

# Financial Report

for the year ended 30 June 2024

**Saturn Metals Limited**

ABN: 43 619 488 498

For personal use only

**SATURN METALS**



---

## CORPORATE DIRECTORY

### Directors

|                  |                        |
|------------------|------------------------|
| Brett Lambert    | Non-Executive Chairman |
| Ian Bamborough   | Managing Director      |
| Andrew Venn      | Non-Executive Director |
| Robert Tyson     | Non-Executive Director |
| Adrian Goldstone | Non-Executive Director |

### Registered Office & Principal Place of Business

9 Havelock Street  
WEST PERTH WA 6005  
Telephone: + 61 (0)8 6234 1114  
Email: info@saturnmetals.com.au  
Website: www.saturnmetals.com.au

### Company Secretary

Natasha Santi

ABN: 43 619 488 498  
ACN: 619 488 498

### Share Registry

Link Market Services Limited  
Level 12 QV1 Building  
250 St Georges Terrace  
PERTH WA 6000

Telephone: +61 1300 554 474  
Facsimile: +61 (0)2 9287 0303  
Website: www.linkmarketservices.com

### Auditors

BDO Audit Pty Ltd  
Level 9, Mia Yellagonga Tower 2  
5 Spring Street  
Perth WA 6000

### Stock Exchange Listing

Securities of Saturn Metals Limited are listed on the Australian Securities Exchange (ASX).  
ASX Code: STN

Saturn Metals Limited is a Company registered under the *Corporations Act 2001* in the State of Western Australia on 2<sup>nd</sup> June 2017.

---

## CONTENTS

|   |    |
|---|----|
| DIRECTORS' REPORT .....   | 2  |
| REMUNERATION REPORT (AUDITED).....  | 8  |
| AUDITOR'S INDEPENDENCE DECLARATION .....                                      | 18 |
| CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME ..... | 19 |
| CONSOLIDATED STATEMENT OF FINANCIAL POSITION.....                             | 20 |
| CONSOLIDATED STATEMENT OF CHANGES IN EQUITY .....                             | 21 |
| CONSOLIDATED STATEMENT OF CASH FLOWS .....                                    | 22 |
| NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS .....                          | 23 |
| CONSOLIDATED ENTITY DISCLOSURE STATEMENT .....                                | 41 |
| DIRECTOR'S DECLARATION.....   | 42 |
| INDEPENDENT AUDITOR'S REPORT .....  | 43 |

---

## DIRECTORS' REPORT

The Directors present their report together with the consolidated financial statements of the Group comprising of Saturn Metals Limited ("Saturn" the "Group" or the "Company") and its subsidiary for the financial year ended 30 June 2024 and the auditor's report thereon.

### Directors and Company Secretary

The following persons were directors of Saturn during the whole of the financial year and up to the date of this report.

Brett Lambert – Non-Executive Chairman  
Ian Bamborough – Managing Director  
Andrew Venn – Non-Executive Director  
Robert Tyson – Non-Executive Director  
Adrian Goldstone – Non-Executive Director

The Company Secretary is Mrs Natasha Santi. Mrs Santi was appointed Company Secretary on 3 May 2021.

Mrs Santi previously had 9 years' experience, as an employee of Boden Corporate Services Pty Ltd, providing company secretarial and accounting services to a range of ASX listed and unlisted companies, including serving as Company Secretary at Capricorn Metals Ltd from July 2012. In addition, from April 2017, Mrs Santi was a full-time employee at Capricorn Metals Ltd until her resignation as Company Secretary, February 2020.

### Principal Activities

The principal activity of the Group is the exploration for economic deposits of precious metals with the objective of progressing discoveries through to profitable mining operations.

For the period of this report, the emphasis has been gold focused exploration and mine development studies on the Company's **principal** project located near Leonora, in Western Australia.

### Dividends Paid or Recommended

No dividends were paid or proposed to be paid during the financial year (2023: Nil).

### Operating Results

The loss for the Group for the financial year after providing for income tax amounted to \$2,774,483 (2023: \$3,590,514). Loss per share \$0.01 (2023: \$0.03).

### Financial Position

The net assets of the Group for the year ended 30 June 2024 were \$42,809,191 (2023: \$37,527,580). Net assets have increased due to share issues completed during the year which raised \$7,470,336 net of costs for further exploration activities. In addition, a further \$5,750,871 was capitalised as exploration and evaluation costs. At 30 June 2024 the closing cash balance of the Group was \$4,111,750 (2023: \$3,504,209).

## DIRECTORS' REPORT (Cont.)

### Review of Operations

During the financial year ended 30 June 2024 the Company progressed development and exploration activities across its Apollo Hill Gold Project and undertook an exploration campaign at our West Wyalong Joint Venture in New South Wales.

Significantly during the period, the Company published its first preliminary economic assessment (PEA) on the Apollo Hill Deposit, with the PEA achieving the following results:

- Open pit mine and heap leach processing facility projected to generate more than \$1 billion EBITDA over life of mine at a base case gold price of A\$2,665 /oz<sup>1</sup>.
- Preliminary Economic Assessment (PEA) based on development of a large scale open pit mine and 10 Mtpa heap leach processing facility at the wholly owned Apollo Hill Gold Project to produce 122 koz pa.
- Strong free cash flow averaging \$90 million per annum with payback after 2.8 years of production, and 30% internal rate of return over life of mine (LOM).
- LOM undiscounted, pre-tax, free cashflow of \$688 million over 10-year term (A\$2,665 /oz sale price) increases to \$1,021 million at A\$2,950 /oz.
- PEA is based on planned mining inventory of 93.9 Mt grading 0.54 g/t Au containing 1,636 koz; the Project has an initial 10.5 year mine life based on the current Mineral Resource.

During the period total on ground activities completed by Saturn included:

- 405 Aircore (AC) Drill Holes for 28,866m of drilling;
- 17 Diamond (DD) Drill holes for 630m;
- 9 mud rotary drill holes for 736m of drilling; and
- Collection of 897 soil samples and 63 rock chips for analysis.

The Company progressed prefeasibility studies for the full-scale Apollo Hill Project under a bulk mining and heap leach processing scenario. In addition, the Company progressed concept studies on a bulk sample and pilot heap leach plant at Apollo Hill.

In terms of physical development activities, work progressed with the completion of a further five column leach tests, from material collected at Apollo Hill during the year. The completion of an electromagnetic survey flown across a portion of the tenement package identified creditable high volume fresh and production water targets, following which Saturn successfully developed six production bores towards securing water resources for the development of the Apollo Hill Gold Project. Other development work undertaken during the year also included engineering and geotechnical studies.

Apollo Hill regional exploration activities continued throughout the period, with Aircore drilling and soil sampling taking place over a large portion of the land package.

In addition to the significant work undertaken at Apollo Hill, Saturn completed an exploration program consisting of 48 Aircore drill holes totalling 2,998m and the collection of 110 soil samples and 4 rock chips in West Wyalong at its Gold joint venture in New South Wales.

---

<sup>1</sup> Complete details of the Preliminary Economic Assessment were published in the ASX Announcement dated 17 August 2023 titled "Updated Preliminary Economic Assessment". Saturn reports that it is not aware of any new information or data that materially affects the information included in that announcement and that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and there have been no adverse material changes.

## DIRECTORS' REPORT (Cont.)

### Significant Changes in the State of Affairs

Other than as set out elsewhere in the report, there were no significant changes to the state of affairs.

### Changes to Contributed Equity

During the year the Group increased contributed equity by \$7,470,336 through the issue of 61,888,072 shares in the Group as part of placements to institutional and sophisticated investors and the completion of a share purchase plan to shareholders and the issue of share. The details and timing of each raising were as follows:

- 23 October 2023, the Group completed Tranche 1 of the placement to institutional and sophisticated investors issuing 28,532,049 shares at an issue price of 12.5 cents per share. Tranche 2 of this placement was completed following shareholder approval, with a further 19,467,951 shares issued on 6 December 2023. Total shares issued raised \$6,000,000 (before costs)
- 27 November 2023, the Group raised \$1,696,200 (before costs) by issuing 13,569,600 shares at 12.5 cents per share to shareholders under a share purchase plan.
- Costs of shares issued throughout the year totalled \$275,864.
- 22 February 2024, the Company issued 318,472 shares to its West Wyalong Joint Venture partners in lieu of \$50,000 in cash progress payments.

Details of changes in contributed equity is disclosed in Note 11 in the consolidated financial statements.

The Directors are not aware of any other significant changes in the state of affairs of the Company occurring during the financial year, other than as disclosed in this report.

### Events Occurring Subsequent to Balance Date

There were no other matters or circumstances that have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years, other than:

- The capital raising via placement announced on 1 July 2024 to raise \$14 million (before costs) through the issue of 84,848,470 shares at a price of \$0.165 per share. The placement was completed in two tranches with 55,602,528 shares issued on 5 July 2024 and the balance 29,245,879 shares issued on 23 August 2024, following shareholder approval received on 15 August 2024.

### Likely Developments and Expected Results

It is the Board's current intention that the Group will progress exploration and development on current projects. Exploration and development is inherently risky and there are no certainties that the Group will successfully achieve its objectives.

## DIRECTORS' REPORT (Cont.)

### Information on Directors

The names and particulars of the Group's Directors during the financial year, and as at the date of this report are as follows:

|  |                     |           |
|--|---------------------|-----------|
| <b>IAN BAMBOROUGH</b> BSc(Hons), MSc, MBA, MAIG, GAICD<br><b>Managing Director</b>   |                     |           |
| <b>Experience and Expertise:</b><br>Mr Bamborough is a geologist with more than 25 years leadership experience in the mining industry. Mr Bamborough developed his career with Newmont Mining Corporation and was previously Managing Director of ASX listed Spectrum Rare Earths Limited. Mr Bamborough has held office as Vice Chair of the Gold Industry Group of Australia and has previously served as a Director of the Northern Territory Mining Board. Mr Bamborough holds a directorship with private exploration and mining company, Reef Mining Pty Ltd.<br><br>The Board does not consider Mr Bamborough to be an independent Director.  |                     |           |
| <b>Other current ASX listed company directorships:</b><br>None.  |                     |           |
| <b>Former ASX listed company directorships in the last three years:</b><br>None.   |                     |           |
| <b>First appointed as a Director:</b><br>19 September 2017.  |                     |           |
| <b>Interests in Shares, Rights and Options:</b>  | Shares:             | 6,918,730 |
|  | Performance Rights: | 2,800,000 |
|  | Options:            | -         |
| <b>BRETT LAMBERT</b> BAppSc (Mining Engineering)<br><b>Non-Executive Chairman</b>  |                     |           |
| <b>Experience and Expertise:</b><br>Mr Lambert is a mining engineer and experienced company director. He has over 40 years' involvement in the Australian and international resources industry encompassing exploration, mining operations, project development, business development and corporate administration. Mr Lambert commenced his professional career with Western Mining Corporation in Kalgoorlie and progressed to a Senior Management role. Since leaving WMC, Mr Lambert has held executive positions with a number of junior and mid-tier resource companies, including more than 10 years at CEO/managing director level.<br><br>The Board considers that Mr Lambert is an independent Director. |                     |           |
| <b>Other current ASX listed company directorships:</b><br>Nil.   |                     |           |
| <b>Former ASX listed company directorships in the last three years:</b><br>Non-Executive Chairman of Metal Hawk Limited (3 July 2019 to 9 September 2023).<br>Non-Executive Director of Musgrave Minerals Ltd (4 February 2021 to 4 September 2023).<br>Non-Executive Chairman of Mincor Resources NL (1 January 2017 to 6 July 2023).<br>Non-Executive Director of Australian Potash Limited (9 May 2017 to 27 June 2023).  |                     |           |
| <b>First appointed as a Director:</b><br>9 April 2020.   |                     |           |
| <b>Interests in Shares, Rights and Options:</b>  | Shares:             | -         |
|  | Performance Rights: | -         |
|  | Options:            | 2,400,000 |

## DIRECTORS' REPORT (Cont.)

**ROBERT TYSON** B.App Sc(Geol), GradDip Applied Finance(SIA) MAusIMM

**Non-Executive Director**

**Experience and Expertise:**

Mr Tyson is a geologist with more than 25 years resources industry experience having worked in exploration and mining-related roles for companies including Cyprus Exploration Pty Ltd, Queensland Metals Corporation NL, Murchison Zinc Pty Ltd, Normandy Mining Ltd and Equigold NL. Mr Tyson is an Executive Director and founder of Peel Mining Limited, a member of the AusIMM and winner of the 2019 AMEC Prospector award.

The Board considers that Mr Tyson is an independent Director.

