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FITZROY RIVER CORPORATION LTD
AND ITS CONTROLLED ENTITIES

ABN 75 075 760 655

Annual Report
For the year ended 30 June 2023

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Corporate Directory

This financial report includes the consolidated financial statements and notes of Fitzroy River Corporation Ltd (**Fitzroy** or the **Group**) and its controlled entities (the **Group**). The Group's functional and presentation currency is AUD (\$).

A description of the Group's operations and of its principal activities is included in the review of operations in the Directors' Report. The Directors' Report is not part of the Financial Report.

Directors

Malcolm McComas - Non-Executive Chair
Susan Thomas – Non-Executive Director
Cameron Manifold - Non-Executive Director

Company Secretary

Brendon Morton

Registered Office & Principal Place of Business

79 Careniup Avenue
Gwelup WA 6018
Website: www.fitzroyriver.net.au

Share Registry

Boardroom Pty Ltd
Level 12, 225 George Street
Sydney, NSW 2000

Auditors

RSM Australia Partners
Level 21, 55 Collins Street
Melbourne, VIC 3000

Bankers

National Australia Bank
197 St George's Terrace
Perth WA 6000

Stock Exchange

Australian Securities Exchange Limited
Level 40, Central Park
152-158 St George's Terrace
Perth WA 6000
ASX Code: **FZR**

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Letter From the Chair

Dear Shareholders,

The 2023 financial year was another solid year for the Group, against the backdrop of some volatility in oil and gas prices and extreme weather events causing the suspension of operations at Buru for approximately six months. The Group received royalty income of \$1.04 million and generated a profit after tax of \$139k. The total comprehensive loss of \$1.26 million included a loss on revaluation of equity investments (net of tax) of \$1.4 million. Royalty income was down by approximately 20% compared to the prior year, primarily due to the volatility in oil and gas prices and the suspension of operations at Buru for much of the first half of the 2023 calendar year.

During the year, the Group declared a fully franked special dividend of 0.5 cents per ordinary share, equating to a total dividend of \$539,771. A balance of \$33k remains payable at year-end, pending shareholders providing our share registry with valid bank account particulars.

The Group's ongoing focus on reducing operating costs (\$377k) resulted in a further reduction as compared to the previous year (FY22: \$393k). Net cash flow from operating activities was \$991k (FY22: \$791k). We ended the year with a cash balance of \$1.76 million, total current assets of \$2.04m, nominal current liabilities of \$112k, have a consolidated net asset position of \$5.88 million and we are debt free.

Fitzroy's royalty portfolio comprises two income producing royalties being the mature Weeks Royalty and early revenues from the Buru Energy Royalty, together with various pre-production gas and mineral royalties, the two most significant of which are:

- The Bowden's silver-lead-zinc project near Mudgee NSW being developed by Silver Mines Limited (ASX:SVL); and
- The Blackwater Gold Project (also known as the Snowy River Gold Mine) near Reefton in the South Island of New Zealand being developed by Federation Mining Pty Ltd, an unlisted private Company.

Fitzroy's portfolio of royalties and investments in oil and gas production also includes exposure to:

- Gulf of Mexico (USA) through an equity investment in Byron Energy (ASX:BYE); and
- North Sea (UK) through an equity investment in Spark New Energies.

Looking forward, we continue to monitor development of our pre-production assets and continued exploration activity by Buru Energy which, if successful, could produce a near term increase in royalty income. The respective owners of the Bowdens Silver Project and the Blackwater Gold Project made significant progress during the year, and we continue to enthusiastically monitor these projects. We continue to expect that our portfolio of assets will generate substantial returns for shareholders via share price appreciation over the medium term.

I thank colleagues Susan Thomas and Cameron Manifold for their work on your behalf and our Company Secretary Brendon Morton. I also thank you, our shareholders, for your continued interest and support of the Company.

Yours sincerely



Malcolm McComas

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Directors' Report

The directors present their report, together with the financial statements, on the Consolidated Entity (referred to hereafter as the 'Group') consisting of Fitzroy River Corporation Limited (referred to hereafter as the 'Company' or 'Parent Entity') and the entities it controlled at the end of, or during, the year ended 30 June 2023.

Directors

The following persons were directors of Fitzroy River Corporation Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Name	Role
Malcolm McComas	Non-Executive Chair
Susan Thomas	Non-Executive Director
Cameron Manifold	Non-Executive Director

Principal Activities

The principal activities of the Group are as an oil and gas and mineral investment holding company with a focus on non-operational assets such as royalties and equity investments. The Group's focus is on a number of areas including but not limited to:

- Bass Strait through a 1% interest in the Weeks Royalty;
- The Canning Superbasin in Western Australia through interests in the Canning Basin and Lennard Shelf Royalty Deeds with Buru Energy Limited (ASX: BRU) and Black Mountain Energy Limited (ASX: BME);
- The Gulf of Mexico, through an investment in Byron Energy Limited (ASX: BYE);
- A right to a royalty over several exploration permits known as Blackwater Gold Project (Snowy River Gold Mine) located near Reefton on the South Island in New Zealand being developed by Federation Mining Pty Ltd. The royalty is subject to an option to buy back the royalty (in respect of the area which was previously EP 40542) which is exercisable at any time until a decision to mine;
- A right to a royalty over the Bowden's Silver Mine in NSW being developed by Silver Mines Limited (ASX: SVL); and
- The UK North Sea through an investment in an unlisted entity Spark New Energies Limited.

The Group's activities are generally passive in nature and its royalty income is currently dependent on the activities and quantum of oil and gas sales by third parties and the receipt of dividends, if any, from its investments.

Other than as mentioned above, there were no significant changes in the nature of the activities of the Group during the year.

Dividends

During the year, the Group declared a fully franked special dividend of 0.5 cents per ordinary share, equating to a total dividend of \$539,771 (2022: Nil). A total of \$506,694 dividends were paid during the financial year ended 30 June 2023 (2022: Nil). A balance of \$33,077 remains payable at year-end, pending shareholders providing our share registry with valid bank account particulars.

Review of operations

The Consolidated Statement of Profit or Loss and other Comprehensive Income shows a net profit from continuing operations attributable to owners of \$138,816 for the financial year ended 30 June 2023 (30 June 2022: profit of \$851,013).

The most significant activity during the financial year to 30 June 2023 was the royalty income generated from the Gippsland Basin Weeks Royalty and the Canning Basin L20 royalty (Buru).

During the year, the Group recorded revenue of \$130,410 from the Canning Basin Royalty and \$906,795 from the Weeks Royalty.

Material business risks

The following is a summary of material business risks that could adversely affect the Company's financial performance and growth potential in future years:

Commodity Prices	The ongoing Ukraine conflict continues to create instability in global oil and gas prices and has the potential to impact the Company's royalty receipts.
Foreign Exchange	\$US and \$A foreign exchange rate movements have the ability to impact the value of royalty receipts, having regard for the proportion of commodity sales that are hedged, unhedged and/or contracted.
Production	Any interruption to or suspension of production by ExxonMobil & Woodside in the Gippsland Basin has the potential to impact the value of royalty receipts from the Weeks Royalty.

