Carnaby

September 2023 Quarterly Report

The Board of Carnaby Resources Limited (Carnaby or the Company) is pleased to provide the following quarterly update and Appendix 5B.

September 2023 Quarterly Highlights:

GREATER DUCHESS COPPER GOLD PROJECT – MOUNT ISA, QUEENSLAND

Greater Duchess Maiden Interim Mineral Resource Estimate[1,2]

- Corner stoned by the Mount Hope, Nil Desperandum and Lady Fanny discoveries, the Company's maiden Mineral Resource Estimate (**MRE**) was released subsequent to the quarter (See ASX release 27 October 2023) and can be summarised as:

	Class	Tonnes Mt	Cu %	Au g/t	CuEq %	Cu Tonnes	Au Ounces	CuEq Tonnes
Total Inventory	Indicated	11.9	1.5	0.2	1.6	174,500	87,500	193,600
	Inferred	9.8	1.1	0.2	1.2	108,600	60,700	121,800
	Total	**21.8**	**1.3**	**0.2**	**1.4**	**283,100**	**148,200**	**315,400**

Mount Hope Central Prospect

- Significant drill results continue to be received from Mount Hope Central, continually expanding the depth and strike of known mineralisation contained in the Boomerang and Chalcus lodes, which both remain open. Standout assay results include (See ASX release 14 July 2023, 7 August 2023 & 18 September 2023):
  - **MHDD147** **72m (TW~24m) @ 4.0% Cu, 0.4g/t Au**
  - **MHDD103** **138m (TW~41m) @ 2.1% Cu, 0.3g/t Au**
  - **MHDD176** **61m (TW~20m) @ 3.3% Cu, 0.6g/t Au**

Lady Fanny Prospect

Significant drill results from a new defined high grade north plunge are heading towards large and untested IP chargeability. Results include;

- **LFRC212** **23m (TW~11m) @ 3.3% Cu, 0.2g/t Au**
- **LFRC255** **4m (TW~2m) @ 6.9% Cu, 3.0g/t Au**

Devoncourt Project Farm-in Agreement with Rio Tinto Exploration Pty Ltd

- Greater Duchess Project greatly expanded;
  - 838 km^2 of high potential tenure added.
  - 51% JV interest earned by sole funding $5,000,000 of exploration expenditure by 1 August 2028.
  - $500,000 minimum expenditure commitment.
  - Maiden Carnaby drill program targeted to start in November 2023
- **Cash as at 30 September 2023 of $21.5M**

[1](0.5% CuEq cut off for open pit and 1.0% CuEq cut off for underground)

*[2]The CuEq calculation is CuEq=Cu% + (Au_ppm * 0.7) and is based on September 2023 spot prices of US$8,500/t for copper and US$1,950/oz for gold, exchange rate of 0.67 and recovery of 95% copper and 90% gold as demonstrated in preliminary metallurgical test work carried out in 2023.*

ASX Announcement

31 October 2023

Fast Facts

Shares on Issue 162.8M

Market Cap (@ 71.5 cents) $116M

Cash $21.5M[1]

[1]As at 30 September 2023

Directors

Peter Bowler, Non-Exec Chairman

Rob Watkins, Managing Director

Greg Barrett, Non-Exec Director & Joint Company Secretary

Paul Payne, Non-Exec Director

Company Highlights

- Proven and highly credentialed management team.
- Tight capital structure and strong cash position.
- Greater Duchess Copper Gold Project, numerous camp scale IOCG deposits over 1,921 km^2 of tenure.
- Maiden interim Mineral Resource Estimate at Greater Duchess: 21.8Mt @ 1.4% CuEq for 315kt CuEq.[1]
- Mount Hope, Nil Desperandum and Lady Fanny Iron Oxide Copper Gold discoveries within the Greater Duchess Copper Gold Project, Mt Isa inlier, Queensland.
- Projects near to De Grey's Hemi gold discovery on 442 km^2 of highly prospective tenure.

[1]Refer to ASX release dated 27 October 2023.

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GREATER DUCHESS COPPER GOLD PROJECT (CARNABY 82.5 -100%)

The Company has made significant announcements during and subsequent to the quarter, highlighted by the release of the Greater Duchess maiden interim Mineral Resource Estimate (**MRE**) (Figure 1 & Table 1), which contains approximately 315kt CuEq (see ASX release 27 October 2023). Additional significant drill results were also received from the project which provide encouraging scope to rapidly grow the MRE as the Company continues expansionary drilling at the Greater Duchess Project.