**Other current ASX listed company directorships:**

Executive Director – Technical of Peel Mining Limited (from 3 March 2022),  
Managing Director of Peel Mining Limited (20 April 2006 to 3 March 2022).

**Former ASX listed company directorships in the last three years:**

None.

**First appointed as a Director:**

2 June 2017

|   |                     |           |
|---|---------------------|-----------|
| <b>Interests in Shares, Rights and Options:</b> | Shares:             | 1,400,000 |
|   | Performance Rights: | -         |
|   | Options:            | 1,700,000 |

**ANDREW VENN** BBus, GradDip Applied Finance, FFin

**Non-Executive Director**

**Experience and Expertise:**

Mr Venn has over 20 years mining industry experience. Mr Venn has previously held senior positions across financing and operations for Argonaut Limited, Orica Mining Services, ICI Explosives and DDH1 Limited and is a Fellow of the Financial Services Institute of Australia.

The Board considers that Mr Venn is an independent Director.

**Other current ASX listed company directorships:**

None.

**Former ASX listed company directorships in the last three years:**

None.

**First appointed as a Director:**

29 September 2017.

|   |                     |           |
|---|---------------------|-----------|
| <b>Interests in Shares, Rights and Options:</b> | Shares:             | 1,080,000 |
|   | Performance Rights: | -         |
|   | Options:            | 1,700,000 |

## DIRECTORS' REPORT (Cont.)

**ADRIAN GOLDSTONE** BSc, MSc (Hons)

**Non-Executive Director**

**Experience and Expertise:**

Mr Goldstone has in excess of 35 years' experience in the resources industry holding executive roles over much of that time and has more recently become involved in specialist investment and financing for the resources industry. He currently holds the position of Managing Director, Technical at Dundee Corporation. He brings expertise and successful experience in Project Management and associated governance processes, environmental management, and social licence in the industry and has a strong focus on creative business solutions meeting the expectations of multiple stakeholders.

The Board considers that Mr Goldstone is an independent Director.

**Other current ASX listed company directorships:**

Non-Executive Director, Ausgold Limited (20 May 2024 to present).

**Former ASX listed company directorships in the last three years:**

Non-Executive Director of Zinc of Ireland NL (29 January 2019 to 30 November 2021).

Non-Executive Director of Big River Gold Limited (26 May 2021 to 21 September 2022 (removal from official list)).

**First appointed as a Director:**

20 May 2021.

|   |                     |           |
|---|---------------------|-----------|
| <b>Interests in Shares, Rights and Options:</b> | Shares:             | 110,239   |
|   | Performance Rights: | -         |
|   | Options:            | 1,700,000 |

### Meetings of Directors

The number of meetings of Director's (including committees of Directors) held during the year ended 30 June 2024, and the number of meetings attended by each director was as follows:

| <i>Director</i> | <i>Directors Meetings</i> |          | <i>Audit &amp; Risk Committee</i> |          |
|-----------------|---------------------------|----------|-----------------------------------|----------|
|                 | <i>A</i>                  | <i>B</i> | <i>A</i>                          | <i>B</i> |
| I Bamborough    | 8                         | 8        | 1                                 | 1        |
| B Lambert       | 8                         | 8        | 1                                 | 1        |
| R Tyson         | 7                         | 8        | 1                                 | 1        |
| A Venn          | 8                         | 8        | 1                                 | 1        |
| A Goldstone     | 8                         | 8        | 1                                 | 1        |

A = Number of meetings attended.

B = Number of meetings held during the time the director held office or was a member of the committee.



## REMUNERATION REPORT (AUDITED)

The Directors present the Saturn Metals Limited 2024 remuneration report, outlining key details of the nature and amount of remuneration for each Key Management Personnel (“KMP”) awarded this year.

The remuneration report is structured as follows:

- a) Key management personnel covered in this report
- b) Principles used to determine the nature and amount of remuneration
- c) Key personnel remuneration
- d) Service agreements
- e) Equity issued as part of remuneration
- f) Option holdings of key management personnel
- g) Performance rights holdings of key management personnel
- h) Share holdings of directors and key management personnel
- i) Additional information

### a) Key Management Personnel Covered In This Report

| <b>Key Management Personnel</b> | <b>Position</b>        | <b>Changes during the year</b> |
|---------------------------------|------------------------|--------------------------------|
| Ian Bamborough                  | Managing Director      | -                              |
| Brett Lambert                   | Non-Executive Chairman | -                              |
| Robert Tyson                    | Non-Executive Director | -                              |
| Andrew Venn                     | Non-Executive Director | -                              |
| Adrian Goldstone                | Non-Executive Director | -                              |

*Note:*

The remuneration details of each director are set out on pages 8 – 15.

There have been no changes to KMP since 30 June 2024 and to the date of this report.

### b) Principles Used To Determine The Nature And Amount Of Remuneration

The objective of the remuneration framework of Saturn Metals Limited is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with achievement of strategic objectives and the creation of value for shareholders. The Board believes that executive remuneration satisfies the following key criteria:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency
- capital management

These criteria result in a framework which can be used to provide a mix of fixed and variable remuneration, and a blend of short and long-term incentives in line with the Group’s remuneration policy.

## REMUNERATION REPORT (AUDITED) (Cont.)

### Board and senior management

The remuneration of the Managing Director will be decided by the Board, without the affected Executive Director participating in that decision-making process.

The total maximum remuneration of Non-Executive Directors was initially set by the Constitution and subsequent variation is by ordinary resolution of Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable. The current amount has been set at an amount not to exceed \$300,000 per annum. The determination of Non-Executive Directors' remuneration within that maximum is made by the Board having regard to the inputs and value to the Group of the respective contributions by each Non-Executive Director.

In addition, a Director may be paid fees or other amounts (i.e. subject to any necessary Shareholder approval, non-cash remuneration such as Options) as the Directors determine where a Director performs special duties or otherwise performs services outside the scope of the ordinary duties of a Director.

Directors are also entitled to be paid reasonable travelling, hotel and other expenses incurred by them respectively incurred in the performance of their duties as Directors.

The Board reviews and approves the remuneration policy to enable the Group to attract and retain executives and Directors who will create value for Shareholders having consideration to the amount considered to be commensurate for a company of its size and level of activity as well as the relevant Directors' time, commitment, and responsibility. The Board is also responsible for reviewing any employee incentive and equity-based plans including the appropriateness of performance hurdles and total payments proposed. Senior management are paid based on applicable market rates.

### Company Performance

The following table shows the gross revenue, profits, dividends and share price at the end of the financial year for the past 5 years, ending 30 June:

|                         | 2020        | 2021        | 2022        | 2023        | 2024        |
|-------------------------|-------------|-------------|-------------|-------------|-------------|
|                         | \$          | \$          | \$          | \$          | \$          |
| Revenue                 | 74,974      | 72,592      | 15,777      | 56,354      | 111,741     |
| Net profit/(loss)       | (1,476,067) | (1,959,350) | (2,283,191) | (3,590,514) | (2,774,483) |
| Share price at year end | 0.715       | 0.410       | 0.280       | 0.180       | 0.195       |
| Loss per share          | (0.02)      | (0.02)      | (0.02)      | (0.03)      | (0.01)      |
| Dividends paid          | -           | -           | -           | -           | -           |

Remuneration is not linked to past Group performance but rather towards generating future shareholder wealth through share price performance. The Board and management may be issued share options in the company on a periodic basis as a means to link executive rewards to shareholder value.

## REMUNERATION REPORT (AUDITED) (Cont.)

### c) Key Management Personnel Remuneration

Details of the remuneration expense recognized for each key management person of the Group during the current and previous financial year ending 30 June, is set out in the following table:

| Key Management Person | Year        | Fixed Remuneration             |                          |                    | Variable Remuneration |                       | Total \$         | Performance Related % |
|-----------------------|-------------|--------------------------------|--------------------------|--------------------|-----------------------|-----------------------|------------------|-----------------------|
|                       |             | Short-Term Employment Benefits | Post-Employment Benefits | Long-Term Benefits | Share-based Payments  |                       |                  |                       |
|                       |             | Cash salary & fees \$          | Super-annuation \$       | Leave benefits \$  | Options \$            | Performance Rights \$ |                  |                       |
| <b>Executive</b>      |             |                                |                          |                    |                       |                       |                  |                       |
| I Bamborough          | 2024        | 299,998                        | 27,499                   | 39,212             | -                     | 237,997               | 604,706          | 39%                   |
|                       | 2023        | 298,799                        | 26,589                   | 16,154             | -                     | 127,363               | 468,905          | 27%                   |
| <b>Directors</b>      |             |                                |                          |                    |                       |                       |                  |                       |
| B Lambert             | 2024        | 77,000                         | 8,470                    | -                  | 61,413                | -                     | 146,883          | 42%                   |
|                       | 2023        | 77,000                         | 8,085                    | -                  | 86,522                | -                     | 171,607          | 50%                   |
| R Tyson               | 2024        | 55,000                         | 6,050                    | -                  | 43,430                | -                     | 104,480          | 42%                   |
|                       | 2023        | 55,000                         | 5,775                    | -                  | 61,802                | -                     | 122,577          | 50%                   |
| A Venn                | 2024        | 55,000                         | 6,050                    | -                  | 43,430                | -                     | 104,480          | 42%                   |
|                       | 2023        | 55,000                         | 5,775                    | -                  | 61,802                | -                     | 122,577          | 50%                   |
| A Goldstone           | 2024        | 55,000                         | 6,050                    | -                  | 43,430                | -                     | 104,480          | 42%                   |
|                       | 2023        | 55,000                         | 5,775                    | -                  | 61,802                | -                     | 122,577          | 50%                   |
| <b>Total</b>          | <b>2024</b> | <b>541,998</b>                 | <b>54,119</b>            | <b>39,212</b>      | <b>191,703</b>        | <b>237,997</b>        | <b>1,065,029</b> |                       |
|                       | <b>2023</b> | <b>540,799</b>                 | <b>51,999</b>            | <b>16,154</b>      | <b>271,928</b>        | <b>127,363</b>        | <b>1,008,243</b> |                       |

Note:

- Options issued during the year are designed to provide long-term incentives for Eligible Participants to deliver long-term shareholder returns (as disclosed on page 11e).
- Performance rights issued during the year are designed to provide short-term incentives to Directors to deliver short- and long-term shareholder returns (as disclosed on page 12).

### d) Service agreements

Remuneration and other terms of employment for the executives of the Company are formalised in Employment Agreements. Details of the employment conditions for Executives are set out below.

The Company has entered into an Executive Service Agreement with Mr Ian Bamborough pursuant to which Mr Bamborough was appointed Managing Director of the Company on the following terms:

- The Managing Director is employed on a full time basis;
- The Company will pay to the Managing Director for services rendered a salary of \$300,000 (excluding superannuation) per annum;
- The Company will reimburse the Managing Director for all reasonable expenses (including travel and accommodation) incurred in the performance of his duties;
- The Company may terminate the executive services agreement without reason on three (3) months' notice thereafter and immediately without notice in the event of serious misconduct;
- The Managing Director may terminate the executive services agreement at any time and without notice if the Company commits a serious breach of the executive service agreement or by giving three (3) months' notice to the Company; and
- The Company has entered into a deed of insurance, indemnity and access with Mr Bamborough. The Company has taken out and will use its best endeavours to maintain appropriate directors' and officers' liability insurance.

The above Executive Service Agreement otherwise contains terms and conditions which are considered standard for agreements of their nature, including those relating to confidentiality, non-disclosure and assignment.

## REMUNERATION REPORT (AUDITED) (Cont.)

### e) Equity issued as part of remuneration

#### (i) Options

Options over shares in Saturn may be granted under the Company's Incentive Option Plan which was created in September 2017 and approved by shareholders again in November 2021. The Incentive Option Plan is designed to provide long-term incentives for Eligible Participants to deliver long-term shareholder returns. Under the plan, the Board may from time to time, in its absolute discretion, make a written offer to any Eligible Participant to apply for Options, upon the terms set out in the Plan and upon such additional terms and conditions as the Board determines. An Option may be made subject to vesting conditions as determined by the Board in its discretion and as specified in the offer for the Option.