Any prolonged interruption or suspension of production by Buru or delays in establishment of a permanent heavy vehicle transport bridge at Fitzroy Crossing has the potential to impact the value of royalty receipts from the Buru Royalty.

Significant changes in the state of affairs

The following significant changes in the state of affairs of the Group occurred during the year.

Buru Energy Limited

During the year, Buru Energy Limited (Buru) acquired Origin Energy's complementary interests in its seven joint venture exploration permits in the Canning Basin and has now assumed 100% control and autonomy over these permits¹. This includes the Rafael conventional gas and condensate discovery, where the contingent resources (gross recoverable volumes) have been independently assessed to be over one trillion cubic feet (TCF) of gas and over 20 million barrels of condensate². The Company's royalty entitlements remain unchanged at 2%.

Spark New Energies Limited

During the year, Spark New Energies Limited (Spark) completed the sale of 100% of the issued capital of its wholly owned subsidiary, Spark UK to RockRose Energy Limited for total consideration of approximately US\$4,750,000 (Spark Sale). Spark held its Annual General Meeting on 4 August 2023, where shareholders voted in favour of resolutions to facilitate a capital return of US\$0.0262 per share to shareholders (Return of Capital). The Group received proceeds of AUD\$198,337 on 7 August 2023.

Following completion of the Spark Sale, Spark remains entitled to contingent consideration of 3.5% of the market value of the first 10 years of production from a 50% share of the Tuck field and 2.5% of the market value of the first 10 years of production from a 50% share of any other field in the UK North Sea licence area. The Group retains exposure to any contingent consideration received by Spark with the Group holding 5,031,708 ordinary shares in Spark, representing approximately 3% of its issued capital.

Other than as stated above, there were no significant changes in the state of affairs of the Group during the year.

Matters subsequent to the end of the period

Buru Energy Limited

On 11 August 2023, Buru advised that Main Roads WA have stated that the dual lane causeway currently in use at Fitzroy Crossing will be removed during late October / early November 2023 and replaced with a barge facility until a permanent bridge crossing is available mid-2024. The temporary barge facility is not suitable for the safe and reliable transportation of crude oil via road trains across the Fitzroy River and as such, Buru's Ungani operations will be suspended once again following the next crude oil lifting, scheduled to occur in late August 2023.

On 22 August 2023, Buru advised that it had entered into an agreement with Roc Oil (Canning) Pty Limited (ROC) pursuant to which ROC will withdraw from and assign to Buru its 50% joint venture interests in production licences L20 and L21, containing the Ungani Oilfield. The Company's royalty entitlements remain unchanged at 2%.

Spark New Energies Limited

Spark held its Annual General Meeting on 4 August 2023, where shareholders voted in favour of resolutions to facilitate a capital return of US\$0.0262 per share to shareholders. The Group received proceeds of AUD\$198,337 on 7 August 2023.

No other matter or circumstance has arisen since 30 June 2023 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Likely developments and expected results of operations

Information on likely developments in the operations of the Group and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the Consolidated Entity.

Environmental regulation

The Group is not subject to any significant environmental regulation under Australian Commonwealth or State law.

¹ - Refer to BRU Announcement dated 17 July 2023 – "Quarterly Activities & Cashflow Reports"

² - Refer to BRU Announcement dated 18 April 2023 – "Rafael Gas and Condensate Commercialisation Update"

Information on directors

Malcolm McComas	Non-Executive Chair
<i>Qualifications</i>	BEC, LLB (Monash), SFFin, FAIDC
<i>Appointed</i>	26 November 2012
<i>Experience</i>	Mr McComas is an experienced company director and former investment banker for 25 years holding leadership roles as a Managing Director with County NatWest (now Citigroup), and senior roles with Grant Samuel and Morgan Grenfell (now Deutsche Bank). His corporate finance and career commercial experience covers equity capital markets, M&A and debt finance and the resources sector including exploration, mining and hydrocarbons.
<i>Interest in Shares and Options</i>	2,605,814 ordinary shares
<i>Current directorships</i>	Chair of Pharmaxis Limited (ASX: PXS), Actinogen Medical Limited (ASX: ACW) and Core Lithium Limited (ASX: CXO)
<i>Former directorships held in past three years</i>	Nil.

Susan Thomas	Non-Executive Director
<i>Qualifications</i>	B Comm, LLB (UNSW)
<i>Appointed</i>	26 November 2012
<i>Experience</i>	Ms Thomas is an experienced businessperson who founded and was Managing Director of Flexiplan Australia, an investment administration platform until its sale to MLC. She has expertise in technology and law in the financial services industry.
<i>Interest in Shares and Options</i>	32,151,068 ordinary shares
<i>Current directorships</i>	Nuix Limited (ASX: NXL), Cash Converters Limited (ASX: CCV) and Maggie Beer Holdings Ltd (ASX: MBH).
<i>Former directorships held in past three years</i>	Temple and Webster Limited (ASX: TPW).

Cameron Manifold	Non-Executive Director
<i>Appointed</i>	14 April 2021
<i>Experience</i>	Mr. Manifold is a versatile industry expert and entrepreneur with over three decades of experience in the energy and petroleum sectors. His current focus is on the net-zero Energy Transition pathway, working on gas developments, oil and gas asset decommissioning/repurposing, carbon capture and storage, and renewable energy storage new technologies.
<i>Interest in Shares and Options</i>	50,000 ordinary shares.
<i>Current directorships</i>	Nil.
<i>Former directorships held in past three years</i>	Nil.

Other current directorships quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Former directorships (last 3 years) quoted above are directorships held in the last 3 years for entities that are or were previously listed and excludes directorships of all other types of entities, unless otherwise stated.

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Directors' meetings

The number of Directors' meetings and number of meetings attended by each of the Directors of the Company during the period are:

Director	Number of meetings director eligible to attend	Number of meetings director attended
Malcolm McComas	4	4
Susan Thomas	4	4
Cameron Manifold	4	4

Company secretary

Brendon Morton was appointed as Company Secretary and Chief Financial Officer of the Company on 3 March 2022. Mr Morton holds a Bachelor of Business Degree and is a member of both the Institute of Chartered Accountants Australia (ICAA) and the Governance Institute of Australia (GIA). Mr Morton has previously held Company Secretarial and Chief Financial Officer roles with both ASX listed and unlisted public and private companies.

Financial position

The net assets of the Group have decreased to \$5,879,296 at 30 June 2023 (2022: \$7,679,353). The Group's working capital, being current assets less current liabilities was \$1,923,926 at 30 June 2023 (30 June 2022: \$1,758,920).

Unissued shares under option

There were no ordinary shares of Fitzroy River Corporation Ltd issued on the exercise of options during the year ended 30 June 2023 and up to the date of this report.

Indemnity and Insurance of Officers

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the Group against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and Insurance of Auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Consolidated Entity

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of any Company in the Consolidated Entity, or to intervene in any proceedings to which any company in the Group is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services

The Company may decide to employ its auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company is important.

During the year there were no fees paid or payable for non-audit services provided by the auditor of the Company (2022: nil).

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on the page following this Directors' Report.

Remuneration Report - Audited

The remuneration report details the key management personnel remuneration arrangements for the Consolidated Entity, in accordance with the requirements of the *Corporations Act 2001* and its Regulations.

