

## NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

Notice is hereby given that the 2024 Annual General Meeting (**AGM**) of shareholders of Equus Mining Limited ACN (ASX: EQE) (**Company**), which was adjourned on 15 November 2024, is to be reconvened on Thursday, 30 January 2025 at 11:00am Australian Eastern Daylight Time (**AEDT**) at Level 2, 66 Hunter Street Sydney NSW 2000 to consider the business set out in this Notice of Meeting.

In accordance with the *Corporations Act 2001* (Cth) (**Corporations Act**), the Company will not be dispatching physical copies of the Notice of Meeting unless the shareholder has made a valid election to receive documents in hard copy, in which case a shareholder will also receive a hard copy. Instead, the Notice of Meeting and accompanying Explanatory Memorandum are being made available to shareholders electronically and can be viewed and downloaded from the Company's website at [www.equusmining.com.au](http://www.equusmining.com.au).

If you have nominated an email address and have elected to receive electronic communications from the Company, you will also receive an email to your nominated email address with a link to an electronic copy of the Notice of Meeting.

This Notice of Meeting should be read in its entirety. If shareholders have any questions regarding the AGM or seek further information, please contact the Company Secretary at [info@equusmining.com](mailto:info@equusmining.com). If shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

### QUESTIONS FROM SHAREHOLDERS

In accordance with the Corporations Act, a reasonable opportunity will be provided to shareholders attending the AGM to ask questions about, or make comments upon, matters in relation to the Company. All shareholders who want to ask questions must submit in writing any questions in relation to the AGM to the Company by email to: [info@equusmining.com](mailto:info@equusmining.com) by 5:00pm AEDT on 27 January 2025.

During the course of the AGM, the Chair will seek to address as many shareholder questions as reasonably practicable, and where appropriate. However, there may not be sufficient time to answer all of the questions raised at the AGM.

### DETERMINATION OF VOTING ENTITLEMENT

For the purposes of this meeting, the Directors have determined that, pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), all persons who are registered holders of shares in the Company at 7:00pm AEDT on 28 January 2025 will be entitled to vote at the AGM.

### VOTING AT THE MEETING

In accordance with clause 17.2 of the Constitution, it is intended that voting on each of the proposed resolutions at this AGM will be conducted by a poll, rather than on a show of hands.

### APPOINTING A PROXY

If you would like to be represented at the AGM by proxy, please complete and execute the enclosed Proxy Form, and return it by not later than 11:00am AEDT on 28 January 2025, being 48 hours prior to the AGM, in accordance with the instructions set out in the Proxy Form.

In accordance with section 249L of the Corporations Act, shareholders are advised that:

- each shareholder entitled to vote may appoint a proxy to attend and vote on behalf of the shareholder;
- a proxy need not be a shareholder of the Company; and
- if the shareholder is entitled to cast more than two votes, the shareholder may appoint no more than two proxies to attend and vote instead of the shareholder. Where more than one proxy is appointed, each proxy may be appointed to represent a specified portion of the shareholder's voting rights. If no such specification is given and two proxies are appointed, each may exercise half the votes to which the shareholder is entitled.



## AGENDA

### ORDINARY BUSINESS

The items of business should be read in conjunction with the Explanatory Memorandum. The Explanatory Memorandum provides additional information on matters to be considered at the AGM. The Explanatory Memorandum and the Proxy Form form part of this Notice of Meeting.

#### Annual Report

To consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2024, which includes the Financial Report, the Directors' Report and the Auditor's Report (**Annual Report**).

#### Resolutions

##### Item 1 Adoption of the Remuneration Report

To consider and, if thought fit, to pass the following as a **non-binding resolution**\*:

**Resolution 1:** *'That the Remuneration Report for the year ended 30 June 2024 be and is hereby adopted for the purposes of the Corporations Act 2001 (Cth).*

A voting exclusion statement applies to this Resolution. Please see below.

\*Note: This resolution is advisory only and does not bind the Company. The Directors will consider the outcome of the vote and feedback from shareholders at the meeting when considering the Company's remuneration policies.

#### By order of the Board

**Marcelo Mora**  
Company Secretary

23 December 2024

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# Explanatory Memorandum to the Notice of Annual General Meeting

This Explanatory Memorandum has been prepared to assist shareholders to understand the business to be put to the shareholders at the Annual General Meeting to be held on Thursday, 30 January 2025 at 11:00am AEDT at Level 2, 66 Hunter Street Sydney NSW 2000.

## Annual Report

The Corporations Act requires the Annual Report, including the Financial Report, Directors' Report and Auditor's Report for the past financial year to be tabled before the AGM. The AGM provides a forum for shareholders to ask questions and make comments on the Company's reports and accounts and on the business and operations of the Company for the year ended 30 June 2024.

While neither the Corporations Act nor the Company's constitution requires a resolution in respect of the Annual Report, shareholders are asked to consider the Annual Report and raise any matters of interest with the Directors when this item is being considered. Shareholders will be provided with a reasonable opportunity at the AGM to ask questions about, or make comments on, the Annual Report.

The Annual Report will be accessible online at [www.equusmining.com](http://www.equusmining.com).

## Resolutions

### **Resolution 1 Adoption of Remuneration Report**

In accordance with section 250R of the Corporations Act, the Company must put the Remuneration Report to the vote of shareholders. The Remuneration Report, which forms part of the Directors' Report in the Company's Annual Report, sets out the remuneration policy adopted by the Board of Directors and discloses the Company's remuneration arrangements in place for its Directors.

In accordance with section 250R(3) of the Corporations Act, Resolution 1 is advisory only and does not bind the Directors or the Company.

Under the Corporations Act, if at least 25% of the votes cast on a remuneration report resolution are voted against in two consecutive annual general meetings, the Company will be required, at the second annual general meeting, to put to shareholders a resolution proposing the calling of an extraordinary general meeting at which all Directors of the Company who were in office at the date of approval of the applicable Directors' Report must stand for re-election ("**Spill Resolution**").

If more than 50% of shareholders vote in favour of the Spill Resolution, the Company must convene the extraordinary general meeting ("**Spill Meeting**") within 90 days of the second annual general meeting.

The Company's Remuneration Report did not receive a 'no' vote of 25% or more at the 2023 Annual General Meeting held on 30 November 2023 and reconvened on 29 February 2024. Accordingly, the Spill Resolution is not relevant for this AGM.

The Chair intends to exercise all undirected proxies in favour of Resolution 1. If the Chair of the Meeting is appointed as your proxy and you have not specified the way the Chair is to vote on Resolution 1, by signing and returning the Proxy Form, you are considered to have provided the Chair with an express authorisation for the Chair to vote the proxy in accordance with the Chair's intention.

### ***Voting Exclusion Statement***

The Company will disregard any votes cast on Resolution 1 (in any capacity, whether as proxy or as shareholder) by or on behalf of a member of the Key Management Personnel or a Closely Related Party of Key Management Personnel (as these terms are defined in the Corporations Act).

However, the Company need not disregard a vote if it is cast by:

- a person as a proxy or attorney for a person who is entitled to vote on Resolution 1, in accordance with the directions of the proxy form that specifies how the proxy is to vote on Resolution 1; or
- the Chair of the AGM as proxy or attorney appointed in accordance with the directions of the proxy form for a person who is entitled to vote, and such appointment on the proxy form expressly authorises the Chair to exercise the proxy even if the resolution is connected with the Remuneration Report.

### ***Directors' recommendation***

**The Directors are not making a recommendation for this Resolution 1.**

**The Chair of the Meeting intends to vote undirected proxies IN FAVOUR of Resolution 1.**

Your proxy voting instruction must be received by **11.00am (AEDT) on Tuesday, 28 January 2025**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

## SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

### YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

### STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

### DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

### STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

### SIGNING INSTRUCTIONS

**Individual:** Where the holding is in one name, the Shareholder must sign.

**Joint holding:** Where the holding is in more than one name, all Shareholders should sign.

**Power of attorney:** If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

**Companies:** To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

**Email Address:** Please provide your email address in the space provided.

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.**

### CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

### Lodging your Proxy Voting Form:

#### Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

**Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.**



#### BY MAIL:

Automic  
 GPO Box 5193  
 Sydney NSW 2001

#### IN PERSON:

Automic  
 Level 5, 126 Phillip Street  
 Sydney NSW 2000

#### BY EMAIL:

[meetings@automicgroup.com.au](mailto:meetings@automicgroup.com.au)

#### BY FACSIMILE:

+61 2 8583 3040

#### All enquiries to Automic:

##### WEBSITE:

<https://automicgroup.com.au>

##### PHONE:

1300 288 664 (Within Australia)  
 +61 2 9698 5414 (Overseas)

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**STEP 1 - How to vote**

**APPOINT A PROXY:**  
 I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of EQUUS MINING LIMITED, to be held at **11.00am (AEDT) on Thursday, 30 January 2025 at Level 2, 66 Hunter Street Sydney NSW 2000** hereby:

**Appoint the Chair of the Meeting (Chair)** OR if you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

**The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.**  
 Unless indicated otherwise by ticking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

**AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS**  
 Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

**STEP 2 - Your voting direction**

Resolutions	For	Against	Abstain
Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.*

**STEP 3 – Signatures and contact details**

Individual or Securityholder 1      Securityholder 2      Securityholder 3

Sole Director and Sole Company Secretary      Director      Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone:       Date (DD/MM/YY):  /  /

**By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).**

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**EQUUS MINING LIMITED**  
and its controlled entities

A.B.N. 44 065 212 679

**ANNUAL REPORT**  
**FOR THE FINANCIAL YEAR ENDED**  
**30 JUNE 2024**

## Equus Mining Limited Corporate Directory

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<b>Directors</b>	John Braham Damien Koerber David Coupland	Non-Executive Chairman Non-Executive Director Non-Executive Director
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<b>Company Secretary</b>	Marcelo Mora
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<b>Principal Place of Business and Registered Office</b>	Level 2 66 Hunter Street Sydney NSW 2000 Australia
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Telephone:	(61 2) 9300 3366
Facsimile:	(61 2) 9221 6333
Email address:	info@equusmining.com
Web site:	www.equusmining.com

<b>Share Registry</b>	Automic Pty Ltd Level 5, 126 Phillip Street Sydney NSW 2000	
	Telephone:	1 300 288 664 (within Australia)
	Facsimile:	(61 2) 9698 5414 (outside Australia)

<b>Auditors</b>	KPMG Heritage Lanes, Level 11 80 Ann Street Brisbane QLD 4000
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<b>Stock Exchange Listings</b>	Australian Securities Exchange	(Code – EQE)
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# Equus Mining Limited

## Review of Operations

### For the Year Ended 30 June 2024

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#### REVIEW OF OPERATIONS

During the year ended 30 June 2024, the significant changes in the state of affairs of the Group were as follows:

On 14 July 2023, the Company issued 32,500,000 ordinary shares to an institutional investor and a director of the Company at an issue price of \$0.04 raising \$1,300,000 (\$500,000 was received before 30 June 2023) before costs. The Company also issued 25,000,000 unlisted options to the institutional investor. The options have an exercise price of \$0.05 expiring on 28 June 2026.

On 3 October 2023, the Company entered into a Deed of Forbearance with the lenders of its borrowing facility, Tribeca and its affiliated entities ("Tribeca"), as a result of breaching the terms of its loan facility agreement, having failed to pay accrued interest on 30 September 2023. As a result of the Deed and subsequent extensions agreed to, the lenders agreed not to exercise their power to call upon the loan until 31 January 2024, or earlier in the event the sale of the Group's Chilean operations is finalised or does not proceed. On 12 October 2023, the Company issued 3,937,008 ordinary shares to the value of \$50,000 to Tribeca under the terms of the deed.

On 30 November 2023, Equus executed binding documentation with Andean Silver Limited ('Andean') (formerly Mitre Mining Corporation Limited) under which Andean would acquire all the Chilean assets and undertakings of Equus Mining Limited ('Equus').

Shareholder approval was received for the sale on 29 January and 30 January 2024 respectively for Andean and Equus.

On 21 February 2024, the transaction was completed, and under the terms of the agreement, Andean acquired 100% of the Group's Australian subsidiary Equus Resources Pty Ltd which holds through subsidiaries in Chile 100% of the share capital of the Cerro Bayo project and the Cerro Diablo exploration project. Additionally, Andean acquired all the assets and undertakings of Equus' subsidiaries, Southern Gold SpA and Equus Patagonia SpA, which together own all the assets comprising the Los Domos exploration project.

Total consideration for the sale was A\$5.0 million comprised of:

- A\$3.5 million cash;
- A\$0.5 million of Andean shares; and
- A\$1.0 million deferred consideration in cash or shares (at Andean's discretion) subject to minimum resource and grade milestones at Cerro Bayo within 5 years.

Under the Deed, Tribeca was paid and issued cash of A\$3 million and shares to the value of A\$500,000 in full repayment of all amounts owed by Equus under the US\$2.2 million Loan Facility Agreement with Tribeca. The Group was entitled to cash consideration of \$500,000 as a result of the sale, of which \$200,000 was received in October 2023. A further \$270,000 was received in February 2024 and \$30,000 was received in June 2024.

On 31 December 2023, the Group failed to pay accrued interest for the quarter ended 31 December 2023. The lenders Tribeca and its affiliated entities did not impose any additional penalties, restrictions, or conditions on the Group.

Subsequent to year-end, on 1 October 2024 the Company amended the sale and purchase agreement executed with Andean in 2023. Andean and Equus agreed to amend the deferred consideration of \$1,000,000 in cash or shares at the election of Andean upon the milestone being met. Under the amended agreement the deferred consideration was reduced to \$750,000 and Andean paid the amount in cash on 4 October 2024, notwithstanding that the milestone had not been achieved at that time.

Since the completion of the assets sale in February 2024, the Company has actively reviewed investment opportunities for Equus Mining Limited. With the injection of the \$750,000, the Company is now well positioned in the search for a new venture.

Yours sincerely



**John Braham**  
**Non-Executive Chairman**

Dated this 13th day of December 2024.

