ANNUAL FINANCIAL REPORT
For the year ended 31 December 2023

Corporate Directory

AuKing Mining Limited

Board of Directors

Mr Asimwe Kabunga (Executive Chair)
Mr Peter Tighe (Non-Executive Director)
Mr Shizhou Yin (Non-Executive Director)
Mr Park Wei (Non-Executive Director)

Chief Executive Officer
Mr Paul Williams

Company Secretary
Mr Paul Marshall

Head Office and Registered Office

Suite 2208, Level 22
127 Creek Street
Brisbane QLD 4000

Telephone: 07 3535 1208
Email: admin@aukingmining.com
Website: www.aukingmining.com

Auditors

BDO Audit Pty Ltd
Level 10, 12 Creek Street
Brisbane QLD 4000

Telephone: 07 3237 5999
Website: www.bdo.com.au

Share Registry

Link Market Services Limited
Level 21
10 Eagle Street
Brisbane QLD 4000

Telephone: 1300 554 474
Facsimile: 02 9287 0303
Website: www.linkmarketservices.com.au

Stock Exchange Listing

Australian Securities Exchange
ASX Code: AKN

Australian Business Number

29 070 859 522

CONTENTS

REVIEW OF OPERATIONS

Koongie Park Project

Western Australia, Australia

Ownership 100% (subject to 1% net smelter royalty)

Total JORC Resources: **Sandiego/Onedin** - 8.9 million tonnes @ 1.01% Cu, 3.67% Zn, 0.16g/t Au, 32g/t Ag, 0.77% Pb and **Emull -**12.2 million tonnes @ 0.27% Cu, 0.38% Zn, 0.09% Pb and 4.9g/t Ag

Sandiego Scoping Study

On 1 June 2023 AuKing announced the results of a Scoping Study designed to assess the development of an open-pit and underground mining operation at the Sandiego deposit. The Scoping Study confirmed the potential for a financially robust, globally competitive copper/zinc project in north-east Western Australia, including nearby deposits owned by Cazaly Resources Ltd (ASX:CAZ). Mineralisation is proposed to be sourced from four open pit mines (Sandiego, Mt Angelo North, Onedin and a later-staged operation at the low-grade Bommie) and an underground mine at Sandiego – all to be processed from a central facility at Sandiego.

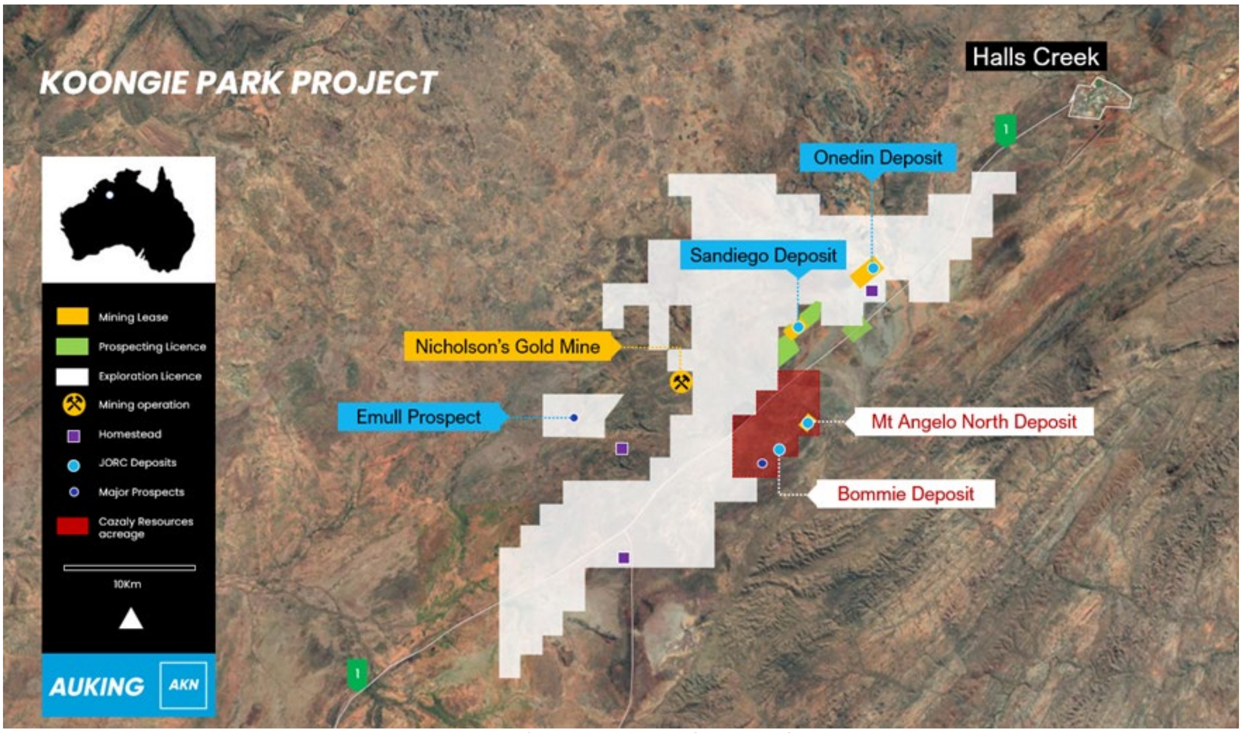

Figure 1. *Location of Koongie Park Scoping Study deposits*

Features of the Study outcomes included:

- Life-of-Mine (LOM) of 11 years with an estimated total production of 110kt Cu, 38kt Zn and 355koz Ag
- Processing nameplate capacity is 750ktpa of run-of-mine (ROM) ore
- Strong project economics and financial returns including:
    - Pre-production Capex of A$134M, with an estimated 2.45 years payback period
    - Robust pre-tax NPV_8 of approximately A$176.9M and 39.7% IRR
    - Life of Mine EBITDA of A$443.8M with an average operating cashflow of A$40.3M per annum.

Further Acquisition of Joint Venture Interests

Under the terms of the Earn-in and Joint Venture Agreement dated 8 February 2021, upon the participating interest of Astral Resources (AAR) in the Koongie Park Joint Venture diluting below 10%, AAR is deemed to have withdrawn from the KPJV and the remaining participating interest converts to a net smelter return royalty. As a result of further sole funding of project expenditure by AuKing during the year, AAR's participating interest was deemed to have diluted below 10% with effect from 30 June 2023 and AuKing moved to the 100% participating interest at the same time.

AAR retains the right to explore for and develop gold and other precious metals within the Koongie Park project area, including platinum group elements. These rights do not apply to the mining licences on which the Onedin and Sandiego deposits are situated.

Sandiego North Soil Sampling

Early in 2023, the Company completed a soil sampling program over the Sandiego North area to follow up on mineralisation identified in and around the waterbore drill hole (ASWB001) which is situated 700m north of the Sandiego deposit. The purpose of the soil program was to identify any geochemical continuity between Sandiego and Sandiego North.

Figure 2 below shows the sample locations that were targeting the area between the main Sandiego deposit and Sandiego North – with the Sandiego mining study including a possible open pit mine, the ability to identify further open-pittable resources at Sandiego North becomes quite significant. From the assay results received during the year (and as illustrated in Figure 2) there is a clear Cu geochemical trend from ASWB001 back towards the main Sandiego deposit to the south-west.

Samples were taken on a nominal 50m x 20m spacing for a total of approx. 330 samples in total. The results from this program clearly demonstrate the need for several drill holes to test the extent of potential copper mineralisation across this very prospective zone.

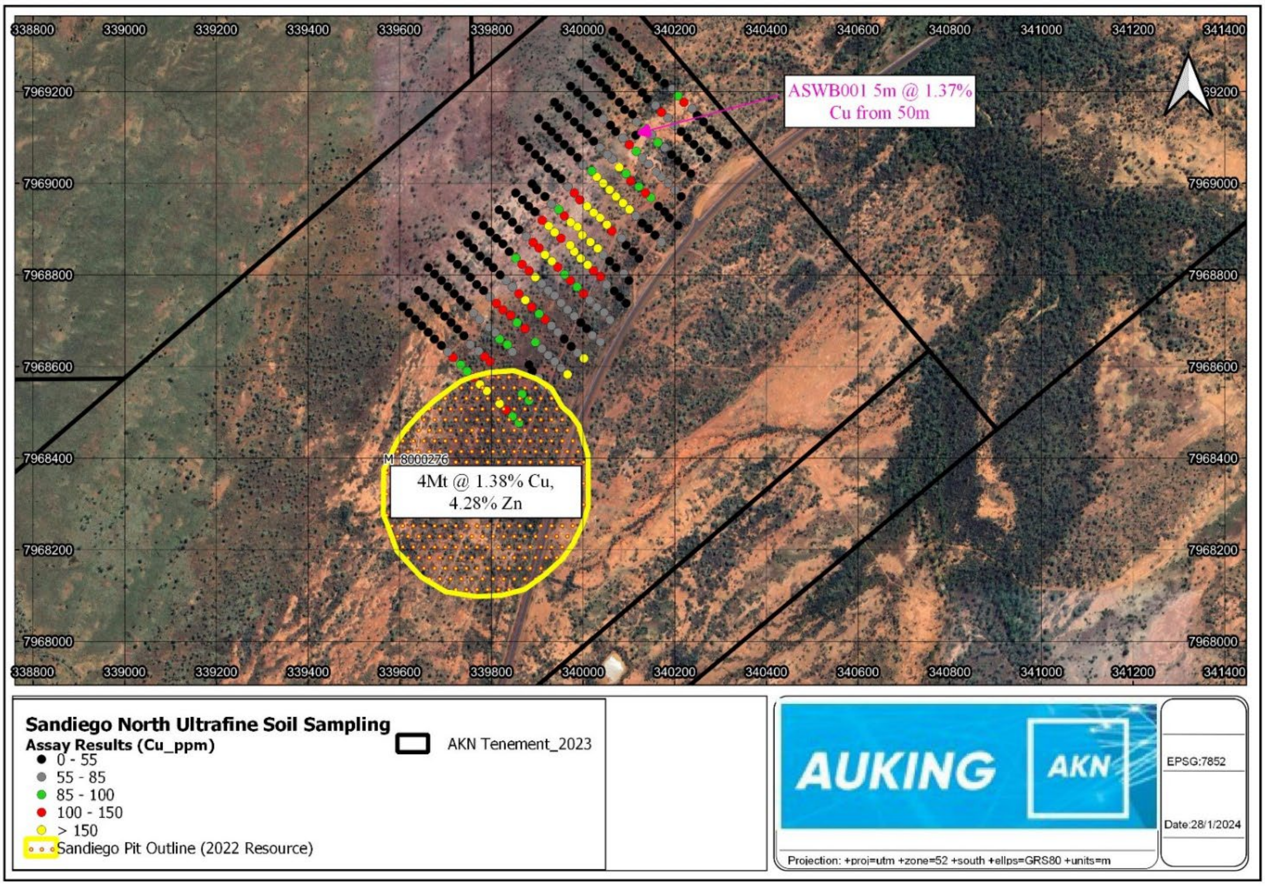

Figure 2 – *AuKing's Sandiego North soil sampling area*

Onedin Metallurgical Testwork

A proposal to carry out a pre-feasibility study to establish a suitable metallurgical testwork program at Onedin was received during the year, but further work on such a program was deferred pending availability of additional funding sources for such activity.

Tanzania

Ownership 100%

Uranium and Copper projects

In January 2023, AuKing announced completion of the acquisition of its 100% interest in six projects in Tanzania (Ref ASX Release 31 January 2023).

Four of the projects are prospective for uranium (Manyoni, Mkuju, Itigi and Magaga) and the other two are prospective for copper (Mpanda and Karema). Mkuju is the priority focus of exploration activities in Tanzania.

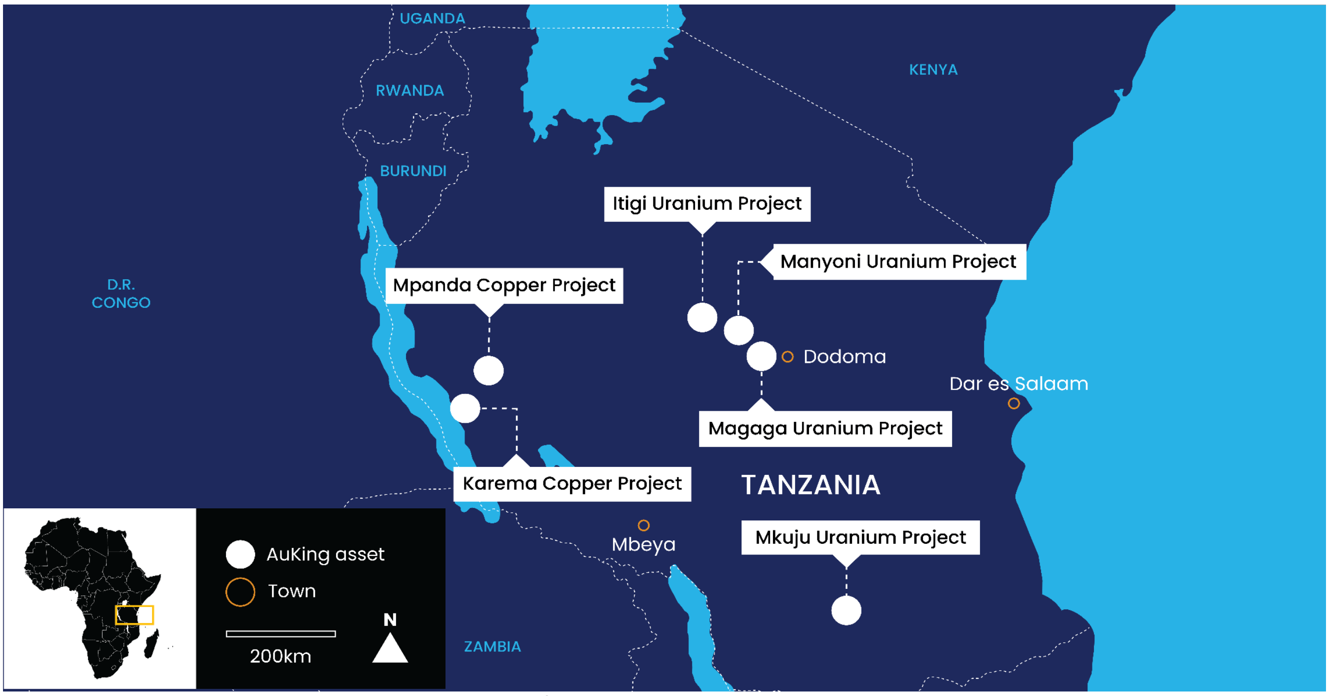

***Figure 3** - Locations of Tanzanian uranium and copper projects*

Mkuju Exploration Program

On 30 August 2023 AuKing announced that exploration activities had commenced at the high priority Mkuju uranium project in southern Tanzania.

Mkuju is situated immediately to the south-east of the world class Nyota uranium project that was the primary focus of exploration and development feasibility studies by then ASX-listed Mantra Resources Limited (MRU). Not long after completion of feasibility studies for Nyota in early 2011, MRU announced a A$1.16Bn takeover offer from the Russian group ARMZ. The takeover was finalised in mid-2011.

MRU completed a high-resolution helicopter-borne radiometric survey over the entire Mkuju River Project area in mid-2007 which resulted in the identification of several uranium anomalies requiring field evaluation. Geological mapping, ground radiometrics and trenching were completed on various target areas. Although preliminary in nature, the field observations were positive with visible uranium mineralisation being recorded in trenches at a number of the targets.