The information provided in this remuneration has been audited as required by section 308(3C) of the *Corporations Act 2001*.

The remuneration report is set out under the following main headings:

- (a) Key management personnel (KMP) covered in this report
- (b) Principles used to determine the nature and amount of remuneration
- (c) Details of remuneration
- (d) Service agreements
- (e) Share-based compensation
- (f) Additional information
- (g) Additional disclosures relating to key management personnel

(a) Key management personnel (KMP) covered in this report

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors. Key management personnel covered in this report are as follows:

Name	Position
Malcolm McComas	Non-Executive Chair
Susan Thomas	Non-Executive Director
Cameron Maniford	Non-Executive Director

The Group does not have any employees. Non-executive directors are expected to assist with the Group's affairs from time to time on an as required basis, performing extra or special services on discrete matters, and under the overall supervision of the full board of directors. Their appointment letters reflect this.

(b) Principles used to determine the nature and amount of remuneration

The principles of the Group's executive strategy and supporting incentive programs and frameworks are to:

- Align rewards to business outcomes that deliver value to shareholders;
- Drive a high-performance culture by setting challenging objectives and rewarding high performing individuals; and
- Ensure remuneration is competitive in the relevant employment market place to support the attraction, motivation and retention of executive talent.

The remuneration structure that has been adopted by the Group involves paying relatively low board fees, with the expectation that if additional executive work is required from the directors, that the board member will be paid fees for such additional work. During the year, no bonuses, options or incentives were paid.

The Board assesses the appropriateness of the nature and amount of remuneration on a periodic basis by reference to recent market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high-quality Board.

From 1 January 2018, fees for non-executive directors are \$10,000 per quarter (plus GST) and from 1 January 2022 \$10,000 per quarter (plus GST) for the Chair. An aggregate limit of \$300,000 in directors' fees for the purposes of clause 7.5 of the constitution was set by shareholders in 2006. This limit does not include fees for Group secretarial services.

Group's performance and link to remuneration

The Group does not have any employees. Board fees are a fixed annual amount and not linked to the performance of the Consolidated Entity. Refer to the section 'Additional information' below for details of the earnings and total shareholders' return for the last five years.

Use of remuneration consultants

The Group has not engaged remuneration consultants.

Voting and comments made at the Company's 17 November 2022 Annual General Meeting (AGM)

The Company received 99.79% of votes cast in favour of the resolution to adopt the Group's remuneration report for the year ended 30 June 2022. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Remuneration Report – Audited (continued)

(c) Details of remuneration

Amounts of remuneration

Details of the remuneration of key management personnel of the Group are set out in the following tables.

		Cash salary and fees \$	Cash bonus \$	Non-monetary \$	Superannuation \$	Long service leave \$	Equity settled \$	Total \$
Non-Executive Directors								
M. McComas	2023	40,000	-	-	-	-	-	40,000
	2022	50,000	-	-	-	-	-	50,000
S. Thomas	2023	40,000	-	-	-	-	-	40,000
	2022	40,000	-	-	-	-	-	40,000
C. Manifold	2023	40,000	-	-	-	-	-	40,000
	2022	40,000	-	-	-	-	-	40,000
Total	2023	120,000	-	-	-	-	-	120,000
	2022	130,000	-	-	-	-	-	130,000

The proportion of remuneration linked to performance and the fixed proportion are as follows:

	Fixed remuneration		At risk - STI		At risk - LTI	
	2023	2022	2023	2022	2023	2022
Non-Executive Directors						
M. McComas	100%	100%	-	-	-	-
S. Thomas	100%	100%	-	-	-	-
C. Manifold	100%	100%	-	-	-	-

(d) Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name	M. McComas	S. Thomas	C. Manifold
Title:	Non-Executive Chair	Non-Executive Director	Non-Executive Director
Term of agreement:	Re-election every 3 years with a 1 month notice period	Re-election every 3 years with a 1 month notice period	Re-election every 3 years with a 3 month notice period
Details:	Base fee \$40,000 (from 1 January 2022)	Base fee \$40,000 (from 1 January 2018)	Base fee \$40,000 (from 14 April 2021)

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

(e) Share-based compensation

Shares

There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2023.

Options

There were no options over ordinary shares issued to directors and other key management personnel as part of compensation that were outstanding as at 30 June 2023.

There were no options over ordinary shares granted to or vested to directors and other key management personnel as part of compensation during the year ended 30 June 2023.

Remuneration Report – Audited (continued)

(f) Additional information

The Group's summary key performance information, including earnings and movement in shareholder wealth for the five (5) years to 30 June 2023 is included below:

	30 June 2023	30 June 2022	30 June 2021	30 June 2020	30 June 2019
Net profit/(loss) after tax	138,816	851,013	83,581	(5,830,774)	(430,510)
Share price at end of year	0.17	0.13	0.15	0.14	0.19
Basic earnings/(loss) per share (cents)	0.13	0.79	0.09	(6.75)	(0.50)

(g) Additional disclosures relating to key management personnel

Shareholding

The number of shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Received as compensation	Additions	Disposals / other	Balance at the end of the year
<i>Ordinary shares</i>					
Malcolm McComas	2,105,814	-	500,000	-	2,605,814
Susan Thomas	28,912,441	-	3,238,627	-	32,151,068
Cameron Manifold	-	-	50,000	-	50,000
Total	31,018,255	-	550,000	-	34,806,882

Loans

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

This is the end of the Remuneration Report.

This report of Directors, incorporating the Remuneration Report, is signed in accordance with a resolution of Directors.



Malcolm McComas
Non-Executive Chair

Sydney, New South Wales
15 September 2023

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RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Fitzroy River Corporation Ltd for the year ended 30 June 2023, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

A handwritten signature in black ink, appearing to read 'RSM'.

RSM AUSTRALIA PARTNERS

A handwritten signature in black ink, appearing to read 'R J Morillo Maldonado'.

R J MORILLO MALDONADO
Partner

Melbourne, Victoria
Dated: 15 September 2023

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Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2023

	Note	2023 \$	2022 \$
Revenue from continuing operations			
Royalty income	4	1,037,205	1,291,092
Other income	5	44,105	1,131
Expenses			
Professional and consultancy fees		(79,392)	(84,929)
Directors and company secretarial fees		(180,000)	(184,583)
Amortisation of royalty rights	11	(295,356)	(295,356)
Administration expenses		(117,141)	(122,727)
Profit before income tax benefit/(expense)		409,421	604,628
Income tax benefit/(expense)	6	(270,605)	246,385
Profit after income tax benefit/(expense) for the year attributable to the owners of Fitzroy River Corporation Ltd		138,816	851,013
Other comprehensive income			
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Gain/(loss) on revaluation of equity instruments at fair value through other comprehensive income, net of tax	14	(1,399,104)	596,340
Other comprehensive income/(loss) for the year, net of tax		(1,260,288)	596,340
Total comprehensive income/(loss) for the year attributable to the owners of Fitzroy River Corporation Ltd		(1,260,288)	1,447,353
Loss per share attributable to ordinary equity holders			
Basic earnings per share (cents per share)	7	0.13	0.79
Diluted earnings per share (cents per share)	7	0.13	0.79

The above consolidated statement of profit or loss and other comprehensive income is to be read in conjunction with the accompanying notes.

