

Gullewa Limited

ABN 30 007 547 480

Interim Financial Report

For the Half – year ended 31 December 2023

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General Information

The interim financial report covers Gullewa Limited as a consolidated entity consisting of Gullewa Limited and the entities it controlled. The interim financial report is presented in Australian dollars, which is Gullewa Limited's functional and presentation currency.

The interim financial report consists of the consolidated financial statements, consolidated notes to the financial statements and the directors' declaration.

Gullewa Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Suite 1 Level 2
49-51 York Street
Sydney NSW 2000

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the interim financial report.

The interim financial report was authorised for issue, in accordance with a resolution of directors, on 5 March 2024. The directors have the power to amend and reissue the interim financial report.

Directors' Report

31 December 2023

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Gullewa Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled for the half-year ended 31 December 2023.

Directors

The following persons were directors of Gullewa Limited during the period and up to the date of this report, unless otherwise stated:

Anthony Howland-Rose - Chairman
David Deitz
Kevin Howland-Rose

Principal activities

The continuing principal activities of the consolidated entity during the financial period were derivation of royalties, exploration and mining, investments in equities, managed funds and property.

Review of operations

The profit for the consolidated entity before providing for income tax amounted to \$836,216 (31 December 2022 profit: \$533,598).

Gullewa Gold Royalty

The company has a 1% Royalty on the project called Deflector owned by Silver Lake Resources Limited (ASX: SLR) and received \$1,519,265 in royalties from SLR during the half-year. SLR has had outstanding exploration success at Deflector.

Central Iron Ore Limited ('CIO') Gullewa has a 36.930% holding.

The assets of CIO are:

The Red 5 Joint Venture

South Darlot Mines Pty Ltd (SDM) has a 70% interest in a joint venture with Darlot Mining Company Pty Ltd (Darlot). The joint venture has a 100% interest in M37/1045, M37/0709, M37/0631 and M37/0552.

Darlot is holding a 70% interest in a portion of two additional tenements, M37/0421 and M37/0632, on trust for SDM.

The following work was undertaken:

Soil Sampling Programmes

Two geochemical soil sampling programs were undertaken to test for low level gold anomalism on tenements M37/421 and M37/632. A total of 209 samples were collected and dispatched to LabWest Laboratories in Perth for Ultrafine+ geochemical assay. Results for the sampling are yet to be evaluated.

Drilling

A multi target Reverse Circulation (RC) drill campaign was completed across six target areas not influenced by native title clearance on tenements M37/631 and M37/632. Forty-six holes for a total of 2,644 metres was completed over three weeks. Results for the drilling are still pending.

Mermaid

Ten reverse circulation resource delineation drillholes for 782 metres were completed. The purpose of these holes was to extend the current mineralised outline both at depth and laterally. This round of drilling further consolidated the Mermaid resource.

New Targets

Following data collation and interpretation during Quarter 3, twenty-seven shallow reverse circulation drillholes for 1,246 metres were completed across the historical mining areas of Sylvia, Kyneton, Weebo, Weebo North and Rose. Initial interpretation of the RC chips has been promising with quartz lodes extending below historical mining.

Soils Targets

Targeted drilling across the centres of two of the soil geochemical anomaly targets not influenced by Native Title Clearance was completed. Nine reverse circulation drillholes for 616 metres was drilled, initial interpretation of the RC chips has been promising with quartz lodes being intercepted.

Native Title Clearance

Native title clearance for a selection of the soil sampling targets is ongoing. Following the completion of likely required heritage surveys, the intent is to drill in the next 3 to 6 months.

British King Gold Mine

The legal action commenced in the Supreme Court of Western Australia against SilverStream SEZC was settled on 21 September 2023. As a result of the settlement, Central Iron Ore Limited now has its entire 100% ownership of the British King Gold Project registered on the title of the relevant tenements.

Central Iron Ore Limited commenced developing a comprehensive exploration program to improve the confidence category of this model including a campaign of Reverse Circulation and diamond core drilling, multi element geochemistry, further metallurgical and density test work.

Brightstar Resources Limited

CIO holds 5,515,342 shares in Brightstar Resources Limited (ASX: BTR).

Property (Hunter Valley Solutions Joint Venture 69.47%)

The Company has loaned approximately \$5.5 million secured by a first mortgage to the project. The details of the equity are set out in Note 9 of this report. Construction of stage 3 (16 Lots) has been completed. 11 blocks have been settled. Selling of this stage of the remaining 5 blocks continues. There are a further 26 lots to develop over the next 3 years.