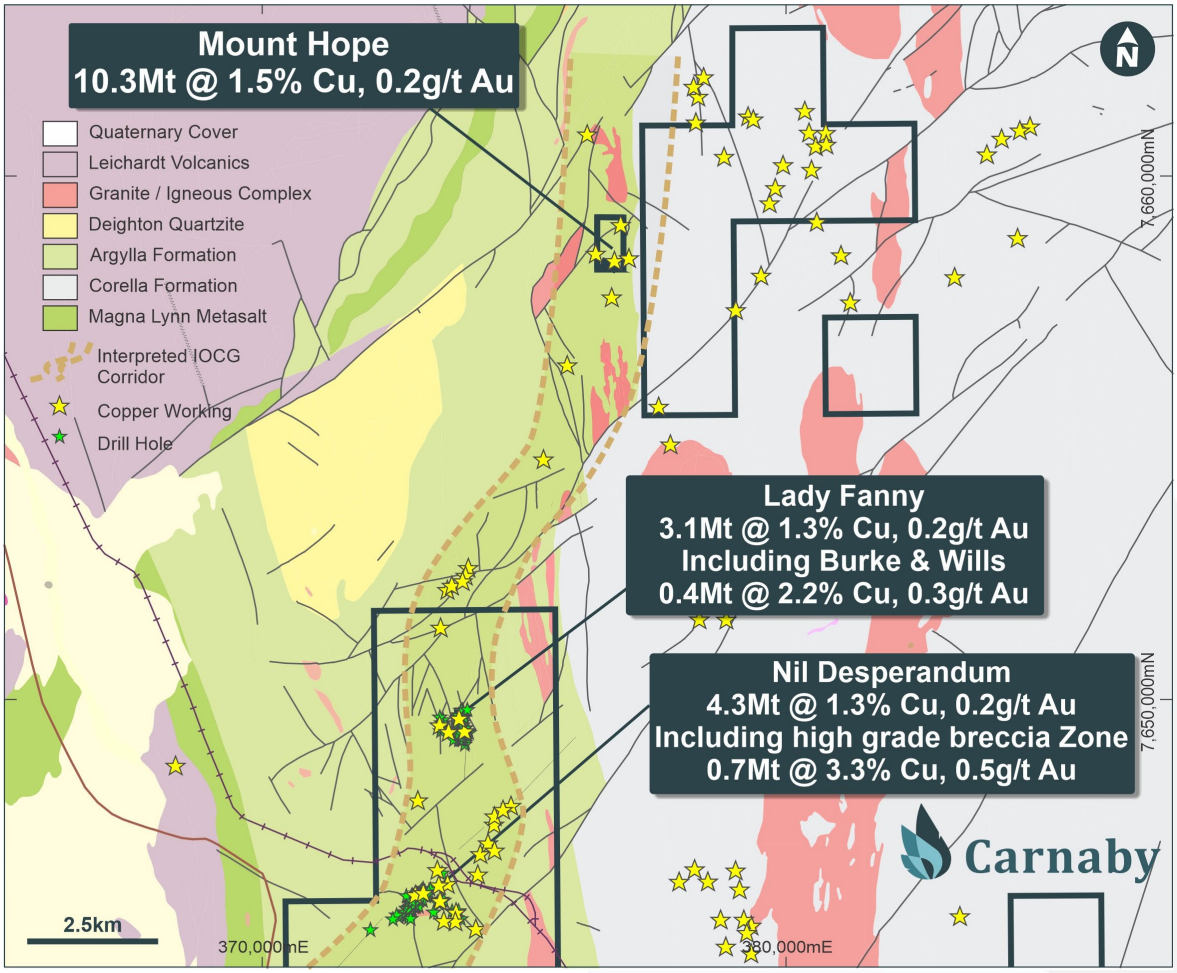

Figure 1. Mount Hope, Nil Desperandum and Lady Fanny IOCG corridor plan.

GREATER DUCHESS MAIDEN INTERIM MINERAL RESOURCE ESTIMATE

The Company released its maiden interim MRE at Greater Duchess which encompasses multiple deposits from across the project, corner stoned by the significant discoveries at the Mount Hope, Nil Desperandum and Lady Fanny prospects (see ASX release 27 October 2023). All three discoveries remain strongly open down plunge and will continue to grow with ongoing drilling which is in progress.

Additional satellite resources within the Greater Duchess Project Iron Oxide Copper Gold (**IOCG**) camp include Mount Birnie and Duchess. Numerous other significant occurrences of

IOCG mineralisation within Carnaby tenure remain to be advanced to a resource status and require additional exploration drilling.

The discovery at Nil Desperandum was made in December 2021, followed by Lady Fanny in January 2022 and then Mount Hope in September 2022. The maiden interim MRE is based on 260 RC holes and 106 DD holes for total metres drilled of 93,641m.

Copper gold mineralisation at Greater Duchess can be broadly classified as an Iron Oxide Copper Gold (IOCG) style of mineral deposits. The mineralisation at Greater Duchess does exhibit affinities of a subgroup of deposits known as structurally controlled Iron Sulphide Copper Gold (ISCG) in origin and similar in style to deposits such at Osborne and Eloise. Magnetite and K Feldspar alteration halos are commonly seen in the Greater Duchess deposits.

The following table summarises the Greater Duchess MRE:

Deposit	Class	Tonnes Mt	Cu %	Au g/t	CuEq %	Cu Tonnes	Au Ounces	CuEq Tonnes
Mount Hope	Indicated	6.9	1.6	0.2	1.8	111,400	53,900	123,200
	Inferred	3.3	1.3	0.2	1.5	44,600	24,200	49,800
	Sub-total	**10.3**	**1.5**	**0.2**	**1.7**	**156,000**	**78,100**	**173,000**
Nil Desperandum	Indicated	3.3	1.2	0.2	1.4	39,800	22,000	44,600
	Inferred	1.0	1.4	0.4	1.7	13,900	11,400	16,300
	Sub-total	**4.3**	**1.3**	**0.2**	**1.4**	**53,700**	**33,400**	**60,900**
Lady Fanny	Indicated	1.7	1.4	0.2	1.5	23,300	11,500	25,800
	Inferred	1.4	1.2	0.3	1.4	17,500	11,600	20,100
	Sub-total	**3.1**	**1.3**	**0.2**	**1.5**	**40,800**	**23,200**	**45,800**
Mt Birnie	Indicated	-	-	-	-	-	-	-
	Inferred	0.4	1.4	0.2	1.5	6,300	2,300	6,800
	Sub-total	**0.4**	**1.4**	**0.2**	**1.5**	**6,300**	**2,300**	**6,800**
Duchess	Indicated	-	-	-	-	-	-	-
	Inferred	3.7	0.7	0.1	0.8	26,300	11,300	28,800
	Sub-total	**3.7**	**0.7**	**0.1**	**0.8**	**26,300**	**11,300**	**28,800**
Greater Duchess Total Inventory	Indicated	11.9	1.5	0.2	1.6	174,500	87,500	193,600
	Inferred	9.8	1.1	0.2	1.2	108,600	60,700	121,800
	Total	**21.8**	**1.3**	**0.2**	**1.4**	**283,100**	**148,200**	**315,400**

Table 1: Greater Duchess Copper Gold Project October 2023 Mineral Resource Inventory

0.5% CuEq[1] Cut-off for Pit Potential, 1.0% CuEq[1] for Underground Potential

Note – Rounding discrepancies may occur.
Note – Mount Hope is 100% CNB, Nil Desperandum, Mount Birnie and Duchess are 82.5% CNB, Lady Fanny is 82.5-100% CNB
Reference 1: The CuEq calculation is CuEq=Cu% + (Au_ppm * 0.7) and is based on September 2023 spot prices of US$8,500/t for copper and US$1,950/oz for gold, exchange rate of 0.67 and recovery of 95% copper and 90% gold as demonstrated in preliminary metallurgical test work carried out in 2023.

The maiden interim MRE will form the base load inventory from which a Scoping Study will now be conducted. Carnaby is well advanced on all input parameters, including site visits being completed by civil and mining engineering personnel. Metallurgy, geotechnical and other areas of the study are well advanced, and the Scoping Study is on track for completion in Q1 2024.

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The main goal of the Scoping Study is to evaluate all potential future mine development and process route options from a standalone development scenario to utilising third party processing facilities in the region as a low Capex start up option. The Greater Duchess Project is centrally located in a mining friendly jurisdiction and is surrounded by third party processing facilities and world class infrastructure including rail, road, gas pipeline and a highly experienced and mine ready workforce with abundant contract mining and haulage operators in the Mount Isa region.

The Scoping Study will almost certainly flow through immediately into a Prefeasibility Study in early 2024.

MOUNT HOPE PROSPECTS (CARNABY 100%)

Drilling at Mount Hope during the quarter has continued to increase the footprint of the uncovered mineralisation at both the Central and North Prospects, which form the most significant components of the Greater Duchess interim MRE (Table 1 & Figure 2).

