TAITON RESOURCES LIMITED

ACN 062 284 084

Annual Report 2023

DIRECTORS:	Datuk Siak Wei Low (Chairman) Noel Kok Jin Ong Chee Cheong (David) Low Mark Strizek Florence Drummond
COMPANY SECRETARY:	Ian Gregory
REGISTERED OFFICE:	Level 13, 200 Queen Street Melbourne, Victoria 3000 Tel: +61 (3) 8648 6431
AUDITORS:	**William Buck** Level 20, 181 William Street Melbourne Victoria 3000
SHARE REGISTRY:	**Automic Group** Level 5, 126 Phillip Street, Sydney NSW 2000 Tel: 1300 288 664 (within Australia) Int: +61 (2) 96985414

This Annual Report covers the Group comprising Taiton Resources Limited and its subsidiaries. The functional currency of Taiton Resources Limited and its subsidiaries is Australian Dollars ($). A description of the Group's operations and of its principal activities is included in the review of operations and activities in the Directors' Report.

The directors of Taiton Resources Limited ("**Taiton**", "**Parent Entity**" or "**Company**") present their report including the consolidated Annual Financial Report of the Company and its controlled entities ("**Group**") for the year ended 30 June 2023. The Company is a public company limited by shares, incorporated and domiciled in Australia.

DIRECTORS

The names of the directors of the Company in office at any time during or since the end of the financial year and up to the date of this Annual Financial Report are as follows:

Datuk Siak Wei Low
Noel Kok Jin Ong
David Chee Cheong Low
Mark William Strizek (appointed 23 September 2022)
Florence Athalia Drummond (appointed 23 September 2022)

PRINCIPAL ACTIVITIES

The principal activities of the Group during the period were the exploration and evaluation of mineral tenements at the Highway Project, Challenger West Project, both in South Australia, and Lake Barlee Project in Western Australia. The Company is an early-stage mineral exploration and development company focused on gold and other commodities within its projects.

OPERATING RESULTS

The consolidated operating loss of the Group, after income tax expense, amounted to $1,954,837 (2022: profit $1,229,950).

REVIEW OF OPERATIONS

On 23 September 2022, the Company lodged with the ASIC, a prospectus to raise a minimum of $7,000,000 and up to a maximum of $10,000,000 for a listing on the ASX ("**IPO**"). The minimum of $7,000,000 was underwritten by Global Bridge Group Limited (a shareholder of the Company), AsiaPacific Businesslink Sdn Bhd ("**APB**") (an entity related to Datuk Siak Wei Low), and UBB Investment Bank Berhad. The IPO raised a total of $7,004,000 with the issue of 35,020,002 shares at $0.20 per share and Taiton was subsequently listed on the ASX on 19 December 2022 under the ticker code "T88".

Pursuant to the IPO, the Company has also issued 3,142,397 options to existing shareholders under a priority offer, 3,518,771 options to Underwriters and Lead Manager, 5,600,000 options and 6,000,000 performance rights to Board and Management. These options carry an exercise price of $0.25 and expires between 2-4 years from the date of issue whilst the performance rights expire 5 years from the date of issue.

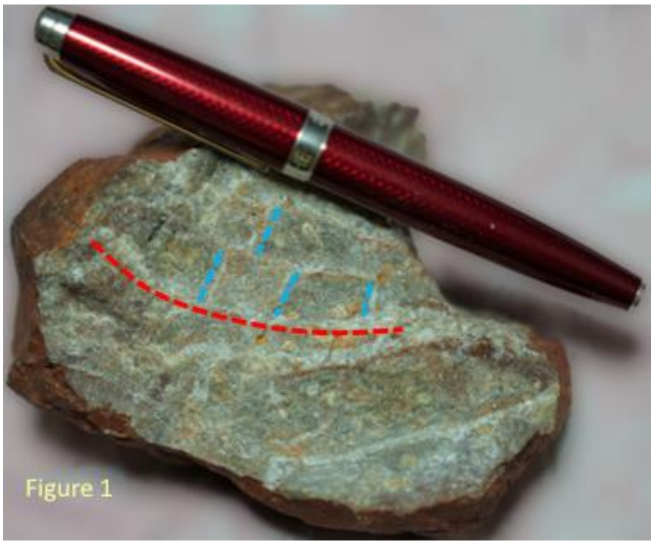
Highway Project

The Highway Project comprises of 4 tenements with total land holdings of 2,930 sq km and is situated approximately 590 km from the South Australian state capital of Adelaide and 186 km north of Port Augusta and is bisected by the Stuart Highway (A87).

The nearest town is Glendambo which is an important stopping point on the Stuart Highway as there are no further facilities until Coober Pedy 254 km to the north.

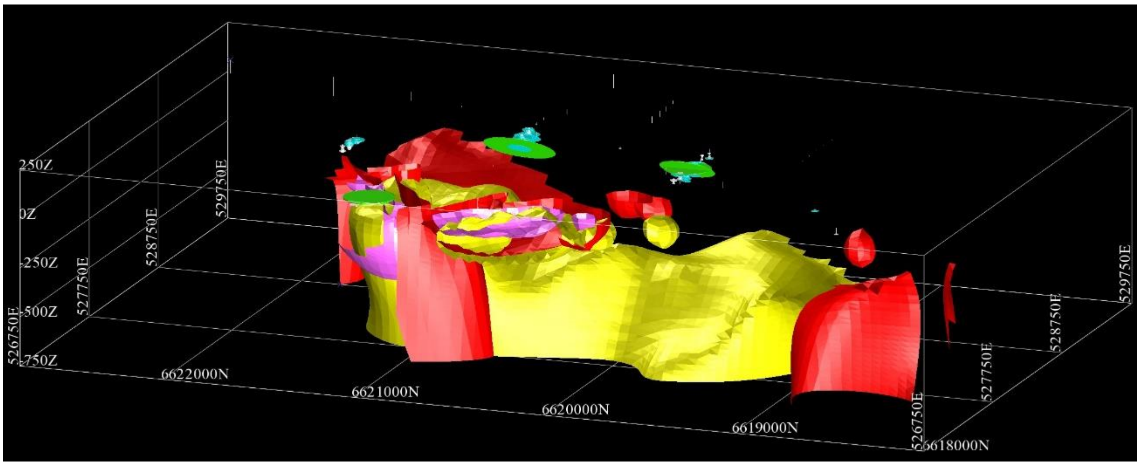
Following the listing, the Company undertook geological mapping at the Merino Prospect within the Highway Project. During mapping, veined and brecciated rocks (Figure 1) were discovered in the vicinity of drillhole MER1, which was drilled in 1996 (MIMEX Technical Report 2729; source SARIG). Textures in the sub-cropping rocks are considered analogous to the stockwork of quartz veins produced around the upper levels of mineralised porphyry plutons.

Offset and crosscutting quartz veins indicate development through multiple pulses and support field observations for a large hydrothermal-magmatic porphyry style event at Merino Prospect.



Rock chip sample from location MER1_02. Early vein sets (e.g. blue dash) and altered brecciated groundmass are enriched in molybdenum. Later vein sets (e.g. red dash) are enriched in molybdenum and silver

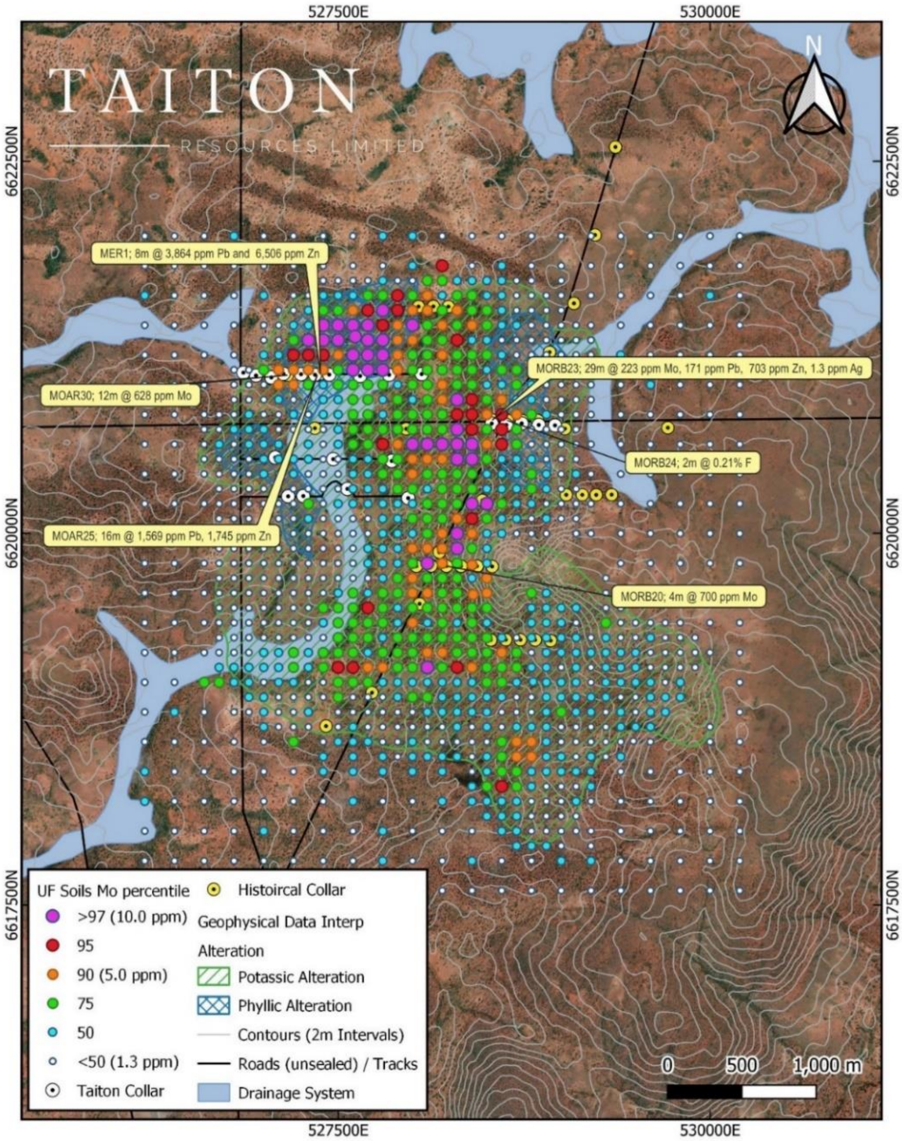
In May 2023, the results of the Induced Polarisation (IP) Survey supports a Magmatic Hydrothermal Mineral System over 3.8km long and 2km wide with potential zones of mineralisation being identified. The conductive zones identified coincident with historical anomalous molybdenum and base metal drill assays indicating potential for mineralisation.



Interpreted Intrusion (modelled 1,000 Ωm shell, yellow) with associated areas of potential alteration indicated by chargeability, Magenta (9 mV/V shell) and Red (5 mV/V shell) layered with historical drilling coloured by Mo ppm, green > 500 ppm and cyan 100 – 500 ppm.

In June 2023, the Company completed an UltraFine (UF) soil sampling program whereby 1,122 samples (exc. QAQC samples) were collected covering an area of approximately 4km by 4.5km on nominal 100m by 100m and 200m by 200m grid spacing. The assays from the samples have since been received.