The historical MRU mapping identified sub-horizontal beds of medium to coarse grained sandstones, interbedded, multiple layers of claystone and a distinctive stratigraphic marker horizon consisting of petrified wood fragments and tree trunks. The mapping confirmed the radiometric anomalism to be associated with two linear structural corridors and associated, second order north-west orientated jointing and faulting. Secondary uranium mineralisation is associated with the claystone and wood bearing gritstone horizons, with enrichment along the preferred structural zones. The location of the potential 'remobilised' uranium and testing of high-grade zones will be the focus of AuKing's drilling activities.

Soil and rock chip sampling at Mkuju

A detailed summary of results achieved from the Stage 1 soil sampling and rock chip exploration program at Mkuju is set out in ASX Releases dated 16 October and 20 November 2023 respectively) and include the following highlights:

- A total of 66 sample results included pXRF results of:

  499ppm U_3O_8 from rock chip sample MKGS001

  481ppm U_3O_8 from rock chip sample MKGS006

  6,213ppm U_3O_8 from rock chip sample MKGS021

  652ppm U_3O_8 from rock chip sample MKGS056

  1,344ppm U_3O_8 from rock chip sample MKGS056

  549ppm U_3O_8 from rock chip sample MKGS057

- As illustrated below, the results from this program demonstrate a close correlation with the radiometric survey undertaken by Mantra Resources Limited in 2007 – thereby leaving open a significant prospective area for future drilling activities.

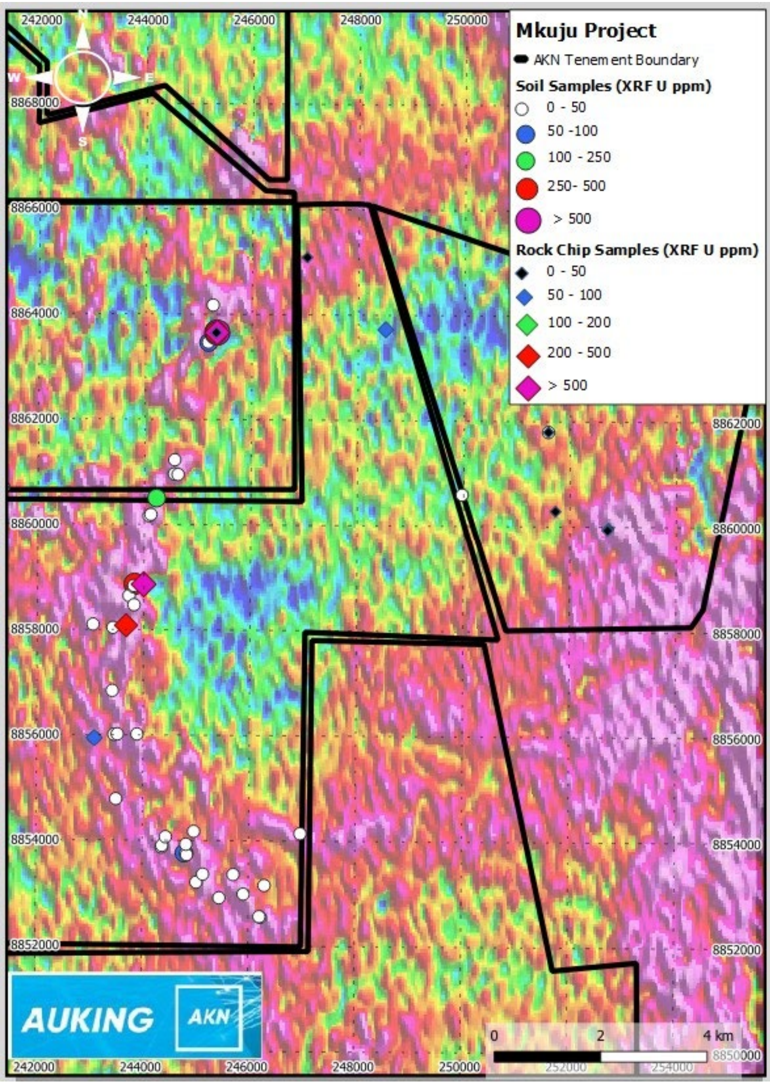

***Figure 4** – Mkuju Soil and Rock Chip Sample Locations and Results*

Auger drilling at Mkuju

A summary of the auger drilling results achieved from the Stage 1 exploration program at Mkuju are highlighted below and also set out in full in Annexure A of ASX release dated 29 December 2023:

Hole ID	From (m)	To (m)	Width	Grade (U ppm)
MKAU23_011	10	11	**1**	**38**
MKAU23_014	0	1	**1**	**159**
MKAU23_018	2	6	**4**	**48**
MKAU23_020	0	4	**4**	**598**
Incl.	0	1	**1**	**1896**
MKAU23_035	7	9	**2**	**110**
MKAU23_042	6	7	**1**	**51**
MKAU23_045	0	2	**2**	**169**
Incl.	0	1	**1**	**283**

***Table 1** – Mkuju highlighted auger drilling results*

A number of observations need to be made in relation to the auger drilling program:

- Overall, the auger drilling program comprised 55 holes for a total of 547m drilled, with the deepest hole being 18m and an average hole depth of 10m;
- AuKing's planned drilling for the auger rig was to achieve depths of 30m per hole and that based on historical drilling in the area (including at Nyota), uranium mineralization was expected to be observed if these drilling depths were achieved;
- However, as noted previously, the auger drilling rig has experienced several mechanical faults and other problems since arriving to site in August 2023 and these issues have prevented the 30m target depth being achieved for *any* drill hole;
- AuKing's exploration team believes this is the major reason why most of the auger holes did not identify uranium mineralisation – *the holes were simply not deep enough;*
- the auger rig has now been removed from site and is undergoing a major overhaul in Dar es Salaam. Whether it returns to the Mkuju site will be a matter for AuKing to consider as it would appear to make more sense for future drilling to be undertaken by way of air core/RC drilling rig; and
- Despite the ongoing mechanical problems, AuKing has still been able (in some of the drill holes) to identify significant uranium mineralization, including over to the eastern part of the Mkuju licence area. As has been the case with the reported rock chip and soil sample results, these auger drill results provide further correlation with the historical radiometric survey. More importantly, the results provide a strong basis for the next stage of proposed drilling at Mkuju which is planned for the first half of 2024, as soon as access is permissible after the wet season has concluded.

Diamond drilling at Mkuju

AuKing sought to mobilise the track-mounted diamond drilling rig in early November 2023 in an attempt to carry out a few quick drill holes to a depth of approximately 100m in order to test uranium mineralisation at certain priority target holes. Unfortunately, the rig arrived at site in mid-November and then had several days tramming (on its own tracks) to the first drill hole location. Mechanical breakdowns then occurred over the next few weeks with the rig and then final set-up delays meant that drilling did not commence on the first proposed hole until the week before Christmas. A total of 52m of diamond drilling was completed before the crew departed site for the Christmas/New Year vacation period. Rainfall has continued over this period and the prospect of further diamond drilling at this time is very unlikely.

The delays experienced with the diamond rig were frustrating and unfortunate and point to a greater likelihood that a track-mounted air core/RC drilling rig will be utilized for the planned future drilling at Mkuju.

Initial Itigi Drilling Program

Between May and July 2023 AuKing completed a total of 1,060.5m of air core (AC) drilling at the Itigi project (to the west of Manyoni in central Tanzania). This drilling was completed across 72 holes, to depths up to 15m where bedrock was encountered.

Assay results received by AuKing's exploration team were largely consistent with the initial XRF field measurements of the drilling samples. Although there were anomalous U_3O_8 readings across several drill holes (including up to a maximum reading of 304ppm U_3O_8), AuKing's drilling at Itigi was unable to replicate the historically-reported results in this area. As a consequence (and largely due to the expanded focus on Mkuju to the south) it is likely that AuKing will abandon it licence holdings at Itigi.

Revocation of Manyoni Licences

On 27 February 2023 AuKing advised of a decision by the Tanzanian Mining Commission to revoke two of the Company's PL holdings at Manyoni – PLs 12193 and 12194. As a result of this decision AuKing filed an appeal to the Tanzanian Minister of Mining under the relevant provisions of the Mining Act. A response to that appeal is still pending. Throughout the course of the year AuKing continued to liaise with representatives of the Ministry and also the Mining Commission, hopeful of a positive outcome from the discussions.

Expansion of Mkuju Area

In November 2023, AuKing secured the grant of three new prospecting licences (PLs) to the east of the existing Mkuju project areas, covering a highly prospective area of approximately 345 sq kms. As demonstrated in Figure 5 below, all three PL areas cover radiometric "highs" that appear to be of similar quality to the world class Nyota uranium deposit to the immediate north-east.

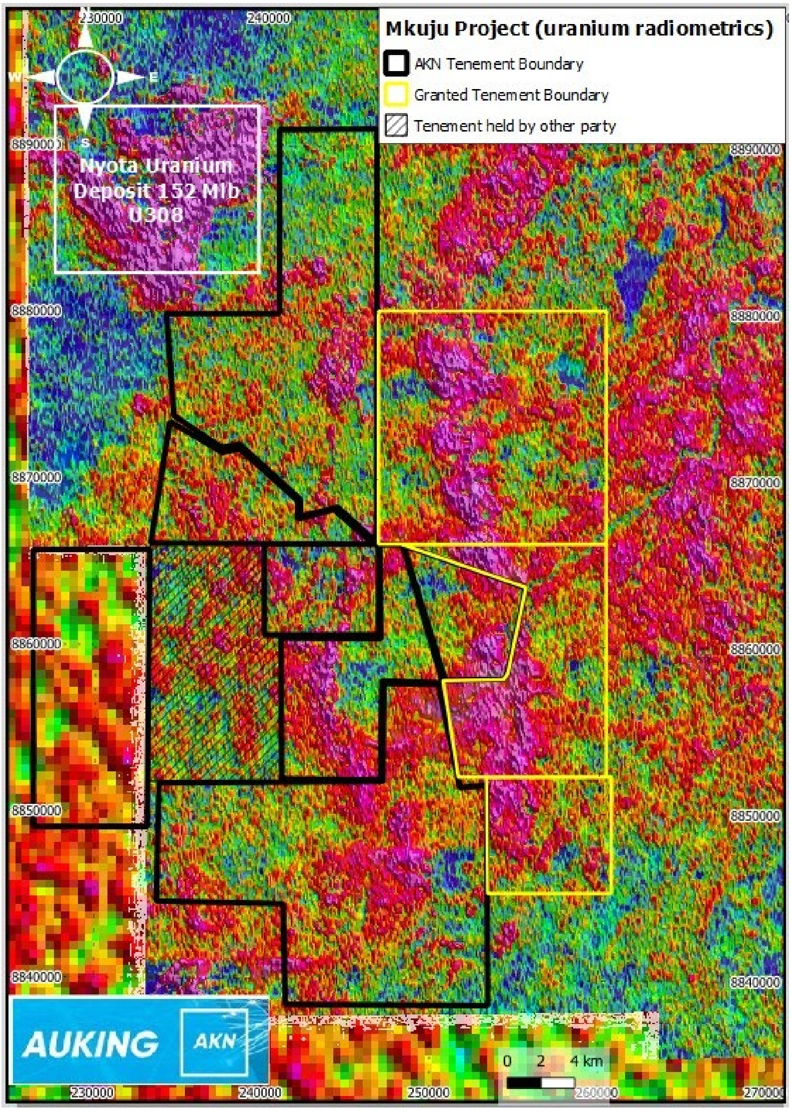

***Figure 5** – New Mkuju Licence Areas*

Corporate Activities

Capital Raising

During the March Quarter the Company completed a share placement to certain professional investors of 21,260,000 shares at 10c each to raise $2,126,000 (less issue costs). The 10c issue price represented a 69% premium to the prevailing share price on ASX. A further 10,630,000 free attaching options exercisable at 20c on or before 30 September 2025 were issued as part of the placement. The issue of these shares and options had previously been approved by AuKing shareholders at the 16 December 2022 extraordinary general meeting.

In November 2023, the Company completed a share placement to sophisticated and professional investors to raise $1.05 million (before costs) through the issue of 26,250,000 shares at an issue price of $0.04 each (Placement Shares). An additional series of free-attaching options (Placement Options) was issued with the Placement Shares on a 1:2 basis exercisable at 10c on or before 31 December 2025. Mr Asimwe Kabunga, the Board Chairman and major shareholder, agreed to participate in the Placement to the extent of a further $200,000, taking the total funds raised (excluding costs) to $1.25 million.

Board Changes

During the course of 2023, certain changes occurred to the AuKing Board of Directors as follows:

- Ms Anna Nahajski-Staples retired as a director and co-Chairman in early April;
- Mr Ian Hodkinson retired as a director in early April; and
- Mr Zuliang (Park) Wei was appointed as an additional director in early June.

Lapse of AKNO Options

On 30 June 2023, the existing ASX-listed AKNO options lapsed without any of them being exercised. There was a total of 42,871,380 of these AKNO options.

Competent Persons' Statements

The information relating to Exploration Results as outlined above is extracted from previous ASX announcements made by the Company. These reports are available to view on the Company's website www.aukingmining.com. This report was issued in accordance with the 2012 Edition of the JORC Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement. 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 announcements.

Annual Mineral Resource Statement

In accordance with ASX Listing Rule 5.21, the Company reviews and reports its Mineral Resources at least annually. The date of reporting is 31 December each year, to coincide with the Company's end of financial year balance date. If there are any material changes to its Mineral Resources over the course of the year, the Company is required to promptly report these changes.