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Consolidated Balance Sheet

As at 30 June 2023

	Note	2023 \$	2022 \$
ASSETS			
Current assets			
Cash and cash equivalents	8	1,757,643	1,273,367
Trade and other receivables	9	250,672	493,721
Prepayments		27,729	27,729
Total current assets		2,036,044	1,794,817
Non-current assets			
Financial assets at fair value through other comprehensive income	10	983,044	2,695,145
Deferred tax assets	6	42,393	-
Intangibles	11	2,929,933	3,225,289
Total non-current assets		3,955,370	5,920,434
TOTAL ASSETS		5,991,414	7,715,251
LIABILITIES			
Current liabilities			
Trade and other payables	12	112,118	35,897
Total current liabilities		112,118	35,897
Non-current liabilities			
Total non-current liabilities		-	-
TOTAL LIABILITIES		112,118	35,897
NET ASSETS		5,879,296	7,679,354
EQUITY			
Issued capital	13	43,785,284	43,785,284
Reserves	14	(623,186)	775,918
Accumulated losses		(37,282,802)	(36,881,848)
TOTAL EQUITY		5,879,296	7,679,354

The above consolidated statement of financial position is to be read in conjunction with the accompanying notes.

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Consolidated Statement of Changes in Equity

For the year ended 30 June 2023

	Issued capital \$	Reserves \$	Accumulated losses \$	Total \$
Balance at 1 July 2021	43,785,284	179,578	(37,732,861)	6,232,001
Profit after income tax benefit for the year	-	-	851,013	851,013
Other comprehensive income for the year, net of tax	-	596,340	-	596,340
Total comprehensive income for the year	-	596,340	851,013	1,447,351
Balance at 30 June 2022	43,785,284	775,918	(36,881,848)	7,679,354
	Issued capital \$	Reserves \$	Accumulated losses \$	Total \$
Balance at 1 July 2022	43,785,284	775,918	(36,881,848)	7,679,354
Profit after income tax benefit for the year	-	-	138,816	138,816
Other comprehensive income for the year, net of tax	-	(1,399,104)	-	(1,399,104)
Total comprehensive income for the year	-	(1,399,104)	138,816	(1,260,288)
Transactions with owners in their capacity as owners:				
Dividend payment (note 15)	-	-	(539,771)	(539,771)
Balance at 30 June 2023	43,785,284	(623,186)	(37,282,802)	5,879,296

The consolidated statement of changes in equity is to be read in conjunction with the accompanying notes.

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Consolidated Statement of Cash Flows

For the year ended 30 June 2023

	Note	2023 \$	2022 \$
Cash flows from operating activities			
Royalties received		1,273,184	1,090,486
Interest received		44,105	1,131
Payments to suppliers and directors		(326,320)	(382,067)
Net cash flows from operating activities	22	990,969	709,550
Cash flows from investing activities			
Payment for Royalco Resources Limited		-	(41,060)
Proceeds from disposal of investments		-	130,508
Net cash flows from investing activities		-	89,448
Cash flows from financing activities			
Dividend Payment		(506,694)	-
Net cash flows used in financing activities		(506,694)	-
Cash and cash equivalents at beginning of the year		1,273,367	474,369
Net increase in cash and cash equivalents		484,276	798,998
Cash and cash equivalents at end of the year	8	1,757,643	1,273,367

The above consolidated statement of cash flows is to be read in conjunction with the accompanying notes.

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Notes to the Consolidated Financial Statements

1. Summary of significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to the period presented, unless otherwise stated. These financial statements are for the consolidated Group consisting of Fitzroy River Corporation Ltd and its subsidiaries, together referred to as the Group.

The following Accounting Standards and Interpretations are most relevant to the Consolidated Entity:

(a) New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

(b) Basis of preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Interpretations and other authoritative pronouncements issued by the Australian Accounting Standards Board (AASB) and the *Corporations Act 2001* (Cth).

Fitzroy River Corporation Ltd is a listed public company, incorporated and domiciled in Australia. Fitzroy River Corporation Ltd is a for-profit entity for the purpose of preparing the financial statements.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards as issued by the IASB. Material accounting policies adopted in the preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

Historical cost convention

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, financial assets and financial liabilities.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 2.

(c) Parent entity information

In accordance with the *Corporations Act 2001*, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in Note 23.

(d) Principles of consolidation

Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Fitzroy River Corporation Ltd ("**the Company**" or "**the Parent Entity**") as at 30 June 2023 and the results of all subsidiaries for the period then ended. Fitzroy River Corporation Ltd and its subsidiaries together are referred to in this financial report as "**Group**".

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Consolidated Entity. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the Consolidated Entity.

Intercompany transactions, intercompany balances and unrealised gains on transactions between Consolidated Entity companies are eliminated. Unrealised losses are also eliminated unless the transaction proves evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Consolidated Entity.

(e) Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM are responsible for the allocation of resources to operating segments and assessing their performance.

(f) Foreign currency translation

The financial statements are presented in Australian dollars, which is Fitzroy River Corporation Ltd's functional and presentation currency.

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

(g) Revenue recognition

The Group recognises revenue as follows:

Royalty revenue

Royalty income is recognised on an accrual basis in accordance with the substance of the relevant agreement (provided this it is probable the economic benefits will flow to the group and the amount can be reliably measured). Royalties determined on a time basis are recognised on a straight-line basis over the period of the agreement. Royalty agreements that are based on production, sales and other measures, are recognised by reference to the underlying agreement.

Interest

Interest revenue is recognised using the effective interest rate method, which, for floating rate financial assets, is the rate inherent in the instrument. Dividend revenue is recognised when the right to receive a dividend has been established.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

All revenue is stated net of the amount of goods and services tax (GST).

(h) Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amounts of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Fitzroy River Corporation Ltd (the 'head entity') and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime. The head entity and each subsidiary in the tax consolidated group continue to account for their own current and deferred tax amounts. The tax consolidated group has applied the 'separate taxpayer within group' approach in determining the appropriate amount of taxes to allocate to members of the tax consolidated group.

In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from each subsidiary in the tax consolidated group.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts receivable from or payable to other entities in the tax consolidated group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of each tax consolidated group member, resulting in neither a contribution by the head entity to the subsidiaries nor a distribution by the subsidiaries to the head entity.

(i) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

(j) Cash and cash equivalents

For cashflow statement presentation, cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in rate and bank overdrafts.

(k) Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Group has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been consolidated based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

(l) Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless, an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income include equity investments which the Group intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

Financial assets at amortised cost

A financial asset is measured at amortised cost only if both of the following conditions are met: (i) it is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and (ii) the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Financial assets at fair value through profit or loss

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the Group's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

(m) Intangible assets

Intangible assets acquired as part of an asset acquisition, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Royalty rights

Royalty rights acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

(n) Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are consolidated together to form a cash-generating unit.

(o) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

(p) Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

(q) Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either in the principal market, or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

(r) Issued capital

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 tax, from the proceeds.

(s) Dividends

Dividends are recognised when declared during the financial year and no longer at the discretion of the Company.

(t) Earnings per share*Basic earnings per share*

Basic earnings per share is calculated by dividing the profit attributable to the owners of Fitzroy River Corporation Ltd, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(u) 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 Australian Tax Office. 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 Australian tax Office is included in other receivables or other payables in the statement of financial position.