The UF soil sampling program was successful in identifying a broad footprint of molybdenum anomalism encapsulating cores with a higher tenor molybdenum, particularly in the northern area where a coherent molybdenum anomaly of an area approximately measuring of 600m by 400m was defined.



Merino soil sampling locations coloured by molybdenum (Mo ppm) percentiles with drill collars including recent Taiton drill holes (awaiting assays) and historical collars with selected intervals. Note the cut-off ppm values for the Mo results in the legend are in brackets whilst the colour dots represent percentiles.

Coincident with molybdenum anomalism are anomalous pathfinder elements including base and precious metals and prospective hydrothermal alteration signatures including phyllic, propylitic and potassic alteration, identified from Induced Polarisation (IP) and radiometric data and rock samples collected in the field. Exploration activities will now focus on the high-priority molybdenum anomalism in the northern area where potential molybdenum mineralisation may be preserved.

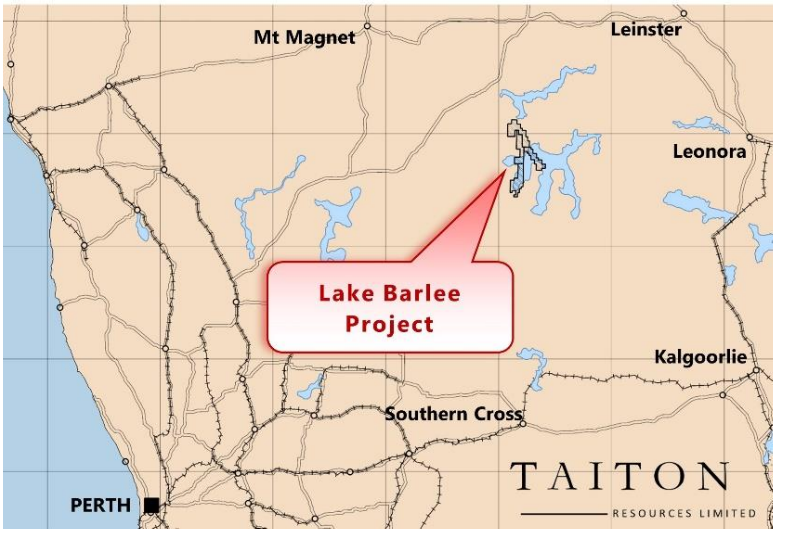
The Company has also recently completed its maiden drilling of 3,062m across twenty-two 22 Reverse Circulation (RC) holes at the Merino Prospect. All samples have been sent to Labwest laboratory in Perth for assay.

Lake Barlee Project

Lake Barlee holds holds four large tenements that straddle Lake Barlee, which is located in the Yilgarn and lies approximately 65 km southeast of Youanmi and 293 km north of the mining town of Southern Cross.

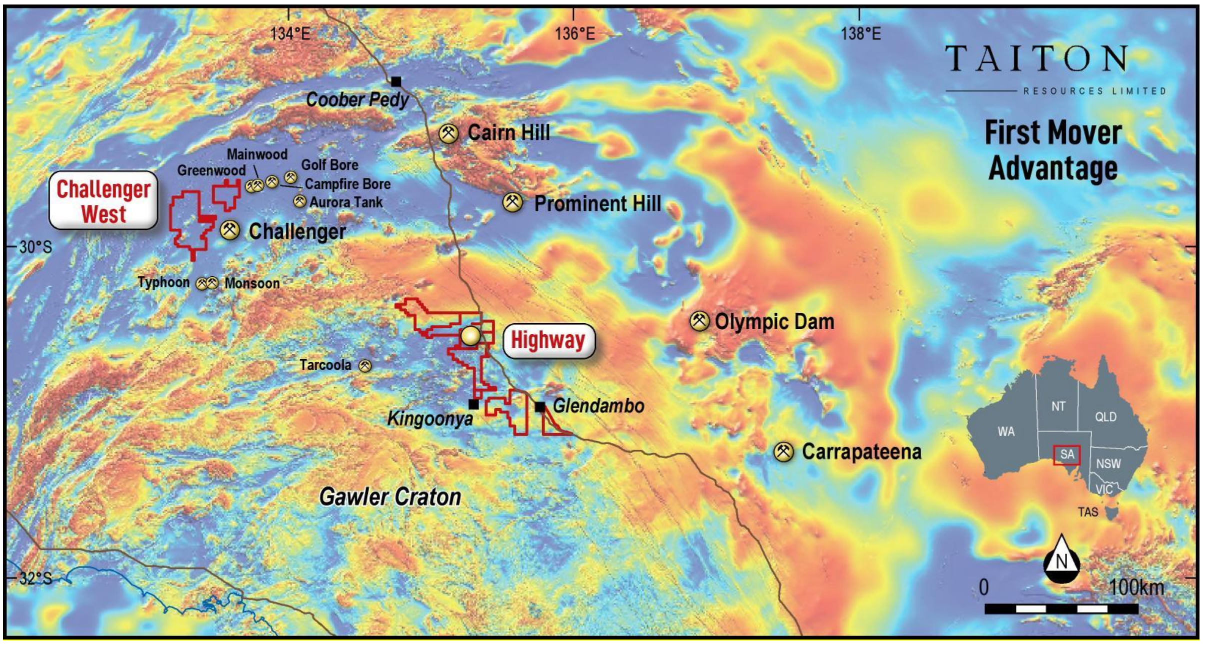
The tenements consist of 4 adjoining tenements which together total about 668 square kilometres.

No further work has been undertaken pending heritage cultural clearance.



Challenger West

The Challenger West Project measures approximately 997 sq km and is located near the Challenger Gold Mine. The Company is currently conducting desktop study of the of the potential of this project by reviewing historical geological data from the South Australian Mines Department.



DIVIDENDS

No dividends have been paid or declared since the start of the financial year. The directors have recommended that no dividend be paid in respect of the year ended 30 June 2023.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

During the year, there were no significant changes to the state of affairs of Taiton other than disclosed above in Review of Operations.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

In 2023 the Group intends to focus on the exploration of its Highway Project, Challenger Project and Lake Barlee Project. The Group will also look for other opportunities that will create value for its shareholders.

SIGNIFICANT EVENTS SUBSEQUENT TO BALANCE DATE

Subsequent to the financial year, the Company received the approval from the Department of Mines and Energy in South Australia for a proposed drilled programme at Merino prospect in accordance with Environment Protection and Rehabilitation (EPEPR) requirements. The Company completed its maiden drilling program in August with 3,062m drilled across twenty-two 22 RC holes. Most holes reached planned depth with all samples consisting of a combination of 1m original splits and 4m composites have now been dispatched to the laboratory in Adelaide. Initial assay results are expected in October or November. Application has been made to Department of Mines and Energy in South Australia to update the approved EPEPR for additional 20 collars for drilling to be undertaken at the Merino prospect following the 2.5km Molybdenum target identified by UF soil survey.

MATERIAL RISKS AND UNCERTAINTIES

The Company, like all companies, faces risks inherent in its business and activities. These risks are both specific to the Group and also relate to general business and economic climate. The following is a list of risks which the Directors believe are or potentially will be material to the Group's business, however, this is not a complete list of all risks which the Group is or may be subject to.

Neither the Directors, the Company nor any person associated with the Company can guarantee the performance of the Company.

Group Specific Risks

Rights of First Nations Peoples

In relation to the claims which the Group has an interest in or will in the future acquire such an interest, there may be areas over which certain native title, heritage or cultural rights exist. If rights do exist, the ability of the Group to gain access to the claims (through obtaining consent of any relevant landowner) or to progress from the exploration phase to the development and mining phases of operations may be adversely affected.

The Directors will closely monitor the potential effect of native and heritage/cultural matters involving claims in which the Group has or may have an interest.

Climate Risk

There are a number of climate-related factors that may affect the operations and proposed activities of the Group. The climate change risks particularly attributable to the Group include:

(a) the emergence of new or expanded regulations associated with the transitioning to a lower carbon economy and market changes related to climate change mitigation. The Group may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the Group and its profitability. While the Group will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the Group will not be impacted by these occurrences; and

(b) climate change may cause certain physical and environmental risks that cannot be predicted by the Group, including events such as increased severity of weather patterns and incidence of extreme weather events and longer-term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the Group operates.

Ukraine Conflict

The current evolving conflict between Ukraine and Russia (Ukraine Conflict) is impacting global economic markets. The nature and extent of the effect of the Ukraine Conflict on the performance of the Group remains unknown. The Company's share price may be adversely affected in the short to medium term by the economic uncertainty caused by the Ukraine Conflict.

The Directors are continuing to closely monitor the potential secondary and tertiary macroeconomic impacts of the unfolding events, including the changing pricing of commodity and energy markets and the potential of cyber activity impacting governments and businesses. Further, any governmental or industry measures taken in response to the Ukraine Conflict, including limitations on travel and changes to import/export restrictions and arrangements involving Russia, may adversely impact the Group's operations and are likely to be beyond the control of the Group. The Company is monitoring the situation closely and considers the impact of the Ukraine Conflict on the Group's business and financial performance to, at this stage, be limited. However, the situation is continually evolving, and the consequences are therefore inevitably uncertain.

COVID-19 Risk

While to date COVID-19 has not had any material impact on the Group's operations, supply chain disruptions resulting from the COVID-19 pandemic, labour shortages and measures implemented by governmental authorities around the world to limit the transmission of the virus (such as travel bans and quarantining) may, in addition to the general level of economic uncertainty caused by the COVID-19 pandemic, also adversely impact the Group's operations, financial position and prospects.

The Directors are monitoring the situation closely and have considered the impact of COVID-19 on the Group's business and financial performance. However, the situation is continually evolving, and the consequences are therefore inevitably uncertain. In compliance with its continuous disclosure obligations, the Company will continue to update the market regarding the impact of the coronavirus on its revenue channels and adverse impact on the Group.

Industry Specific Risks

Exploration Costs

The exploration budget of the Group is prepared based on certain assumptions with respect to the method and timing of exploration. By their nature, these estimates and assumptions are subject to significant uncertainty, and accordingly, the actual costs may materially differ from the estimates and assumptions. Accordingly, no assurance can be given that the cost estimates and the underlying assumptions will be realised in practice, which may materially and adversely impact the Group's viability.

Resource and Reserves and Exploration Targets

The Group has identified a number of exploration targets based on geological interpretations and limited geophysical data, geochemical sampling and historical drilling. Insufficient data however, exists to provide certainty over the extent of the mineralisation. Whilst the Group intends to undertake additional exploratory work with the aim of defining a resource, no assurances can be given that additional exploration will result in the determination of a resource on any of the exploration targets identified. Even if a resource is identified no assurance can be provided that this can be economically extracted.

Reserve and resource estimates are expressions of judgement based on knowledge, experience and industry practice.

Estimates which were valid when initially calculated may alter significantly when new information or techniques become available. In addition, by their very nature resource and reserve estimates are imprecise and depend to some extent on interpretations which may prove to be inaccurate.

Grant of future authorisations to explore and mine

If the Group discovers an economically viable mineral deposit that is then intends to develop, it will, among other things, require various approvals, licence and permits before it will be able to mine the deposit. There is no guarantee that the Group will be able to obtain all required approvals, licenses and permits. To the extent that required authorisations are not obtained or are delayed, the Group's operational and financial performance may be materially adversely affected.