The Company has not reported any changes to its Mineral Resources during the 2023 calendar year. The current reported JORC 2012 resource estimate for the Koongie Park project (Sandiego and Onedin) is **8.9Mt @ 1.01% Cu, 3.67% Zn, 0.16g/t Au, 32g/t Ag and 0.77% Pb,** details of which are set out below:

Onedin Mineral Resource Estimate and Metal Tonnes

Zone	Classification	Tonnes (Mt)	Copper (%)	Zinc (%)	Gold (g/t)	Silver (g/t)	Lead (%)
Cu Dominant	Indicated	1.5	1.1	0.6	0.2	47	1.2
	Inferred	-	-	-	-	-	-
Zn Dominant	Indicated	3.3	0.5	4.3	0.1	34	1.0
	Inferred	-	-	-	-	-	-
Resource Total and Grades		**4.8**	**0.7**	**3.2**	**0.1**	**38**	**1.1**
Zone	**Classification**	**Tonnes (Mt)**	**Copper (tonnes)**	**Zinc (tonnes)**	**Gold (oz)**	**Silver (Moz)**	**Lead (tonnes)**
Cu Dominant	Indicated	1.5	16,500	9,000	9,600	2.27	18,000
	Inferred	-	-	-	-	-	-
Zn Dominant	Indicated	3.3	16,500	141,900	10,600	3.61	33,000
	Inferred	-	-	-	-	-	-
Total Metal Tonnes			**33,000**	**150,900**	**20,200**	**5.88**	**51,000**

Note: *(1) Reported tonnes and grade are rounded*
(2) Reporting cut-off grades of 0.4% Cu and 1% Zn have been applied to the Onedin deposit

Sandiego Mineral Resource Estimate and Metal Tonnes

	Classification	Tonnes (Mt)	Copper (%)	Zinc (%)	Gold (g/t)	Silver (g/t)	Lead (%)
Cu Dominant	Indicated	1.7	2.3	0.8	0.3	18	0.2
	Inferred	0.3	1.6	3.0	0.2	5	0.0
	Sub Total	**2.0**	**2.2**	**1.1**	**0.3**	**16**	**0.1**
Zn Dominant	Indicated	2.0	0.6	7.3	0.1	35	0.7
	Inferred	0.1	0.2	6.1	0.1	10	0.1
	Sub Total	**2.1**	**0.6**	**7.3**	**0.1**	**34**	**0.7**
Resource Total and Grades		**4.1**	**1.4**	**4.3**	**0.2**	**25**	**0.4**
	Classification	**Tonnes (Mt)**	**Copper (tonnes)**	**Zinc (tonnes)**	**Gold (oz)**	**Silver (Moz)**	**Lead (tonnes)**
Cu Dominant	Indicated	1.7	39,100	13,600	16,400	0.98	3,400
	Inferred	0.3	4,800	9,000	1,900	0.05	0
	Sub Total	**2.0**	**43,900**	**22,600**	**18,300**	**1.03**	**3,400**
Zn Dominant	Indicated	2.0	12,000	146,000	6,400	2.25	14,000
	Inferred	0.1	200	6,100	300	0.03	100
	Sub Total	**2.1**	**12,200**	**152,100**	**6,700**	**2.28**	**14,100**
Total Metal Tonnes			**56,100**	**174,700**	**25,000**	**3.31**	**17,500**

Note: *(1) Reported tonnes and grade are rounded*

(2) Reporting cut-off grades of 0.8% Cu and 3% Zn have been applied to the Sandiego deposit

The information in this report that relates to Mineral Resources at the Koongie Park Project (Sandiego and Onedin) is based on information compiled by Mr David Williams who is a member of the Australian Institute of Geoscientists. Mr Williams is a Principal Consultant Geologist (Brisbane) of CSA Global and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which they are undertaking 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 Williams consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The current reported JORC 2012 resource estimate for the Koongie Park project (Emull) is **12.2Mt @ 0.27% Cu, 0.38% Zn, 0.09% Pb, and 4.9g/t Ag,** details of which are set out below:

Emull Mineral Resource Estimate and Metal Tonnes

December 2022 Mineral Resource Estimate (0.15% Cu Cut-off)

Type	Indicated Mineral Resource								
	Tonnage Mt	Cu %	Zn %	Pb %	Ag g/t	Cu t	Zn t	Pb t	Ag koz
Oxide	0.26	0.28	0.72	0.16	5.4	700	1,800	400	50
Transitional	0.34	0.29	0.68	0.17	7.0	1,000	2,300	600	80
Fresh	1.8	0.31	0.57	0.14	6.6	5,600	10,400	2,400	390
Total	**2.4**	**0.30**	**0.60**	**0.14**	**6.6**	**7,300**	**14,500**	**3,400**	**510**

Type	Inferred Mineral Resource								
	Tonnage Mt	Cu %	Zn %	Pb %	Ag g/t	Cu t	Zn t	Pb t	Ag koz
Oxide	0.04	0.24	0.23	0.05	3.1	100	100		
Transitional	0.05	0.25	0.18	0.04	3.4	100	100		10
Fresh	9.7	0.26	0.33	0.08	4.6	25,200	32,300	7,400	1,420
Total	**9.8**	**0.26**	**0.33**	**0.08**	**4.5**	**25,400**	**32,500**	**7,400**	**1,430**

Type	Total Mineral Resource								
	Tonnage Mt	Cu %	Zn %	Pb %	Ag g/t	Cu t	Zn t	Pb t	Ag koz
Oxide	0.29	0.28	0.66	0.14	5.2	800	1,900	400	50
Transitional	0.39	0.28	0.61	0.15	6.6	1,100	2,400	600	80
Fresh	11.5	0.27	0.37	0.09	4.9	30,800	42,700	9,800	1,810
Total	**12.2**	**0.27**	**0.38**	**0.09**	**4.9**	**32,700**	**47,000**	**10,800**	**1,940**

The information in this Report that relates to the Mineral Resource Estimate for Emull is based on information compiled by Mr Shaun Searle who is a Member of the Australasian Institute of Geoscientists. Mr Searle is an employee of Ashmore Advisory Pty Ltd and independent consultant to AuKing Mining Limited. Mr Searle has sufficient experience, which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he has undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for the Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Searle consents to the inclusion in this report of the matters based on this information in the form and context in which it appears.

In completing the review for the period ended 31 December 2023, the historical resource factors were reviewed and found to be relevant and current. The Koongie Park project has not been converted to an active operation yet and hence no material resource depletion has occurred for the review period.

Material Changes and Resource Statement Comparison

The 2012 JORC resource at Koongie Park (Sandiego and Onedin) and the maiden Emull resource (as shown above) are the current versions of the Mineral Resource estimates. The information in this Annual Report that relates to Mineral Resources was prepared and first disclosed under the JORC Code 2012 Edition. The Company is not aware of any new information or data that materially affects the information as previously released and all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

Governance Arrangements and Internal Controls

AuKing has ensured that the Mineral Resources quoted are subject to good governance arrangements and internal controls. The Mineral Resources reported have been generated by suitably qualified personnel who are experienced in best practices in modelling and estimation methods, and AuKing has also undertaken reviews of the quality and suitability of the underlying information used to determine the resource estimate.

Annual Review Competent Persons Statement

The information in this Annual Report that relates to the mineral resources and ore reserves statement as a whole has been reviewed and approved by Mr Chris Bittar who is a member of the Australasian Institute of Mining and Metallurgy. Mr Bittar is an employee of AuKing Mining Limited and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which they are undertaking 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 Bittar consents to the inclusion in this Report of the matters based on his information in the form and context in which it appears.

DIRECTORS AND OFFICERS

The following persons were directors of AuKing Mining Limited ('AKN' or 'the Company') during the whole of the financial period and up to the date of this report, unless stated:

Current Directors

Mr Asimwe Kabunga (Appointed 19 October 2022)
Executive Co-Chair, BSc (Mathematics and Physics)

Asimwe Kabunga is a Tanzanian born Australian entrepreneur with multiple interests in mining and IT businesses around the world.

Mr Kabunga has extensive experience in the mining industry, logistics, land access, tenure negotiation and acquisition, as well as a developer of technology businesses. Mr Kabunga has been instrumental in establishing the Tanzania Community of Western Australia Inc., and served as its first President. Mr Kabunga was also a founding member of Rafiki Surgical Missions and Safina Foundation, both NGOs dedicated to helping children in Tanzania.

Mr Kabunga has been a director of the following ASX listed companies in the prior 3 years:

- Lindian Resources Limited (appointed June 2017)
- Resource Mining Corporation (appointed May 2022)
- Volt Resources Limited (appointed August 2017)

Mr Peter Tighe (Appointed 9 June 2021)
Non-Executive Director

Mr Tighe started his working career in the family-owned JH Leavy & Co business, which is one of the longest established fruit and vegetable wholesaling businesses in the Brisbane Markets at Rocklea and has been trading since the late 1800s. As the owner and managing director of JH Leavy & Co, Mr Tighe expanded the company along with highly respected farms and packhouses that have been pleased to supply the company with top quality fruit and vegetables for wholesale/export for over 40 years. JH Leavy & Co is considered one of the most successful businesses operating within the Brisbane Markets.

Mr Tighe has been a director of Brisbane Markets Limited (BML) since 1999. BML is the owner of the Brisbane Markets® site and is responsible for its ongoing management and development of its $350m asset portfolio. As the proprietor of the site, BML has over 250 leases in place including selling floors, industrial warehousing, retail stores and commercial offices. BML acknowledges its role as an economic hub of Queensland, facilitating the trade of $1.5 billion worth of fresh produce annually, supporting local and regional businesses of the horticulture industry. As a Board member Mr Tighe has held roles in various sub-committees which include Chairman of Safety and Tenant Advisory Committee, BML Strategy Investment Committee, and Legal and Compliance Committee.

In 2016 the JH Leavy & Co business was sold but Mr Tighe has continued as the CEO of Global Fresh Australia, trading as JH Leavy & Co, to ensure a successful transition of ownership.

He has not been a Director of any other Australian listed company in the last three years.

Mr ShiZhou Yin (Appointed 9 June 2021)
Non-Executive Director

Mr. Yin is a Chinese national without any foreign permanent residence, holds a Master of Professional Accounting degree and is a Chinese Certified Public Accountant and a Senior Accountant. From September 1994 to September 2010, Mr. Yin served successively as Accountant of Beijing No. 2 Water Pipe Factory, Audit Manager and Audit Partner of Yuehua Certified Public Accountants Firm, and Senior Partner of Zhongrui Yuehua Certified Public Accountants Co., Ltd. From October 2010 to May 2011, Mr Yin served as Chief Financial Officer of JCHX Mining Management Co., Ltd. From May 2011 to April 2017, Mr Yin served as Chief Financial Officer and Secretary of the Board of Directors of JCHX Mining Management Co., LTD (Shanghai Stock Exchange Code: 603979).

From April 2017 Mr Yin has been Vice President, Chief Financial Officer and Secretary of the Board of JCHX Group Co., Ltd. Mr. Yin has been the chairman of the Board of Supervisors of JCHX Mining Management Co., Ltd (Shanghai Stock Exchange Code: 603979) since May 2017.

Mr Yin has been an Independent Director of:

- Beijing Century Real Technology Co.,Ltd. (Shenzhen Stock Exchange Code: 300150) since September 2018;
- Beijing Yiqiao Shenzhou Technology Co., LTD. (which is to be listed on Growth Enterprise Market ("GEM") of Shenzhen Stock Exchange) since March 2020; and
- previously, from October 2009 to March 2015, Dalian East New Energy Development Co., Ltd. (Shenzhen Stock Exchange Code: 300125).

He has not been a Director of any other Australian listed company in the last three years.

Mr Park (Zuliang) Wei (Appointed 5 June 2023)
Non-Executive Director, BA

Park Wei is a Chinese born Australian entrepreneur with multiple interests in property, mining and finance businesses around the world.

Mr Wei is currently the Chairman of a fund manager, PAN Australia Fund Management Pty Ltd (PAFM) and the founder of Top Pacific Group, which was established in 1994 and diversified into property development, construction, real estate sales, building and strata management. He developed extensive residential property projects with total turnover of more than $3 billion.

In 2019, Mr Wei took over PAFM (formerly Boill Fund Management Pty Ltd, a wholesale fund manager) to be main shareholder and Managing Director. Mr Wei has successfully invested in a number of equity investment projects in China and Australia, achieving good returns. Mr Wei also helped JAT fundraise $15 million to acquire the Australian dairy company ANMA.

He has not been a Director of any other Australian listed company in the last three years.

Interests in the shares and options of the Company

As at the date of this report, the interests of the Directors in the shares and options of AuKing Mining Limited are shown in the table below:

Director	Ordinary Shares	Options
Asimwe Kabunga	41,000,000	20,500,000
Peter Tighe	2,816,889	500,000
ShiZhou Yin *	9,425,092	500,000
Park Wei	9,000,000	2,000,000

* Shares are held by Bienitial International Industrial Co Ltd. Mr Yin has the capacity to control the voting of the shares held by Bienitial International Industrial Co Ltd.

Former Directors

Ms Anna Nahajski-Staples (Resigned 6 April 2023)
Non-Executive Co-Chair, BA Bus, F Fin, ACIS, GAICD

Ms Nahajski-Staples is an investment banker, public company director and manager, with nearly 30 years' experience (15 years in mining) representing over half a billion dollars in global transactions.

Mr Ian Hodkinson (Resigned 6 April 2023)
Non-Executive Director

Mr Hodkinson is a Registered Professional Geoscientist (RPGeo) in the fields of Mining and Mineral Exploration with over 40 years of experience in exploration, metalliferous mining and project development, in both Africa and Australia. Mr Hodkinson has a bachelor's degree in Geology and Geography from the University of London and a Master of Science in Mineral Exploration and Mining Geology from the University of Leicester in the UK. He is a long-standing member of the Australian Institute of Geoscientists (AIG) and the Society for Geology Applied to Mineral Deposits (SGA).

COMPANY SECRETARY

Mr Paul Marshall was the Secretary of AuKing Mining Limited throughout the period and until the date of this report.

Paul Marshall
Company Secretary and Chief Financial Officer, LLB, ACA

Paul Marshall is a Chartered Accountant. He holds a Bachelor of Law degree, and a post Graduate Diploma in Accounting and Finance. He has 30 years professional experience having worked for Ernst and Young for ten years, and subsequently twenty years spent in commercial roles as Company Secretary and CFO for a number of listed and unlisted companies mainly in the resources sector. He has extensive experience in all aspects of company financial reporting, corporate regulatory and governance areas, business acquisition and disposal due diligence, capital raising and company listings and company secretarial responsibilities.

PRINCIPAL ACTIVITIES

The principal activity of the Company and its controlled entities ('Consolidated Entity') during the period was mineral exploration. There were no significant changes in the nature of the Consolidated Entity's principal activity during the period.

DIVIDENDS PAID OR RECOMMENDED

There were no dividends paid or recommended during the period (2022: $nil).

FINANCIAL RESULTS

Capital structure

Shares and Options on issue at 31 December 2023

At 31 December 2023 the Company had 230,353,707 ordinary shares and 83,325,000 options on issue.

Shares and Options issued after year end

On 14 February 2024, following shareholder approval, AKN issued 5,000,000 ordinary shares (at $0.04 per share) and 2,500,000 free-attaching options exercisable at 10c on or before 31 December 2025 to an entity associated with Asimwe Kabunga.

Treasury policy

The Consolidated Entity does not have a formally established treasury function. The Board is responsible for managing the Consolidated Entity's currency risks and finance facilities. The Consolidated Entity does not currently undertake hedging of any kind.

Liquidity, funding and going concern

As at 31 December 2023 the Consolidated Entity had cash reserves of $396,308 and net current assets of $49,942. For the year ended 31 December 2023 the Consolidated entity incurred a loss of $12,626,360 (including $9,305,708 of exploration expenditure that was expensed under the Consolidated Entity's accounting policy disclosed in Note 7), incurred operating cash outflows of $3,647,914 (including $1,603,478 of exploration expenditure that was expensed under the Consolidated Entity's accounting policy disclosed in Note 7) and had investing cash outflows of $509,572. As disclosed in Note 20 the Consolidated Entity also has obligations to expend minimum amounts on exploration in tenement areas. Currently the exploration expenditure obligations for the 12 months ending 31 December 2024 to maintain its current tenement areas are $1,595,339.

Subsequent to year end the Consolidated Entity raised an additional $200,000 through a share placement with a director after this was approved by shareholders at the 16 January 2024 EGM. On 26 March 2024 the Consolidated Entity also entered into a short term loan funding agreement with a private investor for $250,000. Under the loan terms the interest rate is 7% per month and is repayable in 3 months. Additional short term funding arrangements are currently being finalised by the Consolidated Entity to obtain up to $1,000,000 in funding.

The Consolidated Entity requires further capital to fund future exploration activity and meet other necessary corporate expenditure.

The ability of the Consolidated Entity to continue as a going concern is dependent upon securing funding in the form of a capital raise, loan or other form of financing within the next month. This is in addition to amounts already raised subsequent to balance date. These funds are required to continue planned exploration and meet the Consolidated Entity's working capital requirements.

The Consolidated Entity's ability to continue as a going concern is also dependent upon one or more of the following:

1. the ability of the Company to raise additional capital in the future;
2. the ability of the Consolidated Entity to obtain short term funding within the next month to meet immediate funding requirements; and
3. the successful exploration and subsequent exploitation of the Consolidated Entity's tenements.

These conditions give rise to material uncertainty which may cast significant doubt over the Consolidated Entity's ability to continue as a going concern.

