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# INTERIM FINANCIAL REPORT

FOR THE HALF-YEAR ENDED 31 DECEMBER 2023



EcoGraf is building a vertically integrated battery anode materials business to produce high purity graphite products for the lithium-ion battery and advanced manufacturing markets.

**EXTRACT**

### Natural Graphite

High quality, long life Epanko and Merelani-Arusha Graphite Projects



**UPGRADE**

### Battery Anode Material

High performance, low CO<sub>2</sub> battery anode material



**RECYCLE**

### Anode Recycling

EcoGraf™ purification technology with sector leading ESG credentials

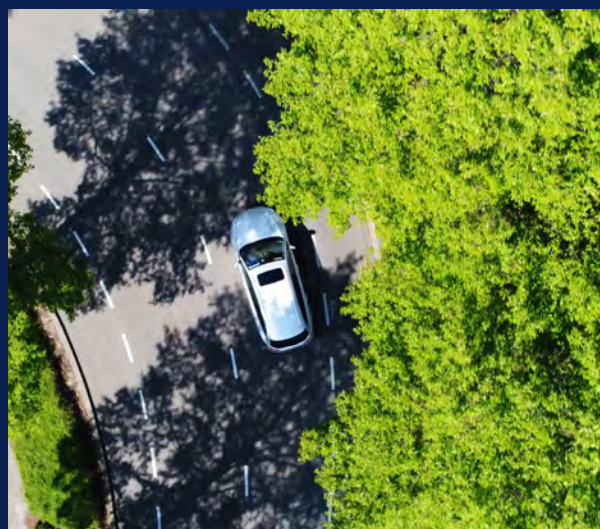


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# Contents

Directors' Report	4
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	10
Condensed Consolidated Statement of Financial Position	11
Condensed Consolidated Statement of Changes in Equity	12
Condensed Consolidated Statement of Cash Flows	13
Notes to the Condensed Consolidated Financial Statements	14
Directors' Declaration	20
Auditor's Independence Declaration	21
Auditor's Review Report	22

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EXTRACT    UPGRADE    RECYCLE

# Directors' Report

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The directors of EcoGraf Limited (“EcoGraf” or “the Company”) and its controlled entities (collectively, the “consolidated entity”) present their report together with the condensed financial statements of the consolidated entity for the half-year ended 31 December 2023.

## Board of Directors

The directors of the Company throughout the half-year and to the date of this report are as follows:

<b>Robert Pett</b>	Non-Executive Chairman
<b>Andrew Spinks</b>	Managing Director
<b>John Conidi</b>	Non-Executive Director
<b>Keith Jones</b>	Non-Executive Director

## Principal Activities

EcoGraf is building a diversified battery anode material business to produce high purity graphite products for the lithium-ion battery and advanced manufacturing markets. Over US\$30 million has been invested to date to create a highly attractive graphite mining and mineral processing business.

In Tanzania, the Company is developing the TanzGraphite natural flake graphite business, commencing with the Epanko Graphite Project (“Epanko” or “the Project”), to provide a long-term, scalable supply of feedstock for EcoGraf™ battery anode material processing facilities, together with high quality large flake graphite products for specialised industrial applications.

Using its EcoGraf HFfree™ purification technology, the Company will upgrade the flake graphite to produce 99.95%C high performance battery anode material to supply electric vehicle, battery and anode manufacturers in Asia, Europe and North America as the world transitions to clean, renewable energy.

Battery recycling is critical to improving supply chain sustainability and the Company’s successful application of the EcoGraf™ purification process to recycle battery anode material provides it with a unique ability to support customers to reduce CO<sub>2</sub> emissions and lower battery costs.

## Operating Results

The loss after income tax incurred by the consolidated entity for the six months ended 31 December 2023 was \$2,305,000 (2022 loss: \$3,778,000).

No dividends were declared or paid during the half-year ended 31 December 2023 (2022: nil).