Mine Development

Possible future development of mining operations at the Projects is dependent on a number of factors including, but not limited to, the acquisition and/or delineation of economically recoverable mineralisation, favourable geological conditions, receiving the necessary approvals from all relevant authorities and parties, seasonal weather patterns, unanticipated technical and operational difficulties encountered in extraction and production activities, mechanical failure of operating plant and equipment, shortages or increases in the price of consumables, spare parts and plant and equipment, cost overruns, access to the required level of funding and contracting risk from third parties providing essential services.

If the Group commences production on one of the Projects, its operations may be disrupted by a variety of risks and hazards which are beyond the control of the Group. No assurance can be given that the Group will achieve commercial viability through the development of the Projects.

The risks associated with the development of a mine will be considered in full should the Projects reach that stage and will be managed with ongoing consideration of stakeholder interests.

Environmental

The operations and proposed activities of the Group are subject to the relevant local laws and regulations concerning the environment. As with most exploration projects and mining operations, the Group's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. It is the Group's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws.

Mining operations have inherent risks and liabilities associated with safety and damage to the environment and the disposal of waste products occurring as a result of mineral exploration and production. The occurrence of any such safety or environmental incident could delay production or increase production costs. Events, such as unpredictable rainfall or bushfires may impact on the Group's ongoing compliance with environmental legislation, regulations and licences. Significant liabilities could be imposed on the Group for damages, clean up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous operations or non-compliance with environmental laws or regulations.

The disposal of mining and process waste and mine water discharge are under constant legislative scrutiny and regulation. There is a risk that environmental laws and regulations become more onerous making the Group's operations more expensive. Approvals are required for land clearing and for ground disturbing activities. Delays in obtaining such approvals can result in the delay to anticipated exploration programmes or mining activities.

Regulatory Compliance

The Group's operating activities are subject to extensive laws and regulations relating to numerous matters including resource licence consent, environmental compliance and rehabilitation, taxation, employee relations, health and worker safety, waste disposal, protection of the environment, native title and heritage matters, protection of endangered and protected species and other matters. The Group requires permits from regulatory authorities to authorise the Group's operations. These permits relate to exploration, development, production and rehabilitation activities.

While the Group believes that it is in substantial compliance with all material current laws and regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms of existing permits and agreements applicable to the Group or its properties, which could have a material adverse impact on the Group's current operations or planned development projects.

Obtaining necessary permits can be a time-consuming process and there is a risk that the Group will not obtain these permits on acceptable terms, in a timely manner or at all. The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could materially delay or restrict the Group from proceeding with the development of a project or the operation or development of a mine. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in material fines, penalties or other liabilities. In extreme cases, failure could result in suspension of the Group's activities or forfeiture of one or more of the claims.

Reliance on Key Personnel
The responsibility of overseeing the day-to-day operations and the strategic management of the Group depends substantially on its senior management and its key personnel. There can be no assurance given that there will be no detrimental impact on the Group if one or more of these employees cease their employment.

The Group's future depends, in part, on its ability to attract and retain key personnel. It may not be able to hire and retain such personnel at compensation levels consistent with its existing compensation and salary structure. Its future also depends on the continued contributions of its executive management team and other key management and technical personnel, the loss of whose services would be difficult to replace. In addition, the inability to continue to attract appropriately qualified personnel could have a material adverse effect on the Group's business.

Additional requirements for Capital
The funds raised under its initial public offering are considered sufficient to meet the immediate objectives of the Group. Additional funding may be required in the event costs exceed the Group's estimates and to effectively implement its business and operational plans in the future to take advantage of opportunities for acquisitions, joint ventures or other business opportunities, and to meet any unanticipated liabilities or expenses which the Group may incur. If such events occur, additional funding will be required.

In addition, should the Group consider that its exploration results justify further expenditure, additional funding will be required to implement the Group's development plans, the quantum of which remain unknown at the date of this report. Following completion of the Public Offer, the Group may seek to raise further funds in the future through equity or debt financing, joint ventures, licensing arrangements, or other means. Failure to obtain sufficient financing for the Group's activities may result in delay and indefinite postponement of their activities and the Group's proposed expansion strategy. There can be no assurance that additional finance will be available when needed or, if available, the terms of the financing may not be favourable to the Group and might involve substantial dilution to Shareholders.

For further details of the Group's 2 year budget, please refer to the prospectus lodged with ASIC on 23 September 2022.

Economic
General economic conditions, introduction of tax reform, new legislation, movements in interest and inflation rates and currency exchange rates may have an adverse effect on the Group, as well as on its ability to fund its operations. If activities cannot be funded, there is a risk that the Projects may have to be surrendered or not renewed. General economic conditions may also affect the value of the Group and its valuation regardless of its actual performance.

Competition Risk
The industry in which the Group will be involved is subject to domestic and global competition. Although the Group will undertake all reasonable due diligence in its business decisions and operations, the Group will have no influence or control over the activities or actions of its competitors, which activities or actions may, positively or negatively, affect the operating and financial performance of the Group's projects and business.

Market Conditions
Share market conditions may affect the value of the Company's Shares regardless of the Group's operating performance. Share market conditions are affected by many factors such as:
(a) general economic outlook;
(b) introduction of tax reform or other new legislation;
(c) interest rates and inflation rates;
(d) changes in investor sentiment toward particular market sectors;
(e) the demand for, and supply of, capital; and
(f) terrorism or other hostilities.

The market price of Shares can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and resource exploration stocks in particular. Neither the Group nor the Directors warrant the future performance of the Group or any return on an investment in the Company.

Commodity Price Volatility

The Group's operating results, economic and financial prospects and other factors will affect the trading price of the Shares. In addition, the price of Shares is subject to varied and often unpredictable influences on the market for equities, including, but not limited to, general economic conditions including the performance of the Australian dollar on world markets, inflation rates and interest rates, variations in the general market for listed stocks in general, changes to government policy, legislation or regulation, industrial disputes, general operational and business risks and hedging or arbitrage trading activity that may develop involving the Shares.

In particular, the share prices for many companies have been and may in the future be highly volatile, which in many cases may reflect a diverse range of non-Group specific influences such as global hostilities and tensions relating to certain unstable regions of the world, acts of terrorism and the general state of the global economy. No assurances can be made that the Company's market performance will not be adversely affected by any such market fluctuations or factors.

The prices at which Shares trade may fluctuate in response to a number of factors.

Government Policy Changes

Adverse changes in government policies or legislation may affect ownership of mineral interests, taxation, royalties, land access, labour relations, and mining and exploration activities of the Group. It is possible that the current system of exploration and mine permitting in Western Australia or South Australia may change, resulting in impairment of rights and possibly expropriation of the Group's properties without adequate compensation.

Insurance

The Group intends to insure its operations in accordance with industry practice. However, in certain circumstances the Group's insurance may not be of a nature or level to provide adequate insurance cover. The occurrence of an event that is not covered or fully covered by insurance could have a material adverse effect on the business, financial condition and results of the Group.

Insurance of all risks associated with is the Group's business may not always available and where available the costs can be prohibitive.

Force Majeure

The Group's projects now or in the future may be adversely affected by risks outside the control of the Group including labour unrest, civil disorder, war, subversive activities or sabotage, fires, floods, explosions or other catastrophes, epidemics or quarantine restrictions.

Litigation Risks

The Group is exposed to possible litigation risks including native title claims, tenure disputes, environmental claims, occupational health and safety claims and employee claims. Further, the Group may be involved in disputes with other parties in the future which may result in litigation. Any such claim or dispute if proven, may impact adversely on the Group's operations, reputation, financial performance and financial position. The Group is not currently engaged in any litigation.

Environmental impact

The exploration undertaken on the Group 's combined tenements in Western Australia and South Australia to date has not created significant environmental issues. However, environmental issues will arise as and when the moves into development and production and these issues will be thoroughly assessed at the time any mining authority is sought.

Measures are undertaken pre and post drilling to ensure that the environmental impact is minimised. The work undertaken to date has produced minimal impact on the environment. No issues regarding compliance were encountered during the reporting period.

INFORMATION ON DIRECTORS AND EXECUTIVES

Name:	Datuk Siak Wei Low (Age 64)
Title:	Non Executive Chairman
Experience and expertise:	Datuk Siak Wei Low is the Chief Executive Officer of Sepangar Bay Power Corporation Sdn Bhd, an independent power producer company which owns and operates a 100MW gas-fired power plant in Sabah, Malaysia. He is also President of several companies in Indonesia and Laos which are developing hydro power projects in Northern Sumatera and Laos with a total capacity of 1,680 MW. Datuk Siak Wei Low is a Fellow of CPA Australia and alumni member of Harvard Business School.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interest in shares	24,211,896 shares (of which 5,050,000 are escrowed to 19 December 2024
Interest in options	2,228,700 options which are escrowed to 19 December 2024

Name:	Noel Ong (Age 53)
Title:	Executive Director
Experience and expertise:	Noel Ong is a geologist with over 30 years of experience in the resource industry. He has extensive mineral exploration and project management experience in the gold, lithium, iron ore (hematite and magnetite), tantalum and the diamond industry. Since 1992, Noel has worked predominantly in the goldfields of Western Australia, Pilbara iron ore fields and the Northern Territory. He has worked with Ashton Mining, Great Central Mines, and held management roles with API Management, Galaxy Resources, Citic Pacific Mining and Silver Lake Resources. Noel is a member of the AusIMM and the Australian Institute of Geoscientists.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interest in shares	4,170,000 shares (of which 3,980,000 are escrowed to 19 December 2024
Interest in options	1,000,000 options which are escrowed to 19 December 2024 and 2,000,000 performance rights

Name:	Chee Cheong (David) Low (Age 53)
Title:	Executive Director
Experience and expertise:	David Low is a CPA and was previously an investment banker in Asia for more than 10 years and had advised on various mergers and acquisitions, initial public offerings, fund raising (both debt and equity) and during the Asian Financial Crisis, corporate and debt restructuring. David Low is currently director of JCL Capital Pty Ltd, a boutique corporate advisory house specialising in cross border corporate finance activities and bridging Australia and Asia.
Other current directorships:	Nil
Former directorships (last 3 years):	VIP Gloves Ltd, Ennox Group Ltd
Interest in shares	4,168,000 shares (of which 4,067,560 are escrowed to 19 December 2024
Interest in options	1,000,000 options which are escrowed to 19 December 2024 and 2,000,000 performance rights

Name:	Mark Strizek (Age 55)
Title:	Non Executive Director
Experience and expertise:	Mark Strizek has more than 25 years' experience in the resource industry having worked as geologist in various gold, base and technology metal projects. Mark has worked as an executive with management and Board responsibilities in exploration, feasibility, finance and development ready

	assets across Australia, West Africa, Asia and Europe. Notable companies which Mark has worked with includes Kalgoorlie Consolidated Gold Mines, Mines Resources Australia, Hellman & Schofield and Mineralogy. Mark holds a Bachelor of Science in Geology/Earth Science from Macquarie University and a Post Graduate Certificate in Geostatistic from Edith Cowan University.
Other current directorships:	Nil
Former directorships (last 3 years):	Tietto Minerals Ltd
Interest in shares	65,000 shares
Interest in options	300,000 options which are escrowed to 19 December 2024