Significant Changes in the State of Affairs

There were no significant changes in the state of affairs of the consolidated entity during the financial period.

Corporate Governance

A statement disclosing the extent to which the company has followed the best practice recommendations set by the ASX Corporate Governance Council during the period is displayed on the company's website.

Risk Management

Details of the Company's Risk Management policies are contained within the Corporate Governance Statement in the Directors' Report as outlined in the 30 June 2023 Annual Report and at the company's website <http://www.gullewa.com.au>.

Auditor's independence declaration

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

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors



David Deitz
Director
5 March 2024

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Auditor's Independence Declaration

Declaration of Independence Under Section 307c of The Corporations Act 2001

To: The Directors of Gullewa Limited

As lead auditor of Gullewa Limited for the half-year ended 31 Decemeber 2023, I declare that to the best of my knowledge and belief, there have been:

- No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- No contravention of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Gullewa Limited and the entities it controlled during the period.

SCS Audit & Corporate Services Pty Ltd
Authorised Audit Company

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

Didarul Khan CA
Director

Dated 06 March 2024

SYDNEY

Consolidated Statement of profit or loss and other comprehensive income

For the half year ended 31 December 2023

	Note	31 Dec 2023 \$	31 Dec 2022 \$
Income			
Revenue	3	1,601,535	1,196,367
Other income	4	231,948	378,355
Expenses			
General and administration expenses		(387,569)	(269,383)
Employee benefits expense	5	(473,806)	(503,114)
Depreciation and amortisation expense	5	(4,740)	(4,432)
Profit/(losses) of associates accounted for using the equity method		(131,152)	(264,195)
Profit before income tax expense		836,216	533,598
Income tax expense	6	(258,685)	(229,340)
Profit after income tax expense for the period		577,531	304,258
Other comprehensive income for the period, net of tax		-	-
Total comprehensive income for the period		577,531	304,258
Profit for the period is attributable to:			
Non-controlling interest		-	-
Owners of Gullewa Limited		577,531	304,258
Total comprehensive income for the period		577,531	304,258
		Cents	Cents
Basic earnings per share (cents per share)		0.2800	0.1554
Diluted earnings per share (cents per share)		0.2200	0.1237

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

Consolidated Statement of financial position

as at 31 December 2023

	Note	31 Dec 2023 \$	30 Jun 2023 \$
Assets			
Current assets			
Cash and cash equivalents	7	7,013,061	6,060,463
Trade and other receivables		1,448,046	1,540,769
Other financial assets	8	2,072,331	2,130,141
Total current assets		10,533,438	9,731,373
Non-current assets			
Investments accounted for using the equity method	9	7,481,740	7,387,294
Property, plant and equipment		5,184	7,943
Exploration and evaluation	10	32,780	32,780
Total non-current assets		7,519,704	7,428,017
Total assets		18,053,142	17,159,390
Liabilities			
Current liabilities			
Trade and other payables		85,887	333,124
Provision for income tax		169,699	44,000
Total current liabilities		255,586	377,124
Non-current liabilities			
Provision for deferred tax		60,359	-
Total non-current liabilities		60,359	-
Total liabilities		315,945	377,124
Net assets		17,737,197	16,782,266
Equity			
Issued capital	11	22,629,827	22,377,827
Reserves		2,801,192	2,675,792
Accumulated losses		(7,624,004)	(8,169,645)
Equity attributable to the owners of Gullewa Limited		17,807,015	16,883,974
Non-controlling interest		(69,818)	(101,708)
Total equity		17,737,197	16,782,266

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

Consolidated Statement of changes in equity

For the half year ended 31 December 2023

	Issued Capital \$	Reserves \$	Accumulated losses \$	Non- controlling interest \$	Total equity \$
Balance at 1 July 2022	22,247,307	2,417,894	(9,702,318)	(101,708)	14,861,175
Profit after income tax expense for the period	-	-	304,258	-	304,258
Other comprehensive income for the period, net of tax	-	-	-	-	-
Total comprehensive income for the period	-	-	304,258	-	304,258
	22,247,307	2,417,894	(9,398,060)	(101,708)	15,165,433
<i>Transactions with owners in their capacity as owners:</i>					
Share-based payments	130,520	257,898	-	-	388,418
Balance at 31 December 2022	22,377,827	2,675,792	(9,398,060)	(101,708)	15,553,851