## Review of Operations

### EXTRACT

#### Natural Flake Graphite

The Company's natural flake graphite business is focussed on development of the long-life, high quality Epanko Graphite Project in Tanzania, where extensive exploration, evaluation and feasibility programs have been completed to establish a development-ready new graphite mine. Rigorous evaluation conducted with prospective customers demonstrates that the unique geology of Tanzanian graphite delivers a superior battery anode material product which outperforms other global reference materials in mechanical shaping, purification and electrochemical benchmarking analysis.

#### Epanko Project Funding

On 29 November 2023, the Company announced that the German Government confirmed Epanko eligibility for cover in principle for the Untied Loan Guarantee ("UFK") scheme based on the support of German offtakers for the Company's initial 73,000tpa Epanko development. The Company has mandated KfW IPEX-Bank to obtain import credit cover from the Federal Republic of Germany and to arrange a senior debt facility of up to US\$105 million for the development of Epanko.

The UFK program is provided by the Federal Republic of Germany to incentivise the development of key projects that can provide a long-term supply of critical minerals for the German industry. Subject to satisfaction of credit criteria, loan funding can be provided under the program for terms longer than is generally available from commercial lenders, which provides increased financial flexibility for new developments during ramp-up and operation.

The KfW IPEX-Bank appointment is a key milestone for the successful development of Epanko.

#### Sector Leading ESG Credentials

Epanko's social and environmental planning programs were independently assessed in 2017 by KfW IPEX-Bank appointed SRK (UK) to comply with the Equator Principles, a globally recognised risk management framework adopted by leading financial institutions for assessing and managing social and environmental risks in new developments. Achieving this standard and satisfying International Finance Corporation Performance Standards and World Bank Group Environmental, Health and Safety Guidelines is critical to securing international financing support.

A refresh of the Resettlement Action Plan ("RAP") is well advanced in preparation for mine development. During the half-year, land parcel delineation, preliminary asset valuation and socio-economic surveys, were completed for the RAP area, a 2km buffer zone around this area and the access road to the site. The program involved extensive engagement with the local community and key stakeholders, including Government officials.

The results from this program are being compiled into an updated valuation report, which will be submitted for review and approval to the Ministry of Lands, Housing and Human Settlements Development. The report will form the basis of the updated RAP compensation arrangements.

The Company's updated Corporate Social Responsibility plan was submitted to the Mining Commission as per the new Mining (Corporate Social Responsibility) Regulations, 2023.

# Directors' Report



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### Environmental and Social Impact Assessment (ESIA)

An aquatic and terrestrial biodiversity study was completed and the draft report was received. There were no new requirements identified and the results of the testwork confirmed the Company's previous studies.

### Mine Planning

A pre-development drill program was completed with 1,835m of diamond drilling and 3,009m of reverse circulation drilling undertaken for the purposes of Resource infill and extension, infrastructure sterilisation and geotechnical, metallurgy and environmental monitoring.

Extensional Resource drilling was completed in the previously untested southern part of the Western Zone, which will support a new Mineral Resource estimate targeting a phased expansion of Epanko production from the initial targeted 73,000tpa up to 300,000tpa to meet forecast demand from the global lithium-ion battery market.

### Development

The detailed bid clarifications and selection process for appointment of the preferred EPCM contractor was undertaken during the half-year, with the focus on the Front-End Engineering Design ("FEED") phase, the proposed execution schedule and the EPCM contractual arrangements.

The FEED program will incorporate data from the drilling activities completed during the period to support final plant, mine layout and tailings storage facility designs.