Name:	Florence Drummond (Age 39)
Title:	Non Executive Director
Experience and expertise:	Florence Drummond is the Co-Founder and CEO of Indigenous Women in Mining and Resources Australia (IWIMRA) which works to elevate and empower Aboriginal and Torres Strait Islander women in the resources industry. She is recognised as one of the most influential women across the women in mining space as an entrepreneur, thought leader, international speaker and industry advisor. She is an exceptional contributor in the area of Indigenous stakeholder engagement and value chain efficiency, specific to the mining and resources industry. Her continued work in trailblazing the network, Indigenous Women in Mining and Resources Australia, as a national body representing Indigenous women's participation in the sector, has organically developed the need of a greater space for community contribution. Launching the fit for purpose NFP agency, PIMARIC (Peoples in Mining and Resources Indigenous Corporation), an entity led by Indigenous people, now holds the space for a digital library and platform for all Indigenous stakeholders in the minerals and extractives industry to connect globally. Florence serves on a number of Boards, including Tradeswomen Australia , K Farmer Dutjahn Foundation, to name a few, and is active in building the capacity of future leaders to Directorship roles. Her work in the evolving space of ESG, Sustainable Development Goals and United Nations agendas contributes to the holistic principle of global mechanisms with local solutions. Her continuous involvement in the minerals industry as an advisor and leading the network IWIMRA, has demonstrated her continued support for women and Indigenous people in non-traditional roles. Additional to her consultancy and network building capabilities and reputation, her operational and project experience with Rio Tinto's Northern Operations and BHP's South Flank provides greater perspective on the direction of Indigenous engagement across the scope of the minerals industry.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interest in shares	Nil
Interest in options	300,000 options which are escrowed to 19 December 2024

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

"**Former Directorships in The Last Three Years**" quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

IAN GREGORY B.BUS, FGIA, FCG, MAICD
COMPANY SECRETARY
APPOINTED: 21 MAY 2009

Ian Gregory has over 30 years' experience in the provision of company secretarial and business administration services to listed and unlisted companies. Companies for which Ian has acted as Company Secretary include Iluka Resources Limited, IBJ Australia Bank Limited and the Griffin Coal Mining Group of companies. He currently consults on secretarial and governance matters to a number of listed and unlisted companies. Ian is a past member and Chairman of the Western Australian Branch Council of Governance Institute of Australia (GIA) and has also served on the National Council of GIA.

KAH HUI TAN B.COMM (HONS)
CHIEF FINANCIAL OFFICER
APPOINTED: 19 DECEMBER 2022

Mr Tan has over 25 years' experience as a Chartered Accountant having previously managed his own chartered accounting practice providing management, accounting and taxation advice to a wide range of clients. He graduated from UWA with a B.Comm (Hons).

He has served as a company director and company secretary on several listed companies engaged in the mining and resources sector in Australia, including Mt Kersey Mining NL and Johnson's Well Mining NL. He was formerly the Executive Director of Siburan Resources Limited (ASX: SBU).

DIRECTORS' MEETINGS

The number of meetings of directors held during the financial year and the number of meetings attended by each director were as follows:

	Number eligible to attend	Number attended
Datuk Siak Wei Low	7	7
Noel Ong	7	7
David Low	7	7
Mark Strizek	3	2
Florence Drummond	3	2

Number eligible to attend represents the number of meetings held during the time the director held office.

COMPENSATION OPTIONS: GRANTED AND VESTED

During the year, 5,600,00 Options over unissued shares and 6,000,000 Performance Rights were issued by the Company to Board and Management under the Company's Employee Securities Incentive Plan. The Employee Securities Incentive Plan and Options and Performance Rights were approved by the shareholders of the Company at a general meeting held on 5 August 2022. The options are exercisable at $0.25 per share and expires on 9 December 2024 whilst the Performance Rights expires on 11 December 2027.

REMUNERATION REPORT (AUDITED)

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

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

Remuneration Policy
The board policy is to remunerate directors at market rates for time, commitment, experience and responsibilities. Due to the small size of the Group there is no separate remuneration committee, with these functions undertaken by the Board. In this capacity, the Board determines payments to the directors and reviews their remuneration annually, based on market price, duties and accountability. Independent external advice is sought when required. No advice was sought during the financial year.

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive Directors remuneration
Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration.

In accordance with the Constitution, the total maximum remuneration of non-executive Directors is initially set by the Board and subsequent variation is by ordinary resolution of Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable. The determination of non-executive Directors' remuneration within that maximum is made by the Board having regard to the inputs and value to the Group of the respective contributions by each non-executive Director. The current amount has been set at an amount not to exceed $250,000 per annum.

Executive remuneration
The Group aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has three components:
- base pay and non-monetary benefits
- share-based payments
- other remuneration such as superannuation and long service leave

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and performance, the overall performance of the Group and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or others where it does not create any additional costs to the Group and provides additional value to the executive.

Use of remuneration consultants
During the current and prior financial period, the Group did not employ the services of a remuneration consultant.

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

The key management personnel of the Group consisted of the following directors and chief financial officer of Taiton Resources Limited :-

● Datuk Siak Wei Low
● Noel Kok Jin Ong
● Chee Cheong (David) Low
● Mark Strizek
● Florence Drummond
● Kah Hui Tan (CFO appointed 19 December 2022)

DIRECTORS' REPORT

Details of the nature and amount of each element of the remuneration of each Key Management Personnel ("KMP") of Taiton Resources Limited are shown in the table below:

2023	Short Term Benefits		Post Employment Benefits	Long-term benefits	Share based payments	
	Cash Salary and Fees	Non-monetary benefits	# Super-annuation	Long Service Leave	Options/ Performance Rights	Total
Non-Executive Directors	*$*	*$*	*$*	*$*	*$*	*$*
Datuk Siak Wei Low	32,097	-	3,371	-	104,160	139,628
Mark Strizek	22,468	-	2,359	-	26,040	50,867
Florence Drummond	22,468	-	-	-	26,040	48,508
Executive Directors						
Noel Kok Jin Ong* [a b]	172,187	-	-	-	241,397	413,584
Chee Cheong (David) Low*	132,565	-	7,179	-	241,397	381,141
Management						
Kah Hui Tan *[c]	96,977	-	6,740	-	241,397	345,114
	478,762	-	19,649	-	880,431	1,378,842

** Please note that equity-settled component of remuneration is a non-cash transaction*

a - includes fees paid for investor and media promotion work of $35,000 and $40,897 for rent of his property by the company

b - $45,000 of cash salaries and fees were capitalised to exploration and evaluation

 # - Superannuation are paid in whereby there is pay as you go (PAYG) withholding

2022	Short Term Benefits		Post Employment Benefits	Long-term benefits	Share based payments	
	Cash Salary and Fees	Non-monetary benefits	# Super-annuation	Long Service Leave	Options/ Performance Rights	Total
Non-Executive Directors	*$*	*$*	*$*	*$*	*$*	*$*
Datuk Siak Wei Low	-	-	-	-	-	-
Peter Ng	5,000	-	-	-	-	5,000
Daniel Polette	2,000	-	-	-	-	2,000
Aik Hong Teo	-	-	-	-	-	-
Executive Director						
Chee Cheong (David) Low	57,306	-	5,731	-	-	63,037
	64,306	-	5,731	-	-	70,037

c- Kah Hui Tan only performed services in the role of an external consultant during the 2022 year and was paid $30,000 in fees

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

Name	Fixed Remuneration 2023	Equity Settled Remuneration 2023	Fixed Remuneration 2022	Equity Settled Remuneration 2022
Non-Executive Directors				
Datuk Siak Wei Low	25%	75%	-	-
Mark Strizek	49%	51%	-	-
Florence Drummond	46%	54%	100%	-
Peter Ng	-	-	100%	-
Daniel Polette	-	-	100%	-
Aik Hong Teo	-	-	-	-
Executive Directors				
Noel Kok Jin Ong	42%	58%	-	-
Chee Cheong (David) Low	37%	63%	100%	-
Management				
Kah Hui Tan	30%	70%	-	-

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

Name:	Noel Kok Jin Ong
Title:	Executive Director
Agreement commenced:	19 December 2022 (upon listing on the ASX)
Details:	$180,000 per annum. 6 months' termination notice

Name:	Chee Cheong (David) Low
Title:	Executive Director
Agreement commenced:	19 December 2022 (upon listing on the ASX)
Details:	$180,000 per annum. 6 months' termination notice.

Name:	Datuk Siak Wei Low
Title:	Non Executive Chairman
Agreement commenced:	19 December 2022 (upon listing on the ASX)
Details:	$60,000 per annum.

Name:	Mark Strizek
Title:	Non Executive Director
Agreement commenced:	19 December 2022 (upon listing on the ASX)
Details:	$42,000 per annum.

Name:	Florence Drummond
Title:	Non Executive Director
Agreement commenced:	19 December 2022 (upon listing on the ASX)
Details:	$42,000 per annum.

Name:	Kah Hui Tan
Title:	Chief Financial Officer
Agreement commenced:	19 December 2022 (upon listing on the ASX)
Details:	$120,000 per annum. 3 months' termination notice.

Share-based compensation
Issue of shares
There were no shares issued to directors and other key management personnel as part of compensation during the period ended 30 June 2023.

Options
The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in this financial period or future reporting years are as follows:

Name	Number of options granted	Grant Date	Vesting Date and Execisable Date	Expiry Date	Exercise Price	Fair Value per Option At Grant Date
Datuk Siak Wei Low	1,200,000	12 December 2022	12 December 2022	9 December 2024	$0.25	$0.0868
Mark Strizek	300,000	12 December 2022	12 December 2022	9 December 2024	$0.25	$0.0868
Florence Drummond	300,000	12 December 2022	12 December 2022	9 December 2024	$0.25	$0.0868
Noel Kok Jin Ong	1,000,000	12 December 2022	12 December 2022	9 December 2024	$0.25	$0.0868
Chee Cheong (David) Low	1,000,000	12 December 2022	12 December 2022	9 December 2024	$0.25	$0.0868
Kah Hui Tan	1,000,000	12 December 2022	12 December 2022	9 December 2024	$0.25	$0.0868

Options granted carry no dividend or voting rights.

Name	Number of Performance Rights granted	Grant Date	Expiry Date	Fair Value per Performance Rights At Grant Date
Noel Kok Jin Ong	1,000,000	Tranche A - 12 December 2022	11 December 2027	$0.1454
	1,000,000	Tranche B - 12 December 2022	11 December 2027	$0.1368
Chee Cheong (David) Low	1,000,000	Tranche A - 12 December 2022	11 December 2027	$0.1454
	1,000,000	Tranche B - 12 December 2022	11 December 2027	$0.1368
Kah Hui Tan	1,000,000	Tranche A - 12 December 2022	11 December 2027	$0.1454
	1,000,000	Tranche B - 12 December 2022	11 December 2027	$0.1368

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

Options over ordinary shares	Balance at the start of period	Granted	Exercised	Expired/ Forfeited/Others	Balance at the end of period
Datuk Siak Wei Low	-	1,200,000	-	-	1,200,000
Mark Strizek	-	300,000	-	-	300,000
Florence Drummond	-	300,000	-	-	300,000
Noel Kok Jin Ong	-	1.000.000	-	-	1.000.000
Chee Cheong (David) Low	-	1,000,000	-	-	1,000,000
Kah Hui Tan	-	1,000,000	-	-	1,000,000
		4,800,000	-	-	4,800,000

Other transactions with key management personnel and their related parties
During the year ended 30 June 2023 the following related party transactions occurred:

Samso Pty Ltd, a related entity of Noel Ong, was paid $35,000 (excluding GST) for media and investor relation services and $40,897 was paid to Noel Ong for rental of office cum accommodation on a property owned by him. The un-used portion of the said accommodation was subsequently sublet out. The rental agreement was at market terms and deemed at arm's length. The rental agreement was not renewed upon expiry after year end.

