90% interest in the gold rights of these tenements.

Key to Tenement Schedule
E - Exploration Licence
P - Prospecting Licence
M - Mining Licence

CORPORATE GOVERNANCE STATEMENT

Legacy Iron Ore Limited ("Company") has made it a priority to adopt systems of control and accountability as the basis for the administration of corporate governance. These policies and procedures are summarised in this statement. Commensurate with the spirit of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations ("**Principles & Recommendations**") fourth edition, the Company has followed each recommendation where the Board has considered the recommendation to be an appropriate benchmark for its corporate governance practices. Where the Company's corporate governance practices follow a recommendation, the Board has made appropriate statements reporting on the adoption of the recommendation. Where, after due consideration, the Company's corporate governance practices depart from a recommendation, the Board has offered full disclosure and reason for the adoption of its own practice, in compliance with the "if not, why not" regime.

Disclosure of Corporate Governance Practices

Summary Statement

	ASX P & R	If not, why not		ASX P & R	If not, why not
Recommendation 1.1	✓		Recommendation 4.2	✓	
Recommendation 1.2	✓		Recommendation 4.3	✓	
Recommendation 1.3	✓		Recommendation 5.1	✓	
Recommendation 1.4	✓		Recommendation 5.2	✓	
Recommendation 1.5	✓		Recommendation 5.3	✓	
Recommendation 1.6	✓		Recommendation 6.1	✓	
Recommendation 1.7	✓		Recommendation 6.2	✓	
Recommendation 2.1		✓	Recommendation 6.3	✓	
Recommendation 2.2	✓		Recommendation 6.4	✓	
Recommendation 2.3	✓		Recommendation 6.5	✓	
Recommendation 2.4		✓	Recommendation 7.1		✓
Recommendation 2.5		✓	Recommendation 7.2	✓	
Recommendation 2.6	✓		Recommendation 7.3	✓	
Recommendation 3.1	✓		Recommendation 7.4	✓	
Recommendation 3.2	✓		Recommendation 8.1		✓
Recommendation 3.3	✓		Recommendation 8.2	✓	
Recommendation 3.4	✓		Recommendation 8.3	✓	
Recommendation 4.1		✓			

Website Disclosures

Further information about the Company's charters, policies and procedures may be found at the Company's website at www.legacyiron.com.au, under the section marked Corporate Governance.

Disclosure – Principles & Recommendations

The Company reports below on how it has followed (or otherwise departed from) each of the Principles & Recommendations during the 2021/2022 financial period ("**Reporting Period**").

Principle 1 – Lay Solid Foundations for Management and Oversight

Recommendation 1.1: A listed entity should disclose:

(a) the respective roles and responsibilities of its board and management; and

(b) those matters expressly reserved to the board and those delegated to management.

CORPORATE GOVERNANCE STATEMENT (continued)

Disclosure:

The Company has established the functions reserved to the Board and has set out these functions in its Board Charter. The Board is collectively responsible for promoting the success of the Company through its key functions of overseeing the management of the Company providing overall corporate governance of the Company, monitoring the financial performance of the Company, engaging appropriate management commensurate with the Company's structure and objectives, involvement in the development of corporate strategy and performance' objectives and reviewing, ratifying and monitoring systems of risk management and internal control, codes of conduct and legal compliance.

The Company has established the functions delegated to senior executives and has set out these functions in its Board Charter. Senior executives are responsible for supporting the Chief Executive Officer and assisting the Chief Executive Officer in implementing the running of the general operations and financial business of the Company, in accordance with the delegated authority of the Board.

Senior executives are responsible for reporting all matters which fall within the Company's materiality thresholds at first instance to the Chief Executive Officer or, if the matter concerns the Chief Executive Officer, then directly to the Chair or the lead independent Director, as appropriate.

Recommendation 1.2: A listed entity should:

(a) undertake appropriate checks before appointing a director or senior executive, or putting forward for election as a director; and

(b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.