### Production targets and financial information

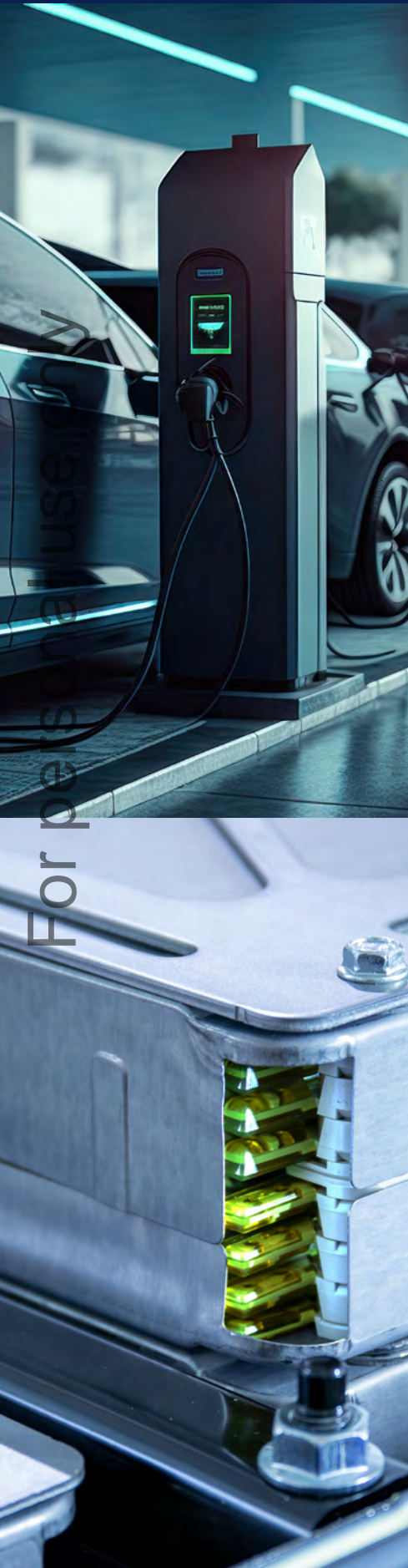
Information in this report relating to the Bankable Feasibility Study conducted on the Epanko Graphite Project, including production targets and forecast financial information derived from the production targets, included in this report is extracted from an ASX announcement dated 21 June 2017 "Updated Bankable Feasibility Study" available at [www.ecograf.com.au](http://www.ecograf.com.au) and [www.asx.com.au](http://www.asx.com.au). The Company confirms that all material assumptions underpinning the production targets and forecast financial information derived from the production targets set out in the announcements released on 21 June 2017, 2 March 2023 and 28 April 2023 continue to apply and have not materially changed.

## UPGRADE

### EcoGraf™ Battery Anode Material

The Company is developing a battery anode material business that will provide a new supply of high quality purified spherical graphite for the high growth lithium-ion battery market, using its HFfree purification process developed in Australia and Germany. The EcoGraf HFfree™ purification process has been refined through extensive testing and analysis conducted by EcoGraf in Australia, Europe and Asia, with the Company also lodging patents and trademarks in key global lithium-ion battery markets.

On 18 July 2023, the Company received notice from the US Patent and Trademark Office that its patent application, filed on 1 November 2022, entitled "Method of Producing Purified Graphite" was granted.



### Product Qualification Facility

The new facility is jointly funded through the Australian Commonwealth Government's Critical Minerals Development Program, which is supporting the advancement of Australia's critical minerals processing capabilities. It will complement the Company's product testing activities and support offtake discussions with prospective anode, battery and electric vehicle customers in Europe, North America and Asia and a key step towards the Company's development of commercial scale battery anode material operations.

### Tanzanian Spherical Graphite Facility

Mechanical micronising and shaping is the first step in the conversion of high-quality flake graphite concentrate into battery grade anode material used in the production of lithium-ion batteries.

An engineering study was completed during the period to evaluate potential locations for the development of a spherical graphite facility in Tanzania. The study identified several locations with access to suitable transportation infrastructure, site services, skilled personnel and containerised export facilities. The proposed Spherical Graphite Facility will benefit from Tanzania's low-cost, low CO<sub>2</sub> hydropower, its central location to supply global battery markets and the availability of investment incentives provided by the Tanzanian Export Processing Zone Authority.

### Product Development and Strategic Collaboration

Assessment and qualification of the Company's purified spherical graphite products is continuing with major battery customers in Asia, Europe and North America for the Company's high density spherical graphite products, hdBAM and SuperBAM.