Whilst acknowledging these uncertainties, the directors have concluded that the going concern basis of preparation is appropriate due to the following reasons:

1. As noted above management is in discussions with certain parties to provide funding including discussions to obtain further short-term funding of up to $1,000,000;
2. Management is considering the issue of a convertible note and/or obtaining loan funding from a Director or third party;
3. To date the Consolidated Entity has funded its activities through issuance of equity securities, and it is expected that the Consolidated Entity will be able to fund its future activities through further issuances of equity securities; and
4. The directors believe there is sufficient cash available for the Consolidated Entity to continue operating based on the Company's cash flow forecast.

Should the Consolidated Entity be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements.

Operating Results

Revenue
As an exploration company, AuKing Mining Limited does not generate any recurring income.

Expenses
The Consolidated Entity's main expenses compared to the prior period are as follows:

	2023 $	2022 $
Employment and consultancy expenses	1,254,336	1,073,750
Depreciation expense	47,404	38,939
Costs related to the Tanzania transaction	1,039,119	89,208
Exploration expenditure - Tanzania	9,305,708	-
Impairment – exploration and evaluation assets	38,332	-
Other expenses	979,793	1,143,326
Total expenses during the year	12,664,692	2,345,223

On 30 January 2023 AKN completed the purchase of various prospective uranium and copper licences in Tanzania. The purchase price was discharged by AKN through the issue of 60,000,000 ordinary shares and 30,000,000 options exercisable at $0.20 on or before 30 September 2025. The value of this consideration was $7,702,230. This consideration, along with additional exploration expenditure conducted in Tanzania during the year ($1,603,478) has been expensed as incurred, with AKN adopting this accounting policy for areas of interest in environments where there is heightened sovereignty and other risks compared to Australia.

AKN also incurred transaction costs to acquire the Tanzania licences of $1,039,119 of which $992,410 related to options and shares issued to Vert Capital, as part consideration for introduction of these project interests to and assistance in securing the acquisition.

Remaining costs (employment and other expenses) remained consistent with the prior period.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

During the year AKN completed an agreement to acquire of a substantial portfolio or tenures in Tanzania that are prospective for uranium and copper development opportunities. AuKing acquired all of the issued shares in Australian-incorporated 92 U Pty Ltd (92 U). 92 U is the legal and beneficial owner of all the shares in two Tanzanian companies – 92 U Tanzania Limited and Monaco Copper Limited. These entities in turn, own various Prospecting Licences (PL) and PL applications. Consideration for the acquisition was 60,000,000 AKN ordinary shares and 30,000,000 options exercisable at $0.20 on or before 30 September 2025.

The acquisition was completed on 31 January 2023.

OPTIONS

As at the date of this report there were 85,825,000 options on issue:

			Movements				
Tranche	Expiry Date	Exercise Price	1 January 2023	Issued	Exercised	Lapsed/ Expired	At Reporting Date
Tranche 1	30 Jun 2023	0.25	28,871,380	-	-	(28,871,380)	-
Tranche 2	30 Jun 2023	0.25	14,000,000	-	-	(14,000,000)	-
Tranche 3	31 May 2025	0.17	2,500,000	-	-	-	2,500,000
Tranche 4	31 May 2025	0.11	2,700,000	-	-	-	2,700,000
Tranche 5	31 May 2025	0.17	1,000,000	-	-	(500,000)	500,000
Tranche 6	30 Sep 2025	0.20	6,870,000	-	-	-	6,870,000
Tranche 7	30 Sep 2025	0.20	-	30,000,000	-	-	30,000,000
Tranche 8	30 Sep 2025	0.20	-	10,000,000	-	-	10,000,000
Tranche 9	30 Sep 2025	0.20	-	10,630,000	-	-	10,630,000
Tranche 10	30 Sep 2025	0.20	-	2,000,000	-	-	2,000,000
Tranche 11	30 Sep 2025	0.20	-	5,000,000	-	-	5,000,000
Tranche 12	31 Dec 2025	0.20	-	13,125,000	-	-	13,125,000
Tranche 13	31 Dec 2025	0.10	-	2,500,000	-	-	2,500,000
			55,491,380	73,255,000	-	(43,371,380)	83,325,000

Option holders did not have any rights to participate in any issues of shares or other interests of the Company or any other entity. No person entitled to exercise any option referred to above has or had, by virtue of the option, a right to participate in any share issue of any other body corporate.

FUTURE DEVELOPMENTS, PROSPECTS, STRATEGIES AND BUSINESS RISKS

AuKing intends to take an aggressive approach towards its exploration and business activities during the course of 2024, featuring the following:

Koongie Park

- Identify suitable funding structures to pursue further drilling and related exploration across the tenure package, but with an initial focus on the region to the north of the existing Sandiego deposit; and
- Establish sufficient funding to proceed with further metallurgical testwork at the Onedin deposit, largely in accordance with the prefeasibility study program that has already been identified for this activity.

Tanzania

- Mkuju – proceed with an extensive Stage 2 drilling program with a view to identifying uranium mineralisation and the basis for initial mineral resource estimation work;
- Manyoni – take all reasonable and necessary steps to re-secure the two licences that were previously revoked by the Mining Commission and then carry out planned drilling to update the current resource estimate to 2012 JORC standards and carry out further metallurgical testwork on these resources; and

- Mpanda/Karema – initial site surveying and mapping, soil sampling, review of available historic data, and (where possible) shallow auger drilling.

In addition, AKN intends continue identifying project opportunities from both within the existing AuKing tenure portfolio and other new projects as and when they arise.

Material Business Risks

Exploration and Evaluation Risks

The future value of the Company will depend on its ability to find and develop sufficient resources that are economically recoverable within the Koongie Park and Tanzanian tenure portfolios. Mineral exploration and development is inherently highly speculative and involves a significant degree of risk. There is no guarantee that economic mineralisation will be found, and if found, that it will be economic to extract these resources or that there will be commercial opportunities available to monetise these resources.

The circumstances in which a mineral deposit becomes or remains commercially viable depends on a number of factors. These include the particular attributes of the deposits, such as size, grade, metallurgy, strip ratios and proximity to infrastructure as well as external factors such as supply and demand. This, along with other factors such as maintaining title to tenements and consents, successful design construction, commissioning and operating of projects and processing facilities may result in projects not being developed, or operations becoming unprofitable.

Furthermore, while the Company has confidence in the future prospects of the tenements, should those tenements not prove profitable and the Company is unable to secure new exploration areas and resources, there could be a material adverse effect on the Company's prospects and its future success.

Tenure Risks

The Company's future exploration and development activities are dependent upon the grant, or as the case may be, the maintenance of appropriate licences, concessions, leases, permits and regulatory consents which may be withdrawn or made subject to limitations. The maintaining of tenements, obtaining renewals, or getting tenements granted, often depends on AKN being successful in obtaining the required statutory approvals for its proposed activities and that the licences, concessions, leases, permits or consents it holds will be renewed as and when required.

Even though the Company intends to commit significant exploration expenditure there is risk associated with the Company's ongoing ability to retain the portfolio in its current form. Furthermore, no assurance that tenement renewals will be given as a matter of course and there is no assurance that new conditions will not be imposed in connection with any renewal.

Access Risks

There are various restrictions operating to exclude, limit or impose conditions upon the Company's ability to conduct activities on parts of the tenements that the Company will hold an interest in. These restrictions include:

- exclusions from pursuing exploration activities on certain areas of Commonwealth land;
- requirements arising from Native Title legislation and claims;
- requirements arising from state legislation relating to heritage, culture and objects; or
- access procedures and compensation requirements in relation to privately held land.

As such, there is a risk one or more of these access issues may prevent or delay the Company from implementing its intended activities which may thereby adversely affect the Company's prospects.

ENVIRONMENTAL ISSUES

In the conduct of exploration activities at Koongie Park and in Tanzania, the Company is subject to compliance with various environmental and traditional owner cultural heritage regulations. The Company is not aware of any circumstances where a breach of these obligations may have occurred.

On 17 November 2021, the Company announced that it had adopted the World Economic Forum's "Environment, Social and Governance" ("ESG") framework and instructed management to set up an impact measurement plan for each sustainability area. These areas include governance, anti-corruption practices, ethical behaviour, health and safety, GHG emissions, land use, ecological sensitivity, water consumption, diversity and inclusion, pay equality and economic contribution. To ensure that AKN can measure, monitor, and report on its ESG progress, the Company has engaged impact monitoring technology platform Socialsuite to streamline the outcomes measurement and ongoing ESG reporting process. These reports will appear quarterly in the Company's future Quarterly Activities Reports to ASX.

REMUNERATION REPORT (AUDITED)

This report details the nature and amount of remuneration for Directors and Key Management Personnel of the Company.

Remuneration Policy

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

Remuneration Committee

The Board does not have a Remuneration and Nomination Committee. The full Board is responsible for determining and reviewing compensation arrangements for the Directors and the Executive team.

The Board assesses the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality Board and Executive team.

Such officers are given the opportunity to receive their base emolument in a variety of forms including cash and fringe benefits. It is intended that the manner of payments chosen will be optimal for the recipient without creating undue cost for the Company.

Remuneration structure

It is the Company's objective to provide maximum stakeholder benefit from the retention of a high quality Board and Executive team by remunerating Directors and other Key Management Personnel fairly and appropriately with reference to relevant employment market conditions for similar companies.

To assist in achieving this objective, the Board considers the nature and amount of Directors' and Officers' emoluments alongside the Company's operational performance, specifically considering their success in:

- the identification of prospective tenements;
- subsequent design and execution of exploration programs;
- negotiating joint venture arrangements on terms favourable to the Company;
- investigating other potential acquisition opportunities and negotiating the completion of those acquisitions;
- expanding the level of mineral resources under the control of the company;
- carrying out exploration programs in a timely and cost effective manner; and
- liaising with stockbrokers, investment banks and market participants generally.

The expected outcomes of the remuneration structure are the retention and motivation of key Executives, the attraction of quality management to the Company and performance incentives which allow Executives to share the rewards of the success of the Company.

In accordance with best practice corporate governance, the structure of Non-Executive Director remuneration and Executive Officers and Senior Management remuneration is separate and distinct.

Non-Executive Director Remuneration

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain Directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

The Constitution of AuKing Mining Limited and the ASX Listing Rules specify that the Non-Executive Directors are entitled to remuneration as determined by the Company in the Annual General Meeting to be apportioned among them in such manner as the Directors agree and, in default of agreement, equally. The maximum aggregate remuneration currently approved by shareholders for non-executive Directors' fees is for a total of $250,000 per annum.

If a Non-Executive Director performs extra services, which in the opinion of the Directors are outside the scope of the ordinary duties of the Director, the Company may remunerate that Director by payment of a fixed sum determined by the Directors in addition to or instead of the remuneration referred to above. Non-Executive Directors are entitled to be paid travel and other expenses properly incurred by them in attending Director's or General Meetings of the Company or otherwise in connection with the business of the Company.

Executive remuneration

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

- reward Executives for company and individual performance against targets set by reference to appropriate benchmarks;
- align the interests of Executives with those of shareholders;
- link reward with the strategic goals and performance of the Company; and
- ensure total remuneration is competitive by market standards.

The remuneration of Executives may from time to time be fixed by the Board. As noted above, the Board's policy is to align Executive objectives with shareholder and business objectives by providing a fixed remuneration component and offering long-term incentives. The level of fixed remuneration is set so as to provide a base level of remuneration which is both appropriate to the position and is competitive in the market.

Fixed remuneration is reviewed annually by the Board, and the process consists of a review of both the Company's operational performance and individual performance, relevant comparative remuneration in the market and where appropriate, external advice provided by executive remuneration consultants.

In relation to the payment of bonuses, options and other incentive payments, discretion is exercised by the Board, having regard to the overall performance of the Company and the performance of the individual.

Employment contracts

Non-Executive Co-Chair Arrangements

The Company entered a service arrangement with Ms Anna Nahajski-Staples as Non-Executive Co-Chair of the Company commencing from 1 October 2022. The key terms of the arrangement during the financial year were:

- Ongoing contract – no fixed term;
- Fee of $50,000 per annum plus statutory superannuation;
- 1,000,000 director incentive options exercisable at $0.17 on or before 31 May 2025;
- No retirement benefits

Executive Chair Arrangements

The Company entered a service arrangement with Mr Asimwe Kabunga as Executive Chair of the Company commencing from 19 October 2022. The key terms of the arrangement during the financial year were:

- Ongoing contract – no fixed term;
- Fee of $240,000 per annum, reduced to $15,000 per month until completion of the Tanzanian transaction;
- 3 month notice period;
- No retirement benefits

Non-Executive Director Arrangements

The Company has entered service arrangements with Mr Peter Tighe, Mr Ian Hodkinson and Mr ShiZhou Yin as Non-Executive Directors of the Company commencing from 9 June 2021. The service agreement with Mr Park Wei has the same terms commencing from 5 June 2023. The key terms of the arrangement are:

- Ongoing contract – no fixed term;
- Fee of $35,000 per annum
- No retirement benefits

Non-Executive Director Consulting Arrangement

The Company entered into a consultancy agreement dated 16 February 2021 with Cornubian Resources Pty Ltd, an entity associated with the Ian Hodkinson. The agreement provides that Cornubian will procure the services of Mr Hodkinson, on a as-needed basis, in the role of Senior Geological Consultant of the Company.

Chief Executive Officer

The Company entered into an executive services agreement with Paul Williams to serve as Chief Executive Officer of the Company. Mr Williams' appointment in the role of Chief Executive Officer commenced on 9 June 2021. The agreement provides that Mr Williams will be paid an annual remuneration (inclusive of statutory superannuation) of $300,000.

The agreement may be terminated by the Company immediately with cause (e.g. serious misconduct, breach of the agreement, criminal offence or bankruptcy) and by 6 months' notice (without cause). Mr Williams may terminate the agreement by 3 months' notice in writing.

Company Secretary and CFO

The Company Secretary and CFO, Mr Paul Marshall, is engaged on an on-going consultancy style agreement for the provision of services as company secretary and chief financial officer at a rate of $52,000 per annum. Services are invoiced monthly based on services provided. The contract provides for a three-month notice period.

(a) Details of Directors and other Key Management Personnel

Directors

- Asimwe Kabunga — Executive Chair (appointed 19 October 2022)
- Peter Tighe — Non-Executive Director (appointed 9 June 2021)
- ShiZhou Yin — Non-Executive Director (appointed 9 June 2021)
- Park Wei — Non-Executive Director (appointed 5 June 2023)

Former Directors

- Anna Nahajski-Staples — Non-Executive Co-Chair (resigned 6 April 2023)
- Ian Hodkinson — Non-Executive Director (resigned 6 April 2023)

Key Management Personnel

- Paul Williams — CEO
- Paul Marshall — Company Secretary and CFO

(b) Remuneration of Directors and other Key Management Personnel

December 2023	Short Term			Post-Employment		Share-based Payments			
	Salary & Fees	Consulting Fees	Other	Superannuation	Retirement benefits	Options	**Total**	Performance Related %	% consisting of equity
Directors									
A Kabunga	235,000	-	-	-	-	-	235,000	-	-
P Tighe	35,000	-	-	-	-	12,418	47,418	26%	26%
S Yin	35,000	-	-	-	-	12,418	47,418	26%	26%
P Wei	19,931	-	-	-	-	-	19,931	-	-
Former Directors									
A Nahajski-Staples	25,000	-	-	2,625	-	10,328	37,953	27%	27%
I Hodkinson	9,042	-	-	-	-	12,418	21,460	58%	58%
Key Management Personnel									
P Williams	273,602	-	-	26,398	-	13,359	313,359	4%	4%
P Marshall	52,000	-	-	-	-	6,680	58,680	11%	11%
	684,866	**-**	**-**	**29,023**	**-**	**67,621**	**781,219**		

December 2022	Short Term			Post-Employment		Share-based Payments			
	Salary & Fees	Consulting Fees	Other	Superan-nuation	Retirement benefits	Options	Total	Performance Related %	% consisting of equity
Directors									
A Kabunga	36,429	-	-	-	-	-	36,429	-	-
A Nahajski-Staples	12,500	-	-	1,313	-	10,272	24,085	43%	43%
P Tighe	35,000	-	-	-	-	14,682	49,682	30%	30%
I Hodkinson	35,000	42,525	-	-	-	14,682	92,207	16%	16%
S Yin	35,000	-	-	-	-	14,682	49,682	30%	30%
Former Directors									
M Elliott	50,000	-	-	-	-	54,200	104,200	52%	52%
Key Management Personnel									
P Williams	273,710	-	-	26,290	-	13,581	313,581	4%	4%
P Marshall	52,000	-	-	-	-	6,790	58,790	12%	12%
	529,639	**42,525**	**-**	**27,603**	**-**	**128,889**	**728,656**		

(c) Shares issued on exercise of remuneration options or performance shares

There were no shares issued on the exercise of compensation options or performance shares during the period.