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## **CORPORATE GOVERNANCE STATEMENT**

The Board is committed to maintaining the highest standards of Corporate Governance. Corporate Governance is about having a set of core values and behaviours that underpin the Company's activities and ensure transparency, fair dealing and protection of the interests of stakeholders. The Company has reviewed its corporate governance practices against the Corporate Governance Principles and Recommendations (4th edition) published by the ASX Corporate Governance Council.

The 2024 corporate governance statement is dated 13 December 2024 and reflects the corporate governance practices throughout the 2024 financial year. The board approved the 2024 corporate governance on 13 December 2024. A description of the Company's current corporate governance practices is set out in the Company's corporate governance statement, which can be viewed at <http://www.equusmining.com/corporate-governance/>.

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# Equus Mining Limited

## Directors' Report

### For the Year Ended 30 June 2024

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The Directors present their report, together with the consolidated financial statements of the Group, comprising of Equus Mining Limited ('Equus' or 'the Company') and its controlled entities for the financial year ended 30 June 2024 and the auditor's report thereon.

#### DIRECTORS

The names and details of the Directors in office during or since the end of the previous financial year are as follows. Directors were in office for the entire year unless otherwise stated.

#### **John Richard Braham, Non-Executive Chairman (from 21 February 2024)**

Director since 13 November 2018

Mr Braham is an experienced Mining Finance and Investment professional with a 24-year career at Macquarie Bank, the last 11 of which were as an Executive Director within the Mining Finance Division.

John built and ran a successful mining finance business in New York for Macquarie Bank from 2001 to 2008, providing capital to the junior mining industry. This involved providing debt and equity to exploration companies and mine developers in both North and South America including companies operating in Argentina, Peru and Chile.

On returning to Australia, John built a successful bulk commodity finance business for Macquarie Bank which he ran from 2008 to 2017 based in Sydney. John was a Director of public listed company Castile Resources Limited from 29 November 2019 to 1 January 2024.

John has experience as both an executive and non executive director of junior mining companies, most recently as non executive director of Castile Mining Ltd and Managing Director of Equus Mining Limited.

#### **David (Ted) Harcourt Coupland, Non-Executive Director**

Director since 21 June 2021

Ted Coupland has over 35 years of experience in the mining, exploration and resource finance industry and holds qualifications in geology, geostatistics, mineral economics and finance. Ted has had a comprehensive technical career in the resources sector covering exploration, mine geology, resource estimation, risk analysis, resource consulting and business management. Ted spent 6 years between 2013 and 2018 working in Macquarie Bank's Mining Finance team where he specialised in technical due diligence, deal origination, client relationship management, principal equity investing, mezzanine finance, structured project finance and commodity derivative structures. As a professional Geologist and Geostatistician, Ted has been involved with many technically challenging resource projects around the globe covering a range of commodities including gold, silver, copper, base metals, PGM's, bauxite and coal.

Ted holds a Bachelor of Science (Geology) from the University of New England, Post-Graduate Degree in Geostatistics from the Paris School of Mines, Post-Graduate Diploma in Mineral Economics from Macquarie University and a Post-Graduate Diploma in Applied Finance and Investment from the Securities Institute of Australia. Ted is a Corporate Member of the Australasian Institute of Mining and Metallurgy (AusIMM).

He was a director of Odin Metals Ltd until September 2022. He has not served as a director of any other listed company during the past two years.

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# Equus Mining Limited

## Directors' Report

### For the Year Ended 30 June 2024

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#### **Damien John Koerber, Non-Executive Director**

Director since 27 November 2019

Mr Koerber commenced with Equus in 2012 as exploration manager at the Naltagua copper project in Chile which brought considerable senior management and technical experience in the resources industry, from both in Australia and throughout South America.

Mr Koerber is a geologist with 32 years of exploration experience, mainly throughout and based in Latin America. He has held senior management and consulting exploration and business development positions in companies including Billiton Gold (Northern Territory and Western Australia), North (Chile), Rio Algom (Chile), Newcrest (Chile, Argentina and Peru), MIM (Argentina and Brazil), Patagonia Gold SA (Chile and Argentina) and Mirasol Resources (Chile and Argentina).

During his career, he has been directly involved in several discoveries including Cleo-Sunrise Dam (Western Australia), Tanami (Northern Territory), Union Reefs (Northern Territory) and Cap Oeste-COSE (Argentina) and more recently, as COO for Andean Silver Limited.

Mr Koerber graduated from the UNSW (BSc. Geology Hons Class 1) in 1989 and is a bilingual, Australian geologist.

He has not served as a director of any other listed company during the past three years.

#### **Mark Hamish Lochtenberg, Non-Executive Chairman**

Director since 10 October 2014 – resigned 21 February 2024.

Mr Lochtenberg graduated with a Bachelor of Law (Hons) degree from Liverpool University, U.K. and has been actively involved in the coal industry for more than 30 years.

Mark Lochtenberg is a Non-Executive Chairman of the publicly listed company Terracom Limited. He is the former Executive Chairman and founding Managing Director of ASX-listed Baralaba Coal Company Limited (formerly Cockatoo Coal Limited) and former Non-executive Director of Nickel Industries Limited. He was a principal architect of Cockatoo's inception and growth from an early-stage grassroots explorer through to an emerging mainstream coal producer. He was also formerly the co-head of Glencore International AG's worldwide coal division, where he spent 13 years overseeing a range of trading activities including the identification, due diligence, negotiation, acquisition and aggregation of the coal project portfolio that would become Xstrata Coal.

Prior to this Mark established a coal "swaps" market for Bain Refco, (Deutsche bank) after having served as a senior coal trader for Hansen Neuerburg AG and as coal marketing manager for Peko Wallsend Limited.

Mr Lochtenberg is currently a Non-Executive Director of public listed company Terracom Limited. Former Director of Nickel Industries Limited and former Director of Evolve Power Limited former Montem Resources.

He has not served as a director of any other listed company during the past three years.

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# Equus Mining Limited

## Directors' Report

### For the Year Ended 30 June 2024

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#### Ryan Kane Austerberry, Non-Executive Director

Director since 2 December 2021 – resignation 4 September 2023

Ryan Austerberry has over 18 years of experience in the resource industry with a background in Mining Engineering, predominantly undertaking technical roles and operations management. Ryan has had comprehensive technical roles and operations management through a variety of mining engineering roles into project work.

Ryan has been with Mandalay Resources Corporation (TSX:MDN) ('Mandalay') for most of his career, he is the current General Manager of Operations at Costerfield in Victoria and previously was General Manager of Björkdal in Sweden. Ryan has previously assisted with developing Cerro Bayo and has operational knowledge of the Cerro Bayo Mine in Chile.

Ryan holds a Bachelor of Applied Science from the Royal Melbourne Institute of Technology, a Post-Graduate Diploma in Mining from the University of Ballarat, and an MBA from the Australian Institute of Business. Ryan is a Chartered Professional in Mining with the Australasian Institute of Mining and Metallurgy (AusIMM) and a graduate of the Australian Institute of Company Directors.

He has not served as a director of any other listed company during the past three years.

#### COMPANY SECRETARY

##### Marcelo Mora

Company Secretary since 16 October 2012

Marcelo Mora holds a Bachelor of Business degree and Graduate Diploma of Applied Corporate Governance. Mr Mora has been an accountant for more than 30 years and has experience in resources and mining companies both in Australia and internationally, providing financial reporting and company secretarial services to a range of publicly listed companies.

#### DIRECTORS' MEETINGS

The number of Directors' meetings and number of meetings attended by each of the Directors (while they were a Director) of the Company during the year are:

Director	Board Meetings	
	Held	Attended
Mark H. Lochtenberg	4	4
John R. Braham	4	4
Damien J. Koerber	4	4
David (Ted) H. Coupland	4	4
Ryan K. Austerberry	3	3

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**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

**DIRECTORS' INTERESTS**

At the date of this report, the beneficial interests of each director of the Company in the issued share capital of the Company and options, each exercisable to acquire one fully paid ordinary share of the Company are:

Director	Fully Paid Ordinary Shares	Options over ordinary shares	Option Terms (Exercise Price and Term)
John R. Braham	1,138,953	333,333	\$0.54 at any time up to 25 November 2025
Damien J. Koerber	2,173,370	83,333	\$0.54 at any time up to 25 November 2025
David (Ted) H. Coupland	1,044,684	-	

During the year ended 30 June 2024, no options were granted as compensation to directors of the Company (2023: nil).

During the year ended 30 June 2024, 666,666 unlisted options granted to directors of the Company expired unexercised (2023: 333,333).

There were no options over unissued ordinary shares granted as compensation to directors or executives of the Company during or since the end of the financial year.

**OPTION HOLDINGS**

***Options granted to directors' and officers'***

Since the end of the financial year, the Company has not granted any options over unissued ordinary shares to directors or officers as part of their remuneration.

**UNISSUED SHARES UNDER OPTIONS**

At the date of this report, unissued ordinary shares of the Company under option are:

Number of Options			
Employee Options	Attaching Options	Exercise Price	Expiry Date
416,666 <sup>(1)</sup>	-	\$0.54	25 November 2025
-	22,863,081	\$0.15	14 October 2025
-	25,000,000 <sup>(2)</sup>	\$0.05	28 June 2026

<sup>(1)</sup>In the event that the employment of the option holder is terminated by breach of its obligations to the Company, then the options shall lapse upon written notification to the holder.

<sup>(2)</sup>The options were issued on 14 July 2023.

All options expire on their expiry date. The persons entitled to exercise the options do not have, by virtue of the options, the right to participate in a share issue of the Company or any other body corporate.

**SHARES ISSUED ON EXERCISE OF OPTIONS**

During the financial year ended 30 June 2024, no ordinary shares were issued as a result of the exercise of options (2023: nil). Since the end of the financial year, the Company has not issued ordinary shares as a result of the exercise of options.

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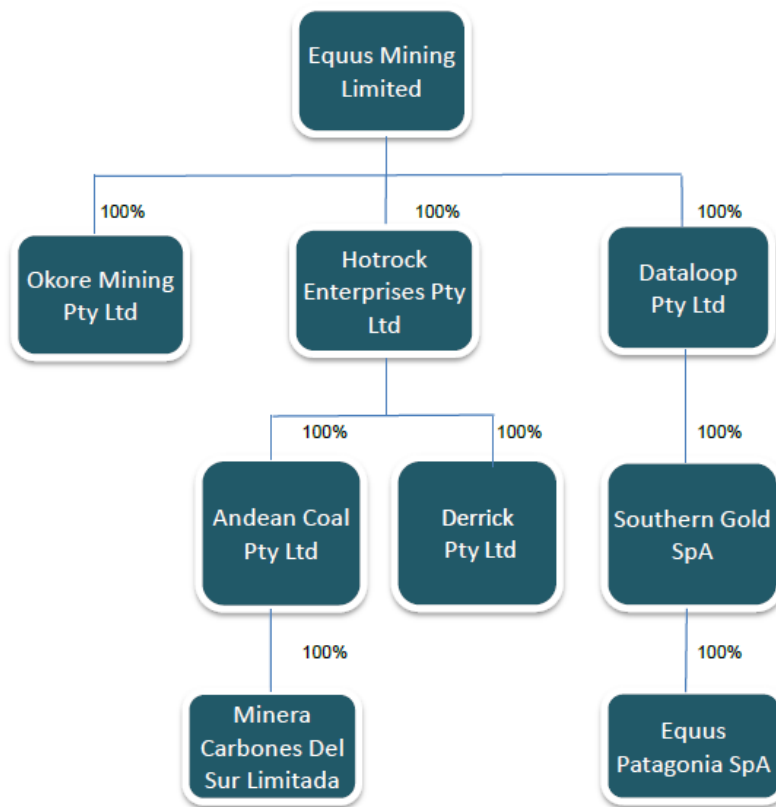
**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

**CORPORATE INFORMATION**

**Corporate Structure**

Equus Mining Limited is a limited liability company that is incorporated and domiciled in Australia. It has prepared a consolidated financial report incorporating the entities that it controlled during the financial year. The Group's structure at 30 June 2024 is outlined below.

**Equus Group Corporate Structure**  
**30 June 2024**



The Companies referred above comprise the "Consolidated Entity" for the Financial Statements included in this report.

**PRINCIPAL ACTIVITIES**

During November 2023, the Company executed a binding agreement with Andean Silver Limited (former Mitre Mining Corporation Limited) for the sale of Equus Chilean Assets. On 21 February 2024 the transaction completed and Equus no longer holds an interest in any projects and the Company will provide updates as required regarding future investment opportunities.

**FINANCIAL RESULTS**

The consolidated loss after income tax attributable to members of the Company for the year was \$3,805,256 (2023: \$25,223,443 loss).

**REVIEW OF OPERATIONS**

A review of the Group's operations for the year ended 30 June 2024 is set out on pages 1 of this Annual Report.

**DIVIDENDS**

The Directors do not recommend the payment of a dividend in respect of the financial year ended 30 June 2024. No dividends have been paid or declared during the financial year (2023 - \$nil).

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# Equus Mining Limited

## Directors' Report

### For the Year Ended 30 June 2024

#### CHANGES IN STATE OF AFFAIRS

In the opinion of the Directors, significant changes in the state of affairs of the Group that occurred during the year ended 30 June 2024 were as follows:

- On 14 July 2023, the Company issued 32,500,000 ordinary shares to an institutional investor and a director of the Company at an issue price of \$0.04 raising \$1,300,000 (\$500,000 was received before 30 June 2023) before costs. The Company also issued 25,000,000 unlisted options to the institutional investor. The options have an exercise price of \$0.05 expiring on 28 June 2026.
- On 3 October 2023, the Company entered into a Deed of Forbearance with the lenders of its borrowing facility, Tribeca and its affiliated entities ("Tribeca"), as a result of breaching the terms of its loan facility agreement, having failed to pay accrued interest on 30 September 2023. As a result of the Deed, the lenders have agreed not to exercise their power to call upon the loan until 31 January 2024, or earlier in the event the sale of the Group's Chilean operations is finalised or does not proceed. On 12 October 2023, the Company issued 3,937,008 ordinary shares to the value of \$50,000 to Tribeca under the terms of the deed.
- On 30 November 2023, Equus executed binding documentation with Andean Silver Limited (former Mitre Mining Corporation Limited) ("Andean") under which Andean acquired all the Chilean assets and undertakings of Equus. Under the terms of the agreement, Andean acquired 100% of the Group's Australian subsidiary Equus Resources Pty Ltd which holds through subsidiaries in Chile 100% of the share capital of the Cerro Bayo project and the Cerro Diablo exploration project. Additionally, Andean acquired all the assets and undertakings of Equus' subsidiaries, Southern Gold SpA and Equus Patagonia SpA, which together owned all the assets comprising the Los Domos exploration project. The transaction completed on 21 February 2024.