Disclosure:
The board undertakes a review of the potential candidates and their appropriate skills through a reference of previous positions and industry contacts. The board does not undertake the full checks as recommended.

Full details of each person are announced in the initial appointment announcement and also in the Annual Report. Where a director is seeking election, shareholders are given full details.

Recommendation 1.3: A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.

Disclosure:
Upon joining the Company, each director and senior executive enters into an agreement with the Company which sets out the key terms of their employment and their responsibilities including adhering to all Company policies.

Recommendation 1.4: The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.

Disclosure:
The Company Secretary advises the board directly on all matters regarding the function of the board, in consultation with any legal advice if so required. The Secretary is responsible for the co-ordinating of all board matters, committee meetings and advice.

Recommendation 1.5: A listed entity should:

(a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;

(b) disclose that policy or a summary of it; and

(c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them, and either:

CORPORATE GOVERNANCE STATEMENT (continued)

(1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined “senior executive” for these purposes); or

(2) if the entity is a “relevant employer” under the Workplace Gender Equality Act, the entity’s most recent “Gender Equality Indicators”, as defined in and published under that Act.16

Disclosure: The Company does not qualify under the Act. The Company has a diversity policy but also appoints the most suitably qualified person to each position in the Company. Where there is a vacancy in the Company, the most suitable party will be employed.

The Company has a diversity policy in place as part of it’s corporate governance policies.

At the date of this report, all senior executive positions, being persons who can influence the direction of the Company, are filled by males.

Recommendation 1.6:

A listed entity should:

(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and

(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

Disclosure:
The Chair is responsible for evaluating the board and the various committee members. The Chair holds informal discussions with the board on an ongoing basis, as required. The Company intends to move to a more formal process for evaluation as the Company develops.

Recommendation 1.7

A listed entity should:

(a) have and disclose a process for periodically evaluating the performance of its senior executives at least once every reporting period; and

(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

Disclosure:
The Chief Executive Officer is responsible for evaluating the senior executives and does this by holding informal discussions with the senior executives on an ongoing basis, as required. The Chief Executive Officer seeks to holds an informal review once a year.

Principle 2 – Structure the Board to Add Value

Recommendation 2.1
The board of a listed entity should:

(a) have a nomination committee which:

(1) has at least three members, a majority of whom are independent directors; and

(2) is chaired by an independent director,

and disclose:

(3) the charter of the committee;

(4) the members of the committee; and

(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

CORPORATE GOVERNANCE STATEMENT (continued)

(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.

Disclosure:
As the date of this report, the Nomination Committee consist of the full board of the Company given the size of the Company. Only Mr. Ramachandran is deemed to be independent. Given the size of the Company, the Board considers the make up of the Committee as appropriate. The Committee has a charter setting out the criteria and responsibilities for the selection of new Directors.

The number of times the committee met is outlined in the annual report.

Recommendation 2.2
A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.

Disclosure:
The skills of each individual director is outlined in the annual report setting out the qualifications and experience of each person.

Recommendation 2.3
A listed entity should disclose:
(a) the names of the directors considered by the board to be independent directors;
(b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and
(c) the length of service of each director

Name (as at 31 March 2023)	Position	Independent
Mr. Amitava Mukherjee	Non-Executive Director/Chairman	No
Mr. Vishwanath Suresh	Non-Executive Director	No
Mr Rakesh Gupta	Executive Director / Chief Executive Officer	No
Mr Devanathan Ramachandran	Non-Executive Director	Yes
Mr Sumit Deb	Non-Executive Chairman (retired)	No
Somnath Nandi	Non-Executive Director (retired)	No

An independent Director is defined as a Non-Executive Director and;

- Is not a substantial shareholder of the Company or an officer of or directly or indirectly associated with a substantial shareholder of the Company;
- Within the last three years has not been employed in an executive capacity by the Company, or been a Director after ceasing to hold any such employment;
- Within the past three years has not been a principal of a material professional advisor or a material consultant to the Company or an employee associated with a such a material service provider or advisor; and,
- Does not have a material contractual relationship with the Company other than as a Director of the Company.