This concludes the remuneration report, which has been audited.

ADDITIONAL INFORMATION

Shares Under Option

The unissued ordinary shares of the Company under option as at the date of this report are as follows:-

Options	Grant date	Expiry date	Exercise Price	Number of Options
Priority Options	12 December 2022	9 December 2026	$0.25	3,142,397
Underwriters Options	12 December 2022	9 December 2026	$0.25	3,000,000
Board and Management Options	12 December 2022	9 December 2024	$0.25	5,600,000
Lead Manager Options	12 December 2022	9 December 2026	$0.25	518,771
Total Options on issue				12,261,168

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Performance rights
Unissued ordinary shares of Taiton Resources Limited under performance rights at the date of this report are as follows:

Grant Date	Expiry Date	Exercise Price	Number
12 December 2022	11 December 2027	$0.00	6,000,000

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings. No proceedings have been brought or intervened in on behalf of the Company with leave of the court under section 237 of the *Corporations Act 2001*.

INDEMNIFYING AND INSURING DIRECTORS, OFFICERS OR AUDITOR

Directors' and officers' liability insurance and indemnity insurance premiums paid during or since the end of the financial year for any person who is or has been an officer of the Group totalled $28,927 (202: $Nil). The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group and any other payments arising from liabilities incurred by the officers in connection with such proceedings. This does not include such liabilities that arise from conduct involving a willful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for them or someone else or to cause detriment to the Group. It is not possible to apportion the premium between amounts relating to the insurance against legal costs and those relating to other liabilities.

The auditor is not indemnified under any circumstance.

NON-AUDIT SERVICES

During the year, non-audit services amounting to $28,000 were paid to the auditors (2022: $6,748).

AUDITOR'S INDEPENDENCE DECLARATION

In accordance with the Corporations Act 2001 section 307C the auditors of the Company, William Buck, have provided a signed Auditor's Independence Declaration to the directors in relation to the year ended 30 June 2023. This declaration has been included on page [12] and forms part of this report.

There are no officers of the Company who were former partners of William Buck (Vic) Pty Ltd.

Signed in accordance with a resolution of the directors.

Datuk Siak Wei Low
Chairman
27 September 2023

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF TAITON RESOURCES LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2023 there have been:

- no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

William Buck

William Buck Audit (Vic) Pty Ltd
ABN 59 116 151 136

J. C. Luckins
Director
Melbourne, 27 September 2023

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	Group 2023 $	2022 $
Interest received		79,642	34
Interest waiver		-	824,828
Debt waiver		-	860,636
Rent from sub tenant		14,348	-
Corporate and administrative expenses	4	(914,352)	(300,774)
Depreciation		(16,440)	(5,805)
Interest expense		(54,940)	(148,969)
IPO transaction costs		(113,223)	-
Share-based payments expense (employee benefits)		(949,872)	-
(LOSS)/PROFIT BEFORE INCOME TAX (EXPENSE)/BENEFIT		**(1,954,837)**	**1,229,950**
Income tax (expense)/benefit		-	-
(LOSS)/PROFIT AFTER INCOME TAX (EXPENSE)/BENEFIT		**(1,954,837)**	**1,229,950**
Other comprehensive income		**-**	**-**
TOTAL COMPREHENSIVE (LOSS)/PROFIT FOR THE PERIOD		**(1,954,837)**	**1,229,950**
(LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS			
BASIC AND DILUTED LOSS)/EARNINGS PER SHARE (CENTS PER SHARE)	5	(3.88)	9.16

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2023

	Note	Group 2023 $	Group 2022 $
CURRENT ASSETS			
Cash and cash equivalents		4,627,236	321,718
Trade and other receivables		34,983	12,165
Accrued interest receivable		60,882	-
Prepayments		13,869	-
TOTAL CURRENT ASSETS		4,736,970	333,883
NON-CURRENT ASSETS			
Plant and equipment	6	70,338	57,770
Capitalised exploration and evaluation	7	1,863,308	524,272
TOTAL NON-CURRENT ASSETS		1,933,646	582,042
TOTAL ASSETS		**6,670,616**	**915,925**
CURRENT LIABILITIES			
Trade and other payables	8(a)	192,903	87,320
Borrowings	8(b)	-	1,260,000
Accrued interest payable		14,245	114,662
Provision for annual leave		8,129	-
TOTAL CURRENT LIABILITIES		215,277	1,461,982
TOTAL LIABILITIES		215,277	1,461,982
NET ASSETS		**6,455,339**	**(546,057)**
EQUITY			
Issued capital	9	44,177,486	36,689,571
Share-based payment reserve	10	1,386,200	-
Accumulated losses		(39,108,347)	(37,235,628)
TOTAL EQUITY		**6,455,339**	**(546,057)**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2023

	Note	Group 2023 $	Group 2022 $
CASH FLOWS FROM OPERATING ACTIVITIES			
Payments to suppliers and employees		(914,214)	(298,027)
Interest paid		(155,357)	-
Interest received		18,760	34
Rent from sub tenant		14,348	-
NET CASH USED IN OPERATING ACTIVITIES		**(1,036,463)**	**(297,993)**
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of plant and equipment	6	(29,008)	(63,575)
Payments for capitalised exploration and evaluation	7	(868,756)	(424,562)
NET CASH USED IN INVESTING ACTIVITIES		**(897,764)**	**(488,137)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares	9	7,004,000	13,000
Payments for share issue costs		(814,255)	-
Proceeds from Borrowings -Related Party		50,000	260,000
Proceeds from Borrowings - Third Party		50,000	250,000
Repayment of Borrowings - Related Party		(50,000)	-
NET CASH FROM FINANCING ACTIVITIES		**6,239,745**	**523,000**
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS HELD		**4,305,518**	**(263,130)**
Cash and cash equivalents at beginning of year		321,718	584,848
CASH AND CASH EQUIVALENTS AT END OF YEAR		**4,627,236**	**321,718**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE ENDED 30 JUNE 2023

	Issued Capital $	Share-based Payment Reserve $	Accumulated Losses $	Total Equity $
AT 1 JULY 2022	36,689,571	-	(37,235,628)	(546,057)
Loss for the year	-	-	(1,954,837)	(1,954,837)
Total comprehensive loss for the year	**-**	-	**(1,954,837)**	**(1,954,837)**
Transactions with owners in their capacity as owners:				
Contributions of equity net of transaction costs - (Note 9)	8,006,361	-	-	8,006,361
Adjustment-Transfer of IPO transaction costs from prior year previously expensed	(82,118)	-	82,118	-
Share-based payment issue of performance shares to directors and management (Note 9)	-	463,792	-	463,792
Share-based payment issue of options to directors and management (Note 9)	-	486,080	-	486,080
Share-based payment issue of options to Lead manager and Underwriters (Note 9)	(436,328)	436,328	-	-
AT 30 JUNE 2023	**44,177,486**	**1,386,200**	**(39,108,347)**	**6,455,339**
AT 1 JULY 2021	35,166,571	-	(38,465,578)	(3,299,007)
Issue for debt conversion	1,510,000	-	-	1,510,000
New share issue	13,000	-	-	13,000
Profit for the year	-	-	1,229,950	1,229,950
Total comprehensive profit for the year	**-**	-	1,229,950	1,229,950
At 30 June 2022	**36,689,571**	**-**	**(37,235,628)**	**(546,057)**

The accompanying notes form part of these financial statements

NOTE 1. BASIS OF PREPARATION OF THE FINANCIAL REPORT

Corporate Information

The Financial Report of Taiton Resources Limited ACN 062 284 084 ("**Parent Entity**" or "**Company**") and its controlled entities ("**Group**") for the year ended 30 June 2023 was authorised for issue in accordance with board of directors resolution dated 27 September 2023.

Taiton Resources Limited is a for-profit company limited by shares incorporated in Australia. The nature of the operations and principal activities of the Group are described in the Directors' Report.

Basis of Preparation of Accounts

The Financial Report is a general purpose financial report, which has been prepared in accordance with Australian Accounting Standards ("AASBs") and other authoritative pronouncements adopted by the Australian Accounting Standards Board ("AASB") and the *Corporations Act 2001*.

Except for cash flow information, the financial statements have been prepared on an accruals basis and are based on historical costs and is presented in Australian dollars

Statement of Compliance

The Financial Report complies with Australian Accounting Standards as issued by the Australian Accounting Standards Board and International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board.

New or amended accounting standards and interpretations adopted

During the year the Company applied all new mandatory Standards and Interpretations as promulgated by the Australian Accounting Standards Board (AASB), that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. **Principles of Consolidation**

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Taiton Resources Limited) and all of the subsidiaries (including any structured entities). Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 14.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUE)

b. **Impairment of Assets**

At the end of each reporting period, the Group assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information including dividends received from subsidiaries, associates or joint ventures deemed to be out of pre-acquisition profits. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs of disposal and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss, unless the asset is carried at a revalued amount in accordance with another Standard (e.g., in accordance with the revaluation model in AASB 116: *Property, Plant and Equipment*). Any impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that other Standard.

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

Impairment testing is performed annually for goodwill, intangible assets with indefinite lives and intangible assets not yet available for use.

c. **Provisions**

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

Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

d. **Cash and Cash Equivalents**

Cash and cash equivalents include cash on hand, deposits available on demand with banks, other short-term highly liquid investments with original maturities of 3 months or less.

e. **Trade and Other Payables**

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

f. **Borrowing Costs**

Borrowing costs are directly attributable to the interest bearing loans facilities/debt taken for tenement acquisition or working capital.

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

g. **Borrowings**

Where borrowings feature share conversion clauses that entitle the investor to a variable number of shares, be this through an entitlement to settle interest through the conversion clause or through the terms specified in the conversion clause itself, an embedded derivative is separated from the underlying borrowing host contract only when the conversion clause is activated upon a movement in a market price at initial recognition. Thereafter the embedded derivative is revalued at each subsequent reporting date with changes taken to the profit or loss. The underlying host contract following initial recognition is recognised at amortized cost applying the effective interest rate method.

Where the conversion clause does not meet the definition of a derivative as the underlying share price is not quoted on an active market, both the conversion clause and underlying borrowing instrument are measured together at their fair value less transaction costs at initial recognition and thereafter at amortised cost.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUE)

h. **Current and non-current classification**

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

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

A liability is classified as current when: it is either expected to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

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

i. **Exploration and Evaluation Assets**

Exploration and evaluation costs have been capitalised on the basis that the Group will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the mineral resources. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. In addition, costs are only capitalised which expected to be recovered either through successful development or sale of the relevant mining interest. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made.