Total consideration for the sale was A\$5.0 million comprised of:

- A\$3.5 million cash;
- A\$0.5 million of Andean shares; and
- A\$1.0 million deferred consideration in cash or shares (at Andean's discretion) subject to minimum resource and grade milestones at Cerro Bayo within 5 years.

Under the Deed, Tribeca was directly paid and issued cash of A\$3 million and shares to the value of A\$500,000 in full repayment of all amounts owed by Equus under the US\$2.2 million Loan Facility Agreement with Tribeca. The Group received a cash consideration of \$500,000 as a result of the sale, of which \$200,000 was received in October 2023. A further \$270,000 was received in February 2024 and \$30,000 was received during June 2024.

- On 31 December 2023, the Group failed to pay accrued interest for the quarter ended 31 December 2023. The lenders Tribeca and its affiliated entities did not impose any additional penalties, restrictions, or conditions on the Group.
- On 1 October 2024, the Company amended the sale and purchase agreement executed with Andean in 2023. Andean and Equus agreed to amend the deferred consideration of \$1,000,000 in cash or shares at the election of Andean upon the milestone being met. Under the amended agreement the deferred consideration was reduced to \$750,000 and Andean paid the amount in cash on 4 October 2024, notwithstanding that the milestone had not been achieved at that time.

Other than the matters detailed above, there were no other significant changes in the affairs of the Company during the year.

#### ENVIRONMENTAL REGULATIONS

There were no environmental incidents from 1 July 2023 until 21 February 2024 when the Chilean assets were sold to Andean Silver Limited.

#### LIKELY DEVELOPMENTS

Following the sale of the Chilean assets in February 2024, Equus continues to seek new business opportunities.

Further information as to likely developments in the operations of the Group and the expected results of those operations in subsequent years have not been included in this report because disclosure of this information would be likely to result in unreasonable prejudice to the Group.

#### INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

During or since the end of the financial year, the Company has not indemnified or made a relevant agreement to indemnify an officer or auditor of the Company against a liability incurred as such by an officer or auditor. The Group has not paid or agreed to pay, a premium in respect of a contract insuring against a liability incurred by an officer or auditor.

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**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

**EVENTS SUBSEQUENT TO BALANCE DATE**

On 1 October 2024, the Company amended the sale and purchase agreement executed with Andean Silver Limited (formerly Mitre Mining Corporation Limited) last year. Andean and Equus agreed to amend the deferred consideration amount to \$750,000.00 and Andean paid the amount in cash on 4 October 2024 notwithstanding that the Milestone had not been achieved at that time.

In December 2024 the Group received confirmation from its largest creditor that invoices outstanding at 30 June 2024 amounting to \$220,000 would not require repayment.

No other matters or circumstances have arisen since the end of the financial year 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.

**REMUNERATION REPORT - Audited**

***Principals of compensation - Audited***

Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Group. Key management personnel comprise the directors of the Company. No other employees have been deemed to be key management personnel.

The remuneration policy of Directors is to ensure the remuneration package properly reflects the persons' duties and responsibilities, and that remuneration is competitive in attracting, retaining and motivating people of the highest quality. The Board is responsible for reviewing its own performance. The evaluation process is designed to assess the Group's business performance, whether long-term strategic objectives are being achieved, and the achievement of individual performance objectives.

The Constitution and ASX Listing Rules specify that the aggregate remuneration of Non-Executive Directors shall be determined from time to time by a general meeting. The latest determination was at a shareholders meeting on 25 November 2021 when the shareholders approved an aggregate remuneration of \$300,000 per year.

Remuneration generally comprises of salary and superannuation. Long-term incentives are able to be provided through the Company's share option program, which acts to align the Director's and senior executive's actions with the interests of the shareholders.

The remuneration disclosed below represents the cost to the Group for services provided under these arrangements.

John Braham and Damien Koerber are paid through the Company's payroll. David Coupland is paid by way of an arrangement with a related party.

There were no remuneration consultants used by the Company during the year ended 30 June 2024, or in the prior year.

***Consequences of performance on shareholders' wealth - Audited***

In considering the Group's performance and benefits for shareholders' wealth, the Board has regard to the following indices in respect of the current financial year and the previous four financial years.

	2024	2023	2022	2021	2020
	\$	\$	\$	\$	\$
Net loss attributable to equity holders of the parent	3,805,256	25,223,443	3,981,385	1,716,498	1,728,160
Dividends paid	-	-	-	-	-
Change in share price	-	(0.05)	(0.12)	-	-

***Remuneration Structure - Audited***

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

***Service contracts - Audited***

In accordance with better practice corporate governance, the company provided each key management personnel with a letter detailing the terms of appointment, including their remuneration. Key management personnel may at any time resign by written notice.

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**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

**REMUNERATION REPORT - Audited (Con't)**

Details of the nature and amount of each major element of the remuneration of each Director of the Company and other key management personnel of the Company and Group are:

	Year	Primary Salary / Fees \$	Superannuation \$	Other Short Term Benefit <sup>(2)</sup> \$	Total \$
<b>Directors</b>					
John Braham	2024	117,250	12,897	10,384	140,531
	2023	325,000	34,125	22,799	381,924
Damien Koerber	2024	92,500	10,175	8,171	110,846
	2023	250,000	26,250	17,538	293,788
Mark Lochtenberg	2024	-	-	-	-
	2023	75,000	7,875	-	82,875
Robert Yeates	2024	-	-	-	-
	2023	38,159	-	-	38,159
David (Ted) Coupland <sup>(1)</sup>	2024	30,000	-	-	30,000
	2023 <sup>(1)</sup>	92,450	-	-	92,450
Ryan K. Austerberry	2024	-	-	-	-
	2023	50,000	5,250	-	55,250
Total all directors	2024	239,750	23,072	18,555	281,377
	2023	830,609	73,500	40,337	944,446

<sup>(1)</sup> Mr. Coupland earned \$50,000 in Director's fees and \$42,450 for technical services.

<sup>(2)</sup> Other short term benefit relates to annual leave expensed during the year

**Executive Directors - Audited**

During the financial year ended 30 June 2024, John Braham and Damien Koerber were considered Non-Executive Directors. Their remuneration for the year ended 30 June 2024 comprised of fixed remuneration plus 11% statutory superannuation paid through the Company's payroll.

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**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

**REMUNERATION REPORT - Audited (Con't)**

**Options granted as compensation - Audited**

Refer below for the Options granted to John Braham and Damien Koerber. The Company employed no other key management personnel.

The options granted to key management personnel were not subject to any performance or service conditions and vested immediately. No options were granted during the current or prior year to key management personnel. Details of options granted as compensation to each key management personnel as at reporting date is as follows:

Director	Grant Date	Number of Options Granted	Fair value per option at grant date	Fair Value at Grant Date	Option Terms (Exercise Price and Term)
John Braham	29 November 2019	<sup>(1)</sup> 333,333	\$0.24	\$80,000	\$0.70 at any time to 13 November 2024
John Braham	25 November 2020	<sup>(2)</sup> 333,333	\$0.16	\$53,333	\$0.50 at any time to 25 November 2024
John Braham	25 November 2020	<sup>(2)</sup> 333,333	\$0.18	\$60,000	\$0.54 at any time to 25 November 2025
Damien Koerber	25 November 2020	<sup>(2)</sup> 83,333	\$0.16	\$13,333	\$0.50 at any time to 25 November 2024
Damien Koerber	25 November 2020	<sup>(2)</sup> 83,333	\$0.18	\$15,000	\$0.54 at any time to 25 November 2025

- The fair value of the <sup>(1)</sup> 333,333 options on a post-consolidation basis at grant date was determined based on a Black-Scholes formula. The model inputs of the options issued, were the Company's share price of \$0.014 (share price post consolidation \$0.28) at the grant date, a volatility factor of 149.46% based on historic share price performance, a risk free rate of 0.65% based on the 3 year government bond rate and no dividends paid.
- The fair value of the <sup>(2)</sup> 833,332 options on a post-consolidated basis at grant date was determined based on a Black-Scholes formula. The model inputs of the options issued, were the Company's share price of \$0.011 (share price post consolidation \$0.22) at the grant date, a volatility factor of 136.20% based on historic share price performance, a risk free rate of 0.30% based on the 5 year government bond and no dividends paid.

During the year ended 30 June 2024 666,666 unlisted options on a post consolidated basis lapsed (2023: 333,333 on a post consolidated basis) and no options held by key management personnel were exercised during the 2024 or 2023 financial years.

**Modification of terms of equity-settled share-based payment transactions - Audited**

No terms of equity- settled share based payment transactions (including options granted as compensation to a key management person) have been altered or modified by the issuing entity during the 2024 and 2023 financial years.

**Exercise of options granted as compensation - Audited**

There were no shares issued to Directors on the exercise of options previously granted as compensation during the 2024 and 2023 financial years.

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**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

**REMUNERATION REPORT - Audited (Con't)**

***Analysis of options and rights over equity instruments granted as compensation - Audited***

All options refer to options over ordinary shares of Equus Mining Limited, which are exercisable on a one-for-one basis.

Director	Options granted		% vested at year end	Balance at 1 July 2023	Expired during the year	Balance at 30 June 2024	Financial year in which grant vests
	Number	Date					
John Braham	500,000	14 October 2019	100%	250,000	250,000	-	30 June 2020
John Braham	999,999	29 November 2019	100%	333,333	-	333,333	30 June 2020
John Braham	999,999	25 November 2020	100%	999,999	333,333	666,666	30 June 2021
Damien Koerber	249,999	25 November 2020	100%	249,999	83,333	166,666	30 June 2021

The number of options that had vested as at 30 June 2024 is 1,166,665 (2023 – 1,958,331). No options were granted as remuneration during the year (2023: nil). No options were granted as compensation subsequent to year end.

***Analysis of movements in options granted as compensation - Audited***

Director	Value of options granted in the year	Value of options exercised in the year	Value of options lapsed in the year
John Braham	-	-	(105,667)
Damien Koerber	-	-	(11,667)

***Options and rights over equity instruments - Audited***

The movement during the reporting period in the number of options over ordinary shares in the Company held directly, indirectly or beneficially, by each key management person, including their personally related entities, is as follows:

***Option holdings 2024 - Audited***

Directors	Held at 1 July 2023	Granted/ Purchased	Exercised / Sold	Expired	Held at 30 June 2024	Vested and exercisable at 30 June 2024
John Braham	1,583,332	-	-	583,333	999,999	999,999
Damien Koerber	249,999	-	-	83,333	166,666	166,666

***Loans to key management personnel and their related parties - Audited***

There were no loans made to key management personnel or their related parties during the 2024 and 2023 financial years.

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**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

**REMUNERATION REPORT – Audited (Con't)**

The Amount of Directors fees and Remuneration Outstanding at each reporting date is outlined below.

Outstanding director's fees and superannuation

Director	Year	Fees \$	Superannuation \$
Mark Lochtenberg	2024	-	-
	2023	25,000	2,625
John Braham	2024	12,000	1,320
	2023	54,167	5,688
Damien Koerber	2024	10,000	1,100
	2023	41,667	4,375
Robert Yeates	2024	-	-
	2023	11,962	-
David (Ted) Coupland	2024	15,000	-
	2023	16,667	-
Ryan Austerberry	2024	-	-
	2023	16,667	1,750

**Other transactions with key management personnel - Audited**

There were no other transactions with key management personnel or their related parties during 2024.

At 30 June 2024, the amount outstanding for salaries, superannuation and directors fees were \$39,420 including GST (2023: \$180,568).

**Movements in shares - Audited**

The movement during the reporting period in the number of ordinary shares in the Company held directly, indirectly or beneficially by each key management personnel, including their related parties, is as follows:

**Fully paid ordinary shareholdings and transactions - 2024**

Key management personnel	Held at 30 June 2023	Purchases	Sales	Other	Held at 30 June 2024
Mark Lochtenberg <sup>(1)</sup>	14,987,431	12,500,000	-	(27,487,431)	-
John Braham	1,138,953	-	-	-	1,138,953
Damien Koerber	2,173,370	-	-	-	2,173,370
David (Ted) Coupland	1,044,684	-	-	-	1,044,684

<sup>1</sup> Mark Lochtenberg held 27,487,431 ordinary fully paid shares at the time he resigned as director

**Non-Executive Directors - Audited**

During the financial year ended 30 June 2024, the following Directors were considered Non-Executive Directors:

- John Braham;
- Damien Koerber
- David (Ted) Coupland;
- Ryan Austerberry.

The salary component of Non-Executive Directors was made up of:

- fixed remuneration;
- statutory superannuation for Australian resident directors paid through the Company's payroll; and
- an entitlement to receive options, subject to shareholders' approval.

The services of non-executive directors who are not paid through the Company's payroll system are provided by way of arrangements with related parties.

**End of the remuneration report.**

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**Equus Mining Limited**  
**Directors' Report**  
**For the Year Ended 30 June 2024**

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**NON-AUDIT SERVICES**

During the year ended 30 June 2024 KPMG, the Group's auditor, did not perform other services in addition to the audit and review of the financial statements.

Details of the amounts paid to the auditor of the Group, KPMG, and its network firms for audit and non-audit services provided during the year are set out below.

	<b>2024</b>	<b>2023</b>
	<b>\$</b>	<b>\$</b>
<b>Services other than audit and review of financial statements:</b>		
<i>Other services</i>	-	-
<b>Audit and review of financial statements</b>	<b>140,664</b>	141,875
	<b>140,664</b>	141,875

**AUDITOR'S INDEPENDENCE DECLARATION**

The lead auditor's independence declaration is set out on page 15 and forms part of the Directors' Report for the financial year ended 30 June 2024.