Details of options over ordinary shares in the Company provided as remuneration to key management personnel of Saturn are set out below. When exercisable, each option is convertible into one ordinary share of Saturn. Further information on the options is set out in Note 20(a) to the consolidated financial statements.

| Key management person | Fair Value at Grant Date |         | Options Granted During Year |             | Options Vested During Year |             | Maximum Value Yet to Vest \$ |
|-----------------------|--------------------------|---------|-----------------------------|-------------|----------------------------|-------------|------------------------------|
|                       | 2024 \$                  | 2023 \$ | 2024 Number                 | 2023 Number | 2024 Number                | 2023 Number |                              |
| <b>Executive</b>      |                          |         |                             |             |                            |             |                              |
| I Bamborough          | -                        | -       | -                           | -           | -                          | -           | -                            |
| <b>Directors</b>      |                          |         |                             |             |                            |             |                              |
| B Lambert             | 52,310                   | 40,699  | 1,000,000                   | 700,000     | 1,050,000                  | 350,000     | 21,724                       |
| R Tyson               | 36,617                   | 29,071  | 700,000                     | 500,000     | 750,000                    | 250,000     | 15,207                       |
| A Venn                | 36,617                   | 29,071  | 700,000                     | 500,000     | 750,000                    | 250,000     | 15,207                       |
| A Goldstone           | 36,617                   | 29,071  | 700,000                     | 500,000     | 750,000                    | 250,000     | 15,207                       |

The assessed fair value at grant date of options granted to the individuals is allocated equally over the period from grant date to vesting date.

Shares under option, provided as remuneration to key management personnel, and on issue as at the date of this report are set out in the following table.

| Grant Date  | Total on Issue to Key Management Personnel | Date Vested & Number Exercisable   | Expiry Date | Exercise Price | Value per Option at Grant Date |
|-------------|--|--|-------------|----------------|--------------------------------|
| 24 Nov 2021 | 2,200,000                                  | Class A – Vesting measurement date 24 Nov 2022, Vesting Condition of continuous service to 24 Nov 2022, 1,100,000<br>Class B – Vesting measurement date 24 Nov 2023, Vesting Condition of continuous service to 24 Nov 2023, 1,100,000 | 22 Nov 2024 | 80.0 cents     | 19.90 cents                    |
| 29 Nov 2022 | 2,200,000                                  | Class A – Vesting measurement date 29 Nov 2023, Vesting Condition of continuous service to 29 Nov 2023, 2,200,000  | 27 Nov 2025 | 28.0 cents     | 5.81 cents                     |
| 29 Nov 2023 | 3,100,000                                  | Class A – Vesting measurement date 29 Nov 2024, Vesting Condition of continuous service to 29 Nov 2024, 3,100,000  | 29 Nov 2026 | 20.0 cents     | 5.20 cents                     |

## REMUNERATION REPORT (AUDITED) (Cont.)

### Fair value of options granted during the period

The fair value at grant date stated in the table above, for options granted during the year, was determined using the Black-Scholes valuation methodology and takes into account the following inputs:

|                           |                  |
|---------------------------|------------------|
| Exercise price            | \$0.20           |
| Grant date                | 29 November 2023 |
| Expiry date               | 29 November 2026 |
| Share price at issue date | \$0.1375         |
| Expected price volatility | 69%              |
| Expected dividend yield   | 0%               |
| Risk-free interest rate   | 4.012%           |

### (ii) Performance Rights

Performance Rights in Saturn may be granted under the Incentive Performance Rights Plan which was approved by Shareholders at the 2021 Annual General Meeting. The Incentive Performance Rights Plan is designed to provide short-term incentives for Eligible Participants to deliver short- and long-term shareholder returns. A Performance Right may be made subject to vesting conditions as determined by the Board in its discretion and as specified in the offer for the Performance Right. A Performance Right will lapse upon the earlier to occur of:

- (i) an unauthorised dealing in the Performance Right;
- (ii) a vesting condition in relation to the Performance Right is not satisfied by its due date, or becomes incapable of satisfaction, unless the Board exercises its discretion to waive the vesting conditions and vest the Performance Right in the circumstances set out in paragraph; and
- (iii) unless the Board resolves, in its absolute discretion, to allow the unvested Performance Rights to remain unvested after the Relevant Person ceases to be an Eligible Participant.

Details of performance rights provided as remuneration to key management personnel during the year, are set out below. When conditions attaching to the right are met, each performance right is convertible into one ordinary share of Saturn Metals Limited. Further information on the performance rights is set out in Note 20(b) to the consolidated financial statements.

| Key management person            | Fair Value at Grant Date |         | Performance rights granted during year |             | Performance rights vested during year |             | Maximum Value Yet to Vest \$ |
|----------------------------------|--------------------------|---------|--|-------------|---------------------------------------|-------------|------------------------------|
|                                  | 2024 \$                  | 2023 \$ | 2024 Number                            | 2023 Number | 2024 Number                           | 2023 Number |                              |
| <b>Executive</b><br>I Bamborough | 275,000                  | 180,000 | 2,000,000                              | 1,000,000   | 425,000                               | 97,000      | 240,201                      |
| <b>Directors</b><br>B Lambert    | -                        | -       | -                                      | -           | -                                     | -           | -                            |
| R Tyson                          | -                        | -       | -                                      | -           | -                                     | -           | -                            |
| A Venn                           | -                        | -       | -                                      | -           | -                                     | -           | -                            |
| A Goldstone                      | -                        | -       | -                                      | -           | -                                     | -           | -                            |

Performance rights provided as remuneration to key management personnel, and on issue as at the date of this report are set out in the following table.

| Grant Date  | Total on Issue to Key Management Personnel | Date Vested & Number Exercisable  | Expiry Date | Exercise Price | Fair value per Right at Grant Date |
|-------------|--|---|-------------|----------------|------------------------------------|
| 24 Nov 2021 | 750,000                                    | Class A – Vesting measurement date 13 Dec 2024: 70% vest on achievement of a market-based performance hurdle.<br>Class B – Vesting measurement date 13 Dec 2024: 30% vest on achievement of a performance hurdle. | 23 Nov 2024 | Nil            | 36.8 cents<br>56.0 cents           |

## REMUNERATION REPORT (AUDITED) (Cont.)

| Grant Date  | Total on Issue to Key Management Personnel | Date Vested & Number Exercisable   | Expiry Date | Exercise Price | Fair value per Right at Grant Date                   |
|-------------|--|--|-------------|----------------|--|
| 29 Nov 2022 | 1,000,000                                  | Class A – Vesting measurement date 29 Nov 2025: 20% vest on achievement of a performance hurdle.<br>Class B – Vesting measurement date 29 Nov 2025: 40% vest on achievement of continuous employment hurdle.<br>Class C – Vesting measurement date 29 Nov 2025: 20% vest on achievement of a performance hurdle.<br>Class D – Vesting measurement date 29 Nov 2025: 20% vest on achievement of a performance hurdle. | 29 Nov 2025 | Nil            | 18.0 cents<br>18.0 cents<br>18.0 cents<br>18.0 cents |
| 29 Nov 2023 | 2,000,000                                  | Class A – Vesting measurement date 31 Dec 2025: 30% vest on achievement of a performance hurdle.<br>Class B – Vesting measurement date 29 Nov 2025: 30% vest on achievement of continuous employment hurdle.<br>Class C – Vesting measurement date 30 Jun 2026: 40% vest on achievement of a performance hurdle.   | 29 Nov 2026 | Nil            | 13.75 cents<br>13.75 cents<br>13.75 cents            |

### **Fair value of performance rights granted during the period**

The fair value of the rights is determined on the market price of the company's shares at grant date, with an adjustment made to take into account the two-year vesting period. The Directors do not receive any dividends and are not entitled to vote in relation to the performance rights during the vesting period.

### **Conditions of performance rights granted during the period**

**(Class A)** The Company to define a new discovery or deposit with +100,000 oz JORC compliant Mineral Resource 31 December 2025.

**(Class B)** The holder must have remained in continuous employment with the Company from the Issue Date as either Saturn staff, under an Executive Services Agreement or, Non-Executive Director or as an officially appointed officer. Testing of the measure will be on 29 November 2025.

**(Class C)** The Company to publish a definitive feasibility study for the Apollo Hill Gold project by 30 June 2026.

The fair value of the Performance Rights is determined to be 13.75 cents per performance right issued. The performance rights were valued on a prorated basis as a result of the non-market vesting conditions attached. The fair value at grant date is determined using a Black-Scholes option model that takes into account the exercise price, the term of the performance right, the share price at grant date. The model inputs were:

|  | <b>Class A, B, &amp; C</b> |
|--|----------------------------|
| Exercise price                         | Nil                        |
| Grant date                             | 29 November 2023           |
| Performance measurement date – Class A | 31 December 2025           |
| Performance measurement date – Class B | 29 November 2025           |
| Performance measurement date – Class C | 30 June 2026               |
| Expiry date                            | 29 November 2026           |
| Share price at issue date              | \$0.1375                   |
| Expected price volatility              | 69%                        |
| Expected dividend yield                | 0%                         |
| Risk-free interest rate                | 4.012%                     |

## REMUNERATION REPORT (AUDITED) (Cont.)

### f) Option holdings of key management personnel

The following table shows a reconciliation of movements in options held by key management personnel during the year ended 30 June 2024.

| Key management person & Grant Date | Balance at the start of the year |                  | Movements during the year |                  |     |          | Balance at the end of the year |                  |
|------------------------------------|----------------------------------|------------------|---------------------------|------------------|-----|----------|--------------------------------|------------------|
|                                    | Vested                           | Unvested         | Granted                   | Vested           |     | Expired  | Vested & exercisable           | Unvested         |
|                                    |                                  |                  |                           | Number           | %   |          |                                |                  |
| <b>Executive</b>                   |                                  |                  |                           |                  |     |          |                                |                  |
| I Bamborough                       | -                                | -                | -                         | -                | -   | -        | -                              | -                |
| <b>Directors</b>                   |                                  |                  |                           |                  |     |          |                                |                  |
| B Lambert                          |                                  |                  |                           |                  |     |          |                                |                  |
| 24 Nov 21                          | 350,000                          | 350,000          | -                         | 350,000          | 50  | -        | 700,000                        | -                |
| 29 Nov 22                          | -                                | 700,000          | -                         | 700,000          | 100 | -        | 700,000                        | -                |
| 29 Nov 23                          | -                                | -                | 1,000,000                 | -                | -   | -        | -                              | 1,000,000        |
| R Tyson                            |                                  |                  |                           |                  |     |          |                                |                  |
| 24 Nov 21                          | 250,000                          | 250,000          | -                         | 250,000          | 50  | -        | 500,000                        | -                |
| 29 Nov 22                          | -                                | 500,000          | -                         | 500,000          | 100 | -        | 500,000                        | -                |
| 29 Nov 23                          | -                                | -                | 700,000                   | -                | -   | -        | -                              | 700,000          |
| A Venn                             |                                  |                  |                           |                  |     |          |                                |                  |
| 24 Nov 21                          | 250,000                          | 250,000          | -                         | 250,000          | 50  | -        | 500,000                        | -                |
| 29 Nov 22                          | -                                | 500,000          | -                         | 500,000          | 100 | -        | 500,000                        | -                |
| 29 Nov 23                          | -                                | -                | 700,000                   | -                | -   | -        | -                              | 700,000          |
| A Goldstone                        |                                  |                  |                           |                  |     |          |                                |                  |
| 24 Nov 21                          | 250,000                          | 250,000          | -                         | 250,000          | 50  | -        | 500,000                        | -                |
| 29 Nov 22                          | -                                | 500,000          | -                         | 500,000          | 100 | -        | 500,000                        | -                |
| 29 Nov 23                          | -                                | -                | 700,000                   | -                | -   | -        | -                              | 700,000          |
|                                    | <b>1,100,000</b>                 | <b>3,300,000</b> | <b>3,100,000</b>          | <b>1,100,000</b> |     | <b>-</b> | <b>4,400,000</b>               | <b>3,100,000</b> |

### g) Performance rights holdings of key management personnel

Movements in performance rights held by key management personnel during the year ended 30 June 2024, are set out in the following table.

| Key management person | Balance at the start of the year | Granted          | Lapsed           | Exercised        | Balance at end of the year | Vested & exercisable | Unvested         |
|-----------------------|----------------------------------|------------------|------------------|------------------|----------------------------|----------------------|------------------|
| <b>Executive</b>      |                                  |                  |                  |                  |                            |                      |                  |
| I Bamborough          | 1,750,000                        | 2,000,000        | (525,000)        | (425,000)        | 2,800,000                  | -                    | 2,800,000        |
| <b>Directors</b>      |                                  |                  |                  |                  |                            |                      |                  |
| B Lambert             | -                                | -                | -                | -                | -                          | -                    | -                |
| R Tyson               | -                                | -                | -                | -                | -                          | -                    | -                |
| A Venn                | -                                | -                | -                | -                | -                          | -                    | -                |
| A Goldstone           | -                                | -                | -                | -                | -                          | -                    | -                |
|                       | <b>1,750,000</b>                 | <b>2,000,000</b> | <b>(525,000)</b> | <b>(425,000)</b> | <b>2,800,000</b>           | <b>-</b>             | <b>2,800,000</b> |

### h) Share holdings of key management personnel

Movements in shares held by key management personnel during the year ended 30 June 2024, are set out in the following table.

| Key management personnel | Balance at The start of the year | Received during the year exercise of performance rights | Other changes during the year | Closing balance  |
|--------------------------|----------------------------------|---|-------------------------------|------------------|
| <b>Executive</b>         |                                  |   |                               |                  |
| I Bamborough             | 6,253,730                        | 425,000   | 240,000                       | 6,918,730        |
| <b>Directors</b>         |                                  |   |                               |                  |
| B Lambert                | -                                | -   | -                             | -                |
| R Tyson                  | 1,360,000                        | -   | 40,000                        | 1,400,000        |
| A Venn                   | 1,040,000                        | -   | 40,000                        | 1,080,000        |
| A Goldstone              | 70,239                           | -   | 40,000                        | 110,239          |
|                          | <b>8,723,969</b>                 | <b>425,000</b>  | <b>360,000</b>                | <b>9,508,969</b> |



## REMUNERATION REPORT (AUDITED) (Cont.)

### i) Additional information

#### **Other transactions with key management personnel**

##### *Loans with key management personnel:*

There are no loans between the Company and any key management personnel (2023: Nil).