Impairment of exploration and evaluation costs

The Group assesses impairment of exploration and evaluation costs at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions. There were no indicators for impairment on the Group's areas of interest during the financial year.

j. **Employee Benefits**

Provision is made for the Group's liability from employee benefits arising from services rendered by employees to balance date. Liabilities for wages and salaries, annual leave, and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled. Other employee benefits payable later than 1 year are measured at the present value of the estimated future cash outflows to be made for those benefits.

Share-based payments

Equity -settled transactions are awards of shares or rights over shares, options over shares, that are provided to employees, directors and/or brokers in exchange for the rendering of services.

The cost of equity-settled transactions are measured at fair value on grant date .Fair value is determined using either the Black Scholes model or Geometric Brownian model.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the recipient become fully entitled to the award ('vesting date').

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit and loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUE)

Market conditions are taken into consideration in determining fair value. Therefore, any awards subject to market conditions are considered to vest irrespective of whether that market condition has been met, provided all other conditions are satisfied.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of the modification.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

k. **Fair value measurement**

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

l. **Goods and Services Tax (GST)**

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

m. **Issued Capital**

Ordinary shares are classed as equity. Incremental costs directly attributable to the issue of new shares or options are shown inequity as a deduction, net of tax, from the proceeds.

n. **Earnings per share**

Basic earnings per share

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

Diluted earnings per share

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

o. **Leases**

The Group has elected not to recognize a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit and loss as incurred.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUE)

p. **Property, Plant and Equipment**

Each class of plant and equipment is carried at cost as indicated less, where applicable, any accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the asset.

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

Depreciation

The depreciable amount of all fixed assets is depreciated on a straight-line basis over the asset's useful life to the Group commencing from the time the asset is held ready for use.

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

Depreciation on other assets is calculated on a straight-line basis over the estimated useful life of the asset as follows:

Class of asset	
Office equipment	4 years
Plant and equipment	4 years
Motor vehicle	5 years

q. **Comparative Figures**

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

r. **Key estimates**

In the process of applying the Group's accounting policies, management has made judgements, estimates and assumptions that affect the reported amounts in the financial statements. The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. directors consider there to be no material key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period.

NOTE 3. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

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

a. **Deferred tax assets not recognized**

The Company has potential deferred tax assets arising from both timing differences and carry-forward losses. Presently the directors have not recognised any of these potential deferred tax assets due to uncertainty as to when the Company will earn assessable tax income to which it will be able to apply those potential tax assets.

b. **Exploration and evaluation costs**

Exploration and evaluation costs relating to acquisition of tenements have been capitalised and are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

c. **Share-based payment transactions**

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Black Scholes model or the Geometric Brownian model taking into account the terms and conditions upon which the Instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

d. **Mine Rehabilitation provision**

The Group has considered whether a provision for rehabilitation of any tenements is required. The directors do not consider that such a provision is necessary due to the fact that rehabilitation is being undertaken on a progressive basis. Whilst the Group is in an exploration phase, it cannot reliably estimate the scope and costs of rehabilitation work that will need to be undertaken.

e. **Initial Public Offering ('IPO') Costs**

In connection with the IPO, the Group incurred costs, which are treated as follows:

- Incremental costs that are directly attributable to issuing new shares are deducted from equity (net of any income tax benefit).
- Costs that relate to the ASX listing, or are otherwise not incremental and directly attributable to issuing new shares, are recorded as an expense in the consolidated statement of profit or loss and other comprehensive income.
- Costs that relate to both share issuance and listing are allocated between those functions based on the proportion of new shares issued to the total number of new and existing shares listed.

	Group 2023 $	2022 $

NOTE 4. CORPORATE AND ADMINISTRATIVE EXPENSES

	2023 $	2022 $
Employee benefit expenses (salaries and fees)	360,213	72,000
Investor relations and promotion	188,716	1,180
IT and communication	18,166	6,449
Legal & professional Fees	126,297	156,791
Listing and share registry costs	18,934	16,980
Travel and accommodation	88,058	5,747
Vehicle ute	8,936	3,504
Other	105,032	38,123
TOTAL	914,392	300,774

NOTE 5. EARNINGS PER SHARE

	2023 $	2022 $
Profit/(loss) from continuing operations used in the calculation of basic and diluted earnings/(loss) per share	(1,954,837)	1,229,950
Profit/(loss) used in the calculation of basic and diluted earnings/loss per share	(1,954,837)	1,229,950
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic and diluted earnings/loss per share	50,412,612	13,428,913

As at 30 June 2023, there are no financial instruments or contingently issuable share capital that would impact the diluted earnings per share.

	2023	2022
Basic and diluted earnings/(loss) per share (cents per share)	(3.99)	9.16

The performance rights and options on issue have not been included in the weighted average number of shares used for calculating the diluted loss per share as they do not meet the requirements for inclusion under AASB 133 'Earnings per share as they are anti dilutive'.

NOTE 6. PLANT AND EQUIPMENT

	2023 $	2022 $
At cost	92,583	63,575
Accumulated depreciation	(22,245)	(5,805)
Net book value	70,338	57,770
Movements in the carrying value		
Carrying amount at the beginning of the year	57,770	-
Additions	29,008	63,575
(Disposals)	-	-
Depreciation expenses	(16,440)	(5,805)
AT THE END OF THE FINANCIAL YEAR	70,338	57,770

NOTE 7. CAPITALISED EXPLORATION AND EVALUATION

Non-current assets

	2023 $	2022 $
Exploration and evaluation – Highway Project	1,235,532	181,566
Exploration and evaluation - Challenger West Project	64,427	18,627
Exploration and evaluation – Lake Barlee Project	563,349	324,079
TOTAL	1,863,308	524,272

NOTE 7. CAPITALISED EXPLORATION AND EVALUATION (CONTINUED)

	Group	
	2023	**2022**
	$	**$**
Highway Project		
Balance at beginning of the year	181,566	1,746
Acquisition of project	-	105,998
Exploration expenditure capitalised	653,966	73,822
Shares issued as part of consideration *(a)*	400,000	-
Balance at end of the year	1,235,532	181,566
Challenger West Project		
Balance at beginning of the year	18,627	-
Exploration expenditure capitalised	45,800	18,627
Balance at end of the year	64,427	18,627
Lake Barlee Project		
Balance at beginning of the year	324,079	97,964
Exploration expenditure capitalised	239,270	226,115
Balance at end of the year	563,349	324,079
TOTAL	1,863,308	524,272

(a) The acquisition of EL 6658 and EL 6706 was completed by the issue of 2,000,000 shares in Taiton for $400,000 on 13 December 2022 on the Company's ASX listing and reflected as capitalised exploration and evaluation in the Highway Project.

NOTE 8(a).TRADE AND OTHER PAYABLES

	Group	
	2023	**2022**
	$	**$**
Trade payables	97,625	45,035
Accrued expenses	41,300	33,700
Other payables- PAYG and Super	23,978	8,585
Other payables- related party [a]	30,000	-
AT THE END OF THE FINANCIAL YEAR	192,903	87,320

a. Being the balance of underwriting fees owing to AsiaPacific Businesslink Sdn Bhd, a related party of the Chairman, for acting as one of the underwriters to the IPO.

NOTE 8(b).BORROWINGS

	$	**$**
Loan from entity related to Director	-	1,010,000
Loan from Third Party	-	250,000
AT THE END OF THE FINANCIAL YEAR	-	1,260,000

During the year, the loans were converted into new shares in the Company at $0.10 per share on the Company's listing on the ASX.

NOTE 9. SHARE CAPITAL

	2023 Number of Shares	2023 $	2022 Number of Shares	2022 $
At the beginning of the year	22,889,542	36,689,571	61,144,123	35,166,571
Consolidation	-	-	(55,029,581)	-
Issue for debt conversion	-	-	3,775,000	1,510,000
Issue for capital raised	-	-	13,000,000	13,000
Issue of shares- acquisition of Highway tenements	2,000,000	400,000	-	-
Conversion of loans to shares	13,100,000	1,310,000	-	-
Issue of shares - IPO	35,020,002	7,004,000		
Transaction costs - IPO	-	(1,226,085)		
At the end of the year	**73,009,544**	**44,177,486**	**22,889,542**	**36,689,571**

In December 2022, the Company issued 2,000,000 shares at $0.20 per share to the vendor to complete the acquisition of Highway tenements EL6785 and EL 6706, issued 13,100,000 shares at $0.10 per share for the conversion of $1.31 million of debts into shares, and issued 35,020,002 shares at $0.20 per share on the listing of the Company on the ASX.

OPTIONS TO PURCHASE ORDINARY SHARES

	Group 2023 Options	Group 2022 Options
Balance at the beginning of the year	-	-
Issue of Directors and Management options (b)	5,600,000	-
Issue of Lead manager options (c)	518,771	-
Issue of Underwriters options (d)	3,000,000	-
Issue of shareholders options (e)	3,142,397	-
Balance at the end of the year	**12,261,168**	**-**

PERFORMANCE RIGHTS

	2023 Rights	2022 Rights
Balance at the beginning of the year	-	-
Issue of Performance Rights – Employee Securities Incentive Plan (a)	6,000,000	-
Balance at the end of the period	**6,000,000**	**-**

During the year, the following unquoted securities were issued on 12 December 2022:

(a) 6,000,000 Performance Rights were issued to Directors and Management, in accordance with shareholder approval at the Company general meeting on 5 August 2022, exercisable on the achievement of certain milestones, expiring 5 years from the date of issue.

(b) 5,600,000 options were issued to Directors and Management in accordance with shareholder approval at the Company general meeting on 5 August 2022, exercisable for $0.25 each, expiring 2 years from the date of issue.

(c) 518,771 options were issued to the Lead Manager of the IPO, exercisable for $0.25 each, expiring 4 years from the date of issue.

(d) 3,000,000 options were issued to the Underwriters of the IPO, exercisable for $0.25 each, expiring 4 years from the date of issue.

(e) 3,142,397 attaching options were issued to priority shareholders pursuant to the IPO, exercisable for $0.25 each, expiring 4 years from the date of issue. There is no fair value due to the nature of being free attaching options.

NOTE 10. SHARE-BASED PAYMENT RESERVE

	Group 2023	Group 2022
	$	$
Share-based payment reserve	1,386,200	-
	$1,386,200	**-**

Movement in reserve for the 2023 financial year are set out below:

	Date	$
Balance at the beginning of the year		-
Performance Rights issued to directors and management	12 December 2022	463,792
Options issued to directors and management	12 December 2022	486,080
Options issued to Lead manager	12 December 2022	64,328
Options issued to Underwriters	12 December 2022	372,000
Balance at the end of the year		**$1,386,200**

Share-based payments in relation to unquoted securities during the year ended 30 June 2023 were recognised as follows:

(a) $949,872 was recognized as share-based payment expense in the consolidated statement of profit and loss; and
(b) $436,328 was recognized as costs of capital raising in the consolidated statement of changes in equity.

For the unquoted securities granted during the financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

The 2-year Life Options have a $0.0868 value per option and the 4-year Life Options have a $0.1240 value per option using a Black- Scholes Options Pricing Methodology of valuing options.