A strategic collaboration was entered into during the half-year with Vietnam based VinES Energy Solutions Joint Stock Company ("VinES") to undertake a feasibility study to evaluate development of a battery anode material facility in Vietnam using EcoGraf HFfree™ processing technology. VinES is an innovative clean energy solutions provider and lithium-ion battery manufacturer and together with VinFast, a global electric vehicle manufacturer, is a member of VinGroup, the largest private conglomerate in Vietnam.

## RECYCLE

### Anode Recycling

EcoGraf is leveraging its proprietary EcoGraf HFfree™ purification process to recover and re-use anode materials, with an initial focus on production scrap from anode cell and battery manufacturing. Key advances during the half-year included:

- Positive test results for production anode scrap of 99.5% carbon, demonstrating the potential to recycle this material in the battery supply chain; and
- Improvement to the process flowsheet for the treatment of recycled anode scrap, utilising EcoGraf's HFfree™ purification process.

# Directors' Report



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## Significant Changes in the State of Affairs

There were no significant changes in the state of affairs of the consolidated entity during the half-year period ended 31 December 2023.

## Rounding

The amounts contained in this report and in the condensed consolidated financial statements have been rounded to the nearest thousand (unless otherwise stated) under the option available to the Company under ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191. The Company is an entity to which the legislative instrument applies.

## Auditor's Independence Declaration

The auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 21 of this report.

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

**Andrew Spinks**  
**Managing Director**

12 March 2024



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# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the half-year ended 31 December 2023

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## Income

Research and development tax credit	
Government grant	
Interest income	

## Expenses

Corporate and administrative expenses	
Depreciation	
Downstream processing expenses	
Employee benefits	
Exploration and evaluation expense	
Finance charges	
Foreign exchange losses (net)	
Share-based payments	

### Loss before income tax

Income tax expense

### Loss after income tax for the period

## Other comprehensive loss

Exchange differences arising on translation of foreign operations	
Other comprehensive income for the period	

### Total comprehensive loss for the period, net of income tax

### Loss per share attributable to equity holders of the Company:

Basic loss per share (cents per share)	
Diluted loss per share (cents per share)	

	31 December 2023 \$'000	31 December 2022 \$'000
	1,093	1,039
	520	-
	783	585
	<b>2,396</b>	<b>1,624</b>
	(1,193)	(2,157)
	(45)	(10)
	(1,773)	(1,724)
	(1,106)	(1,140)
	(135)	(181)
	(7)	-
	(30)	(5)
	(412)	(185)
	<b>(4,701)</b>	<b>(5,402)</b>
	<b>(2,305)</b>	<b>(3,778)</b>
	-	-
	<b>(2,305)</b>	<b>(3,778)</b>
	(2,512)	-
	<b>(2,512)</b>	-
	<b>(4,817)</b>	<b>(3,778)</b>
	<b>Cents</b>	<b>Cents</b>
	(0.51)	(0.84)
	(0.51)	(0.84)

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

# Condensed Consolidated Statement of Financial Position

As at 31 December 2023

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## Assets

### Current assets

Cash and cash equivalents

Other receivables

Prepayments

**Total current assets**

### Non-current assets

Other receivables

Exploration and evaluation assets

Plant and equipment

Right-of-use asset

**Total non-current assets**

**Total assets**

## Liabilities

### Current liabilities

Trade and other payables

Deferred revenue

Lease liability

Employee provisions

**Total current liabilities**

### Non-current liabilities

Other payables

Lease liability

Employee provisions

**Total non-current liabilities**

**Total liabilities**

**Net assets**

## Equity

Contributed equity

Reserves

Accumulated losses

**Total equity**

Note	31 December 2023 \$'000	30 June 2023 \$'000
	30,467	38,606
	1,331	137
	167	320
	<b>31,965</b>	<b>39,063</b>
	195	-
3	26,023	22,975
	56	53
	269	-
	<b>26,543</b>	<b>23,028</b>
	<b>58,508</b>	<b>62,091</b>
	2,672	1,603
4	524	1,044
5	94	-
	257	244
	<b>3,547</b>	<b>2,891</b>
	236	263
5	179	-
	55	41
	<b>470</b>	<b>304</b>
	<b>4,017</b>	<b>3,195</b>
	<b>54,491</b>	<b>58,896</b>
6	99,834	99,834
	9,103	11,203
	(54,446)	(52,141)
	<b>54,491</b>	<b>58,896</b>

