

2023 ANNUAL REPORT

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01.

WHO WE ARE

Panoramic Resources Limited (ASX: PAN) is a company headquartered in Perth, Western Australia, which owns and operates the Savannah Nickel Project in the East Kimberley region of Western Australia (Savannah or the Project). Operations at Savannah were restarted in 2021 and the project was successfully recommissioned with first concentrate shipment achieved in December 2021. Savannah has a 12-year mine life with clear potential to further extend this through ongoing exploration. The Project provides excellent leverage to the nickel, copper and cobalt markets which are heavily linked to global decarbonisation and vehicle electrification.

VISION



VALUES



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DISCOVER

We aim to grow our in-ground resources to ensure a sustainable business.

DEVELOP

We will de-risk and develop our operations to maximise value for shareholders.

DELIVER

We will produce high-quality nickel, copper and cobalt products safely, economically and efficiently from our operations.

PEOPLE

We always work safely.

We lead and act with fairness, integrity, trust and respect.

We respect our people and support their growth.

PERFORMANCE

We are focused on creating sustainable shareholder growth, efficient operations and to be a reliable supplier.

PROGRESS

We collaborate and invest in our future through innovation to help sustain a profitable and efficient mining operation.

We look for continuous improvement opportunities to be a better business tomorrow.

PROUD

We take pride in the way we work, embrace our responsibilities and are accountable for our actions.

We support the culture and heritage of the environment and communities in which we operate.

We seek to be an organisation that our people and stakeholders are proud to be a part of.

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02.

CHAIRMAN'S LETTER



NICHOLAS CERNOTTA

Dear fellow shareholders,

I am pleased to present the 2023 Annual Report to you on behalf of the Board of Panoramic Resources Limited (“Panoramic” or the “Company”). As our Managing Director Victor Rajasooriar will detail, it was a year which will probably be most remembered for its operational setbacks which were certainly disappointing. Through both our response and the improvements made to our business, the Company has emerged stronger and better placed to withstand the inevitable challenges which come with operating a mining operation in the Kimberley.

We carried forward with the results achieved from the Savannah restart in 2021, ramping up production activities over the year as our systems and processes continued to mature.

A revised Life of Mine plan and Mineral Resource Estimate upgrade confirmed the long-term value of our Savannah Nickel Operation. As an established producing nickel sulphide asset with a +12-year mine life in one of the world’s leading mining jurisdictions, Savannah is an increasingly strategic asset in an ever-consolidating sector.

The dynamics driving nickel, copper and cobalt demand show no sign of slowing, as the global commitment towards decarbonisation only strengthens.

The Board and Management of Panoramic remained stable throughout the year, a sign of our collective long-term commitment to achieving our objectives at the Savannah Project and in recognition of the value to be generated. In FY2023, our workforce continued to strengthen, not only in numbers but in the qualifications and skill-level of our team.

On behalf of the Board, I wish to thank and congratulate our dedicated team of employees, contractors, and suppliers for their efforts throughout the year, reacting swiftly to challenges as they arose and enabling the Company to get back on track, reinvigorated for the continued ramp up of operations in the year ahead.



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I am also pleased to announce the release of our third Sustainability Report which provides a comprehensive overview of our activities in FY2023. I once again encourage all shareholders to review this document for a detailed account of our safety, energy usage, carbon emissions, water management, biodiversity, community engagement and supply chain policies from all facets of the Company. This information both reflects the importance Panoramic emphasises on sustainability and safety as part of our core values. It also can also be used to benchmark our operational performance and includes a number of initiatives, that we intend to explore as we continue to refine and improve our sustainability outcomes.

On behalf of all at Panoramic Resources, I wish to extend our gratitude to all shareholders, for your continued support and belief in our future success. We will continue to take the business forward and will be striving to deliver to our targets and our commitments in FY24.

Yours sincerely,

Nick Cernotta
Chairperson



MANAGING DIRECTOR'S LETTER



VICTOR RAJASOORIAR

Dear fellow shareholders,

On behalf of the Panoramic team, it is with immense pride that I provide this overview of our efforts and achievements during Financial Year 2023 (FY23 or year).

After making good strides in the ramp-up of our Savannah Nickel Operation in the first half of the period, we experienced a more turbulent second half which I am pleased to say we have largely overcome through ingenuity, sacrifice and hard work. The entire Panoramic team has worked tirelessly to deliver our FY23 results and set the Company up for a stronger FY24.

We continue to place significant emphasis on the development of a robust site safety culture, including initiatives on mental health awareness, emergency response training and revisions to our safety reporting framework accessible to both our employees and contractors. As operations progressed throughout the year, our Total Recordable Injury Frequency Rate (TRIFR) remained steady for the first half of FY2023. However, unfortunately one medically treated injury was recorded in the March quarter 2023 and two hand injuries in the June quarter 2023. This saw the TRIFR increase from 4.5 to 6.3 across the period. Lowering the TRIFR will be a key goal in FY24.

We also continued on our sustainability journey, highlights and details of which are contained in our FY24 Sustainability Report released separately.

Operations at Savannah continued to ramp up with steady improvements to ore mining and processing. Ore production reached a record high of 72,270t in December 2022 from incremental and sustained increases over the past several months. Processing rates also showed good progress in the first half of the period with a record 176,888t processed in the December quarter and recoveries remaining fairly consistent throughout the year.

Following this strong progress in the first half, the second half of FY23 was marked by a series of short-term setbacks. Logistics to and from Savannah were severely hampered by high rainfall in the wet season which caused major damage to transport infrastructure in the East Kimberley. The main bridge spanning over the Fitzroy River crossing was irreparably damaged. Full access to site has since been restored, but these disruptions negatively affected our ability to transport people and consumables to site, leading to reduced productivity.

Production was again disrupted with the failure of the pressure head plate of the concentrate filter press. This piece of infrastructure is critical in reducing the moisture content of the final concentrate product we produce at Savannah. This failure resulted in downtime for the plant from mid-June 2023. A replacement for this equipment took close to four weeks to rectify, causing an adverse A\$20 million revenue impact.

These disruptions to our operations led to significantly lower output in the second half of the year, and as a result, FY23 guidance was lowered when it became clear the lower end of guidance could not be achieved. Variances in capital and growth expenditure were also impacted as the operating model adjusted to the process plant being suspended for several weeks. While unfortunate, it allowed mine development to be optimised to support increased productivity at the start of FY24.

I am immensely proud of our people who fought hard to overcome these short-term impacts as quickly as possible. Through the hard work and dedication of our entire team of staff and contractors, we were able to get back on schedule for a strong FY24, as reflected in our FY24 guidance. In FY24 production of nickel is guided to increase by 26% – 41%, copper production by 36% – 52% and cobalt production by 9% – 36% with an accompanying fall in C1 cash costs.

In February 2023, we made our final shipment to long standing offtake partner Jinchuan. Jinchuan has been an important part of Panoramic's journey over the past 20 years, with their initial investment in 2003 laying the foundation of our mining operations and development works at Savannah. With the expiry of Jinchuan's offtake contract, we commenced exports to Trafigura in March 2023 under the new five-year offtake agreement. The new agreement offers improved payability for our highly sought after, clean nickel-copper-cobalt concentrate and we look forward to building a long lasting, mutually beneficial relationship with Trafigura as we did with Jinchuan.

On the exploration front, we have continued to progress our underground grade control and resource definition drill programs, focusing on Savannah North. We have also been testing for extensions of mineralisation at Savannah which has yielded positive results. Through these programs we expect to be able to increase the total Savannah Mineral Resource in FY24.

Surface exploration drilling continued at Stoney Creek and Northern Ultramafic Granulite regional targets, where we have recently undertaken surface DHEM surveying. Diamond drilling has also been completed at the Dave Hill / Wilsons Intrusion and Keller Creek Graphite targets.

From a financial perspective, the setbacks of the second half put pressure on the Company's balance sheet which necessitated an equity capital raising and debt restructure. In July 2023 we successfully completed a two-tranche equity raising via a A\$40 million placement and a share purchase plan which raised an additional A\$6 million (before costs). These actions, and the restructure of our debt facilities with Trafigura, puts our balance sheet in a much stronger position, particularly as we move into what is expected to be the final stage of the ramp up to be completed in FY24.

After a challenging but productive year, I wish to sincerely thank every member of our workforce, our contractors and our suppliers for their hard work and commitment to Panoramic and the Savannah Project. I would also like to acknowledge the efforts of the Board, particularly in what was a demanding second half of the year. I look forward to leading our reinvigorated team forward into FY24, as we continue to ramp-up operations at Savannah safely and successfully.

Yours faithfully



Victor Rajasooriar
Managing Director and CEO

“

**ORE PRODUCTION
REACHED A RECORD HIGH
OF 72,270T IN DECEMBER
2022 FROM INCREMENTAL
AND SUSTAINED
INCREASES OVER THE
PAST SEVERAL MONTHS.**

”

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COMPETENT PERSON

The information in this release that relates to Exploration Drilling at Savannah is based on information compiled by Andrew Shaw-Stuart. Andrew Shaw-Stuart is a member of the Australian Institute of Geoscientists (AIG) and is a full-time employee of Panoramic Resources Limited.

The aforementioned has sufficient experience that is relevant to the style of mineralisation and type of target/deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Shaw-Stuart consents to the inclusion in the release of the matters based on the information in the form and context in which it appears.





Family
Company

04.

A YEAR OF PROGRESS

The Savannah Operation is located 240km south of Kununurra in the East Kimberley region of Western Australia and operates under a coexistence agreement with the Malarngowem People and the Purnululu People.



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JUL 2022

Commenced underground drilling to infill orebody above Savannah 900 fault

SEP 2022

Improved FY2022 Mineral Resource and Ore Reserve

DEC 2022

Record quarterly ore production and processing since restart

FEB 2023

Final shipment from Savannah to Jinchuan completed

MAR 2023

Updated Savannah Life of Mine Plan

JUL 2023

Successful completion of two-tranche equity Placement to raise \$40 million

05.

HIGHLIGHTS FROM 2023

— Ramp-up of nickel-copper-cobalt production and export from the Savannah Operations in the Kimberley region of Western Australia

— Successful mobilisation of team to site and growth in total headcount to 437 employees and contractors

— Extension of concentrate offtake agreement with Trafigura by two years to February 2030

— Uplift in Mineral Resources and Ore Reserves in the FY22 update with Savannah North Ore Reserves increasing by 3,500t Ni (4%), 2,900t Cu (7%) and 400t (6%) Co contained metal after mining depletion

— Savannah Life of Mine update completed, with key outcomes including longer mine life of +12 years, higher average annual metal production and improved financial outcomes using updated pricing assumptions

— FY23 production of 5,402t of nickel, 3,129t of copper and 368t of cobalt in concentrate at a C1 cost of A\$13.25/lb of payable nickel

— Provision of production guidance for FY24 of 6,800t – 7,600t of nickel, 4,250t – 4,750t of copper and 400t – 500t of cobalt in concentrate at a C1 cost of A\$10.05 – \$11.25/lb of payable nickel ^{1 2}

Details of the Company's safety, environmental, community and sustainability performance are contained in the FY23 Sustainability Report released separately to this Annual Report.

¹ C1 costs includes operating cash costs that are directly incurred in producing concentrate and includes grade control drilling, road haulage, port, shipping, royalties and by-product credits net of treatment charges.

² By-product based on exchange rate of AUD:USD 0.70 and commodity prices of US\$8,000/t Cu and US\$40,000/t Co.

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SAVANNAH NICKEL- COPPER-COBALT PROJECT

MINERAL RESOURCE AND ORE RESERVE

An updated Mineral Resource Estimate (MRE) and Ore Reserve for the Savannah North deposit was completed during the year. The MRE for the Savannah Nickel Project is 13.88 million tonnes grading 1.52% Ni, 0.69% Cu and 0.10% Co for a total contained metal in Resource of 211,200t Ni, 95,300t Cu and 13,900t Co.

The MRE is current as of 1 July 2022. All MRE's for the Project are reported to 2012 JORC standards and at a cut-off grade of 0.50% Ni. Details regarding the preparation of the MRE and associated 2012 JORC reporting requirements are included in the ASX announcement dated 29 September 2022.

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| RESOURCE | METAL | RESOURCE DATE | MEASURED | | INDICATED | | INFERRED | | TOTAL | | METAL TONNES |
|------------------------|--------|---------------|-----------|-------|-----------|------|-----------|------|------------|------|--------------|
| | | | TONNES | (%) | TONNES | (%) | TONNES | (%) | TONNES | (%) | |
| Savannah Above 900F | Nickel | Apr-20 | 900,000 | 1.37 | 498,000 | 1.73 | 0 | 0.00 | 1,399,000 | 1.50 | 21,000 |
| | Copper | | | 0.77 | | 1.46 | | 0.00 | | 1.02 | 14,200 |
| | Cobalt | | | 0.07 | | 0.08 | | 0.00 | | 0.07 | 1,000 |
| Savannah Below 900F | Nickel | Jun-15 | 0 | 0.00 | 780,000 | 1.64 | 125,000 | 1.72 | 905,000 | 1.65 | 14,900 |
| | Copper | | | 0.00 | | 0.76 | | 0.75 | | 0.76 | 6,900 |
| | Cobalt | | | 0.000 | | 0.09 | | 0.09 | | 0.09 | 900 |
| Savannah North | Nickel | Jun-22 | 1,998,000 | 1.41 | 5,540,000 | 1.67 | 4,034,000 | 1.36 | 11,573,000 | 1.52 | 175,300 |
| | Copper | | | 0.59 | | 0.75 | | 0.52 | | 0.64 | 74,200 |
| | Cobalt | | | 0.10 | | 0.12 | | 0.08 | | 0.10 | 12,000 |
| Total Savannah Project | Nickel | | 2,898,000 | 1.40 | 6,818,000 | 1.67 | 4,159,000 | 1.37 | 13,876,000 | 1.52 | 211,200 |
| | Copper | | | 0.65 | | 0.80 | | 0.53 | | 0.69 | 95,300 |
| | Cobalt | | | 0.09 | | 0.12 | | 0.08 | | 0.10 | 13,900 |

The 1 July 2022 Savannah Nickel Project (including Savannah North) Ore Reserve stands at 8.5Mt grading 1.21% Ni, 0.58% Cu and 0.08% Co for total contained metal of 105,464t Ni, 50,074t Cu and 7,323t Co.

| ORE RESERVE | METAL | PROVED | | PROBABLE | | TOTAL | | METAL TONNES |
|----------------|--------|-----------|------|-----------|------|-----------|------|--------------|
| | | TONNES | (%) | TONNES | (%) | TONNES | (%) | |
| Savannah | Nickel | 970,000 | 0.94 | 0 | 0 | 970,000 | 0.94 | 9,100 |
| | Copper | | 0.63 | | 0 | | 0.63 | 6,100 |
| | Cobalt | | 0.05 | | 0 | | 0.05 | 400 |
| Savannah North | Nickel | 1,805,000 | 1.24 | 5,683,000 | 1.25 | 7,489,000 | 1.25 | 96,300 |
| | Copper | | 0.54 | | 0.59 | | 0.57 | 43,300 |
| | Cobalt | | 0.09 | | 0.09 | | 0.09 | 6,800 |
| Total | Nickel | 2,775,000 | 1.13 | 5,683,000 | 1.25 | 8,458,000 | 1.21 | 102,700 |
| | Copper | | 0.57 | | 0.59 | | 0.58 | 49,400 |
| | Cobalt | | 0.07 | | 0.09 | | 0.08 | 7,200 |

The largely undeveloped Savannah North orebody at Savannah remains open along strike and at depth, providing significant potential to bring more material into the Mine Plan with future exploration and underground drilling to be carried out as mine development advances deeper into the Savannah North orebody.

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UPDATED LIFE OF MINE PLAN

Following the Savannah Restart Plan announced in April 2021 and completion of the September 2022 Mineral Resource and Ore Reserve, the financial model supporting the Project was updated to reflect more up-to-date commodity price and exchange rate assumptions, the current cost environment within the industry and a re-optimisation of the mining schedule.

The updated Mine Plan builds on previous technical studies completed for Savannah, principally the Updated Feasibility Study completed in July 2020.

Fundamental aspects of the operation remain unchanged, including mining method, geotechnical parameters and ore processing. Mine scheduling has been adjusted with the objective of ramping up ore production to nameplate capacity of ~960,000t per annum from FY24.

Ore sourced from Savannah North underpins the mining strategy, with scheduling of ore from the Savannah remnants averaging ~20,000t per month. The current Ore Reserve provides for a 12-year mine life from FY24.

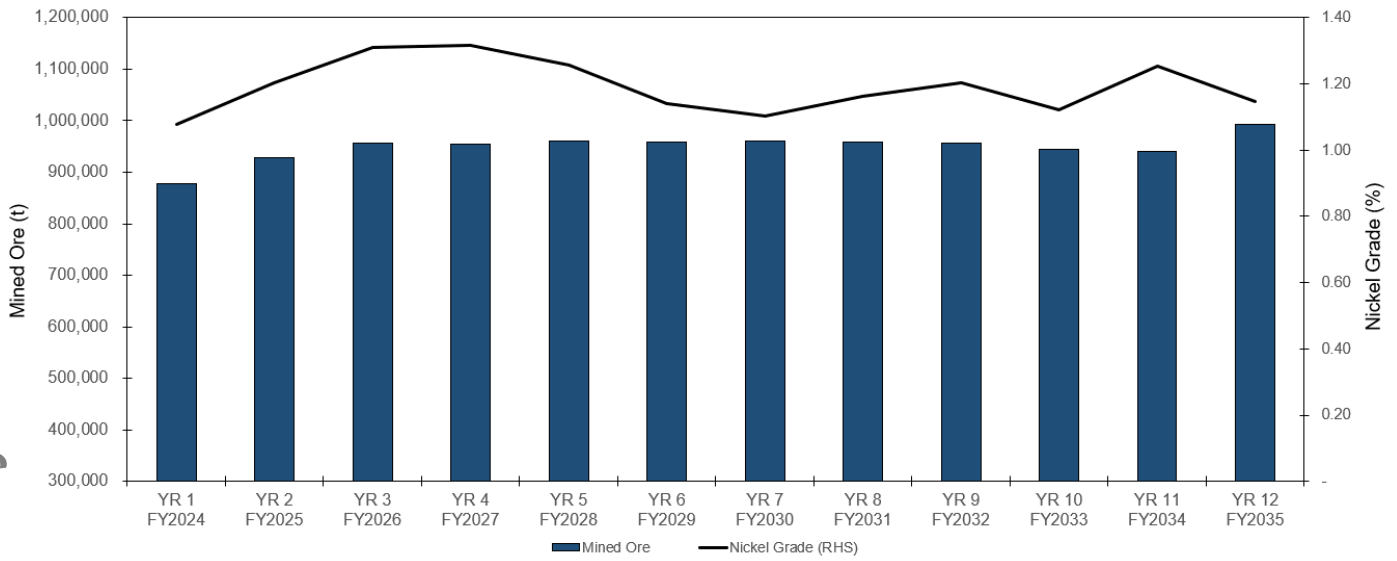
The majority of the ore mined in the first four years of the Mine Plan is sourced from Proven Ore Reserves, whilst Probable Ore Reserves provide the majority of ore feed from Year 5 onwards. Inferred Resources are introduced as a meaningful ore source from the end of year four. Overall, Inferred Resources comprise 27.3% of the Mine Plan.

Underground diamond drilling is planned during operations with the aim of upgrading portions of the Inferred Resources into Ore Reserve, with additional drilling platforms becoming available as the mine deepens.

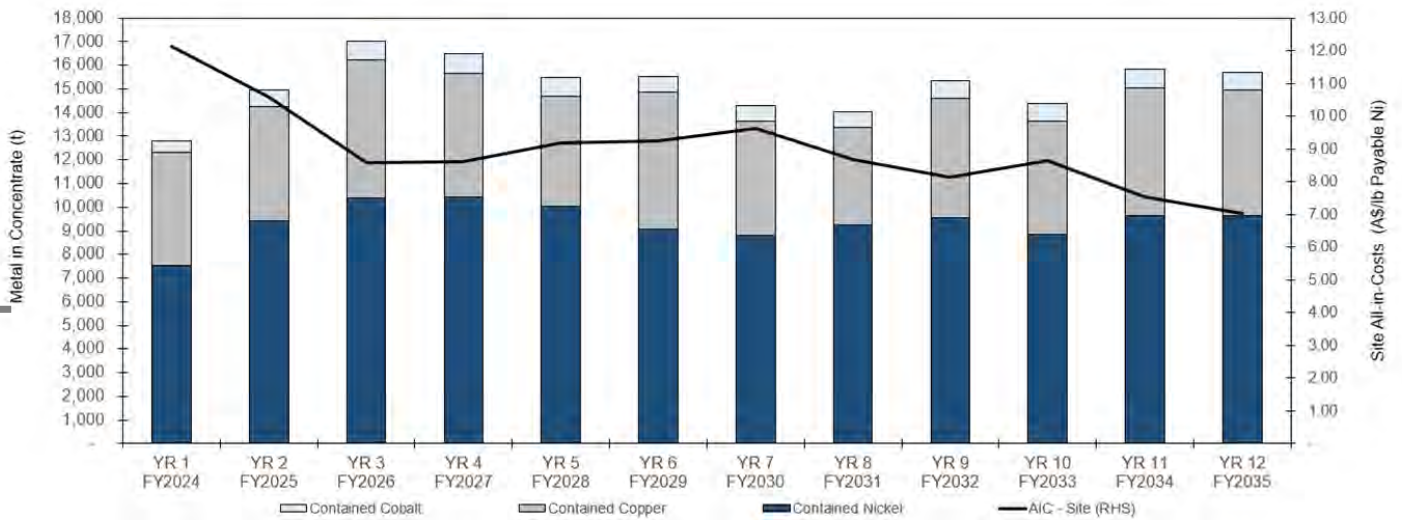
Average annual production from Savannah over Year 1 (FY24) to Year 12 (FY35) is estimated at 9,383t Ni, 5,056t Cu and 710t Co metal in concentrate. Site All-in Costs over the same period are estimated to average A\$9.07/lb payable Ni (or US\$6.35/lb payable Ni) across the life of mine.

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MINE PLAN TONNES AND GRADE PROFILE



METAL IN CONCENTRATE AND SITE ALL-IN COSTS (AIC)



BASE CASE COMMODITY PRICE AND EXCHANGE RATE ASSUMPTIONS

| ITEM | US\$/T | AUD:USD | A\$/T |
|--------|--------|---------|--------|
| Nickel | 24,000 | 0.70 | 34,286 |
| Copper | 8,400 | 0.70 | 12,000 |
| Cobalt | 52,000 | 0.70 | 74,286 |

Key macroeconomic assumptions for commodity price and exchange rate used to determine the Life of Mine plan's economic performance are summarised in Table below. These assumptions are used as the Base Case scenario.

CONSENSUS CASE COMMODITY PRICE AND EXCHANGE RATE ASSUMPTIONS

| ITEM | 2023 | 2024 | 2025 | 2026 | 2027 | 2028 | 2029+ |
|-----------------|--------|--------|--------|--------|--------|--------|--------|
| Nickel (US\$/t) | 24,876 | 22,111 | 20,937 | 20,339 | 19,990 | 21,064 | 21,064 |
| Copper (US\$/t) | 8,410 | 8,320 | 8,407 | 8,454 | 8,503 | 8,637 | 8,637 |
| Cobalt (US\$/t) | 52,003 | 53,723 | 58,589 | 56,643 | 53,429 | 59,921 | 59,921 |
| AUD:USD | 0.70 | 0.70 | 0.70 | 0.70 | 0.70 | 0.70 | 0.70 |

Key financial outcomes of the Mine Plan are shown in the table below:

KEY OUTCOMES OF THE MINE PLAN

| SITE COSTS | BASE CASE (A\$M) | CONSENSUS CASE (A\$M) |
|--|-------------------|-----------------------|
| Life of Mine Capital Costs | 234 | 234 |
| Life of Mine Operating Costs ³ | 1,771 | 1,771 |
| Total Life of Mine Site Costs | 2,005 | 2,005 |
| Site Unit Costs (Life of Mine Average) | A\$/lb payable Ni | A\$/lb payable Ni |
| Capital Costs | \$1.18 | \$1.19 |
| Operating Costs ⁴ | \$9.95 | \$10.02 |
| By Product Credits | (\$2.90) | (\$3.52) |
| Site All-in Costs⁵ | \$9.07 | \$8.50 |
| Financial Summary | A\$M | A\$M |
| Gross Revenue (Ni, Cu and Co) | \$3,659 | \$3,364 |
| Pre-tax Cashflow (ex-debt service) | \$1,259 | \$974 |
| Pre-tax NPV ₈ (ex-debt service) | \$761 | \$576 |
| Pre-tax IRR | 33% | 24% |

³Excludes royalties and freight.

⁴Excludes royalties.

⁵Includes all site mining, processing, general & administrative, freight and concentrate handling costs, capital expenditure and royalties.



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07.

OPERATIONS

Underground mining took a meaningful step forward throughout the period. Over the 12 months of FY23, the number of development levels in the Savannah North orebody increased from 2 to 4 which equates to approximately 80 vertical metres, providing the necessary production horizons to support ongoing ramp-up of production.

Development rates achieved post-December 2022 declined as a result of the development Jumbo fleet being reduced from two to one. The decision to reduce development physicals was due to Savannah North decline (capital development) being well in front of the production fronts required and as part of a broader cost mitigation strategy.

Despite this, mining progressed well in the Savannah North orebody with stopes mined over four levels. Mining in the Savannah orebody focused on remnant mining areas with stopes being mined from two separate mining fronts. Development in the Savannah orebody also progressed towards accessing the resources below the historical workings at Savannah (Savannah Extension), targeting fresh ore from early FY24.

The operational and technical experience of the underground mining teams at Savannah continued to build resulting in more sustained and consistent performance being achieved. This was supported by the reduced impact of absenteeism through COVID-19 and previous border closures experienced in FY22.

Development in the Savannah Extension was inhibited during the year with remediation works carried out to rectify a partially failed vent rise (from mining activities in 2016). These operations were subsequently put on hold due to ventilation restrictions as a result of a historically blocked ventilation rise, which was later recovered.

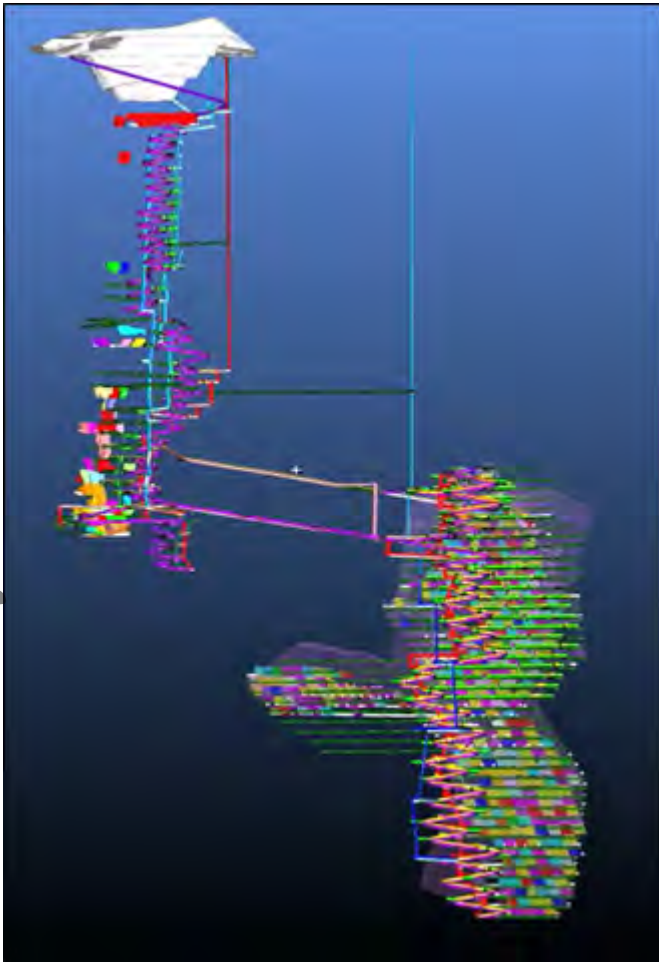
Ore production continued to improve, reaching a high of 72,270t in December 2022 but several issues led to significantly lower mining physicals in the second half of the year.

In addition to the reduction in the Jumbo fleet, the effects of the one-off weather event in the March quarter impacted the logistics route to site with the Fitzroy River crossing bridge being washed out which created delays in getting supplies and spares to site. Production was also affected due to blockages in the paste fill line servicing the mine. An extended processing plant shut was also strategically undertaken which resulted in a lack of paste production for underground back fill. These issues were rectified quickly and filling was back online. A specialist contractor has been appointed to manage the paste fill from the start of FY24.

In total approximately 35,000t of ore was stockpiled on the surface at the end of the financial year, with the underground mine holding back approximately 55,000t of ore which was otherwise ready to be blasted and mined. These activities set the operation up for a positive start in FY24.

Record tonnes of ore milled and concentrate production was achieved throughout the first half of the year, supported by the improved production rates from the underground mine.

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LONG SECTION OF SAVANNAH AND SAVANNAH NORTH

Higher recoveries of nickel, copper and cobalt were due to the success of ongoing optimisation work on the plant control system and a resulting improvement in the stability of the plant. Operations have continued to increase manning levels both through our primary contractor Primero and the use of sub-contractors, particularly in maintenance areas to compensate for the skills shortage being experienced in the industry.

The improved stability of the processing and maintenance workforce slowly improved throughout the year along with the stability and experience of the workforce. This culminated in a more consistent and reliable running of the plant. A consistent level of labour deployed through

our primary contractor Primero and has been less reliant on the use of sub-contractors. Meanwhile, significant planned and opportune maintenance works carried out at the power station, structural refurbishment including a complete replacement of the float feed conditioner tank and mill relines to support the ramp-up phase of the operation.

Unfortunately, processing physicals were materially lower in the second half of the year. This was primarily driven by the lower grade ore mined (resulting in lower recoveries) and the failure of the filter press head plate in June at the processing plant. A new filter press head unit was fabricated and successfully commissioned on 9 July 2023 with concentrate production quickly returning to full production capacity.

As a result of the filter press head plate failure and the suspension of concentrate production, a decision was made to restrict underground ore production activities in order to minimise oxidation of newly mined ore on the surface stockpile.

FY23 production and C1 guidance was updated on 14 June 2023 when it became clear the lower end of guidance could not be achieved after attempts to repair the filter press head plate had failed.

In the period, a total of 73,088t of concentrate containing 5,402t of nickel, 3,129t of copper and 368t of cobalt metal was produced. Port operations and shipments were conducted safely and to plan throughout the period. Seven shipments were completed from the Port of Wyndham to our offtake partner Jinchuan and a further four to Trafigura Pte Ltd (Trafigura) from March 2023. The three shipments completed during the June quarter saw reduced volumes relative to previous quarters due to the filter press issues.

The impact of the lower mined grades combined with the filter press failure resulted in the equivalent of a full concentrate shipment being missed in June, impacting revenues and cash flow by an estimated \$20M. At the end of the financial year, produced/unsold concentrate on hand at the port and mine site totalled 1,154wmt.

A summary of all mining and processing physicals achieved in FY23 are contained in the following table.

| AREA | DETAILS | UNITS | FY23 |
|-------------------------------|--------------------|-------|---------|
| Milling | Ore milled | dmt | 648,324 |
| | Ni grade | % | 1.04 |
| | Cu grade | % | 0.52 |
| | Co grade | % | 0.06 |
| | Ni recovery | % | 80.34 |
| | Cu recovery | % | 93.67 |
| | Co recovery | % | 87.90 |
| Concentrate Production | Concentrate | dmt | 73,088 |
| | Ni grade | % | 7.39 |
| | Ni Metal contained | dmt | 5,402 |
| | Cu grade | % | 4.28 |
| | Cu Metal contained | dmt | 3,129 |
| | Co grade | % | 0.50 |
| | Co Metal contained | dmt | 368 |
| Concentrate Shipments | Concentrate | dmt | 77,300 |
| | Ni grade | % | 7.32 |
| | Ni Metal contained | dmt | 5,658 |
| | Cu grade | % | 4.21 |
| | Cu Metal contained | dmt | 3,253 |
| | Co grade | % | 0.51 |
| | Co Metal contained | dmt | 393 |

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EXPLORATION - UNDERGROUND GRADE CONTROL DRILLING

RESOURCE DEFINITION DRILLING AT SAVANNAH

The first phase of infill underground Resource definition drilling commenced in June 2022 testing the Savannah orebody above the 900 fault.

The program was undertaken from a recently developed 1425 level drill drive providing much improved drill angles to evaluate the Savannah orebody in this area. In total, the program comprised of 33 drill holes for 4,291m.

Mineralisation thicknesses intersected throughout the area tested by the program completed above the 900 Fault were consistently better than predicted by the current Savannah resource model.

In addition, significant mineralised extensions along strike and down-plunge beyond the limits of the current Savannah resource model were also identified with the mineralisation remaining open down-plunge to west along the 900 Fault.

Select intercepts returned from the program include:

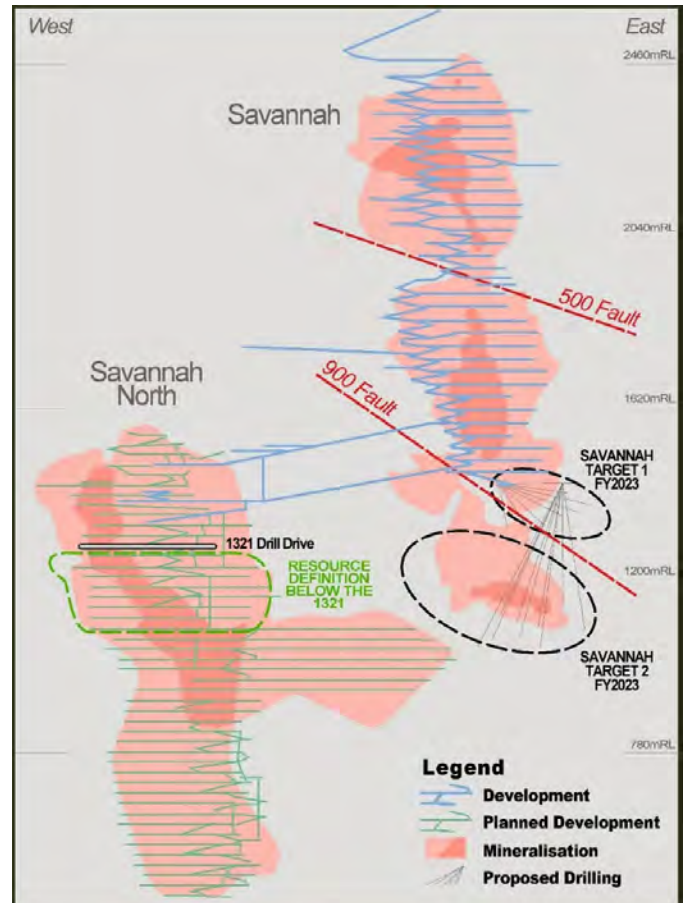
- KUD1917: 19.75m @ 1.49% Ni, 0.49% Cu and 0.07% Co
- KUD1918A: 8.95m @ 2.36% Ni, 0.56% Cu and 0.11% Co
- KUD1919: 10.25m @ 1.50% Ni, 0.18% Cu and 0.07% Co
- KUD1923: 9.10m @ 2.52% Ni, 1.10% Cu and 0.12% Co
- KUD1943: 9.00m @ 2.95% Ni, 0.62% Cu and 0.15% Co

Drill results underwent extensive data modelling to improve the mineralisation and lithological interpretation in preparation for the next Savannah orebody Mineral Resource Estimate (MRE).

Initial modelling suggested an increase of the mineralised width of the orebody and is likely to result in an increase to the MRE which, once converted into an Ore Reserve, will support the development of a second mining front to supplement mining operations at Savannah North.

Following on from drilling at the 900 level, Panoramic then focused drilling on targeting below the 1321 level at Savannah North. The sub 1321 drill program was designed to underpin the next phase of production development of the Savannah North orebody down to the 1151 level by infilling the Mineral Resource and increasing mining confidence in this area of the orebody.

Some minor infill drilling was also completed on the 1400 level. Good ground conditions allowed for high meterage rates. A total of 49 drill holes for 6,022m were completed.

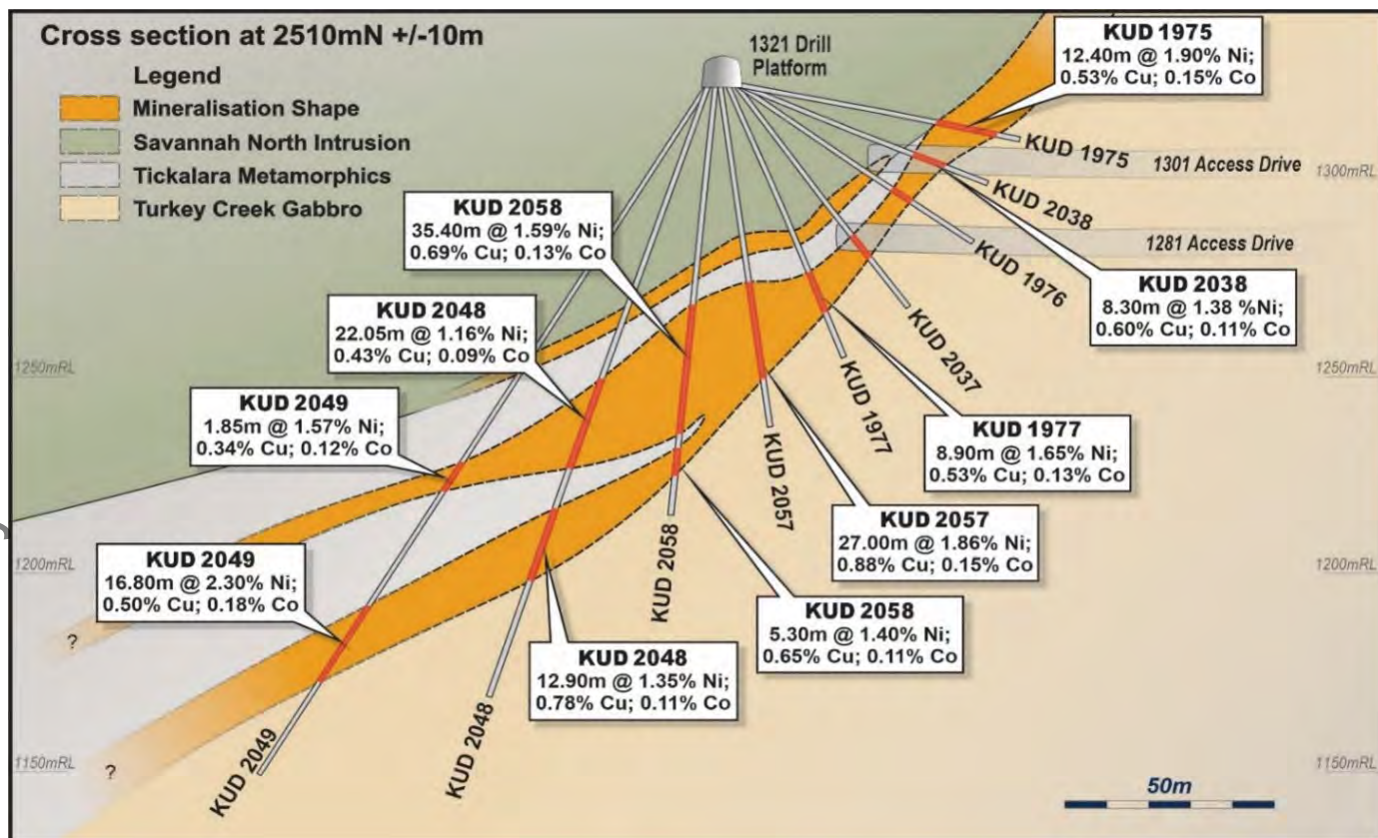


SCHEMATIC OF DRILLING AREAS AT SAVANNAH AND SAVANNAH NORTH IN THE FY22 AND FY23

To facilitate this sub 1321 level drill program, a dedicated drill platform located to the north of the 1321 level was developed to provide the optimum drill angles to test the underlying mineralisation.