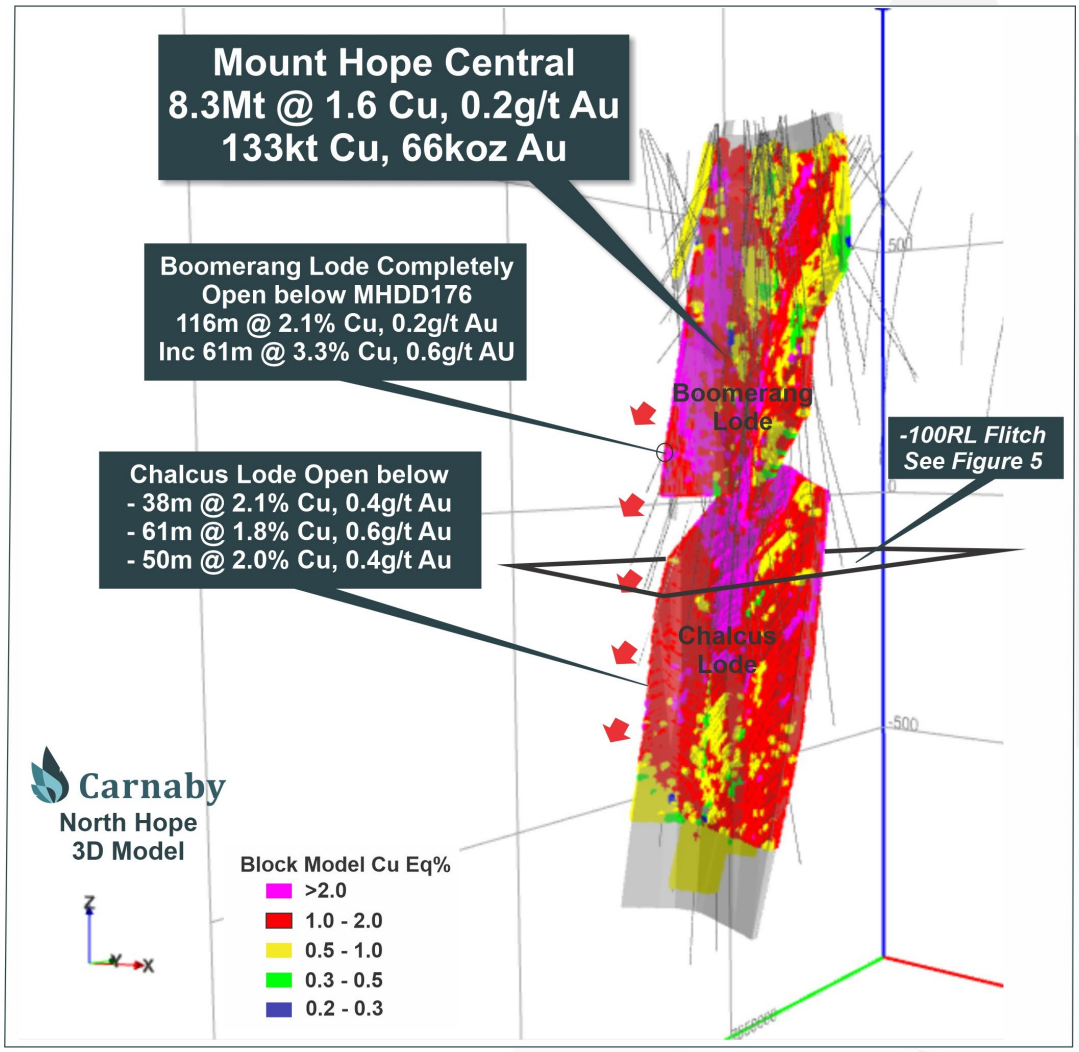

Figure 2. Mount Hope Central 3D Diagram showing CuEq Block Model Looking Northwest.

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At the Mount Hope Central Prospect, results released during the quarter continued to infill and extend the main Boomerang lode which has been drilled to approximately 350m below surface and remains completely open down plunge (Figure 2 & 3). The recent deepest drilling on the Boomerang Lode has intersected some of the broadest and highest-grade intersections yet recorded at Greater Duchess with results up to **116m @ 2.1% Cu, 0.3g/t Au including 61m @ 3.3% Cu, 0.6g/t Au** (see ASX release 18 September 2023). All the deepest drill holes across the entire strike of the Boomerang Lode at the base of the resource have intersected very significant mineralisation as shown in Figures 2 & 3. The maiden MRE at Mount Hope is clearly an interim resource that will continue to grow with ongoing drilling.