#### **Cash bonuses**

No cash bonuses have been paid by the Group to directors during the financial year (2023: Nil).

##### Share-based compensation: options & performance rights

Other than options and performance rights granted under the Incentive Option & Performance Rights Plan as described in (e) above, there were no other options issued to, or exercised by Directors of Saturn or key management personnel during the year.

#### **Use of remuneration consultants**

During the year ended 30 June 2024, the Group did not employ the services of a remuneration consultant to review its existing remuneration policies and to provide recommendations in respect of both executive short-term and long-term incentive plan design.

#### **Voting and comments made at the Company's Annual General Meeting**

Saturn Metals Limited received 99.79% of "yes" votes from votes received on its remuneration report for the 2023 financial year. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

## **End of Audited Remuneration Report**

---



## DIRECTORS' REPORT (Cont.)

### Shares under option

Unissued ordinary shares of the Company under option at the date of this report are as follows:

| Grant date       | Expiry date      | Exercise price of options | Number under option |
|------------------|------------------|---------------------------|---------------------|
| 24 November 2021 | 22 November 2024 | 80.0 cents                | 2,200,000           |
| 13 December 2021 | 9 December 2025  | 63.0 cents                | 450,000             |
| 29 November 2022 | 27 November 2026 | 28.0 cents                | 2,200,000           |
| 2 February 2023  | 2 February 2023  | 25.0 cents                | 1,000,000           |
| 29 November 2023 | 29 November 2026 | 20.0 cents                | 3,100,000           |
| 24 May 2024      | 27 May 2027      | 40.0 cents                | 450,000             |

No option holder has any right under the options to participate in any other share issue of the Company.

### Shares issued on the exercise of options

There were no shares issued on the conversion of options in the year ended 30 June 2024 (2023: Nil).

### Shares issued on the conversion of performance rights

There were 1,083,800 shares issued on the conversion of performance rights in the year ended 30 June 2024 (2023: 106,000).

| Date of Exercise  | Issue price of shares |            | Number of shares issued |             |
|-------------------|-----------------------|------------|-------------------------|-------------|
|                   | 2024 cents            | 2023 cents | 2024 Number             | 2023 Number |
| 31 January 2023   | -                     | 17.0       | -                       | 106,000     |
| 11 September 2023 | 14.5                  | -          | 508,000                 | -           |
| 20 December 2023  | 18.0                  | -          | 200,000                 | -           |
| 16 January 2024   | 19.0                  | -          | 42,000                  | -           |
| 30 January 2024   | 17.5                  | -          | 108,800                 | -           |
| 10 April 2024     | 19.5                  | -          | 225,000                 | -           |

### Indemnification and Insurance of Directors and Officers

During the financial year the Group paid a premium of \$15,280 (2023: \$17,280) to insure the Directors and officers of the Group. The policy indemnifies each Director and officer of the Group against certain liabilities arising in the course of their duties.

### Proceedings on behalf of the Group

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

### Environmental Regulation

The Group holds exploration licences and mining leases in Australia. These licences specify guidelines for environmental impacts in relation to exploration activities. The licence conditions provide for the full rehabilitation of the areas of exploration in accordance with the respective jurisdiction's guidelines and standards. The Group is not aware of any significant breaches of the licence condition.

### Indemnity and insurance of auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor. During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

## DIRECTORS' REPORT (Cont.)

### Corporate Governance

A summary of the Company's corporate governance policies, practices and compliance with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (4<sup>th</sup> Edition) will be provided at the same time as the 2024 Annual Report.

### Auditor

BDO Audit Pty Ltd continues in office in accordance with section 327 of the *Corporations Act 2001*.

### Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* is included at Page 18.

### Non-Audit Services

The Group may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Group are important. The Board would ensure none of the services undermine the general principles relating to the auditor independence as set out in APES 110 Code of Ethics for Professional Accountants (including Independence Standards).

Fees paid, and payable to the auditor for the year ended 30 June 2024 were \$58,866 (2023: \$45,589).

### Rounding Off

The Group is of a kind referred to in ASIC Corporations (Rounding in Financial/Director's Reports) Instrument 2016/191 and in accordance with that Instrument, amounts in the consolidated financial statements and Director's report have been rounded off to the nearest dollar, unless otherwise stated.

This report is made in accordance with a resolution of the Board of Directors and signed for on behalf of the Board by:



**Ian Bamborough**  
Managing Director

Perth, Western Australia  
27 September 2024

## DECLARATION OF INDEPENDENCE BY DEAN JUST TO THE DIRECTORS OF SATURN METALS LIMITED

As lead auditor of Saturn Metals Limited for the year ended 30 June 2024, 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 Saturn Metals Limited and the entities it controlled during the period.



Dean Just  
Director

BDO Audit Pty Ltd  
Perth  
27 September 2024

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2024

|  | Note | 2024<br>\$         | 2023<br>\$         |
|--|------|--------------------|--------------------|
| Interest and other income  |      | 111,741            | 56,354             |
| <b>Interest and other income</b>   |      | <b>111,741</b>     | <b>56,354</b>      |
| Share-based remuneration   | 20   | (585,758)          | (717,468)          |
| Employee and Directors' benefit expenses   | 13   | (1,125,935)        | (1,135,278)        |
| Administration expenses  | 13   | (729,331)          | (659,494)          |
| Finance costs  |      | (4,177)            | (6,070)            |
| Capitalised exploration expenditure expensed   | 9    | (352,991)          | (112,980)          |
| Impairment expense   | 9    | (88,032)           | (1,015,578)        |
| <b>Expenses</b>  |      | <b>(2,886,224)</b> | <b>(3,646,868)</b> |
| <b>Loss before income tax</b>  |      | <b>(2,774,483)</b> | <b>(3,590,514)</b> |
| Income tax benefit (expense)   | 14   | -                  | -                  |
| <b>Loss after income tax</b>   |      | <b>(2,774,483)</b> | <b>(3,590,514)</b> |
| Other comprehensive income   |      | -                  | -                  |
| <b>Total comprehensive loss for the year attributable to the members of Saturn Metals Limited</b>  |      | <b>(2,774,483)</b> | <b>(3,590,514)</b> |
| <b>Earnings per share:</b>   |      |                    |                    |
| Basic and diluted loss per share for the year attributable to the members of Saturn Metals Limited | 22   | (0.01)             | (0.03)             |

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

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2024

|                                      | Note | 2024<br>\$        | 2023<br>\$        |
|--------------------------------------|------|-------------------|-------------------|
| <b>Current Assets</b>                |      |                   |                   |
| Cash and cash equivalents            | 5    | 4,111,750         | 3,504,209         |
| Trade and other receivables          |      | 81,346            | 79,538            |
| Other current assets                 |      | 170,370           | 276,841           |
| <b>Total Current Assets</b>          |      | <b>4,363,466</b>  | <b>3,860,588</b>  |
| <b>Non-Current Assets</b>            |      |                   |                   |
| Trade and other receivables          |      | 42,974            | 42,974            |
| Property, plant & equipment          |      | 500,927           | 261,637           |
| Exploration & evaluation assets      | 9    | 40,005,281        | 34,695,433        |
| <b>Total Non-Current Assets</b>      |      | <b>40,549,182</b> | <b>35,000,044</b> |
| <b>Total Assets</b>                  |      | <b>44,912,648</b> | <b>38,860,632</b> |
| <b>Current Liabilities</b>           |      |                   |                   |
| Trade and other payables             | 10   | 1,909,691         | 1,238,544         |
| Lease liabilities                    |      | 80,709            | 94,508            |
| <b>Total Current Liabilities</b>     |      | <b>1,990,400</b>  | <b>1,333,052</b>  |
| <b>Non-Current Liabilities</b>       |      |                   |                   |
| Trade and other payables             |      | 50,849            | -                 |
| Lease liabilities                    | 8    | 62,208            | -                 |
| <b>Total Non-Current Liabilities</b> |      | <b>113,057</b>    | <b>-</b>          |
| <b>Total Liabilities</b>             |      | <b>2,103,457</b>  | <b>1,333,052</b>  |
| <b>Net Assets</b>                    |      | <b>42,809,191</b> | <b>37,527,580</b> |
| <b>Equity</b>                        |      |                   |                   |
| Contributed equity                   | 11   | 53,566,347        | 46,096,011        |
| Accumulated losses                   | 12   | (14,128,044)      | (11,353,561)      |
| Share-based payment reserve          | 12   | 2,961,988         | 2,376,230         |
| Option reserve                       | 12   | 408,900           | 408,900           |
| <b>Total Equity</b>                  |      | <b>42,809,191</b> | <b>37,527,580</b> |

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

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2024

|  | Note | Contributed<br>Equity<br>\$ | Accumulated<br>Losses<br>\$ | Share-<br>based<br>Payment<br>Reserve<br>\$ | Option<br>Reserve<br>\$ | Total<br>Equity<br>\$ |
|--|------|-----------------------------|-----------------------------|---|-------------------------|-----------------------|
| <b>Balance at<br/>30 June 2022</b>       |      | <b>40,922,956</b>           | <b>(7,763,047)</b>          | <b>1,658,762</b>                            | <b>408,900</b>          | <b>35,227,571</b>     |
| Loss for the year                        |      | -                           | (3,590,514)                 | -   | -                       | (3,590,514)           |
| Total comprehensive<br>loss for the year | 12   | -                           | (3,590,514)                 | -   | -                       | (3,590,514)           |
| Issue of share capital                   | 11   | 5,394,922                   | -                           | -   | -                       | 5,394,922             |
| Share issue costs                        | 11   | (221,867)                   | -                           | -   | -                       | (221,867)             |
| Share-based payments                     | 12   | -                           | -                           | 717,468                                     | -                       | 717,468               |
| <b>Balance at<br/>30 June 2023</b>       |      | <b>46,096,011</b>           | <b>(11,353,561)</b>         | <b>2,376,230</b>                            | <b>408,900</b>          | <b>37,527,580</b>     |
| Loss for the year                        |      | -                           | (2,774,483)                 | -   | -                       | (2,774,483)           |
| Total comprehensive<br>loss for the year | 12   | -                           | (2,774,483)                 | -   | -                       | (2,774,483)           |
| Issue of share capital                   | 11   | 7,746,200                   | -                           | -   | -                       | 7,746,200             |
| Share issue costs                        | 11   | (275,864)                   | -                           | -   | -                       | (275,864)             |
| Share-based payments                     | 12   | -                           | -                           | 585,758                                     | -                       | 585,758               |
| <b>Balance at<br/>30 June 2024</b>       |      | <b>53,566,347</b>           | <b>(14,128,044)</b>         | <b>2,961,988</b>                            | <b>408,900</b>          | <b>42,809,191</b>     |

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

---

## CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2024

|   | Note | 2024<br>\$         | 2023<br>\$         |
|---|------|--------------------|--------------------|
| <b>Cash flows from operating activities</b>                 |      |                    |                    |
| Payments to suppliers and employees                         |      | (1,541,109)        | (1,651,629)        |
| <b>Net cash outflow from operating activities</b>           | 15   | <b>(1,541,109)</b> | <b>(1,651,629)</b> |
| <b>Cash flows from investing activities</b>                 |      |                    |                    |
| Payments for purchase of plant and equipment                |      | (246,448)          | (66,209)           |
| Payments for exploration expenditure                        |      | (5,023,618)        | (6,992,940)        |
| Interest received   |      | 97,895             | 56,354             |
| <b>Net cash outflow from investing activities</b>           |      | <b>(5,172,171)</b> | <b>(7,002,795)</b> |
| <b>Cash flows from financing activities</b>                 |      |                    |                    |
| Proceeds from issue of shares                               |      | 7,696,200          | 5,394,922          |
| Transaction costs of issue of shares                        |      | (254,120)          | (221,867)          |
| Payments for lease liabilities                              |      | (121,259)          | (122,982)          |
| <b>Net cash inflow from financing activities</b>            |      | <b>7,320,821</b>   | <b>5,050,073</b>   |
| <b>Net increase/(decrease) in cash and cash equivalents</b> |      | <b>607,541</b>     | <b>(3,604,351)</b> |
| Cash and cash equivalents at the start of year              |      | 3,504,209          | 7,108,560          |
| <b>Cash and cash equivalents at the end of year</b>         | 5    | <b>4,111,750</b>   | <b>3,504,209</b>   |

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

---

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 1. Significant changes during the year

There were no significant changes to adopted accounting policies during the year.