Disclosure:
As at 31 March 2023, the Board comprised four Directors, with Mr. Devanathan being the only independent director. The remaining Directors are not independent because Mr Mukherjee and Mr. Suresh are nominees of the largest shareholder in the Company, and Mr. Gupta holds the position of Chief Executive Officer. The Board considers that the merits of appointing additional Directors in order to achieve majority independent status are outweighed by the Board's wish to maintain a relatively small Board of four Directors, which the Board believes is adequate having regard to the operations of the Company.

CORPORATE GOVERNANCE STATEMENT (continued)

A profile of each Director containing their skills, experience, expertise and term of office is set out in the Directors' Report and elsewhere in the Annual Report.

Identification of Independent Directors

The independent Directors of the Company are Mr Devanathan Ramachandran. Mr Ramachandran is independent as he is a Non-Executive Director who is not a member of management and is free of any material business or other relationship that could interfere with, or could reasonably be perceived to materially interfere with, the independent exercise of their judgment.

Independence is measured having regard to the relationships listed in Box 2.1 of the Principles & Recommendations and the Company's materiality thresholds. The materiality thresholds are set out below.

Group's Materiality Thresholds

The Board has agreed on the following guidelines for assessing the materiality of matters, as set out in the Company's Board Charter:

- Statement of Financial Position items are material if they have a value of more than 10% of net assets.
- Profit and loss items are material if they will have an impact on the current period operating result of 10% or more.
- Items are also material if they impact on the reputation of the Company, involve a breach of legislation, are outside the ordinary course of business, they could affect the Company's rights to its assets, if accumulated they would trigger the quantitative tests, involve a contingent liability that would have a probable effect of 10% or more on statement of financial position or profit and loss items, or they will have an effect on operations which is likely to result in an increase or decrease in net income or dividend distribution of more than 10%.

Contracts will be considered material if they are outside the ordinary course of business, contain exceptionally onerous provisions in the opinion of the Board, impact on income or distribution in excess of the quantitative tests, there is a likelihood that either party will default, and the default may trigger any of the quantitative tests, are essential to the activities of the Company and cannot be replaced, or cannot be replaced without an increase in cost of such a quantum, triggering any of the quantitative tests, contain or trigger change of control provisions, they are between or for the benefit of related parties, or otherwise trigger the quantitative tests.

Recommendation 2.4

A majority of the board of a listed entity should be independent directors.

Disclosure:
As set out above, the Company does not meet this requirement due to the size of the Company.

Recommendation 2.5: The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.

Disclosure:
The Chair of the Board since August 2020 till retirement was Mr Sumit Deb, who was a nominated representative of the largest shareholder. Mr Deb was not deemed to be independent. Since March 2023, Mr. Amitava Mukherjee has been appointed as Chairman. Mr. Mukherjee is also a representative of the largest shareholder and is not deemed to be independent. Mr. Deb and Mr. Mukherjee served as chair of the Company with the Chief Executive position carried out by Mr Rakesh Gupta.

CORPORATE GOVERNANCE STATEMENT (continued)

Recommendation 2.6: A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.

Disclosure:
Each director is provided with an induction to the Company's assets and business including all policies and procedures. Each director can request appropriate development opportunities which will be considered by the board on each occasion.

If a Director considers it necessary to obtain independent professional advice to properly discharge the responsibility of their office as a Director then, provided the Director first obtains approval for incurring such expense from the Chair, the Company will pay the reasonable expenses associated with obtaining such advice

Principle 3 – Act ethically and responsibly

Recommendation 3.1

A listed entity should articulate and disclose its values

Disclosure:
The Company expects Directors, Officers and Employees to practice honesty, integrity and observe high standards of business and personal ethics and comply with all applicable laws and regulations in fulfilling their duties and responsibilities.

Recommendation 3.2

A listed entity should:

(a) have a code of conduct for its directors, senior executives and employees; and

(b) ensure that the board or a committee of the board is informed of any material breaches of that code.