The largely undeveloped Savannah North orebody at Savannah remains open along strike and at depth, providing significant potential to bring more material into the Mine Plan with future exploration and underground drilling to be carried out as mine development advances deeper into the Savannah North orebody.

The drilling focus at Savannah North for FY2023 was to shift to below the 1250 RL. A dedicated drill platform in the 1321 central access drive has been developed and is well positioned to drill both the upper and lower mineralisation lenses between the 1250 and 900 RL.



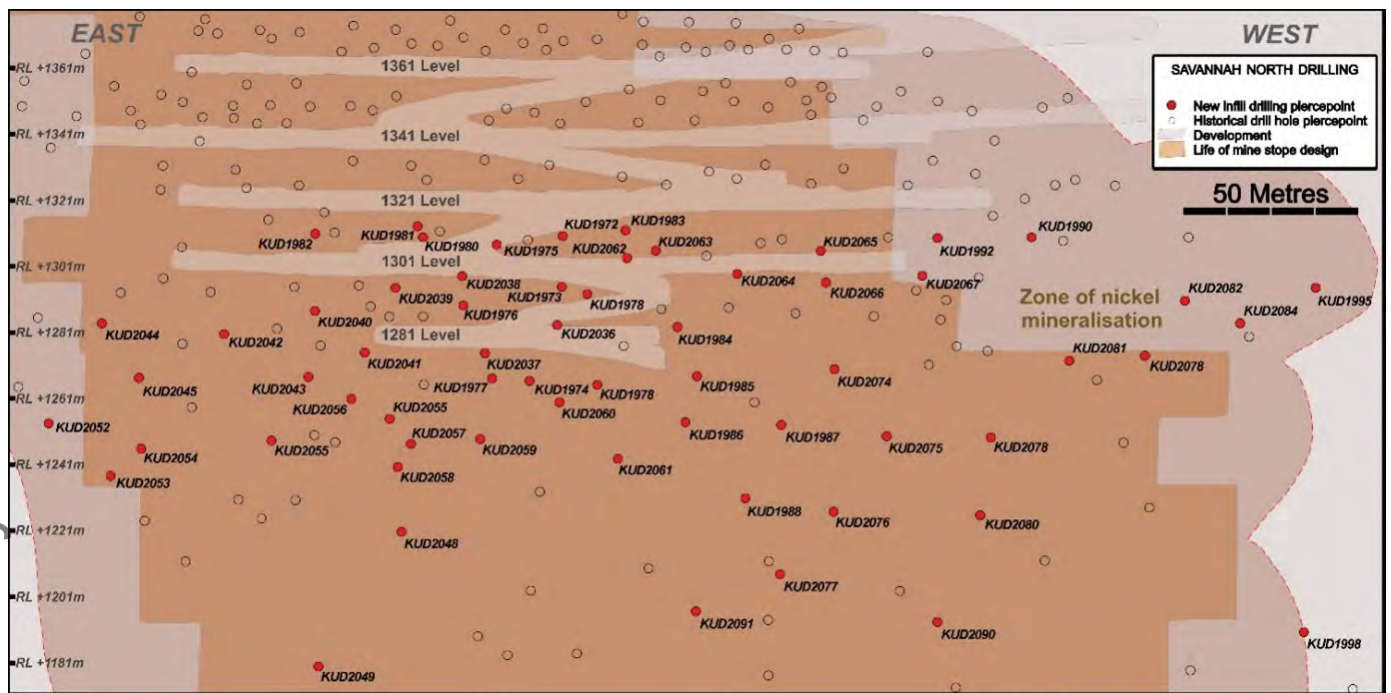
SCHEMATIC OF TARGET DRILLING AREA BELOW THE 1321 AT SAVANNAH NORTH

Drilling below the 1321 level returned positive results with thicknesses and grades consistently in line or ahead of expectations based on previous modelling for this area of the Savannah North deposit. Better drill intercepts returned by the program to date include:

- KUD2058: 35.40m @ 1.59% Ni; 0.69% Cu; 0.13% Co
- KUD1982: 29.80m @ 2.19% Ni; 0.93% Cu; 0.17% Co
- KUD2043: 29.25m @ 1.83% Ni; 0.82% Cu; 0.14% Co
- KUD2057: 27.00m @ 1.86% Ni; 0.88% Cu; 0.15% Co
- KUD2039: 26.70m @ 1.77% Ni; 0.65% Cu; 0.14% Co
- KUD1981: 23.80m @ 2.03% Ni; 0.82% Cu; 0.16% Co
- KUD2059: 23.25m @ 1.80% Ni; 0.80% Cu; 0.14% Co
- KUD1980: 18.35m @ 1.56% Ni; 0.61% Cu; 0.13% Co
- KUD2049: 16.80m @ 2.30% Ni; 0.50% Cu; 0.18% Co

The KUD2057 and KUD2058 intercepts displayed in the figure below reflect the consistent thickened nature of the Savannah North mineralisation at the point where it bifurcates into the Upper and Lower lenses.

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SAVANNAH NORTH LONG-SECTION SHOWING HISTORIC AND RECENT DRILL HOLE PIERCE POINTS BELOW THE 1321 LEVEL

The Company expects the drill results and subsequent modelling from the 1321 program to further support the mining of the Savannah North orebody. The resource update is expected to be completed in October 2023.

Three diamond drill holes designed as platforms for down hole electromagnetic (DHEM) surveying were drilled from a position above the Savannah orebody in the June 2023 quarter. Two platform holes KUD2050 and KUD2084 were drilled targeting an area below and west of the Savannah intrusion, including below the 900 Fault. Hole KUD2051 targeted above the Fault.

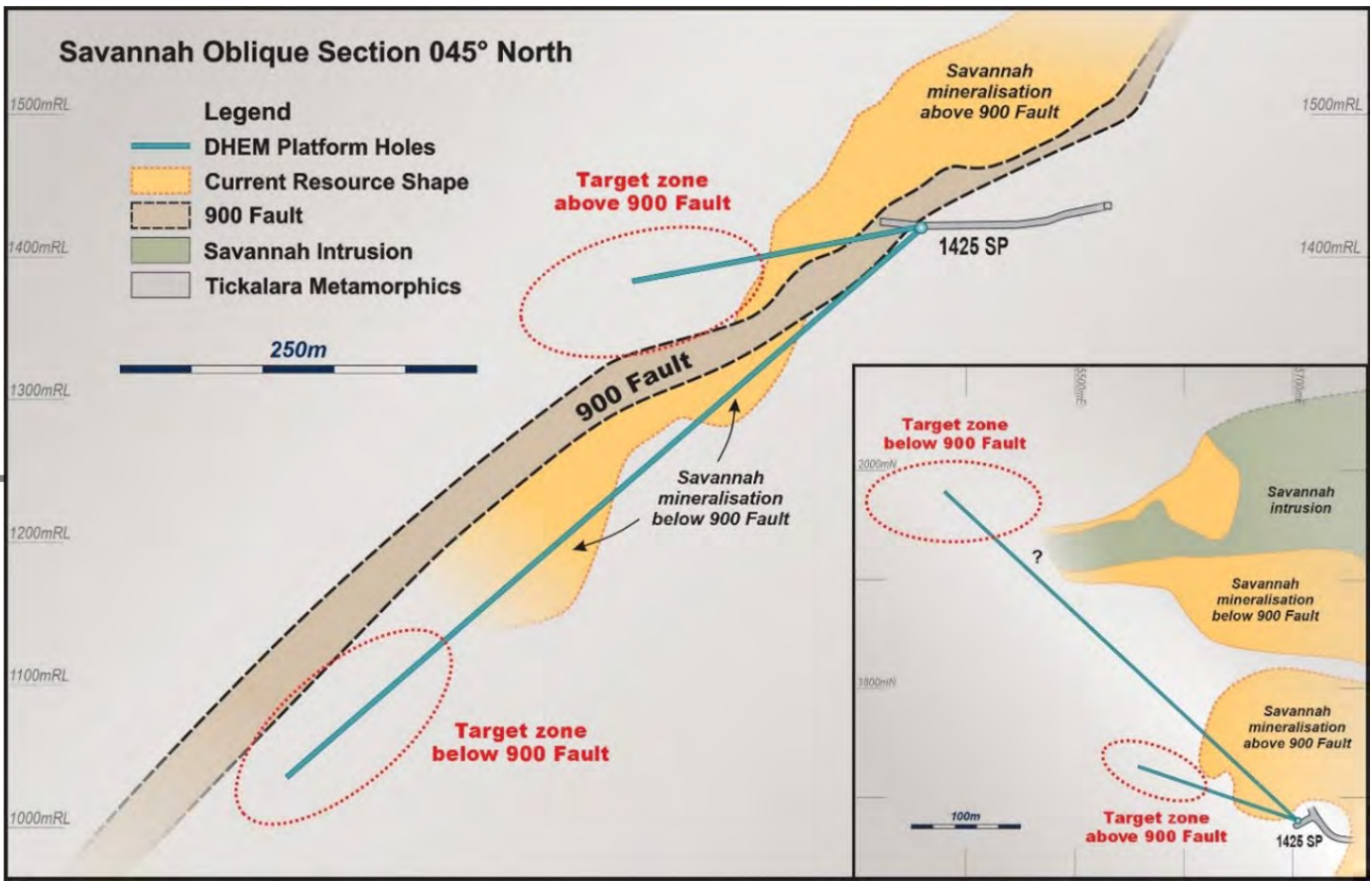
Below the 900 Fault, KUD2084 and KUD2050 are approximately 250m apart and are designed to target beneath and to the west of the currently known extents of the Savannah intrusion respectively. Above the 900 Fault, KUD2051 is a short 220m length hole designed to explore for possible westward extensions on the orebody.

Whilst being drilled, KUD2050 unexpectedly deviated slightly against rotation and lifted above design. As a result, the hole intersected the Savannah intrusion below the 900 Fault rather than below the intrusion as initially designed. Importantly, when traversing through the intrusion, KUD2050 intersected several significant zones of mineralisation including well-developed massive sulphide mineralisation on both the northern and southern contact of the intrusion.

Assayed results for these mineralised zones are:

- 6.45m @ 1.05% Ni, 0.31% Cu and 0.05% Co from 628m on the Northern Contact, including:
 - 3.6m @ 1.39% Ni, 0.17% Cu and 0.07% Co from 628.95m and
- 43m @ 0.79% Ni, 0.60% Cu and 0.04% Co from 652m within the Savannah orebody, including:
 - 11.60m @ 1.16% Ni, 0.54% Cu and 0.06% Co from 652m, including - 5.75m @ 1.67% Ni, 0.63% Cu and 0.08% Co from 652m
 - 15.80m @ 1.01% Ni, 0.74% Cu and 0.05% Co from 670.2m including - 7.5m @ 1.22% Ni, 1.10% Cu and 0.06% Co from 678.5m
- 5.05m @ 1.61% Ni, 1.10% Cu and 0.06% Co from 708.65m on the Southern Contact

Whilst close to the existing Savannah Resource below the 900 Fault, the KUD2050 mineralisation will improve on the width and grade of the known mineralisation in this area and thereby will build on the existing Savannah Resource in the future. Down hole surveying of these holes has been completed and the modelling of plates is underway. Additional drilling in this area is planned during FY24.



CROSS SECTION AND PLAN OF THE PROPOSED DHEM PLATFORM HOLES PROXIMAL TO THE SAVANNAH EXTENSION

The follow-up DHEM surveys in previously drilled holes SMD188 and SMD190 in the Stoney Creek Intrusion and SMD191 and SMD192 in the Northern Ultramafic Granulite Intrusion were completed during the June quarter with modelling underway.

The return of the Kimberley dry season enabled the resumption of diamond drilling. DDH1 Drilling was contracted and completed three surface diamond holes for approximately 1,500m. The focus of the drill program was testing the southeastern contact of the Dave Hill intrusion and follow up holes at the Keller Creek Graphite prospect.

09.

SURFACE EXPLORATION DRILLING

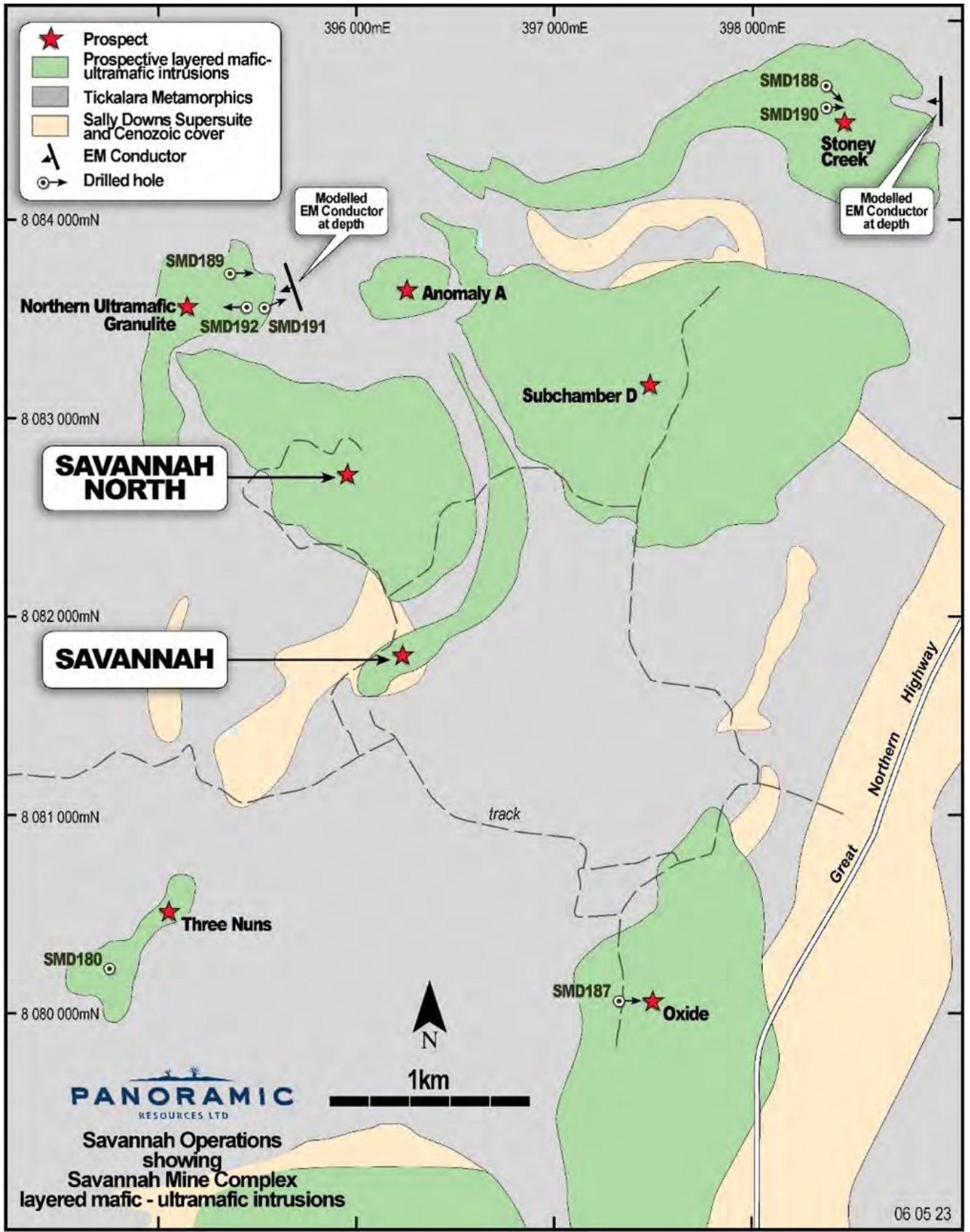
Three surface exploration diamond drill holes targeting previously identified EM conductors at Stoney Creek and the Northern Ultramafic Granulite were completed during the period for a total of 1,712 drill metres. All three holes completed were PVC cased to allow follow-up DHEM surveying in the first half of FY23. Assay results were still awaited at the time of this report.

Assay results from drill holes SM190-192 drilled in the previous year confirmed the presence and continuity of high MgO bearing rocks within the intrusive complexes that mirror rock chemistry within the Savannah and Savannah North intrusions. Further petrographic analysis complemented the assay results and further defined younger cross-cutting mafic granulites that also intersect the Savannah intrusive Complex.

Panoramic's 2023 exploration focus remained on further delineation of the Stoney Creek Intrusion and the Northern Ultramafic Gabbro with SMD190-192 to act as platforms for DHEM surveying.

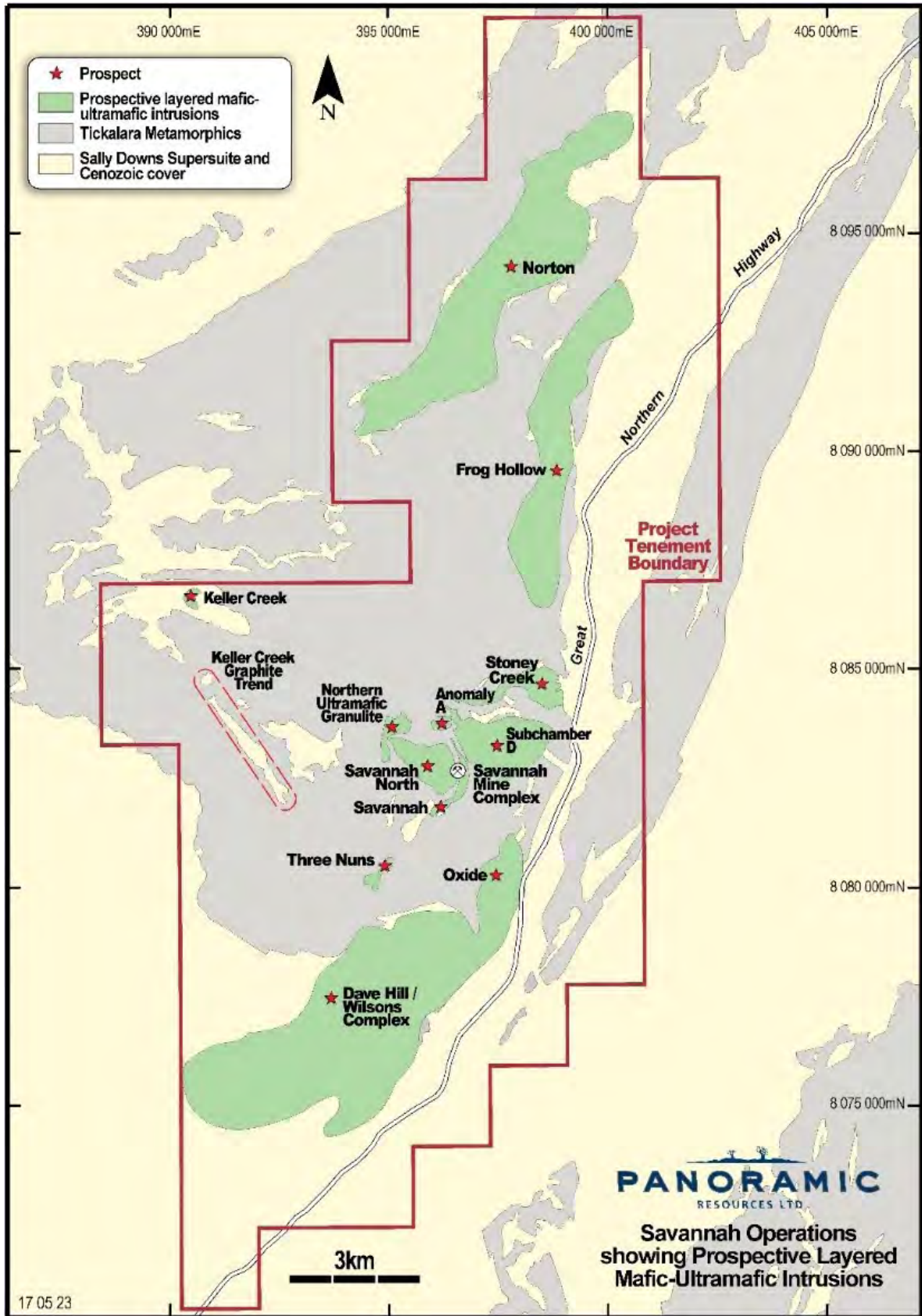
The upper DHEM platform tested down plunge extension of mineralisation and to the west of the known mineralisation above the 900 Fault. The lower DHEM platform hole was designed to test the western margin where previous drilling attempts have been unable to adequately test the area due to undesirable (sub-parallel) drilling angles.

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ULTRAMAFIC INTRUSIONS OF THE SAVANNAH INTRUSIVE COMPLEX HIGHLIGHTING RECENT DRILLING TO BE DHEM SURVEYED IN MAY 2023

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ULTRAMAFIC INTRUSIONS OF THE SAVANNAH INTRUSIVE COMPLEX HIGHLIGHTING SURFACE EXPLORATION TARGETS AND ULTRAMAFIC LITHOLOGY



For R

The Dave Hill/Wilson Creek Complex is located immediately to the south of Savannah. The Dave Hill and Wilson Creek layered cumulate bodies were previously considered to be two separate intrusions, however mapping, drilling and other studies by Panoramic indicate they belong to a single complex intrusion.

A renewed focus on surface mapping has found a secondary area prospective for ultramafic rocks on the southeastern margin of the intrusion. Drilling tested this contact area at depths previously impenetrable by surficial geophysical techniques.

The Keller Creek Graphite prospect is located immediately to the west of Savannah. Regional airborne electromagnetic surveys conducted by the Company in search of nickel sulphide mineralisation, identified several large stratigraphic horizons of graphite bearing meta-sediments (Tickalara Metamorphics) across the entire Keller Creek tenement.

The aim of the 2023 diamond drilling program focused on improving the RC program and determine the true thickness and Total Graphitic Carbon content of the graphite bearing horizon. The option to further understand the litho-geochemistry, graphite flake potential and complete metallurgical test work will also be available following the drilling program. Results were pending as of the end of the financial year.

10.

FOCUS FOR 2024

- **ADVANCE OPERATIONS AT SAVANNAH IN A SAFE AND SUSTAINABLE MANNER**
- **ADVANCE THE RAMP-UP OF THE SAVANNAH OPERATION**
- **DELIVER ON OUR FY24 PRODUCTION AND COST GUIDANCE**
- **PROVIDE SUPPORT TO OUR PEOPLE AND THE COMMUNITIES WHERE WE OPERATE**

Following the disruptions to operations in FY23, faulty equipment has been restored and logistic solutions are in place, with renewed focus for FY24 on the safe and efficient ramp-up of mining, processing and shipping activities at Savannah.

Production and cost guidance for FY24 reflects a consolidation of a progressive ramp-up into FY25. This reflects a significant improvement from FY23 and founded on an expected significant increase in productivity from the underground mine. In FY24 five working levels will be open at Savannah North compared to two at the start of FY23.

In addition, the Savannah extension (an area below the historical Savannah workings) will come into production for the very first time.

The recent appointment of a specialised paste fill contractor to manage the paste plant is also expected to improve paste fill reliability and positively influence mining productivity.

Underground mining contractor Barminco has all the equipment and people required to meet the FY24 targets in place from the start of the period and has also increased its inventory holdings on site to mitigate any maintenance delays due to parts unavailability as experienced in FY23.

The FY24 guidance contains assumptions for future commodity prices, exchange rates, costs and mine scheduling. Achievement of this guidance is dependent on the mine schedule at Savannah North and Savannah being executed as planned. Unit cash costs will continue to vary quarter on quarter and will be influenced by the relative proportions of nickel coming from ore development and stope production. The guidance range provided reflects a forecast average for the year.

For pers

“
**IN FY24 FIVE
WORKING LEVELS
WILL BE OPEN AT
SAVANNAH NORTH
COMPARED TO
TWO AT THE START
OF FY23**
”

| METRIC | FY24 GUIDANCE |
|--|----------------------------------|
| Nickel in concentrate production | 6,800 – 7,600t |
| Copper in concentrate production | 4,250 – 4,750t |
| Cobalt in concentrate production | 400 – 500t |
| C1 ¹ cost per pound of payable Ni | A\$10.05 – 11.25/lb ² |
| Sustaining Capital & Mine Development | A\$22 – 26M |
| Growth Expenditure | A\$10 – 12M |

NICKEL IN CONCENTRATE

FY24 production guidance reflects a blended production of ore from Savannah (Extension & remnants) and Savannah North (new mine). Savannah North provides approximately 52% of the ore feed, with Savannah providing the balance.

C1 COSTS

Includes operating cash costs that are directly incurred in producing concentrate and includes grade control drilling, road haulage, port, shipping, royalties and by-product credits net of treatment charges.

SUSTAINING CAPITAL & MINE DEVELOPMENT

The productive benefits of this capital expenditure are realised over the following 12 months and includes sustaining mine development expenditure which is carried out in both Savannah and Savannah North during the year.

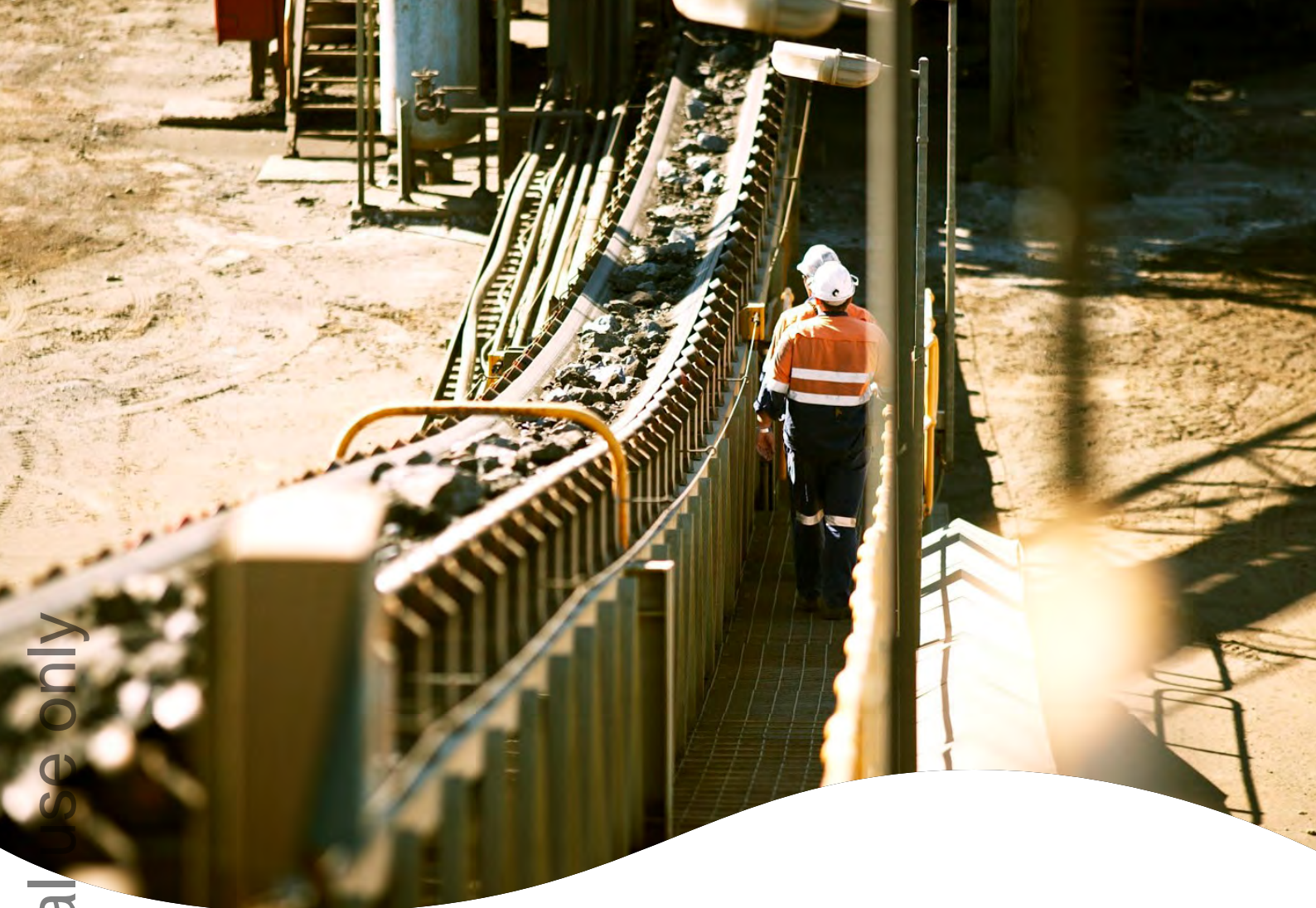
CAPITAL AND GROWTH EXPENDITURE

Is investment/startup/improvement expenditure where the productive benefits are derived over a period exceeding 12 months and includes advance lateral development expenditure where production in the developed area commences in a period exceeding 12 months. This expenditure also includes resource definition drilling carried out at both Savannah and Savannah North.



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11.

FINANCIAL REPORT

DIRECTORS' REPORT

The Directors present their report on the consolidated entity (referred to as the Group) consisting of the parent entity, Panoramic Resources Limited (Panoramic or the Company), and the entities it controlled at the end of, or during, the year ended 30 June 2023 (the reporting period) and the auditor's report thereon.

Directors

The names and details of the Company's Directors in office during the financial year and until the date of this report are set out below.

| Name | Period of Directorship |
|---|--|
| Mr Nicholas Cernotta <i>Independent Non-Executive Chair</i> | Appointed 2 May 2018, Chair from 25 May 2020 |
| Mr Victor Rajasooriar <i>Managing Director & Chief Executive Officer</i> | Appointed 11 November 2019 |
| Mr Peter Sullivan <i>Non-Executive Director</i> | Appointed 1 October 2015 |
| Ms Rebecca Hayward <i>Independent Non-Executive Director</i> | Appointed 21 June 2018 |
| Ms Gillian Swaby <i>Independent Non-Executive Director</i> | Appointed 8 October 2019 |

The qualifications, experience, other directorships and special responsibilities of the Directors in office for the financial year ending 30 June 2023 and up to the date of this report are detailed below.

| | |
|---|--|
| Nicholas Cernotta, age 61 | Independent Non-Executive Chair |
| Qualifications | B.Eng (Mining) |
| Experience | Mr Cernotta is a mining engineer with 40 years' experience in the mining industry, spanning various commodities and operations in Australia and in multiple jurisdictions overseas, including Africa, South East Asia, Mongolia and Saudi Arabia. Nick has held senior executive roles with extensive operational experience in both the public and private sectors of the mineral resources industry. More notable roles, include Director of Operations at Fortescue Metals Group Ltd, Chief Operating Officer at MacMahon Contracting and Director of Operations at Barrick Gold and CEO of GBF Underground Mining Company. |
| Other current listed company directorships | Northern Star Resources Limited - Non-Executive Director (since 1 July 2019) Pilbara Resources Limited - Non-Executive Director (since 6 February 2017) |
| Former listed company directorships in last three years | New Century Resources Limited - Non-Executive Director (from 28 March 2019 to 9 November 2022) |
| Special responsibilities | Member of the Remuneration Committee Member of the Risk and Sustainability Committee |

| | |
|---|--|
| Victor Rajasooriar, age 48 | Managing Director and Chief Executive Officer |
| Qualifications | B.Eng (Mining), AusIMM, MAICD |
| Experience | Mr Rajasooriar is a mining engineer with more than 25 years' operations and technical experience in multiple disciplines across both underground and open pit operations. Victor was Managing Director and CEO of Echo Resources Limited prior to its takeover by Northern Star Resources Limited in September 2019. Prior to joining Echo, Victor held the role of Chief Operating Officer for leading underground mining contractor, Barmenco. He was also the Managing Director of Breakaway Resources Limited and held senior operational positions for a range of mining companies including Newmont, Grange Resources and Bass Metals. |
| Former listed company directorships in last three years | No prior directorships |
| Special responsibilities | Member of the Risk and Sustainability Committee |

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DIRECTORS' REPORT

Directors (continued)

Peter Sullivan, age 67

Non-Executive Director

Qualifications

BE, MBA

Experience

Mr Sullivan holds a Bachelor of Engineering degree from the University of Western Australia and an MBA from the Australian Graduate School of Management. Mr Sullivan has been involved in the management and strategic development of resource companies and projects for more than 30 years in Australia and overseas. His work experience includes periods in project engineering, corporate finance, investment banking, corporate and operational management and public company directorships. Mr Sullivan previously held the role of Managing Director at Resolute Mining Limited for 14 years and was subsequently appointed a Non-Executive Director.

Other current listed company directorships

Horizon Gold Limited - Non-Executive Chair (since 7 July 2020)
Zeta Resources Limited - Non-Executive Chair (since 7 June 2013)
Alliance Nickel - Non-Executive Director (since 1 October 2004), Non-Executive Chair (since 20 March 2017), Managing Director (24 June 1996 to 1 October 2004).

Former listed company directorships in last three years

Resolute Mining Limited - Non-Executive Director (30 June 2015 to 27 May 2021), Managing Director (14 February 2001 to 30 June 2015)
Copper Mountain Mining Corporation - Non-Executive Director (30 October 2020 to 21 June 2023).

Special responsibilities

Chair of the Remuneration Committee
Member of the Audit and Governance Committee

Gillian Swaby, age 63

Independent Non-Executive Director

Qualifications

BBus, FAICD, FGIA, AAusIMM

Experience

Ms Swaby is an experienced mining executive with over 35 years' experience in the resources sector and has a broad skillset across a range of corporate, finance and governance areas having held senior roles including Chief Financial Officer, Company Secretary, Director and corporate advisor. Ms Swaby has been involved in the development of several projects and operated across a number of jurisdictions globally.

Other current listed company directorships

Deep Yellow Limited - Executive Director (since 29 June 2017)
Comet Ridge Limited - Non-Executive Director (since 9 January 2004)

Former listed company directorships in last three years

No prior directorships

Special responsibilities

Chair of the Audit and Governance Committee
Member of the Remuneration Committee

Rebecca Hayward, age 41

Independent Non-Executive Director

Qualifications

LLB

Experience

Ms Hayward is an experienced infrastructure and resources lawyer, with a strong background in mining, energy and large scale infrastructure transactions. Ms Hayward is currently the global head of contracts, procurement and supply chain for Fortescue Future Industries. Ms Hayward was a Senior Associate at Clayton Utz in the Melbourne Construction and Major Projects team, where she had a role in a number of large infrastructure projects for both the private and public sectors.

Other current listed company directorships

No other current directorships

Former listed company directorships in last three years

No prior directorships

Special responsibilities

Chair of the Risk and Sustainability Committee
Member of the Audit and Governance Committee

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DIRECTORS' REPORT

Company Secretary

Susan Park

Qualifications

Experience

Company Secretary

B.Com, ACA, FFin, FGIA, FCG, GAICD

Ms Park has over 25 years' experience in the corporate finance industry and extensive experience in Company Secretarial and Non-Executive Director roles with ASX, AIM and TSX listed companies. Ms Park is the founder and Managing Director of boutique consulting firm Park Advisory which specialises in the provision of corporate governance and company secretarial advice to ASX listed companies and has held senior executive roles at Ernst & Young and PricewaterhouseCoopers in their Corporate Finance divisions and at BankWest in their Strategy and Ventures division.

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DIRECTORS' REPORT

Committee structure and membership

Members acting on the committees of the Board as at the date this report are set out below.

| Audit and Governance Committee | Remuneration Committee | Risk and Sustainability Committee |
|--------------------------------|------------------------|-----------------------------------|
| G. Swaby (Chair) | P. Sullivan (Chair) | R. Hayward (Chair) |
| R. Hayward | N. Cernotta | N. Cernotta |
| P. Sullivan | G. Swaby | V. Rajasooriar |

The company secretary acts as the secretary on each of the committees of the Board.

Directors' meetings

The number of meetings of Directors (including meetings of Committees of Directors) held during the year and the number of meetings attended by each Director are detailed below:

| | Meetings of Committees | | | | | | | |
|----------------|------------------------|----|-----------------------------------|---|---------------------------|---|--------------------------------------|---|
| | Board Meetings | | Audit and Governance ¹ | | Remuneration ² | | Risk and Sustainability ³ | |
| | A | B | A | B | A | B | A | B |
| N. Cernotta | 13 | 13 | - | - | 2 | 2 | 2 | 2 |
| V. Rajasooriar | 13 | 13 | - | - | - | - | 2 | 2 |
| P. Sullivan | 13 | 13 | 3 | 3 | 2 | 2 | - | - |
| R. Hayward | 12 | 13 | 3 | 3 | - | - | 2 | 2 |
| G. Swaby | 12 | 13 | 3 | 3 | 2 | 2 | - | - |

A Number of meetings attended.

B Number of meetings held during the time the Director held office or was a member of the relevant committee during the year.

- 1 Independent non-executive director Ms G. Swaby is Chair of the Audit and Governance Committee and the members of the committee are independent non-executive director Ms R Hayward and non-executive director Mr P Sullivan
- 2 Non-executive director Mr P. Sullivan is chair of the Remuneration Committee and the members of the committee are independent non-executive director Ms G. Swaby and independent chair of the board Mr N. Cernotta
- 3 Independent non-executive director Ms R. Hayward is chair of the Risk and Sustainability Committee and the members of the committee are independent chair of the board Mr N. Cernotta and Managing Director Mr V. Rajasooriar.

Directors' Interests

Interests in the shares of the Company and related bodies corporate

As at the date of this report, the interests of the Directors in the shares of Panoramic Resources Limited were:

| | Number of Ordinary shares | Performance rights over ordinary shares |
|---------------------|---------------------------|---|
| Nicholas L Cernotta | 107,500 | - |
| Victor Rajasooriar | 1,791,666 | 14,247,139 ⁽¹⁾ |
| Peter Sullivan | - | - |
| Rebecca Hayward | 107,500 | - |
| Gillian Swaby | 107,500 | - |

(1) Does not include an award of rights to Mr Rajasooriar (Managing Director) post 30 June 2023 totalling 16,748,466 that is subject to shareholder approval at the Company's upcoming 2023 Annual General Meeting of shareholders.

Securities

Options

At the date of this report, unissued ordinary shares of the Company under option are nil.

Performance Rights

On 25 October 2022, the Company issued 2,540,131 performance rights to employees. These performance rights are subject to performance conditions to 30 June 2025 and expire on 30 June 2027.

On 25 October 2022, following shareholder approval, the Company issued 2,837,838 performance rights to the Managing Director and CEO Mr Victor Rajasooriar. These performance rights are subject to performance conditions over the period to 30 June 2025 and expire on 30 June 2027.