	Issued Capital \$	Reserves \$	Accumulated losses \$	Non- controlling interest \$	Total equity \$
Balance at 1 July 2023	22,377,827	2,675,792	(8,169,645)	(101,708)	16,782,266
Profit after income tax expense for the period	-	-	577,531	-	577,531
Other comprehensive income for the period, net of tax	-	-	(31,890)	31,890	-
Total comprehensive income for the period	-	-	545,641	31,890	577,531
	22,377,827	2,675,792	(7,624,004)	(69,818)	17,359,797
<i>Transactions with owners in their capacity as owners:</i>					
Share-based payments	252,000	125,400	-	-	377,400
Balance at 31 December 2023	22,629,827	2,801,192	(7,539,309)	(69,818)	17,737,197

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

Consolidated Statement of cash flows

For the half year ended 31 December 2023

	Note	31 Dec 2023 \$	31 Dec 2022 \$
Cash flows from operating activities			
Payments to suppliers and employees (inclusive of GST)		(1,079,338)	(689,898)
Income tax paid		(92,074)	(662,567)
Interest and dividends received		185,347	95,046
Other revenue		1,819,736	2,020,979
Net cash provided by operating activities		833,671	763,560
Cash flows from investing activities			
Proceeds / (Payments) for property joint venture		658,825	(1,368,500)
Payments for other financial assets		(558)	(200,552)
Payments for Plant and Equipment		(1,980)	-
Other property and security deposits		(133)	(11)
Net cash (used in) investing activities		656,154	(1,569,063)
Cash flows from financing activities			
Proceeds from issue of securities		252,000	130,520
Loans to other entities		(789,227)	(863,884)
Net cash (used in) / provided by financing activities		(537,227)	(733,364)
Net (decrease) / increase in cash and cash equivalents		952,598	(1,538,867)
Cash and cash equivalents at the beginning of the period		6,060,463	5,078,599
Cash and cash equivalents at the end of the period		7,013,061	3,539,732

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

Notes to the consolidated financial statements

31 December 2023

Note 1. Significant accounting policies

Statement of compliance

The half-year interim financial report is a general-purpose financial report prepared in accordance with the Corporations Act 2001 and AASB 134 'Interim Financial Reporting'. The Group is a for-profit entity for financial reporting purposes under the Australian Accounting Standards. Compliance with AASB 134 ensures compliance with the International Financial Reporting Standards IAS 34 'Interim Financial Reporting'. The interim report does not include notes of the type normally included in an annual financial report and shall be read in conjunction with the annual financial report of the Company for the year ended 30 June 2023 together with any of the public announcements that were made during the following half-year.

The interim financial report was authorised for issue by directors on 5 March 2024.

Basis of preparation

The consolidated financial statements have been prepared on the basis of the historical cost. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise stated.

The accounting policies and methods of computation adopted in the preparation of the interim financial report are consistent with those adopted and disclosed in the Company's 2023 annual financial report for the financial year ended 30 June 2023, except for the impact of the Standards and Interpretations described below. These accounting policies are consistent with the Australian Accounting Standards and with the International Financial Reporting Standards.

Significant accounting judgements and key estimates

The preparation of the interim financial report requires management to make judgements, estimates and assumptions that will affect the application of the accounting policies and the reported amounts of the assets, liabilities, income and expense. Actual results may differ from these estimates.

In preparing this interim financial report, the significant judgements that were made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the annual financial report for the year ended 30 June 2023.

Going concern

The interim financial report has been prepared on a going concern basis.

For the period ended 31 December 2023, the consolidated entity derived a profit from continuing operations before tax of \$836,216 (31 December 2022: \$533,598). In the same period the consolidated entity had operating cash inflows of \$833,671 (31 December 2022 cash inflow of: \$763,560) and inflows due to investing activities of \$656,154 (31 December 2022 cash outflow of: \$1,569,063) and outflows due to financing activities of \$537,227 (31 December 2022 cash outflow of: \$733,364).

A cash flow forecast for the next 12 months has been prepared by management which has indicated that the consolidated entity will have sufficient cash assets to be able to meet its debts as and when they fall due.

The consolidated entity has commitments for exploration and evaluation for the next three years. Due to the current market conditions the company will not be committing to all of the minimum expenditure for the next three years.