The Table below outlines the model inputs used for the valuation of the options.

Model Input	**2-year Life Options**	**4-year Life Options**
Exercise Price	0.25	0.25
Option Life	2 years	4 years
Underlying share price	0.20	0.20
Expected price volatility	90%	90%
Expected Dividend Yield	Nil	Nil
Risk Free Rate	1.85%	1.85%

The 6,000,000 Performance Rights issued to Directors and Management (see Note 9) are unlisted, non-transferable and subject to vesting conditions linked to the market capitalisation performance of the company. The Performance Rights were issued on 12 December 2022 for nil consideration and each right entitles the holder to one fully paid ordinary share of the Company. The Performance Rights will vest in equal tranches subject to the Company's market capitalisation (calculated by multiplying the 20-day VWAP market price by the number of shares on issue) meeting or exceeding 150% (Tranche A) and 250% (Tranche B) of the market capitalisation value of the Company. Upon vesting, the Performance Rights are exercisable at a nil consideration price within 5 years of the issue date of the Performance Rights.

NOTE 10. SHARE-BASED PAYMENT RESERVE (CONTINUED)

The fair value of the Performance Rights granted during the year was determined using a Geometric Brownian Motion model with a Monte Carlo simulation reduced by a discount on account of the reduced marketability.

The Table below outlines the model inputs used for the valuation of the Performance Rights.

Model Input	Tranche A	Tranche B
Market Capitalisation	150% (at VWAP target share price of $0.30)	250% (at VWAP target share price of $0.50)
Time to Expiry	5 years	5 years
Underlying share price	$0.20	$0.20
Expected price volatility	100%	100%
Risk Free Rate (5 year yield)	3.173%	3.173%
Non-Marketability Discount	10%	10%

The Tranche A and Tranche B Performance Rights have a value of $0.1454 and $0.1368 per Right respectively.

The total of the Share-based payment is recognised over a period of 1 year from the date of issue of the Performance Rights.

As a result, a total of $463,792 was recognised in relation to Performance Rights as share-based payments in the Consolidated Statement of Profit and Loss for the year ended 30 June 2023.

The Options or Performance Rights will lapse where the holder of the Options/Performance Rights (or in the case it is held by a Nominated Party, the person in respect of the provision of whose services the Options/Performance Rights were granted) dies, is no longer employed, or their engagement or office is discontinued with the Company, unless the Board determines otherwise in its discretion in accordance with the Company's Employee Securities Incentive Plan.

NOTE 11. CASH FLOW INFORMATION

	Group	
RECONCILIATION OF CASH FLOW FROM OPERATIONS WITH LOSS AFTER INCOME TAX	**2023 $**	**2022 $**
Profit/(Loss) after tax	(1,954,837)	1,229,950
Non-cash flows in (gain)/loss		
Loan interest accrued	54,940	148,969
Loan interest forgiven	-	(824,828)
Accrued interest income	(60,882)	-
Depreciation	16,440	5,805
Share-based payments	949,872	-
Payment of interest	(155,357)	-
IPO Listing costs	113,222	-
Changes in assets and liabilities		
Decrease/(increase) in trade and other receivables	(39,425)	(12,165)
Increase/(decrease) in trade and other payables	39,564	(845,724)
NET CASH USED IN OPERATING ACTIVITIES	**(1,036,463)**	**(297,993)**

NOTE 12. TRANSACTIONS AND BALANCES RELATING TO KEY MANAGEMENT PERSONNEL AND RELATED PARTIES

The names and positions of key management personnel of the Company and of the Group who have held office during the financial year are:

Directors

Datuk Siak Wei Low

Noel Ong Chee Cheong (David) Low

Mark Strizek (appointed 23 September 2022)

Florence Drummond (appointed 23 September 2022)

Management

Kah Hui Tan (CFO appointed 19 December 2022)

Disclosures relating to key management personnel are set out in Note 12 and the remuneration report included in the directors' report.

a) Compensation of Key Management Personnel

	2023 $	2022 $
COMPENSATION BY CATEGORY		
Short term employment benefits	478,762	64,306
Post employment benefits	19,649	5,731
Share-based payments	880,431	-
TOTAL	**1,378,842**	**70,037**

B) Loans to/from Key Management Personnel and related parties

- There were no loans made to any key management personnel or related parties during the year ended 30 June 2023 (2022: Nil).

- The Company drew a total of $50,000 for working capital purposes from loan facilities with AsiaPacific Businesslink Sdn Bhd, an entity related to the Chairman, and repaid the amount during the year ended 30 June 2023 (2022: $260,000).

- On 13 December 2022, AsiaPacific Businesslink Sdn Bhd, a related party of the Chairman, converted its loan balance of $1,010,000 into new Taiton shares at $0.10 per share, as part of the total loan conversion of $1,310,000 into shares on the Company's listing on the ASX (2022: nil).

- On 21 February 2023, the Company paid $154,688 in accrued interest to AsiaPacific Businesslink Sdn Bhd, a related party of the Chairman (2022: nil).

- AsiaPacific Businesslink Sdn Bhd, a related party of the Chairman, acted as one of the underwriters to the IPO for a total of $120,000 in underwriting fees and was owed a balance of $30,000 at year end (refer note 8(a)).

- The Company had total outstanding loan due to the Chairman of $1,214,437 in 2022 of which total interest being $514,438 was forgiven whilst the balance of $700,000 being loan principal was converted into new Taiton shares at $0.10 per share, as part of the total loan conversion into shares on the Company's listing on the ASX.

C) OTHER TRANSACTIONS WITH KEY MANAGEMENT PERSONNEL AND RELATED PARTIES

There were no other transactions with key management personnel and their related entities during the year ended 30 June 2022 other than the following:-

(a) The Company leased a property on arm's length terms, from the Executive Director Noel Ong, for use as an office at $750 per week for a fixed 12-month period commencing 6 July 2022 and expiring on 5 July 2023. The total amount of rent paid was $40,897. The lease was not renewed.

(b) The Company engaged Samso Pty Ltd, a related party of the Executive Director, Noel Ong, for investor and media promotion work for a fee of $5,000 per month (excluding GST) for a period of 12 months commencing 1 January 2023, considered to be on normal commercial terms. The total amount of fees paid was $35,000.

NOTE 13. SEGMENT INFORMATION

During the financial years ended 30 June 2023 and 30 June 2022, the Group was engaged in mineral exploration and operated in Australia.

Management monitors the operating results of its projects separately for the purposes of making decisions about resource allocation and performance assessment.

NOTE 14. INVESTMENTS IN CONTROLLED ENTITIES

Taiton Resources Limited is the parent and ultimate holding company of its 100% owned subsidiary, Lake Barlee Gold Pty Ltd, a company incorporated in Western Australia which holds several exploration licenses in Western Australia.

NOTE 15. FINANCIAL RISK MANAGEMENT

The Group's financial instruments consist mainly of deposits with banks, trade and other payables, borrowings.

Financial Risk Management Policies

The Board of Directors monitors the Group's financial risk management policies and exposures and approves financial transactions within the scope of its authority. The Group is not exposed to material financial risks of changes in foreign currency exchange rates or credit risk. It also reviews the effectiveness of internal controls relating to liquidity risk and interest rate risk.

The Board's overall risk management strategy seeks to assist the consolidated group in meeting its financial targets, while minimising potential adverse effects on financial performance. Its functions include the review of future cash flow requirements.

Specific Financial Risk Exposures and Management

The main risks the Group is exposed to through its financial instruments are liquidity risk and market risk consisting of interest rate risk. There have been no substantive changes in the types of risks the Group is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

a. **Liquidity risk**

Liquidity risk is the risk that the Group is unable to meet its financial obligations as they fall due.

All financial liabilities were payable within 60 day terms or less.

Cash flows realised from financial assets reflect management's expectation as to the timing of realisation. Actual timing may therefore differ from that disclosed. The timing of cash flows presented in the table to settle financial liabilities reflects the earliest contractual settlement dates and does not reflect management's expectations that banking facilities will be rolled forward.

b. **Market risk**

(i) *Interest rate risk*

Exposure to interest rate risk arises on financial liabilities recognised at the end of the reporting period whereby a future change in interest rates will affect future cash flows or the fair value of fixed rate financial instruments.

The financial instruments that primarily expose the Group to interest rate risk are borrowings.

Interest rate risk can be managed using a mix of fixed and floating rate debt. At 30 June 2023, There were no debts by the Company (2022: 100% fixed rate - between 9.25% to 10.25% per annum (Note 8b)). Interest outstanding at year end amounted to $14,245 (2022: $114,662).

As interest rates are fixed for borrowings, there was no material exposure to changes in interest rates as at year end (2022: nil):

NOTE 15. FINANCIAL RISK MANAGEMENT (CONTINUED)

FAIR VALUES

The aggregate net fair value of the Group's financial assets and financial liabilities approximates their carrying amounts in the financial statements. Cash assets are carried at amounts approximating fair value because of their short term nature to maturity. Payables are carried at amounts approximating fair value. Financial assets held for trading are restated to fair value at year end.

NOTE 16. DIVIDENDS

There were no dividends paid, recommended or declared during the current or previous financial year.

NOTE 17. EVENTS SUBSEQUENT TO BALANCE DATE

There are no events subsequent to the financial year ended 30 June 2023 other than disclosed in these financial statements.

NOTE 18. COMMITMENTS AND CONTINGENCIES

The Group has minimum expenditure requirements on its mineral tenements held which cover the following 12-month period from year end, amounting to $489,250 (2022: $388,000). The Group has met its minimum expenditure requirements for the year ended 30 June 2023 and 30 June 2022. Outstanding exploration commitments are as follows:

	Group	
	2023	**2022**
	$	$
Within 1 year	489,250	388,000
Later than 1 year but not later than 5 years	1,957,458	1,837,333
Later than 5 years	26,250	217,500
	2,472,958	2,442,833

There are no other contractual commitments or contingent liabilities at 30 June 2023 (2022: Nil).

NOTE 19. PARENT COMPANY DISCLOSURES

	Group	
Financial position	**2023**	**2022**
	$	**$**
Assets		
Current assets	4,733,081	315,030
Non-current assets	1,942,897	605,979
Total assets	**6,675,978**	**921,009**
Liabilities		
Current liabilities	215,276	1,461,982
Non-current liabilities	-	-
Total liabilities	**215,276**	**1,461,982**
Net Assets	**6,460,702**	**(540,973)**
Equity		
Issued capital	44,177,486	36,689,571
Share-based payments reserve	1,386,200	-
Retained earnings	(39,102,984)	(37,230,544)
Total equity	**6,460,702**	**(540,973)**

Financial performance

	Year ended 30 June 2023 $	**Year ended 30 June 2022 $**
Profit/(Loss) for the year	(1,954,558)	1,230,582
Other comprehensive loss	-	-
Total comprehensive loss	**(1,954,558)**	**1,230,582**

The Company has not provided guarantees in relation to the debts of its subsidiaries.