(d) Director and Key Management Personnel Equity Holdings

Director/Key Management Personnel shareholdings (number of shares)

December 2023	Opening Balance	Recognised on Appointment	Purchased	Tanzania Acquisition	Sold	Derecognised on Resignation	Closing Balance	Placement 16 Jan 2024 [1]	Balance Report Date
Directors									
Asimwe Kabunga[1]	-	-	-	36,000,000	-	-	36,000,000	5,000,000	41,000,000
Peter Tighe	2,816,889	-	-	-	-	-	2,816,889	-	2,816,889
ShiZhou Yin [2]	9,425,092	-	-	-	-	-	9,425,092	-	9,425,092
Park Wei	-	9,000,000	-	-	-	-	9,000,000	-	9,000,000
Former Directors									
Anna Nahajski-Staples	128,205	-	-	-	-	(128,205)	-	-	-
Ian Hodkinson	-	-	-	-	-	-	-	-	-
Key Management Personnel									
Paul Williams	1,667,981	-	-	-	-	-	1,667,981	-	1,667,981
Paul Marshall	287,170	-	-	-	-	-	287,170	-	287,170
	14,325,337	**9,000,000**	**-**	**36,000,000**	**-**	**(128,205)**	**59,197,132**	**5,000,000**	**64,197,132**

Notes

1 As part of the share placement, on 14 February 2024, following shareholder approval, AKN issued 5,000,000 ordinary shares (at $0.04 per share) to an entity associated with Asimwe Kabunga.

2 9,425,092 shares are held by Bienitial International Industrial Co Ltd. ShiZhou Yin discloses these shares in his capacity a representative of Bienitial International Industrial Co Ltd.

Director/Key Management Personnel options (number of options)

December 2023	Tranche	Opening Balance	Tanzania Acquisition	Recognised on Appointment	Derecognised on Resignation	Forfeited	Balance 31 Dec 2023	Issued 16 Jan 2024 [1]	Balance Report Date	Vested and exercisable
Directors										
Asimwe Kabunga	7,12	-	18,000,000		-	-	18,000,000	2,500,000	20,500,000	20,500,000
Peter Tighe	3	500,000	-		-	-	500,000	-	500,000	500,000
ShiZhou Yin	3	500,000	-		-	-	500,000	-	500,000	500,000
Park Wei	10	-	-	2,000,000	-	-	2,000,000	-	2,000,000	2,000,000
Former Directors										
Anna Nahajski-Staples	5	1,000,000	-	-	(500,000)	(500,000)	-	-	-	-
Ian Hodkinson	3	500,000	-	-	(500,000)	-	-	-	-	-
Key Management Personnel										
Paul Williams	4	600,000	-	-	-	-	600,000	-	600,000	600,000
Paul Marshall	4	300,000	-	-	-	-	300,000	-	300,000	300,000
		3,400,000	**18,000,000**	**2,000,000**	**(1,000,000)**	**(500,000)**	**21,900,000**	**2,500,000**	**24,400,000**	**24,400,000**

[1] As part of the share placement, on 14 February 2024, following shareholder approval, AKN issued 2,500,000 free-attaching options exercisable at 10c on or before 31 December 2025 to an entity associated with Asimwe Kabunga.

Tranche 3 options were issued to the Directors under the Employee Share and Option Plan. The options have an exercise price $0.17, an expiry date of 31 May 2025 and a 1-year service vesting condition. These options have vested and are exercisable.

Tranche 4 options were issued to employees under the Employee Share and Option Plan. The options have an exercise price $0.11, and expiry date of 31 May 2025 and a 1-year service vesting condition. These options have vested and are exercisable.

Tranche 5 options were issued to a Director under the Employee Share and Option Plan. The options have an exercise price $0.17 and a 1-year service vesting condition. Tranche 5 options were issued on 16 December 2022. 500,000 Tranche 5 options were forfeited on resignation. The remaining options have vested and are exercisable.

Tranche 7 options were issued as part consideration to the vendors of the uranium and copper licences in Tanzania. The options are exercisable at $0.20 on or before 30 September 2025.

Tranche 10 options were issued to Bonacare Pty Ltd (an entity related to Park Wei) in consideration for investor relations services. The 2,000,000 options have an exercise price of $0.20 and an expiration date of 30 September 2025. There are no vesting conditions.

Tranche 12 options were issued to shareholders as part of share placement in January 2024. The 2,500,000 options have an exercise price of $0.10, no vesting conditions and an expiration date of 31 December 2025.

(e) Additional Information

The factors that are considered to affect shareholder return since over the last 5 financial periods are summarised below:

Measures	December 2023 $	December 2022 $	December 2021 $	December 2020 $	December 2019 $
Share price at end of financial period [1]	0.047	0.096	0.135	0.002	0.002
Market capitalisation at end of financial period ($M)	10.82	11.31	10.16	1.87	1.87
Loss for the financial period	12,664,692	2,345,223	1,762,610	1,427,002	1,142,555
Director and Key Management Personnel remuneration	781,219	728,656	606,296	561,120	561,120

[1] AKN shares were suspended from the ASX official quotation from 30 September 2019 to 15 June 2021. The share price for 31 December 2020 and 31 December 2019 represents the last trade price before suspension. During 2021, AKN shares were subject to a 200:1 share consolidation.

Given that the remuneration is commercially reasonable, the link between remuneration, Company performance and shareholder wealth generation is tenuous, particularly in the exploration and development stage of a minerals company. Share prices are subject to the influence of international metal prices and market sentiment towards the sector and increases or decreases may occur independently of executive performance or remuneration.

The Company may issue options to provide an incentive for directors and key management personnel which, it is believed, is in line with industry standards and practice and is also believed to align the interests of directors and key management personnel with those of the Company's shareholders.

End of Remuneration Report

INDEMNIFICATION AND INSURANCE OF DIRECTORS, OFFICERS AND AUDITOR

Each Director and the Secretary of the Company has the right of access to all relevant information. The Company has insured all of the Directors of AuKing Mining Limited. The contract of insurance prohibits the disclosure of the nature of the liabilities covered and amount of the premium paid. The Corporations Act does not require disclosure of the information in these circumstances.

To the extent permitted by law, the Company has agreed to indemnify its auditors, BDO, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify BDO during or since the financial year.

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purposes of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the period.

AFTER BALANCE DATE EVENTS

On 16 January 2024, following shareholder approval, AKN issued 5,000,000 ordinary shares (at $0.04 per share) and 2,500,000 free-attaching options exercisable at 10c on or before 31 December 2025 to an entity associated with Asimwe Kabunga.

DIRECTORS' MEETINGS

The number of meetings of Directors (including meetings of committees of directors) held during the period and the number of meetings attended by each Director was as follows:

	Directors' Meetings	
	A	B
Asimwe Kabunga	9	9
Peter Tighe	8	9
ShiZhou Yin	9	9
Park Wei	4	4
Anna Nahajski-Staples	3	3
Ian Hodkinson	3	3

A – Number of meetings attended
B – Number of meetings held during the time the director held office during the period

NON-AUDIT SERVICES

The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important. Details of the amounts paid or payable to the auditor (BDO Audit Pty Ltd and its associated entities) for non-audit services provided during the year are set out below.

The Board of Directors has considered the position is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are satisfied that the provision of non-audit services by the auditor, as set out below, did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed by the board of directors to ensure they do not impact the impartiality and objectivity of the auditor
- none of the services undermines the general principles relating to auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants.*

During the year, the $26,778 were paid or payable for taxation services provided by the auditor of the parent entity, its related practices and non-related audit firms.

AUDITOR'S INDEPENDENCE DECLARATION

The Auditor's Independence Declaration forms part of the Directors' Report.

Signed in accordance with a resolution of the directors.

Director

28 March 2024

AUDITOR'S INDEPENDENCE DECLARATION

Tel: +61 7 3237 5999
Fax: +61 7 3221 9227
www.bdo.com.au

Level 10, 12 Creek Street
Brisbane QLD 4000
GPO Box 457 Brisbane QLD 4001
Australia

DECLARATION OF INDEPENDENCE BY T R MANN TO THE DIRECTORS OF AUKING MINING LIMITED

As lead auditor of AuKing Mining Limited for the year ended 31 December 2023, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

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

T R Mann
Director

BDO Audit Pty Ltd

Brisbane, 28 March 2024

ADDITIONAL STOCK EXCHANGE INFORMATION

Additional information required by the Australian Stock Exchange Limited and not shown elsewhere in this report is as follows. The information is current as at 4 March 2024.

(a) Distribution of equity securities – AKN Ordinary Fully Paid Shares

Range	Securities	No. of holders	%
100,001 and Over	215,001,216	229	91.35
10,001 to 100,000	18,578,961	453	7.89
5,001 to 10,000	1,495,167	179	0.64
1,001 to 5,000	260,726	69	0.11
1 to 1,000	17,637	163	0.01
Total	**235,353,707**	**1,093**	**100.00**
Unmarketable Parcels	3,240,617	517	1.38

(b) Twenty largest holders – AKN Ordinary Fully Paid Shares

Rank	Name	No. Shares	%
1	KABUNGA HOLDINGS PTY LTD	41,000,000	17.42%
2	VEN CAPITAL PTY LTD	24,680,000	10.49%
3	MR PAVLE TOMASEVIC	10,400,000	4.42%
4	BIENTIAL INTERNATIONAL INDUSTRIAL CO LTD	9,245,092	3.93%
5	ROPA INVESTMENTS (GIBRALTAR) LIMITED	7,600,000	3.23%
6	MR HASHIMU MUSEDEM MILLANGA	7,425,000	3.15%
7	MS PHAROTH SAN & MR KADEN SAN	5,318,706	2.26%
8	MS LETICIA KOKUTENGENEZA KABUNGA	4,581,000	1.95%
9	MR PRISIN PRIVER MOSHI	4,252,578	1.81%
10	M & K KORKIDAS PTY LTD	4,042,143	1.72%
11	SCINTILLA STRATEGIC INVESTMENTS LIMITED	3,400,000	1.44%
12	MR PETER GERARD TIGHE & MRS PATRICIA JOAN TIGHE	2,816,889	1.20%
13	ANGKOR IMPERIAL RESOURCES PTY LTD	2,800,000	1.19%
14	DC & PC HOLDINGS PTY LTD	2,700,000	1.15%
15	FFKM PTY LTD	2,500,000	1.06%
16	N&M GREENHALGH NOMINEES PTY LTD	2,222,224	0.94%
17	MR BRIAN LAURENCE EIBISCH	2,100,000	0.89%
18	BEARAY PTY LTD	1,785,715	0.76%
19	MS PHAROTH SAN	1,773,681	0.75%
20	168 SC WEALTH INVESTMENT PTY LTD	1,533,202	0.65%
		142,176,230	**60.41%**
		93,177,477	**39.59%**
		235,353,707	**100.00%**

(c) Voting Rights

All fully paid ordinary shares carry one vote per share without restriction.

(d) Substantial Shareholders

The Company has received the following substantial shareholder notices as at 4 March 2024:

- Kabunga Holdings Pty Ltd holds an interest in 36,000,000 shares (17.42%)
- Ven Capital Pty Ltd holds an interest in 24,680,000 (10.49%)

(e) Unquoted Securities

There are the following unquoted securities as at 4 March 2024. Each option is convertible into one fully paid ordinary share.

Option Class	Expiry Date	Exercise Price	Number of Options	Holder above 20%
Director incentive options	31 May 2025	$0.17	3,000,000	N/A
Employee incentive options	31 May 2025	$0.11	2,700,000	N/A
Unlisted Sept 2025 options	30 Sep 2025	$0.20	64,500,000	Kabunga Holdings PL holds 18,000,000 (27.9%) of the options on issue
Unlisted Dec 2025 options	31 Dec 2025	$0.10	15,625,000	-

(f) Interests in Exploration Tenements

The Company holds the following tenement interests as at the date of this Report:

Project/Location	Tenement Reference	Current Holder	AKN % Interest	Comment
WESTERN AUSTRALIA				
Koongie Park, Halls Creek	E80/ 4389	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	E80/ 4766	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	E80/ 4960	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	E80/ 5076	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	E80/ 5087	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	E80/ 5127	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	E80/ 5263	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	M80/ 276 (Sandiego)	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	M80/ 277 (Onedin)	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	E80/ 5707	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	P80/ 1878	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	P80/ 1879	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	P80/ 1880	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	P80/ 1881	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Koongie Park, Halls Creek	P80/ 1882	Koongie Park Pty Ltd	100	Refer Note 1 and 2
Kununurra Region	E80/ 5794 (Bow River)	Auking Mining Limited	100	
TANZANIA				
Manyoni	PL12188	92U Tanzania Ltd	100	
Manyoni	PL12190	92U Tanzania Ltd	100	
Manyoni	PL12191	92U Tanzania Ltd	100	
Manyoni	PL12193	92U Tanzania Ltd	100	Refer Note 3
Manyoni	PL12194	92U Tanzania Ltd	100	Refer Note 3
Manyoni	PL12323	92U Tanzania Ltd	100	
Itigi	PL12352	92U Tanzania Ltd	100	Refer Note 4
Mkuju	PL12184	92U Tanzania Ltd	100	
Mkuju	PL12185	92U Tanzania Ltd	100	
Mkuju	PL12186	92U Tanzania Ltd	100	
Mkuju	PL12187	92U Tanzania Ltd	100	
Mkuju	PL12189	92U Tanzania Ltd	100	
Mkuju	PL12192	92U Tanzania Ltd	100	
Mkuju	PL12485	92U Tanzania Ltd	100	
Mkuju	PL12606	92U Tanzania Ltd	100	
Mkuju	PL12607	92U Tanzania Ltd	100	
Mkuju	PL12608	92U Tanzania Ltd	100	
Karema	PL12179	Monaco Copper Ltd	100	

Notes:

1. *AKN has a 100% interest in these tenures, subject to a 1% NSR royalty in favour of former JV partner (Astral Resources NL).*
2. *Koongie Park Pty Ltd is a now wholly owned subsidiary of Auking Mining Limited as part of the JV ownership change.*
3. *These licences have been revoked by the Tanzanian Mining Commission and the matter is currently the subject of appeal to the Minister of Mines.*
4. *This licence is in the process of being surrendered.*

Consolidated Statement of Comprehensive Income
For the year ended 31 December 2023

	Note	2023 $	2022 $
Employment and consultancy expenses	5	(1,254,336)	(1,073,750)
Depreciation expense	8	(47,404)	(38,939)
Costs related to the Tanzania transaction		(1,039,119)	(89,208)
Exploration expenditure - Tanzania	7	(9,305,708)	-
Impairment – exploration and evaluation assets		(38,332)	-
Other expenses	4	(979,793)	(1,143,326)
Loss before income tax		(12,664,692)	(2,345,223)
Income tax expense	15	-	-
Loss after income tax		(12,664,692)	(2,345,223)
Other comprehensive income/(loss)			
Foreign currency translation differences for foreign operations		22,954	-
Income tax		-	-
Other comprehensive income for the year, net of tax		22,954	-
Total comprehensive loss		**(12,641,738)**	**(2,345,223)**

		Cents	Cents
Earnings per share			
Basic and diluted loss per share	14	(6.40)	(2.44)

The Consolidated Statement of Comprehensive Income should be read in conjunction with the Notes to the Consolidated Financial Statements.