The principal accounting policies adopted in the preparation of the financial report are set out in the notes below, including Note 24. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial report includes the consolidated financial statements for the Group at the end of, or during the financial year ended 30 June 2024 and the comparative period.

## 2. Subsidiary companies

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiary in accordance with the accounting policy described in Note 24(b):

| Name                 | Country of Incorporation | Class of Shares | Equity holding |           |
|----------------------|--------------------------|-----------------|----------------|-----------|
|                      |                          |                 | 2024<br>%      | 2023<br>% |
| Titan Metals Pty Ltd | Australia                | Ordinary        | 100            | 100       |

## 3. Interests in other entities

In April 2020 Saturn entered into an unincorporated joint venture arrangement, through its wholly owned subsidiary Titan Metals Pty Ltd, with Mr Peter Goldner and Dr Angus Collins.

Saturn can earn up to 85% in the project through four farm-in stages by spending a total of \$1.9 million on exploration over approximately 4 years and by making a total of \$195,000 in staged progress payments (cash and or shares). Saturn must keep the tenements in good standing. On Saturn earning an 85% interest an Incorporated Joint Venture will be formed, and the Joint Venture Partners have the option to contribute or dilute (subject to the pre-negotiated dilution formula in line with previous earn in stages) to a combined 1.5% royalty. On the Joint Venture Partners reverting to a royalty position Saturn must make an additional \$50,000 progress payment. Saturn earns a transferrable interest in the tenement during the first three stages but does not maintain full commercial rights until having earned a 60% interest by spending a minimum of \$900,000 on exploration and notifying the completion of each of the first three stages of the farm-in agreement.

As at the time of this report, Titan Metals Pty Ltd has earned a 60% interest (2023: 20%) in the tenements under the agreement. The agreement does not constitute a Joint Arrangement under the Australian Accounting Standards. The Company accounts for its project expenditure through its wholly owned subsidiary and capitalises any appropriate expenditure in line with its policy on exploration and evaluation assets (Note 9).

## 4. Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief decision maker has been identified as the Board of Directors.

Management has determined that Saturn only has one segment, being exploration for precious metals at its tenement package, south of Leonora, Western Australia. Whilst the Company's 100% owned subsidiary, Titan Metals Pty Ltd, has entered into a farm-in arrangement for the exploration of precious metals at West Wyalong, NSW, at this early stage of the arrangement Management does not feel the transactions are material enough to qualify as an additional segment.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### 5. Cash & Cash Equivalents

For statement of cash flows preparation purposes, cash and cash equivalents includes cash on hand and short-term deposits held at call (other than deposits used as cash backing for performance bonds) with financial institutions. Any bank overdrafts are shown within borrowings in the current liabilities on the consolidated statement of financial position.

|                          | 2024             | 2023             |
|--------------------------|------------------|------------------|
|                          | \$               | \$               |
| Cash at bank and in hand | 4,111,750        | 3,504,209        |
|                          | <u>4,111,750</u> | <u>3,504,209</u> |

Refer to Note 16 for the policy on financial risk management.

### 6. Other Current Assets

|                      | 2024           | 2023           |
|----------------------|----------------|----------------|
|                      | \$             | \$             |
| Prepaid insurance    | 38,423         | 36,651         |
| Other prepayments    | 130,525        | 237,714        |
| Other current assets | 1,422          | 2,476          |
|                      | <u>170,370</u> | <u>276,841</u> |

### 7. Property, Plant & Equipment

#### *Plant and equipment*

All assets acquired, including plant and equipment are initially recorded at their cost of acquisition, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition.

Plant and equipment include right-of use assets depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis as set out in Note 8. Depreciation on general plant and equipment is calculated using the straight-line method to allocate their cost or revalued amounts over their estimated useful lives from the time the asset is held ready for use as follows:

|                     |            |
|---------------------|------------|
| - Plant             | 3-10 years |
| - Vehicles          | 3-8 years  |
| - Office equipment  | 3-5 years  |
| - Computer software | 3-5 years  |

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is impaired.

An item of plant and equipment is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal.

Any gain or loss arising on de-recognition of the asset (calculated as the difference between net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

#### *Impairment of assets*

At each reporting date, the Group assesses whether there is any indication that an asset may be impaired. Where an indicator of impairment exists, the Group makes a formal estimate of recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is the greater of fair value less costs of disposal and value in use. It is determined for an individual asset, unless the asset's value in use cannot be estimated to be close to its fair value less costs of disposal and it does not generate cash inflows that are largely independent of those from

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

other assets or groups of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

No impairment losses have been recognised for the year ending 30 June 2024 (2023: \$nil).

| <b>As at 30 June 2024</b> | <b>Plant &amp; Equipment</b> | <b>Software</b> | <b>Furniture &amp; Equipment</b> | <b>Vehicles</b> | <b>Total</b>   |
|---------------------------|------------------------------|-----------------|----------------------------------|-----------------|----------------|
|                           | \$                           | \$              | \$                               | \$              | \$             |
| Cost or fair value        | 325,717                      | 94,267          | 516,547                          | 44,991          | 981,522        |
| Accumulated depreciation  | (67,078)                     | (53,113)        | (325,367)                        | (35,037)        | (480,595)      |
| Net carrying amount       | <b>258,639</b>               | <b>41,154</b>   | <b>191,180</b>                   | <b>9,954</b>    | <b>500,927</b> |

| <b>Reconciliation for the year ended 30 June 2024</b> | <b>Plant &amp; Equipment</b> | <b>Software</b> | <b>Furniture &amp; Equipment</b> | <b>Vehicles</b> | <b>Total</b>   |
|---|------------------------------|-----------------|----------------------------------|-----------------|----------------|
|   | \$                           | \$              | \$                               | \$              | \$             |
| Carrying amount at 1 July                             | 41,674                       | 51,905          | 152,480                          | 15,578          | 261,637        |
| Additions   | 245,052                      | -               | 166,888                          | -               | 411,940        |
| Depreciation expense                                  | (28,087)                     | (10,751)        | (128,188)                        | (5,624)         | (172,650)      |
| Net carrying amount at 30 June                        | <b>258,639</b>               | <b>41,154</b>   | <b>191,180</b>                   | <b>9,954</b>    | <b>500,927</b> |

| <b>As at 30 June 2023</b> | <b>Plant &amp; Equipment</b> | <b>Software</b> | <b>Furniture &amp; Equipment</b> | <b>Vehicles</b> | <b>Total</b> |
|---------------------------|------------------------------|-----------------|----------------------------------|-----------------|--------------|
|                           | \$                           | \$              | \$                               | \$              | \$           |
| Cost or fair value        | 80,665                       | 94,267          | 435,862                          | 44,991          | 655,785      |
| Accumulated depreciation  | (38,991)                     | (42,362)        | (283,382)                        | (29,413)        | (394,148)    |
| Net carrying amount       | 41,674                       | 51,905          | 152,480                          | 15,578          | 261,637      |

| <b>Reconciliation for the year ended 30 June 2023</b> | <b>Plant &amp; Equipment</b> | <b>Software</b> | <b>Furniture &amp; Equipment</b> | <b>Vehicles</b> | <b>Total</b> |
|---|------------------------------|-----------------|----------------------------------|-----------------|--------------|
|   | \$                           | \$              | \$                               | \$              | \$           |
| Carrying amount at 1 July                             | 50,819                       | 5,710           | 277,788                          | 21,202          | 355,519      |
| Additions   | 3,155                        | 53,755          | 9,300                            | -               | 66,210       |
| Depreciation expense                                  | (12,300)                     | (7,560)         | (134,608)                        | (5,624)         | (160,092)    |
| Net carrying amount at 30 June                        | 41,674                       | 51,905          | 152,480                          | 15,578          | 261,637      |

### 8. Leases

Except for short-term leases and leases of low-value assets, rights-of-use assets, capitalised in Property, Plant & Equipment (Note 7) and corresponding lease liabilities are recognised in the statement of financial position. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis, while the lease liability is reduced by an allocation of each lease payment. Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

#### (a) Amounts recognised in the statement of financial position:

|                                   | <b>2024</b>    | <b>2023</b>    |
|-----------------------------------|----------------|----------------|
|                                   | \$             | \$             |
| <b>Right-of-use assets:</b>       |                |                |
| <i>Furniture &amp; Equipment:</i> |                |                |
| Office space                      | 370,887        | 210,739        |
| Equipment                         | 13,362         | 8,017          |
| Station house accommodation       | -              | 86,202         |
|                                   | <b>384,249</b> | <b>304,958</b> |
| <b>Lease liabilities:</b>         |                |                |
| Current                           | 80,709         | 94,508         |
| Non-current                       | 62,208         | -              |
|                                   | <b>142,917</b> | <b>94,508</b>  |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

Additions to the right-of-use assets during the year was \$165,493 (2023: Nil). The total lease liabilities increased by \$165,493 due to the extended office lease.

During the year Saturn extended its office lease arrangement for its office premises in West Perth, Western Australia under normal commercial arrangements.

### (b) Amounts recognised in the statement of profit or loss:

|  | 2024           | 2023           |
|--|----------------|----------------|
| <b>Depreciation charge of right-of-use assets:</b> | <b>\$</b>      | <b>\$</b>      |
| Office space                                       | 65,739         | 68,352         |
| Equipment  | 2,664          | 2,676          |
| Station house accommodation                        | 38,022         | 43,101         |
|  | <u>106,425</u> | <u>114,129</u> |
| Interest expenses (included in finance costs)      | 4,177          | 6,070          |
|  | <u>4,177</u>   | <u>6,070</u>   |

The total cash outflow relating to leases during the year was \$121,259 (2023: \$122,982).

## 9. Exploration and evaluation assets

All exploration and evaluation expenditure is capitalised under AASB 6 Exploration for and Evaluation of Mineral Resources. Mineral interest acquisition costs and exploration and evaluation expenditure incurred is accumulated and capitalised in relation to each identifiable area of interest. These costs are only carried forward to the extent that the Group's right to tenure to that area of interest are current and either the costs are expected to be recouped through successful development and exploitation of the area of interest (alternatively by sale) or where areas of interest have not at reporting date reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active, and significant operations are being undertaken in relation to the area of interest.

Amortisation is not charged on costs carried forward in respect of areas of interest in the exploration and evaluation phase or development phase until production commences.

Details of critical accounting estimates and judgements in relation to exploration and evaluation assets are detailed in Note 24(d).

|                                  | 2024              | 2023              |
|----------------------------------|-------------------|-------------------|
|                                  | <b>\$</b>         | <b>\$</b>         |
| At cost                          | <u>40,005,281</u> | <u>34,695,433</u> |
| <b>Reconciliation:</b>           |                   |                   |
| Opening balance                  | 34,695,433        | 28,379,483        |
| Exploration expenditure          | 5,750,871         | 7,444,508         |
| Exploration expenditure expensed | (352,991)         | (112,980)         |
| Impairment expense               | (88,032)          | (1,015,578)       |
| Closing balance                  | <u>40,005,281</u> | <u>34,695,433</u> |

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

A regular review of each area of interest is undertaken to determine the appropriateness of the carrying value in relation to that area of interest, as well to determine if events of changes in circumstances indicate that the carrying value may not be recoverable, in which case an impairment expense may be recorded.