NOTE 20. REMUNERATION OF AUDITOR

During the year the following fees were paid or payable for services provided by the auditor of the Company and Group:

	2023	**2022**
	$	**$**
Audit or review of financial reports	31,000	14,000
Other- Preparation of Independent Limited Assurance Report for IPO	15,000	-
Non-audit services – tax compliance	13,000	6,748
Total remuneration	**59,000**	**20,748**

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Taiton Resources Limited ACN 062 284 084 ("Company"), I state that:

1) In the opinion of the directors:

(a) The financial statements, notes and the additional disclosures included in the Directors' Report designated as audited, of the Group are in accordance with the Corporations Act 2001, including:

(i) Complying with Accounting Standards and the Corporations Regulations 2001; and

(ii) Giving a true and fair view of the financial position as at 30 June 2023 and of the performance for the year ended on that date of the Group;

(b) Subject to achievement of the matters set out in Note 1 to the Financial Report, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

(c) The financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.

This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the Corporations Act 2001 for the financial year ended 30 June 2023.

On behalf of the board of directors.

Datuk Siak Wei Low
Chairman
27 September 2023

Taiton Resources Limited
Independent auditor's report to members

REPORT ON THE AUDIT OF THE FINANCIAL REPORT

Opinion

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

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

i. giving a true and fair view of the Group's financial position as at 30 June 2023 and of its financial performance for the year ended on that date; and

ii. complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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williambuck.com

ACCOUNTING FOR TRANSACTIONS RELATING TO THE INITIAL PUBLIC OFFERING ("IPO")	
Area of focus **Refer also to notes 2 , 3, 7, 8(b), 9, 10 and 12**	**How our audit addressed it**
During the year, the Group conducted an Initial Public Offering ('IPO') transaction. In leading up to this event, the Group conducted the following significant transactions: — Converted to equity the debt held by both third parties and related parties through the issue of ordinary shares; — Issued shares to complete the acquisition of tenement licenses; — Raised capital under the IPO; — Issued broker, underwriter and employee options as part of incentives set out in the IPO Prospectus; — Issued attaching options to priority shareholders as set out in the IPO Prospectus; — Issued performance rights as part of incentives set out in the IPO Prospectus; — Incurred capital raising costs from its brokers, professional advisors and regulators in-relation to the IPO. These significant transactions were key sources of estimation and judgement uncertainty for these financial statements, namely: — Accounting for the acquisitions of areas of interest as asset acquisitions; — Appropriately accounting for the shares issued to settle the third party and related party debt; — Appropriately valuing the options and shares issued for nil cash consideration at their appropriate fair value, vested in the appropriate accounting period; — Ensuring that all related party transactions were completely and accurately disclosed; and — Determining the appropriate apportionment of costs of the IPO between equity, when directly connected to the issue of new share capital, and a charge to the profit or loss, when connected to the quotation of existing share capital.	In addressing these transactional risks we performed the following procedures: — Tracing through all obligations attached to these IPO costs to supporting documentation; — Understanding the terms of the options and performance rights issued including the number of options and performance rights issued, grant date, expiry date, exercise price and the presence of any market or non-market conditions; — Assessing the Black Scholes models used by management's expert to determine the valuation of the options and examining the key inputs used in the model; — For the specific application of the bi-nominal model used to value the performance rights issued to Key Management Personnel, we assessed the expertise of the expert used to advise the value of the performance rights and examined the key inputs used in the model; — We recalculated the vesting charge of those options and performance rights taken to 30 June 2023; — We recalculated the roll of equity during the year, which includes the funds raised from the IPO, settlement of third party and related party debt and the settlement of the acquisition of tenement licenses previously entered into; and — We assessed the appropriateness of the treatment of the IPO costs, those of which were classified as equity and those charged to the profit or loss depending upon their linkage to the issue of new share equity. — We also assessed the appropriateness of disclosures made in-relation to these matters, as described in *critical estimates and judgements* in a note to the financial statements and also the attaching related party disclosures.

CAPITALISATION OF EXPLORATION AND EVALUATION COSTS	
Area of focus **Refer also to notes 2, 3 and 7**	**How our audit addressed it**
The Group has incurred exploration and evaluation costs for exploration projects in Australia of $1,339,036 for the year ended 30 June 2023 and has elected to capitalise all these costs as a non-current asset in the Statement of Financial Position in accordance with the Group accounting policies.	Our audit procedures included the following: — Understanding and vouching the underlying contractual entitlement to explore and evaluate each area of interest;

William Buck
ACCOUNTANTS & ADVISORS

There is a risk that the Group may lose or relinquish its rights to explore and evaluate those areas of interest and therefore amounts capitalised to the Statement of Financial Position from the current and historical periods, be no longer recoverable. The assessment of the non-current assets for impairment requires significant judgement involved and as such, has been deemed to be a key audit matter. During the year no impairment charge was recognised in relation to exploration and evaluation.	— Examining project spend per each area of interest and comparing this spend to the minimum expenditure requirements set out in the underlying exploration expenditure plan; — Examining project spend to each area of interest to ensure that it is directly attributable to that area of interest; — From an overall perspective, comparing the market capitalisation of the Group to the net carrying value of its assets on the Statement of Financial Position to identify any other additional indicators of impairment and Assessing the adequacy of the Group's disclosures in the financial report.

Other Information

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

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

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

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

Responsibilities of the Directors for the Financial Report

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

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

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of these financial statements is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf

This description forms part of our independent auditor's report.

Report on 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 Taiton 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.

William Buck

William Buck Audit (Vic) Pty Ltd
ABN 59 116 151 136

J. C. Luckins
Director
Melbourne, 27 September 2023

Additional Information required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report is set out below.

Corporate Governance Statement

The company's corporate governance statement is located at the company's website:

https://www.taiton.com.au/

The shareholder information was applicable as at 25 September 2023

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

Holding Ranges	Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	799	208,871	0.29%
above 1,000 up to and including 5,000	189	465,836	0.64%
above 5,000 up to and including 10,000	210	1,983,355	2.73%
above 10,000 up to and including 100,000	89	2,542,255	3.45%
above 100,000	39	67,809,227	92.89%
Totals	**1,326**	**73,009,544**	**100.00%**

Based on the share price of $0.185 per share, there were 925 holders of less than a marketable parcel of ordinary shares holding 433,865 shares.

AUSTRALIAN SECURITIES EXCHANGE (ASX) ADDITIONAL INFORMATION

Equity Security Holders
Twenty largest quoted equity security holders

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

	Holder Name	Holding	% IC
1	ASIAPACIFIC BUSINESSLINK SDN BHD	21,329,966	29.22%
2	GLOBAL BRIDGE GROUP LTD	14,040,355	19.23%
3	PARAMOUNT PINANG SDN BHD	3,023,570	4.14%
4	SIAK WEI LOW	2,881,930	3.95%
5	RANTAU SELANGIT SDN BHD	2,500,000	3.42%
6	JCL CAPITAL PTY LTD	2,088,000	2.86%
7	MCSKIMMING GEOPHYSICS PTY LTD	2,000,000	2.74%
7	SAMSO PTY LTD	2,000,000	2.74%
7	SILVER CAPITAL PTY LTD < NOEL & SANDRA ONG S/F A/C>	2,000,000	2.74%
7	MR KAH HUI TAN & MRS IRENE SOI KHIM TAN <K& I TAN SUPER A/C>	2,000,000	2.74%
7	TUNGSTEN W PTY LTD <KLCC SUPER FUND>	2,000,000	2.74%
8	CANNARD FAMILY SUPER P/L <CANNARD FAMILY SUPER A/C>	1,600,000	2.19%
9	MR AIK HONG TEO	1,098,974	1.51%
10	RANTAU SELANGIT SDN BHD	1,010,000	1.38%
11	KAH HUI TAN	1,000,000	1.37%
11	IRENE SOI KHIM TAN	1,000,000	1.37%
12	NETWEALTH INVESTMENTS LIMITED <SUPER SERVICES A/C>	758,381	1.04%
13	TEO AIK HONG	635,000	0.87%
14	YIN CHU LAI	482,000	0.66%
15	MS LAI YIN CHU	446,999	0.61%
16	SWANN & JENKINS PTY LTD	395,500	0.54%
17	MUNCHA CRUNCHA PTY LTD	345,000	0.47%
18	MS SIHOL MARITO GULTOM	283,300	0.39%
19	NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	273,714	0.37%
20	PARAMOUNT PINANG SDN BHD	269,500	0.37%
	Totals	65,462,189	89.66%
	Total Issued Capital	**73,009,544**	**100.00%**

Unquoted equity securities

	Number on Issue	Number of Holders
Options over ordinary shares issued	12,261,168	41

No holder hold 20% or more of the above unquoted equity securities in the Company.

Unquoted equity securities

	Number on Issue	Number of Holders
Performance Rights	6,000,000	3

The 6,000,000 Performance rights are held by :

- Noel Kok Jin Ong – 2,000,000 Performance rights (33.33%)
- Chee Cheong (David) Low – 2,000,000 Performance rights (33.33%)
- Kah Hui Tan – 2,000,000 Performance rights (33.33%)

On-Market Buy Back

There is no current on-market buy back.

(a) Substantial shareholders

The number of shares held by substantial shareholders and their associates are set out below:

Shareholder	Number held	Percentage
Datuk Siak Wei Low	24,211,896	33.16%
Global Bridge Group Ltd	14,040,355	19.23%
Noel Kok Jin Ong	4,170,000	5.70%
Chee Cheong (David) Low	4,168,000	5.71%
Kah Hui Tan	4,000,000	5.48%

(b) Voting rights

Ordinary shares

On a show of hands every member present at a meeting of shall have one vote and, upon a poll, each share shall have one vote.

Options

There are 12,261,168 no voting rights attached to the options.

Performance Rights

There are 6,000,000 no voting rights attached to the Performance Rights.

(c) Restricted securities

Of the 73,009,544 ordinary shares on issue:

- 19,235,000 shares are escrowed until 18 December 2024
- 2,250,000 shares are escrowed until 9 December 2023

Of the 12,261,168 options on issue:

- 1,787,997 options expire on 9 December 2026 and escrowed until 9 December 2023
- 4,873,171 options expire on 9 December 2026 and escrowed until 19 December 2024
- 4,800,000 options expire on 9 December 2024 and escrowed until 19 December 2024
- 800,000 options expire on 9 December 2024

The 6,000,000 Performance Rights on issue expires on 11 December 2027 and escrowed until 19 December 2024:

ASX Listing Rule 4.10.19 Disclosure

The Company has used the cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with its business objectives.

Tenements

Registered Holder	Tenement No.	Location	Project	Area (Sq km)	Total (Sq km)	Interest as at 30 June 2023
Lake Barlee Gold Pty Ltd	E77/2700	WA	Lake Barlee	191.54		100%
Lake Barlee Gold Pty Ltd	E57/1158	WA	Lake Barlee	204.26		100%
Lake Barlee Gold Pty Ltd	E77/2715	WA	Lake Barlee	131.93		100%
Lake Barlee Gold Pty Ltd	E57/1168	WA	Lake Barlee	141.00		100%
					668.7	
Taiton Resources Limited	EL6658	SA	Highway	972.00		100%
Taiton Resources Limited	EL6706	SA	Highway	160.00		100%
Taiton Resources Limited	EL6784	SA	Highway	884.00		100%
Taiton Resources Limited	EL6857	SA	Highway	914.00		100%
					2,930.0	
Taiton Resources Limited	EL6785	SA	Challenger West	997.00		100%
					997.0	
					4,595.7	