Consolidated Balance Sheet
As at 31 December 2023

	Note	December 2023 $	December 2022 $
CURRENT ASSETS			
Cash and cash equivalents	3	396,308	1,656,292
Trade and other receivables	6	31,219	93,042
Other assets		-	45,503
TOTAL CURRENT ASSETS		427,527	1,794,837
NON-CURRENT ASSETS			
Other receivables		3,185	3,185
Exploration and evaluation assets	7	8,770,769	8,318,408
Plant and equipment	8	163,574	165,473
TOTAL NON-CURRENT ASSETS		8,937,528	8,487,066
TOTAL ASSETS		9,365,055	10,281,903
CURRENT LIABILITIES			
Trade and other payables	9	198,499	290,593
Employee benefit provisions	10	179,086	126,714
TOTAL CURRENT LIABILITIES		377,585	417,307
TOTAL LIABILITIES		377,585	417,307
NET ASSETS		**8,987,470**	**9,864,596**
EQUITY			
Share capital	11	23,303,355	13,592,798
Reserves	13	2,246,640	379,631
Accumulated losses		(16,562,525)	(4,107,833)
TOTAL EQUITY		**8,987,470**	**9,864,596**

The Consolidated Balance Sheet should be read in conjunction with the Notes to the Consolidated Financial Statements

Consolidated Statement of Changes in Equity
For the year ended 31 December 2023

Consolidated Entity	Share Capital $	Reserves $	Accumulated Losses $	Total Equity $
Balance at 1 January 2022	8,721,436	140,000	(1,762,610)	7,098,826
Transactions with owners in their capacity as owners				
Issue of share capital	5,415,468	-	-	5,415,468
Share issue costs	(544,106)	-	-	(544,106)
Share based payments	-	239,631	-	239,631
	4,871,362	239,631	-	5,110,993
Comprehensive income				
Loss after income tax	-	-	(2,345,223)	(2,345,223)
Other comprehensive income	-	-	-	-
	-	-	(2,345,223)	(2,345,223)
Balance at 31 December 2022	**13,592,798**	**379,631**	**(4,107,833)**	**9,864,596**
Balance at 1 January 2023	13,592,798	379,631	(4,107,833)	9,864,596
Transactions with owners in their capacity as owners				
Issue of share capital	10,001,000	-	-	10,001,000
Share issue costs	(290,443)	-	-	(290,443)
Share based payments	-	2,054,055	-	2,054,055
Transfer expired options	-	(210,000)	210,000	-
	9,710,557	1,844,055	210,000	11,764,612
Comprehensive income				
Loss after income tax	-	-	(12,664,692)	(12,664,692)
Other comprehensive income	-	22,954	-	22,954
	-	22,954	(12,664,692)	(12,641,738)
Balance at 31 December 2023	**23,303,355**	**2,246,640**	**(16,562,525)**	**8,987,470**

The Consolidated Balance Sheet should be read in conjunction with the Notes to the Consolidated Financial Statements

Consolidated Cash Flow Statement
For the year ended 31 December 2023

	Note	2023 $	2022 $
CASH FLOWS FROM OPERATING ACTIVITIES			
Payments to suppliers and employees		(2,025,057)	(1,758,353)
Payments for Tanzania transactions costs		(46,709)	(89,208)
Payments for other Koongie Park transactions costs		(1,603,478)	-
Interest received		330	-
Net cash used in operating activities		(3,674,914)	(1,847,561)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for plant and equipment	8	-	(88,372)
Proceeds from the sale of plant and equipment	8	-	16,000
Payments for security deposits		-	(715)
Payments for exploration and evaluation assets	7	(765,635)	(4,354,503)
Receipts from government grants	7	256,063	556,912
Net cash provided by/(used in) investing activities		(509,572)	(3,870,678)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares	11	3,176,000	5,365,968
Cost associated with the issue of shares	11	(251,043)	(491,513)
Net cash provided by financing activities		2,924,957	4,874,445
Net increase/(decrease) in cash and cash equivalents		(1,259,529)	(843,784)
Cash and cash equivalents at the beginning of the period		1,656,292	2,500,076
Net foreign exchange differences		(455)	-
Cash and cash equivalents at the end of the period		396,308	1,656,292

The Consolidated Cash Flow Statement should be read in conjunction with the Notes to the Consolidated Financial Statements.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Introduction

This financial report covers the Consolidated Entity of AuKing Mining Limited (the “Company”) and its controlled entities (together referred to as the “Consolidated Entity”). AuKing Mining Limited is a listed public company, incorporated and domiciled in Australia. The Consolidated Entity is a for-profit entity for the purpose of preparing the financial statements.

Operations and principal activities
The principal activity of the Consolidated Entity is mineral exploration.

Currency
The financial report is presented in Australian dollars, which is the functional currency of the Company, and is rounded to the nearest one dollar.

Authorisation of financial report
The financial report was authorised for issue on 28 March 2024.

Comparative figures
When required by accounting standards comparative figures have been adjusted to conform to changes in presentation for the current financial period.

Basis of preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards, and the Corporations Act 2001.

Compliance with IFRS
The consolidated financial statements comply with International Financial Reporting Standards (IFRSs) adopted by the International Accounting Standards Board (IASB).

Historical cost convention
The financial statements have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Critical accounting estimates and judgements
The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Consolidated Entity’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in the notes below.

Accounting policies

(a) Going Concern

As at 31 December 2023 the Consolidated Entity had cash reserves of $396,308 and net current assets of $49,942. For the year ended 31 December 2023 the Consolidated entity incurred a loss of $12,626,360 (including $9,305,708 of exploration expenditure that was expensed under the Consolidated Entity’s accounting policy disclosed in Note 7), incurred operating cash outflows of $3,647,914 (including $1,603,478 of exploration expenditure that was expensed under the Consolidated Entity’s accounting policy disclosed in Note 7) and had investing cash outflows of $509,572. As disclosed in Note 20 the Consolidated Entity also has obligations to expend minimum amounts on exploration in tenement areas. Currently the exploration expenditure obligations for the 12 months ending 31 December 2024 to maintain its current tenement areas are $1,595,339.

Subsequent to year end the Consolidated Entity raised an additional $200,000 through a share placement with a director after this was approved by shareholders at the 16 January 2024 EGM. On 26 March 2024 the Consolidated Entity also entered into a short term loan funding agreement with a private investor for $250,000. Under the loan terms the interest rate is 7% per month and is repayable in 3 months. Additional short term funding arrangements are currently being finalised by the Consolidated Entity to obtain up to $1,000,000 in funding.

The Consolidated Entity requires further capital to fund future exploration activity and meet other necessary corporate expenditure.

The ability of the Consolidated Entity to continue as a going concern is dependent upon securing funding in the form of a capital raise, loan or other form of financing within the next month. This is in addition to amounts already raised subsequent to balance date. These funds are required to continue planned exploration and meet the Consolidated Entity’s working capital requirements.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The Consolidated Entity's ability to continue as a going concern is also dependent upon one or more of the following:

1. the ability of the Company to raise additional capital in the future;
2. the ability of the Consolidated Entity to obtain short term funding within the next month to meet immediate funding requirements; and
3. the successful exploration and subsequent exploitation of the Consolidated Entity's tenements.

These conditions give rise to material uncertainty which may cast significant doubt over the Consolidated Entity's ability to continue as a going concern.

Whilst acknowledging these uncertainties, the directors have concluded that the going concern basis of preparation is appropriate due to the following reasons:

1. As noted above management is in discussions with certain parties to provide funding including discussions to obtain further short-term funding of up to $1,000,000;
2. Management is considering the issue of a convertible note and/or obtaining loan funding from a Director or third party;
3. To date the Consolidated Entity has funded its activities through issuance of equity securities, and it is expected that the Consolidated Entity will be able to fund its future activities through further issuances of equity securities; and
4. The directors believe there is sufficient cash available for the Consolidated Entity to continue operating based on the Company's cash flow forecast.

Should the Consolidated Entity be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements.

This financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts or classification of liabilities and appropriate disclosures that may be necessary should the Consolidated Entity be unable to continue as a going concern.

(b) New Accounting Standards and Interpretations

The accounting policies adopted are consistent with those of the previous financial year.

Several other amendments and interpretations applied for the first time during the year but these changes did not have an impact on the Consolidated Entity's financial statements and hence, have not been disclosed.

The Consolidated Entity has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

(c) New Standards and Interpretations Not Yet Adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2023 reporting periods. The Consolidated Entity has decided against early adoption of these standards. The Consolidated Entity's assessment of the impact of these new standards and interpretations is that they are not expected to have a material impact on the Group's financial assets or financial position, financial performance or disclosure.

NOTE 2 ACQUISITION OF 92U PTY LTD

Consideration

On 30 January 2023 AKN completed the purchase of various prospective uranium and copper licences in Tanzania. The purchase price was discharged by AKN through the issue of 60,000,000 ordinary shares and 30,000,000 options exercisable at $0.20 on or before 30 September 2025. The transaction was accounted for as an asset acquisition.

60,000,000 AKN shares [1]	6,300,000
30,000,000 AKN options [2]	1,402,230
Total consideration	**7,702,230**

[1] 60,000,000 AKN shares were issued on 30 January 2023 on which AKN shares had a closing price of $0.105 per share.

[2] 30,000,000 AKN options were issued on 30 January 2023. The value of the options were calculated using the following assumptions:

Grant date	30 January 2023
Exercise price	$0.20
Share price at grant date	$0.105
Expiry date	30 September 2025
Life of the instruments	2.7 years
Share price volatility	96.2%
Expected dividends	Nil
Risk free interest rate	3.18%
Pricing model	Binomial
Fair value per instrument	$0.0467

Assets and Liabilities Acquired

The value of consideration has been attributed to the uranium and copper licences acquired. In line with the accounting policy (refer Note 7), this amount has been expensed in full through the Statement of Comprehensive Income.

There were no other assets or liabilities acquired.

Net Cash Outflow

There was no impact on cash as a result of the acquisition.

Acquisition costs

Costs related to the acquisition of 92U Pty Ltd were;

5,000,000 AKN shares issued as advisory fees to Vert Capital [1]	525,000
10,000,000 AKN options as advisory fees to Vert Capital [2]	467,410
Other transactions costs	46,709
Total acquisition costs	1,039,119

[1] 5,000,000 AKN shares were issued on 30 January 2023 on which AKN shares had a closing price of $0.105 per share.

[2] 10,000,000 AKN options were issued on 30 January 2023. The value of the options were calculated using the following assumptions:

NOTE 2 ACQUISITION OF 92U PTY LTD (continued)

Grant date	30 January 2023
Exercise price	$0.20
Share price at grant date	$0.105
Expiry date	30 September 2025
Life of the instruments	2.7 years
Share price volatility	96.2%
Expected dividends	Nil
Risk free interest rate	3.18%
Pricing model	Binomial
Fair value per instrument	$0.0467

NOTE 3 CASH AND CASH FLOW INFORMATION

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of financing and investing activities, which are disclosed as operating cash flows.

	December 2023 $	December 2022 $
Reconciliation of cash flows used in operations with loss after income tax		
Loss after income tax	(12,664,692)	(2,345,223)
Non-cash items in loss after income tax		
Depreciation	47,404	38,939
Share based payments – Tanzania acquisition consideration and other consultants	8,731,956	-
Share based payments – employee and director options	107,699	169,631
Impairment – exploration and evaluation assets	38,332	-
Gain on sale of plant and equipment	-	(754)
Movements in assets and liabilities		
Other receivables	61,823	132,685
Other assets	-	(45,504)
Trade payables and accruals	(49,808)	147,614
Provisions	52,372	55,051
Cash flow from operations	(3,674,914)	(1,847,561)

Reconciliation of cash

Cash at the end of the financial period as shown in the cash flow statement is reconciled to items in the balance sheet as follows:

Cash on hand and at bank	385,551	1,645,865
Cash on deposit	10,757	10,427
	396,308	1,656,292

NOTE 3 CASH AND CASH FLOW INFORMATION (continued)

Reconciliation of cash and non-cash movements in share capital for the year (*refer to Note 11 for further details*)

	December 2023 $	December 2022 $
Opening balance at 1 January	13,592,798	8,721,436
Cash movements in share capital		
Shares issued – cash settled	3,176,000	5,365,968
Share issue expenses – cash settled	(251,043)	(491,513)
Non-cash movements in share capital		
Shares issued – Tanzania transaction	6,825,000	-
Share issue expenses – trade creditors	-	66,907
Share issue expenses – equity settled	(39,400)	(70,000)
Closing balance	23,303,355	13,592,798

Non-cash movements in investing activities

Exploration and evaluation assets amounts included in trade and other creditors at 31 December 2023 were $1,736 (2022: $20,616).

Exploration and evaluation assets were impaired by $38,322 during the year (2022: $Nil).

NOTE 4 OTHER EXPENSES

Corporate compliance and insurance expenses	333,429	418,897
Administration expenses	330,476	311,909
Investor relation and capital market advisory expenses	197,193	359,919
Telecom and IT expenses	42,777	52,601
Project generation expenses	75,918	-
	979,793	1,143,326

NOTE 5 EMPLOYEE EXPENSES

Employee wages and director fees	1,004,017	761,674
Superannuation	96,523	102,472
Share based payments – employee and director options	145,015	169,631
Other employment expenses	8,781	39,973
	1,254,336	1,073,750

NOTE 6 TRADE & OTHER RECEIVABLES

GST receivable	31,219	93,042

	December 2023	December 2022
	$	$

NOTE 7 EXPLORATION AND EVALUATION

Koongie Park Project

Amounts recognised in the Consolidated Balance Sheet

	December 2023 $	December 2022 $
Opening balance	8,318,408	4,865,744
Exploration expenditure during the period	746,756	4,009,575
Impairment of exploration and evaluation assets	(38,332)	-
Government grants relating to exploration	(256,063)	(556,911)
	8,770,769	8,318,408

Accounting Policy - Koongie Park Project

Exploration costs are capitalised only when the Consolidated Entity has either a granted tenement in its name or an interest through a earn-in and joint venture arrangement. Costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area or sale of the respective area of interest or where activities in the area have not yet reached a stage which permits reasonable assessment of the existence of economically recoverable reserves and active or significant operations in relation to the area are continuing.

Under the terms of the Earn-in and Joint Venture Agreement dated 8 February 2021 (JVA), upon the participating interest of Astral Resources (AAR) in the Koongie Park Joint Venture (KPJV) diluting below 10%, AAR is deemed to have withdrawn from the JVA and the remaining participating interest converts to a net smelter return royalty. AAR's participating interest was deemed to have diluted below 10% with effect from 30 June 2023 and AKN moved to the 100% participating interest at the same time.

AAR retains the right to explore for and develop gold and other precious metals within the Koongie Park project area, including platinum group elements. These rights do not apply to the mining licences on which the Onedin and Sandiego deposits are situated.