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DIRECTORS' REPORT

Performance Rights (continued)

No shares were issued on exercise of performance rights during the year. A reconciliation of performance rights outstanding at the date of this report appears below.

| | Number of rights |
|---|------------------|
| Rights outstanding at 30 June 2022 | 17,833,488 |
| Rights issued during the year | 5,377,969 |
| Rights vested during the year | - |
| Rights lapsed during the year | - |
| Rights forfeited during the year | - |
| Rights issued post year end ⁽ⁱ⁾ | 22,928,374 |
| Rights vested post year end | (1,058,020) |
| Rights lapsed post year end | (9,212,249) |
| Rights forfeited post year end | - |
| Rights outstanding at the date of this report | 35,869,562 |

(i) Includes an award of rights to Mr Rajasooriar (Managing Director) totalling 16,748,466 that is subject to shareholder approval at the Company's upcoming 2023 annual general meeting of shareholders. This award includes 6,748,466 performance rights that will be subject to testing including the Company's performance against total shareholder return measures and will have a three-year performance period ending on 30 June 2026 and 10,000,000 conditional retention rights to be issued in two tranches of 5,000,000 that vest on 30 June 2025 and 30 June 2027 respectively subject to achieving strategic objectives set by the Board and a service vesting condition. Performance rights issued to KMP and other senior managers (other than Mr Rajasooriar) total 6,179,908 and are subject to testing including the Company's performance against total shareholder return measures and will have a three-year performance period ending on 30 June 2026.

Dividends

No final dividend has been declared for the financial year ended 30 June 2023 (2022: nil).

Principal activities

The principal activities of the consolidated Group during the year were:

- Production and sale of nickel concentrate, containing copper and cobalt by-products from the Group's 100% owned Savannah Nickel Mine in Western Australia.
- Exploration, evaluation and development of mineral tenements and projects in Western Australia.

DIRECTORS' REPORT

Operational and financial review

Financial Performance

The Group's performance during the financial year ended 30 June 2023 and for the four previous financial years, are set out in the table below. The financial results shown below were prepared under the Australian Accounting Standards.

| Year Ended 30 June | | 2023 | 2022 | 2021 | 2020 | 2019 |
|--|---------------|-----------------|---------------|----------------|-----------------|----------------|
| Revenue and other income | \$'000 | 196,160 | 91,242 | 10,677 | 80,345 | 27,885 |
| Cost of sales of goods | \$'000 | (156,272) | (65,760) | - | (87,000) | (20,900) |
| Royalties | \$'000 | (8,464) | (4,869) | - | (3,402) | (1,904) |
| Exploration and evaluation expenditure written off | \$'000 | (836) | (844) | (945) | (484) | (671) |
| Care and maintenance expenses | \$'000 | - | - | (11,442) | (619) | (847) |
| Fair value change of financial assets | \$'000 | (3,022) | 4,745 | (121) | (190) | (1,511) |
| Corporate and marketing costs | \$'000 | (7,348) | (6,102) | (5,656) | (7,695) | (4,929) |
| Other income / (expenses) | \$'000 | 876 | 1,525 | (956) | (15,864) | 2,273 |
| EBITDA (before impairment)⁽²⁾ | \$'000 | 21,094 | 19,937 | (8,443) | (34,909) | (604) |
| Depreciation and amortisation | \$'000 | (42,712) | (8,152) | (5,028) | (18,656) | (7,039) |
| Net impairment reversal / (impairment) of assets | \$'000 | - | - | 14,187 | (27,063) | (18,255) |
| Finance costs | \$'000 | (11,554) | (5,525) | (422) | (7,260) | (1,383) |
| (Loss) / Profit before tax | \$'000 | (33,172) | 6,260 | 295 | (87,888) | (9,229) |
| Income tax (expense) / benefit | \$'000 | - | - | - | - | - |
| Net (Loss) / Profit after tax | \$'000 | (33,172) | 6,260 | 295 | (87,888) | 9,229 |
| (Loss) / Earnings per share | cents | (1.6) | 0.3 | 0.0 | (8.8) | 1.4 |
| Dividends per share | cents | - | - | - | - | - |
| Market capitalisation | \$'000 | 188,684 | 420,437 | 307,637 | 166,124 | 163,307 |
| Closing share price | \$ per share | 0.092 | 0.205 | 0.15 | 0.081 | 0.295 |
| Return on equity | % | (9.4) | 1.8 | 0.1 | (31.2) | 4.6 |

Note (1): Comparative information has not been restated for the impact of AASB 9 *Financial Instruments*, AASB 15 *Revenue from contracts with customers* (adopted in 2019) and AASB 16 *Leases* (adopted in 2020).

Note (2): EBITDA (before impairment) is non-IFRS information and has not been audited by the Company's auditor, Ernst & Young (EY). The table above shows how it is reconciled to the Consolidated Income Statement. EBITDA (before impairment) has been included for the purpose of reconciling earnings without impairment.

The Group recorded a loss after tax for the year ended 30 June 2023 of \$33,172,000 (2022: profit after tax of \$6,260,000). The results for the year reflect the first full year of commercial production, which was achieved from 1 April 2022, following the re-commencement of operations at Savannah Nickel Project in July 2021.

Revenue and other income

Revenue includes concentrate sales, shipping of concentrates and other income. Total revenue increased by \$105.1 million when compared to the prior year.

Concentrate revenue is subject to a quotational period (QP) adjustment in a defined period following shipment and provisional invoicing. A QP adjustment may arise in future months where the final sales value of the shipment differs from the provisional revenue received. Where there is a difference, either the Company or the offtake partner is required to financially settle this amount. The value of the unrealised QP loss adjustment included in revenue as at 30 June 2023 totals \$7.003 million and results from a net decrease in commodity prices during the quotational period.

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DIRECTORS' REPORT

Operational and financial review (continued)

Revenue and other income (continued)

The following table provides a breakdown of concentrate revenue by commodity.

| Revenue breakdown by commodity | 30 Jun 2023 | 30 Jun 2022 |
|---------------------------------------|--------------------|--------------------|
| | % | % |
| Revenue from sales of nickel | 83.2 | 79.6 |
| Revenue from sales of copper | 12.1 | 12.8 |
| Revenue from sales of cobalt | 4.7 | 7.6 |
| | 100.0 | 100.0 |

Other income totalled \$648,000 (2022: \$2,665,000) which included foreign exchange gains. Prior year income included the sale of obsolete inventory totalling \$240,000.

Cost of production

Costs of goods sold were incurred during the year totalling \$206.92 million (2022: \$78.78 million) which resulted from the operations at the Savannah Nickel Project.

The project was in pre-commercial production stage in the prior year up to 31 March 2022. Commercial production was achieved from 1 April 2022 when the project demonstrated the required performance at steady or increasing levels on a sustained basis. At this time, the capitalisation of certain operating costs ceased, and amortisation of mine properties commenced.

Royalties

Government royalties are levied at a rate of 2.5% on the contained metals sold for nickel, copper and cobalt in concentrate. A traditional owner royalty is also payable on concentrate revenue net of certain off site logistic and transportation costs.

The combined cost of these royalties on the concentrate sold during the year totalled \$8.46 million (2022: \$4.87 million).

Exploration and evaluation

For the year ended 30 June 2023 the Group's exploration and evaluation expenses totalled \$0.836 million (2022: \$0.844 million). Exploration activities include near mine and regional work on areas of interest where reserves have not yet been established. These areas include Stoney Creek and the Northern Ultramafic Granulite.

Corporate and other costs

Corporate and other costs of \$7.88 million (2022: 6.62 million) were higher than the previous reporting period, and results from costs associated with the ramp-up of operations at the Savannah Nickel Project.

Depreciation and amortisation

The following table shows the carrying value of assets that are subject to depreciation or amortisation charges.

| | Carrying value | Carrying value | Depreciation and |
|--|-----------------------|-----------------------|-------------------------|
| | June 2023 | June 2022 | amortisation |
| | \$000 | \$000 | during the year |
| | | | \$000 |
| Mine properties | 190,364 | 193,566 | 27,823 |
| Plant and equipment, including assets under construction | 26,826 | 27,817 | 4,299 |
| Right-of-use assets | 26,111 | 27,688 | 10,590 |
| | 243,301 | 249,071 | 42,712 |

DIRECTORS' REPORT

Operational and financial review (continued)

Impairment

An impairment assessment was undertaken at 30 June 2023 for the Savannah Nickel Project which considered a number of inputs including the progress made with the ramp-up of production at the nickel Cash Generating Unit (CGU) together with updated capital and operating costs, current forecast commodity prices and foreign exchange rates for AUD:USD. The assessment concluded that there were indicators of impairment for the year ended 30 June 2023. A financial model was prepared to assess the recoverable amount of the CGU. The results from the model concluded that the recoverable amount supported the carrying value of the CGU at 30 June 2023 albeit there was minimal headroom between the carrying value of the asset and recoverable amount of the CGU. As a result, no impairment charge was recognised in the financial year. Refer to Note 21 for further information on Impairment.

The assessment also concluded there were no reversal indicators with respect to prior year impairment charges (not yet reversed).

Finance costs

Finance expenses increased in the current year to \$11.554 million (2022: \$5.525 million). The higher costs result from the following.

- Interest on leases totalled \$1.384 million an increase of \$0.354 million due to the addition of new right-of-use assets during the year.
- Foreign exchange losses totalled \$3.177 million an increase of \$0.1 million as a result of the revaluation of USD borrowings (Trafigura debt) and USD trade receivables (concentrate sales).
- Interest on USD debt and borrowings (secured loan facility with Trafigura Pte Ltd) totalled \$6.218 million an increase of \$5.291 million from the prior year. The increase is due to a combination of higher SOFR base interest rates (the result of global market conditions), lower AUD:USD foreign exchange rates and higher levels of drawn debt during the year.
- Interest costs of \$1.098 million were capitalised to mine properties during the Savannah Nickel Project pre-commercial production stage in the prior year.

Tax expense

The Group has not brought to account net deferred tax assets as it is not probable as at 30 June 2023 that the Group will generate sufficient future taxable profit to utilise the unrecognised net deferred tax asset. The value of unutilised tax losses not brought to account at 30 June 2023 totals \$77.97 million (2022: \$68.46 million).

Financial Position

The net assets of the Group have decreased by \$32.1 million to \$141.5 million (2022: \$173.6 million) during the reporting period.

Net working capital - current assets less current liabilities

As at 30 June 2023, the Group had a working capital deficit of \$43.48 million (30 June 2022: \$3.41 million deficit). The deficit includes the following current liability amounts:

- Debt repayments totalling A\$35.22 million (30 June 2022: A\$8.64 million) that are payable to Trafigura under the secured loan facility. These debt repayments comprise Prepayment Loan Facility (PLF) forecast monthly repayments to be paid over the period July 2023 to June 2024 and the full repayment of the Revolving Credit Facility (RCF) totalling A\$22.62 million (US\$15.0 million) on or before 31 December 2023.
- Fair value measurement totalling A\$7.73 million on account of provisional concentrate sales not finalised or settled at year end (see Note 10). The liability includes three shipments where settlement has been delayed from February, March and April 2023 as a result of protracted timeframes to agree final assays and invoicing values with the Company's former offtake partner totalling A\$5.09 million. The Company anticipates settling these amounts in August 2023.

In June 2023, the Company's cash position was impacted by the suspension of concentrate production from 12 June 2023 following the mechanical failure of the filter press head plate assembly at the Savannah Nickel Operation. As a result, lower than planned concentrate sales and therefore lower cash generation was achieved in June with actual shipped volumes totalling 3,602wmt, being a reduction of approximately 3,800wmt to 4,800wmt on planned volumes for that month. On 10 July 2023, the Company announced the return to normal concentrate production following the completion of repairs to the filter press.

In addition, the Group made an after-tax loss of \$33.17 million (30 June 2022: after-tax profit \$6.26 million) and had cash outflows from operation and investment activities of \$2.43 million (30 June 2022: \$32.77 million outflow) for the year ended 30 June 2023.

On 26 July 2023, the Company commenced a capital raise comprising a \$40 million two tranche placement (fully underwritten) and a \$5 million share purchase plan (non-underwritten targeted amount). At the date of this report, the Company had received funds totalling A\$15.4 million (before costs) from placement tranche 1. The remaining portion of

DIRECTORS' REPORT

Operational and financial review (continued)

the funding from placement tranche 2 and the share purchase plan is subject to shareholder approval to be sought at a General Meeting of the Company to be held on 4 September 2023.

In July 2023, Trafigura agreed to extend the US\$15.0 million RCF availability period by twelve months to 31 December 2024 subject to the Company successfully completing (on or before 15 September 2023) a capital raise of not less than A\$40 million (before costs). Had this extension been in place at 30 June 2023, the drawn value of the RCF would be classified as a non-current liability.

Cash balance

Group cash on hand at 30 June 2023 was \$13.9 million (2022: \$21.8 million). The change in cash during the year reflects the continuation of the ramp-up in operations at the Savannah Nickel Project where production output has not yet reached design levels, industry wide cost escalation due to inflation and market conditions, lower commodity prices, offset in part by lower AUD:USD foreign exchange rates. Cash receipts in June 2023 were materially impacted by the suspension of concentrate production in the month following the mechanical breakdown of the filter press head plate assembly. As a result, planned concentrate sales and shipment volumes were not achieved.

Trade and other receivables

Trade and other receivables at 30 June 2023 were \$2.755 million (2022: \$3.797 million). The reduction is due to the receipt of the final instalment from the sale of the Thunder Bay North Project (sold in the 2020 financial year). This amount was received in December 2022.

Inventories

Current inventories decreased to \$10.95 million (2022 \$12.84 million) being a reduction of \$1.88 million.

Concentrate stocks on hand reduced to \$1.86 million (2022: \$9.34 million) due to a combination of elevated prior year inventories arising from the delayed completion of the June 2022 shipment to July 2022, and the impact of the suspension of concentrate production in June 2023 following the mechanical failure of the filter press.

Offsetting the above, ore stocks on surface increased to \$3.85 million (2022: Nil) as a result of the stockpiling of blasted ore following the suspension of concentrate production in June 2023. Stores and consumable inventories increased to \$5.24 million (2022: \$3.49 million) reflecting the turnover and replacement of previously written off inventory items (from the care and maintenance period) together with higher stock holdings.

Derivative financial instruments

The Group actively manages USD nickel price risk for each concentrate shipment by assessing current and forecast commodity prices and, where appropriate protecting a portion (from 0% up to 95% of the payable volume in each shipment) of the nickel cash flow received from provisional invoicing. Outstanding USD nickel derivatives (forward contracts) at 30 June 2023 total 347t, representing 74% of the contained metal in the relevant shipments that have not been finalised. The average derivative price achieved for these shipments is US\$24,509/t. The carrying value of derivative financial instruments represent the mark to market gain on unsettled USD nickel forward derivative contracts. The unrealised gain on these derivatives as at 30 June 2023 is A\$1.7 million (2022: A\$5.0 million unrealised gain).

Mine properties

The Company invested a total of \$21.78 million in mine development activities during the year. This includes Savannah Nickel Project expenditure for underground mine development in the Savannah North, Savannah and Savannah Extension ore bodies. Offsetting these additions were amortisation charges for the year totalling \$27.82 million.

Property, plant and equipment, including assets under construction

The carrying value of property, plant and equipment, including assets under construction, is \$26.83 million (2022: \$25.69 million) at the end of the year. Additions for the year totalled \$3.31 million with major items of expenditure comprising processing plant stage two refurbishment works \$0.94 million, fuel management system \$0.35 million, camp upgrades \$0.22 million. Offsetting these additions were depreciation charges for the year totalling \$4.29 million.

Right-of-use (ROU) assets

The carrying value of right-of-use (ROU) assets at year-end is \$26.11 million, a decrease of \$3.7 million compared to the prior financial year. The underground ventilation chillers totalling \$9.65 million was the major addition during the year. Offsetting these additions were depreciation charges for the year totalling \$10.59 million.

Net tax balances

At balance date, the Group had an unrecognised deferred tax asset value of \$77.97 million (2022: \$68.46 million). Until such time as the Savannah Nickel Project is expected to generate future taxable profit, this asset will not be recognised in the consolidated statement of financial position.

Provisions

Total current and non-current provisions for the Group have increased by \$0.16 million to \$21.89 million as at 30 June 2023. The Group's provisions predominately relate to future mine rehabilitation activities see Note 23 and employee entitlements for long service and annual leave. The increase in the value in the reporting period is due to a rise in annual provisions offset by the settlement of FY2022 provision for employee short-term incentive payments totalling \$0.469 million and provision for variation in the Mining Services Agreement totalling \$0.60 million.

DIRECTORS' REPORT

Operational and financial review (continued)

Capital structure

The debt to equity ratio (borrowings on contributed equity) at 30 June 2023 was 26% (2022: 22%).

Cash Flows

Operating activities

Net cash from operating activities was an inflow of \$20.79 million (2022: inflow \$27.24 million) for the year. Cash inflows received from the sale of concentrate net of QP adjustments and derivative settlements totalled \$188.63 million (2022: \$80.84 million). Concentrate cash inflows were received from eleven shipments comprising 77,721 dmt of concentrate.

Investing activities

Net cash outflow from investing activities was \$21.79 million (2022: outflow \$58.98 million) for the financial year. This included payments for property, plant and equipment of \$2.95 million and payments for mine development of \$23.28 million. A cash inflow from a deferred settlement instalment from the sale of the Thunder Bay Project totalling \$1.60 million was received in December 2022.

Financing activities

Net cash outflow from financing activities totalled \$6.84 million (2022: inflow \$30.29 million). During the year, the Company received US\$15.0 million (A\$21.72 million) in funding from the RCF tranche of the secured loan facility with Trafigura Group Pte LTD (Trafigura). Debt service cash outflows totalled \$14.30 million for the year largely comprising repayments and interest costs on the Trafigura debt facility. Other financing outflows included the repayment of lease liabilities and interest (under AASB 16 Leases – right-of-use assets) totalling \$11.45 million.

Safety Performance

The Total Recordable Injury Frequency Rate (TRIFR) for the Group at the end of the 30 June 2023 was 6.3 compared with 4.5 in FY2022. The increase in TRIFR was due to hand related incidents at site, in response to this, various workshops were carried out within the workforce to educate employees on work practices and behaviours.

Review of Operations - Savannah Nickel Project

The Savannah Nickel Project located in the East Kimberly of Western Australia continued to progress the ramp-up of mine production towards design levels during the financial year. The Savannah project has a 12-year mine life with a clear potential to further extend this through ongoing exploration.

Overview

Key production achievements for the 12 months to 30 June 2023 are summarised in the table below:

| FY2023 Key Production Statistics | Tonnes | Grade (% Ni) | Contained Nickel (t) | Contained Copper (t) | Contained Cobalt (t) |
|----------------------------------|---------|--------------|----------------------|----------------------|----------------------|
| Mined ore | 680,438 | 1.02 | 6,973 | 3,476 | 444 |
| Milled ore | 648,324 | 1.04 | 6,724 | 3,341 | 419 |
| Concentrate produced (dmt) | 73,088 | 7.39 | 5,402 | 3,129 | 368 |
| Concentrate sales (dmt) | 77,271 | 7.31 | 5,649 | 3,250 | 400 |

Eleven concentrate shipments were achieved in the financial year ending 30 June 2023 for a volume totalling 77,271 dmt of concentrate containing 5,649t of nickel metal. Concentrate and shipping revenue (inclusive of all metals Ni, Cu and Co) totalled US\$128.9 million (A\$193.8 million).

Total site expenditure for the year net of by-product credits was \$165.2 million.

Savannah operating C1 expenditure (cash basis net of by-product credits) for the year was A\$124.11 million, which results in a C1 cash cost per pound of payable nickel of A\$13.25/lb.

Expenditure on sustaining capital inclusive of plant & equipment and mine development totalled A\$15.53 million, which results in a AISC unit cost per pound of payable nickel of A\$14.90/lb.

Growth expenditure and on-mine exploration costs were A\$25.58 million which results in an AIC unit cost per pound of payable nickel of A\$17.64/lb.

DIRECTORS' REPORT

Operational and financial review (continued)

Actual performance for the June 2023 quarter was impacted by the mechanical failure of the filter press head plate assembly and the resulting suspension of concentrate production. Underground mining activities as a result were modified to reduce the volume of ore brought to surface during the production outage.

The following table summarises unit cost performance for the 12 months to 30 June 2023.

| Unit costs | Units | Sept Qtr 2022 | Dec Qtr 2022 | Mar Qtr 2023 | Jun Qtr 2023 | FY2023 Total |
|------------|--------|------------------|-----------------|-----------------|-----------------|-----------------|
| C1 | A\$/lb | 11.92 | 11.81 | 12.78 | 17.49 | 13.25 |
| AISC | A\$/lb | 13.80 | 13.71 | 13.65 | 19.59 | 14.90 |
| AIC | A\$/lb | 17.89 | 16.06 | 15.55 | 22.33 | 17.64 |

Underground Mining

A total of 680,438 tonnes of ore was mined during the year comprising grades of 1.02% Ni, 0.51% Cu and 0.07% Co. Ore was sourced from both Savannah remnants ore reserve (35% or 239,790t ore) and Savannah North (65% or 440,646t ore).

Total material movement (ore and waste) for the year was 887,724t.

During the December quarter a decision was made to reduce planned capital development advance as part of a broader cost mitigation strategy. The jumbo fleet was reduced to one machine (from two) as the Savannah North decline and capital infrastructure was sufficiently advanced to support the current mining front. The reduced capital development rates continued for the remainder of the financial year and is scheduled to continue into FY2024.

In the June quarter paste production and delivery experienced delays and outages due to blockages in the lines that deliver the paste to the underground mine. As a result of the rectification works and delays a re-sequencing of the mine plan was required to bring into production lower grade stopes which were independent of paste fill.

In June 2023 mine production was further impeded by the failure of the filter press head plate assembly in the processing plant and suspension of concentrate production. Paste fill production was materially reduced during the suspension period and ore production within the underground was restricted in order to reduce the oxidation of mined ore on the surface stockpile. A total of approximately 55,000t of ore was available to be blasted and mined but was held back in the underground mine during the month.

The following table shows the quarterly physicals achieved for the 12 months to 30 June 2023.

| Area | Details | Units | Sep Qtr 2022 | Dec Qtr 2022 | Mar Qtr 2023 | Jun Qtr 2023 | FY2023 |
|--------|--------------------|-------|-----------------|-----------------|-----------------|-----------------|---------|
| Mining | Jumbo development | m | 1,304 | 1,142 | 803 | 922 | 4,171 |
| | Ore mined | dmt | 151,045 | 178,239 | 174,924 | 176,229 | 680,438 |
| | Ni grade | % | 1.08 | 1.07 | 1.03 | 0.93 | 1.02 |
| | Ni Metal contained | dmt | 1,636 | 1,902 | 1,803 | 1,631 | 6,973 |
| | Cu grade | % | 0.57 | 0.51 | 0.50 | 0.48 | 0.51 |
| | Co grade | % | 0.06 | 0.07 | 0.07 | 0.06 | 0.07 |

Processing

Ore milled during the year totalled 648,324t @ 1.04% Ni, 0.52% Cu and 0.06% Co. Nickel recoveries improved over the year achieving a 80.34% average (2022: 72.34%). Recoveries for copper and cobalt increased over the course of the year and were in line with expectations with the June quarter average achieving 93.81% for copper and 87.98% for cobalt.

Concentrate produced during the year totalled 73,088dmt grading 7.39% Ni, 4.28% Cu and 0.50% Co. The contained metal in concentrate totalled 5,402t of nickel, 3,129t of copper and 368t of cobalt.

Manning levels within processing and maintenance areas improved during the year with our main contractor Primero becoming less reliant on sub-contractors. This improved stability in the workforce has resulted in more consistent and reliable running of the plant.

A higher proportion of low-grade ore was processed during the June 2023 quarter as a result of changes to the mining sequence / plan that were required to manage paste fill delivery issues within the underground mine.

DIRECTORS' REPORT

Operational and financial review (continued)

Processing (continued)

On 12 June 2023 concentrate production was suspended following the mechanical failure of the filter press head plate assembly in the processing plant. Initial repair works were unsuccessful, and it was determined a full replacement of the assembly was required. The replacement head plate required design and manufacture. On 10 July 2023, the Company announced the return to normal concentrate production following the completion of repairs to the filter press.

Cambridge Gulf Limited (CGL) provides road haulage services to transport concentrate from the mine at Savannah to the port at Wyndham where the Company maintains a purpose-built storage shed and loading facility. Concentrate hauled for the year totalled 80,489wmt. This was achieved safely and without incident.

The following table shows the quarterly physicals achieved for the 12 months to 30 June 2023.

| Area | Details | Units | Sept Qtr 2022 | Dec Qtr 2022 | Mar Qtr 2023 | June Qtr 2023 | FY2023 Total |
|---------------------------|--------------------|-------|------------------|-----------------|-----------------|------------------|-----------------|
| Milling | Ore milled | dmt | 154,196 | 176,888 | 170,562 | 146,678 | 648,324 |
| | Ni grade | % | 1.08 | 1.07 | 1.05 | 0.94 | 1.04 |
| | Cu grade | % | 0.56 | 0.50 | 0.51 | 0.48 | 0.52 |
| | Co grade | % | 0.07 | 0.07 | 0.06 | 0.06 | 0.06 |
| | Ni recovery | % | 79.98 | 80.82 | 81.46 | 78.62 | 80.34 |
| | Cu recovery | % | 93.80 | 93.23 | 93.90 | 93.81 | 93.67 |
| | Co recovery | % | 85.80 | 88.06 | 89.59 | 87.98 | 87.90 |
| Concentrate Production | Concentrate | dmt | 18,010 | 20,274 | 19,764 | 15,039 | 73,088 |
| | Ni grade | % | 7.39 | 7.52 | 7.41 | 7.19 | 7.39 |
| | Ni Metal contained | dmt | 1,331 | 1,524 | 1,465 | 1,081 | 5,402 |
| | Cu grade | % | 4.54 | 4.09 | 4.17 | 4.38 | 4.28 |
| | Cu Metal contained | dmt | 817 | 830 | 825 | 658 | 3,129 |
| | Co grade | % | 0.48 | 0.52 | 0.50 | 0.51 | 0.50 |
| | Co Metal contained | dmt | 87 | 105 | 99 | 76 | 368 |

On 18 August 2023 the Company announced to the ASX the early termination of the agreement held with Primero Group Limited (Primero) for the provision of operating and maintenance services at the Savannah processing plant. These activities will be undertaken by the Company. Approximately 80 Primero employees will be offered employment with the Company. Primero will provide ongoing services for a period of up to 90 days whilst the transition is completed.

Port Operations and Shipments

During the year a total of eleven shipments were completed which resulted in the sale of concentrate totalling 77,271dmt containing 5,649t of nickel, 3,250t of copper and 400t of cobalt.

At the end of the year unsold concentrate stocks on hand totalled 1,154wmt at the mine site.

The following table shows the quarterly physicals achieved for the 12 months to 30 June 2023.

| Area | Details | Units | Sept Qtr 2022 | Dec Qtr 2022 | Mar Qtr 2023 | June Qtr 2023 | FY2023 Total |
|--------------------------|--------------------|-------|------------------|-----------------|-----------------|------------------|-----------------|
| Concentrate Shipments | Concentrate | dmt | 16,135 | 23,801 | 22,217 | 15,118 | 77,271 |
| | Ni grade | % | 7.25 | 7.37 | 7.39 | 7.20 | 7.31 |
| | Ni Metal contained | dmt | 1,170 | 1,755 | 1,642 | 1,082 | 5,649 |
| | Cu grade | % | 4.17 | 4.18 | 4.13 | 4.41 | 4.21 |
| | Cu Metal contained | dmt | 672 | 996 | 917 | 665 | 3,250 |
| | Co grade | % | 0.47 | 0.54 | 0.50 | 0.55 | 0.51 |
| | Co Metal contained | dmt | 77 | 128 | 112 | 84 | 400 |

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DIRECTORS' REPORT

Operational and financial review (continued)

Derivatives

The Group actively manages USD nickel price risk for each concentrate shipment by assessing current and forecast commodity prices and where appropriate protecting a portion of the nickel cash flow received from provisional invoicing. The Group's policy allows nickel derivative protection (forward contracts) up to 95% of the estimated payable volume in each shipment. This leaves the Company with a modest exposure to movements in the nickel price. The intent of these derivatives is to manage metal pricing risk and cash flow during the period from provisional invoice / cash receipt through to final invoice following the QP.

In accordance with the Company's policy, USD forward contracts with Macquarie Bank and National Australia Bank were executed during the full year for 3,491 t of nickel metal achieving an average price of US\$25,114/t.

As at 30 June 2023 outstanding derivatives total 347t and represent 74% of the contained metal in the relevant shipments that have not been finalised. The average price achieved for these unsettled derivatives is US\$24,509/t.

The following table shows the delivery profile for unsettled derivatives as at 30 June 2023.

| Nickel Derivatives | | Jul-23 |
|--------------------|--------|--------|
| Volume | t | 347 |
| Settlement Price | US\$/t | 24,509 |

The unrealised mark to market gain on these derivatives as at 30 June 2023 is A\$1.7 million (2022: A\$5.0 million unrealised gain).

Savannah Nickel Project – in mine exploration activities

An updated Mineral Resource Estimate (MRE) and Ore Reserve for the Savannah North deposit was completed in the September 2022 quarter (refer to ASX announcement 29 September 2022). As a result, the MRE for the Savannah Nickel Project (in total) is 13.88 million tonnes grading 1.52% Ni, 0.69% Cu and 0.10% Co for a total contained metal in resource of 211,200t Ni, 95,300t Cu and 13,900t Co. The MRE is current as of 1 July 2022. All MREs for the project are reported to 2012 JORC standards and at a cut-off grade of 0.50% Ni.

The first phase of infill underground resource definition drilling at Savannah was completed during the September 2022 quarter. This phase of the program commenced in June 2022 and tested the Savannah orebody above the 900 Fault. The program was undertaken from the developed 1425 level drill drive which provided much improved drill angles to evaluate the Savannah orebody in this area. Initial results from the drill program indicated better than modelled mineralisation thicknesses and significant mineralised extensions along strike and down-plunge beyond the limits of the current Savannah resource model.

In the December 2022 quarter, Savannah North grade control drilling was undertaken primarily from the dedicated diamond drill platform on the 1321 level targeting the resource between the 1340 to 1280 levels. Some minor infill drilling was also completed on the 1400 level. Good ground conditions allowed for high meterage rates and a total of 49 drill holes for 6,022m was completed.

During the March 2023 quarter diamond drilling continued the focus on targeting areas below the 1321 level in Savannah North utilising the dedicated drill platform located on the north side of the 1321 level. The drill program had been designed to underpin the next phase of production development in the Savannah North orebody down to the 1151 level by infilling the Mineral Resource and increasing mining confidence in this area of the orebody. Drilling completed below the 1321 level to date has been positive returning thicknesses and grades consistently in line with or ahead of expectations based on previous modelling for this area of the Savannah North deposit.

In the June 2023 quarter three diamond drill holes designed as platforms for DHEM surveying were drilled above the Savannah orebody. Two of the holes were targeted below the 900 Fault and one hole targeted above the fault. The holes below the fault were 250m apart and were designed to target beneath and to the west of the currently known extents of the Savannah intrusion. The hole above the fault was short 250m in length, that was designed to explore for possible westward extensions on the orebody. One of the holes below target KUD2050 slightly deviated from the design resulting in the hole intersecting the Savannah intrusion below the 900 Fault. When traversing through the intrusion, KUD2050 intersected several significant zones of mineralisation including well-developed massive sulphide mineralisation on both the northern and southern contact intrusion. The KUD2050 mineralisation results will improve on the width and grade of the known mineralisation in the Savannah resource area below the 900 Fault. This will build on the existing Savannah Resource in the future.

DIRECTORS' REPORT

Corporate Activities Review

The Company is limited by shares and is domiciled and incorporated in Australia.

Significant events of the consolidated entity during the year ended 30 June 2023 of a corporate nature were as follows:

Debt funding

On 30 August 2022 the Company completed a US\$15.0 million draw down under the Revolving Credit Loan Facility (RCF) held with Trafigura Group Pte LTD (Trafigura). No RCF debt repayments were required to be made during the year. As at 30 June 2023 the RCF was fully drawn to its limit of US\$15.0 million and classified a current liability, as the availability period for the facility was to 31 December 2023. Subsequent to 30 June 2023 and subject to conditions precedent that are not yet satisfied at the date of this report, Trafigura have agreed to extend the RCF availability period by 12 months to 31 December 2024, refer to Note 31 – significant events after the balance date.

Debt repayments under the Prepayment Loan Facility (PLF) held with Trafigura for the year total US\$5.22 million. Loan repayments are based on either an agreed schedule of minimum monthly repayments or (if greater) a variable amount that is aligned with concentrate shipments, calculated based on a percentage of the payable value of the cargo. At 30 June 2023 the outstanding drawn balance of the facility is US\$24.78 million of which US\$8.35 million is classified a current liability.

Regional exploration

In May 2023 a regional surface exploration drilling program commenced following the conclusion of the Kimberley wet season. The focus of the drill program was to test the southeastern contact of the Dave Hill intrusion and follow up holes at the Keller Creek Graphite prospect. Three surface exploration diamond drill holes were completed in June 2023 for approximately 1,500m. The Dave Hill and Wilson Creek layered cumulate bodies located to the south of Savannah were previously considered to be two separate intrusions. Recent mapping, drilling and other studies have indicated that they belong to a single complex intrusion. Renewed focus on surface mapping has found a secondary area prospective for ultramafic rocks. The recent drilling has tested this at depths previously impenetrable by surficial geophysical techniques.

The Keller Creek Graphite prospect which is located immediately to the west of Savannah had previously through regional airborne electromagnetic surveys identified several large stratigraphic horizons of graphite bearing meta-sediments across the entire Keller Creek tenement. The aim of the recent diamond drilling program was to improve on the RC program and determine the thickness and total graphitic carbon content of the graphite bearing horizon. The completion of this drill program provides an option to the Company to further understand the lithochemistry, graphite flake potential and complete metallurgical test work.

The results from the three drill holes are expected in the September 2023 quarter. There were no other significant regional exploration activities during the year.

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DIRECTORS' REPORT

Business And Financial Risks

Operational Risks

Operational disruptions and natural hazards

The Savannah Nickel Project located in East Kimberley of Western Australia is the Group's sole operating project and profitable operating segment and exposes the Group to concentration risk.

The Group's operations are subject to uncertainty with respect to (without limitation): ore tonnes, mined grade, ground conditions, metallurgical recovery or unanticipated metallurgical issues (which may affect extraction costs), infill resource drilling, process plant and mill performance, failure of tailings facilities, transportation and logistics issues, the level of experience of the workforce, regulatory changes, safety related incidents and other unforeseen circumstances such as unplanned mechanical failure of plant or equipment, natural events such as storms, floods or bushfires.

The Group mitigates these risks by employing appropriately qualified technical personnel and experienced managers that utilise formalised operating practices, processes and procedures. Continual monitoring of the underground environment is undertaken to identify change that may require action and the Group engages specialist consultants when technical issues are identified outside available internal skills and experience.

Panoramic maintenance and processing teams have developed robust procedures and practices to ensure they are operating the Savannah processing plant with minimal disruption and at high throughput levels.

Reliance on contractors

As is common in the mining industry, many of the Group's activities are conducted using contractors. The Group's operational and financial results are impacted by the performance of contractors, their efficiency, costs and associated risks.

The Group engages with reputable contractors who have the technical and financial capability to execute required contract work and actively manages its contractors, working within relevant agreements. Embedded performance structures in contracts ensure that the Group appropriately mitigates risks of non-performance by contractors, while maintaining shareholder value.

Environmental regulation and performance

The Group is committed to minimising the impact of its operations on the environment, with an appropriate focus placed on ongoing monitoring of environmental matters and compliance with environmental regulations. The Group holds environmental licences and is subject to environmental regulation in respect of its activities in Australia. The Board is responsible for monitoring environmental exposures and compliance with these regulations and is committed to achieving a high standard of environmental performance. The Board believes that the Group has adequate systems in place for the management of its environmental requirements. Compliance with the environmental regulations is managed through the integrated Environmental Management System, supported by policies and operational management plans, standard work practices and guidelines. During the financial year, Panoramic has submitted numerous environmental reports and statements to regulators detailing Panoramic's environmental performance and level of compliance with relevant instruments.

Panoramic complies with the National Greenhouse and Energy Reporting Act 2007 (Cth), under which it is required to report energy consumption and greenhouse gas emissions for its Australian facilities for the year ended 30 June 2023 and future periods. Panoramic is committed to proactively managing energy use and reducing greenhouse gas emissions wherever practical.

Panoramic responsibly and safely manages tailings and has an established management system to assess, monitor and mitigate risks accordingly. Panoramic manages one active tailings storage facility at the Savannah Nickel Project.

There have been no significant known breaches of the Group's licence conditions or any environmental regulations during the financial year.

DIRECTORS' REPORT

Strategic Risks

Exploration

Panoramic's ability to achieve its strategic initiatives are impacted (in part) by the Group's ability to discover new mineral prospects. Exploration activities are speculative in nature and often require substantial expenditure on exploration surveys, drilling and sampling as a basis on which to establish the presence, extent and estimated grade (metal content) of mineralised material.

Once mineralisation is discovered, it may take several years to determine whether adequate Ore Reserves and / or Mineral Resources exist to support a development decision and to obtain necessary ore body knowledge to assess the technical and economic viability of the mining project. During that time the economic viability of the project may change due to fluctuations in factors that affect both revenue and costs, including metal prices, foreign exchange rates, the required return on capital, regulatory requirements, tax regimes and future cost of development and mining operations. These factors are uncertain and could have an impact on revenue, cash and other operating results, as well as the process used to estimate Mineral Resources and Ore Reserves.

Mineral Resources, Ore Reserve and Mine Life

The estimation of the Group's Mineral Resources and Ore Reserves involve subjective judgements regarding a number of factors (but not limited to) analysis of drilling results, associated geological and geotechnical interpretations, metallurgical performance evaluation, mining assessment, operating cost and business assumptions as well as a reliance on commodity price assumptions. As a result, the assessment of Mineral Resources and Ore Reserves involve areas of significant estimation and judgement. The ultimate level of recovery of minerals and commercial viability of deposits cannot be guaranteed.

The mine life of the Group's operation is based on the Mineral Resources and Ore Reserves estimate which heavily dictates the financial and operational performance of the Group.

As at the date of this report, the Savannah Nickel Project's mine life based on the most recent Ore Reserve and mine inventory extends to June 2035.

The Group's Ore Reserves and Mineral Resources estimates are reported in accordance with the 2012 Joint Ore Reserve Committee (JORC) Code and estimated by Competent Persons as defined by the JORC Code. The Group employs Competent Persons to complete Group estimates and in certain circumstances, independent Competent Persons are also used to compile or verify estimates for the Group.

Fluctuations in commodity prices and foreign exchange currency

The Group's revenues and cash flows are largely derived from the sale of nickel, copper and cobalt. For the 2023 financial year, Savannah derived approximately 84.1% of its revenue from the sale of nickel, copper and cobalt contained within concentrate. The financial performance of Panoraminc is exposed to fluctuations in the market price for these commodities.

Fluctuations in metal prices can occur due to numerous factors beyond Panoraminc's control, including macroeconomic and geopolitical factors (such as financial and banking stability, global and regional political events and policies, changes in inflationary expectations, interest rates and global economic growth expectations), speculative positions taken by investors or traders and changes in supply and demand for nickel, copper and cobalt. Material and / or prolonged declines in the market price of these commodities could have a material adverse effect on the Group's business, results of operations and financial position.