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

# Condensed Consolidated Statement of Changes in Equity

For the half-year ended 31 December 2023

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	Contributed equity \$'000	Accumulated losses \$'000	Foreign currency translation reserve \$'000	Loan share reserve \$'000	Share-based payments reserve \$'000	Total \$'000
<b>As at 1 July 2022</b>	99,834	(44,842)	-	(1,399)	9,825	63,418
Loss for the period	-	(3,778)	-	-	-	(3,778)
<b>Transactions with owners in their capacity as owners</b>						
Share based payments	-	-	-	152	-	152
Share plan shares released	-	-	-	-	185	185
<b>Balance at 31 December 2022</b>	<b>99,834</b>	<b>(48,620)</b>	<b>-</b>	<b>(1,247)</b>	<b>10,010</b>	<b>59,977</b>
<b>As at 1 July 2023</b>	99,834	(52,141)	1,698	(945)	10,450	58,896
Loss for the period	-	(2,305)	-	-	-	(2,305)
Other comprehensive income	-	-	(2,512)	-	-	(2,512)
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>(2,305)</b>	<b>(2,512)</b>	<b>-</b>	<b>-</b>	<b>(4,817)</b>
<b>Transactions with owners in their capacity as owners:</b>						
Share based payments	-	-	-	-	412	412
<b>Balance at 31 December 2023</b>	<b>99,834</b>	<b>(54,446)</b>	<b>(814)</b>	<b>(945)</b>	<b>10,862</b>	<b>54,491</b>

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

# Condensed Consolidated Statement of Cash Flows

For the half-year ended 31 December 2023

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## Operating Activities

Payments to suppliers and employees

**Net cash flows used in operating activities**

## Investing Activities

Payments for plant and equipment

Payments for exploration and evaluation assets

Interest received

Other financial assets - term deposits at bank

**Net cash flows (used in)/ from investing activities**

## Financing Activities

Repayment of share plan loans

**Net cash flows from financing activities**

**Net decrease in cash and cash equivalents**

Cash and cash equivalents at beginning of the period

**Cash and cash equivalents at end of the period**

Other financial assets - term deposits at bank

	31 December 2023 \$'000	31 December 2022 \$'000
	(3,781)	(6,005)
	<b>(3,781)</b>	<b>(6,005)</b>
	(15)	-
	(5,126)	(124)
	783	41
	-	5,000
	<b>(4,358)</b>	<b>4,917</b>
	-	152
	-	<b>152</b>
	<b>(8,139)</b>	<b>(936)</b>
	38,606	6,728
	<b>30,467</b>	<b>5,792</b>
	-	35,000
	<b>30,467</b>	<b>40,792</b>

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

# Notes to the Condensed Consolidated Financial Statements

For the half-year ended 31 December 2023

## 1. Company Information

The condensed consolidated financial statements of EcoGraf Limited and its subsidiaries (collectively, the “consolidated entity”) for the half-year ended 31 December 2023 were authorised for issue in accordance with a resolution of the directors on 12 March 2024.

EcoGraf Limited (“the Company” or “the parent”) is a for profit company limited by shares incorporated in Australia whose shares are publicly listed on the Australian Securities Exchange and Frankfurt Stock Exchange. It has activities in Australia and Tanzania, with the country of domicile being Australia and the registered office located in Australia.

The nature of operations and principal activities of the consolidated entity are described in the directors’ report.

## 2. Material Accounting Policy Information

The financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standard AASB 134 Interim Financial Reporting and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with AASB 134 ensures compliance with International Accounting Standard 34 *Interim Financial Reporting*.