Signed at Sydney this 13th day of December 2024  
in accordance with a resolution of the Board of Directors:



**John R. Braham**  
**Non-Executive Chairman**

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# Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of Equus Mining Limited

I declare that, to the best of my knowledge and belief, in relation to the audit of Equus Mining Limited for the financial year ended 30 June 2024 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- ii. no contraventions of any applicable code of professional conduct in relation to the audit

KPMG

Adam Twemlow

Partner

Brisbane

13 December 2024

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**Equus Mining Limited**  
**Consolidated Statement of Profit or Loss and Other Comprehensive Income**  
**For the Year Ended 30 June 2024**

	Notes	2024 \$	2023* \$
<b>CONTINUING OPERATIONS</b>			
<b>Expenses</b>			
Employee, directors and consultants costs		(68,586)	(760,491)
Administration expenses		(139,612)	(321,666)
Other expenses	4	(377,426)	(733,879)
<b>Result from operating activities</b>		<b>(585,624)</b>	(1,816,036)
Finance income	5	5,971	10,476
Finance costs	5	(1,212,367)	(1,340,377)
<b>Loss before income tax</b>		<b>(1,792,020)</b>	(3,145,937)
Income tax benefit/(expense)	6	-	-
<b>Loss from continuing operations</b>		<b>(1,792,020)</b>	(3,145,937)
<b>DISCONTINUED OPERATIONS</b>			
Loss from discontinued operation (net of tax)	29	(2,011,850)	(22,092,744)
<b>Loss for the year</b>		<b>(3,803,870)</b>	(25,238,681)
<b>Other comprehensive income for the year</b>			
<b>Items that may be classified subsequently to profit or loss:</b>			
Exchange differences on translation of foreign operations	18	(2,142,770)	1,192,333
Transfer of foreign currency translation to loss on disposal of subsidiaries in profit or loss	29	3,308,934	-
		<b>1,166,164</b>	1,192,333
<b>Items that will not be classified subsequently to profit or loss</b>			
Net change in fair value of equity instruments at fair value through other comprehensive income	5	-	9,148
<b>Total other comprehensive gain/(loss)</b>		<b>1,166,164</b>	1,201,481
<b>Total comprehensive loss for the year</b>		<b>(2,637,706)</b>	(24,037,200)
<b>Loss for the year attributable to:</b>			
Equity holders of the Company		(3,805,256)	(25,223,443)
Non-controlling interest		1,386	(15,238)
		<b>(3,803,870)</b>	(25,238,681)
<b>Total comprehensive loss attributable to:</b>			
Equity holders of the Company		(2,639,092)	(24,021,962)
Non-controlling interest		1,386	(15,238)
		<b>(2,637,706)</b>	(24,037,200)
<b>Earnings per share</b>			
Basic and diluted loss per share (cents)	19	(1.52)	(13.10)
<b>Earnings per share – continuing operations</b>			
Basic and diluted loss per share (cents)		(0.71)	(1.63)

\*The comparative information has been re-presented due to a discontinued operation. Refer Note 29

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.



**Equus Mining Limited**  
**Consolidated Statement of Financial Position**  
**As at 30 June 2024**

	Notes	2024 \$	2023 \$
<b>Current Assets</b>			
Cash and cash equivalents	7	38,796	235,148
Receivables	8	9,796	1,009,615
Prepayments	9	-	39,333
<b>Total Current Assets</b>		<b>48,592</b>	<b>1,284,096</b>
<b>Non-Current Assets</b>			
Other receivables	8	-	9,190,240
Other financial assets	10	-	9,953
Property plant and equipment	11	-	270,314
Exploration and evaluation expenditure	12	-	13,738,462
<b>Total Non-Current Assets</b>		<b>-</b>	<b>23,208,969</b>
<b>Total Assets</b>		<b>48,592</b>	<b>24,493,065</b>
<b>Current Liabilities</b>			
Payables	14	340,068	2,458,213
Lease liability	13	-	178,723
Borrowings	15	-	3,318,251
Provision for rehabilitation	16	-	4,593,411
<b>Total Current Liabilities</b>		<b>340,068</b>	<b>10,548,598</b>
<b>Non-Current Liability</b>			
Provision for rehabilitation	16	-	13,780,233
<b>Total Non-Current Liabilities</b>		<b>-</b>	<b>13,780,233</b>
<b>Total Liabilities</b>		<b>340,068</b>	<b>24,328,831</b>
<b>Net (Liabilities)/Assets</b>		<b>(291,476)</b>	<b>164,234</b>
<b>Equity</b>			
Share capital	17	144,280,786	142,930,786
Reserves	18	2,456,853	788,611
Accumulated losses		(147,029,115)	(143,541,160)
<b>Parent entity interest</b>		<b>(291,476)</b>	<b>178,237</b>
Non-controlling interest		-	(14,003)
<b>Total Equity</b>		<b>(291,476)</b>	<b>164,234</b>

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

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**Equus Mining Limited**  
**Consolidated Statement of Changes in Equity**  
**For the Year Ended 30 June 2024**

	Note	Share Capital	Accumulated Losses	Option Premium reserve	Equity Based reserve	Fair Value reserve	Foreign Currency Translation Reserve	Total	Non-controlling Interest	Total Equity
		\$	\$	\$	\$	\$	\$	\$	\$	\$
<b>Balance at 1 July 2022</b>		140,177,143	(118,385,050)	-	618,918	388,066	(2,358,497)	20,440,580	1,235	20,441,815
Profit/(Loss) for the year		-	(25,223,443)	-	-	-	-	(25,223,443)	(15,238)	(25,238,681)
Total other comprehensive income / (loss)		-	-	-	-	9,148	1,192,333	1,201,481	-	1,201,481
<b>Total comprehensive profit/(loss) for the year</b>		-	(25,223,443)	-	-	9,148	1,192,333	(24,021,962)	(15,238)	(24,037,200)
<b>Transactions with owners recorded directly in equity</b>										
Ordinary shares issued	17	2,767,918	-	-	-	-	-	2,767,918	-	2,767,918
Transaction costs on issue of shares	17	(14,275)	-	-	-	-	-	(14,275)	-	(14,275)
Issue of options		-	-	1,005,976	-	-	-	1,005,976	-	1,005,976
Transfer of expired options		-	67,333	-	(67,333)	-	-	-	-	-
<b>Balance at 30 June 2023</b>		142,930,786	(143,541,160)	1,005,976	551,585	397,214	(1,166,164)	178,237	(14,003)	164,234
<b>Balance at 1 July 2023</b>		142,930,786	(143,541,160)	1,005,976	551,585	397,214	(1,166,164)	178,237	(14,003)	164,234
Profit/(Loss) for the year		-	(3,805,256)	-	-	-	-	(3,805,256)	1,386	(3,803,870)
Total other comprehensive income / (loss)		-	-	-	-	-	1,166,164	1,166,164	-	1,166,164
<b>Total comprehensive profit/(loss) for the year</b>		-	(3,805,256)	-	-	-	1,166,164	(2,639,092)	1,386	(2,637,706)
<b>Transactions with owners recorded directly in equity</b>										
Ordinary shares issued	17	1,350,000	-	-	-	-	-	1,350,000	-	1,350,000
Options issued		-	-	831,996	-	-	-	831,996	-	831,996
Transfer of expired options		-	329,918	-	(329,918)	-	-	-	-	-
<b>Changes in Ownership interest in subsidiaries</b>										
Acquisition of non-controlling interest		-	(12,617)	-	-	-	-	(12,617)	12,617	-
<b>Balance at 30 June 2024</b>		144,280,786	(147,029,115)	1,837,972	221,667	397,214	-	(291,476)	-	(291,476)

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

**Equus Mining Limited**  
**Consolidated Statement of Cash Flows**  
**For the Year Ended 30 June 2024**

	Notes	2024 \$	2023 \$
<b>Cash flows from operating activities</b>			
Cash receipts in the course of operations		809,285	15,892,242
Cash payments in the course of operations		<b>(2,713,102)</b>	(20,461,911)
Net cash used in operations		<b>(1,903,817)</b>	(4,569,669)
Interest received		6,110	10,967
Interest paid		<b>(236,227)</b>	(240,119)
<b>Net cash used in operating activities</b>	20	<b>(2,133,934)</b>	(4,798,821)
<b>Cash flows from investing activities</b>			
Payments for exploration and evaluation expenditure		-	(3,025,056)
Payment for plant and equipment		-	(33,687)
Disposal of discontinued operations, net of cash disposed	29	<b>3,357,494</b>	-
<b>Net cash provided by/(used in) investing activities</b>		<b>3,357,494</b>	(3,058,743)
<b>Cash flows from financing activities</b>			
Proceeds from share issues		<b>800,000</b>	2,445,500
Proceeds for shares yet to be issued		-	500,000
Transaction costs on share issue		-	(14,275)
Proceeds from operating advances/loan		<b>874,069</b>	-
Proceeds from Borrowings		-	3,223,969
Lease payments		<b>(93,981)</b>	(210,925)
Repayment of borrowings		<b>(3,000,000)</b>	-
<b>Net cash (used in)/provided by financing activities</b>		<b>(1,419,912)</b>	5,944,269
<b>Net (decrease) in cash held</b>		<b>(196,352)</b>	(1,913,295)
Cash and cash equivalents at 1 July		<b>235,148</b>	2,148,443
<b>Cash and cash equivalents at 30 June</b>	7	<b>38,796</b>	235,148

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

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# Equus Mining Limited

## Notes to the Consolidated Financial Statements

### For the Year Ended 30 June 2024

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#### 1. REPORTING ENTITY

Equus Mining Limited (the 'Company') is a company domiciled in Australia. The address of the Company's registered office is Level 2, 66 Hunter Street, Sydney, NSW, 2000. The consolidated financial statements of the Company as at and for the year ended 30 June 2024 comprises the Company and its subsidiaries (together referred to as the 'Group'). The Group is a for-profit entity and has primarily engaged in identifying and evaluating mineral resource opportunities until recently in Southern Chile, South America.

#### 2. BASIS OF PREPARATION

##### (a) Statement of compliance

The consolidated financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards ('AASBs') adopted by the Australian Accounting Standards Board ('AASB') and the *Corporations Act 2001*. The consolidated financial statements comply with International Financial Reporting Standards ('IFRS') and interpretations adopted by the International Accounting Standards Board ('IASB').

The consolidated financial statements were authorised for issue by the Directors on 13 December 2024.

##### (b) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for certain financial assets which are measured at fair value.

##### (c) Functional and presentation currency

These consolidated financial statements are presented in Australian dollars, which is the Company's functional currency.

##### (d) Going concern

The consolidated financial statements have been prepared on a going concern basis, which contemplates the realisation of assets and settlement of liabilities in the ordinary course of business.

The Group recorded a loss attributable to equity holders of the Company of \$3,805,256 for the year ended 30 June 2024 and has accumulated losses of \$147,029,115 as at 30 June 2024. The Group used \$2,133,934 of cash in operations ended 30 June 2024 and had cash on hand of \$38,796 and net current liabilities of \$291,476 as at 30 June 2024.

Subsequent to the end of the financial year, on 1 October 2024 the Company executed an Amendment to the Cerro Bayo Share Sale Agreement with Andean Silver Limited (Andean, formerly Mitre Mining Corporation Limited). Under the terms of the Amendment, Andean and Equus agreed to amend the Deferred Consideration Amount from \$1,000,000 to \$750,000 to be received in cash on or before 15 October 2024 notwithstanding that the resource milestones may not have been achieved by that date. The Company received the cash consideration of \$750,000 on 4 October 2024 and paid outstanding creditors at 30 June 2024 with the exception of \$220,000 which was forgiven subsequent to year-end (refer note 14). As at 30 November 2024, the Group had cash balances of \$577,973 and total creditors of \$30,912 (excluding amount subsequently forgiven).

The securities of the Company were suspended from the ASX on 16 March 2023 and remain suspended at the date of signing of these financial statements. If the Company has not executed its plans for trading in its securities to resume to the ASX's satisfaction by 16 March 2025 the Company will be removed from the ASX. In the event that the Company's securities are removed from the ASX the ability for the Group to secure future financing and investment opportunities will be significantly adversely impacted.

The Directors have prepared cash flow projections for the period to 31 December 2025 that support the ability of the Group to continue as a going concern. The ongoing viability of the Group is dependent upon the Directors securing future financing and investment opportunities for the Group in order to sustain its operations long-term. Accordingly, a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern.

The ability to secure such investment opportunities is critically dependent on obtaining the requisite funding to do so whilst significantly reducing operating expenditure in line with available funding. However, such financing is inherently uncertain until secured.

In the event that this does not transpire, the Group may not be able to continue its operations as a going concern. As a result the Group may not be in a position to realise its assets and extinguish its liabilities in the ordinary course of operations at the amounts stated in the consolidated annual financial report.

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**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

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**2. BASIS OF PREPARATION (Cont.)**

**(e) Use of estimates and judgements**

The preparation of the consolidated financial statements in conformity with AASBs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the consolidated financial statements are described in the following notes:

- Going Concern (Note 2 (d)).

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# Equus Mining Limited

## Notes to the Consolidated Financial Statements

### For the Year Ended 30 June 2024

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#### 3. MATERIAL ACCOUNTING POLICIES

##### (a) Changes in accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, and have been applied consistently by entities in the Group.

##### (b) Revenue

Revenue from contracts with customers is recognised when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. The Company has generally concluded that it is the principal in its revenue contracts because it typically controls the goods or services before transferring them to the customer.

Sales of certain commodities are provisionally priced such that the price is not settled until a predetermined future date based on the market price at that time. Revenue on these sales is initially recognised at the current market price. The receivables relating to provisionally priced sales are marked to market at each reporting date using the forward price for the period equivalent to that outlined in the contract. This mark to market adjustment is recognised in revenue but is not considered to be revenue from contracts with customers.