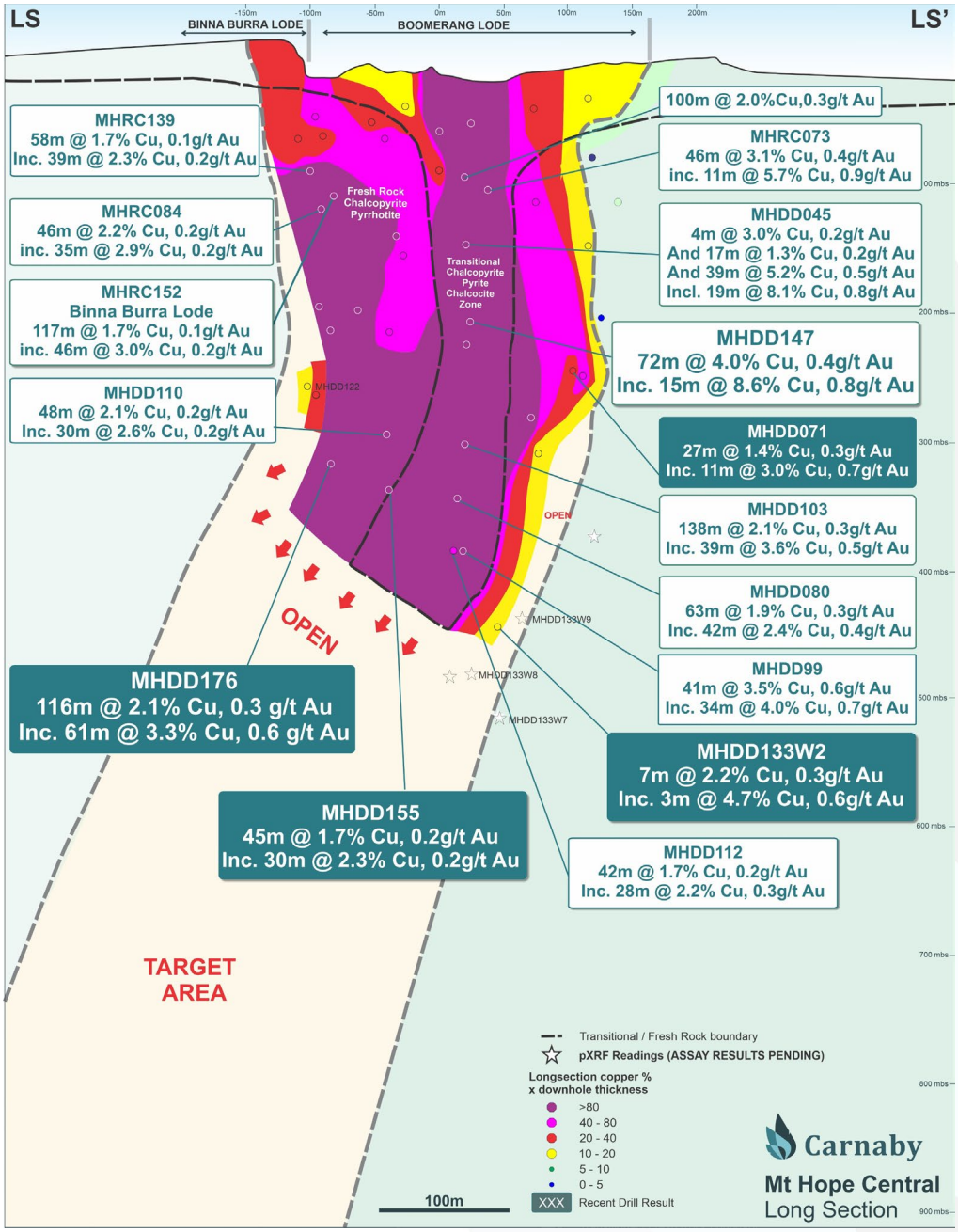

Figure 3. Mount Hope Central Boomerang Lode Long Section.

Drilling during the quarter continued to extend the Chalcus Lode at Mount Hope Central, including up dip where assay results from MHDD179 included **44m @ 2.1% Cu, 0.7g/t Au from 433m** (see ASX release 18 September 2023) (Figure 4). Assay results from several wedge holes were also received and indicated a strongly continuous high grade plunge to the southwest (Figure 4).

It is important to note that the mineralisation remains strongly open at depth down plunge of several key results including MHDD112W1, which intersected **38m @ 2.1% Cu, 0.4g/t Au** (see ASX release 18 September 2023) and will continue to be extended with ongoing drilling (Figure 2 & 4).

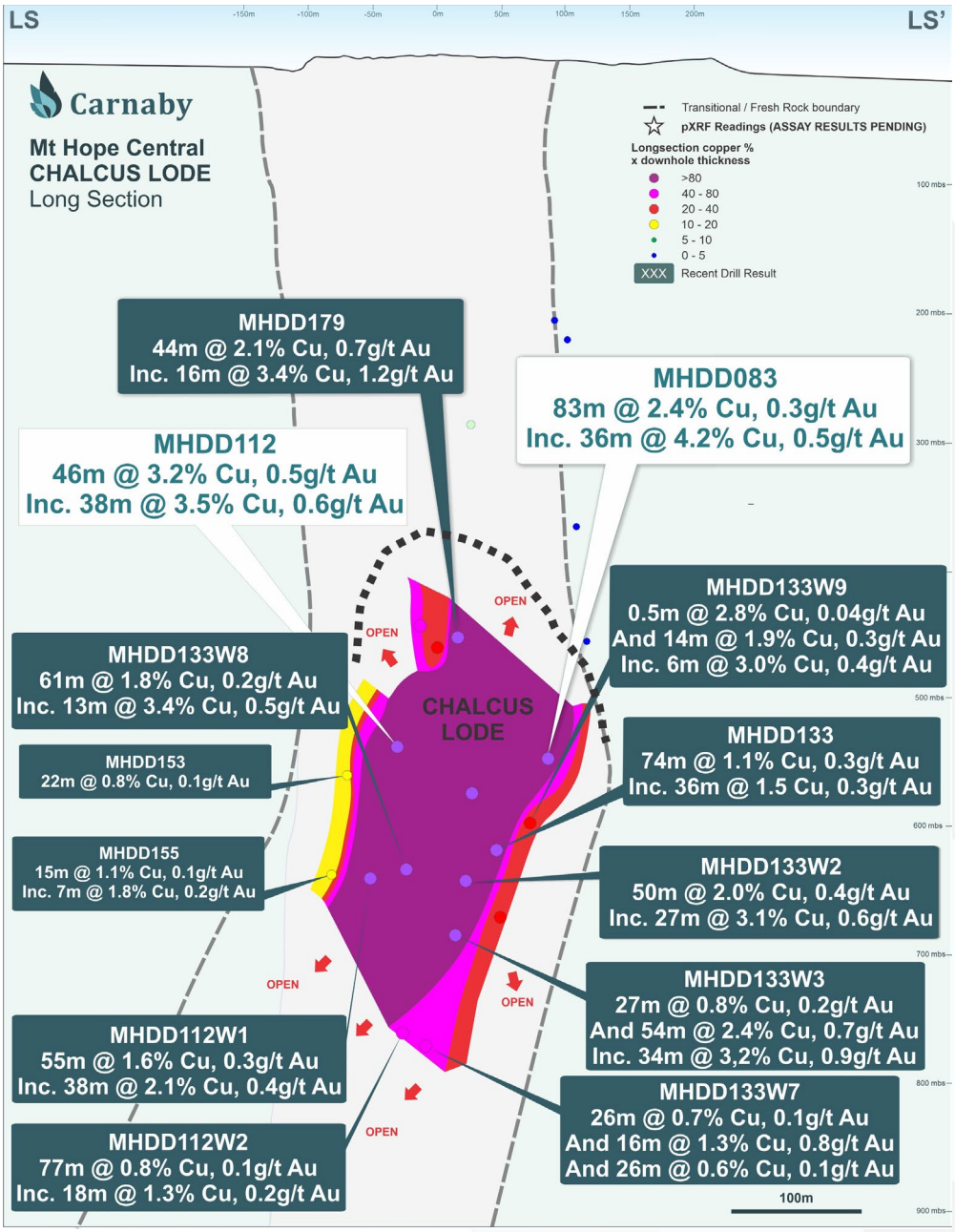

Figure 4. Mount Hope Central Chalcus Lode Long Section Showing New Drill Results.

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Significant assay from the Mount Hope Central Prospect announced during the quarter include (See ASX releases 14 July 2023, 7 August 2023 & 18 September 2023);

Assay Results:

- **MHDD147**

Boomerang Lode	**72m (TW~24m) @ 4.0% Cu, 0.4g/t Au from 182m**
Including	**15m (TW~5m) @ 8.6% Cu, 0.8g/t Au from 209m**

- **MHDD103**

Boomerang Lode	**138m (TW~41m) @ 2.1% Cu, 0.3g/t Au from 250m**
Including	**39m (TW~12m) @ 3.6% Cu, 0.5g/t Au from 263m**
Chalcus Lode	**28m (TW~8m) @ 1.2% Cu, 0.3g/t Au from 464m**

- **MHDD176**

Boomerang Lode	**116m (TW~39m) @ 2.1% Cu, 0.3 g/t Au from 287m**
Including	**61m (TW~20m) @ 3.3% Cu, 0.6 g/t Au from 323m**

- **MHDD133W2**

Chalcus Lode	**50m (TW~15m) @ 2.0% Cu, 0.4 g/t Au from 638m**
Including	**27m (TW~8m) @ 3.1% Cu, 0.6 g/t Au from 639m**

Assay results were received during the quarter from the northern most drill traverse at Mount Hope North. Results include MHRC158 which intersected multiple lodes of up to **26m @ 2.0% Cu, 0.4g/t Au from 164m including 11m @ 3.0% Cu, 0.6g/t Au from 177m** and MHRC159 which intersected **23m @ 1.3% Cu, 0.2g/t Au from 93m including 17m @ 1.7% Cu, 0.2g/t Au from 99m** (see ASX release 7 August 2023). Mount Hope North forms a significant part of the Greater Duchess interim MRE (Table 1).