Disclosure:
The Company has established a Code of Conduct as to the practices necessary to maintain confidence in the Company's integrity, practices necessary to take into account their legal obligations and the expectations of their stakeholders and responsibility and accountability of individuals for reporting and investigating reports of unethical practices.

Recommendation 3.3

A listed entity should:

(a) have and disclose a whistleblower policy; and

(b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.

Disclosure:
The Company has a adopted a Whistleblower Policy which aims to encourage reporting of violations (or suspected violations) of the Company's Code of Conduct, or material legal or regulatory obligations, and to provide effective protection from victimisation and retaliation or dismissal to those reporting by implementing systems for confidentiality, anonymity and report handling.

Everyone working for the Company receives training on the Whistleblower Policy and are expected to understand and comply with it. Complaints made under the Whistleblower Policy which are regarded as serious and warrant investigation by the Responsible Officer are investigated as set out in the Policy. The Board is informed of material breaches or incidents reported under the Whistleblower Policy and the Board periodically reviews and makes changes to the Policy.

CORPORATE GOVERNANCE STATEMENT (continued)

Recommendation 3.4

A listed entity should:

(a) have and disclose an anti-bribery and corruption policy; and

(b) ensure that the board or a committee of the board is informed of any material breaches of that policy.

Disclosure:
The Company has an Anti-Bribery & Anti-Corruption Policy that applies to its employees, Directors, contractors, consultants, third parties and other persons associated with the Company's business operations.

All Company policies are aimed at conducting business that is fair, honestly, transparently, with integrity and in compliance with the law in all jurisdictions in which it operates. Acknowledging the potential for reputational damage if the Company is, or is alleged to be, involved in bribery or corruption, the Policy addresses:

- what may be deemed as forms of bribery and corruption;
- encourages a robust culture of integrity, transparency and compliance, which is critical to long term success and value preservation in the business;
- aims to safeguard and make transparent relationships with external parties in the context of receiving and giving hospitality, gifts and other financial benefits for legitimate purposes consistent with normal business practice; and
- prohibits bribes and improper payments, and places appropriate controls on gifts and donations.

Employees are trained in the policy and are responsible for reporting actual or suspected breaches of the Policy. All safeguards in terms of confidentiality, anonymity, ongoing support and protection in that Policy will apply in these circumstances. Any material breaches of the Anti-Bribery & Anti-Corruption Policy are reported to the Board. The Board periodically reviews and makes changes to the Policy

Recommendation 4.1

The board of a listed entity should:

(a) have an audit committee which:

(1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and

(2) is chaired by an independent director, who is not the chair of the board,

and disclose:

(3) the charter of the committee;

(4) the relevant qualifications and experience of the members of the committee; and

(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.

CORPORATE GOVERNANCE STATEMENT (continued)

Disclosure:

The Board has as a whole perform the role of the Audit committee given the size of the Company.

The Company has adopted an Audit Committee Charter which sets out the responsibilities and role of the Committee and how it reports to the Board.

Details of each of the Director's qualifications are set out in the Directors' Report. The Company notes that Mr. Mukherjee has formal qualifications in the area of accounting, while the other members either have formal qualifications or have industry knowledge and experience and consider themselves to be financially literate. Further, the Company's Audit Committee Charter provides that the Board meet with the external auditor without management present, as required.

The Company has established procedures for the selection, appointment and rotation of its external auditor. The Board is responsible for the initial appointment of the external auditor and the appointment of a new external auditor when any vacancy arises, as recommended by the Audit Committee (or its equivalent). Candidates for the position of external auditor must demonstrate complete independence from the Group through the engagement period. The Board may otherwise select an external auditor based on criteria relevant to the Company's business and circumstances.

The performance of the external auditor is reviewed on an annual basis by the Audit Committee (or its equivalent) and any recommendations are made to the Board.

The Audit Committee met twice during the Reporting Period.