##### (c) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the income statement over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Borrowing costs which are directly attributable to the Group's exploration and evaluation activities are capitalised in relation to qualifying assets

##### (d) Finance income and finance costs

Finance income comprises interest income on funds invested, dividend income. Interest income is recognised as it accrues in profit or loss, using the effective interest method. Dividend income is recognised in profit or loss on the date that the Group's right to receive payment is established, which in the case of quoted securities is the ex-dividend date.

Finance costs comprise interest expense on borrowings. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

##### (e) Plant and equipment

Plant and equipment are recorded at cost less accumulated depreciation, depletion and impairment charges.

Where an item of plant and equipment comprises major components with different useful lives, the components are accounted for as separate items of plant and equipment.

Expenditures incurred to replace a component of an item of plant and equipment that is accounted for separately, including major inspection and overhaul expenditures, are capitalised. Any remaining book value associated with the component being replaced is derecognised upon its replacement. Directly attributable costs incurred for major capital projects and site preparation are capitalised until the asset is brought to a working condition for its intended use. These costs include dismantling and site restoration costs to the extent these are recognized as a provision.

##### (f) Depreciation

Management reviews the estimated useful lives, residual values and depreciation methods of the Company's property, plant and equipment at the end of each reporting period and when events and circumstances indicate that such a review should be made. Changes to estimated useful lives, residual values or depreciation methods resulting from such review are accounted for prospectively.

Plant and equipment cost is depreciated, using the units of production method over their estimated useful lives. Assets under construction are not depreciated until their construction is substantially complete and they are available for their intended use. In the case of projects involving the development of mineral properties, this is when the property has achieved commercial production.

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# Equus Mining Limited

## Notes to the Consolidated Financial Statements

### For the Year Ended 30 June 2024

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### 3. MATERIAL ACCOUNTING POLICIES (Cont.)

#### (g) Exploration and evaluation expenditure

Exploration and evaluation expenditure, including the costs of acquiring licences, are capitalised as intangible exploration and evaluation assets on an area of interest basis, less any impairment losses. Costs incurred before the Group has obtained the legal rights to explore an area are recognised in profit or loss.

Exploration and evaluation assets are only recognised if the rights of the area of interest are current and either:

- the expenditures are expected to be recouped through successful development and exploitation of the area of interest; or
- activities in the area of interest have not at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability and facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units to which the exploration activity relates. The cash generating unit shall not be larger than the area of interest.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to developing mine properties.

#### (h) Financial instruments

##### **Non-derivative financial assets**

##### *Recognition and initial measurement*

The Group initially recognises trade receivables on the date that they are originated. All other financial assets are recognised initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in such transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

##### *Classification and subsequent measurement*

On initial recognition, a financial asset is classified as measured at:

- Amortised cost;
- Fair value through other comprehensive income – equity investment; or
- Fair value through profit or loss.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both the following conditions and is not designated as fair value through profit or loss:

- It is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value through OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or fair value through other comprehensive income as described above are measured at fair value through profit or loss. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income as at fair value through profit or loss if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise. The Group has trade receivables with embedded derivatives for provisional pricing. These receivables are generally held to collect but do not meet the SPPI criteria and as a result must be held at FVTPL.

**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

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**3. MATERIAL ACCOUNTING POLICIES (Cont.)**

***Non-derivative financial liabilities***

Financial liabilities are measured at amortised cost.

The Group initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities are recognised initially on the trade date, which is the date that the Group becomes a party to the contractual provisions of the instrument.

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

Other financial liabilities comprise loans and borrowings and trade and other payables.

**(i) Basis of consolidation**

***Subsidiaries***

Subsidiaries are entities controlled by the Group. The Group controls an entity when it 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 over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

***Non-controlling interests***

NCI are measured initially at their proportionate share of the acquiree's identifiable net assets at the date of acquisition.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

***Loss of control***

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

***Transactions eliminated on consolidation***

Intra-group balances and any unrealised gains and losses or income and expenses arising from intragroup transactions are eliminated in preparing the consolidated financial statements.

**(j) Share Capital**

***Ordinary Shares***

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

**(k) Trade and other receivables and payables**

Trade receivables and payables are carried at amortised cost. For receivables and payables with a remaining life of less than one year, the notional amount is deemed to reflect the fair value. All other receivables and payables are discounted to determine the fair value.

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**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

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**3. MATERIAL ACCOUNTING POLICIES (Cont.)**

**(l) Impairment**

***Non-derivative financial assets***

The Group recognises loss allowances to an amount equal to lifetime expected credit losses (ECLs), except for the following, which are measured at 12-month ECLs:

- Debt securities that are determined to have a low credit risk at the reporting date; and
- Other debt securities and bank balances for which credit risk (i.e the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs.

***Measurement of ECLs***

ECLs are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls. ECL's are discounted at the effective interest rate of the financial asset.

***Non-financial assets***

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset or CGU is the greater of their fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Impairment losses are recognised in profit or loss.

***Reversals of impairment***

An impairment loss in respect of a financial asset carried at amortised cost is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised.

In respect of non-financial assets, an impairment loss is reversed if there has been a conclusive change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**(m) Cash and cash equivalents**

Cash and cash equivalents comprise cash balances and call deposits with an original maturity of three months or less.

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# Equus Mining Limited

## Notes to the Consolidated Financial Statements

### For the Year Ended 30 June 2024

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#### 3. MATERIAL ACCOUNTING POLICIES (Cont.)

##### (n) Income tax

Current tax and deferred tax is recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or in other comprehensive income.

###### *Current tax*

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

###### *Deferred tax*

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; or
- taxable temporary differences arising on the initial recognition of goodwill.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

##### (o) Foreign operations

The assets and liabilities of foreign operations are translated to Australian dollars at foreign exchange rates ruling at the reporting date. The income and expenses of foreign operations are translated to Australian dollars at rates approximating the foreign exchange rates ruling at the dates of the transactions. Foreign exchange differences arising on retranslation are recognised directly in the foreign currency translation reserve ('FCTR'), a separate component of equity.

Foreign exchange gains and losses arising from a monetary item receivable or payable to a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of a net investment in a foreign operation and are recognised directly in the FCTR.

Any references to functional currency, unless otherwise stated, are to the functional currency of the Company, Australian dollars.

When a foreign operation is disposed of, in part or in full, the relevant amount in the FCTR is transferred to profit or loss as part of the profit or loss on disposal.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and are presented within equity in the FCTR.

##### (p) Foreign currency transactions

Transactions in foreign currencies are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at the reporting date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on retranslation are recognised in profit or loss, except for differences arising on the retranslation of investments in equity securities designated as FVOCI, a financial liability designated as a hedge of the net investment in a foreign operation or qualifying cash flow hedges, which are recognised in other comprehensive income. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

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**3. MATERIAL ACCOUNTING POLICIES (Cont.)**

**(q) Segment reporting**

***Determination and presentation of operating segments***

The Group determines and presents operating segments based on the information that is provided to the Group's chief operating decision maker.

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are regularly reviewed by the Group's Non-Executive Director to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Segment results that are reported to the chief operating decision maker include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters), head office expenses, and income tax assets and liabilities.

Segment capital expenditure is the total cost incurred during the period to acquire property, plant and equipment, and intangible assets other than goodwill.

**(r) Provisions**

Provisions are recorded when a present legal or constructive obligation exists as a result of past events, where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and when a reliable estimate of the amount of the obligation can be made.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation estimated at the end of each reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset.

**(s) Goods and services tax (GST)**

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

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

**(t) Employee benefits**

***Short-term employee benefits***

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

***Share-based payment transactions***

The grant-date fair value of share-based payment awards granted is recognised as an employee and consultants expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

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# Equus Mining Limited

## Notes to the Consolidated Financial Statements

### For the Year Ended 30 June 2024

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#### 3. MATERIAL ACCOUNTING POLICIES (Cont.)

##### (u) Determination of fair values

A number of the Group's accounting policies and disclosures require the determination of fair value for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

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

The fair value of the share options is measured using the Black-Scholes formula. Measurement inputs include share price on measurement date, exercise price of the instrument, expected volatility (based on weighted average historic volatility), expected dividends, and the risk-free interest rate (based on government bonds).

The grant-date fair value of share-based payment awards is recognised as an expense, with a corresponding increase in equity, over the period that the recipient unconditionally become entitled to the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes. Service and non-market performance conditions are not taken into account in determining fair value.

##### (v) Lease accounting

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group applies a single measurement recognition and approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

##### *Right-of-use assets*

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

##### *Lease liabilities*

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group's exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

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**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

**4. LOSS FROM OPERATING ACTIVITIES**

<b>Other expenses</b>	<b>2024</b>	<b>2023</b>
	<b>\$</b>	<b>\$</b>
Travel	<b>22,594</b>	118,564
ASIC and ASX fees	<b>61,241</b>	79,812
Accounting and secretarial fees	<b>16,900</b>	54,550
Audit and review services – KPMG*	<b>112,391</b>	141,875
Legal fees	<b>85,709</b>	75,123
Insurance	<b>31,130</b>	81,733
Share registry	<b>37,508</b>	24,489
Other	<b>9,953</b>	157,733
	<b>377,426</b>	<b>733,879</b>

\*In addition to the above, during the year the Group incurred expenditure for audit and review services performed by KPMG Chile of \$28,274 which has been classified under 'loss from discontinued operation (net of tax)'.

**5. FINANCE INCOME AND FINANCE COSTS**

**Recognised in profit and loss**

Interest income on cash deposits	<b>5,971</b>	10,476
Interest expense	<b>(236,227)</b>	(240,119)
Share-based payments*	<b>(881,996)</b>	-
Loss on disposal of financial liability	<b>(94,144)</b>	-
Imputed interest on borrowings	-	(1,100,258)
Net finance income/(costs) recognised in profit or loss	<b>(1,206,396)</b>	<b>(1,329,901)</b>

\*During the year ended 30 June 2024 the Group issued shares to the value of \$50,000 and unlisted options with a fair value of \$831,996 in relation to its debt facility with Tribeca. Refer to note 17.

**Recognised in other comprehensive income**

Net change in fair value of equity instruments at fair value	-	9,148
Finance cost recognised in other comprehensive income, net of tax	-	<b>9,148</b>

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	2024	2023
	\$	\$
<b>6. INCOME TAX EXPENSE</b>		
Current tax	-	-
Deferred tax	-	-
	<u>-</u>	<u>-</u>
<i>Numerical reconciliation of income tax expense to prima facie tax payable:</i>		
Loss before tax from continuing operations	<b>1,792,020</b>	3,145,937
Prima facie income tax benefit at the Australian tax rate of 25%	<b>(448,005)</b>	(786,484)
(Increase)/decrease in income tax benefit due to:		
- non-deductible expenses	<b>257,213</b>	-
- allowable deductions	<b>(61,662)</b>	(61,662)
- tax loss not recognised	<b>252,454</b>	848,146
Income tax expense/(benefit)	<u>-</u>	<u>-</u>
<b>Unrecognised deferred tax assets</b>		
Deferred tax assets have not been recognised in respect of the following items:		
Capital losses	<b>6,457,698</b>	5,574,426
Tax losses – Australian entities	<b>5,472,098</b>	4,462,282
Tax losses – Chilean entities	-	18,149,547
Net deductible temporary differences	<b>79,163</b>	128,030
Potential tax benefit not recognised	<b>12,008,959</b>	28,314,285

The deductible temporary differences and tax losses do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits there-from. The Australian and Chilean tax losses do not expire under current tax legislation.

	2024	2023
	\$	\$
<b>7. CASH AND CASH EQUIVALENTS</b>		
Cash at bank	<b>38,796</b>	235,148
	<b>38,796</b>	235,148
<b>8. RECEIVABLES</b>		
<b>Current</b>		
Goods and service tax and value added tax	<b>9,796</b>	687,160
Other	-	322,455
	<b>9,796</b>	1,009,615
<b>Non-current</b>		
Reimbursement for rehabilitation costs	-	9,186,822
Other	-	3,418
	<u>-</u>	<u>9,190,240</u>

For the year ended 30 June 2024, the receivable for rehabilitation cost was disposed as part of the sale of Cerro Bayo SpA. Refer to note 29.

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	<b>2024</b>	2023
	<b>\$</b>	\$
<b>9. PREPAID EXPENSES</b>		
Prepaid expenses	-	39,333
	-	39,333

**10. INVESTMENTS**

At 30 June 2024, the Group impaired 1,327,000 shares in Blox Inc., as Blox Inc, is no longer quoted in the US over the counter traded company (OTC Market).

The Group recognises its financial assets at fair value and classifies its investments as follows:

	<b>2024</b>	2023
	<b>\$</b>	\$
<i>Equity instruments at fair value through other comprehensive income</i>		
Equity securities – Investment in Blox Inc.	-	9,953

Equity instruments at fair value through other comprehensive income are equity instruments which the Group intends to hold for the foreseeable future. Any dividends received are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in the fair value reserve in OCI and are never reclassified to profit or loss.

Movement of the carrying amount of investment.