The Group is an Australian business that reports in Australian dollars. However, Panoraminc's revenue is derived from the sale of commodities that are priced in US dollars, though the majority of costs, as they relate to the Savannah Nickel Project, are denominated in Australian dollars. The impact of exposure to movements in foreign exchange rates (particularly, AUD:USD) cannot be predicted reliably.

The Group has an active derivatives policy to mitigate USD commodity price risks with respect to sold nickel in concentrate. The application of the derivative policy has been in the form of quotational period (QP) derivatives via USD nickel swaps to fix the price of sales at the time of shipment, therefore reducing the short-term exposure to the market price of nickel for completed or imminent shipments. Details of the derivatives executed during the 2023 financial year are included in the Review of Operations and Note 16.

Risk Management

Other business risks can have an impact on the profitability of the consolidated entity. The recognition, management and control of these risks are key elements of the Group's enterprise-wide risk management framework, as detailed in the Corporate Governance Statement.

Significant changes in the state of affairs

In the opinion of the Directors there were no other significant changes in the state of affairs of the Group that occurred during the financial year, other than those described in this report under 'Operational and financial review'.

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DIRECTORS' REPORT

Significant events after the balance date

On 10 July 2023, the Company announced the return to normal concentrate production at the Savannah Nickel Project following the completion of repairs to the filter press. Concentrate production was suspended on 12 June 2023 following a mechanical failure of the pressure plate assembly (ASX announcement 14 June 2023).

The Company commenced a capital raise on 26 July 2023, comprising a \$40 million two tranche placement (fully underwritten) and a \$5 million share purchase plan (non-underwritten targeted amount). The capital raise offer is priced at \$0.05 per share and includes an attaching free option (one option for every two new shares issued) with an exercise price of \$0.075 and an expiry date 2 years from the date of issue. Placement tranche 1 was completed on 1 August 2023 and raised A\$15.4 million before costs via the issue of 307.6 million new shares utilising the Company's existing placement capacity under ASX Listing Rule 7.1. Placement tranche 2 will raise approximately A\$24.6 million (before costs) and the share purchase plan is targeting to raise an additional A\$5 million (before costs with the ability to accept oversubscriptions) which will result in the issue of approximately 592.4 million new shares, both of which are subject to shareholder approval to be sought at a General Meeting of the Company to be held on 4 September 2023. If approved by shareholders, proceeds are expected to be received on 8 September 2023. For further information refer to ASX announcements dated 26 July 2023.

On 26 July 2023, the Company announced it had agreed the following contractual amendments with Trafigura, all of which is conditional upon the Company successfully completing (on or before 15 September 2023) a capital raise of not less than A\$40 million (before costs) as detailed in the preceding paragraph. At the date of this report, these conditions had not yet been satisfied. The amendments are as follows:

Prepayment Loan Agreement:

- Revolving Credit Facility (RCF) maturity date extended by twelve months from 31 December 2023 to 31 December 2024.
- Full RCF limit of US\$15.0 million remains unchanged and available for the extended term, subject to debt repayments which will reduce the facility limit to the extent they are made.
- RCF debt repayments to be made on 29 February 2024, 31 May 2024, 31 August 2024 and 30 November 2024 only if the Company's cash position exceeds A\$20 million at that time, with 80% of the excess cash over A\$20 million to be used to make the relevant repayment.
- RCF does not permit the re-draw of principal amounts repaid.
- RCF interest margin to increase by 1.0% from 1 August 2023.

Concentrate Offtake Sales Agreement:

- Trafigura receives an option (at its election) to extend the existing concentrate offtake agreement by two years, to 15 February 2030, on the same terms and payabilities. The option must be exercised by 31 December 2025.

Other than the items noted above, there has not arisen in the interval between the end of the reporting period and the date of this report, any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect substantially the operations of the Group, the results of those operations or the state of affairs of the Group, in subsequent financial years.

Likely developments and expected results

Further comments on likely developments and expected results of operations of the Group are included in this financial report under 'Operational and financial review'.

Indemnification and insurance of Directors, Officers and Auditors

Indemnification

The Company indemnifies each of its Directors and Officers, including the Company Secretary, to the maximum extent permitted by the Corporations Act from liability to third parties and in defending legal and administrative proceedings and applications for such proceedings, except where the liability arises out of conduct involving lack of good faith.

The Company must use its best endeavours to insure a Director or Officer against any liability, which does not arise out of a conduct constituting a wilful breach of duty or a contravention of the Corporations Act 2001. The Company must also use its best endeavour to insure a Director or Officer against liability for costs and expenses incurred in defending proceedings whether civil or criminal. The Directors of the Company are not aware of any such proceedings or claim brought against Panoramic Resources Ltd as at the date of this report.

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). However, the indemnity does not apply to any loss in respect of any matters which are finally determined to have resulted from Ernst & Young's negligent, wrongful or wilful acts or omissions. No payment has been made to indemnify Ernst & Young during or since the end of financial year.

DIRECTORS' REPORT

Insurance premiums

During the financial year, the Company has accrued and/or paid premiums in respect of contracts insuring all the directors and officers against legal costs incurred in defending proceedings. The insurance premiums relate to:

- Costs and expenses incurred by the relevant officers in defending legal proceedings, both civil and criminal and whatever the outcome; and
- Other liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty or improper use of information or position to gain a personal advantage.

The terms of the insurance contract are confidential and do not permit the disclosure of insured amounts, the premium cost for the policies or any other condition.

Corporate Governance Statement

The Board of Panoramic Resources Limited is committed to achieving and demonstrating the highest standards of Corporate Governance. The Board is responsible to its shareholders for the performance of the Company and seeks to communicate extensively with shareholders. The Board believes that sound Corporate Governance practices will assist in the creation of Shareholder wealth and provide accountability. In accordance with ASX Listing Rule 4.10.3, the Company has elected to disclose its Corporate Governance policies and its compliance with them on its website. Accordingly, information about the Company's Corporate Governance practices and the 2023 Corporate Governance Statement is set out on the Company's website at <https://panoramicresources.com/corporate-governance/>.

Environmental Regulation and Performance

The Group's operations are subject to significant environmental regulations under both Commonwealth and State legislation in relation to its development, mining and exploration activities. The Group's management monitors compliance with the relevant environmental legislation. The Directors are not aware of any serious breaches of the legislation during the period covered by this report.

Rounding

The amounts contained in this financial report have been rounded to the nearest \$1,000 (where rounding is applicable) where noted (\$000) under the option available to the Company under ASIC Corporations (Rounding in Financial / Directors' Reports) Instrument 2016/191. The Company is an entity to which this legislative instrument applies.

Auditor's Independence Declaration

Section 307C of the Corporations Act 2001 requires our auditors, Ernst & Young, to provide the directors of Panoramic Resources Limited with an Independence Declaration in relation to the audit of the Financial Report for the year ended 30 June 2023. This Independence Declaration is attached to the independent auditor's report and forms part of the Directors' Report.

Non-audit services

There were no non-audit services provided to the Group by the Company's auditor, Ernst & Young during the year.

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DIRECTORS' REPORT

Remuneration report (audited)

Remuneration report overview

The Directors of Panoramic Resources Ltd present the Remuneration Report (the Report) for the Company and its controlled entities for the year ended 30 June 2023. This Report for the Group forms part of the Directors' Report and has been audited in accordance with section 300A of the *Corporations Act 2001*.

The Report details the remuneration arrangements for Panoramic's key management personnel (KMP) and include:

- the Company's Non-Executive Directors (NED); and
- the Group's Executive Directors and Senior Executives (collectively the Executives).

The Remuneration Report is structured as follows:

1. Key Management Personnel
2. How remuneration is governed
3. Executive remuneration
4. Employment contracts
5. Remuneration of Directors and Executive Officers
6. Equity instrument reporting
7. KMP transactions

1. Key Management Personnel

KMP are those persons who, directly or indirectly, have authority and responsibility for planning, directing and controlling the major activities of the Company and Group.

The table below outlines the KMP of the Group and their movements during FY2023.

| Name | Position | Term as KMP |
|--------------------------------|---|---------------------|
| Non-Executive Directors | | |
| Nicholas Cernotta | Independent Non-Executive Chair | Full financial year |
| Peter Sullivan | Non-Executive Director | Full financial year |
| Rebecca Hayward | Independent Non-Executive Director | Full financial year |
| Gillian Swaby | Independent Non-Executive Director | Full financial year |
| Executive Director | | |
| Victor Rajasooriar | Managing Director and Chief Executive Officer | Full financial year |
| Senior Executives | | |
| Grant Dyker | Chief Financial Officer | Full financial year |

2. How remuneration is governed

2.1 Remuneration Committee

The Remuneration Committee (Committee) consists of at least three members and operates under a Board-approved Charter. Non-committee members, including the Managing Director, only attend meetings of the Committee at the invitation of the Committee Chair as appropriate, and do not vote on matters before the Committee.

The Remuneration Committee assesses the appropriateness of the nature and amount of remuneration of executives on a periodic basis by reference to relevant employment market conditions, with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality, high performing and committed senior executive team.

2.2 Remuneration Philosophy

The performance of the Company depends upon the quality of its directors and executives. To prosper, the Company must attract, motivate and retain highly skilled directors and executives.

In fulfilling its role, the Committee is specifically concerned with ensuring that Panoramic's remuneration framework will:

- Provide competitive rewards to attract and retain high calibre executives;
- Link executive rewards to shareholder value and Company profits;
- Structure a significant portion of executive remuneration 'at risk', dependent upon meeting pre-determined performance hurdles; and
- Establish appropriate and demanding performance hurdles in relation to 'at risk' executive remuneration.

More details on the Company's governance framework including Board committee structures and related committee charters are available on the Corporate Governance page of the Company's website at www.panoramicresources.com.

2.3 Remuneration structure

In accordance with best practice corporate governance, the remuneration structure of the NED, and senior management is separate and distinct.

DIRECTORS' REPORT

2. How remuneration is governed (continued)

2.4 Remuneration advisors

The Committee has access to adequate resources to perform its duties and responsibilities, including the authority to seek and consider advice from independent remuneration professionals to ensure that it has all of the relevant information at their disposal to determine KMP remuneration.

The Committee has established protocols to ensure that if remuneration recommendations, as defined by the Corporations Act 2001, are made by independent remuneration advisors they are free from bias and undue influence by members of the KMP to whom the recommendations relate.

External remuneration consultants may be engaged directly by the Committee or the Board (without management involvement) to provide information or advice. Where a remuneration report or recommendation is made relating to KMP, the advice will be provided directly to the Committee or an Independent Non-Executive Director and shall be free of influence from management.

In FY2023, there were no engagements with remuneration specialists on advice relating to KMP and therefore no fees were paid to remuneration consultants during the period.

Through the Committee, the Board actively monitors market practices and recommendations from industry participants on remuneration structure and disclosure and may amend the Remuneration Framework accordingly at any time. The Committee has access to remuneration benchmarking and market data when making its remuneration decisions.

Following receipt of the advice and recommendations from the Committee, the final design and approval of the executive remuneration framework including the LTI scheme for both financial years 30 June 2022 and 30 June 2023 was made solely by the Company's Non-Executive Directors, therefore the Board is satisfied that there was no undue input or influence by any member of the Executive.

2.5 Securities Trading Policy

Panoramic Securities Trading Policy provides clear guidance on how Company securities may be dealt with and applies to the NEDs, Executives and all other personnel of the Company including employees and contractors.

The Securities Trading Policy details acceptable and unacceptable periods for trading in Company securities including the consequences of breaching the policy. The policy also sets out a specific governance approach for how Directors and Executives can deal in Company securities.

The policy can be found on the Corporate Governance page of the Company's website at www.panoramicresources.com.

3. Executive remuneration

3.1 Objective

The Company aims to reward executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company so as to:

- reward executives for Company and individual performance against pre-determined targets;
- align the interests of executives with those of shareholders;
- link reward with the strategic goals and the performance of the Company; and
- ensure total remuneration is competitive by market standards.

3.2 Structure

In determining the level and composition of executive remuneration, the Remuneration Committee takes into consideration the operational and economic circumstances the Company is facing and likely to face in the medium term together with the current market levels of remuneration for comparable executive roles.

It is the Remuneration Committee's policy that employment contracts are entered into with the Managing Director and other KMP. Details of these KMP contracts are provided on pages 30 to 31.

Remuneration consists of the following key elements:

- Fixed Remuneration (base salary, superannuation and non-monetary benefits); and
- Variable Remuneration - Short Term Incentive ("STI") and Long Term Incentive ("LTI").

The proportion of fixed remuneration and variable remuneration ('at risk' short-term and long-term incentives), is established for each senior executive by the Remuneration Committee. Table 1 on page 32 details the variable component (%) of the Group's KMP.

DIRECTORS' REPORT

3. Executive remuneration (continued)

3.3 Total Fixed Remuneration (TFR)

TFR acts as a base-level reward which is both appropriate to the position and is competitive in the market and includes cash, compulsory superannuation and any salary-sacrificed items (including FBT if applicable). TFR levels for the Executives are reviewed annually by the Board using market benchmarking data provided by independent remuneration advisors. The Board considers variations to the benchmark based on:

- the size and complexity of the role, including role accountabilities;
- the criticality of the role to successful execution of the business strategy;
- skills and experience of the individual;
- period of service; and
- market pay levels for comparable roles.

Executives are given the opportunity to receive their fixed (primary) remuneration in a variety of forms including cash and benefits. It is intended that the manner of payment chosen will be optimal for the recipient without creating undue cost for the Company.

The fixed remuneration component of the Group's KMP is detailed in Table 1 on page 32.

DIRECTORS' REPORT

3. Executive remuneration (continued)

3.4 Short Term Incentive (STI) Plan: Key questions and answers on how it works

| Why does the Board consider a STI Plan is appropriate? | The purpose of the STI scheme is to encourage and provide an incentive to executives and senior managers to achieve, on a consistent basis, a number of annually set, pre-determined weighted business and Individual Key Performance Indicators (KPIs). | | | | | | | | | | | | | | | | | | | | | |
|--|---|---|---------------------------------|---|--------|-----|---|-------------|-----|---|----------------|-----|---|--------------------|-----|--|----------------------|-----|---|--|------|--|
| How is it paid? | STI awards for Executives are paid in cash calculated on a certain percentage, depending on the participant's level of seniority, of their Total Fixed Remuneration (TFR) according to the extent of achievement of the applicable performance measures. | | | | | | | | | | | | | | | | | | | | | |
| What is the performance period and how much can the Executive earn? | STI awards are assessed over a 12-month performance period aligned with the Company's financial year. The target STI opportunity for KMP is 80% of total fixed remuneration for the Managing Director and 60% for other KMP. STI award potentials are pro-rated for the period of service and the actual outcome depends on the extent of achievement of the applicable performance measure. | | | | | | | | | | | | | | | | | | | | | |
| How is performance assessed and what are the performance measures? | Performance measures include Group and individual KPIs. KPIs include financial and non-financial measures that align with the Group's strategic plan and core values. The Board with the assistance of the Remuneration Committee sets and assesses the KPIs applicable for the Group and KMP. The outcome of the assessment determines the STI amount payable for the KMP and the Group. No short-term incentives are payable where it is considered that the actual performance has fallen below the minimum requirement. | | | | | | | | | | | | | | | | | | | | | |
| | The Group-wide KPI areas for FY2023, their weightings and link to strategy are listed below. | | | | | | | | | | | | | | | | | | | | | |
| | <table border="1"> <thead> <tr> <th>Group KPI Area</th> <th>Weighted opportunity (% of STI)</th> <th>KPI target, rationale why chosen and link to strategy</th> </tr> </thead> <tbody> <tr> <td>Safety</td> <td>20%</td> <td>The Safety Performance KPI is based on the total recordable injury (TRI's) improvement against the previous year's safety performance. 100% of the STI weighting is payable if TRI's for the year is 6 or below, 50% is payable if TRI's for the year is 7, and 0% is payable if TRI's for the year is above 7. The percentage of the STI payable is not linear and absolute. This KPI encourages behaviours and actions that keep our people safe.</td> </tr> <tr> <td>Environment</td> <td>10%</td> <td>Environment performance KPI is based on no significant environmental incidents that lead to prosecution and / or the issue of a fine. The percentage of the STI payable is not linear and absolute. This KPI encourages responsible behaviour that underpins the Group's core values and sustainability strategy.</td> </tr> <tr> <td>Metal Produced</td> <td>30%</td> <td>The Metal Produced performance KPI is based on the delivery of Board set payable nickel produced targets for 100% payability of the STI weighting. If the target is not reached, 50% payability will be applied if 90% of the target is met (for contained nickel produced). The percentage of the STI payable increases linearly between those two bands. This KPI is aligned with execution and delivery of production performance being a strategic imperative in facilitating the achievement of medium- and longer-term shareholder value.</td> </tr> <tr> <td>Cost of Production</td> <td>30%</td> <td>The Cost of Production performance KPI is based on the achievement of a Board set maximum cost target per tonne of ore milled for 100% payability of the STI weighting. 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| | 100% | | | | | | | | | | | | | | | | | | | | | |
| | Refer to section below for further detail on the KMPs' performance and assessment against KPIs for FY2023. | | | | | | | | | | | | | | | | | | | | | |

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DIRECTORS' REPORT

3. Executive remuneration (continued)

3.4 Short Term Incentive (STI) Plan: Key questions and answers on how it works (continued)

| | |
|--|--|
| Are there STI payment hurdles? | <p>Yes. Each KPI is assessed individually against the target that determines the performance measure for that KPI.</p> <p>The outcome from the assessment of targets for one KPI does not affect the outcome for the other KPIs. As a result, the value of the STI payment is the cumulative value (weighted % basis) from of each individual KPI where targets have been met.</p> <p>Where a KPI target has not been met, no STI payment (weighted % basis) arises for that KPI measure.</p> <p>The achievement of KPI performance hurdles are assessed by the Remuneration Committee with recommendations made to the Board. The Board (excluding the Managing Director) has sole determination of the achievement of KPI performance hurdles.</p> |
| What happens to STI awards when an Executive ceases employment? | <p>If the Executive's employment is terminated for cause, no STI will be paid.</p> <p>If the Executive resigns before the end of the performance period, then all entitlements under the STI Plan will be forfeited, unless the Board determines otherwise or in the case of a special circumstance. Where a special circumstance is determined by the Board, then entitlements will be determined taking into account both the portion of the performance period completed and Company performance achieved as at the date of cessation. The Board may also at its discretion make a payment of an STI over any period of termination required to be provided by the Company.</p> |
| Can the Board amend or vary the terms of the STI Plan? | <p>The Board has the power to terminate, suspend or amend the STI Plan, the terms of participation for individual participants or to increase or decrease the STI Plan performance hurdles or STI Plan outcomes should factors determined by the Board in its absolute discretion warrant such a change. Any determinations made by the Board are binding on participants, including the payment of STI's or achievement of performance hurdles. Any dispute or difference of any nature relating to the STI Plan will be referred to the Board and its decision will be final and binding.</p> |
| Limitation on payments? | <p>The Company is not required to make any STI payment under the STI Plan to a participant which would cause the Company to infringe the Australian Securities Exchange Listing Rules, the Corporations Act 2001 (Cth) or any other applicable law (Applicable Laws) and any payments or benefits to be provided to a participant shall be reduced to a level (as determined by the Company) that does not infringe such Applicable Laws.</p> |

Short term incentive (STI) awards

Based on an assessment undertaken by the Remuneration Committee, STI awards for FY2023 to KMPs were as follows:

| Name | Position | Maximum STI opportunity | Achieved STI | STI forfeited | Awarded STI |
|--------------------|-------------------------|-------------------------|--------------|---------------|-------------|
| Victor Rajasooriar | Managing Director & CEO | 60% of TFR | 38% | 62% | \$143,640 |
| Grant Dyker | Chief Financial Officer | 50% of TFR | 38% | 62% | \$75,057 |

The achieved STI was in respect of the full year ended 30 June 2023 where the following KPI metrics were met.

| KPI Area | Weighted Opportunity (% of STI) | KPI target | Actual KPI Performance | Achieved STI % |
|----------------------|---------------------------------|---|---|--|
| Safety | 20% | 100% of the STI weighting is payable if TRI for the year is 6 or below, 50% is payable if TRI for the year is 7, and 0% is payable if TRI for the year is above 7. | 6.3 TRI | KPI met – 20% STI value |
| Environment | 10% | No significant environmental incidents that lead to prosecution and / or the issue of a fine. | No incidents or fines. | KPI met – 10% STI value |
| Metal Produced | 30% | Delivery of Board-set contained nickel produced target for 100% payability of the STI weighting. If the target is not reached, 50% payability will be applied if more than 90% of the target is met. | Board set target for payable nickel produced not achieved. | KPI not met – 0% STI value |
| Cost of Production | 30% | Board set maximum cost target per tonne of ore milled for 100% payability of the STI weighting. If the target is not reached, 50% payability will be applied if costs are less than 110% of the target. | Board set maximum cost target - \$ / tonne milled not achieved. | KPI not met - 0% STI value |
| Personal Performance | 10% | Various individual targets | Various achieved | V Rajasooriar – 8% STI value G Dyker – 8% STI value |

DIRECTORS' REPORT

3. Executive remuneration (continued)

3.4 Short Term Incentive (STI) Plan: Key questions and answers on how it works (continued)

The STI outcome is generally determined after the completion of the performance period (a financial year).

The above amounts were expensed in the FY2023 and will be paid in the September 2023 quarter.

A STI was paid to KMP in the prior FY2022 totalling \$208,183.

The Board retains the discretion to waive or amend any vesting or performance criteria applying to the scheme, or to make discretionary payments outside of the scheme in limited circumstances where it is considered warranted.

Overview of Company performance

The table below sets out information about the Company's earnings and movements in shareholders' wealth for the past five years up to and including the current financial year. Comparative information has not been restated for the impact of AASB 9 Financial Instruments, AASB 15 Revenue from contracts with customers adopted in FY2019 and AASB 16 Leases adopted in FY2020.

| Year Ended 30 June | 2023 | 2022 | 2021 | 2020 | 2019 |
|--------------------------------------|----------|-------|------|----------|-------|
| (Loss) / Profit for the year (\$000) | (33,172) | 6,260 | 295 | (87,888) | 9,229 |
| (Loss) / Earnings per share (cents) | (1.6) | 0.3 | 0.0 | (8.8) | 1.4 |
| Closing share price (\$ per share) | 0.09 | 0.20 | 0.15 | 0.08 | 0.29 |
| Return on equity (%) | (9.4) | 1.8 | 0.1 | (31.2) | 4.6 |

3.5 Long Term Incentive (LTI) Plan: Key questions and answers on how it works

The Company's LTI Plan was revised by the Remuneration Committee during FY2022 and is named the "Equity Incentive Plan" ("2021 Plan"). The 2021 Plan was subsequently approved for a three-year period by the Company's shareholders at the 2021 Annual General Meeting on 20 October 2021. This plan replaces the "Incentive Options & Performance Rights Plan" ("2018 ES Plan") approved by shareholders at the 2018 Annual General Meeting on 21 November 2018.

| | |
|---|---|
| Why does the Board consider the LTI Plan is appropriate? | <p>The Board believes that the LTI Plan can:</p> <ul style="list-style-type: none"> • Reward and incentivise executives with the creation of long-term sustainable shareholder value; • To provide greater incentive to the participant, to focus on the Company's longer term goals; • Be consistent with remuneration governance guidelines; • Be consistent and competitive with current practices of comparable companies; and • Create an immediate ownership mindset among the Executive participants, linking a substantial portion of the potential reward to Panoramic's share price and returns to shareholders. |
| Who is eligible? | Executives and selected senior managers who are responsible for setting the strategic direction for projects and functions of the Group. |
| How is the award delivered? | <p>The LTI award for FY2023 is in the form of performance rights and is a right to be issued or transferred ordinary shares at a future point in time subject to the satisfaction of a time-based service criteria and pre-determined vesting conditions.</p> <p>These vesting conditions are established in advance of grant by the Remuneration Committee. Performance and service criteria may be varied from year to year by the Remuneration Committee as appropriate to ensure that the criteria align with the Company's strategies.</p> <p>The Board retains the discretion (except to the extent otherwise provided by an offer to apply for awards), by written notice to a Participant, to resolve to waive or amend any vesting criteria applying to an award in whole or in part.</p> <p>In accordance with the Listing Rules and the Corporations Act, grants of awards (performance rights or options if applicable) under the 2021 Plan to the Company's Managing Director will be subject to approval by the Company's shareholders. Approval by shareholders would also be necessary for any grant of Awards under the 2021 Plan to the non-executive directors. There are no such grants proposed to non-executive directors.</p> <p>No exercise price is payable and eligibility to a grant of performance rights under the 2021 Plan is at the Board's discretion. If approved by the Board, a participant under the 2021 Plan may be paid, as an alternative, a cash amount equal to the market value of a share as at the date the performance right is exercised instead of being issued or transferred a Share. The performance rights carry neither rights to dividends nor voting.</p> |

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DIRECTORS' REPORT

3. Executive remuneration (continued)

3.5 Long Term Incentive (LTI) Plan: Key questions and answers on how it works (continued)

| <p>How often are awards made and was an award made in FY2022?</p> | <p>It is the current intention of the Board to have an annual LTI grant cycle.</p> <p>The FY2023 LTI allocation represents a three-year LTI opportunity to tie Executives' awards to the strategic performance cycle of the Group whilst creating a strong retention mechanism.</p> <p>The performance period for the FY2023 LTI award is 1 July 2022 to 30 June 2025. The grant of FY2023 LTI award - performance rights, to the KMP and senior managers (other than the Managing Director) occurred on 26 August 2022. The Managing Director was granted FY2023 LTI award - performance rights, following shareholder approval at the Company's 2022 AGM on 20 October 2022.</p> | | | | | | | | | | |
|---|--|-------------------|--|--|---|--|---|-----------------------|----------|--------------------------------|-----------|
| <p>What is the quantum of the award and what allocation methodology is used?</p> | <p>The LTI dollar value that each Executive will be entitled to receive in Performance Rights (or options if applicable) is set at a fixed percentage of their annual TFR (base salary plus statutory superannuation and benefits) and varies according to the participant's level of seniority and ability to influence performance. The number of performance rights to shares to be granted is determined by dividing the LTI dollar value by the volume weighted average price of the Company's shares over the last 20 trading days of the month of June preceding the start of the vesting period.</p> <p>The maximum LTI opportunity for Executives is 100% of TFR.</p> | | | | | | | | | | |
| <p>What is the expiry date for the performance rights?</p> | <p>Performance rights will expire no more than two (2) years after the acquisition date.</p> | | | | | | | | | | |
| <p>What are the performance conditions?</p> | <p>Service condition - The service condition is met if employment / engagement with Panoramic is continuous for the period commencing on or around the grant date until the date the performance rights vest. The service condition for performance rights on issue at 30 June 2023 is three (3) years.</p> <p>Performance conditions – The performance conditions for the FY2023 LTI award are Absolute Total Shareholder Return (ATSR) and Relative Total Shareholder Return (RTSR).</p> <table border="1" data-bbox="432 1055 1414 1449"> <thead> <tr> <th data-bbox="432 1055 730 1099">Measure</th> <th data-bbox="735 1055 1414 1099">Rationale why chosen and link to strategy</th> </tr> </thead> <tbody> <tr> <td data-bbox="432 1106 730 1196">Absolute Total Shareholder Return (ATSR)</td> <td data-bbox="735 1106 1414 1196">25% of the performance rights will be performance tested against the TSR for the Company over the performance period as defined in the following section.</td> </tr> <tr> <td data-bbox="432 1202 730 1449">Relative Total Shareholder Return (RTSR)</td> <td data-bbox="735 1202 1414 1449">75% of the performance rights will be performance tested against the TSR for the Company over the performance period relative to the TSR of each of the companies in the Peer Group over that same performance period on the basis set out in the following section. These performance measures are linked to the returns shareholders receive over the performance period and align executive performance with the strategic objective of creating shareholder value.</td> </tr> </tbody> </table> | Measure | Rationale why chosen and link to strategy | Absolute Total Shareholder Return (ATSR) | 25% of the performance rights will be performance tested against the TSR for the Company over the performance period as defined in the following section. | Relative Total Shareholder Return (RTSR) | 75% of the performance rights will be performance tested against the TSR for the Company over the performance period relative to the TSR of each of the companies in the Peer Group over that same performance period on the basis set out in the following section. These performance measures are linked to the returns shareholders receive over the performance period and align executive performance with the strategic objective of creating shareholder value. | | | | |
| Measure | Rationale why chosen and link to strategy | | | | | | | | | | |
| Absolute Total Shareholder Return (ATSR) | 25% of the performance rights will be performance tested against the TSR for the Company over the performance period as defined in the following section. | | | | | | | | | | |
| Relative Total Shareholder Return (RTSR) | 75% of the performance rights will be performance tested against the TSR for the Company over the performance period relative to the TSR of each of the companies in the Peer Group over that same performance period on the basis set out in the following section. These performance measures are linked to the returns shareholders receive over the performance period and align executive performance with the strategic objective of creating shareholder value. | | | | | | | | | | |
| <p>What is ATSR and how is it measured?</p> | <p>Absolute Total Shareholder Return (ATSR) is a method for calculating the return shareholders would earn if they held a notional number of shares over the performance period where the share price at the start and end of the performance period is determined by a 20-day Volume Weighted Average Price (VWAP) at the relative measure points.</p> <p>TSR measures the return received by shareholders from holding shares over the performance period.</p> <p>For the FY2023 LTI award, the performance period is three (3) years being 1 July 2022 to 30 June 2025 with 25% of the total tranche issued to Executives to be measured against the following ATSR performance criteria.</p> <table border="1" data-bbox="432 1711 1414 1957"> <thead> <tr> <th data-bbox="432 1711 730 1756">ATSR of Panoramic</th> <th data-bbox="735 1711 1414 1756">Percentage of performance rights that vest</th> </tr> </thead> <tbody> <tr> <td data-bbox="432 1762 730 1796">Annualised TSR below 0%</td> <td data-bbox="735 1762 1414 1796">0% vest</td> </tr> <tr> <td data-bbox="432 1803 730 1836">Annualised TSR of 5%</td> <td data-bbox="735 1803 1414 1836">25% vest</td> </tr> <tr> <td data-bbox="432 1843 730 1877">Annualised TSR of 10%</td> <td data-bbox="735 1843 1414 1877">50% vest</td> </tr> <tr> <td data-bbox="432 1883 730 1957">Annualised TSR of 15% or above</td> <td data-bbox="735 1883 1414 1957">100% vest</td> </tr> </tbody> </table> <p>The ATSR will be prorated between levels, once the final annualised percentage growth value has been calculated.</p> <p>The Company will engage an independent advisor to calculate the ATSR of the Company to ensure an objective assessment.</p> | ATSR of Panoramic | Percentage of performance rights that vest | Annualised TSR below 0% | 0% vest | Annualised TSR of 5% | 25% vest | Annualised TSR of 10% | 50% vest | Annualised TSR of 15% or above | 100% vest |
| ATSR of Panoramic | Percentage of performance rights that vest | | | | | | | | | | |
| Annualised TSR below 0% | 0% vest | | | | | | | | | | |
| Annualised TSR of 5% | 25% vest | | | | | | | | | | |
| Annualised TSR of 10% | 50% vest | | | | | | | | | | |
| Annualised TSR of 15% or above | 100% vest | | | | | | | | | | |

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DIRECTORS' REPORT

3. Executive remuneration (continued)

3.5 Long Term Incentive (LTI) Plan: Key questions and answers on how it works (continued)

| What is RTSR and how is it measured? | <p>Relative Total Shareholder Return (RTSR) is a method for calculating the return shareholders would earn if they held a notional number of shares over a period of time measured against a peer group based on a 20-day VWAP at the relative measure points. TSR measures the return received by shareholders from holding shares over the performance period.</p> <p>For the FY2023 LTI award, the performance period is three (3) years being 1 July 2022 to 30 June 2025 with 75% of the total tranche issued to Executives to be measured against the following RTSR performance criteria.</p> | | | | | | | | | | |
|---|---|--|--|---------------------------|-----|--|---|---|---|---------------------------------|------------|
| | <table border="1"> <thead> <tr> <th data-bbox="432 521 762 589">RTSR of Panoramic relative to peer group</th> <th data-bbox="770 521 1409 589">Percentage of performance rights that vest</th> </tr> </thead> <tbody> <tr> <td data-bbox="432 589 762 633">Less than 50th percentile</td> <td data-bbox="770 589 1409 633">Nil</td> </tr> <tr> <td data-bbox="432 633 762 701">At or above the 50th but below 60th percentile</td> <td data-bbox="770 633 1409 701">Pro rata (on a straight-line basis) between 25% and 49% vest.</td> </tr> <tr> <td data-bbox="432 701 762 768">At or above the 60th percentile but below the 75th percentile</td> <td data-bbox="770 701 1409 768">Pro rata (on a straight-line basis) between 50% and 99% vest.</td> </tr> <tr> <td data-bbox="432 768 762 819">At or above the 75th percentile</td> <td data-bbox="770 768 1409 819">100% vest.</td> </tr> </tbody> </table> | RTSR of Panoramic relative to peer group | Percentage of performance rights that vest | Less than 50th percentile | Nil | At or above the 50th but below 60th percentile | Pro rata (on a straight-line basis) between 25% and 49% vest. | At or above the 60th percentile but below the 75th percentile | Pro rata (on a straight-line basis) between 50% and 99% vest. | At or above the 75th percentile | 100% vest. |
| RTSR of Panoramic relative to peer group | Percentage of performance rights that vest | | | | | | | | | | |
| Less than 50th percentile | Nil | | | | | | | | | | |
| At or above the 50th but below 60th percentile | Pro rata (on a straight-line basis) between 25% and 49% vest. | | | | | | | | | | |
| At or above the 60th percentile but below the 75th percentile | Pro rata (on a straight-line basis) between 50% and 99% vest. | | | | | | | | | | |
| At or above the 75th percentile | 100% vest. | | | | | | | | | | |
| | <p>The Company will engage an independent advisor to calculate the RTSR ranking to ensure an objective assessment.</p> | | | | | | | | | | |
| Is there a gateway? | <p>Yes. A Service Condition must first be met. Each Performance Condition is then assessed individually against the target for that condition.</p> <p>The performance rights are subject to certain operational and market performance conditions being met and will vest at the measurement date. The number of performance rights that vest will be subject to the Company's performance against total shareholder return and Company performance vesting conditions.</p> <p>The outcome from the assessment of targets for one Performance Condition does not affect the outcome for the other Performance Conditions. As a result, the value of the LTI award at vesting, is the cumulative value (weighted % basis) from satisfying each Performance Condition where targets have been met.</p> <p>Where a Performance Condition target has not been met, no LTI award (weighted % basis) arises for that Performance Condition.</p> | | | | | | | | | | |
| How is performance assessed? | <p>The achievement of LTI Performance Conditions is assessed by the Remuneration Committee with recommendations made to the Board. The Board (excluding the Managing Director) has sole determination of the achievement of LTI Performance Hurdles.</p> <p>The Remuneration Committee will engage an independent advisor to report on the market performance conditions for ATSR and RTSR.</p> | | | | | | | | | | |
| How is fair value of performance rights determined? | <p>The fair value of performance rights granted are determined using a Monte Carlo simulation, a review of historical share price volatility and correlation of the share price of the Company to its Peer Group. The fair value is allocated to each reporting period evenly over the period from grant date to vesting date.</p> | | | | | | | | | | |
| How are dividends treated during the performance period and deferral period? | <p>No dividends are paid on performance rights prior to vesting. No cash payment will be made in respect of dividends on awards which do not vest.</p> <p>Where the Company pays a dividend during the Performance Period, a Dividend Adjustment Performance Right (DAPR) will be issued. The conditions for the issue of the DAPRs are:</p> <ol style="list-style-type: none"> (i) the underlying performance rights vest, and (ii) the Company distributes a dividend during the Performance Period. <p>The number of DAPRs that are issued is determined by dividing the notional value of the dividends distributed on the underlying shares by the 20-day VWAP of the shares ending on the day prior to the date the relevant dividend is announced. If no dividends are paid during the Performance Period, the Dividend Adjustment Performance Rights will not be issued.</p> <p>At the Company's AGM held on 20 October 2022, shareholders approved a contingent entitlement for Mr V Rajasooriar to receive up to 400,000 DAPR. The entitlement is subject to conditions (noted above) and has not resulted in the issue of any DAPR to Mr Rajasooriar at the date of this report. At 30 June 2023 there were no DAPR on issue and no performance right holder had met the required conditions for a DAPR issue.</p> | | | | | | | | | | |
| What happens to performance rights when an Executive ceases employment? | <p>If the Executive's employment is terminated for cause, or due to resignation, all unvested performance rights will lapse, unless otherwise determined by the Board.</p> | | | | | | | | | | |

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DIRECTORS' REPORT

3. Executive remuneration (continued)

3.5 Long Term Incentive (LTI) Plan: Key questions and answers on how it works (continued)

| | |
|--|--|
| What happens in the event of a change of control? | In the event a change of control occurs the following terms apply. Mr Victor Rajasooriar: vesting conditions are waived and awards automatically vest. Other plan participants: Board retains the discretion to waive vesting conditions and awards do not automatically vest, unless the participants employment contract states otherwise. |
| Are there malus or clawback provisions? | Yes. The Board using discretion in certain circumstances where the Executive has breached the conditions of the 2021 Plan with respect to conduct or eligibility to hold office may lapse or cancel unvested or vested but unexercised awards or require the Executive to cancel any shares issued on exercise of the Executive's award. |
| Why does the Board consider Board discretion to be appropriate? | The Board acknowledges that formulaic incentive awards and selected performance measures are unable to provide the right remuneration result in every situation, leading to occasions where the incentive does not reflect true performance. It is at this point that discretion becomes necessary, such that the Board can adjust outcomes up or down as warranted. The Board will continue to ensure discretion is only applied in a manner that aligns Executive rewards from incentive plans to shareholder value creation. |

Long Term Incentive (LTI) Awards

During the year the Company issued 5,377,969 performance rights in total of which 4,172,424 performance rights were issued to KMP in respect of the LTI component of their FY2023 remuneration. The LTI awards for FY2023 were granted to KMP and senior managers under the 2021 Plan. The table below shows the number of performance rights granted to KMPs during the FY2022.

| Name | Maximum LTI Opportunity | Number of performance rights granted during FY2023 | Fair Value of performance rights |
|-----------------------------------|----------------------------------|--|----------------------------------|
| Victor Rajasooriar ⁽ⁱ⁾ | 100% of total fixed remuneration | 2,837,838 | \$528,130 |
| Grant Dyker | 75% of total fixed remuneration | 1,334,586 | \$248,370 |

(i) The performance rights issued to Mr Rajasooriar were approved by shareholders on 20 October 2022.

On vesting, each right automatically converts to one ordinary share.

The Company does not permit executives or senior managers to enter into contracts to manage their exposure to options or performance rights to shares granted as part of their remuneration package. This policy is strictly enforced by the Managing Director under the Company's Share Trading Policy detailed in the Corporate Governance Statement.