Recommendation 4.2

The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

Disclosure:
The Chief Executive Officer and the Chief Financial Officer (or equivalent) have provided a declaration to the Board in accordance with section 295A of the Corporations Act and have assured the Board that such declaration is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial risk.

Recommendation 4.3

A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.

Disclosure:

The Audit and Risk Committee reviews and makes recommendations to the Board for the approval of all financial reports.

Where a report does not require an audit or review by an external auditor, the report is prepared by the finance manager and then reviewed by the Chief Executive Officer. Once the Chief Executive Officer has reviewed and is happy with the report content, it is circulated internally to any appropriate member before being circulated to the full board for comment and approval prior to lodging with the ASX.

CORPORATE GOVERNANCE STATEMENT (continued)

Principle 5 – Make Timely and Balanced Disclosure

Recommendation 5.1:

A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under Listing Rule 3.1.

Disclosure:

The Company has established written policies designed to ensure compliance with ASX Listing Rule disclosure and accountability at a senior executive level for that compliance. The policies also include examples of disclosure requirements and who can communicate with media outlets.

Recommendation 5.2

A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.

Disclosure:

Any announcement is first prepared by the appropriate department of the Company and forwarded to the Chief Executive Officer for review. If needed, the Company Secretary will also review the announcement before it is then sent to the full board for comment and approval prior to lodging with the ASX.

Recommendation 5.3

A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.

Disclosure:

The Company lodges all presentations prior to any meeting with analysts. From time to time the Company will provide a Company Update which is lodged on the ASX platform ahead of the commencement of trading hours where possible.

Principle 6 – Respect the Rights of Security Holders

Recommendation 6.1:

A listed entity should provide information about itself and its governance to investors via its website.

Disclosure:

The Company has designed a communications policy for promoting effective communication with shareholders and encouraging shareholder participation at general meetings. This includes all relevant information being disclosed on the Company’s website.

Recommendation 6.2

A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investor.

CORPORATE GOVERNANCE STATEMENT (continued)

Disclosure:

The company welcomes open communication with shareholders including access to the Chief Executive Officer, Board members and the ability for shareholders to communicate via email.

Recommendation 6.3

A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.

Disclosure:

The Company encourages all shareholders to attend meetings of members, including allowing time for shareholder questions. The time and place of each general meeting is decided with Shareholder preferences in mind, to encourage maximum attendance by Shareholders

Recommendation 6.4

A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.

Disclosure:

Decisions on all substantive resolutions at general meetings of the Company will be decided by a poll to ensure the true will of Shareholders is ascertained, rather than by a show of hands.

Recommendation 6.5

A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.

Disclosure:

The Company has an email where shareholders can request to receive all information electronically and offers the same service through its share registry.

Principle 7 – Recognise and Manage Risk

Recommendation 7.1: The board of a listed entity should:

(a) have a committee or committees to oversee risk, each of which:

(1) has at least three members, a majority of whom are independent directors; and

(2) is chaired by an independent director,

and disclose:

(3) the charter of the committee;

(4) the members of the committee; and

(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.

Disclosure:

The Board has adopted a Risk Management Policy, which sets out the Company's risk profile. Under the policy, the Board is responsible for approving the Company's policies on risk oversight and management and satisfying itself that management has developed and implemented a sound system of risk management and internal control.

CORPORATE GOVERNANCE STATEMENT (continued)

Under the policy, the Board delegates day-to-day management of risk to the Chief Executive Officer who is responsible for identifying, assessing, monitoring and managing risks. The Chief Executive Officer and the Finance Manager are responsible for updating the Company's material business risks to reflect any material changes, with the approval of the Board.

In fulfilling the duties of risk management, the Chief Executive Officer may have unrestricted access to Company employees, contractors and records and may obtain independent expert advice on any matter they believe appropriate, with the prior approval of the Board.

In addition, the following risk management measures have been adopted by the Board to manage the Company's material business risks:

- the Board has established authority limits for management which, if exceeded, will require prior Board approval;
- the Board has adopted a compliance procedure for the purpose of ensuring compliance with the Group's continuous disclosure obligations; and
- the Board has adopted a corporate governance manual which contains other policies to assist the Company to establish and maintain its governance practices.