	<b>2024</b>	2023
	<b>\$</b>	\$
<i>Movement during the period</i>		
Opening balance	9,953	777
Impairment	(9,953)	
Net change in fair value	-	9,176
Equity securities – at fair value through other comprehensive income	-	9,953

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	2024	2023
	\$	\$
<b>11. PLANT AND EQUIPMENT</b>		
Plant and office equipment – at cost	<b>112,262</b>	108,439
Additions	-	-
Accumulated depreciation	<b>(62,368)</b>	(39,681)
Disposal	<b>(51,195)</b>	-
Foreign currency exchange	<b>1,301</b>	3,375
	<u>-</u>	<u>72,133</u>
Computers – at cost	<b>49,600</b>	14,276
Additions	-	34,821
Accumulated depreciation	<b>(25,255)</b>	(15,263)
Disposal	<b>(24,960)</b>	-
Foreign currency exchange	<b>615</b>	336
	<u>-</u>	<u>34,170</u>
Motor Vehicles	<b>441,058</b>	327,672
Additions	<b>160,980</b>	101,834
Accumulated depreciation	<b>(457,570)</b>	(272,331)
Disposal	<b>(147,565)</b>	-
Foreign currency exchange	<b>3,097</b>	6,836
	<u>-</u>	<u>164,011</u>
Total plant and equipment – net book value	<u>-</u>	<u>270,314</u>
Reconciliations of the carrying amounts for each class of plant and equipment are set out below:		
Plant and office equipment		
Balance at 1 July	<b>72,133</b>	105,823
Additions	-	-
Depreciation	<b>(22,239)</b>	(37,065)
Disposal	<b>(51,195)</b>	-
Foreign currency exchange	<b>1,301</b>	3,375
Carrying amount at the end of the financial year	<u>-</u>	<u>72,133</u>
Computers		
Balance at 1 July	<b>34,170</b>	13,483
Additions	-	34,821
Depreciation	<b>(9,825)</b>	(14,470)
Disposal	<b>(24,960)</b>	-
Foreign currency exchange	<b>615</b>	336
Carrying amount at the end of the financial year	<u>-</u>	<u>34,170</u>

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**11. PLANT AND EQUIPMENT (Cont.)**

	2024	2023
	\$	\$
Motor Vehicles		
Balance at 1 July	164,011	245,754
Addition new lease	160,980	101,834
Depreciation	(180,523)	(190,413)
Disposal	(147,565)	
Foreign currency exchange	3,097	6,836
Carrying amount at the end of the financial year	-	164,011
Total carrying amount at the end of the financial year	-	270,314

**12. EXPLORATION AND EVALUATION EXPENDITURE**

Los Domos gold-silver	-	-
Cerro Diablo gold-silver	-	-
Cerro Bayo	-	13,738,462
Net Book Value	-	13,738,462

**Los Domos gold-silver**

Carrying amount at the beginning of the year	-	4,374,815
Additions	-	16,997
Impairment	-	(4,777,044)
Foreign currency translation movement	-	385,232
Balance carried forward	-	-

**Cerro Diablo gold-silver**

Carrying amount at the beginning of the year	-	73,478
Additions	-	-
Impairment	-	(80,084)
Foreign currency translation movement	-	6,606
Balance carried forward	-	-

**Cerro Bayo**

Carrying amount at the beginning of the year	13,738,462	18,643,303
Additions	-	2,980,053
Impairment	-	(9,432,065)
Disposal	(11,593,568)	-
Foreign currency translation movement	(2,144,894)	1,547,171
Balance carried forward	-	13,738,462
Net book value	-	13,738,462

During the year the Group disposed its subsidiary of Cerro Bayo SpA.

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	2024	2023
	\$	\$
<b>13. LEASE LIABILITY</b>		
Current	-	178,723
	-	178,723
<b>14. TRADE AND OTHER PAYABLES</b>		
<b>Current liabilities</b>		
Trade creditors and accruals	333,582	2,410,387
Employee leave entitlements	6,486	47,826
	<b>340,068</b>	<b>2,458,213</b>

Subsequent to year-end, the Group's largest creditor confirmed to the Group that invoices outstanding at 30 June 2024 amounting to \$220,000 would not require repayment.

<b>15. BORROWINGS</b>		
Loan facility	3,318,251	3,305,482
Fair value adjustment	-	17,921
Interest	236,227	-
Loan repayment	(3,684,584)	-
Loss on disposal	94,144	
Foreign currency translation movement	35,962	(5,152)
	-	<b>3,318,251</b>

The Company entered into a Corporate Debt facility for US\$2.2 million provided by a Fund managed by Tribeca Investment Partners Pty Ltd, Tribeca Global Resources Credit Pty Ltd ('Tribeca'), and certain nonassociated co-investors introduced by Tribeca. The interest rate is 10% payable quarterly in arrears. The loan is repayable in full in 24 months following the drawdown date of 13 October 2022. The loan was secured by firstranking general security. Tribeca received 22,863,081 options for providing the loan facility. The fair value of the options were recognised as part of the loan facility and amortised in profit and loss as finance costs using the effective interest rate over the term of the loan.

The Company was required to raise \$2 million in additional share capital by 15 June 2023 to comply with the terms of the Corporate Debt Facility (as amended for waivers granted by the Lender). As a result of not obtaining the share capital, the contractual amount payable (the face value of the debt) of US\$2.2 million (A\$3.3 million) became repayable on demand. The difference between the carrying amount of the loan and the face value (being the unamortised interest that was to be recognised using the effective interest rate) was recognised in profit and loss in prior year.

On 3 October 2023, the Company entered into a Deed of Forbearance with the lenders of its borrowing facility, Tribeca and its affiliated entities ("Tribeca"), as a result of breaching the terms of its loan facility agreement, having failed to pay accrued interest on 30 September 2023.

On 21 February 2024, and as part of the sale of the Group's Chilean assets and undertakings, consideration amounting to \$3,000,000 cash and \$500,000 shares in Mitre Mining Corporation Limited (now trading as Andean Silver Limited) was transferred to Tribeca Investment Partners Pty Ltd, Tribeca Global Resources Credit Pty Ltd ('Tribeca'), and certain non-associated co-investors introduced by Tribeca. The cash and share consideration transferred was agreed to constitute full and final consideration of all debts payable under the facility.

**16. PROVISION FOR REHABILITATION**

With the sale of the Chilean assets which included Compañía Minera Cerro Bayo SpA to Andean Silver Limited (formerly Mitre Mining Corporation Limited) the rehabilitation liability was disposed.

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	2024		2023	
	N <sup>o</sup>	\$	N <sup>o</sup>	\$
<b>17. ISSUED CAPITAL</b>				
<b>(a) Fully paid ordinary shares</b>				
Balance at beginning of financial year	216,637,925	142,930,786	174,076,954	140,177,143
Issued ordinary shares 2 September 2022 for \$0.10	-	-	12,755,000	1,275,500
Issued ordinary shares 1 December 2022 – non cash <sup>1</sup>	-	-	4,605,971	322,418
Issued ordinary shares 13 December 2022 for \$0.10	-	-	2,700,000	270,000
Issued ordinary shares 6 April 2023 for \$0.04	-	-	5,000,000	200,000
Issued ordinary shares 5 May 2023 for \$0.04	-	-	17,500,000	700,000
Issued ordinary shares 14 July 2023 for \$0.04	32,500,000	1,300,000	-	-
Issued ordinary shares 13 October 2023 for \$0.04 <sup>2</sup>	3,937,008	50,000	-	-
Less cost of issue	-	-	-	(14,275)
	<b>253,074,933</b>	<b>144,280,786</b>	<b>216,637,925</b>	<b>142,930,786</b>

<sup>1</sup> Shares issued on 1 December 2022 related to the issued of shares as consideration for drilling services provided in connection with the Cerro Bayo project in southern Chile.

<sup>2</sup> On 13 October 2023 the Company issued 3,937,008 shares to its lenders Tribeca as a one-off consent fee for the Deed of Forbearance as a result of breaching the terms of its loan facility agreement, having failed to pay accrued interest on 30 September 2023.

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at the shareholders meetings. In the event of winding up of the Company, ordinary shareholders rank after creditors and are fully entitled to any proceeds of liquidation.

**(b) Share Options**

During the year ended 30 June 2024, the company granted the following options:

- The Company on 14 July 2023, the Company issued 25,000,000 unlisted options as part of consideration to Tribeca for agreeing to defer the financial covenant requirements associated with the loan facility. The amended deed was executed on 31 March 2023. The options have an exercise price of \$0.05, vest immediately and expire on 28 June 2026.

The fair value of the options was \$831,996. The Black-Scholes formula model inputs were the Company's share price of \$0.05 at the grant date, a volatility factor of 102.36% based on historical share price performance and a risk-free interest rate of 3.20% based on the 3-year government bond rate.

During the year ended 30 June 2023, the company granted the following options:

- The Company on 11 October 2022, pursuant to a loan facility agreement provided by a Fund managed by Tribeca Investment Partners Pty Ltd, Tribeca Global Resources Credit Pty Ltd ('Tribeca') granted 22,863,081 unlisted options to the lenders. The options have an exercise price of \$0.15, vest immediately and expire on 14 October 2025.

The fair value of the options was \$1,005,976. The Black-Scholes formula model inputs were the Company's share price of \$0.088 at the grant date, a volatility factor of 94.3% based on historical share price performance and a risk-free interest rate of 3.01% based on the 3-year government bond rate.

The fair value of options granted is measured at grant date and the expense is recognised on vesting date. The fair value of the options granted is measured using an option valuation methodology, taking into account the terms and conditions upon which the options were granted. The amount recognised as an expense is adjusted to reflect the actual number of options that vested during the period.

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**17. ISSUED CAPITAL (Cont.)**

**(b) Share Options (Cont.)**

- During the year ended 30 June 2024 and 30 June 2023 the Company has not granted options to Directors of the Company.

On 25 November 2020, 999,999 (pre-consolidation 20,000,000) unlisted options were granted to the Managing Director ('MD') and 249,999 (pre-consolidation 5,000,000) unlisted options were granted to the Chief Operating Officer ('COO') as follows:

	Number of options	Exercise price	Vesting	Expiry Date	Fair Value per Option at Grant Date	Fair Value
Tranche 1	416,666	\$0.44	Immediately	25 November 2023	\$0.14	\$58,333
Tranche 2	416,666	\$0.50	Immediately	25 November 2024	\$0.16	\$66,667
Tranche 3	416,666	\$0.54	Immediately	25 November 2025	\$0.18	\$75,000

The fair value of the options granted on 25 November 2020 to the MD and the COO was \$200,000. The Black-Scholes formula model inputs were the Company's share price of \$0.22 post-consolidation at the grant date, a volatility factor of 136.2% based on historical share price performance and a risk-free interest rate of 0.11% based on the 3-year government bond rate.

Tranche 1 expired unexercised on 25 November 2023 at it had a fair value of \$58,333.

The options issued to the MD and COO are not subject to vesting conditions, the total grant date fair value of \$141,667 (30 June 2023: \$200,000) and were recognised as an expense in the income statement for the year ended 30 June 2021

The following unlisted options were on issue as at 30 June 2024:

Opening Balance 1 July 2023	Exercise Price	Granted during the year	Expired during the year	Exercised during the year	Closing Balance 30 June 2024
Number	\$	Number	Number	Number	Number
250,000	1.40	-	250,000	-	-
333,333	0.70	-	-	-	333,333
416,666	0.44	-	416,666	-	-
416,666	0.50	-	-	-	416,666
416,666	0.54	-	-	-	416,666
125,000	0.44	-	125,000	-	-
20,094,427	0.30	-	20,094,427	-	-
22,863,081	0.15	-	-	-	22,863,081
-	0.05	25,000,000	-	-	25,000,000

The following unlisted options were on issue as at 30 June 2023:

Opening Balance 1 July 2022	Exercise Price	Granted during the year	Expired during the year	Exercised during the year	Closing Balance 30 June 2023
Number	\$	Number	Number	Number	Number
250,000	1.40	-	-	-	250,000
333,333	0.60	-	333,333	-	-
333,333	0.70	-	-	-	333,333
416,666	0.44	-	-	-	416,666
416,666	0.50	-	-	-	416,666
416,666	0.54	-	-	-	416,666
125,000	0.44	-	-	-	125,000
20,094,427	0.30	-	-	-	20,094,427
-	0.15	22,863,081	-	-	22,863,081

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	2024	2023
	\$	\$
<b>18. RESERVES</b>		
Fair value reserve (a)	397,214	397,214
Foreign currency translation reserves (b)	-	(1,166,164)
Equity based compensation reserve (c)	221,667	551,585
Option premium reserve (d)	1,837,972	1,005,976
	<u>2,456,853</u>	<u>788,611</u>
<b>Movements during the period:</b>		
<b>(a) Fair value reserve</b>		
Balance at beginning of period	397,214	388,066
Net change in fair value	-	9,148
Balance at end of period	<u>397,214</u>	<u>397,214</u>
<b>(b) Foreign currency translation reserves</b>		
Balance at beginning of period	(1,166,164)	(2,358,497)
Currency translation differences	(2,142,770)	1,192,333
Transfer of foreign currency translation reserve to loss on sale of discontinued operation	3,308,934	-
Balance at end of period	<u>-</u>	<u>(1,166,164)</u>
<b>(c) Equity based compensation reserve</b>		
Balance at beginning of period	551,585	618,918
Share based payment – vested share options	-	-
Options expired during the period	(329,918)	(67,333)
Balance at end of period	<u>221,667</u>	<u>551,585</u>
<b>(d) Option premium reserve</b>		
Balance at beginning of period	1,005,976	-
Issue of options	831,996	1,005,976
Balance at end of period	<u>1,837,972</u>	<u>1,005,976</u>

**Nature and purpose of reserves**

**Fair value reserve:**

The fair value reserve comprises the cumulative net change in the fair value of equity securities designated at fair value through other comprehensive income.

**Foreign currency translation reserve:**

The foreign currency translation reserve records the foreign currency differences arising from the translation of the financial statements of foreign operations where their functional currency is different to the presentation currency of the reporting entity.

**Equity based compensation reserve:**

The equity based compensation reserve is used to record the options issued to directors and executives of the Company as compensation.

**Option premium reserve:**

The option premium reserve is used to recognise the grant date fair value and to accumulate proceeds received from the issue of options.

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**19. LOSS PER SHARE**

	Continuing operations \$	2024 Discontinued operations \$	Total \$	Continuing operations \$	2023 Discontinued operations \$	Total \$
Basic and diluted loss per share has been calculated using: Net loss for the year attributable to equity holders of the parent	(1,792,020)	(2,013,236)	(3,805,256)	(3,145,937)	(22,077,506)	(25,223,443)

	2024	2023
<b>Weighted average number of ordinary shares (basic and diluted)</b>		
Issued ordinary shares at beginning of year	216,637,925	174,076,954
Effect of shares issued (Note 17)	34,064,369	18,502,508
Weighted average ordinary shares at the end of the year	<u>250,702,294</u>	<u>192,579,462</u>

As the Group is loss making, none of the potentially dilutive securities are currently dilutive in the calculation of total earnings per share.