No adjustments have been made relating to the recoverability and classification of the other asset amounts and classification of the liabilities that might be necessary should the consolidated entity not be able to continue as a going concern.

Notes to the consolidated financial statements

31 December 2023

Loans and receivables

Trade receivables, loans and other receivables that have been fixed or determinable payments that are not quoted in any of the active markets are classified as 'loans and receivable'. Loans and receivables are measured at the amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for the short-term receivables when the effect of discounting is immaterial.

Adoption of new and revised Accounting Standards

In the period ended 31 December 2023, the company has reviewed all the new and revised Standards and Interpretations that were issued by the AASB that are relevant to its operations and effective for the annual reporting periods beginning on or after 1 July 2023.

It has been determined by the Company that there is no impact, material or otherwise, of the new and revised Standards and Interpretations of its business and, therefore, no change is necessary to the Company accounting policies.

The Company has also reviewed all the new standards and interpretations that have been raised but are not yet effective for the half-year ended 31 December 2023. As a result of this review the Directors have determined that there is no impact, material or otherwise, of the new and revised Standards and Interpretations of its business and, therefore, no change has been necessary to the Company accounting policies.

Note 2. Operating segments

The operating segments are identified by the management based on the nature of the type of investment. Discrete financial information about each of these operating segments is reported to the directors on a monthly basis. The reportable segments are based on the similarity of the investments made and the common regulatory environment applicable to each of the reportable segments. There is a clear designation of the responsibility and accountability for the management and performance of these reportable segments.

Types of products and services

The principal products and services of each of these operating segments are as follows:

Exploration and evaluation	The consolidated entity is involved in exploration and evaluation for minerals. The receipt of the royalty income stream is attached.
Property development	The consolidated entity acquires properties with a view to development and sale.
Investments	The consolidated entity invests in shares in listed and unlisted entities and managed funds.

Intersegment transactions

Intersegment transactions were made at market rates. Intersegment transactions are eliminated on consolidation.

Intersegment receivables, payables and loans

Intersegment loans are initially recognised at the consideration received. Intersegment loans receivable and loans payable that earn or incur non-market interest are not adjusted to the fair value based on the market interest rates. Intersegment loans are eliminated on consolidation.

Notes to the consolidated financial statements

31 December 2023

Note 2. Operating segments (cont'd)

	Exploration and evaluation	Property development	Investments	Intersegment eliminations/unallocated	Total
December 2023	\$	\$	\$	\$	\$
Revenue					
Royalty revenue	1,519,265	-	-	-	1,519,265
Interest revenue	-	-	524,127	-	524,127
Other revenue	-	-	(233,578)	23,669	(209,909)
Total revenue	1,519,265	-	290,549	23,669	1,833,483

Segment net profit/(losses) before tax from continuing operations	1,519,265	-	290,549	(973,598)	836,216
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Assets					
Segment Assets	2,745,115	5,880,306	8,144,631	1,283,091	18,053,143
Total assets	2,745,115	5,880,306	8,144,631	1,283,091	18,053,143

Liabilities					
Segment liabilities	-	-	-	315,945	315,945
Total liabilities	-	-	-	315,945	315,945

	Exploration and evaluation	Property development	Investments	Intersegment eliminations/unallocated	Total
December 2022	\$	\$	\$	\$	\$
Revenue					
Royalty revenue	1,105,868	-	-	-	1,105,868
Interest revenue	-	-	350,719	-	350,719
Other revenue	-	-	92,317	25,818	118,135
Total revenue	1,105,868	-	443,036	25,818	1,574,722

Segment net profit/(losses) before tax from continuing operations	1,105,868	(116,866)	295,707	(751,111)	533,598
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Assets					
Segment Assets	1,361,038	7,369,243	3,039,935	4,552,399	16,322,615
Total assets	1,361,038	7,369,243	3,039,935	4,552,399	16,322,615

Liabilities					
Segment liabilities	-	-	-	768,764	768,764
Total liabilities	-	-	-	768,764	768,764

Notes to the consolidated financial statements

31 December 2023

Note 3. Revenue

	31 Dec 2023	31 Dec 2022
	\$	
Management fees	23,669	25,818
Royalties	1,519,265	1,105,868
Other revenue	58,601	64,681
Total Revenue	1,601,535	1,196,367

Note 4. Other income

	31 Dec 2023	31 Dec 2022
	\$	\$
Interest income	465,526	350,719
(Loss) profit on share trading	(233,578)	27,636
Other income	231,948	378,355