Cash flows are presented in the Consolidated Statement of Cash Flows on a gross basis, except for the GST components of investing and financing activities, which are disclosed as operating cash flows.

(v) New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 30 June 2023. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

2. Critical accounting estimates and judgments

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Estimation of useful lives of assets

The Group determines the estimated useful lives and related amortisation charges for its finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences only if the Group considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses. A net deferred tax asset has not been recognised in the current period because its realisation of the Group's tax losses has not been deemed probable.

Investment in Spark New Energies Limited ("Spark")

During the year, Spark New Energies Limited (Spark), an unlisted public company, completed the sale of 100% of the issued capital of its wholly owned subsidiary, Spark UK to RockRose Energy Limited for total consideration of approximately US\$4,750,000 plus a true-up amount (Spark Sale). Spark held its Annual General Meeting on 4 August 2023, where shareholders voted in favour of resolutions to facilitate a capital return of US\$0.0262 per share to shareholders (Return of Capital). The Group received proceeds of AUD\$198,337 on 7 August 2023.

Following completion of the Spark Sale, Spark remains entitled to contingent consideration of 3.5% of the market value of the first 10 years of production from a 50% share of the Tuck field and 2.5% of the market value of the first 10 years of production from a 50% share of any other field in the UK North Sea licence area. The Group retains exposure to any contingent consideration received by Spark with the Group holding 5,031,708 ordinary shares in Spark, representing approximately 3% of its issued capital.

The Board have determined the fair value of the investment in Spark at 30 June 2023 to be the value of future cash flows from Spark, being the return of capital proceeds of AUD\$198,337 received on 7 August 2023.

The Group is not in a position to estimate the likelihood, quantum or timing of any future cash flows that may be generated from the contingent consideration outlined above and as such, the Board have determined that no carrying value should be attributed.

The above fair value approach is categorised as a Level 3 hierarchy, based on the lowest level of input that is significant to the entire fair value measurement (refer to Note 16(d))

Weeks royalty carrying value

The Board reviewed the Weeks royalty asset at the reporting date to assess for impairment by evaluating conditions specific to the Group and to the assets that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves a value in use calculation when current and forecast production and revenue levels, commodity prices and the oil and gas sector generally (refer to Note 11).

3. Operating segments

Identification of reportable operating segments

The Group is organised into one operating segment: management of resources-based royalties and investments. This operating segment is based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers (CODM) in assessing performance and in determining the allocation of resources. As the results are the same as the Group they have not been repeated.

4. Royalty income

	2023 \$	2022 \$
Royalty income	1,037,205	1,291,092
<i>Disaggregation of income</i>		
The disaggregation of revenue from contracts with customers is as follows:		
Royalty Income		
<i>Geographical regions</i>		
Australia	1,037,205	1,291,092
<i>Timing of revenue recognition</i>		
Recognised over time	1,037,205	1,291,092

5. Other income

	2023 \$	2022 \$
Interest income	44,105	1,131
	44,105	1,131

6. Income tax (benefit)/expense

	2023 \$	2022 \$
<i>Numerical reconciliation of income tax expense and tax at statutory rate</i>		
Profit before income tax (benefit)/expense	409,421	604,628
Tax at the statutory rate of 30%	122,826	181,388
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
- Net derecognition of deferred tax asset previously recognised	147,779	-
- Effect of timing and permanent	-	(174,265)
- Recognition of prior year losses not brought into account	-	(253,508)
Income tax (benefit)/expense	270,605	(246,385)
<i>Tax losses not recognised</i>		
Unused tax losses for which no deferred tax asset has been recognised	6,976,809	7,254,340
Potential tax benefit @ 30%	2,093,043	2,176,302

A deferred tax asset has been partially recognised during the current year, based on the directors' assessment that sufficient future taxable profits are probable.

Deferred tax asset

Deferred tax asset comprises temporary differences attributable to:

Amounts recognised in profit or loss:

- Tax losses	2,093,043	2,176,302
- Borrowings costs	8,368	14,409
- Royalty rights	884,624	885,394
- Accrual and other payables	6,900	6,900
- Blackhole expenditure	21,980	33,444
- Deferred tax not recognised as realisation not probable	(3,036,363)	(2,694,984)
- Prepayments	21,448	27,364
Deferred tax asset	107,429	448,829

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Deferred tax liability

Deferred tax liability comprises temporary differences attributable to:

Amounts recognised in profit or loss:

- Accrued royalty receivable

Amounts recognised in equity

- Equity security at fair value

Deferred tax liability

Net deferred tax asset

Movements:

Opening balance

Charged to profit or loss

Credited to equity

Closing balance

	65,036	135,830
	-	312,999
Deferred tax liability	65,036	448,829
Net deferred tax asset	42,393	-
Opening balance	-	-
Charged to profit or loss	(270,605)	246,385
Credited to equity	312,999	(246,385)
Closing balance	42,393	-

7. Earnings per share

Basic earnings per share (EPS) amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year. Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

The following reflects the income and share data used in the total operations basic and diluted earnings per share computations:

Basic and diluted earnings per share	2023 Cents	2022 Cents
Basic earnings per share	0.13	0.79
Diluted earnings per share	0.13	0.79
Profit/(Loss)	2023 \$	2022 \$
<i>Profit used in the calculation of basic and diluted earnings per share is as follows:</i>		
Profit after income tax attributable to the owners of Fitzroy River Corporation Ltd	138,816	851,013
Weighted average number of ordinary shares	2023 No.	2022 No.
Weighted average number of ordinary shares used in calculating basic EPS	107,954,251	107,954,251
Weighted average number of ordinary shares used in calculating diluted EPS	107,954,251	107,954,251

8. Cash and cash equivalents

	2023 \$	2022 \$
Current		
Cash at bank and in hand	1,757,643	1,273,367

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9. Trade and other receivables

	2023 \$	2022 \$
Current		
Accrued royalty	216,788	452,767
GST receivable	33,884	40,954
	<u>250,672</u>	<u>493,721</u>

The Group did not have any receivables that were past due as at 30 June 2023 (30 June 2022: Nil). The Group therefore did not consider a credit risk on the aggregate balances as at 30 June 2023. For more information, please refer to Note 16.

10. Non-current assets – financial assets at fair value through other comprehensive income

	2023 \$	2022 \$
Listed equity securities – at fair value	784,706	1,905,715
Unlisted equity securities – at fair value	198,338	789,430
	<u>983,044</u>	<u>2,695,145</u>

Reconciliation

Reconciliation of the fair value at the beginning and end of the current and previous financial year are set out below:

	2023	2022
Opening fair value	2,695,145	1,982,926
Additions	-	-
Disposals	-	(130,506)
Revaluations recognised through other comprehensive income	(1,712,101)	842,725
Closing fair value	<u>983,044</u>	<u>2,695,145</u>

Refer to note 16 for further information on fair value measurement.