The Board has also established an audit and risk committee with each board member being present. The Company does not have the required number of independent directors meet the requirements.

Given the size of the Company, each director serves as a member of the Committee.

Recommendation 7.2:

The board or a committee of the board should:

(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and

(b) disclose, in relation to each reporting period, whether such a review has taken place.

Disclosure:
Management report to the Board as to the effectiveness of the Company's management of its material business risks via the Audit Committee meetings. In addition at every board meeting, the Board is provided with an update to ensure all relevant risks and systems are in place and working effectively.

Recommendation 7.3: A listed entity should disclose:

(a) if it has an internal audit function, how the function is structured and what role it performs; or

(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.

Disclosure:

The Company has a Finance Manager which oversees the operations of the Company and sets the required measures for financial management. The Board receives assurances from the Chief Executive Officer and the Finance Manager that the financial accounts are founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.

The Company has an internal audit committee as outlined above, which then reviews these financial reports in addition to the external auditors.

CORPORATE GOVERNANCE STATEMENT (continued)

Recommendation 7.4

A listed entity should disclose whether it has any material exposure to environmental and social risks and, if it does, how it manages or intends to manage those risks.

Disclosure:
The Company is an exploration company and as such has exposure to the risks of the mining industry including commodity prices, environmental risks etc.

Principle 8 – Remunerate Fairly and Responsibly

Recommendation 8.1

The board of a listed entity should:

(a) have a remuneration committee which:

(1) has at least three members, a majority of whom are independent directors; and

(2) is chaired by an independent director,

and disclose:

(3) the charter of the committee;

(4) the members of the committee; and

(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.

Disclosure:
The Company has established a Remuneration Committee. The Committee has adopted a formal charter setting out the responsibilities and considerations in determining remuneration of Executives and Non-Executives. At the time of this report, the full board performs the role of the Committee given the size of the Company. It is noted that Mr. Ramachndran is deemed to be independent. The Board considers the remuneration committee is sufficient given the size of the Board.

The remuneration committee did not meet during the period.

Recommendation 8.2:

A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.

Disclosure:

Non-Executive Directors are remunerated at a fixed fee for their time and their responsibilities to various committees.

The Non-Executive Directors are however eligible to participate in any Company incentive plan. The Board considers that this is a necessary motivation to attract the highest calibre candidates to the Board at this stage in the Company’s operations.

Recommendation 8.3:

A listed entity which has an equity-based remuneration scheme should:

(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and

(b) disclose that policy or a summary of it.

CORPORATE GOVERNANCE STATEMENT (continued)

Disclosure:

Details of remuneration, including the Company's policy on remuneration, are contained in the "Remuneration Report" which forms of part of the Directors' Report.

The Company does not have any equity-based remuneration policies at present.

The Remuneration Committee meets to discuss the employments terms of the Chief Executive Officer and Non-Executive Directors where required, under an adopted Remuneration Committee Charter.

There are no termination or retirement benefits for Non-Executive Directors (other than for superannuation).

Securities Trading Policy

The Company has also established a policy concerning trading in the Company's securities by Directors, senior executives and employees.

The policy includes blackout periods where no trading in Group securities shall take place between:

(i) Up to and including two (2) weeks prior to the announcement of the annual results, due to be lodged by no later than 30 September of each calendar year;

(ii) Up to and including two (2) weeks prior to the announcement of the half year results, due to be lodged by no later than 31 March of each calendar year; and

(iii) The last two (2) week period of the months of January, April, July and October prior to the release of the quarterly results for the periods ending 31 December, 31 March, 30 June and 30 September; or

(iv) as directed in writing by the Company's Board at any time in its sole discretion.

If Directors including the Chief Executive Officer wish to trade securities outside the blackout period, they must obtain approval from the Chairman. Employees must obtain the approval of the Chief Executive Officer, and the Chairman must obtain the approval of the Board.