The Mount Hope Gap target represents a compelling exploration target within the Mount Hope corridor located between the Mount Hope Central and Mount Hope North deposits. Recent Induced Polarisation surveys targeting the Gap identified one of the strongest chargeability anomalies yet seen at Greater Duchess (See ASX release 7 August 2023). Four RC holes and one diamond core tail have been completed in the Gap area targeting different potential lode orientations associated with the IP anomaly. To date, no significant copper gold mineralisation has been intersected in drilling, however Carnaby remains optimistic of the potential at the Gap target. The strength and validity of the strong IP chargeability anomaly has been verified in alternative modelling and it is considered that the GAP IP anomaly is too far away from either Mount Hope Central or Mount Hope North for those deposits to be the cause of the anomaly.

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Outcropping copper gold mineralisation was discovered in the Gap area with rock chip results returning up to **16.6% Cu and 1.3g/t Au**. The relationship between this outcrop and the large IP anomaly is yet to be determined. Downhole EM is about to commence at the GAP.

LADY FANNY PROSPECT (CARNABY 82.5-100%)

Highly encouraging results were received during the quarter from the north plunge extension to the Lady Fanny deposit, with new intersections of **23m @ 3.3% Cu, 0.2g/t Au from 150m including 13m @ 5.3% Cu, 0.3g/t Au from 152m** in LFRC212 and **4m @ 6.9% Cu, 3.0g/t Au from 196m** in LFRC255 (see ASX release 18 September 2023) (Figure 5). These results are from adjacent mineralised structures and are completely open down plunge at depth to the north and tracking towards a large IP chargeability anomaly which is yet to be drilled (Figure 5).

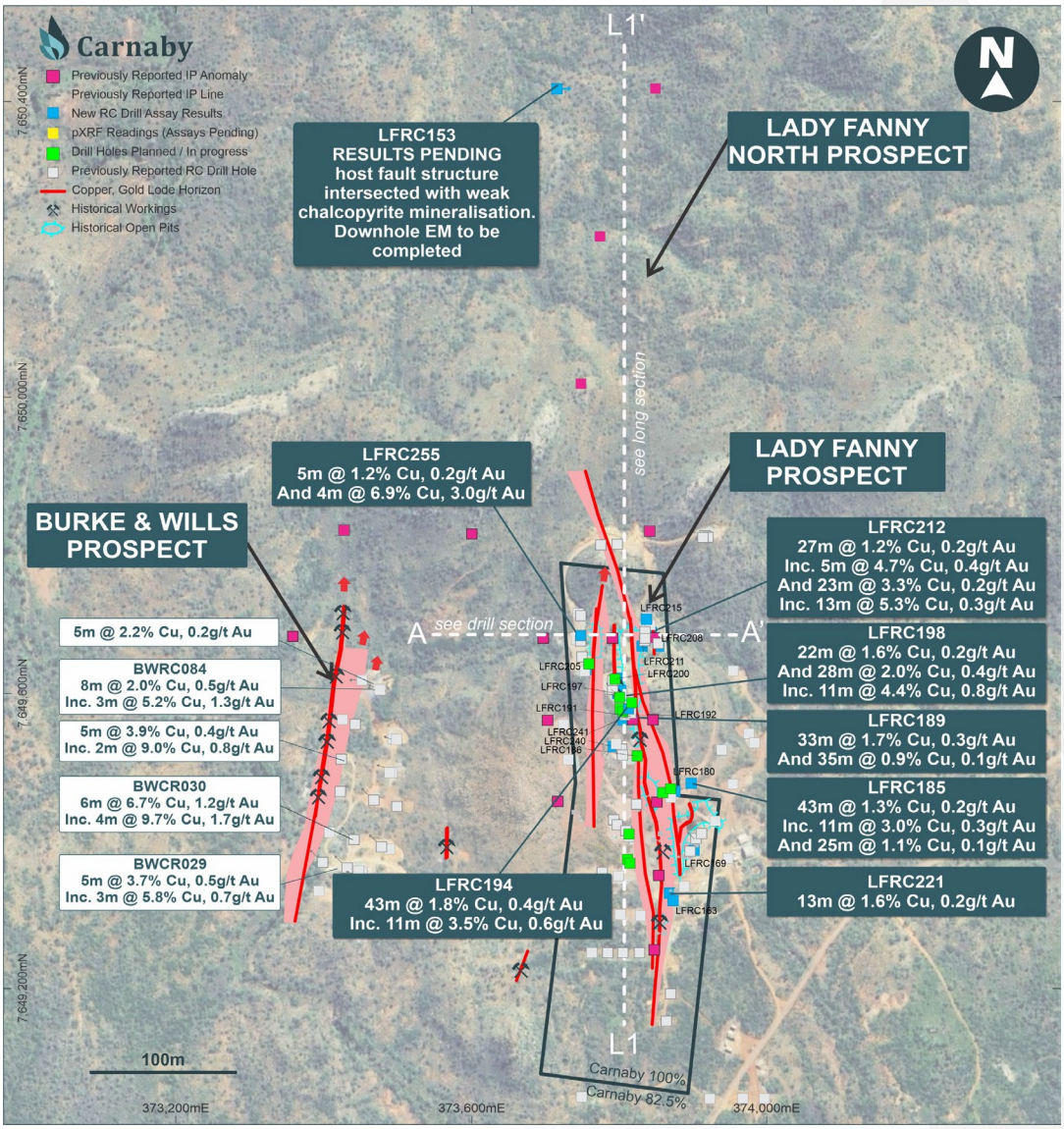

Figure 5. Lady Fanny and Burke & Wills Prospect Plan showing new drill results.

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The Lady Fanny deposit is characterised by a steeply dipping, north-south striking anastomosing shear network that forms multiple sub parallel lode horizons as shown in Figure 5. The deposit appears to have an overall moderate north plunge which remains strongly open.