During the year ended 30 June 2024 Saturn has recorded an impairment expense of \$88,032 (2023: \$1,015,578) against the capitalised carrying value of its exploration assets. The expense recorded for the year ended 30 June 2024 directly relates to the carrying value of tenure relinquished or proposed to be relinquished by the Company.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### 10. Trade and other payables

|                                   | 2024             | 2023             |
|-----------------------------------|------------------|------------------|
|                                   | \$               | \$               |
| Trade payables                    | 1,149,191        | 772,619          |
| Accrued expenses & other payables | 760,500          | 465,925          |
|                                   | <u>1,909,691</u> | <u>1,238,544</u> |

### 11. Contributed Equity

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

If the entity acquires its own equity instruments, e.g. as the result of a share buy-back, those instruments are deducted from equity and the associated shares are cancelled. No gain or loss is recognised in the profit or loss and the consideration paid including any directly attributable incremental costs (net of income taxes) are recognised directly in equity.

| (a) Share capital                               | 2024                |            | 2023                |            |
|---|---------------------|------------|---------------------|------------|
|   | Number of<br>Shares | \$         | Number of<br>Shares | \$         |
| Authorised & issued, ordinary shares fully paid | 224,002,477         | 53,566,347 | 161,030,605         | 46,096,011 |

| (b) Movements in ordinary share capital                               | 2024                |                   | 2023                |                   |
|---|---------------------|-------------------|---------------------|-------------------|
|   | Number of<br>Shares | \$                | Number of<br>Shares | \$                |
| Opening balance at 1 July   | 161,030,605         | 46,096,011        | 129,899,177         | 40,922,956        |
| <i>Shares issued:</i>   |                     |                   |                     |                   |
| - On conversion of performance rights                                 | 1,083,800           | -                 | 106,000             | -                 |
| - As a result of share placements                                     | 61,569,600          | 7,696,200         | 31,025,428          | 5,394,922         |
| - In lieu of progress payments to West Wyalong Joint Venture partners | 318,472             | 50,000            | -                   | -                 |
| - Transaction costs on share issues                                   | -                   | (275,864)         | -                   | (221,867)         |
| Closing balance at 30 June  | <u>224,002,477</u>  | <u>53,566,347</u> | <u>161,030,605</u>  | <u>46,096,011</u> |

#### (c) Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Group in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

#### (d) Options & performance rights

Information relating to options and performance rights issued during the year is set out in Note 20.

#### (e) Capital risk management

In employing its capital, the Group seeks to ensure that it will be able to continue as a going concern and in time provide value to shareholders by way of increased market capitalisation and/or dividends. In the current stage of its development, the Group has invested its available capital in acquiring and exploring mining tenements. As is appropriate at this stage, the Group is funded entirely by equity. As it moves forward to develop its tenements towards production, the Group will adjust its capital structure

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

to support its operational and strategic objectives, by raising additional capital or taking on debt, as is seen to be appropriate from time to time given the overriding objective of creating shareholder value. In this regard, the Board will consider each step forward in the development of the Group on its merits and in the context of the then capital markets, in deciding how to structure funding arrangements.

### 12. Reserves and accumulated losses

| <b>(a) Accumulated losses</b> | <b>2024</b>       | <b>2023</b>       |
|-------------------------------|-------------------|-------------------|
|                               | <b>\$</b>         | <b>\$</b>         |
| Opening balance               | 11,353,561        | 7,763,047         |
| Loss for the year             | 2,774,483         | 3,590,514         |
| Closing balance               | <u>14,128,044</u> | <u>11,353,561</u> |

#### **(b) Share-based payments reserve**

|  |                  |                  |
|--|------------------|------------------|
| Opening balance                                | 2,376,230        | 1,658,762        |
| Option expenses (Director options)             | 191,703          | 271,928          |
| Option expenses (Employee options)             | 56,156           | 109,475          |
| Options lapsed (Employee options)              | (55,755)         | -                |
| Performance rights expenses (Directors rights) | 237,997          | 263,163          |
| Lapsed performance rights (Directors rights)   | -                | (135,800)        |
| Performance rights expenses (Employee rights)  | 317,790          | 344,509          |
| Lapsed performance rights (Employee rights)    | (162,133)        | (135,807)        |
| Closing balance                                | <u>2,961,988</u> | <u>2,376,230</u> |

#### **(c) Option reserve**

|                               |                |                |
|-------------------------------|----------------|----------------|
| Opening balance               | 408,900        | 408,900        |
| Options issued to third party | -              | -              |
| Closing balance               | <u>408,900</u> | <u>408,900</u> |

#### **Nature & Purpose of Reserve**

##### Share-based payments reserve:

The share-based payment reserve represents the fair value of equity benefits provided to Directors and employees as part of their remuneration for services provided to the Group paid for by the issue of equity.

#### **Reserve Movements**

| <b>Share options &amp; reserve movements:</b> | <b>2024</b>      | <b>2023</b>      | <b>2024</b>      | <b>2023</b>      |
|---|------------------|------------------|------------------|------------------|
|   | <b>Number</b>    | <b>Number</b>    | <b>\$</b>        | <b>\$</b>        |
| <b>Opening balance</b>                        | 6,600,000        | 4,600,000        | 1,542,146        | 1,160,743        |
| Options issued to Directors                   | 3,100,000        | 2,200,000        | 191,703          | 271,928          |
| Options issued to Employees                   | 450,000          | 1,000,000        | 56,155           | 109,475          |
| Exercised                                     | -                | -                | -                | -                |
| Lapsed  | (750,000)        | (1,200,000)      | (55,755)         | -                |
| <b>Closing balance</b>                        | <u>9,400,000</u> | <u>6,600,000</u> | <u>1,734,249</u> | <u>1,542,146</u> |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

|   | Number    |           |
|---|-----------|-----------|
|   | 2024      | 2023      |
| Exercisable at 80.0 cents; vesting on or before 22 Nov 2022 | 1,100,000 | 1,100,000 |
| Exercisable at 80.0 cents; vesting on or before 22 Nov 2023 | 1,100,000 | 1,100,000 |
| Exercisable at 63.0 cents; vesting on or before 9 Dec 2022  | 150,000   | 400,000   |
| Exercisable at 63.0 cents; vesting on or before 9 Dec 2023  | 150,000   | 400,000   |
| Exercisable at 63.0 cents; vesting on or before 9 Dec 2024  | 150,000   | 400,000   |
| Exercisable at 28.0 cents; vesting on or before 29 Nov 2023 | 2,200,000 | 2,200,000 |
| Exercisable at 25.0 cents; vesting on or before 3 Feb 2024  | 333,333   | 333,333   |
| Exercisable at 25.0 cents; vesting on or before 3 Feb 2025  | 333,333   | 333,333   |
| Exercisable at 25.0 cents; vesting on or before 3 Feb 2026  | 333,334   | 333,334   |
| Exercisable at 20.0 cents; vesting on or before 29 Nov 2024 | 3,100,000 | -         |
| Exercisable at 40.0 cents; vesting on or before 27 May 2025 | 450,000   | -         |
|   | 9,400,000 | 6,600,000 |

The expected life of the options is based on historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome. No other features of options granted were incorporated into the measurement of fair value (Note 20(a)).

| <b>Third party options &amp; reserve movements:</b> | <b>2024</b>   | <b>2023</b>   | <b>2024</b> | <b>2023</b> |
|---|---------------|---------------|-------------|-------------|
|   | <b>Number</b> | <b>Number</b> | <b>\$</b>   | <b>\$</b>   |
| <b>Opening balance</b>                              | -             | -             | 408,900     | 408,900     |
| Options issued to Third Party                       | -             | -             | -           | -           |
| Options Expired                                     | -             | -             | -           | -           |
| <b>Closing balance</b>                              | -             | -             | 408,900     | 408,900     |

|   | Number |      |
|---|--------|------|
|   | 2024   | 2023 |
| Exercisable at 70.0 cents; vesting on issue | -      | -    |
|   | -      | -    |

| <b>Performance rights &amp; reserve movements:</b> | <b>2024</b>   | <b>2023</b>   | <b>2024</b> | <b>2023</b> |
|--|---------------|---------------|-------------|-------------|
|  | <b>Number</b> | <b>Number</b> | <b>\$</b>   | <b>\$</b>   |
| <b>Opening balance</b>                             | 5,202,000     | 2,393,000     | 834,084     | 498,019     |
| Performance Rights issued to Directors             | 2,000,000     | 1,000,000     | 237,997     | 263,163     |
| Performance Rights issued to Employees             | 4,275,000     | 2,575,000     | 317,790     | 344,509     |
| Lapsed   | (1,764,200)   | (766,000)     | (162,133)   | (271,607)   |
| Exercised  | (1,083,800)   | (106,000)     | -           | -           |
| <b>Closing balance</b>                             | 8,629,000     | 5,202,000     | 1,227,738   | 834,084     |

The fair value of the rights is determined on the market price of the Group's shares at grant date, with an adjustment made to take into account the two-year vesting period. The maximum value of the performance rights shares vested has been determined as the amount of the grant date fair value of the rights that is expensed. For the performance rights granted during the year ended 30 June 2024, the maximum value vested for this grant was estimated based on the share price of the Group at grant date. The minimum value of performance rights shares vested is nil, as the shares will be forfeited if the vesting conditions are not met. The Directors do not receive any dividends and are not entitled to vote in relation to the performance rights during the vesting period (Note 20(b)).

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### 13. Expenses

|   | 2024      | 2023      |
|---|-----------|-----------|
|   | \$        | \$        |
| <b>Employees and Director's benefit expenses:</b> |           |           |
| Employment costs                                  | 871,613   | 871,870   |
| Directors' fees                                   | 242,000   | 242,000   |
| Recruitment costs                                 | 12,322    | 21,408    |
|   | 1,125,935 | 1,135,278 |
| <b>Administration expenses:</b>                   |           |           |
| Corporate   | 312,991   | 296,854   |
| Depreciation                                      | 172,650   | 160,092   |
| Travel  | 73,887    | 44,281    |
| Insurance   | 55,911    | 56,131    |
| Office  | 66,471    | 63,343    |
| Other Administration                              | 47,421    | 38,793    |
|   | 729,331   | 659,494   |

### 14. Income tax

The income tax expense (or benefit) for the period is the tax payable (or refundable) on the current period's taxable income based on the notional income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised. A deferred income tax asset is not recognised where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable income or when the deductible temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

The carrying amount of deferred income tax assets are reviewed at each reporting date and reduced to the extent it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted at the reporting date. Income taxes relating to items recognised directly in equity are recognised in equity and not in profit and loss for the year.

The Group has total carried forward tax losses arising in Australia of \$14,566,329 (2023: \$12,160,688) available for offset against future assessable income of the Group. The deferred tax asset in respect of these losses has been used to offset a deferred tax liability. The net deferred tax asset attributable to the residual tax losses of \$13,083,525 has not been brought to account until convincing evidence exists that assessable income will be earned of a nature and amount to enable such benefit to be realised.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### 15. Reconciliation of cash flows from operating activities to loss after income tax

For statement of cash flows preparation purposes, cash and cash equivalents includes cash on hand and short-term deposits held at call (other than deposits used as cash backing for performance bonds) with financial institutions. Any bank overdrafts are shown within borrowings in the current liabilities on the consolidated statement of financial position.

|  | 2024               | 2023               |
|--|--------------------|--------------------|
|  | \$                 | \$                 |
| <b>Cash flow from operating activities:</b>        |                    |                    |
| Net cash outflow from operating activities         | (1,541,109)        | (1,651,629)        |
| <i>Adjustments for:</i>                            |                    |                    |
| Share-based payments                               | (585,758)          | (717,468)          |
| Depreciation                                       | (172,650)          | (160,092)          |
| Interest received and receivable                   | 97,895             | 56,354             |
| Capitalised exploration expenditure expensed       | (352,991)          | (112,980)          |
| Impairment expense                                 | (88,032)           | (1,015,578)        |
| Interest paid on lease liabilities                 | (4,177)            | (6,070)            |
| <i>Change in operating assets and liabilities:</i> |                    |                    |
| Decrease in receivables                            | (27,737)           | (24,969)           |
| Increase in other current assets                   | (11,265)           | 72,958             |
| Increase/(decrease) in payables                    | (88,659)           | (31,040)           |
| Loss after income tax                              | <u>(2,774,483)</u> | <u>(3,590,514)</u> |
| <b>Non-cash investing activities:</b>              |                    |                    |
| Additions of right-of-use assets                   | <u>165,493</u>     | -                  |
| <b>Non-cash financing activities:</b>              |                    |                    |
| Increase in lease liabilities                      | <u>165,493</u>     | -                  |

### 16. Financial Risk Management

#### Overview

The Group is exposed to financial risks through the normal course of its business operations. The key risks impacting the Group's financial instruments are considered to be, interest rate risk, liquidity risk, and credit risk. There is no foreign exchange risk or impact. The Group's financial instruments exposed to these risks are cash and cash equivalents, trade receivables, trade payables and other payables.