Tanzania Projects

Amounts recognised in the Consolidated Statement of Comprehensive Income

	December 2023 $	December 2022 $
Acquisition of Tanzania projects- refer to note 2	7,702,230	-
Exploration expenditure during the period	1,603,478	-
	9,305,708	-

Accounting Policy – Tanzania Projects

Exploration costs, including the costs to initially acquire the various prospective uranium and copper licences (refer Note 2) are expensed when incurred. The Consolidated Entity has adopted this accounting policy for areas of interest in environments where there is heightened sovereignty and other risks compared to Australia.

NOTE 8 PLANT AND EQUIPMENT

	December 2023 $	December 2022 $
Field equipment at cost	54,108	8,603
Accumulated depreciation	(10,067)	(878)
	44,041	7,725
Motor vehicles at cost	145,126	145,126
Accumulated depreciation	(51,921)	(28,704)
	93,205	116,422
Office equipment at cost	61,890	61,890
Accumulated depreciation	(35,562)	(20,564)
	26,328	41,326
Total plant and equipment	**163,574**	**165,473**

NOTE 8 PLANT AND EQUIPMENT (continued)

Movements during the year

December 2023	Field Equipment	Motor Vehicles	Office Equipment	Total
Opening balance	7,725	116,422	41,326	165,473
Additions	45,505	-	-	45,505
Disposals	-	-	-	-
Depreciation	(9,189)	(23,217)	(14,998)	(47,404)
Closing balance	**44,041**	**93,205**	**26,328**	**163,574**

December 2022	Field Equipment	Motor Vehicles	Office Equipment	Total
Opening balance	21,427	61,328	48,531	131,286
Additions	3,336	77,436	7,600	88,372
Disposals	(15,246)	-	-	(15,246)
Depreciation	(1,792)	(22,342)	(14,805)	(38,939)
Closing balance	**7,725**	**116,422**	**41,326**	**165,473**

Each class of property, plant and equipment is carried at cost less, where applicable, any accumulated depreciation and impairment losses. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised in profit or loss. A formal assessment of recoverable amount is made when impairment indicators are present.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future benefits associated with the item will flow to the Consolidated Entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of comprehensive income during the financial period in which they are incurred.

The depreciable amount of all fixed assets is depreciated on a diminishing value basis over the asset's useful life to the Consolidated Entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance date.

Class of Fixed Asset	Depreciation Rates
Field equipment	10% - 20%
Motor vehicles	20%
Office equipment	20% - 25%

	December 2023 $	December 2022 $
NOTE 9 TRADE & OTHER PAYABLES		
Trade payables	21,424	55,272
Other payables and accrued expenses	141,947	220,321
Accrued wages and fees payable to Directors	35,128	15,000
	198,499	290,593
NOTE 10 EMPLOYEE BENEFITS PROVISIONS		
CURRENT		
Employee benefits	179,086	126,714

NOTE 11 SHARE CAPITAL

	December 2023 $	December 2022 $
Fully paid ordinary shares	23,303,355	13,592,798

Ordinary Shares

	2023 $	2022 $	2023 Number	2022 Number
At the beginning of the period	13,592,798	8,721,436	117,843,707	75,289,651
Shares issued to vendors of 92U Pty Ltd [1]	6,300,000	-	60,000,000	-
Shares issued to transaction advisors [2]	525,000	-	5,000,000	-
Share placement March 2023 [3]	2,126,000	-	21,260,000	-
Share placement November 2023 [4]	1,050,000	-	26,250,000	-
Share placement March 2022 [5]	-	49,500	-	300,000
Share placement May 2022 [6]	-	2,635,138	-	18,822,412
Rights issue May 2022 [7]	-	376,830	-	2,691,644
Share placement June 2022 [8]	-	980,000	-	7,000,000
Share placement October 2022 [9]	-	1,374,000	-	13,740,000
Share issue expenses	(290,443)	(544,106)	-	-
At reporting date	23,303,355	13,592,798	230,353,707	117,843,707

Notes

1. 60,000,000 shares issued to vendors of 92U Pty Ltd at $0.105 per share as part consideration for the acquisition of 92U Pty Ltd – refer Note 2.
2. 5,000,000 shares issued to Vert Capital as part consideration for advisory fees on the 92U Pty Ltd transaction – refer Note 2.
3. 21,260,000 shares issued through a share placement at $0.10 per share.
4. 26,250,000 shares issued through a share placement at $0.04 per share.
5. 300,000 shares issued to Vert Capital in March 2022 in relation to the November 2021 placement.
6. 18,822,412 shares issued through a share placement at $0.14 per share.
7. 2,691,644 shares issued through a rights issue at $0.14 per share.
8. 7,000,000 shares issued through a share placement at $0.14 per share.
9. 13,740,000 shares issued through a share placement at $0.10 per share.

NOTE 11 SHARE CAPITAL (continued)

Options

Tranche	Expiry Date	Exercise Price	Movements				
			31 Dec 2022	Issued	Exercised	Lapsed/ Expired	31 Dec 2023
Tranche 1	30 Jun 2023	0.25	28,871,380	-	-	(28,871,380)	-
Tranche 2	30 Jun 2023	0.25	14,000,000	-	-	(14,000,000)	-
Tranche 3	31 May 2025	0.17	2,500,000	-	-	-	2,500,000
Tranche 4	31 May 2025	0.11	2,700,000	-	-	-	2,700,000
Tranche 5	31 May 2025	0.17	1,000,000	-	-	(500,000)	500,000
Tranche 6	30 Sep 2025	0.20	6,870,000	-	-	-	6,870,000
Tranche 7	30 Sep 2025	0.20	-	30,000,000	-	-	30,000,000
Tranche 8	30 Sep 2025	0.20	-	10,000,000	-	-	10,000,000
Tranche 9	30 Sep 2025	0.20	-	10,630,000	-	-	10,630,000
Tranche 10	30 Sep 2025	0.20	-	2,000,000	-	-	2,000,000
Tranche 11	30 Sep 2025	0.20	-	5,000,000	-	-	5,000,000
Tranche 12	31 Dec 2025	0.20	-	13,125,000	-	-	13,125,000
			55,491,380	70,755,000	-	(43,371,380)	83,325,000

Tranche 1 options were issued to shareholders as part of previous capital raises. The options lapsed during the period.

Tranche 2 options were issued to the lead manager previous capital raises. The options lapsed during the period.

Tranche 3 options were issued to the Directors under the Employee Share and Option Plan. The options have an exercise price $0.17 and a 1 year service vesting condition.

Tranche 4 options were issued to employees under the Employee Share and Option Plan. The options have an exercise price $0.11 and a 1 year service vesting condition.

Tranche 5 options were issued to a Director under the Employee Share and Option Plan. The options have an exercise price $0.17 and a 1 year service vesting condition. Tranche 5 options were issued on 16 December 2022. 500,000 Tranche 5 options were forfeited on resignation.

Tranche 6 options were issued to shareholders as part of the October 2022 share placement The options have an exercise price of $0.20 and no vesting conditions.

Tranche 7 options were issued as part consideration to the vendors of the uranium and copper licences in Tanzania. The 30,000,000 options are exercisable at $0.20 on or before 30 September 2025.

Tranche 8 options were issued to Vert Capital Pty Ltd as part consideration for introduction of these project interests to and assistance in securing the acquisition. The 10,000,000 options are exercisable at $0.20 on or before 30 September 2025.

Tranche 9 options were issued to shareholders as part of share placement in March 2023. The 10,630,000 options have an exercise price of $0.20, no vesting conditions and an expiration date of 30 September 2025.

Tranche 10 options were issued to Bonacare Pty Ltd in consideration for investor relations services. The 2,000,000 options have an exercise price of $0.20 and an expiration date of 30 September 2025.

Tranche 11 options were issued to options were issued to Vert Capital Pty Ltd as part consideration for capital raising services. The 5,000,000 options are exercisable at $0.20 on or before 30 September 2025.

Tranche 12 options were issued to shareholders as part of the November 2023 share placement The options have an exercise price of $0.10 and no vesting conditions.

NOTE 12 DIVIDENDS & FRANKING CREDITS

There were no dividends paid or recommended during the period. There are no franking credits available to the shareholders of the Company.

	December 2023 $	December 2022 $
NOTE 13 RESERVES		
Share based payment reserve	2,223,686	379,631
Foreign currency translation reserve	22,954	-
	2,246,640	379,631

The foreign currency translation reserve records exchange rate differences arising from the translation of the financial statements of foreign subsidiaries.

The share based payment reserve is used to record the value of share based payments provide to employees and consultants for capital raising services.

Share based payment reserve movements during the year

Opening balance	379,631	140,000
Director and employee options	107,699	169,631
Consultant options (refer note 18)	544,126	70,000
Options issued to the vendors of 92U Pty Ltd (refer note 2)	1,402,230	-
Transfer of expired options to accumulated losses	(210,000)	-
	2,223,686	379,631

NOTE 14 EARNINGS PER SHARE

The Consolidated Entity presents basic and diluted earnings per share (EPS) data for its ordinary shares.

Total losses used to calculate basic and dilutive EPS	(12,664,692)	(2,345,223)

	2023 Number	2022 Number
Weighted average number of ordinary shares outstanding during the period	197,745,543	96,232,257
Weighted average number of dilutive options outstanding	-	-
Weighted average number of ordinary shares outstanding during the period used in calculating EPS and dilutive EPS	197,745,543	96,232,257
Basic and diluted loss per share - cents	**(6.40)**	**(2.44)**

At 31 December 2023, there were 83,325,000 (2022: 55,491,380) options outstanding which could potentially dilute basic earnings per share in the future. Because there is a loss from operations, these would have an anti-dilutive effect and therefore diluted earnings per share is the same as the basic earnings per share.

Refer to Note 23 for issuance of ordinary shares after balance sheet date. These issuances would have changed significantly the number of ordinary shares outstanding at the end of the reporting period if occurred before the end of the reporting period.

NOTE 15 INCOME TAX

Income tax expense

The income tax expense for the period comprises current income tax expense and deferred tax expense. Current income tax expense charged to profit or loss is the tax payable on taxable income.

A reconciliation of income tax expense/(benefit) applicable to accounting profit before income tax at the statutory income tax rate to income tax expense at the Consolidated Entity's effective income tax rate for the periods ended 31 December 2023 and 31 December 2022 is as follows:

	December 2023 $	December 2022 $
Accounting loss before income tax	(12,664,360)	(2,345,223)
Tax at the Australian tax rate of 30.0% (2022: 30.0%)	(3,799,408)	(703,567)
Non-deductible/(assessable) items	2,976,848	80,196
Deferred tax assets not brought to account	822,560	623,371
Income tax expense	-	-

Current tax liabilities

Current tax liabilities are measured at the amounts expected to be paid to the relevant taxation authority. The Consolidated Entity did not have any current tax liabilities at 31 December 2023 (2022: Nil).

Deferred tax balances

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the period as well as unused tax losses.

	December 2023 $	December 2022 $
Unrecognised temporary differences and tax losses		
Tax losses	43,287,996	39,866,437
Recognised temporary differences and tax losses		
<u>Deferred tax assets and liabilities are attributable to the following:</u>		
Provisions	53,726	38,015
Exploration and evaluation assets	(2,631,231)	(2,495,522)
Deferred tax attributed to temporary differences not recognised	2,577,505	2,457,508
Tax losses carried forward	-	-
Net deferred tax liability/(asset)	-	-

NOTE 16 RELATED PARTY AND KEY MANAGEMENT PERSONNEL

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Key management personnel compensation

Key management personnel comprise directors and other persons having authority and responsibility for planning, directing and controlling the activities of the Consolidated Entity.

	December 2023	December 2022
	$	$
Summary		
Short-term employee benefits	684,575	572,164
Post-employment benefits	29,023	27,603
Share-based payments	67,621	128,889
	781,219	728,656

Detailed remuneration disclosures are provided in the remuneration report on pages 20 to 26.

Amounts owed to Key Management Personnel

$35,128 is owed to Key Management Personnel for unpaid remuneration (December 2022: $15,000). These amounts were at call and did not bear interest.

Other related party transactions

On 30 January 2023 AKN acquired various prospective uranium and copper licences in Tanzania through the acquisition of 92U Pty Ltd (refer Note 2).

Kabunga Holdings Pty Ltd, an entity associated with AKN's Chairman Asimwe Kabunga, held a 60% interest of 92U Pty Ltd. In consideration for Kabunga Holdings Pty Ltd interest in 92U Pty Ltd, it was issued 36,000,000 AKN shares and 18,000,000 options exercisable at $0.20 on or before 30 September 2025.

The value of the consideration for the transaction was:

36,000,000 AKN shares with a value of $0.105 per share	3,780,000
18,000,000 AKN options with a value of $0.0467 per option	840,600
Total consideration	4,620,600

NOTE 17 FINANCIAL RISK MANAGEMENT

The Consolidated Entity's financial instruments consist mainly of deposits with banks and accounts receivable and payable. The main risk arising from the financial instruments is foreign exchange risk.

There have been no substantive changes in the Consolidated Entity's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The Board has overall responsibility for the determination of the Consolidated Entity's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for day to day management of these risks to the Chief Executive Officer and the Chief Financial Officer. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Consolidated Entity's competitiveness and flexibility. Further details regarding these policies are set out below:

NOTE 17 FINANCIAL RISK MANAGEMENT (continued)

(a) Credit Risk

Credit risk is the risk that the other party to a financial instrument will fail to discharge their obligation resulting in the Consolidated Entity incurring a financial loss. This usually occurs when debtors fail to settle their obligations owing to the Consolidated Entity.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements. There is no collateral held as security at 31 December 2023.

Credit risk is reviewed regularly by the Board. It arises from deposits with financial institutions.

The Consolidated Entity does not have any material credit risk exposure to any single debtor or group of debtors under financial instruments entered into by the Consolidated Entity.

The credit quality of cash and cash equivalents is considered strong. The counterparty to these financial assets are large financial institutions with strong credit ratings.

(b) Liquidity risk

Liquidity risk is the risk that the Consolidated Entity may encounter difficulties raising funds to meet financial obligations as they fall due.

Liquidity risk is reviewed regularly by the Board.

The Consolidated Entity manages liquidity risk by monitoring forecast cash flows and ensuring that adequate cash resources are maintained. The Consolidated Entity did not have any financing facilities available at balance date.

Refer to Note 1 *"Going Concern"* for details on the Consolidated Entity's current financial position, funding arrangements and its ability to meet its future obligations.

(c) Market Risk

Market risk arises from the use of interest bearing, tradeable and foreign currency financial instruments. It is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk), foreign exchange rates (currency risk) or other market factors (other price risk).

The Consolidated Entity does not have any material exposure to market risk.

(d) Capital Risk Management

When managing capital, the director's objective is to ensure the entity continues as a going concern and to maintain a structure that ensures the lowest cost of capital available and to ensure adequate capital is available for exploration and evaluation of tenements. In order to maintain or adjust the capital structure, the Consolidated Entity may seek to issue new shares.

The Consolidated Entity has no minimum capital requirements.

Refer to Note 1 *"Going Concern"* for details on the Consolidated Entity's current financial position, funding arrangements and its ability to meet its future obligations.

(e) Net Fair Values

The net fair values of financial assets and liabilities approximate their carrying value. The aggregate net fair values and carrying amounts of financial assets and liabilities are disclosed in the balance sheet and in the notes to the financial statements.