Significant assay results released during the quarter include (see ASX release 18 September 2023):

- **LFRC212** — **27m (TW~9m) @ 1.2% Cu, 0.2 g/t Au from 39m**
  - **Including** — **5m (TW~2m) @ 4.7% Cu, 0.4 g/t Au from 52m**
  - **And** — **23m (TW~11m) @ 3.3% Cu, 0.2g/t Au from 150m**
  - **Including** — **13m (TW~6m) @ 5.3% Cu, 0.3g/t Au from 152m**
- **LFRC255** — **5m (TW~2m) @ 1.2% Cu, 0.2 g/t Au from 35m**
  - **And** — **4m (TW~2m) @ 6.9% Cu, 3.0 g/t Au from 196m**
- **LFRC198** — **22m (TW~8m) @ 1.6% Cu, 0.2 g/t Au from 63m**
  - **And** — **28m (TW~10m) @ 2.0% Cu, 0.4g/t Au from 91m**
  - **Including** — **11m (TW~4m) @ 4.4% Cu, 0.8g/t Au from 93m**
- **LFRC200** — **37m (TW~13m) @ 1.8% Cu, 0.3 g/t Au from 63m**

DEVONCOURT PROJECT (CARNABY EARNING 51%)

During the quarter, the Company announced the signing of a Farm-in and Joint Venture Agreement with Rio Tinto Exploration Pty Ltd (**RTX**), a subsidiary of Rio Tinto Limited (ASX: RIO), which adds a high-quality advanced exploration target and greatly expands the land position of the Greater Duchess Copper Gold Project (see ASX release 2 August 2023).

The Devoncourt Project encompasses 838 km^2 of exploration tenure covering the Wimberu granite which has an elliptical aerial extent of approximately 30km x 30km (Figure 6). The Wimberu granite is concentrically zoned grading from more mafic granodiorite rim to more felsic compositions towards the core and belongs to the Williams-Naraku super suite of oxidised, I-type granitoids (ca 1520-1490 Ma) which is thought to be an important source of Cu-bearing fluids in deposits such as Ernest Henry, Selwyn and Mount Elliot and most likely the Greater Duchess deposits as well. The Wimberu granite is considered to be a potential source of iron ore copper gold (IOCG) mineralised fluids and also a potential host of such mineralisation within the differentiated granite plutons.

Widespread IOCG alteration and mineralisation at the Wimberu Prospect, is highly encouraging and given the extremely wide drill spacing of 300 to 500m spaced holes the Company considers the Wimberu and wider project areas highly prospective.

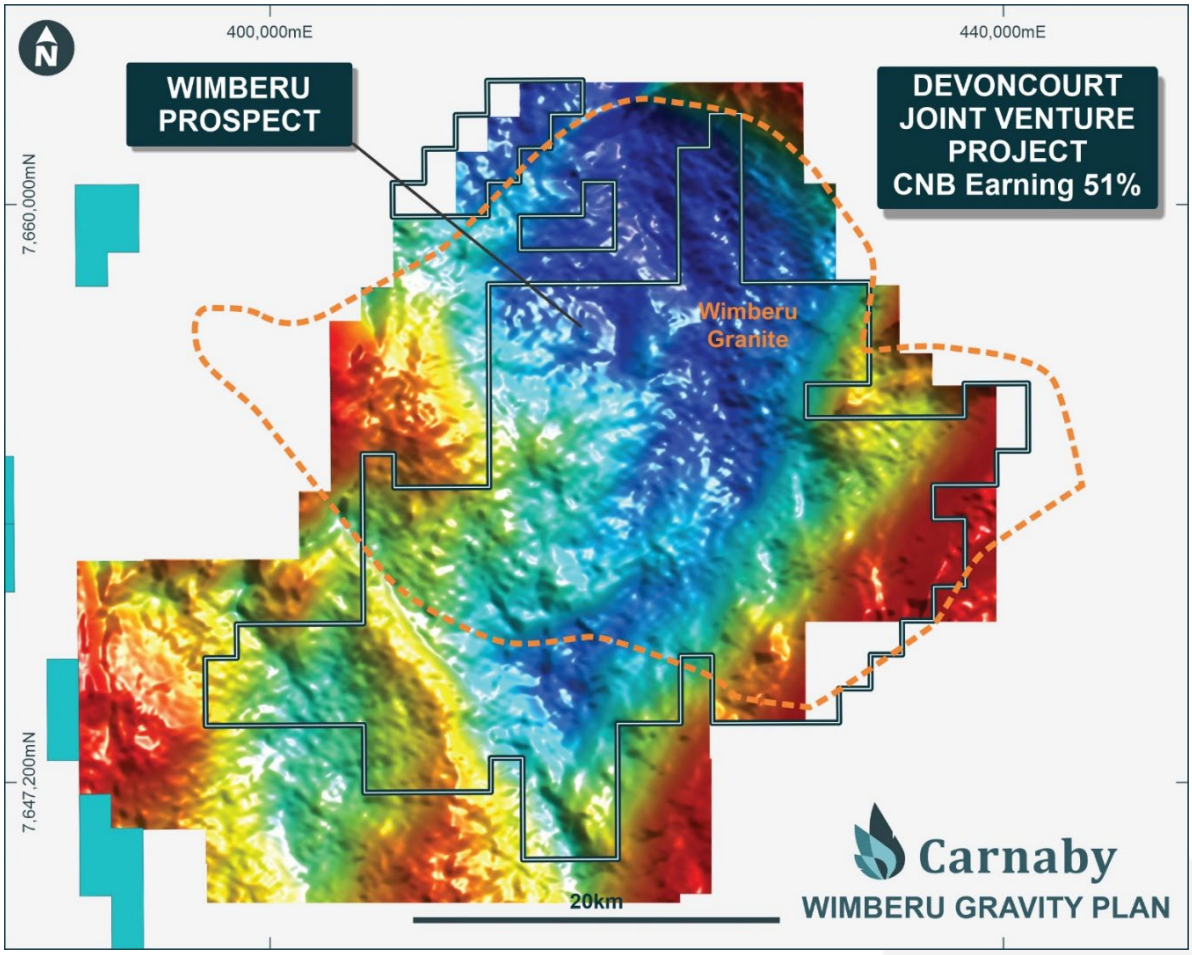

Figure 6. Devoncourt JV Project showing Wimberu granite extents on gravity image.

Detailed data and core reviews by in house geologists and specialist consultant Brett Davis have identified several new target areas at the Wimberu Prospect that will be the focus of a maiden Carnaby drilling program which is targeted to commence in November / December 2023 subject to completing Heritage surveys.

The Company can achieve a 51% joint venture interest in the Devoncourt Project by sole funding A$5,000,000 of exploration by 1 August 2028 in accordance with the following conditions:

1. The Company to make an up-front payment of A$100,000 to RTX. This was completed during the quarter via the issue of 92,000 fully paid ordinary shares in the Company (see ASX release 13 September 2023).
2. As part of the expenditure commitment, the Company must complete a minimum of 4,000m of diamond core and/or reverse circulation (RC) drilling.
3. The Company undertakes a minimum expenditure commitment of A$500,000 including 2,000m of diamond core and/or RC drilling by 1 August 2025 before it can withdraw from the agreement.

Scope is present in the agreement for Carnaby to earn an additional 29% interest in the Project through the completion of further exploration milestones.