The table below outlines the movements in performance rights during the 2023 financial year and the balance held by each KMP at 30 June 2023.

| Name | Balance at 1 July 2022 | Granted in FY2023 | Vested | Lapsed | Other | Balance at 30 June 2023 |
|--------------------|------------------------|-------------------|----------|----------|----------|-------------------------|
| Victor Rajasooriar | 11,409,301 | 2,837,838 | - | - | - | 14,247,139 |
| Grant Dyker | 3,803,550 | 1,334,586 | - | - | - | 5,138,136 |
| Total | 15,212,851 | 4,172,424 | - | - | - | 19,385,275 |

The performance rights granted to KMP in FY2021 had reached the measurement date at 30 June 2023. Subsequent to year-end, an assessment was undertaken to determine the number of FY2021 performance rights that would vest, based on the performance and service conditions required for vesting. The results of the assessment determined Mr Rajasooriar was eligible to receive vested performance rights totalling 764,030 (lapsed 6,652,458) and Mr Dyker was eligible to receive vested performance rights totalling 199,536 (lapsed 1,737,374). These vested and lapsed performance rights were held by each KMP at year-end and are included in the 30 June 2023 total balance in the preceding table.

DIRECTORS' REPORT

3. Executive remuneration (continued)

3.5 Long Term Incentive (LTI) Plan: Key questions and answers on how it works (continued)

The following table details the terms and conditions of the grant and the assumptions used in estimating fair value for performance rights issued to KMP during the 2023 financial year.

| Item | V Rajasooriar | G Dyker |
|--|-----------------|----------------|
| Grant date | 20 October 2022 | 26 August 2022 |
| Number of ATSR rights | 709,460 | 333,647 |
| Number of RTSR rights | 2,128,378 | 1,000,939 |
| Value of underlying security at grant date | \$0.155 | \$0.230 |
| Fair value per ATSR Right | \$0.180 | \$0.180 |
| Total ATSR Expense for the period | \$37,853 | \$17,802 |
| Fair value per RTSR Right | \$0.188 | \$0.188 |
| Total RTSR Expense for the period | \$118,555 | \$55,754 |
| Dividend yield | 0% | 0% |
| Risk free rate | 3.31% | 3.31% |
| Volatility | 70% | 70% |
| Performance period (years) | 3.0 | 3.0 |
| Commencement of measurement period | 1 July 2022 | 1 July 2022 |
| Test date | 30 June 2025 | 30 June 2025 |
| Remaining performance period (years) | 2.0 | 2.0 |
| Maximum expense amount to be recognised in future period | \$371,722 | \$174,815 |

The performance rights granted to Mr Rajasooriar and Mr Dyker are subject to certain operational and market performance conditions being met and will vest at the measurement date. The performance measures adopted are summarised in the following table.

| Tranche | Amount | Weighting | Performance Conditions |
|--------------------|-----------|-------------------------------|--|
| Victor Rajasooriar | 709,460 | 25% of the Performance Rights | ATSR performance. Performance rights vest on a pro-rata scale from 25% to 100% for ATSR performance between 5% and 15%. (measured over the 3 year period to 30 June 2025) |
| | 2,128,378 | 75% of the Performance Rights | RTSR performance relative to a defined peer group. Performance rights vest on a stepwise basis from 25% to 100% for RTSR performance between 50th and 75th percentile. (measured over the 3 year period to 30 June 2025) |
| Grant Dyker | 333,647 | 25% of the Performance Rights | ATSR performance. Performance rights vest on a pro-rata scale from 25% to 100% for ATSR performance between 5% and 15%. (measured over the 3 year period to 30 June 2025) |
| | 1,000,939 | 75% of the Performance Rights | RTSR performance relative to a defined peer group. Performance rights vest on a stepwise basis from 25% to 100% for RTSR performance between 50th and 75th percentile. (measured over the 3 year period to 30 June 2025) |

The peer group comprises:

| Company | Code |
|------------------------------------|------|
| Aeris Resources Ltd | AIS |
| Aurelia Metals Ltd | AMI |
| Blackstone Minerals Ltd | BSX |
| Copper Mountain Mining Corporation | C6C |
| Core Lithium Ltd | CXO |
| Liontown Resources Ltd | LTR |
| Metals X Ltd | MLX |
| Mincor Resources NL | MCR |
| Neometals Ltd | NMT |
| New Century Resources Ltd | NCZ |
| Poseidon Nickel Ltd | POS |
| Red River Resources Ltd | RVR |
| Sandfire Resources Ltd | SFR |
| Venture Minerals Ltd | VMS |
| Develop Global Ltd | DVP |

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DIRECTORS' REPORT

3. Executive remuneration (continued)

3.5 Long Term Incentive (LTI) Plan: Key questions and answers on how it works (continued)

The vesting of the RTSR performance rights will be dependent on the outcome of Panoramic's relative TSR performance. There is a minimum performance level that must be achieved as represented on page 29.

In the period from the end of the financial year to the date of signing this Directors' Report, the Company has granted new performance rights totalling 22,928,374 to KMP and senior managers under the 2021 Plan. Mr Rajasooriar was awarded (subject to shareholder approval at the Company's upcoming 2023 annual general meeting of shareholders) 16,748,466 performance rights comprising 6,748,466 performance rights that will be subject to testing including the Company's performance against ATSR and RTSR and will have a three-year performance period ending on 30 June 2026 and 10,000,000 conditional retention rights to be issued in two tranches of 5,000,000 that vest on 30 June 2025 and 30 June 2027 respectively subject to achieving strategic objectives set by the Board and a service vesting condition. Mr Dyker was awarded 3,319,785 performance rights and senior managers were awarded 2,860,123 performance rights, these LTI awards will be subject to testing including the Company's performance against ATSR and RTSR and will have a three-year performance period ending on 30 June 2026.

4. Employment contracts

4.1 Non-Executive Directors

Panoramic's Non-Executive Director remuneration objective is designed to attract and retain suitably skilled directors who can discharge the roles and responsibilities required in terms of good governance, oversight, independence, and objectivity. The Board seeks to attract directors with different skills, experience, expertise, and diversity.

All Non-Executive Directors are contracted under the following terms:

- A Non-Executive Director may resign from their position and thus terminate their contract on written notice.
- The Director's appointment is subject to the provisions of the Company's Constitution regarding retirement by rotation and re-election and will cease at the end of any meeting at which the director is not re-elected as a director by the shareholders of the Company.
- Non-Executive Directors do not receive retirement or termination benefits and do not participate in any incentive plans.

The Company's Constitution and the ASX Listing Rules specify that the aggregate remuneration of Non-Executive Directors shall be determined from time to time by a general meeting of shareholders. An amount not exceeding the amount determined is then divided between the directors as agreed.

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst directors is reviewed annually. The Board considers fees paid to Non-Executive Directors of comparable companies when undertaking the annual review process. Each Director receives a fee for being a director of the Company. This fee is inclusive for each Board committee on which a Director is a member.

There was no increase in Non-Executive Director fees in FY2023. The Non-Executive Chair's remuneration is \$145,000 and each Chair of a Board Sub-Committee is paid an annual fee of \$15,000.

The payment of Chair committee fees recognises the additional time commitment required by Non-Executive Directors who serve in those positions. The Chair of the Board does not receive additional fees for being a member of any Board committee.

| Non-Executive Director | Annual Directors Fees |
|------------------------|------------------------|
| Nicholas Cernotta | \$145,000 |
| Peter Sullivan | \$105,000 ¹ |
| Rebecca Hayward | \$105,000 ¹ |
| Gillian Swaby | \$105,000 ¹ |

¹ Includes \$15,000 annual fee for Chairing of Board Sub-Committee.

The fees paid to Non-Executive Directors for the period ending 30 June 2023 are detailed in Table 1 on pages 32 and 33 of this report. Fees for the Non-Executive Directors were determined within an aggregate directors' fee pool limit of \$800,000 which was approved by shareholders on 20 October 2021.

DIRECTORS' REPORT

4. Employment contracts (continued)

4.2 Managing Director

The key terms of the Managing Director's contract are as follows:

- Total fixed remuneration (TFR) in FY2023 is \$630,000 per annum inclusive of benefits and statutory superannuation. Effective from 1 July 2023 TFR of \$660,000 per annum inclusive of benefits and statutory superannuation.
- Short Term Incentives in accordance with the STI Plan Rules that apply from time to time up to 80% of TFR.
- Long Term Incentives ("LTI") in accordance with the rules of the 2021 Plan of up to 100% of TFR.

Refer to section 3 of the Remuneration Report for the treatment of STI's and LTI's on cessation of employment.

- The Company may terminate the Managing Director's contract by providing 6 months' written notice or provide payment in lieu of the notice period (based on the TFR component of remuneration) if termination is initiated by the Company, except where termination is from serious misconduct.
- The Company may terminate the contract at any time without notice if serious misconduct has occurred. Where termination with such cause occurs, the Managing Director is only entitled to that portion of remuneration which is fixed, and only up to the date of termination.
- If at any time during the employment there is a material diminution in the position, the Managing Director will be entitled to an immediate payment of 6 months' severance pay.

4.3 Named executives

The named executives and the commencement date of their contracts are as follows:

| Named Executive | Date of Current Employment Contract ¹ | Position |
|-----------------|--|-------------------------|
| Grant Dyker | 5 October 2020 | Chief Financial Officer |

¹ Note that the date of the current employment contract is not necessarily the commencement date of employment.

Employment Contracts

Mr Dyker is entitled to a total fixed remuneration (TFR) in FY2023 of \$395,038 per annum inclusive of benefits and statutory superannuation. Effective from 1 July 2023 TFR of \$432,900 per annum inclusive of benefits and statutory superannuation. He may also participate from time to time in short term incentives (up to 60% of TFR) and long-term incentives (up to 75% of TFR) in accordance with the STI plan rules and the LTI 2021 Plan. Refer to section 3 of the Remuneration Report for the treatment of STI's and LTI's on cessation of employment. Mr Dyker may resign from his position by providing 3 months' written notice. The Company may terminate the executive employment contract by providing 3 months' notice, except in the case of serious misconduct in which case the contract may be terminated immediately. If at any time during the employment there is a material diminution in the position, he will be entitled to an immediate payment of 6 months' severance pay.

4.4 Termination payments

The Company did not make any termination payments to KMP during FY2023. All contractual termination benefits comply with the provisions of the Corporations Act 2001.

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DIRECTORS' REPORT

5. Remuneration of Directors and Executive Officers

The remuneration in Table 1 (FY2022 – Table 3) for each named person, is the total of fixed remuneration (base salary, superannuation and non-monetary benefits) and variable remuneration (short term and long-term incentives) calculated in accordance with statutory accounting requirements. Excluding the cash component of remuneration, the total remuneration shown is the amount expensed by the Company and does not, in every case, represent what each named individual ultimately received in cash.

Table 1: Remuneration of Directors and Executive Officers FY2023.

| 2023 | Short-term benefits | | | Post-employment benefits | Long-term benefits | Share-based payments | Termination / Resignation payments | Total | Performance related ^(d) |
|--------------------------------|-------------------------------------|----------------------|----------------------|-------------------------------|--|---------------------------------|------------------------------------|------------------|------------------------------------|
| Name | Cash salary and fees ^(a) | Bonus ^(f) | Other ^(e) | Superannuation ^(b) | Annual and Long Service Leave ^(c) | Rights to shares ^(g) | | | |
| | (\$) | (\$) | (\$) | (\$) | (\$) | (\$) | (\$) | (\$) | (%) |
| Non-Executive Directors | | | | | | | | | |
| P R Sullivan | 105,000 | - | - | - | - | - | - | 105,000 | - |
| N L Cernotta | 134,666 | - | - | 10,334 | - | - | - | 145,000 | - |
| R J Hayward | 95,023 | - | - | 9,977 | - | - | - | 105,000 | - |
| G Swaby | 95,023 | - | - | 9,997 | - | - | - | 105,000 | - |
| Executive Directors | | | | | | | | | |
| R V Rajasooriar | 602,500 | 143,640 | 9,264 | 27,500 | 54,824 | 655,466 | - | 1,493,194 | 54% |
| Executives | | | | | | | | | |
| G Dyker | 367,538 | 75,057 | 11,034 | 27,500 | 17,906 | 223,699 | - | 722,734 | 41% |
| | 1,399,750 | 218,697 | 20,298 | 85,288 | 72,730 | 879,165 | - | 2,675,928 | 50% |

(a) Short term benefits as per Corporations Regulation 2M.3.03(1) Item 6.

(b) Post-employment benefits are provided through superannuation contributions.

(c) Other long-term benefits as per Corporations Regulations 2M.3.03(1) Item 8.

(d) Calculated as bonus (short term benefits) and share based payments divided by total remuneration.

(e) Benefits and allowances include the value of health insurance and parking provided to Mr Rajasooriar and Mr Dyker.

(f) Relates to the cash component of the FY2023 STI award based on achievement of KPIs in accordance with the STI Plan.

(g) The fair value of rights to shares is calculated at the date of grant using the Monte Carlo Simulation model and recognised over the period in which the minimum service conditions are fulfilled (the vesting period). The fair value is not related to or indicative of the benefit (if any) that the individual Executive may in fact receive.

Executive cash value of remuneration realised in FY2023

The actual remuneration earned during the year in accordance with the Corporations Act 2001 and accounting standards is outlined in Table 1 above. The cash value of remuneration realised by Executive KMP in FY2023 is set out below. This information is considered to be relevant as it provides shareholders with a view of the 'take home pay' received by Executive KMP in FY2023 and may differ from the remuneration disclosure in the statutory remuneration table.

Table 2: Executive cash value of remuneration realised in FY2023.

| | Salary and fees ^(a) | Benefits and allowances ^(b) | Cash STI ^(c) | LTI Plan rights ^(d) | Long service leave ^(e) | Total actual remuneration |
|---------------|--------------------------------|--|-------------------------|--------------------------------|-----------------------------------|---------------------------|
| | (\$) | (\$) | (\$) | (\$) | (\$) | (\$) |
| V Rajasooriar | 630,000 | 9,264 | 143,640 | - | - | 782,904 |
| G Dyker | 395,038 | 11,034 | 75,057 | - | - | 481,129 |

(a) Salary and fees comprise base salary and superannuation entitlements. It reflects the total of "Salary and fees" and "Superannuation" in the statutory remuneration table.

(b) Benefits and allowances include the value of health insurance and parking benefits provided to the Executive's. It reflects the same figure that is disclosed in the statutory remuneration table under "Benefits and allowances".

(c) Cash STI represents the cash component of the FY2023 STI award to Executives. It reflects the same figure that is disclosed in the statutory remuneration table under "Cash STI".

(d) No LTI Plan awards granted to Executives in prior years vested during the current financial year. This differs from the amount disclosed in the statutory remuneration table under "Share-based payments", which includes the fair value of LTI grants which may or may not vest in future years.

(e) Relates to the payment of accrued long-service leave benefits to the Executive. This differs to the amount disclosed in the statutory remuneration table under "Long service leave", which includes the value of the movement in the long service leave provision relating to KMP.

DIRECTORS' REPORT

5. Remuneration of Directors and Executive Officers (continued)

Table 3: Remuneration of Directors and Executive Officers FY2022.

| 2022 Name | Short-term benefits | | | Post-employment benefits | Long-term benefits | Share-based payments | Termination / Resignation payments | Total | Performance related ^(d) |
|--------------------------------|-------------------------------------|----------------------|----------------------|--------------------------------|--|---------------------------------|------------------------------------|------------------|------------------------------------|
| | Cash salary and fees ^(a) | Bonus ^(f) | Other ^(e) | Super-annuation ^(b) | Annual and Long Service Leave ^(c) | Rights to shares ^(g) | | | |
| | (\$) | (\$) | (\$) | (\$) | (\$) | (\$) | | | |
| Non-Executive Directors | | | | | | | | | |
| P R Sullivan | 105,000 | - | - | - | - | - | - | 105,000 | - |
| N L Cernotta | 135,114 | - | - | 9,886 | - | - | - | 145,000 | - |
| R J Hayward | 95,454 | - | - | 9,546 | - | - | - | 105,000 | - |
| G Swaby | 95,454 | - | - | 9,546 | - | - | - | 105,000 | - |
| Executive Directors | | | | | | | | | |
| R V Rajasooriar | 572,500 | 136,800 | 8,961 | 27,500 | 41,819 | 461,958 | - | 1,249,538 | 48% |
| Executives | | | | | | | | | |
| G Dyker | 346,500 | 71,383 | 10,288 | 27,500 | 22,182 | 132,689 | - | 610,542 | 33% |
| Total | 1,350,022 | 208,183 | 19,249 | 83,978 | 64,001 | 594,647 | - | 2,320,080 | 43% |

(a) Short term benefits as per Corporations Regulation 2M.3.03(1) Item 6.

(b) Post-employment benefits are provided through superannuation contributions.

(c) Other long-term benefits as per Corporations Regulations 2M.3.03(1) Item 8.

(d) Calculated as bonus (short term benefits) and share based payments divided by total remuneration.

(e) Benefits and allowances include the value of health insurance and parking provided to Mr Rajasooriar and Mr Dyker.

(f) Relates to the cash component of the FY2022 STI award based on achievement of KPIs in accordance with the STI Plan.

(g) The fair value of rights to shares is calculated at the date of grant using the Monte Carlo Simulation model and recognised over the period in which the minimum service conditions are fulfilled (the vesting period). The fair value is not related to or indicative of the benefit (if any) that the individual Executive may in fact receive.

Executive cash value of remuneration realised in FY2022

The actual remuneration earned during FY2022 in accordance with the Corporations Act 2001 and accounting standards is outlined in Table 3 above. The cash value of remuneration realised by Executive KMP in FY2022 is set out below. This information is considered to be relevant as it provides shareholders with a view of the 'take home pay' received by Executive KMP in FY2022 and may differ from the remuneration disclosure in the statutory remuneration table.

Table 4: Executive cash value of remuneration realised in FY2022.

| | Salary and fees ^(a) | Benefits and allowances ^(b) | Cash STI ^(c) | LTI Plan rights ^(d) | Long service leave ^(e) | Total actual remuneration |
|---------------|--------------------------------|--|-------------------------|--------------------------------|-----------------------------------|---------------------------|
| | (\$) | (\$) | (\$) | (\$) | (\$) | (\$) |
| V Rajasooriar | 600,000 | 8,961 | 136,800 | - | - | 745,761 |
| G Dyker | 374,000 | 10,288 | 71,383 | - | - | 455,671 |

(a) Salary and fees comprise base salary and superannuation entitlements. It reflects the total of "Salary and fees" and "Superannuation" in the statutory remuneration table.

(b) Benefits and allowances include the value of health insurance and parking benefits provided to the Executive's. It reflects the same figure that is disclosed in the statutory remuneration table under "Benefits and allowances".

(c) Cash STI represents the cash component of the FY2022 STI award to Executives. It reflects the same figure that is disclosed in the statutory remuneration table under "Cash STI".

(d) No LTI Plan awards granted to Executives in prior years vested during the current financial year. This differs from the amount disclosed in the statutory remuneration table under "Share-based payments", which includes the fair value of LTI grants which may or may not vest in future years.

(e) Relates to the payment of accrued long-service leave benefits to the Executive. This differs to the amount disclosed in the statutory remuneration table under "Long service leave", which includes the value of the movement in the long service leave provision relating to KMP.

5.1 Securities granted as part of remuneration

There were no alterations to the terms and conditions of securities granted as remuneration from their grant date until their vesting date during the financial year.

Performance Rights to Shares

Performance rights were issued to KMP totalling 5,377,969 in the financial year ended 30 June 2023 (30 June 2022: 5,859,453). Refer to section 3 of the Remuneration Report for further detail on the issue of Performance Rights.

Options

No options to shares were granted as compensation to KMP in the financial year ended 30 June 2023 (30 June 2022: nil).

Shares

There were no ordinary shares issued to KMP on the exercise of securities during the financial year (2022: Nil).

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DIRECTORS' REPORT

6. Equity instrument reporting

6.1 Performance Rights holdings of Executives

The table below discloses the movements in performance rights held by Executives issued under the LTI Plan (refer section 3). The table excludes entitlements to Dividend Adjustment Performance Rights that are unissued and subject to conditions.

Table 5: Performance rights - LTI Plan.

| | Balance at 1 Jul 22 | Granted as remuneration | Vested | Lapsed | Balance at 30 Jun 23 | Unvested | Value of unvested Rights ^(a) |
|---------------|------------------------|----------------------------|--------|--------|-------------------------|------------|---|
| V Rajasooriar | 11,409,301 | 2,837,838 | - | - | 14,247,139 | 14,247,139 | \$1,927,933 |
| G Dyker | 3,803,550 | 1,334,586 | - | - | 5,138,136 | 5,138,136 | \$668,582 |

(a) This is based on the fair value, at grant date, of Rights that have yet to vest. The fair value is not related to or indicative of the benefit (if any) that the individual Executive may in fact receive.

The Rights 'on foot' are disclosed in the table below. Should the Rights not vest, the award will expire.

Table 6: Details of Rights 'on foot' – LTI Plan.

| | Grant date | Number of Rights | Fair value of Right ^(a) | Performance and service period | Vesting Outcome | Expiry date | Maximum expense to be recognised in future periods |
|---------------|-------------|---------------------|---------------------------------------|--------------------------------------|-----------------------------|--------------|---|
| V Rajasooriar | 20 Oct 2022 | 2,837,838 | \$0.19 | 1 Jul 2022 to 30 Jun 2025 | 30 June 2025 | 30 June 2027 | \$371,722 |
| | 20 Oct 2021 | 3,992,813 | \$0.15 | 1 Jul 2021 to 30 Jun 2024 | 30 June 2024 | 30 June 2026 | \$212,747 |
| | 17 Nov 2020 | 7,416,488 | \$0.11 | 1 Jul 2020 to 30 Jun 2023 | 30 June 2023 ^(b) | 30 June 2025 | - |
| G Dyker | 26 Aug 2022 | 1,334,586 | \$0.19 | 1 Jul 2022 to 30 Jun 2025 | 30 June 2025 | 30 June 2027 | \$174,815 |
| | 2 Sep 2021 | 1,866,640 | \$0.15 | 1 Jul 2021 to 30 Jun 2024 | 30 June 2024 | 30 June 2026 | \$100,089 |
| | 5 Oct 2020 | 1,936,910 | \$0.07 | 1 Jul 2020 to 30 Jun 2023 | 30 June 2023 ^(b) | 30 June 2025 | - |

(a) The fair value of Rights is calculated at the date of grant using the Monte Carlo Simulation model and recognised over the period in which the minimum service conditions are fulfilled (the vesting period). The fair value is not related to or indicative of the benefit (if any) that the individual Executive may in fact receive.

(b) The determination of the number of performance rights that vest is subject to an assessment of actual outcomes against pre-determined service and performance conditions and is subject to Board approval, all of which occurred subsequent to year end.

DIRECTORS' REPORT

6. Equity instrument reporting (continued)

6.2 Shareholdings of KMP

The following table discloses the movements in the number of ordinary shares in the Company held, directly, indirectly or beneficially, by each KMP, including their related parties. There were no shares granted during the reporting period as remuneration.

Table 7: Shareholdings of KMP.

| | Balance at 1 July 2022 or date becoming a KMP | Purchases | Received during the year on the exercise of Rights and Options | Net other movements | Balance at 30 June 2023 or date ceasing to be a KMP |
|------------------------------------|---|-----------|---|------------------------|--|
| Non-Executive Directors | | | | | |
| N Cernotta | 107,500 | - | - | - | 107,500 |
| P Sullivan | - | - | - | - | - |
| R Hayward | 107,500 | - | - | - | 107,500 |
| G Swaby | 107,500 | - | - | - | 107,500 |
| Executive Directors | | | | | |
| V Rajasooriar | 1,791,666 | - | - | - | 1,791,666 |
| Executives | | | | | |
| G Dyker | - | - | - | - | - |
| | 2,114,166 | - | - | - | 2,114,166 |

7. KMP Transactions

There were no loans to KMP and their related parties at any time during the year ended 30 June 2023. There were no transactions involving key management personnel and their related parties other than compensation and transactions concerning shares and performance rights to shares as discussed in the Remuneration Report.

Signed in accordance with a resolution of the Directors.



Nick Cernotta

Independent Non-Executive Chair



Victor Rajasooriar

Managing Director and Chief Executive Officer

Perth, 30 August 2023

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CONSOLIDATED INCOME STATEMENT

| | Note | 2023 \$000 | 2022 \$000 |
|---|------|-----------------|---------------|
| Revenue | 3 | 195,512 | 90,394 |
| Cost of sales | 5 | (206,915) | (78,781) |
| Gross (Loss)/Profit | | (11,403) | 11,613 |
| Other income | 4 | 648 | 2,665 |
| Corporate and other expenses | 5 | (7,880) | (6,618) |
| Exploration and evaluation expenditure written off | | (836) | (844) |
| (Loss)/Gain on commodity forward contracts | | (3,023) | 4,745 |
| Change in fair value of financial assets at fair value through profit or loss | | (2) | - |
| (Loss)/Profit before net finance expense and income tax expense | | (22,496) | 11,561 |
| Finance income | 6 | 878 | 224 |
| Finance expense | 6 | (11,554) | (5,525) |
| (Loss)/Profit before income tax expense | | (33,172) | 6,260 |
| Income tax expense | 7 | - | - |
| (Loss)/Net profit for the year | | (33,172) | 6,260 |
| Attributable to: | | | |
| Owners of Panoramic Resources Limited | | (33,172) | 6,260 |
| | | (33,172) | 6,260 |
| (Loss)/Earnings per share (EPS): | | | |
| Basic EPS attributable to ordinary equity holders (cents) | 8 | (1.6) | 0.3 |
| Diluted EPS attributable to ordinary equity holders (cents) | 8 | (1.6) | 0.3 |

The consolidated income statement should be read in conjunction with the accompanying notes.

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CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

| | 2023 \$000 | 2022 \$000 |
|---|-----------------|---------------|
| Net (loss)/profit for the year | (33,172) | 6,260 |
| Other comprehensive income for the year, net of tax | - | - |
| Total comprehensive (loss)/income for the year, net of tax | (33,172) | 6,260 |
| Attributable to: | | |
| Equity holders of the parent | (33,172) | 6,260 |
| | (33,172) | 6,260 |

The consolidated statement of other comprehensive income should be read in conjunction with the accompanying notes.

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CONSOLIDATED BALANCE SHEET

| | Note | 2023 \$000 | 2022 \$000 |
|---|------|----------------|----------------|
| CURRENT ASSETS | | | |
| Cash and cash equivalents | 9 | 13,918 | 21,757 |
| Trade and other receivables | 17 | 2,755 | 3,797 |
| Inventories | 18 | 10,953 | 12,835 |
| Prepayments | | 2,725 | 2,509 |
| Derivative financial instruments | 16 | 1,735 | 4,992 |
| Total current assets | | 32,086 | 45,890 |
| NON-CURRENT ASSETS | | | |
| Financial assets at fair value through profit or loss | | 4 | 6 |
| Exploration and evaluation assets | 19 | 2,757 | 5,551 |
| Property, plant and equipment | 20 | 26,826 | 25,686 |
| Development and mineral properties | 19 | 190,364 | 193,566 |
| Right-of-use assets | 20 | 26,111 | 29,819 |
| Other financial assets | | 291 | 291 |
| Total non-current assets | | 246,353 | 254,919 |
| TOTAL ASSETS | | 278,439 | 300,809 |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 10 | 24,887 | 28,937 |
| Borrowings | 11 | 36,866 | 8,644 |
| Lease liabilities | 12 | 12,668 | 9,886 |
| Provisions | 23 | 1,147 | 1,833 |
| Total current liabilities | | 75,568 | 49,300 |
| NON-CURRENT LIABILITIES | | | |
| Borrowings | 11 | 24,776 | 36,072 |
| Lease liabilities | 12 | 15,853 | 21,929 |
| Provisions | 23 | 20,746 | 19,898 |
| Total non-current liabilities | | 61,375 | 77,899 |
| TOTAL LIABILITIES | | 136,943 | 127,199 |
| NET ASSETS | | 141,496 | 173,610 |
| EQUITY | | | |
| Contributed equity | 29 | 353,550 | 353,550 |
| Reserves | 30 | 24,203 | 23,145 |
| Accumulated losses | | (236,257) | (203,085) |
| TOTAL EQUITY | | 141,496 | 173,610 |

The consolidated balance sheet should be read in conjunction with the accompanying notes.

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

| | Contributed equity \$000 | Option and share-based payment reserve \$000 | Accumulated losses \$000 | Total equity \$000 |
|--|--------------------------------|---|--------------------------------|--------------------------|
| At 1 July 2022 | 353,550 | 23,145 | (203,085) | 173,610 |
| Loss for the year | - | - | (33,172) | (33,172) |
| Total comprehensive loss for the period | - | - | (33,172) | (33,172) |
| Performance rights issued | - | 1,058 | - | 1,058 |
| Balance at 30 June 2023 | 353,550 | 24,203 | (236,257) | 141,496 |

| | Contributed equity \$000 | Option and share-based payment reserve \$000 | Accumulated losses \$000 | Total equity \$000 |
|--|--------------------------------|---|--------------------------------|--------------------------|
| At 1 July 2021 | 353,550 | 22,477 | (209,345) | 166,682 |
| Profit for the year | - | - | 6,260 | 6,260 |
| Total comprehensive income for the period | - | - | 6,260 | 6,260 |
| Performance rights issued | - | 668 | - | 668 |
| Balance at 30 June 2022 | 353,550 | 23,145 | (203,085) | 173,610 |

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

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CONSOLIDATED STATEMENT OF CASHFLOWS

| | Note | 2023 \$000 | 2022 \$000 |
|---|------|-----------------|-----------------|
| Cash flows from operating activities | | | |
| Cash receipts from customers | | 195,068 | 100,332 |
| Cash paid to suppliers and employees | | (174,272) | (74,583) |
| Net cash inflow from operating activities | 9 | 20,796 | 25,749 |
| Cash flows from investing activities | | | |
| Payments for exploration and evaluation assets | | (836) | (844) |
| Proceeds from sale of property, plant and equipment | | - | 2,568 |
| Proceeds from sale of subsidiary in prior years | | 1,603 | 1,536 |
| Payments for plant and equipment, including assets under construction | | (2,953) | (4,697) |
| Payments for development costs | | (20,483) | (56,272) |
| Interest received | | 878 | 224 |
| Net cash outflow from investing activities | | (21,791) | (57,485) |
| Cash flows from financing activities | | | |
| Proceeds from borrowings | | 21,723 | 41,113 |
| Repayment of borrowings | | (9,768) | (763) |
| Payments of principal portion of leased liabilities | | (11,448) | (10,061) |
| Interest paid on borrowings | | (7,351) | (1,033) |
| Net cash (outflow)/inflow from financing activities | | (6,844) | 29,256 |
| Net decrease in cash and cash equivalents | | | |
| Cash and cash equivalents at the beginning of the period | | 21,757 | 24,237 |
| Cash and cash equivalents at the end of the period | 9 | 13,918 | 21,757 |

The consolidated statement of cash flows should be read in conjunction with the accompanying notes.

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NOTES TO CONSOLIDATED STATEMENTS

Corporate information and basis of preparation

1. Corporate information

Panoramic Resources Limited is a for profit company incorporated in Australia whose shares are publicly traded on the Australian Stock Exchange (ASX). The consolidated financial statements of Panoramic Resources Limited in corporate Panoramic Resources Limited (the Parent) as well as its subsidiaries (collectively, the Group) as outlined in Note 25. The financial statements of the Group for the year ended 30 June 2023 were authorised for issue in accordance with a resolution of the Directors on 29 August 2023.

The nature of the Group's operations and principal activities are described in the Directors' Report. Information on the Group's structure is provided in Note 25. Information on other related party relationships of the Group is provided in Note 27.

2. Basis of preparation

The financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. The financial report also complies with IFRS as issued by the International Accounting Standards Board.

The financial report has been prepared on a historical cost basis, except for trade receivables, derivatives and equity investments which have been measured at fair value.

The financial report is presented in Australian dollars and all values are rounded to the nearest thousand dollars (\$000) unless otherwise stated.

The accounting policies adopted are consistent with those of the previous financial year and corresponding reporting period except for the policies stated below.

(a) Going concern basis

These financial statements have been prepared on the going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As at 30 June 2023, the Group had a working capital deficit of \$43.48 million. The deficit includes current liability amounts for debt repayments totalling A\$35.22 million that are payable to Trafigura under the secured loan facility. These debt repayments comprise Prepayment Loan Facility (PLF) forecast monthly repayments to be paid over the period July 2023 to June 2024 of A\$12.60 million and the full repayment of the Revolving Credit Facility (RCF) totalling A\$22.62 million (US\$15.0 million) on or before 31 December 2023.

In June 2023, the Company's cash position was impacted by the suspension of concentrate production from 12 June 2023 following the mechanical failure of the filter press head plate assembly at the Savannah Nickel Operation. As a result, lower than planned concentrate sales and therefore lower cash generation was achieved in June with actual shipped volumes totalling 3,602wmt, being a reduction of approximately 3,800wmt to 4,800wmt on planned volumes for that month. On 10 July 2023, the Company announced the return to normal concentrate production following the completion of repairs to the filter press.

In addition, the Group made an after-tax loss of \$33.17 million (30 June 2022: after-tax profit \$6.26 million) and had net cash outflows from operating and investment activities of \$0.99 million (30 June 2022: \$31.74 million outflow) for the year ended 30 June 2023.

Notwithstanding the above, the Directors in their consideration of the appropriateness of the going concern basis for the preparation of the financial statements, have prepared a cash flow forecast through to August 2024 which indicates the Group to have sufficient cash to continue as a going concern having regard to the following matters:

- (i) The Group held cash on hand at 30 June 2023 of \$13.92 million.
- (ii) The Group is expected to start generating positive cashflow from the Savannah Nickel Project in FY2024.
- (iii) The underground mine continues to progress the ramp up of production to design rates. Mining works were undertaken in the newly identified Savannah Extension orebody in the six months to June 2023, to progress the establishment of this area ahead of the commencement of production in the September 2023 quarter. Paste fill reliability and performance has improved. Design production levels (mined ore tonnes) are forecast to be achieved in the September 2023 quarter for the first time since re-starting the project.
- (iv) Subsequent to year end, concentrate shipments have been either completed for August (departed 18 August 2023) and/or scheduled for September (scheduled to arrive 8 September 2023) with volumes forecast to be in the range of 8,000 to 11,000wmt per ship.

NOTES TO CONSOLIDATED STATEMENTS

2. Basis of preparation (continued)

(a) Going concern basis (continued)

- (v) On 26 July 2023, the Company commenced a capital raise comprising a \$40 million two tranche placement (fully underwritten) and a \$5 million share purchase plan (non-underwritten targeted amount). Placement tranche 1 raised A\$15.4 million before costs and was completed on 1 August 2023. The receipt of funding and therefore the successful completion of placement tranche 2 (A\$24.6 million before costs) and the share purchase plan (targeted funding A\$5.0 million) are subject to shareholder approval to be sought at a General Meeting of the Company to be held on 4 September 2023. If approved by shareholders, proceeds are expected to be received on 8 September 2023. For further information refer to Note 31 – significant events after the balance date and ASX announcements dated 26 July 2023.
- (vi) In July 2023, Trafigura agreed to extend the US\$15.0 million RCF availability period by twelve months to 31 December 2024 subject to the Company successfully completing (on or before 15 September 2023) a capital raise of not less than A\$40 million (before costs) as detailed in the preceding paragraph. For further information refer to Note 31 – significant events after the balance date.

The achievement of the Group's cash flow forecasts is dependent upon the Group achieving forecast targets for concentrate revenue, mining operations and processing activities that are in accordance with management's plans and forecast commodity pricing (nickel, copper and cobalt) and foreign exchange assumptions. Critical to achieving forecast cash flows is the Group's ability to achieve forecast concentrate production. Should this not occur it is likely that the Group will require additional capital and/or be required to refinance or renegotiate its current finance facilities to be able to continue to fund ongoing operations at the Savannah Nickel Project.

At the date of signing this report, the Directors have reasonable grounds to believe that the Group will be able to achieve the matters set out above, including the successful completion of the capital raise placement tranche 2, and thus it is appropriate to prepare the financial statements on a going concern basis. In the event that the Group is unable to achieve the matters set out above a material uncertainty would exist that may cast significant doubt on the ability of the Group to continue as a going concern and therefore whether it will realise its assets and discharge its liabilities in the normal course of business and at the amounts stated in the financial statements.

The financial statements do not include any adjustments relating to the recoverability or classification of recorded asset amounts or to the amounts or classification of liabilities that may be necessary should the Company not be able to continue as a going concern.

(b) Changes in accounting policies and disclosures

The Group has adopted all new and amended accounting standards and interpretations issued by the Australian Accounting Standards Board that are mandatory for the current reporting period. Accounting policies adopted by the Group are consistent with those of the previous financial year. The adoption of these new and amended accounting standards or interpretations during the year did not have a material impact on the Group's financial report and hence, have not been disclosed.

In the prior financial year the Group elected to adopt AASB 2020-3 amendment to Australian Accounting Standard AASB 116 Property, Plant and Equipment – Proceeds before intended Use ("AASB 116 Amendment") with respect to the accounting treatment for pre-commercial production revenue and costs.

(c) Key estimates and judgements

The preparation of the Group's consolidated financial statement requires management to make judgments in the process of applying the Group's accounting policies and estimates that effect the reported amounts of revenue, expenses, assets and liabilities. Other than key judgments and estimates disclosed elsewhere in the financial report, other key judgements and estimates which are material to the financial report are found in the following notes.

NOTES TO CONSOLIDATED STATEMENTS

2. Basis of preparation (continued)

(c) Key estimates and judgements (continued)

| Note | | Key estimate or judgement |
|---------|--|---|
| Note 3 | Revenue | <ul style="list-style-type: none"> Price adjustment for estimate of concentrate specifications. Fair value of receivables is based on the closing forward LME metal price. |
| Note 7 | Income tax | <ul style="list-style-type: none"> The recognition of deferred tax asset depends on the probability of future taxable profits. |
| Note 12 | Lease term for contracts with renewal options | <ul style="list-style-type: none"> The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Group applies judgment in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew (e.g. a change in business strategy). |
| Note 12 | Incremental borrowing rate for lease liabilities | <ul style="list-style-type: none"> In measuring the present value of the lease liability, the standard requires that the lessee's incremental borrowing rate is used if the rate implicit in the lease cannot be readily determined. Panoramic uses a consistent approach reflecting the Group's borrowing rate and the duration of the lease term, which requires the use of judgment. |
| Note 14 | Fair value measurement | <ul style="list-style-type: none"> Where the fair value of an instrument is not determinable with reference to active market prices, an alternative valuation technique is used to estimate the fair value of the instrument. |
| Note 19 | Exploration and evaluation assets | <ul style="list-style-type: none"> The application of the Group's accounting policy for assessing capitalised exploration and evaluation assets for impairment requires judgment to determine whether future economic benefits are likely from either future exploitation or sale once impairment triggers are identified. An exploration and evaluation asset shall be reclassified to mine development when the technical feasibility and commercial viability of extracting a mineral resource are demonstrable and a decision has been made to develop and extract the resource. |
| Note 21 | Impairment of non-financial assets | <ul style="list-style-type: none"> The Group assesses at each reporting date, whether there is an indication that a non-financial asset may be impaired. The Group assesses at each reporting date, whether there is an indication that a non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an assets or cash generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. |
| Note 23 | Provisions | <ul style="list-style-type: none"> Rehabilitation, restoration and dismantling provisions are reassessed at the end of each reporting period. The estimated costs include judgement regarding the Group's expectation of the level of rehabilitation activities that will be undertaken, technological changes, regulatory obligations, cost inflation and discount rates. |

(d) Basis of consolidation and business combinations

The consolidated financial statements comprise the financial statements of Panoramic Resources Limited and the subsidiaries it controls (as outlined in Note 25 as at 30 June 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and can affect those returns through its power over the investee. Specially, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its return.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including;

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

NOTES TO CONSOLIDATED STATEMENTS

2. Basis of preparation (continued)

(d) Basis of consolidation and business combinations (continued)

Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

(e) Foreign currencies

Functional and presentation currency

The functional currency of Panoramic Resources Ltd and its Australian subsidiaries is Australian dollars. The financial statements are presented in Australian dollars.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

(f) Goods and services taxes (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except:

- When the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable;
- When receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet. Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

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

(g) Other accounting policies

Other accounting policies that summarise the measurement basis used and are relevant in understanding the financial statements are provided throughout the notes to the financial statements.