NOTE 18 SHARE BASED PAYMENTS

Tanzania Acquisition

December 2023

Tranche	Grant Date	Expiry Date	Exercise Price	Balance at start of year	Granted	Exercised	Lapsed	Balance at end of year	Vested and exercisable at end of year
Tranche 7	30 Jan 2023	30 Sep 2025	$0.20	-	30,000,000	-	-	30,000,000	30,000,000
Tranche 8	30 Jan 2023	30 Sep 2025	$0.20	-	10,000,000	-	-	10,000,000	10,000,000
				-	-	-	-	-	-
Weighted average exercise price				-	$0.20	-	-	$0.20	-

On 30 January 2023 AKN completed the purchase of various prospective uranium and copper licences in Tanzania. The purchase price was discharged by AKN through the issue of 60,000,000 ordinary shares and 30,000,000 options exercisable at $0.20 on or before 30 September 2025.

60,000,000 AKN shares [1]	6,300,000
30,000,000 AKN options [2]	1,402,230
Total consideration	**7,702,230**

AKN also incurred transaction costs to acquire the Tanzania licences of which $992,410 related to options and shares issued to Vert Capital, as part consideration for introduction of these project interests to and assistance in securing the acquisition.

5,000,000 AKN shares issued as advisory fees to Vert Capital [1]	525,000
10,000,000 AKN options as advisory fees to Vert Capital [2]	467,410
Share based acquisition costs	**992,410**

[1] AKN shares were issued on 30 January 2023 on which AKN shares had a closing price of $0.105 per share.

[2] AKN options were issued on 30 January 2023. The value of the options were calculated using the following assumptions:

Grant date	30 January 2023
Exercise price	$0.20
Share price at grant date	$0.105
Expiry date	30 September 2025
Life of the instruments	2.7 years
Share price volatility	96.2%
Expected dividends	Nil
Risk free interest rate	3.18%
Pricing model	Binomial
Fair value per instrument	$0.0467

The weighted average remaining contractual life of Tanzania acquistion share options outstanding at the end of the year was 1.75 years.

Consultant Options

December 2023

Tranche	Grant Date	Expiry Date	Exercise Price	Balance at start of year	Granted	Exercised	Lapsed	Balance at end of year	Vested and exercisable at end of year
Tranche 10	21 Mar 2023	30 Sep 2025	$0.20	-	2,000,000	-	-	2,000,000	2,000,000
Tranche 11	17 Nov 2023	30 Sep 2025	$0.20	-	5,000,000	-	-	5,000,000	5,000,000
Tranche 2	14 Mar 2022	30 June 2023	$0.25	4,000,000	-	-	(4,000,000)	-	-
Tranche 2	27 Jun 2022	30 June 2023	$0.25	10,000,000	-	-	(10,000,000)	-	-
				14,000,000	17,000,000	-	(14,000,000)	17,000,000	17,000,000
Weighted average exercise price				$0.25	$0.20	-	$0.25	$0.20	$0.20

NOTE 18 SHARE BASED PAYMENTS (continued)

The weighted average remaining contractual life of consultant options outstanding at the end of the year was 1.75 years.

2023 Consulting Fees (Tranche 10)

Options were issued to Bonacare Pty Ltd in consideration for investor relations services. The 2,000,000 options have an exercise price of $0.20 and an expiration date of 30 September 2025. The value of the options were calculated using the following assumptions:

Grant date	21 March 2023
Exercise price	$0.20
Share price at grant date	$0.059
Expiry date	30 September 2025
Life of the instruments	2.5 years
Share price volatility	98.5%
Expected dividends	Nil
Risk free interest rate	2.86%
Pricing model	Binomial
Fair value per instrument	$0.0187

November 2023 Placement (Tranche 11)

As part of the November 2023 share placement, the Company agreed to issue to the lead manager, Vert Capital Pty Ltd, 5,000,000 options at an exercise price of $0.20 on or before 30 September 2025. The value of the options were calculated using the following assumptions:

Grant date	17 November 2023
Exercise price	$0.20
Share price at grant date	$0.049
Expiry date	30 September 2025
Life of the instruments	1.9 years
Share price volatility	92.0%
Expected dividends	Nil
Risk free interest rate	4.16%
Pricing model	Binomial
Fair value per instrument	$0.0079

November 2021 Placement (Tranche 2)

As part of the November 2021 share placement, the Company agreed to issue to the lead manager, Vert Capital Pty Ltd, 4,000,000 options exercisable at 25c on or before 30 June 2023. The options were issued in March 2022 following shareholder approval and have now expired.

June 2022 Placement (Tranche 2)

As part of the June 2022 share placement, the Company issued to the lead manager, Vert Capital Pty Ltd, 10,000,000 options exercisable at 25c on or before 30 June 2023. The options have now expired.

NOTE 18 SHARE BASED PAYMENTS (continued)

Director and Employee Options

The Company has granted options over ordinary shares to employees (including directors) in recognition of services provided to the Company. The options were granted for nil consideration and are not quoted on the ASX. Options granted under the plan carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share.

December 2022

Tranche	Grant Date	Expiry Date	Exercise Price	Balance at start of year	Granted	Exercised	Lapsed	Balance at end of year	Vested and exercisable at end of year
Tranche 3	30 Jun 2022	31 May 2025	$0.17	2,500,000	-	-	-	2,500,000	2,500,000
Tranche 4	30 Jun 2022	31 May 2025	$0.11	2,700,000	-	-	-	2,700,000	2,700,000
Tranche 5	16 Dec 2022	31 May 2025	$0.17	1,000,000	-	-	(500,000)	500,000	500,000
				6,200,000	-	-	(500,000)	5,700,000	5,700,000
Weighted average exercise price				$0.144	-	-	$0.17	$0.142	$0.142

The weighted average remaining contractual life of director and employee share options outstanding at the end of the year was 1.4 years.

Fair value of options granted

The assessed fair value at the date of grant of options issued is determined using an option pricing model that takes into account the exercise price, the underlying share price at the time of issue, the term of the option, the underlying share's expected volatility, expected dividends and the risk free interest rate for the expected life of the instrument. The value of the options was calculated using the inputs shown below:

Inputs into pricing model	Directors June 2022	Employees June 2022	Directors December 2022
Mutually agreed terms	31 May 2022	30 June 2022	1 October 2022
Grant date	31 May 2022	30 June 2022	16 December 2022
Exercise price	$0.17	$0.11	$0.17
Vesting conditions	Ongoing employment until 30 June 2023	Ongoing employment until 30 June 2023	Ongoing employment until 1 October 2023 [1]
Share price at grant date	$0.100	$0.080	$0.093
Life of the options	3.00 years	2.92 years	2.67 years
Underlying share price volatility	103%	100%	99%
Expected dividends	Nil	Nil	Nil
Risk free interest rate	2.86%	3.16%	3.14%
Pricing model	Binomial	Binomial	Binomial
Fair value per option	$0.0542	$0.0449	$0.0412

[1] The Board exercised its discretion to vest in full 1,000,000 options granted to Anna Nahajski-Staples upon her resignation.

Total expenses arising from employee share-based payment transactions recognised during the period as part of employment benefit expenses were as follows:

	December 2023 $	December 2022 $
Share based payments – employee and director options	107,699	169,631

NOTE 19 SEGMENT REPORTING

Reportable Segments

The Consolidated Entity has identified its operating segment based on internal reports that are reviewed and used by the executive team in assessing performance and determining the allocation of resources. The Consolidated Entity does not yet have any products or services from which it derives an income.

Management currently identifies the Consolidated Entity as having only two reportable segments, being:

- Exploration for minerals in Australia at the Koongie Park project; and
- Exploration for minerals in Tanzania.

The following is an analysis of the Consolidated Entity's revenue and results by reportable operating segment for the period under review.

Year Ended 31 December 2023	Tanzania $	Australia $	Unallocated $	Consolidated $
Expenses:				
Tanzania acquisition expenses	(1,039,119)	-	-	**(1,039,119)**
Tanzania exploration expenses	(9,305,708)	-	-	**(9,305,708)**
Other operating expenses	(112,254)	(233,119)	(1,936,160)	**(2,281,533)**
				(12,626,360)
Segment result	(10,457,081)	(233,119)	(1,936,160)	**(12,626,360)**
Income tax	-	-	-	**-**
Net Loss				**(12,626,360)**
Non-cash and other significant items:				
Depreciation	-	25,976	21,428	**47,404**
Share based payments	-	-	145,015	**145,015**
Tanzania acquisition expenses	1,039,119			**1,039,119**
Tanzania exploration expenses	9,305,708			**9,305,708**
Assets:				
Segment assets	114,792	8,931,277	357,318	**9,403,387**
Liabilities:				
Segment liabilities	21,849	51,398	304,338	**377,585**
Segment acquisitions:				
Plant and equipment	-	44,504	-	44,504
Exploration expenditure	-	746,755	-	746,755
Details of non-current assets:				
Other receivables	-	-	3,185	3,185
Exploration and evaluation assets	-	8,809,101		8,809,101
Plant and equipment	-	142,294	21,280	163,574

Year Ended 31 December 2022

In the prior period, the Consolidated Entity only had one reportable segment, being exploration for minerals in Australia. The prior period financial results from this segment are equivalent to the financial statements of the consolidated entity. All assets were located in Australia.

NOTE 20 COMMITMENTS

Future exploration

The Consolidated Entity has certain obligations to expend minimum amounts on exploration in tenement areas. These obligations may be varied from time to time and are expected to be fulfilled in the normal course of operations of the Consolidated Entity.

	December 2023 $	December 2022 $
Exploration obligations to be undertaken – Koongie Park:		
Payable within one year	365,420	525,420
Payable between one year and five years	1,082,040	1,438,860
Payable after five years	273,000	273,000
	1,720,460	2,237,280
Exploration obligations to be undertaken – Tanzania:		
Payable within one year	1,229,919	-
Payable between one year and five years	2,459,838	-
Payable after five years	-	-
	3,689,757	-

To keep tenements in good standing, work programs should meet certain minimum expenditure requirements. If the minimum expenditure requirements are not met, the Company has the option to negotiate new terms or relinquish the tenements or to meet expenditure requirements by joint venture or farm in agreements.

The Consolidated Entity currently does not have any other obligations to expend minimum amounts on either operating leases or exploration in tenement areas.

NOTE 21 CONTINGENT LIABILITIES AND CONTINGENT ASSETS

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

	December 2023 $	December 2022 $
NOTE 22 AUDITORS' REMUNERATION		
Remuneration paid for:		
- Auditing and reviewing the financial report	62,495	62,495
Other services		
- Tax compliance	30,054	30,054

NOTE 23 EVENTS AFTER BALANCE SHEET DATE

On 16 January 2024, following shareholder approval, AKN issued 5,000,000 ordinary shares (at $0.04 per share) and 2,500,000 free-attaching options exercisable at 10c on or before 31 December 2025 to an entity associated with Asimwe Kabunga.

NOTE 24 PARENT ENTITY INFORMATION

The Parent Entity of the Consolidated Entity is AuKing Mining Limited.

	December 2023 $	December 2022 $
Parent Entity Financial Information		
Current assets	408,969	1,663,839
Non-current assets	8,882,839	8,435,637
Total assets	9,291,808	10,099,475
Current liabilities	304,338	336,964
Total liabilities	304,338	336,964
Net assets	8,987,470	9,762,511
Share capital	23,303,355	13,592,798
Reserves	2,223,686	379,631
Accumulated losses	(16,539,571)	(4,209,918)
Total equity	8,987,470	9,762,511
Loss after income tax	(12,539,653)	(2,584,076)
Other comprehensive income	-	-
Total comprehensive loss	(12,539,653)	(2,584,076)

Controlled Entities of the Parent Entity

	2023 Interest %	2022 Interest %	Country of Incorporation
AKN (Koongie Park) Pty Ltd	100%	100%	Australia
Koongie Park Pty Ltd	100%	-	Australia
92 U Pty Ltd	100%	-	Australia
92 U Tanzania Limited	100%	-	Tanzania
Monaco Copper Limited	100%	-	Tanzania

Commitments, Contingencies and Guarantees of the Parent Entity

The Parent Entity has no commitments, contingent assets, contingent liabilities or guarantees at balance date.

DIRECTORS' DECLARATION

In the Directors opinion:

(a) the attached consolidated financial statements and notes that are set out on pages 32 to 54 and the remuneration report set out on pages 20 to 26 in the Directors' Report are in accordance with the Corporations Act 2001 and other mandatory professional reporting requirements, including:

   (i) complying with Australian Accounting Standards and the Corporations Regulations 2001; 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 financial period ended on that date.

(b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 1 to the consolidated financial statements; and

(c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations by the chief executive officer and chief financial officer required by section 295A of the Corporations Act 2001.

This declaration is made in accordance with a resolution of directors.

Director

28 March 2024

Tel: +61 7 3237 5999
Fax: +61 7 3221 9227
www.bdo.com.au

Level 10, 12 Creek Street
Brisbane QLD 4000
GPO Box 457 Brisbane QLD 4001
Australia

INDEPENDENT AUDITOR'S REPORT

To the members of AuKing Mining Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of AuKing Mining Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated balance sheet as at 31 December 2023, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and notes to the financial report, including material accounting policy information and the directors' declaration.

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

(i) Giving a true and fair view of the Group's financial position as at 31 December 2023 and of its financial performance for the year ended on that date; and

(ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 1 in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the group's ability to continue as a going concern and therefore the group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Carrying value of exploration and evaluation assets

Key audit matter	*How the matter was addressed in our audit*
The Group carries exploration and evaluation assets in accordance with the Group's accounting policy for exploration and evaluation assets as set out in Note 7. The recoverability of exploration and evaluation asset is a key audit matter due to the significance of the total balance as a proportion of total assets and the level of procedures undertaken to evaluate management's application of the requirements of AASB 6 Exploration for and Evaluation of Mineral Resources ('AASB 6') in light of any indicators of impairment that may be present.	Our procedures included: • Obtaining evidence that the Group has valid rights to explore in the areas represented by the capitalised exploration and evaluation expenditure by obtaining supporting documentation such as licence agreements and also considering whether the Group maintains the tenements in good standing. • Making enquiries of management with respect to the status of ongoing exploration programs in the respective areas of interest. • Enquiring of management, reviewing ASX announcements and reviewing directors' minutes to ensure that the Group had not decided to discontinue activities in any applicable areas of interest and to assess whether there are any other facts or circumstances that existed to indicate impairment testing was required.

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Accounting for Acquisition of 92U Pty Ltd

Key audit matter	*How the matter was addressed in our audit*
During the period The Group acquired 92U Pty Ltd. Refer to note 2 of the financial report. The accounting treatment for this acquisition was a key audit matter due to the significance of the total balance recorded as an exploration expense through the consolidated statement of comprehensive income, and the level of procedures undertaken to evaluate management's assessment of the acquisition.	Our procedures included, but were not limited to: • Obtaining an understanding of the transaction, including an assessment of whether the transaction constituted an asset or business acquisition. • Reviewing the sale and purchase agreement to understand key terms and conditions. • Assessing management's determination of the fair value of consideration paid and agreeing the consideration to supporting documentation. • Assessing the allocation of the purchase price to the net assets which have been acquired. • Assessing managements adoption of an accounting policy to expense exploration expenditure relating to the relevant tenements acquired. • Assessing the adequacy of the related disclosures in Note 2 of the financial report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 31 December 2023, but does not include the financial report and the auditor's report thereon.

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

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

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

Responsibilities of the directors for the Financial Report

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

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

Auditor's responsibilities for the audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (http://www.auasb.gov.au/Home.aspx) at:

https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 20 to 26 of the directors' report for the year ended 31 December 2023.

In our opinion, the Remuneration Report of AuKing Mining Limited, for the year ended 31 December 2023, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit Pty Ltd

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T R Mann
Director

Brisbane, 28 March 2024