The financial statements do not include all of the information required for annual financial statements and should be read in conjunction with the annual financial report for the year ended 30 June 2023, together with any public announcements made by the Company during the half-year ended 31 December 2023 in accordance with the continuous disclosure requirements of the *Corporations Act 2001* and the ASX Listing Rules.

All amounts have been rounded to the nearest thousand, unless otherwise stated, in accordance with ASIC Corporations (rounding in financial/directors’ reports) instrument 2016/191.

The accounting policies adopted in the preparation of the half-year financial report are consistent with those adopted and disclosed in the Company’s annual financial report for the year ended 30 June 2023.

### New or amended Accounting Standards and Interpretations adopted

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

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

## 3. Exploration and Evaluation Assets

### Opening balance at the beginning of the period

Capitalised expenditure at cost

Foreign exchange movement on exploration and evaluation asset

### Carrying amount at the end of the period

	31 December 2023 \$’000	30 June 2023 \$’000
	22,975	18,403
	4,526	2,898
	(1,478)	1,674
	<b>26,023</b>	<b>22,975</b>

### Judgements and estimates

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

### Epanko project

All expenditures related to this project are capitalised, as these expenditures are expected to be recovered through successful development of the project.

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# Notes to the Condensed Consolidated Financial Statements

For the half-year ended 31 December 2023

## All other projects

All exploration and evaluation expenditures associated with other projects have been expensed in the period in which they are incurred.

## 4. Deferred Revenue

### Opening balance at the beginning of the period

Received during the period

Released to the statement of profit or loss

### Carrying amount at the end of the period

31 December 2023 \$'000	30 June 2023 \$'000
1,044	-
-	1,044
(520)	-
<b>524</b>	<b>1,044</b>

The deferred revenue relates to a grant received under the Critical Minerals Development Program.

## 5. Lease Liability

Current

Non-current

### Maturity analysis

Within one year

Later than one year and not later than five years

Less: unearned finance cost

### Carrying amount at the end of the period

31 December 2023 \$'000	30 June 2023 \$'000
94	-
179	-
<b>273</b>	<b>-</b>
108	-
190	-
298	-
(25)	-
<b>273</b>	<b>-</b>

### a) Amounts recognised in profit or loss

Amount recognised in profit or loss arising from leases:

Depreciation expense on right-of-use assets

Interest expense on lease liabilities

31 December 2023 \$'000	30 June 2023 \$'000
34	-
7	-

The right-of-use assets relates to the lease of the Corporate office under a three-year agreement.

# Notes to the Condensed Consolidated Financial Statements

For the half-year ended 31 December 2023

## 6. Contributed Equity

### 1 July 2023

Shares issued from the exercise of performance rights

### 31 December 2023

No. of shares	\$'000
450,333,459	99,834
3,698,360	-
<b>454,031,819</b>	<b>99,834</b>

## 7. Segment Information

Information reported to the chief operating decision maker (CODM) for the purpose of resource allocation and assessment of segment performance focuses on the geographical location of the consolidated entity's principal activities, which are located in Tanzania and Australia.

### Six months ended 31 December 2022

Segment revenues

Segment results

### Six months ended 31 December 2023

Segment revenues

Segment results

### 30 June 2023

#### Segment assets

Exploration and evaluation assets

Plant and equipment

Segment non-current assets

Unallocated assets:

Cash and cash equivalents

Other receivables

Prepayments

#### Total assets

Segment liabilities

#### Total liabilities

	Australia \$'000	Tanzania \$'000	Consolidated \$'000
Segment revenues	1,624	-	1,624
Segment results	(3,457)	(321)	(3,778)
Segment revenues	2,396	-	2,396
Segment results	(1,982)	(323)	(2,305)
Exploration and evaluation assets	-	22,975	22,975
Plant and equipment	24	29	53
Segment non-current assets	24	23,004	23,028
Cash and cash equivalents			38,606
Other receivables			137
Prepayments			320
<b>Total assets</b>			<b>62,091</b>
Segment liabilities	(2,430)	(765)	(3,195)
<b>Total liabilities</b>			<b>(3,195)</b>