(h) Segment Information

The Group is organised into one operating segment, being mineral production, exploration and development at the Savannah Nickel Project. Accordingly, all significant operating decisions are based upon an analysis of the Group as one segment. The financial results of this segment are equivalent to the consolidated financial statements as a whole.

The Company operated in one geographical area being Australia.

The Group's revenue (refer to Note 3) arises from sales to customers located in China. In 2023, revenue was accounted for by two customers that were split 75% (former offtake partner up to February 2023) and 25% (new offtake partner from February 2023) based on total revenue during the year (2022: one customer individually accounted for 100%).

NOTES TO CONSOLIDATED STATEMENTS

Results for the year

This section focuses on the results and performance of the Group. It includes information on profitability and the resultant return to shareholders via earnings per share.

3. Revenue

| | 2023 \$000 | 2022 \$000 |
|--|----------------|---------------|
| Revenue | | |
| Revenue from sale of concentrate | 183,397 | 83,679 |
| Revenue from shipping services | 10,427 | 4,691 |
| Revenue from contracts with customers | 193,824 | 88,370 |
| Realised fair value gain on receivables subject to QP adjustment | 8,691 | 11,788 |
| Unrealised fair value loss on receivables subject to QP adjustment | (7,003) | (9,764) |
| Total Revenue | 195,512 | 90,394 |

- (i) For the year ended 30 June 2023, the Company had \$195.512 million in revenue derived from the sale of goods to two external customers (30 June 2022 (one external customer): \$90.394 million).
- (ii) FY2022 - Pre-commercial production revenue included in total revenue is \$44.4 million.

Recognition and measurement

The Group's principal revenue is from the sale of concentrate containing nickel, copper and cobalt. The Group also earns revenue from the provision of shipping services. Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer and at the amount that reflects the consideration to which the Group expects to receive in exchange for those goods or services.

The Group has concluded that it is the principal in its revenue contracts because it typically controls the goods or services before transferring them to the customer.

Concentrate sales

For metal-in-concentrate sales under CIF incoterms, the performance obligations are the delivery of the concentrate and the provision of shipping services. Based on the contractual terms, revenue from the sale of nickel-copper-cobalt concentrate is recognised when control passes to the customer, which occurred at a point in time when the concentrate is physically transferred onto a vessel.

The Group's sales of nickel-copper-cobalt concentrate allow for price adjustments based on the market price (see below) at the end of the relevant quotational period (QP) stipulated in the contract. These are referred to as provisional pricing arrangements and are such that the ultimate selling price for nickel-copper-cobalt concentrate is based on the prevailing spot price averaged over a future contractually specified month following shipment to the customer. Adjustments to the sales price therefore occur based on movements in market prices of the contained metal up until the end of the QP. The period between initial recognition of the sale transaction and the end of the QP is generally between one to three months.

Revenue from the sale of nickel-copper-cobalt concentrate is measured at the amount to which the Group expects to be entitled, being the one-month average forward price for the expected month of settlement at the date the sales transaction is initially recognised, net of treatment and refining charges. A corresponding trade receivable is then recognised.

For provisional pricing arrangements, any future changes that occur over the QP are embedded within the trade receivables. Given the exposure to the commodity price, these provisionally priced trade receivables are measured at fair value through profit or loss from initial recognition until the date of settlement. Subsequent changes in fair value of the receivable are recognised in the profit or loss each period and presented separately as other revenue.

Shipping services

Under CIF incoterms, the Group is responsible for providing freight/shipping services after the date that the Group transfers control of the concentrate to its customers. The Group, therefore, has a separate performance obligation for freight/shipping services which are provided solely to facilitate the sale of the concentrate it produces.

For CIF arrangements, the transaction price (as determined above) is allocated to concentrate revenue and shipping services using the relative stand-alone selling price method. The consideration is received from the customer at, or around the date of shipment under a provisional invoice. Some of the upfront consideration that related to the shipping services yet to be provided was deferred. This is generally not material at the balance date. Shipping revenue is recognised over time using an output method (being days of shipping/transportation elapsed) to measure progress towards complete satisfaction of the service as this best represents the Group's performance. This is on the basis that the customer simultaneously receives and consumes the benefits provided by the Group as the services are being provided. The costs associated with these freight/shipping services are also recognised over the same period of time as incurred.

NOTES TO CONSOLIDATED STATEMENTS

3. Revenue (continued)

Key estimates and judgements – Revenue

Application of the variable consideration constraint:

Under the sales contract, adjustments are made to the transaction price for variations in assay and weight between the time of dispatch of the nickel-copper-cobalt concentrate and the time of final settlement. The Group estimates the amount of consideration receivable using the expected value approach based on internal assays. Management consider that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur due to variations in assay and weight.

Measurement of the transaction price:

The transaction price for metal concentrate is based on the average forward metal prices quoted on the London Metals Exchange (LME) at the date of shipment of the concentrate to the customer. The customer makes a provisional payment to the Group against a provisional invoice for the estimated payable value of the nickel, copper and cobalt dispatched in the shipment. Final settlement of the sales transaction is based on the average LME metal price over a subsequent pricing period as specified by the terms of the sales contract.

The period commencing on the date of shipment to the end of the pricing period is known as the Quotational Period (QP). The QP historically reflects the average time to elapse (generally one to three months) between the shipment arriving at the discharge port and the date of processing at the final destination. This pricing methodology is standard within the industry and represents an embedded derivative under AASB 9 Financial Instruments. Accordingly subsequent changes in fair value of the receivable are recognised within realised and unrealised price adjustments in the income statement in each period until final settlement. The revaluation of the receivable is performed up until the final invoice is issued. If the receivable goes into a credit balance it is reclassified at trade payables.

As at 30 June 2023, an unrealised fair value loss adjustment totalling \$7.003 million (2022: loss adjustment \$9.764 million) had been recognised for concentrate shipments that had not reached final settlement.

4. Other income

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Net gain on sale of property, plant & equipment | 15 | 1,817 |
| Foreign exchange gains | 581 | 489 |
| Sundry Income | 52 | 359 |
| Total other income | 648 | 2,665 |

In the prior year, the foreign exchange gains include the revaluation of a Canadian dollar receivable due from Clean Air Metals. The receivable formed part of the deferred consideration from the sale of Thunder Bay North PGM project that was settled on 15 May 2020. Sale proceeds (in part) were received by the Company in three equal instalments on the first, second and third anniversaries of the completion of sale. On 20 December 2022, Clean Air Metals elected to pay the Company the final deferred instalment.

In the prior year sundry income includes the sale of obsolete inventory items for a gain of \$240,000.

Accounting policy for Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the period that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

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NOTES TO CONSOLIDATED STATEMENTS

5. Expenses

Loss before income tax includes the following expenses:

| | 2023 \$000 | 2022 \$000 |
|--|----------------|---------------|
| Cost of sales | | |
| Cash costs of production ⁽ⁱⁱ⁾ | 136,740 | 67,610 |
| Shipping costs | 15,905 | 7,490 |
| Royalties | 8,464 | 4,869 |
| Inventory movement | 3,626 | (9,340) |
| Depreciation and amortisation | 42,180 | 8,152 |
| Total cost of sales | 206,915 | 78,781 |

(i) FY2022 - pre-commercial production cost of sales included in the total above is \$47.2 million.

(ii) Included in cash costs of production is \$9.986 million employee remuneration and benefits

Recognition and measurement

Cash costs of production

Cash costs of production include ore and waste mining costs, processing costs, and site administration and support costs.

Inventory movement

Inventory movement represents the movement in the balance sheet inventory for run-of-mine ore stocks, concentrate stocks and consumables and stores items.

Refer to Note 18 for further details on the Group's accounting policy for inventory.

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Corporate and other expenses | | |
| Corporate and administration | 4,481 | 3,653 |
| Employee remuneration and benefits expensed | 2,867 | 2,449 |
| Depreciation – property, plant and equipment not used in production | 532 | 516 |
| Total Corporate and other expense | 7,880 | 6,618 |

Recognition and measurement

Employee remuneration

Wages, salaries and superannuation contribution expenses are recognised as and when employees render their services.

Refer to Note 23 for the accounting policy relating to short-term and long-term employee benefits.

Employee share-based payments

The accounting policy, key estimates and judgements relating to employee share-based payments are set out in Note 28.

Depreciation

The accounting policy relating to depreciation method's and estimated useful life is set out in Note's 19 and 20.

6. Finance income and finance expense

| | 2023 \$000 | 2022 \$000 |
|---|-----------------|----------------|
| Finance income | | |
| Interest income calculated using the effective interest rate method | 878 | 224 |
| Total finance income | 878 | 224 |
| Finance expense | | |
| Interest on lease liabilities | (1,384) | (1,030) |
| Interest on debt and borrowings | (6,218) | (927) |
| Accretion interest on rehabilitation provision | (732) | (278) |
| Foreign exchange loss | (3,177) | (3,078) |
| Facility fees and charges | (43) | (212) |
| Total finance expense | (11,554) | (5,525) |

(i) Borrowing cost capitalised during the year amounted to \$Nil (2022: \$1.098 million).

NOTES TO CONSOLIDATED STATEMENTS

6. Finance income and finance expense (continued)

Recognition and measurement

Interest income is recognised as interest accrues using the effective interest method.

Finance costs

Borrowing costs include interest, amortisation of discounts or premiums relating to borrowings, amortisation of ancillary costs incurred in connection with arrangement of borrowings, and finance charges in respect of finance leases.

Borrowing costs are expensed as incurred unless they relate to qualifying assets. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale, which is generally taken to be more than twelve months. In these circumstances, borrowing costs are capitalised to the costs of the assets. Where funds are borrowed specifically for the acquisition, construction or production of a qualifying asset, the amount of borrowing costs capitalised is those incurred in relation to that borrowing, net of any interest earned on those borrowings. Where funds are borrowed generally, borrowing costs are capitalised using a weighted average capitalisation rate to the extent that they relate to the qualifying asset.

Exploration and evaluation expenditure carried forward relating to areas of interest which have not reached a stage permitting reliable assessment of economic benefits are not qualifying assets.

Provisions and other payables are discounted to their present value when the effect of the time value of money is significant. The impact of the unwinding of these discounts is reported in finance costs. For accounting policy, key estimates and assumptions on provisions refer to Note 23.

7. Income tax

| Tax Expense | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Current tax expense | - | - |
| Deferred tax expense | - | - |
| Total income tax expense per income statement | - | - |

| Reconciliation of income tax benefit to prima facie tax | 2023 \$000 | 2022 \$000 |
|--|---------------|---------------|
| (Loss)/profit before income tax | (33,172) | 6,260 |
| Income tax (benefit)/expense at the Australian tax rate of 30% (2022: 30%) | (9,952) | 1,878 |
| Tax effect of amounts which are not deductible (taxable) in calculating taxable income: | | |
| Non-deductible expenses | 350 | 212 |
| Tax benefit relating to tax losses not recognised | 9,602 | - |
| Non-assessable income | - | (34) |
| Recognition of tax losses | - | (2,056) |
| Income tax expense/(benefit) | - | - |

| Recognised tax assets and liabilities | 2023 \$000 | 2022 \$000 |
|---------------------------------------|---------------|---------------|
| Deferred tax assets: | | |
| Employee provisions | 380 | 244 |
| Other provisions & accruals | 352 | 431 |
| Unrealised FX movements | 1,883 | 944 |
| Rehabilitation liabilities | 6,078 | 5,736 |
| Right-of-use assets | 320 | - |
| R&D carry forward tax offsets | 4,136 | 4,136 |
| Tax losses | 17,472 | 12,861 |
| Other DTAs | 118 | 207 |
| Gross deferred tax assets | 30,739 | 24,559 |
| Set-off of deferred tax liabilities | (30,739) | (24,559) |
| Net deferred tax assets | - | - |

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NOTES TO CONSOLIDATED STATEMENTS

7. Income tax (continued)

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Deferred tax liabilities: | | |
| The balance comprises temporary differences attributable to: | | |
| Prepayments | (35) | (27) |
| Plant & equipment | (2,702) | (2,046) |
| Right-of-use assets | - | (84) |
| Exploration and evaluation, and mine properties | (26,223) | (18,860) |
| Inventory | (1,258) | (2,044) |
| Derivative assets | (521) | (1,498) |
| Other DTLs | - | - |
| Gross deferred tax liabilities | (30,739) | (24,559) |
| Set-off of deferred tax assets | 30,739 | 24,559 |
| Net deferred tax liability | - | - |

Recognition and measurement

Current income tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Current income tax relating to items recognised directly in equity are recognised in equity and not in the income statement. Management periodically evaluates tax positions taken with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred income tax is provided for using the full liability method on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences:

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

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised:

- except where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred tax assets and liabilities are reassessed at each balance sheet date and reduced to the extent that it is no longer probable that future taxable profit will allow the deferred tax asset to be utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss.

NOTES TO CONSOLIDATED STATEMENTS

7. Income tax (continued)

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

Key estimates and assumptions

Judgement is required to determine whether deferred tax assets are recognised on the balance sheet. Deferred tax assets, including those arising from unrecouped tax losses, capital losses and temporary differences, are recognised only where it is considered more likely than not that they will be recovered, which is dependent on the timing and generation of sufficient future taxable profits in the same taxing jurisdiction to offset future expenditure such as rehabilitation costs.

Determining if there will be future taxable profits depend on management's estimates of the timing and quantum of future cash flows, which in turn depend on estimates of future production, sales volumes, exploration discoveries, economics, commodity prices, operating costs, rehabilitation costs, capital expenditure, dividends and other capital management transactions.

These judgements and assumptions are subject to risk and uncertainty, hence there is a possibility that changes in circumstances will alter expectations, which may impact the amount of deferred tax assets and deferred tax liabilities recognised on the balance sheet and the amount of other tax losses and temporary differences not yet recognised. In such circumstances, some or all of the carrying amounts of recognised deferred tax assets and liabilities may require adjustment, resulting in a corresponding credit or charge to income tax expense within the income statement.

The Group has unrecognised temporary differences and carry forward losses for which no deferred tax asset is recognised on the balance sheet of \$77.97 million (2022: \$68.46 million) that have not been recognised as at reporting date as the Group has not yet determined if there will be sufficient future taxable profits available to recover these losses.

Tax Consolidation

The Company and its wholly owned Australian controlled entities have implemented the tax consolidation legislation.

The head entity, Panoramic Resources Limited and the controlled entities in the tax consolidated group account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the tax consolidated group continues to be a standalone taxpayer in its own right.

In addition to its own current and deferred tax amounts, the Company also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group. Members of the tax consolidated group have entered into a tax sharing agreement that provides for the allocation of income tax liabilities between entities should the head entity default on its tax payment obligations.

8. Earnings per share

| Basic (loss)/profit per share | 2023 Cents | 2022 Cents |
|---|----------------|----------------|
| From continuing operations attributable to the ordinary equity holders of the Company | (1.6) | 0.3 |
| Diluted (loss)/profit per share | 2023 Cents | 2022 cents |
| From continuing operations attributable to the ordinary equity holders of the Company | (1.6) | 0.3 |
| Reconciliation of (loss)/profit used in calculating earnings per share | 2023 \$000 | 2022 \$000 |
| Net (loss)/profit attributable to equity holders of the parent | (33,172) | 6,260 |
| Weighted average number of shares used as denominator | 2023 Number | 2022 Number |
| Weighted average number of ordinary shares used as the denominator in: | | |
| Calculating - basic and diluted (loss)/earnings per share | 2,050,914,004 | 2,050,914,004 |
| Calculating – diluted (loss)/earnings per share | 2,050,914,004 | 2,060,492,595 |

The weighted average number of ordinary shares used in the denominator in calculating diluted (loss)/earnings per share is not materially different to that used to calculate basic (loss) / earnings per share. In August 2023 307,637,099 shares were issued as part of the capital raise as detailed in Significant events after the reporting period Note 31.

There are 23,211,457 performance rights on issue at 30 June 2023 (2022: 17,833,488) which are contingently issuable and have not been included in the calculation of diluted earnings per share. There were no options on issue at 30 June 2023 (2022: 28,520,525).

NOTES TO CONSOLIDATED STATEMENTS

Capital and debt structure

This section contains information which will help users understand the management of the Group's capital and debt structure.

9. Cash and cash equivalents

| | 2023 \$000 | 2022 \$000 |
|--------------------------|---------------|---------------|
| Cash at bank and on hand | 13,918 | 21,757 |
| | 13,918 | 21,757 |

Recognition and measurement

Cash and cash equivalents in the consolidated balance sheet and consolidated statement of cash flows comprise of cash at bank and on hand and short-term deposits that are readily convertible to known amounts of cash with insignificant risk of change in value. The carrying amount for cash and cash equivalents equals the fair value.

Cash at bank earns interest at floating rates based on daily bank deposit rates. The weighted average interest rate achieved for the year was 3.15% (2022: 0.26%).

Deposits are held with various financial institutions with short term credit ratings of A-1+ (S&P). As these instruments have maturities of less than twelve months, the Group has assessed the credit risk on these financial assets using lifetime expected credit losses. In this regard, the Group has concluded that the probability of default on the deposits is relatively low. Accordingly, no impairment allowance has been recognised for expected credit losses on the term deposits.

Cash flow information

A reconciliation between cash and cash equivalents and net cash inflow from operating activities is as follows:

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Cash and cash equivalents in the statement of cash flows | 13,918 | 21,757 |
| Reconciliation of (loss)/profit after tax to net cash flows from operations: | | |
| (Loss)/profit for the period | (33,172) | 6,260 |
| Adjustments for: | | |
| Depreciation and amortisation included in the income statement | 42,712 | 8,668 |
| (Gain) on disposal of plant and equipment | - | (1,817) |
| Exploration and evaluation written off | 836 | 844 |
| Interest Income | (877) | (224) |
| Share-based payment | 1,058 | 668 |
| Unrealised QP loss price adjustments and foreign currency adjustments | 7,469 | 10,413 |
| Unrealised QP gain price adjustments and foreign currency adjustments | (498) | - |
| FV movement in derivative financial instruments and foreign currency | (1,735) | (4,745) |
| Unrealised loss on foreign currency | 3,130 | 3,078 |
| Finance cost | 8,331 | 2,341 |
| Change in operating assets and liabilities: | | |
| Increase in trade and other receivables | (560) | (1,854) |
| Increase in prepayments | (215) | (1,015) |
| (Decrease)/Increase in trade creditors | (11,509) | 19,394 |
| Decrease/(increase) in inventories | 1,882 | (12,278) |
| Decrease/(increase) in derivative financial instruments | 3,257 | (4,992) |
| Increase in provisions | 687 | 1,008 |
| Net cash inflow from operating activities | 20,796 | 25,749 |

NOTES TO CONSOLIDATED STATEMENTS

9. Cash and cash equivalents (continued)

Reconciliation of liabilities arising from financing activities

| | Non-cash charges | | | | | | | 30 June 2023 \$000 |
|--|----------------------|-------------------------|-------------------|--|------------------------------------|---|----------------|-----------------------|
| | 1 July 2022 \$000 | Net Cash flows \$000 | Interest \$000 | Leases recognised during the year \$000 | Foreign exchange movement \$000 | Loans recognised during the year \$000 | Other \$000 | |
| Interest bearing liabilities - Trafigura | 43,600 | 13,913 | 146 | - | 2,540 | - | - | 60,199 |
| Interest bearing liabilities - Insurance | 1,116 | (1,990) | 63 | - | - | 2,253 | - | 1,442 |
| Lease liabilities | 31,815 | (12,832) | 1,405 | 8,788 | - | - | (655) | 28,521 |
| Total liabilities from financing activities | 76,531 | (909) | 1,614 | 8,788 | 2,540 | 2,253 | (655) | 90,162 |

| | Non-cash charges | | | | | | | 30 June 2022 \$000 |
|--|----------------------|---------------------|-------------------|--|------------------------------------|---|----------------|-----------------------|
| | 1 July 2021 \$000 | Cash flows \$000 | Interest \$000 | Leases recognised during the year \$000 | Foreign exchange movement \$000 | Loans recognised during the year \$000 | Other \$000 | |
| Interest bearing liabilities - Trafigura | - | 41,113 | 52 | - | 2,435 | - | - | 43,600 |
| Interest bearing liabilities - Insurance | - | (763) | 29 | - | - | 1,850 | - | 1,116 |
| Lease liabilities | 6,183 | (10,061) | 1,320 | 36,677 | - | - | (2,302) | 31,815 |
| Total liabilities from financing activities | 6,183 | 30,289 | 1,401 | 36,677 | 2,435 | 1,850 | (2,302) | 76,531 |

10. Trade and other payables

| | 2023 \$000 | 2022 \$000 |
|--|---------------|---------------|
| Current | | |
| Trade and other payables – at amortised cost | 3,175 | 3,768 |
| Trade payables – at fair value | 7,732 | 10,413 |
| Accrued expenses | 13,980 | 14,756 |
| Total | 24,887 | 28,937 |

Recognition and measurement

Trade and other payables at amortised cost represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are generally unsecured and are usually paid within 60 days of recognition. They are initially measured at fair value and subsequently carried at amortised cost. The carrying value of these payables approximates their fair value.

Trade payable carried at fair value, include reclassified trade receivables that are in credit at balance sheet date (Refer to Note 3 and 17). The fair value of the liability has been estimated using forward market commodity prices at 30 June 2023 for nickel US\$23,123/t, copper US\$8,659/t and cobalt US\$32,606/t which comprises contained metal totalling nickel 2,677t, copper 1,538t and cobalt 197t. (30 June 2022: nickel US\$22,676/t, copper US\$8,264/t and cobalt US\$70,239/t which comprises contained metal totalling nickel 1,366t, copper 819t and cobalt 89t.) This liability is payable to the Company's offtake customers. Refer to Note 17 for further information.

11. Borrowings

| | 2023 \$000 | 2022 \$000 |
|--------------------------------------|---------------|---------------|
| Current liabilities | | |
| External loan | 35,424 | 7,528 |
| Other loans | 1,442 | 1,116 |
| Total current liabilities | 36,866 | 8,664 |
| Non-current liabilities | | |
| External loan | 24,776 | 36,072 |
| Other loans | - | - |
| Total non-current liabilities | 24,776 | 36,072 |

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NOTES TO CONSOLIDATED STATEMENTS

11. Borrowings (continued)

Recognition and measurement

All loans and borrowings are initially recognised at fair value net of issue costs associated with the borrowing.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Amortised cost is calculated by considering any issue costs, and any discount or premium on settlement. Gains and losses are recognised in the income statement when the liabilities are derecognised and through the amortisation process.

External loan

The Group has a secured loan facility with Trafigura for US\$45.0 million. The facility has two secured tranches comprising a US\$30.0 million five-year Prepayment Loan Facility (PLF) and a US\$15.0 million Revolving Credit Loan Facility (RCF). The PLF was drawn down on 24 September 2021 and has a five-year term through to 31 July 2026. Debt service under this tranche was interest only to 31 July 2022 thereafter loan repayments commenced based on either an agreed schedule of minimum monthly repayments or (if greater from May 2023) a variable amount that is aligned with concentrate shipments, calculated based on a percentage of the payable value of the cargo. Debt repayments to the PLF since initial draw down total US\$5.22 million as at 30 June 2023.

The RCF was drawn down in full on 24 August 2022. The facility revolves or is repaid (in part or whole) on a three-month interval and can be revolved on a cashless basis at the Company's election. Repayment can be by way of a final bullet repayment of US\$15.0 million at the end of the facility term (RCF Tranche only). The initial availability period for the RCF was to 24 March 2023. On 19 October 2022 the Company announced to the ASX that Trafigura had agreed to extend the RCF availability period by nine months to 31 December 2023. On 26 July 2023, the Company announced it had agreed the following contractual amendments with Trafigura, all of which is conditional upon the Company successfully completing (on or before 15 September 2023) a capital raise of not less than A\$40 million (before costs) as detailed in Note 31 – significant events after the reporting date. At the date of this report, these conditions had not yet been satisfied. The amendments are as follows:

- RCF maturity date extended by twelve months from 31 December 2023 to 31 December 2024.
- Full RCF limit of US\$15.0 million remains unchanged and available for the extended term, subject to debt repayments which will reduce the facility limit to the extent they are made.
- RCF debt repayments to be made on 29 February 2024, 31 May 2024, 31 August 2024 and 30 November 2024 only if the Company's cash position exceeds A\$20 million at that time, with 80% of the excess cash over A\$20 million to be used to make the relevant repayment.
- RCF does not permit the re-draw of principal amounts repaid.
- RCF interest margin to increase by 1.0% from 1 August 2023.

During the year both facilities were subject to the same base interest rate and interest margin. In October 2022 the Company advised the ASX that the base interest rate had transitioned from three-month LIBOR to its replacement SOFR. The facilities have no ongoing commitment fees. There are no requirements to undertake commodity hedging. At the Company's election, the facility can be repaid in full (ahead of schedule) without penalty.

The security pledge to Trafigura for the two facility limits comprise a fixed and floating charge over all the assets and undertakings of Savannah Nickel Mines Pty Ltd (Savannah) and Pan Transport Pty Ltd together with a mining mortgage over six key project tenements. Panoramic Resources Ltd (Panoramic) has provided a security pledge over both the shares it holds in Savannah and the intercompany loan receivable due from Savannah. A corporate guarantee has also been provided by Panoramic to Trafigura.

The facility has a limited number of financial and reporting covenants that are largely aligned with the ASX disclosure requirements for half-year and full-year reporting. At 30 June 2023, the Company was in compliance with these requirements.

The carrying value of the PLF at 30 June 2023 is A\$37.57 million (US\$24.91 million) (30 June 2022: A\$43.6 million (US\$30 million)). A \$2.54 million unrealised foreign currency loss has been recognised in the income statement at 30 June 2023 (30 June 2022: \$2.44 million unrealised foreign currency loss) as a result of AUD:USD exchange rate movements since the start of the period.

The carrying value of the RCF at 30 June 2023 is A\$22.62 million (US\$15 million) (30 June 2022: A\$nil (US\$nil)) and has been classified as a current liability. A \$0.90 million unrealised foreign currency loss has been recognised in the income statement at 30 June 2023 (30 June 2022: nil) as a result of AUD:USD exchange rate movements since the RCF was drawn down.

During the year, the Group incurred interest expenses totalling A\$5.39 million (US\$3.60 million) (2022: A\$2.6 million US\$1.9 million) on account of the PLF and RCF.

The PLF current liability portion has been determined using an estimate of the potential debt repayments that will be due from 1 July 2023. Monthly repayments will be the higher of either a fixed agreed scheduled amount or a variable amount that is aligned with concentrate shipments, calculated based on a percentage of the payable value of the cargo. The factors requiring judgement to estimate the variable amount include the likelihood of completing a shipment in the month, the size of the cargo, metal commodity prices and payabilities.

NOTES TO CONSOLIDATED STATEMENTS

11. Borrowings (continued)

The RCF current liability portion includes the full drawn value of the RCF totalling US\$15.0 million. Subsequent to year-end and subject to shareholders approving the issue of shares under tranche 2 of the capital raise (refer to Note 31 – significant events after the reporting date), the RCF repayment term will be extended by 12-months to 31 December 2024.

Other loans

The Group has arranged a facility with Attvest Finance Pty Ltd to fund insurance premiums totalling \$2.34million. The facility commenced on 31 March 2023 to fund the Group's FY2024 insurance program. The term of the facility is 10 months to December 2023 with monthly repayments of \$0.25 million. As at 30 June 2023 the remaining loan balance to be repaid was \$1.44 million.

12. Lease liabilities

| | 2023 \$000 | 2022 \$000 |
|--------------|---------------|---------------|
| Current | 12,668 | 9,886 |
| Non-current | 15,853 | 21,929 |
| Total | 28,521 | 31,815 |

In the 2023 financial year, lease liabilities had an average term of 2.2 years (2022: 3.3 years).

| | 2023 \$000 | 2022 \$000 |
|--------------------------------------|---------------|---------------|
| Movement in Lease Liabilities | | |
| Balance b/fwd | 31,815 | 6,183 |
| Additions | 8,788 | 36,677 |
| Interest expense | 1,384 | 1,320 |
| Payments | (12,832) | (9,707) |
| Disposals | (634) | (2,658) |
| Total | 28,521 | 31,815 |

Recognition and measurement

Lease liabilities – Group as Lessee

The Group has lease contracts for various items of plant, machinery, vehicles and other equipment used in its operations. Leases of plant and machinery generally have lease terms between one and ten years, while motor vehicles and other equipment generally have lease terms between one and five years.

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. For a contract that contains a lease component and one or more additional lease or non-lease components, the Group shall allocate the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

The Group applies the short-term lease recognition exemption to leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term leases and leases of low value assets are recognised as an expense on a straight-line basis over the lease term.

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

NOTES TO CONSOLIDATED STATEMENTS

12. Lease liabilities (continued)

The Group applies judgment in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew.

Lease liabilities include right-of-use assets for the onsite power station at the Savannah Nickel Project, Barmingo mining equipment, buses, loaders, fuel storage system, underground ventilation chillers, storage and ship loading facilities at the Wyndham port and the rental of the corporate office space in Perth. Refer to Note 20 for disclosures relating to these right of use assets.

13. Financial risk management objectives and policies

The Group's principal financial instruments comprise receivables, payables, leases, borrowings, cash and derivatives.

The Group has exposure to the following risks from its use of financial instruments:

- Foreign currency exchange rate risk
- Interest rate risk
- Credit risk
- Liquidity risk

The Group manages its exposure to key financial risks, including interest rate and currency risk in accordance with the Group's financial risk management policy. The objective of the policy is to support the delivery of the Group's financial targets whilst protecting future financial security.

To manage exposure to commodity prices and exchange rates the Group uses derivative instruments, principally USD fixed forward metal swaps and forward foreign currency exchange rate contracts. The purpose is to manage commodity price and currency rate risks arising from the Group's operations. These derivatives are entered into based on limits set by the Board. The main risks arising from the Group's financial instruments are commodity price risk, foreign currency risk, interest rate risk, credit risk and liquidity risk. The Group uses different methods to measure and manage different types of risk to which it is exposed. These include monitoring levels of exposure to commodity prices, interest rate and foreign currency exchange risks and assessments of market forecasts for commodity prices and foreign exchange.

Ageing analyses and monitoring of specific credit allowances are undertaken to manage credit risk. Liquidity risk is monitored through the development of future rolling cash flow forecasts.

The Board reviews and agrees policies for managing each of these risks as summarised below.

Primary responsibility for the identification and control of these financial risks rests with the Audit and Governance Committee under the authority of the Board. The Board reviews and agrees policies for managing each of the risks identified below including the setting of limits for hedging cover of commodity prices, foreign currency and interest rate risk, credit allowances and future cash flow forecast projections.

The Group uses different methods to measure and manage different types of risks to which it is exposed.

Foreign currency exchange rate risk

The Group has transactional currency exposures. Such exposure arises from sales or purchases in a currency other than the entity's functional currency. For the year ended 30 June 2023, 100% of the Group's sales were denominated in United States Dollars (USD) (2022: 100%), whilst most of the costs are denominated in Australian Dollars (AUD). All entities in the Group have an Australian dollar functional currency.

The Group's income statement and balance sheet can be affected significantly by movement in the AUD:USD exchange rate. The Group seeks to mitigate the effects of its net foreign currency exposure by using derivative instruments principally forward foreign currency exchange rate contracts.

It is the Group's policy to, where practical, enter into derivative instruments to manage foreign currency exposures once the likelihood of such exposures is highly probable, and to negotiate the terms of the derivatives to exactly match the terms of the underlying transaction. The Group will follow its currency policy of matching up to 95% of sales revenues in USD where practical.

As at 30 June 2023, the Group had the following exposure to foreign currencies:

| | 2023 \$000 | 2022 \$000 |
|---------------------------------------|-----------------|-----------------|
| Cash at bank (USD) | 7,257 | 7,825 |
| Trade creditors at fair value (USD) | (7,733) | (10,413) |
| Trade receivables at fair value (USD) | 493 | - |
| Other receivables (CAD) | - | 1,603 |
| External loan (USD) | (60,199) | (43,600) |
| Derivatives (USD) | 1,735 | 4,992 |
| Net Exposure | (58,447) | (39,593) |

NOTES TO CONSOLIDATED STATEMENTS

13. Financial risk management objectives and policies (continued)

FY2022: The other receivable relates to deferred sale proceeds arising from the sale of a wholly owned subsidiary in the 2020 financial year (Thunder Bay North Project), received on 20 December 2022.

Sensitivity analysis

The following sensitivities are based on the foreign currency risk exposures in existence at the balance sheet date.

USD: The +/- 10% (2022: +/- 10%) sensitivity is based on reasonably possible changes, over a financial year, using an observed range of actual historical rates, for the AUD to the USD, for the preceding 5 years and management's expectation of future movements. As at 30 June 2023, the Group had US\$4.81 million (2022: US\$3.44 million) USD currency risk exposures.

CAD: FY2023: The Group does not have any CAD currency exposure. FY2022: +/- 10% sensitivity is based on reasonably possible changes, over a financial year, using an observed range of actual historical rates, for the AUD to the CAD, for the preceding 5 years and management's expectation of future movements. As at 30 June 2023, the Group had CA\$Nil (2022: CA\$1.5 million) CAD currency risk exposures.

At 30 June 2023, had the currencies moved as illustrated in the table below, with all other variables held constant, post tax profit and equity would have been affected as follows:

| Judgements of reasonably possible movements | Effect on profit before tax | | Impact on other equity | |
|---|-----------------------------|---------------|------------------------|---------------|
| | 2023 \$000 | 2022 \$000 | 2023 \$000 | 2022 \$000 |
| AUD to USD +10% (2022: 10% increase) | 6,506 | 6,682 | - | - |
| AUD to USD -10% (2022: 10% decrease) | (7,856) | (8,380) | - | - |
| AUD to CAD +10% (2022: 10% increase) | - | (146) | - | - |
| AUD to CAD -10% (2022: 10% decrease) | - | 178 | - | - |

Management believes the balance sheet date risk exposures are a representative estimate of the risk inherent in the financial instruments.

Interest rate risk

The Group has put in place a Cash Management Policy to ensure that excess cash holdings are invested with a range of institutions that have sufficient financial strength to ensure the security of the investments. The Group policy is to reduce and manage cash flow interest rate risk by ensuring a timely reduction in debt obligations through scheduled debt repayments and non-scheduled debt repayments when excess cash is available. The Group has the following exposure at 30 June 2023.

| | 2023 | | 2022 | |
|----------------------------|----------------------------------|-----------------|----------------------------------|-----------------|
| | Weighted average interest rate % | Balance \$'000 | Weighted average interest rate % | Balance \$'000 |
| Cash at bank | 3.1% | 13,918 | 0.8% | 21,757 |
| Cash restricted or pledged | 4.3% | 291 | 0.9% | 291 |
| External loans | 3-month SOFR + interest margin | (60,199) | 3-month LIBOR + interest margin | (43,600) |
| | | (45,990) | | (21,552) |

Sensitivity analysis

The following sensitivities are based on 100 basis point change in interest rates at the reporting date.

| Judgements of reasonably possible movements | Effect on profit before tax | | Impact on other equity | |
|---|-----------------------------|---------------|------------------------|---------------|
| | 2023 \$000 | 2022 \$000 | 2023 \$000 | 2022 \$000 |
| Increase 1.0% (2022: 1.0%) | 460 | 216 | - | - |
| Decrease 1.0% (2022: 1.0%) | (460) | (216) | - | - |

Commodity price risk

The Group's exposure to commodity metal prices is very high as the majority of total revenue comes from the sale of nickel, copper and cobalt. Nickel, copper and cobalt is sold on the basis of USD prices quoted on the London Metal Exchange.

The Group's profit and loss account and balance sheet can be affected significantly by movements in metal prices on the London Metal Exchange. The Group seeks to mitigate the effect of its metal price exposure by using derivative instruments, principally forward sales contracts and put and call options. The limits of managing this exposure are set by the Board and are actively monitored.

NOTES TO CONSOLIDATED STATEMENTS

13. Financial risk management objectives and policies (continued)

Commodity price risk (continued)

The following table summarises the sensitivity of the Group's financial assets and financial liabilities to commodity price risk.

| | Commodity price risk | | | | |
|--|--------------------------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| | Gross exposure \$'000 | -30% | | +30% | |
| | | Impact on post tax profit \$'000 | Impact on other equity \$'000 | Impact on post tax profit \$'000 | Impact on other equity \$'000 |
| At 30 June 2023 | | | | | |
| Judgements of reasonably possible movements: | | | | | |
| Sales subject to QP adjustment | 7,037 | (1,583) | - | 1,575 | - |
| Derivatives | 1,735 | - | - | - | - |
| Total increase / (decrease) | 8,772 | (1,583) | - | 1,575 | - |

| | Commodity price risk | | | | |
|--|--------------------------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| | Gross exposure \$'000 | -30% | | +30% | |
| | | Impact on post tax profit \$'000 | Impact on other equity \$'000 | Impact on post tax profit \$'000 | Impact on other equity \$'000 |
| At 30 June 2022 | | | | | |
| Judgements of reasonably possible movements: | | | | | |
| Sales subject to QP adjustment | 47,096 | (10,124) | - | 9,890 | - |
| Derivatives | 4,992 | (5,090) | - | 6,618 | - |
| Total increase / (decrease) | 52,088 | (15,214) | - | 16,508 | - |

The +/- 30% sensitivity is based on reasonably possible changes, over a financial year, using the observed range of actual historical prices for the preceding 5-year period and management's expectation of future movements.

Credit risk

Credit risk arises from the financial assets of the Group, which comprise cash and cash equivalents, trade and other receivables and derivative instruments.

The Group's maximum exposure to credit risk at reporting date is in relation to each class of recognised financial assets, other than derivatives. The carrying amounts of these assets are as indicated in the balance sheet.

In relation to derivative financial instruments, credit risk arises from the potential failure of counterparties to meet their obligations under the contract or arrangement. The Group's maximum credit risk exposure in relation to net settled derivatives is the total mark to market gain, should counterparts not honour their obligations. In the case of gross-settled derivatives, the maximum exposure is the notional value. Gross-settled derivatives are held with financial institutions with sound credit rating.

Cash and cash deposits are held in banks and financial institutions with high credit ratings.

At 30 June 2023, the Group had a concentration of credit risk in that it depended on one major customer for a significant volume of revenue.

Under the Group's risk management framework, each customer is analysed individually for creditworthiness on an ongoing basis in order to minimise the risk of default. The Group believes that its customers are of sound creditworthiness as evidenced by the compliance with the off-take agreement's payment terms over the life of each project. Refer to Notes 10 and 17 for disclosures in relation to expected credit losses on financial assets carried at amortised cost.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows and usually occurs when past due for more than one year and not subject to enforcement activity.

NOTES TO CONSOLIDATED STATEMENTS

13. Financial risk management objectives and policies (continued)

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding when necessary and the ability to close-out market positions.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans (when required), leases and committed available credit lines.