Note 5. Expenses

	31 Dec 2023	31 Dec 2022
	\$	\$
Profit before income tax includes the following specific expenses:		
<i>Depreciation and amortisation</i>		
Plant and equipment	1,410	1,103
Motor vehicles	3,330	3,329
Total depreciation	4,740	4,432
Total depreciation and amortisation	4,740	4,432
<i>Employee benefits expense</i>		
Superannuation expense	34,526	23,301
Share-based payments expense	125,400	257,898
Other wages and salaries	313,880	221,915
Total employee benefits expense	473,806	503,114

Notes to the consolidated financial statements

31 December 2023

Note 6. Income tax expense

	31 Dec 2023 \$	31 Dec 2022 \$
Numerical reconciliation of income tax expense / benefit and tax at the statutory rate		
Profit before income tax expense	836,216	533,598
Tax at the statutory tax rate of 25% (2023) 25% (2022)	209,054	133,399
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non – deductible expenses	65,359	102,850
Non – assessable income	(63,868)	(6,909)
Prior year adjustment	1,491	95,941
Deferred tax timing differences	(12,219)	-
	60,359	-
	46,931	95,941
Income tax expense	258,685	229,340
The major components of income tax expense are:		
Current income tax	262,194	236,249
Deferred income tax	60,359	-
Relating to origination of temporary differences	(63,868)	(6,909)
Income tax expense	258,685	229,340

Note 7. Current assets – cash and cash equivalents

	31 Dec 2023 \$	30 Jun 2023 \$
Cash on hand	1,012	712
Cash at bank	7,012,049	1,296,423
Cash on deposit	-	4,763,328
	7,013,061	6,060,463

Note 8. Current assets – other financial assets

	31 Dec 2023 \$	30 Jun 2023 \$
Shares designated at fair value through profit or loss	1,773,631	2,044,001
Shares in unlisted corporations	298,700	86,140
	2,072,331	2,130,141

Notes to the consolidated financial statements

31 December 2023

Note 9. Non-current assets - investments accounted for using equity method

	31 Dec 2023 \$	30 Jun 2023 \$
Investment in associates		
Central Iron Ore Limited		
- Equity (including equity accounted profit)	78,392	338,266
- Loans – unsecured	2,765,562	1,878,992
	<u>2,843,954</u>	<u>2,217,258</u>
Hunter Valley Solutions Joint Venture		
- Equity (including equity accounted profit)	(517,113)	(487,515)
- Loans secured by first mortgage	5,286,050	5,945,873
	<u>4,768,937</u>	<u>5,458,358</u>
Equity accounted profit		
Central Iron Ore Limited	(131,619)	(259,874)
Hunter Valley Solutions Joint Venture	468	(28,448)
	<u>(131,151)</u>	<u>(288,322)</u>
	7,481,740	7,387,294

1. The interest in the Hunter Valley Solutions Pty Ltd has been accounted for under equity method, as the company has joint control of the property development. Accordingly, the investment has not been consolidated. Under the shareholder agreement decisions involving more than \$10,000 require Gullewa Limited and ACN 603 114 558 Pty Ltd to reach a joint agreement. Gullewa Limited does not have control of the joint venture.

Investments in associates are accounted for using the equity method of accounting. Information relating to associates that is material to the consolidated entity is set out below:

Name	Activity	Ownership	
		31 Dec 2023	30 Jun 2023
Hunter Valley Solutions Joint Venture	Property development	69.47%	69.47%
Central Iron Ore Limited	Mineral exploration	36.93%	36.10%

Note 10. Non-current assets – exploration and evaluation

	Consolidated	
	31 Dec 2023 \$	30 Jun 2023 \$
Exploration, evaluation and development assets – at cost	32,780	32,780
Less: impairment	-	-
	<u>32,780</u>	<u>32,780</u>

Notes to the consolidated financial statements

31 December 2023

Note 10. Non-current assets – exploration and evaluation (cont'd)

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial half-year are set out below:

	Exploration, evaluation, development	Total
Consolidated	\$	\$
Balance at 1 January 2023	32,780	32,780
Balance at 30 June 2023	32,780	32,780
Balance at 1 July 2023	32,780	32,780
Balance at 31 December 2023	32,780	32,780

Note 11. Equity issued capital

	Consolidated	
	31 Dec 2023	30 Jun 2023
	\$	\$
Ordinary shares fully paid	22,629,827	22,377,827
	22,629,827	22,377,827

During the period a company director and a retired director exercised 9,000,000 options by paying \$252,000.