#### Credit risk

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables. Management assesses the credit quality of the counterparties by taking into account its financial position, past experience and other factors. For banks and financial institutions, management considers independent ratings and only dealing with banks licensed to operate in Australia.

The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due.

Tax receivables and prepayments do not meet the definition of financial assets.

#### Risk management:

The Group limits its exposure to credit risk in relation to cash and cash equivalents and other financial assets by only utilising banks and financial institutions with acceptable credit ratings.

The Group operates in the mining exploration sector and does not have trade receivables from customers.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### Impairment losses:

At 30 June 2024 the Group has not recognised any impairment losses (2023: \$Nil).

### **Liquidity risk**

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The Group manages liquidity by maintaining adequate reserves by continuously monitoring forecast and actual cash flows ensuring there are appropriate plans in place to finance these future cash flows.

Typically, the Group ensures it has sufficient cash on hand to meet expected operational expenses, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

|   | 30 June 2024 | 30 June 2023 |
|---|--------------|--------------|
| <u>Financial Obligations:</u>                 | \$           | \$           |
| Trade and other payables less than 6 months   | 527,790      | 1,238,544    |
| Lease liabilities payable less than 12 months | 80,709       | 94,508       |
| Lease liabilities payable more than 12 months | 62,208       | -            |

### **Interest rate risk**

Interest rate risk is the risk that the Group's financial position will be adversely affected by movements in interest rates, cash and cash equivalents at variable rates exposes the Group to cash flow interest rate risk. The Group is not exposed to fair value interest rate risk as all of its financial assets and liabilities are carried at amortised amount.

At the reporting date there were no interest-bearing financial instruments (2023: \$Nil) and there were no financial liabilities subject to variable interest (2023: \$Nil).

### Cash flow sensitivity analysis for variable rate instruments of the Group:

At 30 June 2024 if interest rates had changed +/- 100 basis points from year end rates with all other variables held constant, equity and post-tax loss would have been subject to no change as no short-term cash deposits were held at the end of the year (2023: \$Nil lower/higher).

### **Capital management**

The Directors' objectives when managing capital are to ensure that the Group can fund its operations and continue as a going concern, so that they may continue to provide returns for shareholders and benefits for other stakeholders. Due to the nature of the Group's activities, being mineral exploration, the Group does not have ready access to credit facilities, with the primary source of funding being equity raisings. Therefore, the focus of the Group's capital risk management is the current working capital position against the requirements of the Group to meet exploration programmes and corporate overheads.

The Group's strategy is to ensure appropriate liquidity is maintained to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

The working capital position of the Group were as follows:

|                             |      | 2024             | 2023             |
|-----------------------------|------|------------------|------------------|
|                             | Note | \$               | \$               |
| Cash and cash equivalents   | 5    | 4,111,750        | 3,504,209        |
| Trade and other receivables |      | 81,346           | 79,538           |
| Lease liabilities           | 8    | (80,709)         | (94,508)         |
| Trade and other payables    | 10   | (1,909,691)      | (1,238,544)      |
| Working capital position    |      | <u>2,202,696</u> | <u>2,250,695</u> |

### Fair values

The carrying values of all financial assets and financial liabilities, as disclosed in the statement of financial position, approximate their fair values.

### 17. Contingencies & Commitments

The Group had no contingent assets or liabilities as at 30 June 2024 (2023: \$Nil).

#### Exploration commitments

Under the terms of mineral tenement licences held by the Group, minimum annual expenditure obligations are required to be expended during the forthcoming financial year in order for the tenements to maintain a status of good standing. This expenditure may be subject to variation from time to time in accordance with the relevant state department's regulations. The Group may at any time relinquish tenements and as such avoid the requirement to meet applicable expenditure requirement or may seek exemptions from the relevant authority.

Expenditure commitments within one year at the reporting date but not recognised as liabilities were \$1,048,100 (2023: \$994,600). Due to the uncertain nature of exploration and the fact that the Group may at any time relinquish tenements, it does not believe it to be appropriate to recognise these commitments post 12 months.

The Group had no other exploration expenditure commitments, or other commitments greater than 12 months.

### 18. Events after the reporting period

There were no other matters or circumstances that have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years, other than:

- The capital raising via placement announced on 1 July 2024 to raise \$14 million (before costs) through the issue of 84,848,470 shares at a price of \$0.165 per share. The placement was completed in two tranches with 55,602,528 shares issued on 5 July 2024 and the balance 29,245,879 shares issued on 23 August 2024, following shareholder approval received on 15 August 2024.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### 19. Related Parties

| <b>Compensation of key management personnel</b> | <b>2024</b>      | <b>2023</b>      |
|---|------------------|------------------|
|   | <b>\$</b>        | <b>\$</b>        |
| Short-term employee benefits                    | 541,998          | 540,799          |
| Post-employment benefits                        | 54,119           | 51,999           |
| Long-term benefits                              | 39,212           | 16,154           |
| Share-based payments                            | 429,700          | 399,291          |
|   | <u>1,065,029</u> | <u>1,008,243</u> |

#### Transactions with related parties

The Group had no other transactions with related parties.

### 20. Share-based payments

Share-based compensation benefits to directors, employees and consultants are provided at the discretion of the Board.

The fair value of options and performance rights granted is recognised as an expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the recipient becomes unconditionally entitled to the options or performance rights.

The fair value at grant date is determined by using an appropriate model based on the vesting conditions attached to the options. The models used to determine fair value include a Black-Scholes model, or a hybrid employee share options pricing model.

During the year the Group has granted performance rights and options to Directors and employees through its Performance Rights and Incentive Option Plan (Plan).

Saturn's Performance Rights and Incentive Option Plan was last approved by shareholders at the annual general meeting held 24 November 2021.

Share-based payments recognised during the financial year within the consolidated statement of profit or loss were as follows:

|                             | <b>2024</b>    | <b>2023</b>    |
|-----------------------------|----------------|----------------|
|                             | <b>\$</b>      | <b>\$</b>      |
| Options issued              | 247,859        | 381,403        |
| Options reversed            | (55,755)       | -              |
| Performance rights issued   | 555,787        | 607,672        |
| Performance rights reversed | (162,133)      | (271,607)      |
|                             | <u>585,758</u> | <u>717,468</u> |

The movements in share-based payments reserves were as follows:

|  |                  |                  |
|--|------------------|------------------|
| Balance at the beginning of the year           | 2,376,230        | 1,658,762        |
| Option expenses (Director options)             | 191,703          | 271,928          |
| Option expenses (Employee options)             | 56,156           | 109,475          |
| Options lapsed (Employee options)              | (55,755)         |                  |
| Performance rights expenses (Directors rights) | 237,997          | 263,163          |
| Performance rights lapsed (Directors rights)   | -                | (135,800)        |
| Performance rights expenses (Employee rights)  | 317,790          | 344,509          |
| Performance rights lapsed (Employee rights)    | (162,133)        | (135,807)        |
| Balance at the end of the year                 | <u>2,961,988</u> | <u>2,376,230</u> |

Details of the share-based payment reserve can be found in Note 12.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### (a) Options

Details of options granted under the Plan are set out in the following table.

| Grant date | Expiry date | Exercise price | Fair value per option at grant date | Balance 1 July 2023 | Options                 |                        | Balance 30 June 2024 | Vested & exercisable |
|------------|-------------|----------------|-------------------------------------|---------------------|-------------------------|------------------------|----------------------|----------------------|
|            |             |                |                                     |                     | Granted during the year | Lapsed during the year |                      |                      |
| 24 Nov 21  | 22 Nov 24   | \$0.800        | \$0.199                             | 2,200,000           | -                       | -                      | 2,200,000            | 2,200,000            |
| 13 Dec 21  | 9 Dec 25    | \$0.630        | \$0.173                             | 1,200,000           | -                       | (750,000)              | 450,000              | 300,000              |
| 29 Nov 22  | 27-Nov-25   | \$0.280        | \$0.058                             | 2,200,000           | -                       | -                      | 2,200,000            | 2,200,000            |
| 25 Jan 23  | 2-Feb-27    | \$0.250        | \$0.079                             | 1,000,000           | -                       | -                      | 1,000,000            | 333,333              |
| 29 Nov 23  | 29 Nov 26   | \$0.200        | \$0.052                             | -                   | 3,100,000               | -                      | 3,100,000            | -                    |
| 24 May 24  | 27 May 27   | \$0.400        | \$0.100                             | -                   | 450,000                 | -                      | 450,000              | -                    |
|            |             |                |                                     | <b>6,600,000</b>    | <b>3,550,000</b>        | <b>(750,000)</b>       | <b>9,400,000</b>     | <b>5,033,333</b>     |

The weighted average remaining contractual life of options outstanding at the end of the period was 1.70 years (2023: 2.26 years).

The weighted average exercise price of options outstanding at the end of the period was \$0.39 (2023: \$0.51).

The weighted average fair value of options outstanding at the end of the period was \$0.10 (2023: \$0.13).

#### **Fair value of options granted during the year ended 30 June 2024:**

3,100,000 options issued to Director's vest in one tranche over a twelve-month period with 100% vesting 12 months from the grant date.

450,000 options issued to employee's vest in in one tranche over a twelve-month period with 100% vesting 12 months from the issue date.

|                           | <b>Director</b>  | <b>Employee</b> |
|---------------------------|------------------|-----------------|
| Exercise price            | \$0.20           | \$0.25          |
| Grant date                | 29 November 2023 | 24 May 2024     |
| Expiry date               | 29 November 2026 | 27 May 2027     |
| Share price at issue date | \$0.1375         | \$0.250         |
| Expected price volatility | 69%              | 77%             |
| Expected dividend yield   | 0%               | 0%              |
| Risk-free interest rate   | 4.012%           | 3.980%          |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### (b) Performance Rights

Details of performance rights granted under the Plan are set out in the following table.

| Grant date | Expiry date | Balance 1 July 2023 | Performance Rights      |                           |                        | Balance 30 June 2024 | Vested & exercisable |
|------------|-------------|---------------------|-------------------------|---------------------------|------------------------|----------------------|----------------------|
|            |             |                     | Granted during the year | Converted during the year | Lapsed during the year |                      |                      |
| 24 Nov 21  | 23 Nov 24   | 750,000             | -                       | (225,000)                 | (525,000)              | -                    | -                    |
| 13 Dec 21  | 19 Dec 24   | 912,000             | -                       | (150,800)                 | (727,200)              | 34,000               | -                    |
| 29 Nov 22  | 29 Nov 25   | 1,000,000           | -                       | (200,000)                 | -                      | 800,000              | -                    |
| 14 Dec 22  | 29 Nov 25   | 1,540,000           | -                       | (308,000)                 | (512,000)              | 720,000              | -                    |
| 25 Jan 23  | 29 Nov 25   | 1,000,000           | -                       | (200,000)                 | -                      | 800,000              | -                    |
| 29 Nov 23  | 29 Nov 26   | -                   | 2,000,000               | -                         | -                      | 2,000,000            | -                    |
| 17 May 24  | 29 Nov 26   | -                   | 4,275,000               | -                         | -                      | 4,275,000            | -                    |
|            |             | <b>5,202,000</b>    | <b>6,275,000</b>        | <b>(1,083,800)</b>        | <b>(1,764,200)</b>     | <b>8,629,000</b>     | <b>-</b>             |

#### Fair value of performance rights granted during the year ended 30 June 2024:

Performance rights granted during the year were as follows.

| Grant Date | Type                        | Class A | Class B   | Class C   | Total     |
|------------|-----------------------------|---------|-----------|-----------|-----------|
| 29 Nov 23  | Director Performance Rights | 600,000 | 600,000   | 800,000   | 2,000,000 |
| 17 May 24  | Employee Performance Rights | 862,500 | 1,710,000 | 1,702,500 | 4,275,000 |

#### Tranche 1, 2 and 3 Performance Rights

**Class A:** The Company to define a new discovery or deposit with +100,000 oz JORC compliant Mineral Resource 31 December 2025.

**Class B:** The holder must have remained in continuous employment with the Company from the Issue Date as either Saturn staff, under an Executive Services Agreement or, Non-Executive Director or as an officially appointed officer. Testing of the measure will be on 29 November 2025.