The Group regularly monitors rolling forecasts of liquidity on the basis of expected cash flows.

The Group has put in place a Group Cash Management Policy to ensure that excess cash holdings are invested with a range of institutions that have sufficient financial strength to ensure the security of the investment. This policy is reviewed and approved by the Board on a regular basis. When bank loans are used the Group's policy is to reduce and manage cash flow interest rate risk by ensuring a timely reduction in debt obligations through scheduled debt repayments and non-scheduled debt repayments when excess cash is available.

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

| | Less than 1 year \$'000 | Between 1 and 5 years \$'000 | Over 5 years \$'000 | Total contractual cash flows \$'000 | Carrying amount liabilities \$'000 |
|--|-------------------------------|---------------------------------------|---------------------------|--|---|
| At 30 June 2023 | | | | | |
| Contractual maturities of financial liabilities | | | | | |
| Trade payables | 24,887 | - | - | 24,887 | 24,887 |
| Lease liabilities | 21,166 | 8,983 | 242 | 30,391 | 28,521 |
| Secured loan facility | 40,259 | 26,781 | - | 67,040 | 60,199 |
| Insurance premium funding | 1,326 | - | - | 1,326 | 1,442 |
| | 87,638 | 35,764 | 242 | 123,644 | 115,049 |

| | Less than 1 year \$'000 | Between 1 and 5 years \$'000 | Over 5 years \$'000 | Total contractual cash flows \$'000 | Carrying amount liabilities \$'000 |
|--|-------------------------------|---------------------------------------|---------------------------|--|---|
| At 30 June 2022 | | | | | |
| Contractual maturities of financial liabilities | | | | | |
| Trade payables | 28,937 | - | - | 28,937 | 28,937 |
| Lease liabilities | 11,103 | 22,174 | 1,038 | 34,315 | 31,124 |
| Secured loan facility | 10,751 | 39,842 | - | 50,593 | 43,600 |
| Insurance premium funding | 1,143 | - | - | 1,143 | 1,116 |
| | 51,934 | 62,016 | 1,038 | 114,988 | 104,777 |

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NOTES TO CONSOLIDATED STATEMENTS

14. Fair value measurement

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement and for disclosure purposes.

Disclosure of fair value measurements is by level using the following fair value measurement hierarchy:

- Level 1 Quoted prices (unadjusted) in active markets for identical assets or liabilities,
- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, and
- Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The following table represents the fair value measurement hierarchy of the Group's assets and liabilities at 30 June 2023 and 30 June 2022 carried at fair value.

| At 30 June 2023 | Level 1 \$'000 | Level 2 \$'000 | Level 3 \$'000 | Total \$'000 |
|---|-------------------|-------------------|-------------------|-----------------|
| Financial assets | | | | |
| Trade receivables at fair value through profit and loss | - | 493 | - | 493 |
| Derivative instruments | - | 1,735 | - | 1,735 |
| Financial assets at fair value through profit or loss | 4 | - | - | 4 |
| Total assets | 4 | 2,228 | - | 2,228 |

| At 30 June 2022 | Level 1 \$'000 | Level 2 \$'000 | Level 3 \$'000 | Total \$'000 |
|---|-------------------|-------------------|-------------------|-----------------|
| Financial assets | | | | |
| Derivative instruments | - | 4,992 | - | 4,992 |
| Financial assets at fair value through profit or loss | 6 | - | - | 6 |
| Total assets | 6 | 4,992 | - | 4,998 |

| At 30 June 2023 | Level 1 \$'000 | Level 2 \$'000 | Level 3 \$'000 | Total \$'000 |
|--------------------------------|-------------------|-------------------|-------------------|-----------------|
| Financial liabilities | | | | |
| Trade payables – at fair value | - | 7,732 | - | 7,732 |
| Total liabilities | - | 7,732 | - | 7,732 |

| At 30 June 2022 | Level 1 \$'000 | Level 2 \$'000 | Level 3 \$'000 | Total \$'000 |
|--------------------------------|-------------------|-------------------|-------------------|-----------------|
| Financial liabilities | | | | |
| Trade payables – at fair value | - | 10,413 | - | 10,413 |
| Total liabilities | - | 10,413 | - | 10,413 |

The carrying value of other financial assets and liabilities as at 30 June 2023 approximate fair value.

The fair values of trade receivables/payables classified as financial assets at fair value through profit or loss are determined using market observable inputs sourced from the London Metal Exchange pricing index. These instruments are included in Level 2.

The fair value of derivative financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined using valuation techniques. The Company uses a variety of methods and makes assumptions that are based on market conditions existing at the end of each reporting period. These techniques include comparing contracted rates to market rates with the same length of maturity to determine the value of forward contracts. These instruments are included in Level 2. In the circumstances where a valuation technique for these instruments is based on significant unobservable inputs, such instruments are included in Level 3.

Key estimates and assumptions – Fair value measurement

When the fair values of assets or liabilities are recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including discounted cash flow models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

NOTES TO CONSOLIDATED STATEMENTS

15. Dividends

(a) Ordinary shares

No final dividend was paid for the year ended 30 June 2023 (30 June 2022: Nil)

(b) Dividends not recognised at the end of the reporting period

No dividend has been declared since the end of the reporting period.

Franking credits

Franking credit balance

| | 2023 \$000 | 2022 \$000 |
|--|---------------|---------------|
| The amount of franking credits available for the subsequent financial year are: | | |
| Franking account balance at the end of the financial year at 30% (2022: 30%) | 10,503 | 10,503 |
| | 10,503 | 10,503 |

Invested capital

This section provides information on how the Group invests and manages its capital.

16. Derivative financial instruments

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Current Assets: | | |
| Forward commodity contracts | 1,735 | 4,992 |
| Total current derivative financial instrument assets | 1,735 | 4,992 |

Recognition and measurement

The Group uses derivatives such as USD nickel and copper forward sales contracts, USD nickel options, USD denominated currency options and USD denominated forward currency sales contracts to manage its risks associated with foreign currencies and commodity price fluctuations. These derivative financial instruments are stated at fair value.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately.

The Group actively manages USD nickel price risk for each concentrate shipment by protecting a portion of the nickel cash flow received from provisional invoicing. The Group's policy allows the Group to enter into derivatives to protect up to 95% of the estimated payable volume in each shipment. This leaves the company with a modest position with full exposure to movements in the nickel price. The intent of these derivatives are to manage metal pricing risk and cash flow during the period from provisional invoice / cash receipt through to final invoice following the QP.

In accordance with the Company's policy, USD forward contracts with Macquarie Bank and the National Australia Bank were executed during the year for 3,491t (2022: 1,686t) of nickel metal achieving an average price of US\$25,114/t (2022: US\$25,064/t).

As at 30 June 2023 outstanding derivatives total 347t (2022: 900t) and represents 74% (2022: 50%) of the contained metal in the relevant shipments that have not been finalised. The average price achieved for this unsettled derivatives is US\$24,509/t (2022: US\$27,942/t).

The unrealised gain on these derivatives at 30 June 2023 was A\$1.7 million (2022: unrealised gain A\$5.0 million).

17. Trade and other receivables

| | 2023 \$000 | 2022 \$000 |
|--|---------------|---------------|
| Current | | |
| Trade receivables – at fair value through profit or loss | 493 | - |
| GST and fuel tax credit receivable – at amortised cost | 2,155 | 2,090 |
| Other receivables – at amortised cost | 107 | 1,707 |
| Total current | 2,755 | 3,797 |

NOTES TO CONSOLIDATED STATEMENTS

17. Trade and other receivables (continued)

Recognition and measurement

Receivables are classified at initial recognition, and subsequently measured at amortised cost or fair value through profit or loss. The classification of receivables at initial recognition depends on the receivable's contractual cash flow characteristics and the Group's business model for managing them. Except for trade receivables the Group initially measures a receivable at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables are initially measured at the transaction price determined in accordance with the accounting policy for revenue.

In order for a receivable to be classified and measured at amortised cost, it needs to give rise to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

There are no contract assets, for which consideration is conditional that have been recognised from contracts with customers.

All receivables are current and not past due.

Trade receivables

Trade receivables are subject to provisional pricing and are exposed to the commodity price risk which causes such trade receivables to fail the SPPI test. As a result, these receivables are measured at fair value through profit or loss from the date of the recognition of the corresponding sale, with the subsequent movements in fair value being recognised in the comprehensive income statement.

Under the current offtake agreement, on presentation of ship loading documents and the provisional invoice, the customer settles 100% of the provisional sales invoice value within approximately 7 days. At the conclusion of the provisional pricing period a final invoice is issued with the difference between the provisional value and final value settled in approximately 5 days upon presentation of the final invoice. Sales are invoiced and received in US dollars (USD).

As at 30 June 2023, there were \$0.49 million (2022: nil) trade receivables due to the Company. A current liability has been recognised for the fair value measurement of provisional concentrate sales not finalised at year end. The liability has been estimated using forward market commodity prices at 30 June 2023 for nickel US\$23,123/t, copper US\$8,659/t and cobalt US\$32,606/t. A unrealised fair value loss adjustment totalling \$7.73 million (2022: \$9.764 million) is payable to the Company's offtake customers. See Note 10 for further details.

The amount of realised fair value changes recognised in the income statement during the year ended 30 June 2023 (on account of current year concentrate sales) was \$3.99 million (2022: \$11.79 million).

Other receivables

Sundry debtors are non-interest bearing and have repayment terms between 30 and 90 days. There is an insignificant probability of default as sundry debtors are short term, have no history of default and customers have passed the Group's internal credit assessment.

FY2022: Other receivables include the final instalment from the sale of the Thunder Bay North Project (sold in the 2020 financial year) totalling CA\$1.5 million. This amount was received on 20 December 2022.

Foreign currency exchange rate and interest rate risk

Trade receivables is exposed to movements in AUD:USD exchange rates and commodity prices during the quotational period.

Information on foreign currency exchange and interest rate risk is provided in Note 13.

Fair value and credit risk

Information on fair value and credit risk is provided in Note 13 and 14.

18. Inventories

| | 2023 \$000 | 2022 \$000 |
|-----------------------------------|---------------|---------------|
| Current | | |
| Nickel ore stocks on hand at NRV | 3,854 | - |
| Concentrate stocks on hand at NRV | 1,860 | 9,340 |
| Stores and consumables | 5,239 | 3,495 |
| Total | 10,953 | 12,835 |

Recognition and measurement

Stores, consumables, ore and concentrate stocks are stated at the lower of cost and net realisable value (NRV).

Inventories of consumable supplies and spare parts expected to be used in production are valued at the weighted average cost. Obsolete or damaged inventories of such items are valued at net realisable value.

NOTES TO CONSOLIDATED STATEMENTS

18. Inventories (continued)

For ore and concentrate inventory, costs are assigned to individual items of inventory on the basis of weighted average costs. Costs include direct materials, direct labour and a proportion of variable and fixed overhead expenditure which is directly related to the production of inventories to the point of sale.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Inventories expected to be processed or sold within twelve months after the balance sheet date, are classified as current assets.

Key judgement - Cost of inventory produced prior to commercial production

The determination of cost of inventory produced prior to commercial production requires judgement and was based on estimated mining and processing cost per tonne expected to be achieved over the life-of-mine.

Amounts recognised in profit or loss

Product inventory movement during the year ended 30 June 2023 amounted to an expense of \$182.55 million (2022: \$66.42 million) and is disclosed as part of cost of sales in Note 5.

19. Exploration and evaluation and mine development

Reconciliation of the carrying amounts for each class of property, plant and equipment is set out below.

| | Mine development expenditure \$000 | Exploration expenditure \$000 | Total \$000 |
|---|---|-------------------------------------|----------------|
| 2023 | | | |
| Opening net carrying amount | 193,566 | 5,551 | 199,117 |
| Additions | 21,780 | 836 | 22,616 |
| Depreciation charge | (27,823) | - | (27,823) |
| Transfers between other asset classes | 2,794 | (2,794) | - |
| Written-off to profit and loss | - | (836) | (836) |
| Remeasurement of rehabilitation provision | 47 | - | 47 |
| Closing net carrying amount | 190,364 | 2,757 | 193,121 |
| At 30 June 2023 | | | |
| Gross carrying amount – at cost | 419,162 | 2,757 | 421,919 |
| Accumulated amortisation and impairment | (228,798) | - | (228,798) |
| Net carrying amount | 190,364 | 2,757 | 193,121 |
| | | | |
| | Mine development expenditure \$000 | Exploration expenditure \$000 | Total \$000 |
| 2022 | | | |
| Opening net carrying amount | 136,076 | 5,551 | 141,627 |
| Additions | 65,555 | 844 | 66,399 |
| Depreciation charge | (4,588) | - | (4,588) |
| Transfers between other asset classes | 503 | - | 503 |
| Written-off to profit and loss | - | (844) | (844) |
| Reversal of impairment loss | - | - | - |
| Remeasurement of rehabilitation provision | (3,980) | - | (3,980) |
| Closing net carrying amount | 193,566 | 5,551 | 199,117 |
| At 30 June 2022 | | | |
| Gross carrying amount – at cost | 383,487 | 5,551 | 392,580 |
| Accumulated amortisation and impairment | (189,921) | - | (193,463) |
| Net carrying amount | 193,566 | 5,551 | 199,117 |

Recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploitation of areas of interest and the sale of minerals, or the sale of the respective areas of interest.

NOTES TO CONSOLIDATED STATEMENTS

19. Exploration and evaluation and mine development (continued)

Recognition and measurement

Mine Development

Mine development assets include costs incurred in accessing the ore body and costs to develop the mine to the production phase once the technical feasibility and commercial viability of a mining operation has been established. At this stage, exploration and evaluation assets are reclassified to mine properties and tested for impairment.

Mine property and development assets are stated at historical cost less accumulated amortisation and any accumulated impairment losses recognised. The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the estimate of the rehabilitation costs, and for qualifying assets (where relevant), borrowing costs. Any ongoing costs associated with mining which are considered to benefit mining operations in future periods are capitalised.

Commercial Production

The determination of when a mine and processing facility (Mine) is in the condition necessary for it to be capable of operating in the manner intended by management (referred to as "commercial production") is a matter of significant judgement. Management considers several factors in determining when a Mine has reached levels of operating capacity intended by management, these include;

- When the Mine is substantially complete i.e. constructed, installed and / or refurbished and ready for its intended use;
- The Mine has the ability to sustain ongoing production at a steady or increasing level;
- The Mine has reached a level of pre-determined production being a substantial percentage of design capacity;
- Mineral recoveries are at or near the expected production level; and
- A reasonable period of testing of the mine, plant and equipment has been completed.

Once in Commercial Production, the capitalisation of certain mine development and construction costs cease, and amortisation of the mine property commences. Subsequent costs are either regarded as forming part of the cost of inventory or are expensed. Any costs relating to mining asset additions or improvements, or mineable reserve development, are assessed to determine whether capitalisation is appropriate.

The Savannah Nickel Project achieved Commercial Production from 1 April 2022.

Rehabilitation provision

The present value of the expected cost for the decommissioning, restoration and dismantling of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to Note 23 Provisions for further information about the recognised decommissioning provision.

Depreciation and amortisation

Depreciation and amortisation are calculated on units of ore extracted basis over the life of the mine.

Exploration and Evaluation

Expenditure on exploration and evaluation is accounted for in accordance with the area of interest method.

Acquisition costs are carried forward at cost where rights to tenure of the area of interest are current and it is expected that expenditure will be recouped through successful development and exploitation of the area of interest or alternatively by its sale and/or exploration and evaluation activities are continuing in an area of interest but at reporting date have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves.

Exploration and Evaluation expenditure subsequent to acquisition on an area of interest which has not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves is capitalised as incurred.

When the technical feasibility and commercial viability of extracting a mineral resource have been demonstrated and a decision to develop has been made, any capitalised exploration and evaluation expenditure is reclassified as capitalised mine development. Prior to reclassification, capitalised exploration and evaluation expenditure is assessed for impairment.

NOTES TO CONSOLIDATED STATEMENTS

19. Exploration and evaluation and mine development (continued)

Pledged as security

Refer to Note 11 Borrowings for information on exploration tenements that are subject to a security pledge.

Impairment

The carrying value of capitalised mine development is assessed for impairment at the cash-generating unit level whenever circumstances suggest that the carrying amount of the asset may exceed its recoverable amount.

The Group's policy for the impairment of non-financial assets is disclosed in Note 21.

Key estimates and assumptions – Ore Reserve and Mineral Resource

The recoverable amount of property, plant and equipment including mine development is dependent on the Group's estimate of the Ore Reserve that can be economically and legally extracted. The Group estimates its Ore Reserve and Mineral Resource based on information compiled by appropriately qualified persons relating to the geological data on the size, depth and shape of the ore body, and requires complex geological judgments to interpret the data. The estimation of Ore Reserves is based on factors such as estimates of foreign exchange rates, commodity prices, future capital requirements, and production costs along with geological assumptions and judgments made in estimating the size and grade of the ore body and removal of waste material. Changes in these estimates may impact upon the carrying value of mine properties, property, plant and equipment, provision for rehabilitation, recognition of deferred tax assets and inventory as well as depreciation and amortisation charges during the period.

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NOTES TO CONSOLIDATED STATEMENTS

20. Property, plant and equipment

Reconciliation of the carrying amounts for each class of property, plant and equipment is set out below.

| | Land and buildings \$000 | Plant and equipment \$000 | Right-of-use \$000 | Capital WIP \$000 | Total \$000 |
|--|-----------------------------|------------------------------|-----------------------|----------------------|----------------|
| 2023 | | | | | |
| Opening net carrying amount | 4,843 | 20,716 | 27,688 | 2,258 | 55,505 |
| Additions | - | - | 9,654 | 3,310 | 12,964 |
| Transfers between other asset classes | 218 | 2,814 | - | (3,032) | - |
| Depreciation charge through profit or loss | (1,060) | (3,239) | (10,590) | - | (14,889) |
| Depreciation charge transfer to Mine Development | - | - | - | - | - |
| Disposals | - | - | (641) | (2) | (643) |
| Closing net carrying amount | 4,001 | 20,291 | 26,111 | 2,534 | 52,937 |
| At 30 June 2023 | | | | | |
| Gross carrying amount – at cost | 48,515 | 105,513 | 45,620 | 2,534 | 202,182 |
| Accumulated depreciation | (44,514) | (85,222) | (19,509) | - | (149,245) |
| Net carrying amount | 4,001 | 20,291 | 26,111 | 2,534 | 52,937 |
| | | | | | |
| | Land and buildings \$000 | Plant and equipment \$000 | Right-of-use \$000 | Capital WIP \$000 | Total \$000 |
| 2022 | | | | | |
| Opening net carrying amount | 6,268 | 18,167 | 4,195 | 1,276 | 29,906 |
| Additions | - | 2,515 | 34,399 | 4,767 | 41,681 |
| Transfers between other asset classes | 383 | 3,402 | - | (3,785) | - |
| Depreciation charge through profit or loss | (403) | (1,096) | (2,581) | - | (4,080) |
| Depreciation charge transfer to Mine Development | (1,405) | (1,868) | (5,605) | - | (8,878) |
| Disposals | - | (404) | (2,720) | - | (3,124) |
| Closing net carrying amount | 4,843 | 20,716 | 27,688 | 2,258 | 55,505 |
| At 30 June 2022 | | | | | |
| Gross carrying amount – at cost | 48,297 | 102,699 | 36,607 | 2,258 | 189,861 |
| Accumulated depreciation | (43,454) | (81,983) | (8,919) | - | (134,356) |
| Net carrying amount | 4,843 | 20,716 | 27,688 | 2,258 | 55,505 |

Recognition and measurement

Plant and equipment

Plant and equipment is stated at historical cost, less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items and costs incurred in bringing the asset into use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item flow to the Group and the cost of the item can be measured reliably. Where an asset undergoes a rebuild, the carrying amount of a replaced part is de-recognised. All other repairs and maintenance costs are recognised in the income statement as incurred.

Costs incurred on plant and equipment that do not meet the criteria for capitalisation are expensed as incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

NOTES TO CONSOLIDATED STATEMENTS

20. Property, plant and equipment (continued)

Depreciation

Depreciation and amortisation are calculated on a straight line or units of production basis over the estimated useful lives of the asset. The estimated useful lives used for each class of asset are as follows:

| Category | Depreciation method |
|-------------------------------------|--|
| Office equipment | 3 – 4 years |
| Office furniture and fittings | 5 years |
| Motor vehicles and mobile equipment | 4 – 5 years |
| Processing plant and buildings | Unit of production over life of mine/life of asset |

Pledged as security

Refer to Note 11 Borrowings for information on plant and equipment that are subject to a security pledge.

Impairment

The carrying values of plant and equipment are reviewed for impairment when events or changes in circumstances indicated the carrying value may not be recoverable. The Group's policy for the impairment of non-financial assets is disclosed in Note 21.

Right-of-use asset – Group as lessee

The Group recognises right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.

Pledged as security

Lease liabilities are effectively secured as the rights to the leased assets recognised in the financial statements transfer to the lessor in the event of default. At 30 June 2023, the carrying amounts of assets pledged as security for current and non-current lease liabilities were \$27.939 million (2022: \$29.819 million).

Depreciation

The depreciation is calculated as straight line over the shorter of the lease term and life of the asset.

Impairment

The Group's policy for the impairment of non-financial assets is disclosed in Note 21.

21. Impairment of non-financial assets testing for impairment

Recognition and measurement

No impairment charge or reversal was recorded in the current period (2022: Nil) for the Savannah nickel cash generating unit.

The Group assesses at each reporting date, whether there is an indication that a non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. Recoverable amount is determined for an individual asset unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. A cash generating unit's (CGU) recoverable amount is the higher of its fair value less costs of disposal and its value in use. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

NOTES TO CONSOLIDATED STATEMENTS

21. Impairment of non-financial assets testing for impairment (continued)

In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared for Savannah Nickel Mine CGU to which the individual assets are allocated. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would be determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit and loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life. Non-financial assets that suffered an impairment are tested for possible reversal of the impairment whenever events or changes in circumstances indicate that the impairment may have reversed.

The Group has one cash generating unit (CGU) comprising the Savannah Nickel Project.

Impairment charge / reversal

Savannah Nickel Project indicator assessment

The Company has undertaken an assessment of the business inputs that have the potential to impact its operating and financial performance together with other factors that may impact or reflect the value of the CGU. It was determined the following inputs have had an impact on the business and were therefore deemed to be indicators of impairment at 30 June 2023:

- lower consensus metal price forecasts for nickel due to global economic conditions softening sentiment towards nickel producers;
- continuation of the cost escalation within the mining industry impacting the Company's operating and capital cost forecasts;
- actual progress achieved on the FY2023 ramp up of underground mine production was slower than planned which has resulted in the rescheduling and update of the forecast mine plan; and
- the change in value of the Company's market capitalisation from the previous financial year.

An impairment assessment was undertaken at 30 June 2023 to determine the recoverable amount for the Savannah Nickel Project. This assessment considered the indicators noted above.

In assessing whether an impairment is required at 30 June 2023, the carrying amount of the CGU was compared with its estimated recoverable amount at 30 June 2023. The recoverable amount is the higher of the CGU's fair value less costs of disposal (FVLCD) and value in use (VIU). Given the nature of the Group's activities, the FVLCD for the CGU (a Level 3 fair value measurement) was estimated based on discounted future cash flows (expressed in real terms) expected to be generated from the continued use of the CGU using market-based commodity price and exchange assumptions, estimated quantities of recoverable minerals, production levels, operating costs and capital requirements, and the latest life of mine plans. The cash flows were discounted using a real post tax discount rate that reflected market assessments of the time value of money and the risks specific to the CGU. Price sensitivities were considered in the assessment which included both consensus, high and low value inputs into the financial model. A valuation range was developed which then formed the basis for the accounting treatment.

The determination of FVLCD for the CGU is considered to be a Level 3 fair value measurement as it is derived from valuation techniques that involve inputs that are not based on observable market data. The Group considers the inputs and the valuation approach to be consistent with the approach taken by market participants.

The FVLCD assessment at 30 June 2023 concluded, based on a range of reasonably possible outcomes, the recoverable amount is higher than the carrying value of the CGU at 30 June 2023 albeit with minimal headroom. As a result, no impairment charge was recognised in the financial year.

The assessment also concluded there were no reversal indicators with respect to prior year impairment charges (not yet reversed).

NOTES TO CONSOLIDATED STATEMENTS

21. Impairment of non-financial assets testing for impairment (continued)

The determination of FVLCD is most sensitive to the following key assumptions:

- production volumes;
- commodity prices and exchange rates;
- capital and operating costs; and
- discount rates.

Production Volumes

In calculating FVLCD, production volumes and grades were derived from the latest mineral resource estimate and ore reserve estimates and represent the estimated recoverable mining inventory incorporated into a detailed mine design and life of mine plan as part of the long-term planning process. The production volume incorporated into the cash flow model was 11.4 million tonnes of ore at an average grade of 1.19% per tonne nickel, 0.54%/t copper and 0.08%/t cobalt for an approximate 12-year mine life.

Production volumes are dependent on a number of variables, such as the underlying resource and reserve estimation, estimates of mining dilution and recoveries, geotechnical assumptions, assessments of ventilation requirements, the production profile, mining productivity, estimates of the costs of extraction and processing, metallurgical recoveries, the contractual duration of mining rights, refining and offtake terms, and the selling price of the commodities extracted.

These assumptions are then assessed to ensure they are consistent with what a market participant would estimate.

Commodity Prices and Exchange Rate

Forecast commodity prices and exchange rates (US Dollar to Australian Dollar) are based on management's estimates and are derived from forward price curves and long terms views of global supply and demand, interest and inflation rates, building on past experience of the industry and consistent with external sources. Estimated long term nickel, copper and cobalt prices and AUD:USD exchange rates used in the estimation of future revenues were as follows:

| Economic Assumptions | FY2024 | FY2025 | FY2026 | FY2027 | FY2028 On |
|-----------------------------|---------------|---------------|---------------|---------------|------------------|
| Nickel (USD per tonne) | 20,779 | 19,190 | 18,476 | 18,300 | 18,755 |
| Copper (USD per tonne) | 8,461 | 8,372 | 8,334 | 8,230 | 7,858 |
| Cobalt (USD per tonne) | 36,919 | 39,946 | 43,894 | 45,040 | 50,155 |
| USD to AUD exchange rate | 0.69 | 0.72 | 0.76 | 0.75 | 0.75 |

Capital and Operating Costs

Capital and operating costs have been derived from a review of actual expenditure by management, updated for current market conditions and cost escalation with reference to historical data where relevant. Costs have been benchmarked against industry experience. Current contracts for the supply of goods and services have been incorporated where applicable. Estimates have been included in the discounted cash flow analysis for corporate costs and corporate taxation that a purchaser would incur.

Discount Rates

In determining FVLCD, a real post-tax discount rate of 8.75% was applied to the post tax cash flows expressed in real terms. The discount rate is derived from an estimate of the post-tax market rate based on a market participant's weighted average cost of capital (WACC). The WACC takes into account an estimation of the mix of debt and equity funding and associated costs of each funding source. The cost of equity is derived from the expected return on investment by the Group's investors. The cost of debt is based on an estimate of the funding debt cost that the market participant would be able to secure, with reference to past costs. Risk is incorporated by applying beta factors.

Project Ramp-up

The discounted cash flow analysis assumes that operations at the Savannah Nickel Project will continue to ramp up over FY2024 to design levels of productivity.

Sensitivities

The FVLCD is most sensitive to the following assumptions, with sensitivity based on management's assessments of reasonably possible changes to inputs over the period of the discounted cash flow analysis.

| | High¹ | Low¹ | Impact High¹ | Impact Low¹ |
|----------------------------|-------------------------|------------------------|--------------------------------|-------------------------------|
| | | | \$000's | \$000's |
| Commodity Price | +10% | -10% | 156,420 | (155,142) |
| Exchange Rate | +10% | -10% | 134,706 | (110,341) |
| Operating Costs | -10% | +10% | 96,138 | (121,976) |
| Discount Rate ² | -2% | +2% | 35,627 | (29,087) |
| Production – Ore Mined | n/a | -5% | - | (41,157) |

¹ Impact high indicates a higher recoverable amount and lower (or nil) impairment and Impact low indicates a lower recoverable amount which given the negligible headroom will result in an impairment. Impact indicates the change to the FVLDC, holding all other assumptions constant.

² Based on 200 basis point change in the discount rate.

NOTES TO CONSOLIDATED STATEMENTS

22. Commitments

Exploration and mining lease expenditure commitments

In order to maintain rights of tenure to exploration and mining tenements, the Group will be required to outlay the amounts disclosed in the table below. These amounts are discretionary, however if the expenditure commitments are not met then the associated exploration and mining leases may be relinquished.

Mineral tenements' expenditure commitments:

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Within one year | 586 | 555 |
| After one year but not more than five years | 1,723 | 2,080 |
| More than five years | 426 | 817 |
| Total payments | 2,735 | 3,452 |

23. Provisions

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Current | | |
| Employee benefits – annual leave | 1,077 | 705 |
| Employee benefits – long service leave | 70 | 59 |
| Provision – other | - | 1,069 |
| Total current | 1,147 | 1,833 |
| Non-current | | |
| Employee benefits | 113 | 43 |
| Rehabilitation, restoration and dismantling | 20,633 | 19,855 |
| Total non-current | 20,746 | 19,898 |
| Total provisions | 21,893 | 21,737 |

The movement in the rehabilitation, restoration and dismantling provision during the financial year is set out below.

| | 2023 \$000 | 2022 \$000 |
|---|---------------|---------------|
| Carrying amount at start of year | 19,855 | 23,527 |
| Unwinding of discount | 732 | 278 |
| Inflation and discount rate adjustments | 46 | (3,950) |
| Carrying amount at end of year | 20,633 | 19,855 |

Recognition and measurement

General

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the reporting date. The discount rate used to determine the present value of the provision reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision resulting from the unwinding of the discounting on the provision is recognised as a finance cost.

Rehabilitation, restoration and dismantling

Dismantling and restoration costs are a normal consequence of mining, and the majority of the expenditure is incurred at the end of a mine's life. The Group recognises a provision for the estimate of the future costs of restoration activities on a discounted basis at the time of exploration or mining disturbance. The nature of these restoration activities includes dismantling and removing structures, rehabilitating mines and tailings dams, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation and re-vegetation of affected areas.

When the liability is initially recognised, the present value of the estimated costs is capitalised by increasing the carrying amount of the related assets to the extent that it was incurred by the development / construction of the asset. Rehabilitation and restoration obligations arising from the Group's exploration activities are recognised immediately in the income statement.

NOTES TO CONSOLIDATED STATEMENTS

23. Provisions (continued)

If a change to the estimated provision results in an increase in the rehabilitation liability and therefore an addition to the carrying value of the related asset, the Group considers whether this is an indication of impairment of the asset. If the revised assets, net of rehabilitation provisions, exceed the recoverable amount, that portion of the increase to the provision is charged directly to the income statement.

Key estimates and assumptions – Rehabilitation provisions

The Group assesses its rehabilitation, restoration and dismantling (rehabilitation) provision at each reporting date. Significant estimates and assumptions are made in determining the provision as there are numerous factors that will affect the ultimate amount payable. These factors include estimates of the extent, timing and costs of rehabilitation activities, technological changes, regulatory changes, cost increases as compared to the inflation rates, and changes in discount rates. These uncertainties may result in future actual expenditure differing from the amounts currently provided. The provision at reporting date represents management's best estimate of the present value of the future rehabilitation costs.

The carrying amount of the provision for dismantling and restoration as at 30 June 2023 was \$20.633 million (2022: \$19.855 million). The Group calculates the provision using the discounted cash flow method based on expected costs to be incurred to rehabilitate the disturbed area. These costs have been discounted at the Government bond rate for a comparable period which is 3.32% (2022: 3.37%). The rehabilitation costs are expected to be incurred up to FY2035.

Employee Benefits

(i) Short-term benefits

Liabilities for wages and salaries, including non-monetary benefits and other short-term benefits expected to be settled within 12 months of the reporting date are recognised in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled.

When applicable, the Company recognises a liability and an expense for bonuses based on a formula that takes into consideration the performance and service criteria, where relevant, and the likelihood that the criteria will be met. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(ii) Long-term benefits

The liability for long-term benefit is recognised and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to future expected wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on high quality corporate bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

Provision other

FY2022: Included an estimate of costs arising from a potential variation of the Mining Services Agreement totalling \$0.600 million and a provision for FY2022 employee short-term incentive payments totalling \$0.469 million. Both amounts have been settled.

Group structure and related party information

24. Information relating to Panoramic Resources Limited (the Parent)

The individual financial statements for the parent entity show the following aggregate amounts:

| | 2023 \$000 | 2022 \$000 |
|---|-----------------|----------------|
| Current assets | 1,956 | 3,449 |
| Non-current assets | 140,970 | 171,779 |
| Total assets | 142,926 | 175,228 |
| Current liabilities | 1,621 | 1,405 |
| Non-current liabilities | 225 | 463 |
| Total liabilities | 1,846 | 1,868 |
| Contributed equity | 353,550 | 353,550 |
| Reserves | 24,203 | 23,145 |
| Accumulated losses | (236,673) | (203,335) |
| Capital and reserves attributable to owners of Panoramic Resources Limited | 141,080 | 173,360 |
| (Loss)/profit of the Parent entity | (33,339) | 6,930 |
| Total comprehensive (loss)/income of the Parent entity | (33,339) | 6,930 |

NOTES TO CONSOLIDATED STATEMENTS

24. Information relating to Panoramic Resources Limited (the Parent) (continued)

Guarantees entered into by the parent entity

The parent entity has given financial guarantees in respect of:

- Subsidiary company leases amounting to \$28.08 million (2022: \$31.124 million).
- The Company has a secured loan facility with Trafigura for US\$45.0 million. The facility has two secured tranches comprising a US\$30.0 million five-year Prepayment Loan Facility (PLF) and a US\$15.0 million Revolving Credit Loan Facility (RCF). At 30 June 2023 the PLF was drawn to US\$24.78 million (2022: US\$30.0 million) and the RCF was drawn to US\$15 million (2022: US\$nil). Security pledged to Trafigura for the two facility limits comprise a fixed and floating charge over all the assets and undertakings of Savannah Nickel Mines Pty Ltd (Savannah) and Pan Transport Pty Ltd together with a mining mortgage over six key project tenements. Panoramic Resources Ltd (Panoramic) has provided a security pledge over both the shares it holds in Savannah and the intercompany loan receivable due from Savannah. A corporate guarantee has also been provided by Panoramic to Trafigura. See Note 11 - Borrowings for further information.

No liability was recognised by the parent entity or the consolidated entity in relation to these guarantees, as the fair value of the guarantees was immaterial.

There are cross guarantees given by Panoramic Resources Limited and Savannah Nickel Mines Pty Ltd as described in Note 26. No deficiencies of assets exist in either of these companies.

No liability was recognised by the parent entity or the Group in relation to the cross guarantees.

Contingent liabilities of the parent entity

The parent entity and Group had contingent liabilities at 30 June 2023 in respect of bank guarantees put in place with a financial institution with a face value of \$0.291 million (2022: \$0.291 million).

25. Information relating to subsidiaries

The consolidated financial statements of the Group include:

| Name | Country of incorporation | % equity interest | |
|------------------------------------|--------------------------|-------------------|------|
| | | 2023 | 2022 |
| Savannah Nickel Mines Pty Ltd. | Australia | 100 | 100 |
| Pan Transport Pty Ltd | Australia | 100 | 100 |
| Pindan Exploration Company Pty Ltd | Australia | 100 | 100 |
| Mt Henry Gold Pty Ltd | Australia | 100 | 100 |
| Mt Henry Mine Pty Ltd | Australia | 100 | 100 |
| Magma Metals Pty Limited | Australia | 100 | 100 |

26. Deed of Cross Guarantee

Pursuant to ASIC Corporations (Wholly-owned Companies) Instrument 2016/785 relief has been granted to the Savannah Nickel Mines Pty Ltd from the Corporations Act 2001 requirements for the preparation, audit and lodgement of their financial report.

As a condition of the ASIC Corporations (Wholly owned Companies) Instrument 2016/785, Panoramic Resources Limited and Savannah Nickel Mines Pty Ltd (the "Closed Group"), entered into a Deed of Cross Guarantee on 29 June 2005. The effect of the deed is that Panoramic Resources Limited has guaranteed to pay any deficiency in the event of winding up of its controlled entity or if it does not meet its obligation under the terms of overdrafts, loans, leases or other liabilities subject to the guarantee. The controlled entity has also given a similar guarantee in the event that Panoramic Resources Limited is wound up or it does not meet its obligation under the terms of overdrafts, loans, leases or other liabilities subject to the guarantee.

As at reporting date, the "Closed Group" comprised of Panoramic Resources Limited and Savannah Nickel Mines Pty Ltd.

The entities outside of the Closed Group are dormant. The consolidated results of the Closed Group are therefore reflective of the consolidated financial results for Panoramic Group.

NOTES TO CONSOLIDATED STATEMENTS

27. Related party disclosures

As at, and throughout the financial year ended 30 June 2023, the ultimate parent entity of the Group was Panoramic Resources Limited.

Information in relation to interest in other entities is set out in Note 25 to the consolidated financial statements.

Compensation of Key Management Personnel of the Group

| | 2023 \$ | 2022 \$ |
|------------------------------|------------|------------|
| Short-term employee benefits | 1,639 | 1,577 |
| Long-term employee benefits | 73 | 64 |
| Post-employment benefits | 85 | 84 |
| Share-based payments | 879 | 595 |
| Termination benefits | - | - |
| Total compensation | 2,676 | 2,320 |

The amounts disclosed in the table represent the amount expensed during the reporting period related to KMP and Directors.

Other notes

28. Share-based payments

Recognition and measurement

Equity-settled transactions

The Group provides benefits to its employees (including executive directors and Key Management Personnel) in the form of share-based payments, whereby employees render services in exchange for rights over shares (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made. The fair value is determined using a Monte-Carlo simulation model or binomial model.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of shares of Panoramic Resources Limited if applicable.

The equity-settled transaction cost is recognised, together with a corresponding increase in reserve in equity, over the period in which the performance and / or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ("vesting date").

The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the number of awards that, in the opinion of the directors of the Group, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The income statement expenses or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

No expense is recognised for awards that do not ultimately vest, except for equity-settled transactions for which vesting is conditional upon a market condition.

If the terms of an equity-settled award are subsequently modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

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NOTES TO CONSOLIDATED STATEMENTS

28. Share-based payments (continued)

(i) Options over unissued shares

During the financial year no options over unissued shares were issued by the Company (2022: nil). The table below shows a reconciliation of the movement of options over unissued shares during the period including weighted average exercise price (WAEP).

| | 2023 No. | 2023 WAEP | 2022 No. | 2022 WAEP |
|--|--------------|--------------|-------------|--------------|
| Options outstanding at the start of the year | 28,520,525 | \$0.16 | 28,520,525 | \$0.16 |
| Options issued during the year | - | \$0.00 | - | \$0.00 |
| Options exercised during the year | - | \$0.00 | - | \$0.00 |
| Options expired during the year | (28,520,525) | \$0.16 | - | \$0.00 |
| Options outstanding at the end of the year | - | \$0.00 | 28,520,525 | \$0.16 |

No options have been granted subsequent to the reporting date and to the date of signing this report.