Equity - dividends

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

Note 12. Fair value measurement

Fair value hierarchy

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

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

Notes to the consolidated financial statements

31 December 2023

Note 12. Fair value measurement (cont'd)

31 Dec 2023	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
<i>Assets</i>				
Financial assets at fair value through profit or loss – marketable securities	1,773,631	-	-	1,773,631
Total assets	1,773,631	-	-	1,773,631

30 June 2023	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
<i>Assets</i>				
Financial assets at fair value through profit or loss – marketable securities	643,284	-	-	643,284
Total assets	643,284	-	-	643,284

There were no transfers between levels during the financial period.

Note 13. Related party transactions

Parent entity
Gullewa Limited is the parent entity.

Transactions with related parties
The following transactions occurred with related parties:

	Consolidated	
	31 Dec 2023 \$	31 Dec 2022 \$
<i>Other income:</i>		
Management fees from associate - Central Iron Ore Limited	23,669	25,818

	Consolidated	
	31 Dec 2023 \$	31 Dec 2022 \$

Other transactions:

Directors fees paid to David Deitz, a director of the parent entity	194,250	127,882
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Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

Current receivables:		
Receivables from other related parties	29,957	4,957

Loans to related parties

The following balances are outstanding at the reporting date in relation to loans with related parties:

Current receivables		
Loan to David Deitz, a director of the parent entity	268,298	224,672

Terms and conditions

All transactions were made on normal commercial terms and conditions, and at market rates.

Notes to the consolidated financial statements

31 December 2023

Note 14. Events after the reporting period

No matter or circumstance has arisen since 31 December 2023, that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 15. Share-based payments

Employee Option Scheme

Details of the Employee Option Scheme are disclosed in the annual financial report.

Set out below are the summaries of options that were granted under the plans:

31 December 2023

Grant date	Expiry date	Exercise Price	Balance at the start of the half-year	Granted	Exercised	Expired/forfeited/other	Balance at the end of the half-year
24/12/2018	24/12/2023	0.02800	9,000,000	-	9,000,000	-	-
29/12/2019	28/12/2024	0.03500	15,000,000	-	-	-	15,000,000
14/12/2020	14/12/2025	0.12200	6,540,000	-	-	-	6,540,000
20/12/2021	20/12/2026	0.10000	7,400,000	-	-	-	7,400,000
07/12/2022	30/11/2027	0.07900	12,165,000	-	-	-	12,165,000
18/12/2023	11/12/2028	0.06900	-	11,000,000	-	-	11,000,000
			50,105,000	11,000,000	9,000,000	-	52,105,000

Director declaration

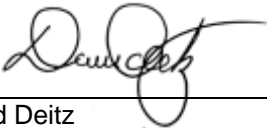
31 December 2023

In the option of the directors of Gullewa Limited (the company):

1. The consolidated financial statements and notes are in accordance with the Corporations Act 2001, including:
 - (i) complying with Accounting Standards AASB 134: Interim Financial Reporting and the Corporations Regulations 2001; and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the consolidated entity's financial position as at 31 December 2023 and of its performance for the half-year ended on that date.
2. in the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is signed in accordance with a resolution of the Board of Directors made pursuant to s303(5) of the Corporations Act 2001.

On behalf of the directors



David Deitz
Director
5 March 2024
Sydney

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Independent Auditor's Review Report to the Members of Gullewa Limited

We have reviewed the accompanying half-year financial report of Gullewa Limited, which comprises the statement of financial position as at 31 December 2023, the statement of profit or loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the half-year ended on that date, notes comprising a statement of accounting policies and selected explanatory notes and the directors' declaration of the entity.

Directors' Responsibility for the Half-Year Financial Report

The directors of the Company are responsible for the preparation of the half-year 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 half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standards on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the entity's financial position as at 31 December 2023 and its performance for the half-year ended on that date; and complying with Accounting Standard AASS 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of First Guardian Master Fund, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Auditor's Independence Declaration

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Gullewa Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.



Independent Auditor's Review Report to the Members of Gullewa Limited

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Gullewa Limited, is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the entity's financial position as at 31 Decemeber 2023 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

SCS Audit & Corporate Services Pty Ltd
Authorised Audit Company

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

Didarul Khan CA
Director

Dated 06 March 2024

SYDNEY

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