**Class C:** The Company to publish a definitive feasibility study for the Apollo Hill Gold project by 30 June 2026.

The performance rights were valued on a prorated basis as a result of the non-market vesting conditions attached. The fair value at grant date is determined using a Black-Scholes option model that takes into account the exercise price, the term of the performance right, the share price at grant date.

|  | Director         | Employee         |
|--|------------------|------------------|
| Exercise price                         | Nil              | Nil              |
| Grant date                             | 29 November 2023 | 17 May 2024      |
| Performance measurement date – Class A | 31 December 2025 | 31 December 2025 |
| Performance measurement date – Class B | 29 November 2025 | 29 November 2025 |
| Performance measurement date – Class C | 30 June 2026     | 30 June 2026     |
| Expiry date                            | 29 November 2026 | 29 November 2026 |
| Share price at issue date              | \$0.1375         | \$0.2450         |
| Expected price volatility              | 69%              | 76%              |
| Expected dividend yield                | 0%               | 0%               |
| Risk-free interest rate                | 4.012%           | 3.843%           |
| Probability assessment                 | 100%             | 100%             |

### (c) Acquisition – Share-based payment

The Group made no acquisitions using share-based payments during the year (2023: Nil)

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### 21. Remuneration of Auditors

|   | 2024   | 2023   |
|---|--------|--------|
|   | \$     | \$     |
| <i>Amounts paid or due and payable to BDO</i> |        |        |
| - Auditing and reviewing financial reports    | 58,866 | 45,589 |
|   | 58,866 | 45,589 |

There were no non-assurance services provided during the year ended 30 June 2024 (2023: \$Nil).

The BDO entity performing the audit of the Company transitioned from BDO Audit (WA) to BDO Audit Pty Ltd on the 31 May 2024. The disclosures include amounts received or due and receivable by BDO Audit (WA) Pty Ltd, BDO Audit Pty Ltd and their respective related entities

### 22. Loss per share

Basic loss per share is calculated by dividing the loss attributable to equity holders of the Group, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

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

|  | 2024                    | 2023                    |
|--|-------------------------|-------------------------|
|  | \$                      | \$                      |
| <b>Basic loss per share</b>  |                         |                         |
| Loss from continuing operations attributable to the ordinary equity holders of the Group           | (0.01)                  | (0.03)                  |
| <b>Diluted loss per share</b>  |                         |                         |
| Loss from continuing operations attributable to the ordinary equity holders of the Group           | (0.01)                  | (0.03)                  |
| <b>Reconciliation of loss used in calculation of loss per share</b>                                |                         |                         |
| Loss from continuing operations attributable to the ordinary equity holders of the Group per share | (2,774,483)             | (3,590,514)             |
|  | <b>Number of Shares</b> | <b>Number of Shares</b> |
| <b>Weighted average number of shares used as the denominator</b>                                   | <b>2024</b>             | <b>2023</b>             |
| Weighted average number of shares used in calculating basic loss per share                         | 200,354,936             | 142,680,245             |

#### Effect of dilutive securities

Options and Performance Rights on issue at reporting date could potentially dilute earnings per share in the future. The effect in the current year is to reduce the loss per share hence they are considered anti-dilutive.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont.)

### 23. Parent Entity

|   | Parent Entity      |                    |
|---|--------------------|--------------------|
|   | 2024               | 2023               |
| <b>Statement of financial position</b>                            |                    |                    |
| Current assets  | \$ 4,360,238       | \$ 3,871,206       |
| Total assets  | 44,914,267         | 38,864,007         |
| Current liabilities   | (1,987,174)        | (1,333,052)        |
| Total liabilities   | (2,100,232)        | (1,333,052)        |
| <b>Net assets</b>   | <b>42,814,035</b>  | <b>37,530,955</b>  |
| <b>Equity</b>   |                    |                    |
| Issued capital  | 53,566,347         | 46,096,011         |
| Share-based payments reserve                                      | 2,961,988          | 2,376,230          |
| Option reserve  | 408,900            | 408,900            |
| Accumulated losses  | (14,123,200)       | (11,350,186)       |
| <b>Total equity</b>   | <b>42,814,035</b>  | <b>37,530,955</b>  |
| <b>Statement of profit or loss and other comprehensive income</b> |                    |                    |
| Interest revenue and other income                                 | 111,741            | 56,354             |
| Comprehensive loss for the year                                   | (2,884,755)        | (3,532,706)        |
| <b>Total comprehensive loss for the year</b>                      | <b>(2,773,014)</b> | <b>(3,589,060)</b> |

Commitments for the parent entity are the same as those for the consolidated entity and are set out in Note 17.

The financial information for the parent entity, Saturn Metals Limited, has been prepared on the same basis as the consolidated financial statements.

The parent entity has not entered into a deed of cross guarantee nor are there any contingent liabilities at year-end.

### 24. Statement of Significant Accounting Policies

The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial report includes the consolidated financial statements for the Group during the financial years ended 30 June 2023 and the comparative period.

#### (a) Basis of preparation

These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Australian Accounting Interpretations and the *Corporations Act 2001*. Saturn Metals Limited is a for-profit entity for the purpose of preparing the consolidated financial statements. The presentation currency of these accounts is Australian Dollars (AUD).

#### Going Concern

This report is prepared on the going concern basis which assumes the continuity of normal business activity and the realisation of assets and settlement of liabilities in the normal course of business.

The financial statements for the year ended 30 June 2024 have been prepared on the basis that the group is a going concern and therefore, contemplates the continuity of normal business activity, realisation of assets and settlement of liabilities in the normal course of business.

During the year the group recorded a net loss after tax of \$2,774,483 and had net cash outflows from operating activities of \$1,541,109. At balance date the group has working capital of \$2,445,529.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS *(Cont.)*

The Directors have reviewed the business outlook and the assets and liabilities of the Group and are of the opinion that the going concern basis of accounting is appropriate as they believe the Group will continue to be successful in securing the additional funds as and when the need to raise funds arises.

### **Compliance with IFRS**

The consolidated financial statements and notes of the Group comply with International Financial Reporting Standards (IFRS).

### **Historical cost convention**

These consolidated financial statements have been prepared under the historical cost convention.

### **(b) Principles of consolidation**

The consolidated financial statements are those of the consolidated entity, comprising Saturn Metals Limited (“the parent entity”) and entities controlled during the year and at reporting date (“Group”). A controlled entity is any entity that the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

Information from the consolidated financial statements of the controlled entities is included from the date the parent company obtains control until such time as control ceases. Where there is a loss of control of a subsidiary, the consolidated financial statements include the results for the part of the reporting period during which the parent company has control.

The financial statements of subsidiaries are prepared for the same reporting period as the parent entity, using consistent accounting policies.

All intercompany balances and transactions, including unrealised profits arising from intra-Group transactions, have been eliminated in full. Unrealised losses are eliminated except where costs cannot be recovered.

Investments in subsidiaries are carried at cost in the parent entity.

### **(c) New standards and amendments**

Certain new accounting standards and interpretations have been published that are mandatory for the 30 June 2024 reporting period and have not been early adopted by the group. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

### **(d) Critical accounting estimates and judgements**

The Directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information.

The Group makes estimates and judgements in applying the accounting policies.

### **Share-based payment transactions**

The Group measures the cost of equity-settled share-based payment transactions by reference to the fair value of the equity instruments at the grant date. The fair value is determined by using an appropriate model based on the vesting conditions attached to the options. The models used to determine fair value include a Black-Scholes model, or a hybrid employee share options pricing model. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact expenses and equity.

### **Impairment of capitalised exploration and evaluation expenditure**

Critical judgements in respect of accounting policies relate to exploration assets, where exploration expenditure is capitalised in certain circumstances. Recoverability of the carrying amount of any



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS *(Cont.)*

exploration assets is dependent on the successful development and commercial exploitation or sale of the respective areas of interest.

It is the Group's policy to capitalise costs relating to exploration and evaluation activities. The future recoverability of capitalised exploration and evaluation expenditure is dependent upon a number of factors, including whether the Group decides to exploit the related lease itself or, if not, whether it successfully recovers the related exploration and evaluation asset through sale.

Factors that could impact future recoverability include the level of reserves and resources, future technological changes which could impact the cost of mining, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices.

To the extent that capitalised exploration and evaluation expenditure is determined not to be recoverable in the future, profits and net assets will be reduced in the period in which the determination is made.

For personal use only

---

## CONSOLIDATED ENTITY DISCLOSURE STATEMENT

| Company <sup>1</sup>  | Type of Entity | Country of Incorporation | Australian or Foreign Tax Resident | Equity Interest (%) |
|-----------------------|----------------|--------------------------|------------------------------------|---------------------|
| Saturn Metals Limited | Body Corporate | Australia                | Australian                         | N/A                 |
| Titan Metals Pty Ltd  | Body Corporate | Australia                | Australian                         | 100                 |

### Notes

1. Entities listed above are those that are part of the consolidated entity at the end of the financial year. Entities disposed of during the year, or where the entity has lost control by the reporting date, are not included here. This means that entities listed could be different to the 'Interests in subsidiaries' note contained in the notes to the financial statements.
2. No entities listed above are a part of a trustee, partnership or joint venture.

### Basis of Preparation

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the Corporations Act 2001. It includes certain information for each entity that was part of the consolidated entity at the end of the financial year.

### Determination of Tax Residency

Section 295 (3A) of the *Corporation Acts 2001* defines tax residency as having the meaning in the *Income Tax Assessment Act 1997*. The determination of tax residency involves judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency. It should be noted that the definitions of 'Australian resident' and 'foreign resident' in the *Income Tax Assessment Act 1997* are mutually exclusive. This means that if an entity is an 'Australian resident' it cannot be a 'foreign resident' for the purposes of disclosure in the CEDS.

In determining tax residency, the consolidated entity has applied the following interpretations:

- Australian tax residency.
- The consolidated entity has applied current legislation and judicial precedent, including having regard to the Commissioner of Taxation's public guidance in Tax Ruling TR 2018/5.

---

## DIRECTOR'S DECLARATION

The Board of Directors of Saturn Metals Limited declares that:

- (a) the consolidated financial statements, comprising the consolidated statement of profit or loss and other comprehensive income, consolidated statement of financial position, consolidated statement of cash flows, consolidated statement of changes in equity and accompanying notes are in accordance with the Corporations Act 2001, and:
  - (i) comply with Accounting Standards and the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
  - (ii) give a true and fair view of the financial position as at 30 June 2024 and performance for the financial year ended on that date of the entity.
- (b) the consolidated entity disclosure statement as at 30 June 2024 set out on page 41 to the consolidated financial statements is true and correct;
- (c) the Group has included in the notes to the consolidated financial statements an explicit and unreserved statement of compliance with International Financial Reporting Standards;
- (d) In the Directors' opinion, there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable; and
- (e) the Board of Directors have been given the declaration 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 the Board of Directors and is signed for and on behalf of the Directors by:



**Ian Bamborough**  
Managing Director

Perth, Western Australia  
27 September 2024

## INDEPENDENT AUDITOR'S REPORT

To the members of Saturn Metals Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of Saturn Metals Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2024 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.

#### 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.

## Carrying value of exploration and evaluation asset

| Key audit matter   | How the matter was addressed in our audit  |
|--|--|
| <p>The carrying value of the capitalised exploration and evaluation asset as at 30 June 2024 is disclosed in Note 9 of the financial report.</p> <p>As the carrying value of the capitalised exploration and evaluation asset represents a significant asset of the Group, we considered it necessary to assess whether any facts or circumstances exist to suggest that the carrying amount of this asset may exceed its recoverable amount.</p> <p>Judgement is applied in determining the treatment of exploration expenditure in accordance with Australian Accounting Standard AASB 6 Exploration for and Evaluation of Mineral Resources. In particular, whether facts and circumstances indicate that the exploration and expenditure assets should be tested for impairment.</p> | <p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> <li>• Obtaining a schedule of the areas of interest held by the Group and assessing whether the rights to tenure of those areas of interest remained current at balance date;</li> <li>• Considering the status of the ongoing exploration programmes in the respective areas of interest by holding discussions with management, and reviewing the Group’s exploration budgets, ASX announcements and director’s minutes;</li> <li>• Considering whether any area of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed;</li> <li>• Considering whether there are any other facts or circumstances existing to suggest impairment testing was required;</li> <li>• Reviewing the basis of impairment recorded by management and the methodology used to determine the fair value for compliance with the relevant accounting standards; and</li> <li>• Assessing the adequacy of the related disclosures in Note 9 to the financial report.</li> </ul> |

## Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2024, 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:

- a) the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and

for such internal control as the directors determine is necessary to enable the preparation of:

- i) the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ii) the consolidated entity disclosure statement that is true and correct and is free of 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](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 8 to 15 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Saturn Metals Limited, for the year ended 30 June 2024, 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**

BDO  


**Dean Just**

**Director**

Perth, 27 September 2024

For personal use only