11. Non-current assets – intangibles

	2023 \$	2022 \$
Royalty rights – at cost	7,963,000	7,963,000
Less: Accumulated amortisation	(1,109,900)	(814,544)
Less: impairment	(3,923,167)	(3,923,167)
	<u>2,929,933</u>	<u>3,225,289</u>

Reconciliation

Reconciliation of the written down values at the beginning and end of the current and previous financial year are set out below:

	Royalty rights \$	Total \$
Balance at 1 July 2021	3,520,645	3,520,645
Amortisation expense	(295,356)	(295,289)
Balance at 1 July 2022	3,225,289	3,225,289
Amortisation expense	(295,356)	(295,356)
Balance at 30 June 2023	<u>2,929,933</u>	<u>2,929,933</u>

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12. Trade and other payables

	2023 \$	2022 \$
Current		
Trade payables	56,491	12,947
Other payables	55,627	22,950
	<u>112,118</u>	<u>35,897</u>

All amounts are expected to be settled within 12 months.

Refer to note 16 for further information on financial instruments.

13. Issued capital

	2023 Shares	2022 Shares	2023 \$	2022 \$
Ordinary shares – fully paid	107,954,251	107,954,251	43,785,284	43,785,284

(i) Movements in ordinary share capital

Date	Details	No. of Shares	Issue Price	\$
1 Jul 2021	Balance	107,954,251	-	43,785,284
	No movement in ordinary shares during the year	-		-
30-Jun-22	Balance	107,954,251		43,785,284
	No movement in ordinary shares during the year	-		-
30-Jun-23	Closing Balance	107,954,251		43,785,284

(ii) Terms and conditions of issued capital

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital. On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

(iii) Capital risk management

The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the Company's current share price at the time of the investment. The Group is not actively pursuing additional investments in the short term. as it continues to grow its existing assets and reduce costs.

The capital risk management policy remains unchanged from the 30 June 2022 Annual Report.

14. Reserves

	2023 \$	2022 \$
Financial assets at fair value through other comprehensive income reserve	(623,186)	775,918
	<u>(623,186)</u>	<u>775,918</u>

Financial assets at fair value through other comprehensive income reserve

The reserve is used to recognise increments and decrements in the fair value of financial assets at fair value through other comprehensive income.

Movements in reserves

Movements in each class of reserve during the current and previous financial year are set out below:

	Fin Assets at Fair Value \$	Total \$
Balance at 1 July 2021	179,578	179,578
Change in fair value (note 10)	842,725	842,725
Deferred tax (note 6)	(246,385)	(246,385)
Balance at 1 July 2022	775,918	775,918
Change in fair value (note 10)	(1,712,101)	(1,712,101)
Deferred tax (note 6)	312,999	312,999
Balance at 30 June 2023	<u>(623,186)</u>	<u>(623,186)</u>

15. Dividends paid or proposed

During the year, the Group declared a fully franked special dividend of 0.5 cents per ordinary share, equating to a total dividend of \$539,771. A total of \$506,694 dividends were paid during the financial year ended 30 June 2023 (2022: Nil). A balance of \$33,077 remains payable at year-end, pending shareholders providing our share registry with valid bank account particulars.

As the dividend was fully franked, there are no income tax consequences for the owners of Fitzroy River Corporation Ltd related to this dividend.

Franking credits

	2023 \$	2022 \$
Franking credits available for the subsequent financial years based on a tax rate of 30%	8,839	240,169

The above amounts represent the balance of the franking account as at the end of the financial year, adjusted for:

- Franking credits that will arise from the payment of the amount of the provision for income tax at the reporting date;
- Franking debits that will arise from the payment of dividends recognised as a liability at the reporting date; and
- Franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

16. Financial risk management

Overview

This note presents information about the Group's exposure to credit, liquidity and market risks, the objectives, policies and processes for measuring and managing risk, and the management of capital.

The Board has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Group through regular reviews of the risks. The Group does not actively engage in the trading of financial assets for speculative purposes, nor does it write options. The most significant financial risks to which the Group is exposed are described below.

(a) Market risk

Market risk is the risk that changes in market prices, such as commodity prices, foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters.

(i) Foreign currency risk

The Group is exposed to foreign currency risk in relation to its investment in Spark New Energies Limited (formerly Spark Exploration Pty Ltd) refer to note 10. The carrying amount of the Group's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

	Assets		Liabilities	
	2023	2022	2023	2022
	\$	\$	\$	\$
US dollars	198,338	789,430	-	-
	198,338	789,430	-	-

The below tables show the potential impact of foreign exchange movements:

	% Change	AUD strengthened effect on profit before tax	Effect on Equity	% Change	AUD weakened effect on profit before tax	Effect on Equity
2023						
US dollars	20%	(28,783)	(28,783)	20%	28,783	28,783

	% Change	AUD strengthened effect on profit before tax	Effect on Equity	% Change	AUD weakened effect on profit before tax	Effect on Equity
2022						
US dollars	20%	(131,572)	(131,572)	20%	131,572	131,572

(ii) Price risk

The Group holds investments in listed and unlisted entities, and as such these are subject to varying valuations based on its current market prices. Equity markets and oil and gas prices have remained relatively stable during the financial year, despite the ongoing conflict in the Ukraine.

The below table summarises the sensitivity of the Group's exposure to price risk:

	% Change	Average price increase effect on profit before tax	Effect on Equity	% Change	Average price decrease effect on profit before tax	Effect on Equity
2023						
Listed equity securities - at fair value	20%	-	156,941	20%	-	(156,941)
Unlisted equity securities - at fair value	20%	-	28,783	20%	-	(28,783)
		-	185,724		-	(185,724)

	% Change	Average price increase effect on profit before tax	Effect on Equity	% Change	Average price decrease effect on profit before tax	Effect on Equity
2022						
Listed equity securities - at fair value	20%	-	381,143	20%	-	(381,143)
Unlisted equity securities - at fair value	20%	-	131,572	20%	-	(131,572)
		-	512,715		-	(512,715)

(iii) Interest rate risk

The Group has no interest bearing debt and is not exposed to material interest rate risk.

(b) Credit risk

The Group is not exposed to significant credit risk. It currently receives royalties from two sources, both of which have a long-established pattern of paying in full and in line with agreed terms.

(c) Liquidity Risk

Liquidity risk is the risk that the Group might be unable to meet its obligations. The Group manages its liquidity needs by maintaining adequate cash through the monitoring of future cash flow forecasts of all its operations, which reflect management's expectations of the settlement of financial assets and liabilities.

Remaining contractual maturities

The following tables detail the Group's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

30 June 2023	Carrying Amount	Contractual Cash Flows	12 Months or Less	1-2 years	2-5 years	>5 years
Trade payables	56,491	56,491	56,491	-	-	-
Other payables	55,627	55,627	55,627	-	-	-
Total	112,118	112,118	112,118	-	-	-

30 June 2022	Carrying Amount	Contractual Cash Flows	12 Months or Less	1-2 years	2-5 years	>5 years
Trade payables	12,947	12,947	12,947	-	-	-
Other payables	22,950	22,950	22,950	-	-	-
Total	35,897	35,897	35,897	-	-	-

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

(d) Fair values

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

Fair value hierarchy

The following tables detail the Group's assets and liabilities, measured or disclosed at fair value, using a three-level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: Unobservable inputs for the asset or liability

2023	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
<i>Assets</i>				
Listed equity securities - at fair value	784,706	-	-	784,706
Unlisted equity securities - at fair value	-	-	198,338	198,338
	<u>784,706</u>	<u>-</u>	<u>198,338</u>	<u>983,044</u>

2022	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
<i>Assets</i>				
Listed equity securities - at fair value	1,905,715	-	-	1,905,715
Unlisted equity securities - at fair value	-	-	789,430	789,430
	<u>1,905,715</u>	<u>-</u>	<u>789,430</u>	<u>2,695,145</u>

There were no transfers between levels during the financial year.