	2024 \$	2023 \$
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**20. RECONCILIATION OF CASH FLOWS FROM OPERATING ACTIVITIES**

**Cash flows from operating activities**

Loss for the year	<u>(3,803,870)</u>	<u>(25,238,681)</u>
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**Non-cash items**

Loss on sale of discontinued operation, net of tax	1,612,720	-
Imputed interest on borrowings	-	1,100,258
Depreciation	212,587	241,948
Foreign currency exchange loss	489,162	1,367,198
Impairment of investment in shares	9,953	-
Impairment of consumables	-	394,859
Share based payments	881,996	-
Loss on disposal of financial liability	94,144	-
Impairment of E&E	-	14,289,193

**Changes in assets and liabilities**

Decrease in receivables	973,245	1,273,791
Decrease in inventories	-	2,012,927
(Increase) in other assets	(308,811)	(1,474,433)
(Decrease) in payables	(1,437,871)	(2,200,832)
(Increase)/decrease in provisions	(857,189)	3,434,951
<b>Net cash used in operating activities</b>	<u>(2,133,934)</u>	<u>(4,798,821)</u>

**Reconciliation of cash**

For the purposes of the statement of cash flows, cash includes cash on hand and at bank and cash on deposit net of bank overdrafts and excluding security deposits. Cash at the end of the financial year as shown in the statement of cash flows is reconciled to the related items in the statement of financial position as follows:

<b>Cash and cash equivalents</b>	<u>38,796</u>	<u>235,148</u>
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**21. SHARE BASED PAYMENT**

No options were granted during the year ended 30 June 2024 and 2023 to Directors of the Company to acquire options over unissued ordinary shares in the Company.

The terms and conditions of the options held by key management personnel during the year ended 30 June 2024 are as follows:

Grant date	Expiry date	Vesting date	Exercise price	Fair value of options granted	Total granted Number	Total Exercised Number	Total Expired Number	Balance at end of the period
14 October 2019	13 November 2023	14 October 2019	\$1.40	\$59,000	250,000	-	250,000	-
29 November 2019	13 November 2024	29 November 2019	\$0.70	\$80,000	333,333	-		333,333
25 November 2020	25 November 2023	25 November 2020	\$0.44	\$58,334	416,666	-	416,666	-
25 November 2020	25 November 2024	25 November 2020	\$0.50	\$66,666	416,666	-		416,666
25 November 2020	25 November 2025	25 November 2020	\$0.54	\$75,000	416,666	-		416,666

**Weighted average of options in the equity based compensation reserve during the year**

	Number of options 2023	Weighted average exercise price 2023	Number of options 2024	Weighted average exercise price 2024
Outstanding	1,833,331	\$0.632	1,166,665	\$0.536

The equity based compensation reserve is used to record the options issued to directors and executives of the Company as compensation. Options are valued using the Black-Scholes option pricing model.

The weighted average remaining contractual life of share options outstanding at the end of the year in the equity based compensation reserve was 0.75 years (2023 – 1.26).

During the year, no ordinary shares were issued as a result of the exercise of options granted to Directors (2023 – nil).

**22. RELATED PARTIES**

**Parent and ultimate controlling party**

Equus Mining Limited is both the parent and ultimate controlling party of the Group.

**Key management personnel and director transactions**

During the year ended 30 June 2024 and 2023, no key management persons, or their related parties, held positions in other entities that provide material professional services resulting in them having control or joint control over the financial or operating policies of those entities.

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**23. KEY MANAGEMENT PERSONNEL DISCLOSURES**

Information regarding individual key management personnel's compensation and some equity instruments disclosures as permitted by the Corporations Act and Corporations Regulations 2M.3.03 are provided in the Remuneration Report section of the Director's Report.

	2024	2023
	\$	\$
<b>Key management personnel compensation</b>		
Primary fees/salary	239,750	830,609
Superannuation	23,072	73,500
Short term benefits	18,555	40,337
	<b>281,377</b>	<b>944,446</b>

At 30 June 2024, \$39,420 in fees and superannuation were outstanding (2023 fees – \$180,568). There were no loans made to key management personnel or their related parties during the 2024 and 2023 financial years.

During the year ended 30 June 2024 the Directors' of the Group waived primary fees/salary and superannuation amounting to \$168,604 which had been outstanding as at 30 June 2023. The recovery of these amounts has been reflected in 'Employee, directors and consultants costs' in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

The Board reviews remuneration arrangements annually based on services provided. Apart from the details disclosed in this note, there were no material contracts involving Directors' interests existing at year-end.

**24. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS DISCLOSURE**

The Group's financial instruments comprise deposits with banks, receivables, trade and other payables and from time to time short term loans from related parties.

The main risks arising from the Group's financial instruments are market risk, credit risk and liquidity risks. This note presents information about the Group's exposure to each of these risks, its objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

**Risk management framework**

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. Risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. These policies are reviewed regularly to reflect changes in market conditions and the Group's activities. The primary responsibility to monitor the financial risks lies with the Managing Director and the Company Secretary under the authority of the Board.

**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 always 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 monitors rolling forecasts of liquidity based on expected fund raisings, trade payables, and other obligations for the ongoing operation of the Group. At balance date, the Group has available funds of \$38,796 for its immediate use.

The following are the contractual maturities of financial liabilities:

Financial liabilities	Carrying amount	Contractual cash flows	Less than 6 months	6 to 12 months	1 to 5 years	More than 5 years
	\$	\$	\$	\$	\$	\$
<b>30 June 2024</b>						
Trade and other payables	340,068	(340,068)	(340,068)	-	-	-
Borrowings	-	-	-	-	-	-
<b>30 June 2023</b>						
Trade and other payables	2,636,936	(2,636,936)	(2,636,936)	-	-	-
Borrowings	3,318,251	(3,318,251)	(3,318,251)	-	-	-

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.



**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

**24. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS DISCLOSURE (Cont.)**

**Credit risk**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The carrying amount of the Group's financial assets represents the maximum credit risk exposure as follows:

	<b>2024</b>	2023
	<b>\$</b>	\$
Cash and cash equivalents	<b>38,796</b>	235,148
Receivables	<b>9,796</b>	1,009,615
Other receivables	-	9,190,240
	<b>48,592</b>	10,435,003

**Cash and cash equivalents**

At 30 June 2024, the Group held cash and cash equivalents of \$38,796 (2023: \$235,148), which represents its maximum credit exposure on these assets. The cash and cash equivalents are held with reputable banks and financial institution counterparties, which are rated AA- to AAA+, based on rating agency 'Moody's rating'.

**Market risk**

Market risk is the risk that changes in market prices, such as commodity prices, foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. For the year ended 30 June 2024, the Group is not exposed to Market Risk because it has disposed its Cerro Bayo project.

**Interest Rate Risk**

The Group's exposure to market interest rate relates to cash assets

At balance date, the Group interest rate risk profile in interest bearing financial instruments was:

	<b>2024</b>	2023
	<b>\$</b>	\$
Cash and cash equivalents	<b>38,796</b>	235,148

There are no fixed rate instruments (2023 - \$nil) and the Group does not have interest rate swap contracts.

*Sensitivity analysis*

A change of 100 basis points in interest rates at the reporting date would have increased/(decreased) profit for the period by current and prior reporting date would have increased/(decreased) equity and loss for the period by an immaterial amount.

**Currency risk**

For the year ended 30 June 2024, the Group is not exposed to currency risk on bank accounts and a loan payable denominated in USD

	<b>2024</b>	2023
	<b>USD</b>	USD
Cash at Bank	-	-
Borrowing	-	(2,200,000)

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**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

**24. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS DISCLOSURE (Cont.)**

**Price risk**

The Group is exposed to equity securities price risk. This arises from investments held by the Group and classified in the balance sheet as other financial assets.

The Group's investments are publicly traded on the Over-The-Counter-Market ('OTC market') in the USA. During the financial year, the investment was impaired.

*Sensitivity analysis*

A change of 100 basis points in interest rates at the reporting date would have increased/(decreased) profit for the period by current and prior reporting date would have increased/(decreased) equity and loss for the period by an immaterial amount.

**Capital management**

Management aim to control the capital of the Group in order to maintain an appropriate debt to equity ratio, provide the shareholders with adequate returns and ensure that the Group can fund its operations and continue as a going concern.

The Group's capital includes ordinary share capital supported by financial assets. There are no externally imposed capital requirements on the Group.

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of cash levels, distributions to shareholders and share issues.

There have been no changes in the strategy adopted by management to control the capital of the Group since the prior year.

**Financial instruments carried at fair value**

The carrying amounts of financial assets and financial liabilities included in the balance sheet approximate fair values.

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1 - fair value measurements are those instruments valued based on quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - fair value measurements are those instruments valued based on inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - fair value measurements are those instruments valued based on inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Equity instruments at fair value through other comprehensive* income				
<b>30 June 2024</b>	-	-	-	-
30 June 2023	-	9,953	-	9,953

\*The financial assets held at fair value through other comprehensive income were for investments held in quoted equity securities in prior year.

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**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

**25. CONTROLLED ENTITIES**

**Parent entity**

Equus Mining Limited is an Australian incorporated company listed on the Australian Securities Exchange.

Wholly owned controlled entities	Country of incorporation	Ownership Interest	
		2024 %	2023 %
Hotrock Enterprises Pty Ltd	Australia	100	100
Equus Resources Pty Ltd	Australia	-	100
Dataloop Pty Ltd	Australia	100	100
Okore Mining Pty Ltd	Australia	100	100
<b><i>Subsidiary of Hotrock Enterprises Pty Ltd</i></b>			
Derrick Pty Ltd	Australia	100	100
Andean Coal Pty Ltd	Australia	100	100
<b><i>Subsidiary of Andean Coal Pty Ltd</i></b>			
Minera Carbones Del Sur SpA	Chile	100	100
<b><i>Subsidiary of Equus Resources Pty Ltd</i></b>			
Equus Resources Chile SpA	Chile	-	100
Minera Equus Chile SpA	Chile	-	100
Compañía Minera Cerro Bayo SpA	Chile	-	100
<b><i>Subsidiary of Dataloop Pty Ltd</i></b>			
Southern Gold SpA	Chile	100	100
<b><i>Subsidiary of Southern Gold SpA</i></b>			
Equus Patagonia SpA	Chile	100	75

**26. SUBSEQUENT EVENTS**

On 1 October 2024 the Company executed an Amendment to the Cerro Bayo Share Sale Agreement with Andean Silver Limited (Andean, formerly Mitre Mining Corporation Limited). Under the terms of the Amendment, Andean and Equus agreed to amend the Deferred Consideration Amount from \$1,000,000 to \$750,000 to be received in cash on or before 15 October 2024 notwithstanding that the resource milestones may not have been achieved by that date. The Company received the cash consideration of \$750,000 on 4 October 2024 .

In December 2024 the Group received confirmation from its largest creditor that invoices outstanding at 30 June 2024 amounting to \$220,000 would not require repayment.

No other matters or circumstances have arisen since the end of the financial year 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.

**27. OPERATING SEGMENTS**

The Group's chief operating decision maker has considered the requirements of AASB 8, *Operating Segments*, and has concluded that during the year ended 30 June 2024, the Group was actively reviewing investment opportunities following the disposal of the Group's processing and mineral exploration segments in February 2024 which has been classified as a discontinued operation in these consolidated financial statements. The related results, assets and liabilities of the discontinued operation are shown separately in note 29.

**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

**28. PARENT ENTITY DISCLOSURES**

As at, and throughout the financial year ended 30 June 2024 the parent entity of the Group was Equus Mining Limited.

	<b>Company</b>	
	<b>2024</b>	<b>2023</b>
	\$	\$
<b>Result of the parent entity</b>		
Net (loss)	<b>(1,494,046)</b>	(24,248,791)
Other comprehensive income	-	-
<b>Total comprehensive profit/(loss)</b>	<b>(1,494,046)</b>	<b>(24,248,791)</b>
<b>Financial position of the parent entity at year end</b>		
Current assets	<b>48,410</b>	18,648
Non-current assets	-	4,031,888
<b>Total assets</b>	<b>48,410</b>	<b>4,050,536</b>
Current liabilities	<b>356,689</b>	966,288
Non-current liabilities	-	2,920,015
<b>Total liabilities</b>	<b>356,689</b>	<b>3,886,303</b>
<b>Net (liabilities) / assets</b>	<b>(308,279)</b>	<b>164,233</b>
<b>Equity</b>		
Share capital	<b>144,280,786</b>	142,930,786
Accumulated losses	<b>(147,045,918)</b>	(145,049,794)
Reserve	<b>2,456,853</b>	1,954,775
<b>Total (negative equity) / equity</b>	<b>(308,279)</b>	<b>164,233</b>

The Directors are of the opinion that no commitments or contingent liabilities existed at or subsequent to year end.

**29. DISCONTINUED OPERATION**

On 30 November 2023, Equus executed binding documentation with Andean Silver Limited ('Andean') (formerly Mitre Mining Corporation Limited) under which Andean would acquire all the Chilean assets and undertakings of Equus Mining Limited ('Equus').

Shareholder approval was received for the sale on 29 January and 30 January 2024 respectively for Andean and Equus.

On 21 February 2024, the transaction was completed, and under the terms of the agreement, Andean acquired 100% of the Group's Australian subsidiary Equus Resources Pty Ltd which holds through subsidiaries in Chile 100% of the share capital of the Cerro Bayo project and the Cerro Diablo exploration project. Additionally, Andean acquired all the assets and undertakings of Equus' subsidiaries, Southern Gold SpA and Equus Patagonia SpA, which together own all the assets comprising the Los Domos exploration project.

Total consideration for the sale was A\$5.0 million comprised of:

- A\$3.5 million cash;
- A\$0.5 million of Andean shares; and
- A\$1.0 million deferred consideration in cash or shares (at Andean's discretion) subject to minimum resource and grade milestones at Cerro Bayo within 5 years.

The \$1.0 million deferred consideration was not assessed as probable at the year-end and as such was not recognised. Subsequent to year-end the Company amended the sale and purchase agreement which resulted in a reduction in the deferred consideration component to \$750,000 (refer to note 26).