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TICK HILL GOLD PROJECT SALE AGREEMENT

Subsequent to the quarter, the Company signed a Tenement Sale Agreement for the Tick Hill Mining Leases ML7094, ML7096 & ML7097 (together the **MLs**). As part of the agreement, Carnaby will transfer the title to MLs to private group Tick Hill Mining Pty Ltd (**THM**) for a 5% net smelter return royalty on all gold extracted from the existing Tick Hill Ore Reserves, which include the Tick Hill Open Pit, Tailings Dam and ROM Stockpile Ore Reserves (see ASX release 5 June 2020, also see the updated Reserves and Resource Statement contained in the 2023 Annual Report released 19 September 2023). Importantly, the Company will ***retain all mineral exploration rights over the areas outside of the existing Tick Hill JORC 2012 Mineral Resource Estimate.***

This agreement will significantly reduce ongoing tenement management expenditure and facilitate the release and use of the Company's $435,000 environmental bond relating to the MLs, whilst still allowing the Company to maintain a significant financial interest in the Project's success and retain all the potential exploration upside present as part of the Tick Hill Gold Project tenure. Completion of the agreement is expected in the current quarter and is subject to normal conditions precedent for a transaction of this nature.

NIL DESPERANDUM PROSPECT (CARNABY 82.5%, DCX 17.5%)

No field work completed during the quarter.

BURKE & WILLS PROSPECT (CARNABY 82.5%, DCX 17.5%)

No field work completed during the quarter.

WESTERN AUSTRALIA

STRELLEY GOLD PROJECT (CARNABY 100%)

No work completed during the quarter.

BIG HILL LITHIUM & GOLD PROJECT (CARNABY 100%)

No work completed during the quarter.

MOUNT GRANT GOLD AND LITHIUM PROJECT (CARNABY 80%)

Carnaby has been awarded a government Exploration Incentive Scheme (EIS) and will complete a first pass drilling program in 2024.

PARDOO GOLD AND LITHIUM PROJECT (CARNABY 100%)

Carnaby has been awarded a government Exploration Incentive Scheme (EIS) and will complete a first pass drilling program in 2024.

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BIG HILL LITHIUM & GOLD PROJECT (CARNABY 100%)

No work completed during the quarter.

MALMAC COPPER & GOLD PROJECT (CARNABY 100%)

No work completed during the quarter.

THROSSELL GOLD PROJECT (CARNABY 100%)

First pass soil sampling has been completed across the tenement with results pending.

CORPORATE

During the quarter the Company issued 92,000 fully paid ordinary shares as consideration for entering into a Farm-In and Joint Venture Agreement with RTX pertaining to its Devoncourt Project in Queensland, Australia (see ASX releases dated 2 August 2023 & 13 September 2023).

Cash and Restricted Cash

As at 30 September 2023, Carnaby held **$21.5 million** in cash which includes $0.49 million in restricted cash. Restricted cash comprises cash held in term deposits issued in the Company's name which have been used to provide security for the Company's bank guarantee facilities.

Additional ASX Information

- ASX Listing Rule 5.3.1: Exploration and Evaluation Expenditure during the quarter ending 30 September 2023 was $5,285,334.
- ASX Listing Rule 5.3.2: There were no substantive Mining Production and Development activities conducted during the quarter.
- ASX Listing Rule 5.3.5: During the quarter ending 30 September 2023, the Company paid $131,892 to related parties representing Directors' salaries, fees and superannuation.

Please refer to the following Appendix 5B for further information regarding movements in cash during the quarter.

Competent Person Statements

The information in this document that relates to the Tick Hill Tailings Dam Mineral Resources and all exploration results is based upon information compiled by Mr Robert Watkins. Mr Watkins is a Director and shareholder of the Company and a Member of the AusIMM. Mr Watkins consents to the inclusion in the report of the matters based upon the information in the form and context in which it appears. Mr Watkins has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is undertaken to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code).

The Information in this report that relates to Mineral Resources is based on information compiled by Mr Paul Payne, a Competent Person who is a Fellow of the Australasian Institute of Mining and Metallurgy. Mr Payne is a full-time employee of Payne Geological Services and is a Director and shareholder of Carnaby Resources Limited. Mr Payne has sufficient experience that is

relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Payne consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this document that relates to the Tick Hill Deposit and Tick Hill ROM Stockpile Mineral Resources is based upon information compiled by Mr Paul Tan. Mr Tan is a full-time employee and shareholder of the Company and a Member of the AusIMM. Mr Tan consents to the inclusion in the report of the matters based upon the information in the form and context in which it appears. Mr Tan has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is undertaken to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code).

The information in this document that relates to the Tick Hill Deposit, Tailings Dam and ROM Stockpile Ore Reserves is based upon information compiled by Mr Nigel Spicer. Mr Spicer consents to the inclusion in the report of the matters based upon the information in the form and context in which it appears. Mr Spicer has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is undertaken to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code).

Disclaimer

This document contains background information current at the date of this announcement. The announcement is in summary form and does not purport to be all-inclusive or complete. Recipients should conduct their own investigations and perform their own analysis in order to satisfy themselves as to the accuracy and completeness of the information, statements and opinions contained in this announcement.

The announcement is for information purposes only. Neither this announcement nor the information contained in it constitutes an offer, invitation, solicitation or recommendation in relation to the purchase or sales of shares in any jurisdiction. The announcement may not be distributed in any jurisdiction except in accordance with the legal requirements applicable in such jurisdiction. Recipients should inform themselves of the restrictions that apply to their own jurisdiction as a failure to do so may result in a violation of securities laws in such jurisdiction.

This announcement does not constitute investment advice and has been prepared without considering the recipients investment objectives, financial circumstances or particular needs and the opinions and recommendations in this announcement are not intended to represent recommendations of particular investments to particular persons.

Recipients should seek professional advice when deciding if an investment is appropriate. All securities transactions involve risks, which include (among others) the risk of adverse or unanticipated market, financial or political developments. To the fullest extent of the law, the Company, its officers, employees, agents and advisors do not make any representation or warranty, express or implied, as to the currency, accuracy, reliability or completeness of any information, statements, opinion, estimates, forecasts or other representations contained in this announcement. No responsibility for any errors or omissions from the announcement arising out of negligence or otherwise is accepted.