Options expired during the year

On 29 June 2020, the Company's shareholders approved the issue of 28,520,525 options to Zeta Resources Limited. The issue formed part of the consideration to arrange a \$8.0 million unsecured subordinated loan from Zeta Resources Limited in the prior financial year. The options had an expiry of 3 years from date of issue (30 June 2023) and a strike price of \$0.16 per Panoramic share. An expense of \$0.456 million was recorded in the 2020 financial year in relation to the options issued. The options were valued using the Black and Scholes options valuation methodology using an implied volatility of 66.6% and a risk free rate of 0.24%. These options expired on 30 June 2023.

(ii) Employee Share Plan

The Company's shareholders approved the Equity Incentive Plan (2021 Plan) at the 2021 Annual General Meeting on 20 October 2021. The 2021 Plan was approved for a three-year period.

Under the 2021 Plan, eligible participants are eligible to be granted options and/or performance rights (collectively defined as "Awards"). Notwithstanding that the 2021 Plan includes the offer and granting of Options, in its discretion, the Remuneration Committee has determined that the grant of performance rights is the preferred LTI reward vehicle.

During the financial year 5,377,969 performance rights (30 June 2022: 7,563,219) were issued to KMP and employees (includes the rights issued to Mr Rajasooriar as noted in the section below), pursuant to the terms of the 2021 Plan. These performance rights (excluding Mr Rajasooriar's performance rights issue) vest on the measurement date and comprise tranches A and B in the table below.

On 20 October 2022 upon approval by the shareholders, the company issued 2,837,838 performance rights to Mr Victor Rajasooriar (Managing Director & CEO) as per the terms of his Executive Services Agreement and pursuant to the terms of the 2021 Plan. These performance rights vest on the measurement date and comprise tranches C and D in the table below.

The performance conditions that the Board has determined will apply to the performance rights issued during the year are summarised below:

| Tranche | Amount | Weighting | Performance Conditions |
|---------|-----------|-------------------------------|--|
| A | 635,033 | 25% of the performance rights | ATSR performance. Performance rights vest on a pro-rata scale from 25% to 100% for ATSR performance between 5% and 15% (measured over the 3 year period to 30 June 2025) |
| B | 1,905,098 | 75% of the performance rights | RTSR performance relative to a defined peer group. Performance rights vest on a stepwise basis from 25% to 100% for RTSR performance between 50th and 75th percentile (measured over the 3 year period to 30 June 2025) |
| C | 709,460 | 25% of the performance rights | ATSR performance. Performance rights vest on a pro-rata scale from 25% to 100% for ATSR performance between 5% and 15% (measured over the 3 year period to 30 June 2025) |
| D | 2,128,378 | 75% of the performance rights | RTSR performance relative to a defined peer group. Performance rights vest on a stepwise basis from 25% to 100% for RTSR performance between 50th and 75th percentile. (measured over the 3 year period to 30 June 2025) |

The performance rights included in the above table do not include adjustments for the rights forfeited during the year. The table also excludes entitlements to Dividend Adjustment Performance Rights granted during the year as there are no performance conditions attached to these performance rights.

The fair value of the Performance Rights granted were determined using Monte Carlo simulation, a review of historical share price volatility and correlation of the share price of the Company to its Peer Group.

NOTES TO CONSOLIDATED STATEMENTS

28. Share-based payments (continued)

(ii) Employee Share Plan (continued)

The table below details the terms and conditions of the grant and the assumptions used in estimating fair value for the years ended 30 June 2023 and 2022.

| Item | 20 October 2022 | 26 August 2022 | 20 October 2021 | 3 September 2021 | 17 November 2020 | 21 October 2020 | 11 September 2020 |
|--|-----------------|----------------|-----------------|------------------|------------------|-----------------|-------------------|
| Number of ATSR rights | 709,460 | 635,033 | 998,203 | 892,602 | 1,854,122 | 484,228 | 229,218 |
| Number of RTSR rights | 2,128,378 | 1,905,098 | 2,994,610 | 2,677,805 | 5,562,366 | 1,452,683 | 687,653 |
| Value of underlying security at grant date | \$0.24 | \$0.24 | \$0.235 | \$0.205 | \$0.095 | \$0.100 | \$0.081 |
| Fair value per ATSR Right | \$0.180 | \$0.180 | \$0.142 | \$0.143 | \$0.111 | \$0.070 | \$0.059 |
| Total ATSR expense for the period | \$37,853 | \$17,802 | \$41,331 | \$40,817 | \$73,864 | \$12,384 | \$5,351 |
| Fair value per RTSR Right | \$0.188 | \$0.188 | \$0.152 | \$0.153 | \$0.107 | \$0.072 | \$0.057 |
| Total RTSR expense for the period | \$118,555 | \$55,754 | \$133,156 | \$123,122 | \$213,607 | \$38,215 | \$16,295 |
| Dividend yield | 0% | 0% | 0% | 0% | 0% | 0% | 0% |
| Risk free rate | 3.31% | 3.31% | 0.67% | 0.67% | 0.175% | 0.30% | 0.47% |
| Volatility | 70% | 70% | 80% | 80% | 80% | 80% | 80% |
| Performance period (years) | 3.0 | 3.0 | 3.0 | 3.0 | 3.0 | 3.0 | 3.0 |
| Commencement of measurement period | 1 July 2022 | 1 July 2022 | 1 July 2021 | 1 July 2021 | 1 July 2020 | 1 July 2020 | 1 July 2020 |
| Test date | 30 June 2025 | 30 June 2025 | 30 June 2024 | 30 June 2024 | 30 June 2023 | 30 June 2023 | 30 June 2023 |
| Remaining performance period (years) | 2.0 | 2.0 | 2.0 | 2.0 | 1.0 | 1.0 | 1.0 |
| Maximum expense amount to be recognised in future period | \$371,722 | \$332,726 | \$212,747 | \$191,525 | \$287,471 | \$50,599 | \$21,645 |

Movements in Employee Share Plan during the year

The movement in the weighted average fair value (WAFV) is shown in the table below.

| | 2023 No. | 2023 WAFV | 2022 No. | 2022 WAFV |
|--|-------------------|---------------|-------------------|---------------|
| Rights outstanding at the start of the year | 17,833,488 | \$0.12 | 11,434,302 | \$0.07 |
| Rights issued during the year | 5,377,969 | \$0.19 | 7,563,219 | \$0.15 |
| Rights vested during the year | - | - | - | - |
| Rights lapsed during the year | - | - | - | 0 |
| Rights forfeited during the year | - | - | (1,164,033) | \$0.07 |
| Rights outstanding at the end of the year | 23,211,457 | \$0.14 | 17,833,488 | \$0.12 |

No amounts have been recognised for the Dividend Adjustment Performance Rights as the probability of meeting the conditions for issue is low.

At 30 June 2023, there were no performance rights that had vested during the year and were unissued at the year end.

At 30 June 2023, 10,270,269 performance rights were on hand that subsequent to year end 1,058,000 vested as determined by the board.

At 30 June 2022 no performance rights on issue vested during the year and were unissued at the year end.

(iii) Expenses arising from share-based payment transactions with employees

The cost of equity-settled transactions is recognised, together with the corresponding increase in reserve, over the period in which performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the performance right ('vesting date').

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects:

- the extent to which the vesting period has expired; and
- the number of Performance Rights that, in opinion of the Directors of the consolidated entity, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

No expense is recognised for Performance Rights that do not ultimately vest, except for Performance Rights where vesting is conditional upon a market condition.

The dilutive effect, if any, of outstanding Performance Rights is not reflected as additional share dilution in the computation of earnings per share.

Total expenses from share-based-payment transactions recognised during the period as part of employee benefit expense were \$1.058 million (2022: \$0.668 million).

NOTES TO CONSOLIDATED STATEMENTS

29. Contributed equity

Share capital

| | 2023 Shares | 2022 Shares | 2023 \$000 | 2022 \$000 |
|------------------------------|----------------------|----------------------|----------------|----------------|
| Ordinary shares | | | | |
| Ordinary shares – fully paid | 2,050,914,004 | 2,050,914,004 | 353,550 | 353,550 |
| | 2,050,914,004 | 2,050,914,004 | 353,550 | 353,550 |

Movements in ordinary share capital

| 2023 | Number of Shares | Issue price | 2023 \$000 |
|---------------------------------|----------------------|-------------|----------------|
| On issue at 1 July 2022 | 2,050,914,004 | - | 353,550 |
| On issue at 30 June 2023 | 2,050,914,004 | - | 353,550 |

| 2022 | Number of Shares | Issue price | 2022 \$000 |
|---------------------------------|----------------------|-------------|----------------|
| On issue at 1 July 2021 | 2,050,914,004 | - | 353,550 |
| On issue at 30 June 2022 | 2,050,914,004 | - | 353,550 |

Ordinary Shares

Ordinary shares entitle the holder to receive dividends and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Group's residual assets. Ordinary shares have no par value.

Management are constantly adjusting the capital structure to take advantage of favourable costs of capital or high returns on assets. As the market is constantly changing, management may change the amount of dividends to be paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt or provide capital to pursue other investments. The Group is not subject to any externally imposed capital requirements.

Recognition and measurement

Issued and paid-up capital is recognised at the fair value of the consideration received by the Group. Incremental costs directly attributable to the issue of new shares for the acquisition of a business are deducted from equity and not expensed as an acquisition-related cost.

Capital management

When managing capital, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management also aims to maintain a capital structure that ensures the lowest cost of capital available to the entity.

Management is constantly adjusting the capital structure to take advantage of favourable costs of capital or high returns on assets. As the market is constantly changing, management may change the amount of dividends to be paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt or provide capital to pursue other investments. The Group is not subject to any externally-imposed capital requirements.

30. Reserves

Share-based payments

| | 2023 \$000 | 2022 \$000 |
|----------------------|---------------|---------------|
| Share-based payments | 24,203 | 23,145 |
| | 24,203 | 23,145 |

Nature and purpose of reserves

a) Share-based payments reserve

The share-based payments reserve is used to record the value of share-based payments provided to employees as part of their remuneration. The reserve is also used to record share-based payments provided to third parties as part of the consideration for services provided or for assets acquired.

NOTES TO CONSOLIDATED STATEMENTS

31. Significant events after the reporting date

On 10 July 2023, the Company announced the return to normal concentrate production at the Savannah Nickel Project following the completion of repairs to the filter press. Concentrate production was suspended on 12 June 2023 following a mechanical failure of the pressure plate assembly (ASX announcement 14 June 2023).

The Company commenced a capital raise on the 26 July 2023, comprising a \$40 million two tranche placement (fully underwritten) and a \$5 million share purchase plan (non-underwritten targeted amount). The capital raise offer is priced at \$0.05 per share and includes an attaching free option (one option for every two new shares issued) with an exercise price of \$0.075 and an expiry date 2 years from the date of issue. Placement tranche 1 was completed on 1 August 2023 and raised A\$15.4 million before costs via the issue of 307.6 million new shares utilising the Company's existing placement capacity under ASX Listing Rule 7.1. Placement tranche 2 will raise approximately A\$24.6 million (before costs) and the share purchase plan is targeting to raise an additional A\$5 million (before costs with the ability to accept oversubscriptions) which will result in the issue of approximately 592.4 million new shares, both of which are subject to shareholder approval to be sought at a General Meeting of the Company to be held on 4 September 2023. If approved by shareholders, proceeds are expected to be received on 8 September 2023. For further information refer to ASX announcements dated 26 July 2023.

On 26 July 2023, the Company announced it had agreed the following contractual amendments with Trafigura Pte Ltd (Trafigura), all of which is conditional upon the Company successfully completing (on or before 15 September 2023) a capital raise of not less than A\$40 million (before costs) as detailed in the preceding paragraph. At the date of this report, these conditions had not yet been satisfied. The amendments are as follows:

Prepayment Loan Agreement:

- Revolving Credit Facility (RCF) maturity date extended by twelve months from 31 December 2023 to 31 December 2024.
- Full RCF limit of US\$15.0 million remains unchanged and available for the extended term, subject to debt repayments which will reduce the facility limit to the extent they are made.
- RCF debt repayments to be made on 29 February 2024, 31 May 2024, 31 August 2024 and 30 November 2024 only if the Company's cash position exceeds A\$20 million at that time, with 80% of the excess cash over A\$20 million to be used to make the relevant repayment.
- RCF does not permit the re-draw of principal amounts repaid.
- RCF interest margin to increase by 1.0% from 1 August 2023.

Concentrate Offtake Sales Agreement:

- Trafigura receives an option (at its election) to extend the existing concentrate offtake agreement by two years, to 15 February 2030, on the same terms and payabilities. The option must be exercised by 31 December 2025.

Other than the items noted above, there has not arisen in the interval between the end of the reporting period and the date of this report, any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect substantially the operations of the Group, the results of those operations or the state of affairs of the Group, in subsequent financial years.

32. Accounting standards and interpretations issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

AASB 2021-5 Amendments to Australian Accounting Standards - Deferred Tax related to Assets and Liabilities arising from a Single Transaction, effective 1 January 2023.

The Standard amends AASB 112 to clarify the accounting for deferred tax on transactions that, at the time of the transaction, give rise to equal taxable and deductible temporary differences. In specified circumstances, entities are exempt from recognising deferred tax when they recognise assets or liabilities for the first time. The amendments clarify that the exemption does not apply to transactions for which entities recognise both an asset and a liability and that give rise to equal taxable and deductible temporary differences. This may be the case for transactions such as leases and decommissioning, restoration and similar obligations. Entities are required to recognise deferred tax on such transactions.

AASB 2020-1 Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current, effective 1 January 2024.

This Standard amends AASB 101 to clarify requirements for the presentation of liabilities in the statement of financial position as current or non-current. For example, the amendments clarify that a liability is classified as non-current if an entity has the right at the end of the reporting period to defer settlement of the liability for at least 12 months after the reporting period. The meaning of settlement of a liability is also clarified.

AASB 2022-6 Amendments to Australian Accounting Standards – Non-current Liabilities with Covenants, effective 1 January 2024.

NOTES TO CONSOLIDATED STATEMENTS

- This amendment clarifies that only covenants with which an entity must comply on or before the reporting date will affect a liability's classification as current or non-current and it clarifies specific situations in which an entity does not have a right to defer settlement for at least 12 months after the reporting date.
- This amendment requires additional presentation and disclosure for non-current liabilities subject to compliance with future covenants within the next 12 months.

The Company has decided not to early adopt any of the new and amended pronouncements. The Company is in the process of evaluating the impact of the above standards.

33. Auditor remuneration

The auditor of Panoramic Resources Limited is Ernst & Young (EY) Australia.

| | 2023 | 2022 |
|---|----------------|----------------|
| | \$ | \$ |
| Amounts received or due and receivable by EY (Australia) for: | | |
| Fees for auditing the statutory financial report of the parent covering the group and auditing the financial reports of any controlled entities | 320,372 | 268,976 |
| <i>Fees for other services</i> | | |
| Taxation services | - | - |
| Other advisory services | - | - |
| Total auditor's remuneration | 320,372 | 268,976 |

The Audit and Governance Committee closely monitors non-audit services provided by the auditor or affiliate firms to ensure the selection of the service provider and the scope of the services provided are appropriate and do not have the potential to compromise auditor independence.

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DIRECTORS' DECLARATION

In accordance with a resolution of the Directors of Panoramic Resources Limited, I state that:

1. In the opinion of the Directors:
 - a) the financial statements and notes of Panoramic Resources Limited for the financial year ended 30 June 2023 are 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 performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*;
 - b) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in Note 2; and
 - c) Subject to the achievement of the matters set out in note 2 (a) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
 - d) as at the date of this declaration, subject to the achievement of the matters set out in note 2 (a), there are reasonable grounds to believe that members of the Closed Group identified in Note 26 will be able to meet any liabilities to which they are, or may become, subject by virtue of the Deed of Cross Guarantee.
2. This declaration has been made after receiving the declarations required to be made to the Directors by the chief executive officer and chief financial officer in accordance with section 295A of the *Corporations Act 2001* for the financial year ending 30 June 2023.

On behalf of the Board



Nick Cernotta

Independent Non-Executive Chair



Victor Rajasooriar

Managing Director and Chief Executive Officer

Perth, 30 August 2023

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INDEPENDENT AUDITOR'S REPORT



Ernst & Young
11 Mounts Bay Road
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GPO Box M939 Perth WA 6843

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Independent auditor's report to the members of Panoramic Resources Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Panoramic Resources Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated balance sheet as at 30 June 2023, consolidated income statement, consolidated statement of other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, 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 Group is in accordance with the *Corporations Act 2001*, including:

- a. Giving a true and fair view of the consolidated financial position of the Group as at 30 June 2023 and of its consolidated financial performance for the year ended on that date; and
- b. Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 2(a) Going concern basis in the financial report which describes the principal conditions that raise doubt about the Group's ability to continue as a going concern. These conditions indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matter described below to be the key audit matter to be communicated in our report. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial report section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial report.

1. Carrying value of the Savannah Nickle Mine CGU

| Why significant | How our audit addressed the key audit matter |
|---|---|
| <p>The carrying value of the non current assets applicable to the Savannah Nickle Mine CGU as at 30 June 2023 amounts to \$243,301,000.</p> <p>The Group assessed whether there was any indication of impairment, and it was determined that indicators of impairment were present in respect of the Savannah Nickle Mine CGU. Accordingly, the Group performed an impairment test as at 30 June 2023 and based on this assessment, concluded no impairment charge was required. Details of this assessment are set out in Note 21 of the financial statements.</p> <p>We considered this to be a key audit matter because of the:</p> <ul style="list-style-type: none"> ▶ Significance of the non current assets applicable to the Savannah Nickle Mine CGU in comparison to the total non current assets of the Group as at 30 June 2023. ▶ Significant judgement required in determining whether there was any indication of impairment. ▶ Significant judgement and estimates involved in the determination of the recoverable amount of the Savannah Nickle Mine CGU including assumptions relating to future nickel, copper and cobalt prices, foreign currency exchange rates, operating and capital costs, future production volumes and an appropriate discount rate to reflect the risk associated with the forecast cash flows having regard to the current status of the project. | <p>We assessed the reasonableness of the Group's impairment assessment process and the resultant recoverable value determination for the Savannah Nickel Mine CGU. Our audit procedures included the following:</p> <ul style="list-style-type: none"> ▶ Evaluated the Group's assessment as to whether any indicators of impairment exist. ▶ Assessed the Group's impairment methodology was in accordance with the requirements of Australian Accounting Standards. ▶ Assessed whether all applicable assets and liabilities had been allocated to the CGU. ▶ Evaluated the assumptions and methodologies used by the Group, in particular those relating to board approved forecast cash flows and inputs used to formulate them. This included assessing, with involvement from our valuation specialists, where appropriate, the foreign currency exchange rates, commodity prices with reference to broker consensus forward estimates, and discount rate. ▶ Evaluated whether the capital and operating expenditure assumptions were consistent with historical performance, information in Board reports and releases to the market. ▶ Assessed the work of the Group's experts with respect to production assumptions used in the cash flow forecasts. We also examined the competence, qualifications and objectivity of the Group's experts, and assessed whether key production assumptions were consistent with those in the life of mine plan and previous market releases. ▶ Tested the mathematical accuracy of the Group's discounted cash flow impairment model. ▶ Assessed the impact on the impairment assessment of a range of sensitivities relating to the commodity |

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| Why significant | How our audit addressed the key audit matter |
|-----------------|---|
| | prices, exchange rate, discount rate, costs and production assumptions. ▶ Assessed the adequacy of the Group's disclosures relating to the impairment assessment in Note 21 of the financial report. |

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

The directors are responsible for the other information. The other information comprises the information included in the Company's 2023 annual report but does not include the financial report and our auditor's report thereon. We obtained the directors' report that is to be included in the annual report, prior to the date of this auditor's report, and we expect to obtain the remaining sections of the annual report after the date of this auditor's report.

Our opinion on the financial report does not cover the other information and we do not and will not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

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 Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

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Auditor's responsibilities for the audit of the financial report

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

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

- ▶ Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- ▶ Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- ▶ Obtain sufficient appropriate audit evidence regarding the financial information of the business activities within the entity to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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



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

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

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2023

In our opinion, the Remuneration Report of Panoramic Resources Limited for the year ended 30 June 2023, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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

Ernst & Young
Ernst & Young

Gavin Buckingham
Gavin Buckingham
Partner
Perth
30 August 2023

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AUDITOR'S DECLARATION



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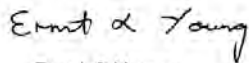
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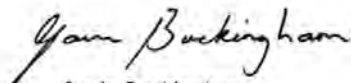
Auditor's independence declaration to the directors of Panoramic Resources Limited

As lead auditor for the audit of the financial report of Panoramic Resources Limited for the financial year ended 30 June 2023, I declare to the best of my knowledge and belief, there have been:

- a. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;
- b. No contraventions of any applicable code of professional conduct in relation to the audit; and
- c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Panoramic Resources Limited and the entities it controlled during the financial year.


Ernst & Young


Gavin Buckingham
Partner
30 August 2023

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12.

ADDITIONAL SHAREHOLDER INFORMATION

AS AT 15 SEPTEMBER 2023

ADDITIONAL SHAREHOLDER INFORMATION

AS AT 15 SEPTEMBER 2023

Stock Exchange Listing

Panoramic Resources Limited's shares are listed on the Australian Securities Exchange Limited (ASX). The Company's ASX code is PAN.

Listing of Top 20 Shareholders

As at 15 September 2023

| | Name of Registered Shareholder | Number of Shares Held | Percentage of Shares Held % |
|-----|--|-----------------------|-----------------------------|
| 1. | J P MORGAN NOMINEES AUSTRALIA PTY LIMITED | 465,960,324 | 15.69 |
| 2. | IGO FORRESTANIA LIMITED | 408,131,660 | 13.74 |
| 3. | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 168,313,412 | 5.67 |
| 4. | CITICORP NOMINEES PTY LIMITED | 132,830,474 | 4.47 |
| 5. | UBS NOMINEES PTY LTD | 124,113,873 | 4.18 |
| 6. | BNP PARIBAS NOMS PTY LTD <DRP> | 105,059,627 | 3.54 |
| 7. | ZETA RESOURCES LIMITED | 77,982,292 | 2.63 |
| 8. | WASHINGTON H SOUL PATTINSON AND COMPANY LIMITED | 65,000,000 | 2.19 |
| 9. | NATIONAL NOMINEES LIMITED | 52,284,445 | 1.76 |
| 10. | BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM | 43,384,844 | 1.46 |
| 11. | HISHENK PTY LTD | 26,000,000 | 0.88 |
| 12. | BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP> | 24,823,390 | 0.84 |
| 13. | ZERO NOMINEES PTY LTD | 23,067,522 | 0.78 |
| 14. | HAWKS BURN CAPITAL PTE LTD <METHUSELAH STRATEGIC FND A/C> | 19,800,422 | 0.67 |
| 15. | PALM BEACH NOMINEES PTY LIMITED | 14,032,150 | 0.47 |
| 16. | SACAVIC PTY LTD <MORRIS SUPER FUND A/C> | 13,031,625 | 0.44 |
| 17. | WARBONT NOMINEES PTY LTD <UNPAID ENTREPOT A/C> | 11,271,577 | 0.38 |
| 18. | WILLOUGHBY CAPITAL PTY LTD <WILLOUGHBY CAPITAL A/C> | 11,000,000 | 0.37 |
| 19. | SMP DAWSON PTY LTD <TUCKERMAN J & J FAMILY A/C> | 10,100,000 | 0.34 |
| 20. | PANGAEA TRADE (AUS) PTY LTD | 9,500,000 | 0.32 |
| | TOTAL | 1,805,687,637 | 60.82 |

As at 15 September 2023, there were 10,608 holders of 2,969,362,914 fully paid ordinary shares of the Company (ASX: PAN).

At 15 September 2023, the number of parcels of shares with a value of less than \$500 was 4,215.

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ADDITIONAL SHAREHOLDER INFORMATION

AS AT 15 SEPTEMBER 2023

Unquoted Securities

The number of unquoted securities on issue as at 15 September 2023 is as follows:

| Unquoted Security | Number on Issue |
|--|-----------------|
| Options exercisable at \$0.075 on or before 8 September 2025 | 459,224,331 |
| Performance Rights - 2020 | 1,058,020 |
| Performance Rights - 2021 | 7,563,219 |
| Performance Rights - 2022 | 5,377,969 |

Distribution schedule and number of holders of equity securities

As at 15 September 2023

| Issued Securities | 1 – 1,000 | 1,001 – 5,000 | 5,001 – 10,000 | 10,001 – 100,000 | 100,001 – and over | Total |
|--|----------------|------------------|-------------------|---------------------|--------------------------|------------------|
| Fully Paid Ordinary Shares (ASX: PAN) | 272 (0.00%) | 2,138 (0.23%) | 1,556 (0.43%) | 4,548 (6.31%) | 2,094 (93.03%) | 10,608 (100%) |
| Options exercisable at \$0.075 on or before 8 September 2025 | 0 (0%) | 0 (0%) | 7 (0.01%) | 798 (8.29%) | 316 (91.70%) | 1,121 (100%) |
| Performance Rights - 2020 | - | - | - | 1 (33.33%) | 2 (66.67%) | 3 (100%) |
| Performance Rights - 2021 | - | - | - | - | 5 (100%) | 5 (100%) |
| Performance Rights - 2022 | - | - | - | - | 5 (100%) | 5 (100%) |

Holder Details of Unquoted Securities

Unquoted security holders that hold more than 20% of a given class of unquoted securities as at 15 September 2023 other than the performance rights which were issued under an employee incentive scheme are as follows:

| Unquoted Security | Holder | Number Held |
|--|--|-------------------------|
| Options exercisable at \$0.075 on or before 8 September 2025 | J P Morgan Nominees Australia Pty Limited | 100,213,182 (21.82%) |

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ADDITIONAL SHAREHOLDER INFORMATION

AS AT 15 SEPTEMBER 2023

Substantial Shareholders

Substantial shareholders in Panoramic Resources Limited and the number of equity securities over which the substantial shareholder has a relevant interest as disclosed in substantial holding notices provided to the Company are listed below:

| Name of Substantial Shareholder | Total Number of Voting Shares in which the Substantial Shareholder and its Associates Hold a Relevant Interest | Percentage of Total Number of Voting Shares (%) | Date of Notice |
|----------------------------------|--|---|-------------------|
| Zeta Resources Limited | 453,969,532 | 15.29% | 12 September 2023 |
| IGO Limited and related entities | 431,045,545 | 14.52% | 12 September 2023 |

Voting Rights

All fully paid ordinary shares carry one vote per ordinary share without restriction.

Unquoted options and performance rights have no voting rights. Voting rights will be attached to the issued fully paid ordinary shares when options and/or performance rights have been exercised/vested.

Corporate Governance

The Board of Panoramic Resources Limited is committed to achieving and demonstrating the highest standards of Corporate Governance. The Board is responsible to its Shareholders for the performance of the Company and seeks to communicate extensively with Shareholders. The Board believes that sound Corporate Governance practices will assist in the creation of Shareholder wealth and provide accountability. In accordance with ASX Listing Rule 4.10.3, the Company has elected to disclose its Corporate Governance policies and its compliance with them on its website, rather than in the Annual Report. Accordingly, information about the Company's Corporate Governance practices is set out on the Company's website at <https://panoramicresources.com/corporate-governance/>.

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13.

MINERAL RESOURCES AND ORE RESERVES

MINERAL RESOURCES AND ORE RESERVES

Mineral Resources and Ore Reserves

Nickel-Copper-Cobalt Mineral Resources as at 30 June 2023

Table 1: 2023 Savannah Project MRE

| RESOURCE | METAL | RESOURCE DATE | MEASURED | | INDICATED | | INFERRED | | TOTAL | | METAL TONNES |
|------------------------|--------|---------------|-----------|-------|-----------|------|-----------|------|------------|------|--------------|
| | | | TONNES | (%) | TONNES | (%) | TONNES | (%) | TONNES | (%) | |
| Savannah Above 900F | Nickel | Apr-20 | 900,000 | 1.37 | 498,000 | 1.73 | 0 | 0.00 | 1,399,000 | 1.50 | 21,000 |
| | Copper | | | 0.77 | | 1.46 | | 0.00 | | 1.02 | 14,200 |
| | Cobalt | | | 0.07 | | 0.08 | | 0.00 | | 0.07 | 1,000 |
| Savannah Below 900F | Nickel | Jun-15 | 0 | 0.00 | 780,000 | 1.64 | 125,000 | 1.72 | 905,000 | 1.65 | 14,900 |
| | Copper | | | 0.00 | | 0.76 | | 0.75 | | 0.76 | 6,900 |
| | Cobalt | | | 0.000 | | 0.09 | | 0.09 | | 0.09 | 900 |
| Savannah North | Nickel | Jun-22 | 1,998,000 | 1.41 | 5,540,000 | 1.67 | 4,034,000 | 1.36 | 11,573,000 | 1.52 | 175,300 |
| | Copper | | | 0.59 | | 0.75 | | 0.52 | | 0.64 | 74,200 |
| | Cobalt | | | 0.10 | | 0.12 | | 0.08 | | 0.10 | 12,000 |
| Total Savannah Project | Nickel | | 2,898,000 | 1.40 | 6,818,000 | 1.67 | 4,159,000 | 1.37 | 13,876,000 | 1.52 | 211,200 |
| | Copper | | | 0.65 | | 0.80 | | 0.53 | | 0.69 | 95,300 |
| | Cobalt | | | 0.09 | | 0.12 | | 0.08 | | 0.10 | 13,900 |

*Mineral Resource Estimates have been rounded to the nearest 1,000t, 0.01% Metal grade and 100t of metal

Qualifying Statements and Notes:

The Mineral Resource and Ore Reserve was reported on 29 September 2022. The mining depletion carried out during FY22 has not been depleted in either the Mineral Resource or Ore Reserve for the Project at this time. Therefore, both the Mineral Resource and Ore Reserve estimates reported herein the 2023 Annual Report remain unchanged from that reported on 29 September 2022. A revised Mineral Resource and Ore Reserve is expected to be released to the market in October 2023.

Figures have been rounded and therefore may not add up exactly to the reported totals. All Mineral Resources are inclusive of Ore Reserves. Mineral Resource cut-off grade is 0.50% Ni

Cross references to previous Company ASX announcements:

Refer to ASX announcement of 29 September 2022 titled "Savannah 2022 Mineral Resource & Ore Reserve Statement"

No New Information or Data

The Mineral Resource estimate tabled above for Savannah (below 900F), have been previously reported and the relevant market announcements cross referenced. Except where stated otherwise, the Company confirms that it is not aware of any new information or data that materially affects the information included in the relevant market announcements and, in the case of estimate of Mineral Resources, that all material assumptions and technical parameters underpinning the estimate in the relevant market announcement continue to apply and have not materially changed.

MINERAL RESOURCES AND ORE RESERVES

Ni Equivalent References

References to Ni equivalent contained metal in Mineral Resources and Ore Reserves is based on assumed metal prices as noted in footnotes and calculated using the formula $Ni\ Eq\ kt = [(Ni\ grade * Ni\ price + Cu\ kt * Cu\ price + Co\ kt * Co\ price) * Total\ Mineral\ Resource\ Tonnes] / Ni\ price$. Ni equivalent grade % in Mineral Resources are calculated on the formula $Ni\ Eq\ \% = Ni\ Eq\ kt / Total\ Mineral\ Resource\ tonnes$. It is the Company's opinion that all elements included in the metal equivalent calculation have a reasonable potential of being recovered and sold. Metallurgical recoveries for all metals are assumed to be equal.

Mineral Resources and Ore Reserves

Nickel-Copper-Cobalt Mineral Resources as at 30 June 2022

Table 2: 2022 Savannah Nickel Project Ore Reserve

| ORE RESERVE | METAL | PROVED | | PROBABLE | | TOTAL | | METAL TONNES |
|----------------|--------|-----------|------|-----------|------|-----------|------|--------------|
| | | TONNES | (%) | TONNES | (%) | TONNES | (%) | |
| Savannah | Nickel | 970,000 | 0.94 | 0 | 0 | 970,000 | 0.94 | 9,100 |
| | Copper | | 0.63 | | 0 | | 0.63 | 6,100 |
| | Cobalt | | 0.05 | | 0 | | 0.05 | 400 |
| Savannah North | Nickel | 1,805,000 | 1.24 | 5,683,000 | 1.25 | 7,489,000 | 1.25 | 96,300 |
| | Copper | | 0.54 | | 0.59 | | 0.57 | 43,300 |
| | Cobalt | | 0.09 | | 0.09 | | 0.09 | 6,800 |
| Total | Nickel | 2,775,000 | 1.13 | 5,683,000 | 1.25 | 8,458,000 | 1.21 | 102,700 |
| | Copper | | 0.57 | | 0.59 | | 0.58 | 49,400 |
| | Cobalt | | 0.07 | | 0.09 | | 0.08 | 7,200 |

*Calculations have been rounded to the nearest 1,000t of ore, 0.01% metal grade and 100t of metal

Qualifying Statements and Notes:

Calculations have been rounded to the nearest 1,000t of ore, 0.01% Metal grade and 100t of metal... Savannah and Savannah North Ore Reserve average cut-off (NSR) of \$135/t.

Mineral Resource and Ore Reserve was reported on 29 September 2022. The mining depletion carried out during FY22 has not been depleted in either the Mineral Resource or Ore Reserve for the Project at this time. Therefore, both the Mineral Resource and Ore Reserve estimates reported herein the 2023 Annual Report remain unchanged from that reported on 29 September 2022. A revised Mineral Resource and Ore Reserve is expected to be released to the market in October 2023.

Key Assumptions

Cut-Off Grade

The Mineral Resource block model was updated with a block value field (Net Smelter Return (NSR) \$/t) after consideration of the contained metal, payability, concentrate transport cost, and WA state government and traditional owner royalties. Cutoff grades were calculated as a dollar per ore tonne, based on the forecast operating costs in the financial model. Economic analysis is carried out for each planned stope and only stopes with a positive return are included in the Ore Reserve.

MINERAL RESOURCES AND ORE RESERVES

Cross references to previous Company ASX announcements:

Refer to ASX announcement of 29 September 2022 titled "Savannah 2022 Mineral Resource & Ore Reserve Statement"

Competent Person Statement

The information in this release that relates to Exploration Drilling at Savannah and Savannah North, and the Mineral Resources at Savannah is based on information compiled by Andrew Shaw-Stuart. Andrew Shaw-Stuart is a member of the Australian Institute of Geoscientists (AIG) and is a full-time employee of Panoramic Resources Limited.

The information in this release that relates to Mineral Resources at Savannah North is based on information compiled by Mark Zammit. Mr Zammit is a member of the Australasian Institute of Geoscientists and is a Principal Consultant Geologist and full-time employee of Cube Consulting based in Perth, Western Australia.

The information in this release that relates to Ore Reserves for Savannah and Savannah North is based on information compiled by or reviewed by Shane McLeay. Mr McLeay is a Fellow of the Australasian Institute of Mining and Metallurgy (AusIMM) and is a Principal Mining Engineer and full-time employee of Entech Consulting based in Perth, Western Australia.

The aforementioned persons have sufficient experience that is relevant to the style of mineralisation and type of target/deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Messrs Shaw-Stuart, Zammit and McLeay consent to the inclusion in the release of the matters based on the information in the form and context in which it appears.

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SCHEDULE OF MINING TENEMENTS

SCHEDULE OF MINING TENEMENTS

| Project | Tenement | Status | Current | Area | Equity | Tenement Manger | Panoramic Commitment | Current Registered Holders |
|----------------------------------|----------|---------|----------|------|--|-----------------|-------------------------------|---|
| East Kimberley - 100% | E80/4880 | Live | 21 | BL | 100% | PAN | 100% of Commit, Rents & Rates | Pindan Exploration Company Pty Ltd |
| East Kimberley - 100% | E80/5131 | Live | 5 | BL | 100% | PAN | 100% of Commit, Rents & Rates | Pindan Exploration Company Pty Ltd |
| East Kimberley - 100% | E80/5238 | Live | 14 | BL | 100% | PAN | 100% of Commit, Rents & Rates | Pindan Exploration Company Pty Ltd |
| East Kimberley - Keller Creek JV | E80/4834 | Live | 9 | BL | 80% - Ora Gold 20% free carried interest | PAN | 100% of Commit, Rents & Rates | "Pindan Exploration Company Pty Ltd (80%) Ora Gold Limited (20%)" |
| Savannah | L80/64 | Live | 311 | HA | 100% | PAN | 100% of Rents | Savannah Nickel Mines Pty Ltd |
| Savannah | L80/108 | Pending | 62 | HA | 100% | PAN | 100% Rents when granted | Savannah Nickel Mines Pty Ltd |
| Savannah | M80/179 | Live | 241.85 | HA | 100% | PAN | 100% of Commit, Rents & Rates | Savannah Nickel Mines Pty Ltd |
| Savannah | M80/180 | Live | 960.3 | HA | 100% | PAN | 100% of Commit, Rents & Rates | Savannah Nickel Mines Pty Ltd |
| Savannah | M80/181 | Live | 960 | HA | 100% | PAN | 100% of Commit, Rents & Rates | Savannah Nickel Mines Pty Ltd |
| Savannah | M80/182 | Live | 589.4 | HA | 100% | PAN | 100% of Commit, Rents & Rates | Savannah Nickel Mines Pty Ltd |
| Savannah | M80/183 | Live | 967.05 | HA | 100% | PAN | 100% of Commit, Rents & Rates | Savannah Nickel Mines Pty Ltd |
| Savannah - Copernicus | L80/52 | Live | 140.3129 | HA | 100% | PAN | 100% of Rents | Savannah Nickel Mines Pty Ltd |
| Savannah - Copernicus | L80/86 | Live | 0.04 | HA | 100% | PAN | 100% of Rents | Savannah Nickel Mines Pty Ltd |
| Savannah - Copernicus | M80/540 | Live | 128.85 | HA | 100% | PAN | 100% of Commit, Rents & Rates | Savannah Nickel Mines Pty Ltd |
| Laverton - Focus | M38/101 | Live | 583.15 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/159 | Live | 597.15 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/342 | Live | 316.25 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/363 | Live | 5.245 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/364 | Live | 18.375 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/37 | Live | 650 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/38 | Live | 280.05 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/49 | Live | 945.05 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/535 | Live | 464.55 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |
| Laverton - Focus | M38/693 | Live | 48.2176 | HA | 100% Ni-Cu-PGM rights only | Focus | Nil | Focus Minerals (Laverton) Pty Limited |

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**CORPORATE
DIRECTORY**

ABN 47 095 792 288

DIRECTORS

| | |
|--------------------|----------------------------------|
| Nicholas Cernotta | Non-Executive Chair of the Board |
| Victor Rajasooriar | Managing Director & CEO |
| Peter Sullivan | Non-Executive Director |
| Rebecca Hayward | Non-Executive Director |
| Gillian Swaby | Non-Executive Director |

MANAGEMENT

| | |
|-------------|-------------------------|
| Grant Dyker | Chief Financial Officer |
| Susan Park | Company Secretary |

REGISTERED OFFICE

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E: info@panres.com

W: www.panoramicresources.com

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Computershare Investor Services

Level 17, 221 St Georges Terrace Perth, WA 6000

AUDITORS

Ernst & Young

11 Mounts Bay Road Perth, WA 6000

HOME EXCHANGE

Australian Securities Exchange Limited

Level 40, Central Park 152-158 St George's Terrace, Perth WA 6000

ASX CODE

Panoramic Resources Limited shares are listed on the Australian Stock Exchange (ASX). The Company's ASX Code is: PAN

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