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# Notes to the Condensed Consolidated Financial Statements

For the half-year ended 31 December 2023

31 December 2023

## Segment assets

Other receivables

Exploration and evaluation assets

Plant and equipment

Right-of-use asset

Segment non-current assets

Unallocated assets:

Cash and cash equivalents

Other receivables

Prepayments

**Total assets**

Segment liabilities

**Total liabilities**

	Australia \$'000	Tanzania \$'000	Consolidated \$'000
	-	195	195
	-	26,023	26,023
	18	38	56
	269	-	269
	287	26,256	26,543
			30,467
			1,331
			167
			<b>58,508</b>
	(2,461)	(1,556)	(4,017)
			<b>(4,017)</b>

## 8. Share-based payments

### Incentive Performance Rights

Set out below are the number and movement of performance rights granted under the plan:

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/forfeited/other	Balance at the end of the year
20 Jan 2021	19 Jan 2026	Nil	7,450,000	-	(2,775,000)	-	4,675,000
8 Dec 2021	7 Dec 2027	Nil	641,650	-	(320,825)	-	320,825
8 Dec 2021	7 Dec 2026	Nil	500,000	-	-	-	500,000
29 Nov 2022	29 Dec 2027	Nil	1,000,000	-	-	-	1,000,000
21 Feb 2023	21 Feb 2028	Nil	326,868	-	(162,593)	-	164,275
21 Feb 2023	21 Feb 2028	Nil	3,952,557	-	-	(1,994,862)	1,957,695
23 Oct 2023	15 Nov 2028	Nil	-	439,942	(439,942)	-	-
22 Dec 2023	22 Dec 2028	Nil	-	2,000,000	-	-	2,000,000
			<b>13,871,075</b>	<b>2,439,942</b>	<b>(3,698,360)</b>	<b>(1,994,862)</b>	<b>10,617,795</b>

The performance rights granted during the half-year included 439,942 performance rights issued under a short-term incentive arrangement and 2,000,000 performance rights issued under a long-term incentive arrangement to key management personnel.

Performance rights issued under the short-term incentive arrangement vested upon grant and were exercisable immediately with a nil exercise price and expiry date of 15 November 2028.

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EXTRACT UPGRADE RECYCLE

# Notes to the Condensed Consolidated Financial Statements

For the half-year ended 31 December 2023

Vesting conditions attached to performance rights issued under the long-term incentive arrangement are as follows:

Performance rights granted	Vesting Conditions
2,000,000 performance rights granted on 22 Dec 2023	<ul style="list-style-type: none"> <li>30% vests on the 20-day VWAP of the Company's Shares being equal to or greater than \$0.30</li> <li>30% vests on the 20-day VWAP of the Company's Shares being equal to or greater than \$0.40</li> <li>20% vests on commissioning of the Company's Battery Anode Material Product Qualification Facility</li> <li>20% vests on commencement of construction of the Company's:                             <ol style="list-style-type: none"> <li>Epanko Graphite Project; or</li> <li>commercial scale Battery Anode Material Facility.</li> </ol> </li> </ul>

As vesting conditions attached to the performance rights are both market and non-market conditions, the fair value at grant date has been independently determined using various pricing models such as trinomial and Black Scholes option pricing models. These models take into account the exercise price, the term of the performance right, the share price at grant date, expected price volatility of the underlying share and the risk-free rate for the term of the performance right. Model inputs for performance rights granted during the half-year are as follows:

Grant date	22 Dec 2023
Expiry date	22 Dec 2028
Number of performance rights	2,000,000
Share price at grant date	\$0.135
Exercise price	Nil
Expected volatility	90%
Dividend yield	Nil
Risk-free rate	3.70%
Weighted average fair value	0.123

## Share Plans

During the period, the repayment date of non-recourse loans relating to plan shares issued in 2017 at prices of \$0.228 and \$0.151 was extended to increase the likelihood of the Company receiving the benefit of the cash funds receivable upon repayment. The extension has been treated as a modification with a resulting share-based payment expense. Model inputs for the valuation of the modification are as follows:

Modification date	10 Jul 2023	10 Jul 2023
Extended terms (years)	0.95	0.95
Number of loan shares	1,000,000	2,750,000
New expiry date	22 Jun 2024	22 Jun 2024
Exercise price	\$0.228	\$0.151
Expected volatility	100%	100%
Dividend yield	Nil	Nil
Risk-free rate	4.10%	4.10%

## Share-based payment expense

The total value of performance rights vested and modification of share plans recognised in the current period is \$412,000 (2022: \$185,000).

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# Notes to the Condensed Consolidated Financial Statements

For the half-year ended 31 December 2023

## 9. Dividends

No dividends were declared or paid during the half-year ended 31 December 2023 (2022: nil).

## 10. Contingent Assets and Liabilities

There are no contingent assets or liabilities at 31 December 2023 (2022: nil).

## 11. Events Subsequent to Reporting Date

On 19 January 2024, the Company issued 360,510 performance rights under a short-term incentive arrangement and 1,779,375 performance rights under a long-term incentive arrangement to Andrew Spinks, the Managing Director. These performance rights were issued in accordance with the approval obtained in the Annual General Meeting held on 27 November 2023.

On 11 March 2024, the Company announced the Mineral Resource Estimate ("MRE") at its Epanko Graphite Project increased to 290.8MT at 7.2%TGC for 21.0Mt of contained graphite, an increase of 127% from the previous MRE announced on 2 March 2023. The MRE incorporates the results of the 2023 drilling and trenching program (refer to ASX Announcement dated 11 March 2024).

No other 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.

# Directors' Declaration

In the directors' opinion:

1. The interim financial statements, comprising the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of financial position, condensed consolidated statement of changes in equity, condensed consolidated statement of cash flows and accompanying notes, are in accordance with the *Corporations Act 2001* and:
  - a) Comply with Australian Accounting Standard AASB 134 *Interim Financial Reporting and the Corporations Regulations 2001*; and
  - b) Give a true and fair view of the consolidated entity's financial position at 31 December 2023 and of its performance for the financial half-year ended on that date.
2. 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 made in accordance with a resolution of the directors, pursuant to section 303(5)(a) of the *Corporations Act 2001*.



**Andrew Spinks**  
Managing Director

12 March 2024

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# Auditor's Independence Declaration

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## RSM Australia Partners

Level 32 Exchange Tower  
2 The Esplanade Perth WA 6000  
GPO Box R1253 Perth WA 6844

T +61 (0) 8 9261 9100  
F +61 (0) 8 9261 9111

### AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of EcoGraf Limited for the half-year ended 31 December 2023, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

RSM AUSTRALIA PARTNERS

TUTU PHONG  
Partner

Perth, WA  
Dated: 12 March 2024

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# Auditor's Review Report

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RSM Australia Partners

Level 32 Exchange Tower  
2 The Esplanade Perth WA 6000  
GPO Box R1253 Perth WA 6844

T +61(0)8 92619100  
F +61(0)8 92619111  
www.rsm.com.au

## INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF ECOGRAF LIMITED

### Report on the Half-Year Financial Report

#### Conclusion

We have reviewed the accompanying half-year financial report of EcoGraf Limited (the Company) which comprises the condensed consolidated statement of financial position as at 31 December 2023, the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the Company and the entities it controlled at the half-year end or from time to time during the half-year.

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 EcoGraf Limited is not in accordance with the *Corporations Act 2001* including:

- (a) 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; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

#### Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Company 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 annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of EcoGraf Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

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## *Directors' Responsibility for the Half-Year Financial Report*

The directors of EcoGraf Limited 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 for the Review of the Financial Report*

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 Standard 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 consolidated 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 AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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.

A stylized, handwritten-style logo for RSM.

RSM AUSTRALIA PARTNERS

A handwritten signature in black ink.

TUTU PHONG  
Partner

Perth, WA  
Dated: 12 March 2024

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