Level 3 assets and liabilities

Movements in level 3 assets and liabilities during the current and previous financial year are set out below:

	Equity \$	Total \$
Balance at 1 July 2021	761,918	761,918
Losses recognised in profit or loss	-	-
Gain recognised in other comprehensive income	27,512	27,512
Balance at 1 July 2022	789,430	789,430
Losses recognised in profit or loss	-	-
Loss recognised in other comprehensive income	(591,092)	(591,092)
Balance at 30 June 2023	<u>198,338</u>	<u>198,338</u>

Refer to note 2 for details of the valuation assessment performed in relation to unlisted equity investments.

The level 3 assets and liabilities are valued based on the value of future cash flows from Spark, being the return of capital proceeds of AUD\$198,337 received on 7 August 2023.

17. Key management personnel

The aggregate compensation paid to directors and other members of key management personnel of the Group is set out below:

	2023 \$	2022 \$
Short-term employee benefits	120,000	140,000
Post-employment long term benefits	-	-
Share based payments	-	-
Total	120,000	140,000

As required by Corporations Regulation 2M.3.03, information regarding individual Directors' and Executives' compensation and equity instrument disclosures is provided in the Remuneration Report section of the Directors' Report.

18. Auditor's remuneration

	2023 \$	2022 \$
Audit Services		
Amounts paid or payable for services provided by RSM Australia Partners		
- An audit and review of the financial reports of the Group (including subsidiaries)	43,000	40,700
Non-Audit Services	-	-
Total	43,000	40,700

19. Contingent assets and liabilities

The Group had no contingent assets and liabilities at 30 June 2023 and 30 June 2022.

20. Related party transactions

(a) Parent entities

Fitzroy River Corporation Ltd is the ultimate Australian parent entity.

(b) Subsidiaries

The consolidated financial statements include the financial statements of Fitzroy River Corporation Ltd and the subsidiaries listed in the following table.

Name	2023		2022		Principal Activity
	Country of Incorporation	% Equity Interest	Country of Incorporation	% Equity Interest	
Royalco Resources Pty Ltd	Australia	100	Australia	100	Operating subsidiary
Ginto Minerals Pty Ltd	Australia	100	Australia	100	Dormant
Royalco Resources (No1) Pty Ltd	Australia	100	Australia	100	Dormant

(c) Loans to/from related parties

There were no loans to or from key management personnel outstanding at 30 June 2023 (30 June 2022: nil).

(d) Other transactions and balances with related parties

There were no other transactions and outstanding balances with key management personnel for the year ended 30 June 2023 that are not already included in the Remuneration Report contained in the Directors' Report.

There were no other transactions and outstanding balances with other related parties for the year ended 30 June 2023.

21. Events after the reporting date

Buru Energy Limited

On 11 August 2023, Buru advised that Main Roads WA have stated that the dual lane causeway currently in use at Fitzroy Crossing will be removed during late October / early November 2023 and replaced with a barge facility until a permanent bridge crossing is available mid-2024. The temporary barge facility is not suitable for the safe and reliable transportation of crude oil via road trains across the Fitzroy River and as such, Buru's Ungani operations will be suspended once again following the next crude oil lifting, scheduled to occur in late August 2023.

On 22 August 2023, Buru advised that it had entered into an agreement with Roc Oil (Canning) Pty Limited (ROC) pursuant to which ROC will withdraw from and assign to Buru its 50% joint venture interests in production licences L20 and L21, containing the Ungani Oilfield. The Company's royalty entitlements remain unchanged at 2%.

Spark New Energies Limited

Spark held its Annual General Meeting on 4 August 2023, where shareholders voted in favour of resolutions to facilitate a capital return of US\$0.0262 per share to shareholders. The Group received proceeds of AUD\$198,337 on 7 August 2023.

No other matter or circumstance has arisen since 30 June 2023 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

22. Reconciliation of profit after income tax to net cash from operating activities

	2023 \$	2022 \$
Profit after income tax expense for the year	138,816	851,013
Adjustments for:		
Depreciation and amortisation	295,356	295,356
Income tax expense/(benefit)	270,605	(246,385)
Change in operating assets and liabilities:		
(Increase)/decrease in trade and other receivables	243,049	(198,112)
Increase/(decrease) in trade and other payables	43,143	7,678
Net cash from operating activities	990,969	709,550

23. Parent entity information

The following details information related to the parent entity, Fitzroy River Corporation Ltd, as at 30 June 2023.

	2023 \$	2022 \$
Current assets	1,053,397	848,734
Non-current assets	8,966,280	10,012,783
Total assets	10,019,677	10,861,517
Current liabilities	4,140,380	3,182,164
Non-current liabilities	-	-
Total liabilities	4,140,380	3,182,164
Net assets	5,879,297	7,679,353
Issued capital	43,785,284	43,785,284
Reserves	(623,186)	775,917
Accumulated losses	(37,282,802)	(36,881,848)
Total equity	5,879,297	7,679,353
Profit/(loss) after income tax	138,817	1,092,225
Other comprehensive income/(loss) for the period	-	-
Total comprehensive income/(loss) for the period	138,817	1,092,225

Commitments

The parent entity had no capital commitments for property, plant and equipment as at 30 June 2023 and 30 June 2022.

Guarantees

The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2023 and 30 June 2022.

Contingent liabilities

The parent entity had no contingent liabilities as at 30 June 2023 and 30 June 2022.

Significant accounting policies

The accounting policies of the parent entity are consistent with those of the Consolidated Entity, as disclosed in note 1, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

Director's Declaration

In the Directors' opinion:

- (a) The financial statements and notes are in accordance with the *Corporations Act 2001*, and:
- (i) comply with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
 - (ii) give a true and fair view of the financial position as at 30 June 2023 and of the performance for the period ended on that date of the Consolidated Entity; and
 - (iii) are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, as stated in Note 1 to the financial statements.
- (b) There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

The Directors have been given the declarations as required by section 295A of the *Corporations Act 2001*.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors by;



Malcolm McComas
Non-Executive Chair

Sydney, New South Wales
15 September 2023

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INDEPENDENT AUDITOR'S REPORT

To the Members of Fitzroy River Corporation Ltd

Opinion

We have audited the financial report of Fitzroy River Corporation Ltd (the 'Company') and its subsidiaries (together the 'Consolidated entity'), which comprises the consolidated statement of financial position as at 30 June 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

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

- (i) giving a true and fair view of the Consolidated entity's financial position as at 30 June 2023 and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (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 confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters (continued)