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**Equus Mining Limited**  
**Notes to the Consolidated Financial Statements**  
**For the Year Ended 30 June 2024**

**29. DISCONTINUED OPERATION (Cont.)**

As part of the sale documentation, a deed was entered into between the parties and the Group's lenders whereby of the above total consideration, \$3.0 million cash and \$0.5 million of Andean shares was agreed transferred to the Group's lenders as full and final consideration of all debts payable under the facility (refer to note 15).

The geographical segment of Chile is presented as a discontinued operation following the commitment of the Group's management to a plan to sell all the exploration assets in Chile and the Cerro Bayo mine. The ownership interests in Equus Resources Pty Ltd which owns the interest of Cerro Bayo mine together with the exploration project of Los Domos were disposed of on 21 February 2024.

	2024	2023
	\$	\$
<b>A. Results of discontinued operation</b>		
Revenue	-	11,586,762
Other income	517,329	681,056
Impairment of exploration and evaluation assets	-	(14,289,194)
Expenses	(916,459)	(20,071,368)
<b>Results from operating activities</b>	<b>(399,130)</b>	<b>(22,092,744)</b>
Income tax expense	-	-
<b>Results from operating activities, net of tax</b>	<b>(399,130)</b>	<b>(22,092,744)</b>
Loss on sale of discontinued operation	(1,612,720)	-
Income tax on loss on sale of discontinued operation	-	-
<b>Loss from discontinued operation, net of tax</b>	<b>(2,011,850)</b>	<b>(22,092,744)</b>
Basic and diluted loss per share (cents)	(0.80)	(11.47)
<b>B. Cash flow from (used in) discontinued operation</b>		
Net cash used in operating activities	(953,141)	(2,988,714)
Net cash used in investing activities	-	(3,058,743)
Net cash from financing activities	874,069	(210,925)
	<b>(79,072)</b>	<b>(6,258,382)</b>
<b>C. Effect of disposal on the financial position of the Group</b>		
Cash and cash equivalents	(142,506)	
Trade and other receivables	(9,564,959)	
Property plant and equipment	(223,720)	
Exploration and evaluation expenditure	(11,593,568)	
Trade and other payables	680,274	
Borrowings	874,069	
Lease liability	150,169	
Provision for rehabilitation	17,516,455	
<b>Net assets disposed</b>	<b>(2,303,786)</b>	
Consideration received, satisfied in cash	3,500,000	
Cash and cash equivalents disposed of	(142,506)	
<b>Net cash inflow</b>	<b>3,357,494</b>	
<b>D. Reconciliation of loss on sale of discontinued operation</b>		
Consideration received, satisfied in cash and shares	4,000,000	
Net assets disposed on loss of control	(2,303,786)	
Transfer of foreign currency translation reserve to profit or loss	(3,308,934)	
<b>Loss on sale of discontinued operation</b>	<b>(1,612,720)</b>	

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**Equus Mining Limited**  
**Consolidated Entity Disclosure Statement**  
**For the Year Ended 30 June 2024**

Entity Name	Body corporate, partnership or trust	Place of incorporation	% of share capital held directly or indirectly by the Company in the body corporate	Australian or Foreign tax resident	Jurisdiction for Foreign tax resident
Equus Mining Limited	Body Corporate	Australia	N/A	Australia	N/A
Hotrock Enterprises Pty Ltd	Body Corporate	Australia	N/A	Australia	N/A
Dataloop Pty Ltd	Body Corporate	Australia	100%	Australia	N/A
Okore Mining Pty Ltd	Body Corporate	Australia	100%	Australia	N/A
Derrick Pty Ltd	Body Corporate	Australia	100%	Australia	N/A
Andean Coal Pty Ltd	Body Corporate	Australia	100%	Australia	N/A
Minera Carbones Del Sur SpA	Body Corporate	Chile	100%	Foreign	Chile
Southern Gold SpA	Body Corporate	Chile	100%	Foreign	Chile
Equus Patagonia SpA	Body Corporate	Chile	100%	Foreign	Chile

**Determination of Tax Residency**

Section 295 (3A) of the Corporations Act 2001 requires that the tax residency of each entity which is included in the Consolidated Entity Disclosure Statement (CEDS) be disclosed. In the context of an entity which was an “Australian resident” has the meaning provided in the Income Tax Assessment Act 1997. The determination of tax residency involves judgment as the determination of tax residency is highly fact dependent and there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

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.
- Foreign tax residency – The consolidated entity has applied current legislation and where available judicial precedent in the determination of foreign tax residency. Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in its determination of tax residency to ensure applicable foreign tax legislation has been complied with.

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## Equus Mining Limited Directors' Declaration

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The Directors of the Company declare that:

1. In the opinion of the Directors of Equus Mining Limited (the 'Company'):
  - (a) the consolidated financial statements and notes there to, set out on pages 16 to 45, and the Remuneration Report as set out on pages 9 to 13 of the Directors' Report are 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 performance, for the financial year ended on that date;
    - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
  - (b) the consolidated entity disclosure statement at 30 June 2024 set out on page 46 is true and correct; and
  - (c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
2. The Directors have been given the declarations required under section 295A of the *Corporations Act 2001* for the financial year ended 30 June 2024.
3. The Director's draw attention to Note 2(a) to the consolidated financial statements, which includes a statement of compliance with International Financial Reporting Standards.

Signed at Sydney this 13th day of December 2024 in accordance with a resolution of the Board of Directors:



**John R. Braham**  
Director

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# Independent Auditor's Report

To the shareholders of Equus Mining Limited

## Report on the audit of the Financial Report

### Opinion

We have audited the **Financial Report** of Equus Mining Limited (the Company).

In our opinion, the accompanying Financial Report of the Company gives a true and fair view, including of the **Group's** financial position as at 30 June 2024 and of its financial performance for the year then ended, in accordance with the *Corporations Act 2001*, in compliance with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Financial Report** comprises:

- Consolidated statement of financial position as at 30 June 2024
- Consolidated statement of profit or loss and other comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows for the year then ended
- Consolidated entity disclosure statement and accompanying basis of preparation as at 30 June 2024
- Notes, including material accounting policies
- Directors' Declaration.

The **Group** consists of the Company and the entities it controlled at the year end or from time to time during the financial year.

### Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 fulfilled our other ethical responsibilities in accordance with these requirements.



### Material uncertainty related to going concern

We draw attention to Note 2(d), "Going Concern" in the financial report. The conditions disclosed in Note 2(d), indicate a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern and, therefore, whether it will realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the financial report. Our opinion is not modified in respect of this matter.

In concluding there is a material uncertainty related to going concern, we evaluated the extent of uncertainty regarding events or conditions casting significant doubt in the Group's assessment of going concern. This included:

- Analysing the cash flow projections by:
  - Evaluating the underlying data used to generate the projections for consistency with other information tested by us, our understanding of the Group's intentions, and past results and practices; and
  - Assessing the planned levels of operating cash inflows and outflows for feasibility, timing, consistency of relationships and trends to the Group's historical results, results since year end, and our understanding of the Group. In particular, we assessed the impact of the cash inflows received subsequent to year-end as a result of the amendment to the Cerro Bayo Sale Agreement.
- Evaluating the Group's going concern disclosures in the financial report by comparing them to our understanding of the matter, the events or conditions incorporated into the cash flow projections assessment, the Group's plans to address those events or conditions, and accounting standard requirements. We specifically focused on the principal matters giving rise to the material uncertainty.



## Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Report of the current period.

These matters were addressed in the context of our audit of the Financial Report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matter described below to be the Key Audit Matter.

### Loss from discontinued operation (\$2,011,850)

Refer to Note 29 of the Financial Report

The key audit matter	How the matter was addressed in our audit
<p>The loss arising from the sale of the Group's Chilean assets and undertakings comprising the Cerro Bayo, Los Domos and Cerro Diablo Projects (the discontinued operation) is a key audit matter due to:</p> <ul style="list-style-type: none"> <li>The significance of the loss from discontinued operation to the Group's results; and</li> <li>The significant audit effort required to assess the disposal accounting, presentation and disclosure requirements in accordance with accounting standards.</li> </ul>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>Reading the sale agreements and deed of debt repayment ('the agreements') to understand the key terms and conditions and the obligations of each entity which is party to the agreements;</li> <li>Evaluating whether the components disposed of as part of the sale transaction were appropriately identified in accordance with the requirements of AASB 5;</li> <li>Evaluating whether the purchase consideration received by the Group and applied to extinguish the Group's borrowing facility was accounted for and disclosed in accordance with the terms of the agreements;</li> <li>Testing the integrity and accuracy of the reported loss from discontinued operation through recalculation; and</li> <li>Assessing the accuracy and presentation of the discontinued operation in the financial statements and note disclosures in accordance with accounting standards.</li> </ul>

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## Other Information

Other Information is financial and non-financial information in Equus Mining Limited's annual report which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report

## Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report in accordance with the *Corporations Act 2001*, including giving a true and fair view of the financial position and performance of the Group, and in compliance with *Australian Accounting Standards* and the *Corporations Regulations 2001*
- implementing necessary internal control to enable the preparation of a Financial Report in accordance with the *Corporations Act 2001*, including giving a true and fair view of the financial position and performance of the Group, and that is free from material misstatement, whether due to fraud or error
- assessing the Group and Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

## Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- 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 *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They 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 the 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 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

In our opinion, the Remuneration Report of Equus Mining Limited for the year ended 30 June 2024, complies with *Section 300A* of the *Corporations Act 2001*.

### Directors' 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 responsibilities

We have audited the Remuneration Report included in pages 9 to 13 of the Directors' report for the year ended 30 June 2024.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with *Australian Auditing Standards*.



KPMG



Adam Twemlow

Partner

Brisbane

13 December 2024

## EQUUS MINING LIMITED ADDITIONAL STOCK EXCHANGE INFORMATION

Additional information as at 30 November 2024 required by the Australian Stock Exchange Listing Rules and not disclosed elsewhere in this report.

### Home Exchange

The Company is listed on the Australian Securities Exchange. The Home Exchange is Sydney.

### Audit Committee

As at the date of the Directors' Report, an audit committee of the Board of Directors is not considered warranted due to the composition of the Board and the size, organisational complexity, and scope of operations of the Group.

### Class of Shares and Voting Rights

The voting rights attached to ordinary shares, as set out in the Company's Constitution, are that every member in person or by proxy, attorney or representative, shall have one vote on a show of hands and one vote for each share held on a poll.

A member holding partly paid shares is entitled to a fraction of a vote equivalent to the proportion, which the amount paid up bears to the issue price for the share.

### Distribution of Shareholders

The total distribution of fully paid shareholders as at 30 November 2024 was as follows:

Range	Total Shareholders	Total Number of Shares
1 - 1,000	984	348,914
1,001 - 5,000	698	1,774,134
5,001 - 10,000	243	1,833,625
10,001 - 100,000	523	18,600,806
100,001 and over	170	230,517,454
Total	2,618	253,074,933

### Less than Marketable Parcels

On 30 November 2024, 1,882 shareholders held less than marketable parcels of 10,000 shares.

### On Market Buy Back

There is no current on-market buy-back.

### Substantial Holders

Substantial shareholders and the number of equity securities in which it has an interest, as shown in the Company's Register of Substantial Shareholders are set out below.

	Number of Ordinary Shares
Tribeca Investment Partners Pty Ltd	50,563,289
Mandalay Resources Corporation	29,375,122
Mark Lochtenberg - Rigi Investments Pty Limited <The Cape A/C>	27,487,431
Gerard C Toscan Management Pty Limited – Ringwood Management Pty Ltd	14,113,416

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**EQUUS MINING LIMITED**  
**ADDITIONAL STOCK EXCHANGE INFORMATION**

**Twenty Largest Shareholders**

As at 30 November 2024, the twenty largest quoted shareholders held 71.69% of the fully paid ordinary shares as follows:

	<b>Name</b>	<b>Number</b>	<b>%</b>
1	Citicorp Nominees Pty Limited	41,712,521	16.48
2	USB Nominees Pty Ltd	39,273,377	15.52
3	Rigi Investments Pty Ltd <The Cape A/C>	25,562,449	10.10
4	HSBC Custody Nominees (Australia) Limited	15,683,521	6.20
5	JP Morgan Nominees Australia Pty Limited	12,500,000	4.94
6	Hodgson Capital Limited	9,266,120	3.66
7	Gerard C Toscan Management Pty Limited <Gerard C Toscan Fam No2 A/C>	7,774,506	3.07
8	Ringwood Management Pty Limited <Ringwood Super Fund A/C>	5,930,484	2.34
9	Mountain Drilling Limitada	4,605,971	1.82
10	John Wardman & Associates Pty Ltd <The Wardman Super Fund A/C>	3,524,118	1.39
11	Levuka Pastoral Pty Ltd <The Levuka A/C>	2,771,925	1.10
12	Terrane Minerals SpA	2,070,853	0.82
13	Simon Gary Sedorenko	1,700,000	0.67
14	Strickland Consulting Pty Ltd <The Law Family A/c>	1,500,000	0.59
15	DRYCA Pty Ltd <DRYC Employees Ret/F A/C>	1,491,115	0.59
16	Mrs Sally Anne Clifford	1,420,300	0.56
17	Kyalla Investments Pty Limited <The Kyalla A/C>	1,250,000	0.49
18	BNP Paribas Nominees Pty Ltd <Clearstream>	1,196,915	0.47
19	John Braham	1,138,953	0.45
20	Northcliffe Holdings Pty Ltd <Northcliffe Holdings A/C>	1,067,941	0.42

**OPTIONHOLDERS IN THE COMPANY**

Total optionholders as at 30 November 2024 5, holding 48,279,747 unlisted options.

**SUBSTANTIAL OPTIONHOLDERS IN THE COMPANY**

As at 30 November 2024, the twenty largest optionholders that held 20% or more of the unquoted options.

	<b>Name</b>	<b>Unlisted Options</b>	
		<b>Quantity</b>	<b>%</b>
1	J.P. Morgan Nominees Australia Pty Limited	34,809,514	72.10

**Escrow securities**

As at 30 November 2024, there were escrow securities.

**Group Mineral Concession Interests as at 30 November 2024**

The Company on 30 November 2024 does not hold any interest in mining or exploration tenements:

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