References have been made in this announcement to certain ASX announcements, including references regarding exploration results, mineral resources, production targets and forecast financial information. For full details, refer to said announcement on said date. The Company is not aware of any new information or data that materially affects this information. Other than as specified in this announcement and the mentioned announcements, the Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements and, in the case of estimates of Mineral Resources, Exploration Target(s), Ore Reserves, Production Targets and forecast financial information from Production Targets, that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

Forward Looking Statements

Some statements in this announcement regarding estimates or future events are forward looking statements. They include indications of, and guidance on, future earnings, cash flow, costs and financial performance. Forward looking statements include,

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but are not limited to, statements preceded by words such as "planned", "expected", "projected", "estimated", "may", "scheduled", "intends", "anticipates", "believes", "potential", "could", "nominal", "conceptual" and similar expressions. Forward looking statements, opinions and estimates included in this announcement are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. Forward looking statements are provided as a general guide only and should not be relied on as a guarantee of future performance. Forward looking statements may be affected by a range of variables that could cause actual results to differ from estimated results, and may cause the Company's actual performance and financial results in future periods to materially differ from any projections of future performance or results expressed or implied by such forward looking statements. These risks and uncertainties include but are not limited to liabilities inherent in mine development and production, geological, mining and processing technical problems, the inability to obtain any additional mine licenses, permits and other regulatory approvals required in connection with mining and third party processing operations, competition for among other things, capital, acquisition of reserves, undeveloped lands and skilled personnel, incorrect assessments of the value of acquisitions, changes in commodity prices and exchange rate, currency and interest fluctuations, various events which could disrupt operations and/or the transportation of mineral products, including labour stoppages and severe weather conditions, the demand for and availability of transportation services, the ability to secure adequate financing and management's ability to anticipate and manage the foregoing factors and risks. There can be no assurance that forward looking statements will prove to be correct.

The Company has concluded it has a reasonable basis for providing the forward-looking statements included in this announcement and believes that it has a "reasonable basis" to expect it will be able to complete the development of the Project, including with respect to any production targets and financial estimates, based on the information contained in this announcement.

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Appendix 1 | Carnaby Resources Limited Tenements

Tenement	Location	Ownership
Mount Isa Inlier Copper and Gold Projects		
ML90240	Queensland	100%
EPM9083	Queensland	82.5%
EPM11013	Queensland	82.5%
EPM14366	Queensland	82.5%
EPM14369	Queensland	82.5%
EPM17637	Queensland	82.5%
EPM18223	Queensland	82.5%
EPM18990	Queensland	82.5%
EPM19008	Queensland	82.5%
EPM25435	Queensland	82.5%
EPM25439	Queensland	82.5%
EPM25853	Queensland	82.5%
EPM25972	Queensland	82.5%
EPM26651	Queensland	100%
EPM27101	Queensland	100%
EPM27822	Queensland	100%
EPM28238	Queensland	100%
EPM28239	Queensland	100%
EPM28634	Queensland	100%
Pilbara Gold and Lithium Projects		
E45/5743	Western Australia	100%
E45/4638	Western Australia	100%
E45/5622	Western Australia	80%
E45/5819	Western Australia	100%
E45/5822	Western Australia	100%
E45/4801	Western Australia	100%
Yilgarn Margin Projects		
E69/3509	Western Australia	100%
E69/3510	Western Australia	100%
E38/3289	Western Australia	100%

Mining tenements acquired: Nil.

Mining tenements disposed or relinquished: ML7094, ML7096, ML7097.

Beneficial percentage interests held in farm-in or farm-out agreements: Nil.

Beneficial percentage interests in farm-in or farm-out agreements acquired or disposed: Nil.

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

CARNABY RESOURCES LIMITED

ABN	Quarter ended ("current quarter")
62 610 855 064	30 September 2023

Consolidated statement of cash flows		Current quarter $A'000	Year to date (3 months) $A'000
1.	**Cash flows from operating activities**		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	(5,285)	(5,285)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(455)	(455)
	(e) administration and corporate costs	(210)	(210)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	169	169
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Other (provide details if material)	-	-
1.9	**Net cash from / (used in) operating activities**	**(5,781)**	**(5,781)**

2.	**Cash flows from investing activities**		
2.1	Payments to acquire or for:		
	(a) entities	-	-
	(b) tenements	(10)	(10)
	(c) property, plant and equipment	(18)	(18)
	(d) exploration & evaluation	-	-
	(e) investments	-	-
	(f) other non-current assets	-	-

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Consolidated statement of cash flows		**Current quarter $A'000**	**Year to date (3 months) $A'000**
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	**Net cash from / (used in) investing activities**	**(28)**	**(28)**

3.	**Cash flows from financing activities**		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	(7)	(7)
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings *	(12)	(12)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (transfers to Restricted Cash) **	(112)	(112)
3.10	**Net cash from / (used in) financing activities**	**(131)**	**(131)**

* Represents payment for leases prescribed under the accounting standard AASB16 Leases
** Increase of Estimated rehabilitation cost and, as a result, an increase of bank guarantee facility/ Restricted Cash

4.	**Net increase / (decrease) in cash and cash equivalents for the period**		
4.1	Cash and cash equivalents at beginning of period	26,926	26,926
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(5,781)	(5,781)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(28)	(28)

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Consolidated statement of cash flows		**Current quarter $A'000**	**Year to date (3 months) $A'000**
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(131)	(131)
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	**Cash and cash equivalents at end of period**	**20,986**	**20,986**

5.	**Reconciliation of cash and cash equivalents** at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	**Current quarter $A'000**	**Previous quarter $A'000**
5.1	Bank balances	2,486	2,226
5.2	Call deposits	18,500	24,700
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	**Cash and cash equivalents at end of quarter (should equal item 4.6 above)** *Balance excludes Restricted Cash of $489k. Restricted Cash comprises cash held in term deposits in the Company's name which have been used to provide security for the Company's bank guarantee facility.	**20,986***	**26,926**

6.	**Payments to related parties of the entity and their associates**	**Current quarter $A'000**
6.1	Aggregate amount of payments to related parties and their associates included in item 1	132
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.

Payments to related parties represent Directors salaries, fees and superannuation.

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7.	**Financing facilities** *Note: the term "facility' includes all forms of financing arrangements available to the entity.* *Add notes as necessary for an understanding of the sources of finance available to the entity.*	**Total facility amount at quarter end $A'000**	**Amount drawn at quarter end $A'000**
7.1	Loan facilities	-	-
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	-	-
7.4	**Total financing facilities**	-	-
7.5	**Unused financing facilities available at quarter end**		-
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		

8.	**Estimated cash available for future operating activities**	**$A'000**
8.1	Net cash from / (used in) operating activities (item 1.9)	(5,781)
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	-
8.3	Total relevant outgoings (item 8.1 + item 8.2)	(5,781)
8.4	Cash and cash equivalents at quarter end (item 4.6)	20,986
8.5	Unused finance facilities available at quarter end (item 7.5)	-
8.6	Total available funding (item 8.4 + item 8.5)	20,986
8.7	**Estimated quarters of funding available (item 8.6 divided by item 8.3)**	4

Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.

8.8 If item 8.7 is less than 2 quarters, please provide answers to the following questions:

8.8.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: Not Applicable

8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: Not Applicable

8.8.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: Not Applicable

Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.

Compliance statement

1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.

2 This statement gives a true and fair view of the matters disclosed.

Date: 31 October 2023.....

Authorised by: The Board of Directors.....
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.

2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.

3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.

4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [*name of board committee – eg Audit and Risk Committee*]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".

5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

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