Key Audit Matter	How our audit addressed this matter
<p><i>Fair value of unlisted equity securities</i> Refer to Note 10 in the financial statements</p>	
<p>The Consolidated entity holds unlisted equity securities. This investment is carried at its fair value. The fair value of this investment is determined by the directors using a valuation methodology based mainly on unobservable inputs for the investment. As a result of the above fair value determination a decreased of \$591,092 was recognised though other comprehensive income.</p> <p>The determination of the fair value of the investment in unlisted equity securities was considered a key audit matter as it involves significant management's judgements and estimates.</p>	<p>Our audit procedures in relation to the determination of the fair value of the investment in unlisted equity securities included:</p> <ul style="list-style-type: none"> • Obtaining and reviewing the valuation methodology prepared by the directors; • Enquiring with management and challenging key estimates and assumptions used within the calculation; • Reviewing the accuracy and the appropriateness accounting treatment adopted for the recognition of the change in fair value against the requirements of the Australian Accounting Standards; and • Reviewing the adequacy of the related disclosures in the notes to the financial statements.
<p><i>Assessment of the carrying value of Intangible Assets</i> Refer to Note 11 in the financial statements</p>	
<p>As at 30 June 2023, the Consolidated entity's intangible asset amounts to \$2,929,933 which represents a 49% of total assets of the Consolidated entity. This intangible asset relates to royalty rights on production of oil permits on the Bass Strait oil and gas fields.</p> <p>For the year ended 30 June 2023 management performed an impairment assessment of the intangible asset by:</p> <ul style="list-style-type: none"> • Calculating the value in use for the asset using a discounted cash flow model. The model used cash inflows for the remaining life of the asset. Cashflows were then discounted to net present value using a discount rate; and • Comparing the resulting value in use of the asset to its respective carrying value. <p>We identified this area as a Key Audit Matter due to the material amount of the Intangible asset to the Consolidated entity, and because the directors' impairment assessment of the carrying value of the asset involves significant judgements and estimates, including estimating future production levels and future commodity prices.</p>	<p>Our audit procedures in relation to the assessment of the carrying value of the intangible assets included:</p> <ul style="list-style-type: none"> • Assessing and evaluating the valuation methodology used for determining the recoverable value of the royalty right; • Challenging the reasonableness of key assumptions, including the cash flow projections, discount rates and sensitivities used; • Checking the mathematical accuracy of the cash flow model, and reconciling input data to supporting evidence, such as future royalty income based on estimated production and considering the reasonableness of these inputs; and • Reviewing the appropriateness and accuracy of disclosures of critical estimates and assumptions in the financial statements.

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Other Information

The directors are responsible for the other information. The other information comprises the information included in the Consolidated entity's annual report for the year ended 30 June 2023; but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Consolidated entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Consolidated entity or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar2_2020.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 8 to 10 of the directors' report for the year ended 30 June 2023.

In our opinion, the Remuneration Report of Fitzroy River Corporation Ltd, for the year ended 30 June 2023, complies with section 300A of the *Corporations Act 2001*.

Report on the Remuneration Report (continued)

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.

A handwritten signature in black ink, appearing to read "RSM".

RSM AUSTRALIA PARTNERS

A handwritten signature in black ink, appearing to read "RJM".

R J MORILLO MALDONADO
Partner

Melbourne, Victoria

Dated: 15 September 2023

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ASX Additional Information

Additional information required by the ASX Listing Rules not disclosed elsewhere in this Annual Report is set out below.

1. Shareholdings

The issued capital of the Group as at 22 August 2023 is 107,954,251 ordinary fully paid shares (details below). All issued ordinary fully paid shares carry one vote per share.

Ordinary Shares

Shares Range	Holders	%	Units
1-1,000	173	0.05	53,334
1,001-5,000	201	0.52	556,532
5,001-10,000	145	1.12	1,210,142
10,001-100,000	184	5.89	6,362,558
100,001 and above	74	92.42	99,771,685
Total	777	100.00	107,954,251

Unmarketable parcels

There were 114 shareholders holding an unmarketable parcel of shares at 22 August 2023 for a combined total of 9,241 shares and representing 0.86% of the shares on issue on that day.

2. Top 20 Shareholders as at 22 August 2023

#	Name	Number of shares	%
1	Flexiplan Management Pty Ltd <Susan Thomas Super Fund A/C>	24,786,100	22.96%
2	J P Morgan Nominees Australia Pty Limited	15,348,272	14.22%
3	One Managed Invst Funds Ltd <1 A/C>	10,926,193	10.12%
4	Norfolk Enchants Pty Ltd <Trojan Retirement Fund A/C>	7,500,000	6.95%
5	AMK Investments (WA) Pty Ltd <The AMK A/C>	4,026,341	3.73%
6	JH Nominees Australia Pty Ltd <Harry Family Super Fund A/C>	3,981,733	3.69%
7	Citicorp Nominees Pty Limited	3,918,541	3.63%
8	Bunyula Super Pty Ltd <Bunyula Super Fund A/C>	2,334,270	2.16%
9	Flexiplan Management Pty Ltd <Susan Thomas PSF A/C>	2,230,770	2.07%
10	HSBC Custody Nominees (Australia) Limited	1,754,354	1.63%
11	Mr Frederic Durr	1,706,643	1.58%
12	Sir Ron Brierley	1,441,480	1.34%
13	BNP Paribas Nominees Pty Ltd <IB Au Noms Retail Client DRP>	1,144,333	1.06%
14	AMK Investments (WA) Pty Ltd <The AMK A/C>	1,007,857	0.93%
15	BNP Paribas Noms Pty Ltd <DRP>	933,137	0.86%
16	Mr Kenneth Bruce Willimott	774,800	0.72%
17	Mr Russell Bath Mrs Dianne Bath	750,000	0.69%
18	Mrs Suzanne Ferrier <Ferrier Family A/C>	713,867	0.66%
19	Angreal Pty Ltd <The Folded Light A/C>	625,000	0.58%
20	Mr Simon David Samuel	550,000	0.51%
	Total Top 20	86,453,691	80.08%
	Total remaining holders balance	21,500,560	19.92%
	Total	107,954,251	100.00%

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3. Unquoted securities

There are no unquoted equity securities.

4. Voting rights

The voting rights attached to ordinary shares are set out below:

Ordinary shares

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote. There are no shares subject to ASX or voluntary escrow. There are no other classes of equity securities.

The Company is listed on the Australian Securities Exchange under the code 'FZR'.

5. Substantial shareholders at 22 August 2023

The names of substantial shareholders in Fitzroy River Corporation Ltd and the number of equity securities to which each substantial shareholder and their associates have a relevant interest, as disclosed in substantial shareholder notices given to Fitzroy River Corporation Ltd, are set out below:

Holder	Number of shares held	% of issued capital held	Date of last notice
Flexiplan Management Pty Ltd (Susan Thomas PSF A/C)	32,151,068	29.78%	21 April 2023
Norfolk Enchants Pty Ltd ATF Trojan Retirement Fund	11,015,630	10.20%	20 June 2022
Noontide Investments Ltd	15,456,227	14.31%	20 July 2021
Sandon Capital	8,740,954	10.10%	17 September 2019
Australasia Resources Limited	10,050,000	11.64%	16 October 2013

6. Restricted securities subject to escrow period

There are currently no securities on issue subject to escrow.

7. On-market buyback

There is currently no on-market buyback program for any of Fitzroy River Corporation Ltd's listed securities.

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