



NOVO RESOURCES CORP.

(TSX: NVO; ASX: NVO; OTCQB: NSRPF)

CONSOLIDATED FINANCIAL STATEMENTS

**FOR THE YEARS ENDED
DECEMBER 31, 2024 AND 2023**

(Expressed in Canadian Dollars)

Independent Auditor's Report to the members of Novo Resources Corp.

Opinion

We have audited the financial report of Novo Resources Corp. (the "Entity") and its subsidiaries (the "Group") which comprises the consolidated statement of financial position as at December 31, 2024, the consolidated statement of profit or loss and other comprehensive income/(loss), the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

In our opinion, the accompanying financial report presents fairly, in all material respects, the Group's financial position as at December 31, 2024 and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report which indicates that the Group reported a net loss of \$23.2 million, and experienced net cash outflows from operating activities of \$16.7 million for the year ended December 31, 2024. These conditions, along with other matters set for in Note 2, indicate that a material uncertainty exists that may cast significant doubt over the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the year ended December 31, 2024. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
<p>Valuation of Unlisted Marketable Securities at FVTOCI</p> <p>As disclosed in Note 4, the Group holds investments in unlisted marketable securities measured at fair value through other comprehensive income with a carrying value of \$31.1 million as at December 31, 2024. These investments are classified as Level 3 investments in the fair value hierarchy. Due to the lack of available observable inputs to determine the valuation of these investments, management is required to exercise significant judgement in estimating their fair value at each reporting date.</p>	<p>Our procedures, included but were not limited to:</p> <ul style="list-style-type: none"> • holding inquiries with management in relation to the key assumptions made in determining the fair values of the unlisted marketable securities; • assessing, with the support of our internal valuation specialists, the appropriateness of the valuation methodologies applied, and conclusions reached, including; <ul style="list-style-type: none"> ○ considering any recent transactions in the equity instruments of the unlisted entities and determining whether they are indicative of a fair value measurement; ○ reviewing available financial information of the unlisted entities to verify key inputs used by management in determining fair value; ○ researching external market intelligence to consider if the indicative ranges of valuation multiples for the related industry have changed from previous periods, and ○ recalculating the fair value of unlisted marketable securities at the end of the reporting period. <p>We have also assessed the adequacy of the disclosures made in Note 4.</p>

Other Matters

The financial report of Novo Resources Corp. for the year ended December 31, 2023 was audited by another auditor who expressed an unmodified opinion on those statements on March 15, 2024.

Other Information

Management is responsible for the other information. The other information comprises of the Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and the Directors for the Financial Report

Management of the Entity is responsible for the preparation of the financial report in accordance with IFRS Accounting Standards as issued by the IASB and for such internal control as management determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error.

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

The directors are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Report

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

As part of an audit in accordance with the Canadian generally accepted auditing standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Dave Andrews.

/s/ DELOITTE TOUCHE TOHMATSU

Chartered Accountants
Perth, Australia
March 13, 2025

Novo Resources Corp.
(Expressed in Canadian Dollars)
Consolidated Statements of Financial Position

	Note	December 31, 2024 \$'000	December 31, 2023 \$'000
ASSETS			
Current assets			
Cash		10,689	11,613
Short-term investments		116	149
Receivables	3	203	10,445
Prepaid expenses and deposits		453	822
Tax receivable		-	833
Total current assets		11,461	23,862
Non-current assets			
Marketable securities	4	31,916	34,395
Exploration and evaluation assets	5	40,798	44,255
Property, plant and equipment		603	2,262
Right of use assets		398	1,580
Gold specimens		97	97
Total non-current assets		73,812	82,589
Total assets		85,273	106,451
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	6	958	3,446
Lease liabilities		117	1,169
Deferred revenue	5	-	1,934
Deferred consideration	7	2,095	2,427
Rehabilitation provision		761	-
Tax payable		430	-
Total current liabilities		4,361	8,976
Non-current liabilities			
Lease liabilities		310	446
Deferred consideration	7	7,287	8,426
Deferred tax liability	12	3,820	3,681
Total non-current liabilities		11,417	12,553
Total liabilities		15,778	21,529
SHAREHOLDERS' EQUITY			
Share capital	8	415,561	414,901
Reserves	8	68,328	61,186
Accumulated deficit		(414,394)	(391,165)
Total shareholders' equity		69,495	84,922
Total shareholders' equity and liabilities		85,273	106,451

These consolidated financial statements are authorized for issue by the Board of Directors on March 13, 2025. They are signed on the Company's behalf by:

"Karen O'Neill"

"Greg Jones"

Karen O'Neill

Greg Jones

Novo Resources Corp.

(Expressed in Canadian Dollars)

Consolidated Statements of Profit or Loss and Other Comprehensive Income / (Loss)

	Note	Year ending December 31	
		2024 \$'000	2023 \$'000
General administration	9	(9,401)	(15,040)
Exploration expenditure	10	(10,646)	(14,939)
Impairment of exploration and evaluation assets	5	(102)	(9,253)
Loss on sale of exploration and evaluation assets	5	(1,768)	(6,147)
Loss from operations		(21,917)	(45,379)
Other income, net	11	340	6,851
Deferred consideration	7	-	(10,812)
Finance items			
Finance income		353	701
Finance costs		(1,411)	(751)
Net loss for the period before tax - continuing operations		(22,635)	(49,390)
Income tax expense/ (benefit)	12	(594)	496
Net loss for the period after tax - continuing operations		(23,229)	(48,894)
Discontinued operations			
Loss from discontinued operation	13	-	(78,917)
Loss for the period		(23,229)	(127,811)
Other comprehensive income / (loss)			
Change in fair value of marketable securities, net of tax - not to be reclassified to profit or loss in subsequent periods	8	7,930	11,463
Foreign exchange on translation of subsidiaries - to be reclassified to profit or loss in subsequent periods	8	(419)	(5,707)
Total other comprehensive income		7,511	5,756
Comprehensive loss for the period		(15,718)	(122,055)
Weighted average number of common shares outstanding		354,171,639	297,411,088
Basic and diluted loss per common share (\$ per share) - loss for the period attributable to ordinary equity holders of the parent		(0.07)	(0.43)
Basic and diluted loss per common share (\$ per share) - continuing operations		(0.07)	(0.16)

Novo Resources Corp.

(Expressed in Canadian Dollars)

**Consolidated Statements of Changes in Equity
For the years ended December 31, 2024 and 2023**

	Note	Number of Shares (unrounded)	Share Capital Amount \$'000	Shares to be issued \$'000	Option Reserve \$'000	Warrant Reserve \$'000	Fair value reserve of financial assets at FVTOCI \$'000	Foreign currency translation reserve \$'000	Accumulated Deficit \$'000	Shareholders' Equity \$'000
Balance – December 31, 2022		263,086,928	396,819	56	43,716	16,359	10,388	(16,016)	(263,354)	187,968
Other comprehensive income / (loss) for the period		-	-	-	-	-	11,463	(5,707)	-	5,756
Loss for the period		-	-	-	-	-	-	-	(127,811)	(127,811)
Comprehensive income / (loss) for the period		-	-	-	-	-	11,463	(5,707)	(127,811)	(122,055)
Discontinued operations	13	-	-	-	-	-	-	(695)	-	(695)
Share-based payments	8	-	-	-	1,389	-	-	-	-	1,389
Share issuance - Creasy	8	8,431	3	-	-	-	-	-	-	3
Share issuance - Kalamazoo Resources Ltd	8	2,088,554	658	-	-	-	-	-	-	658
Share issuance - GBM Resources Ltd	8	4,037,872	1,272	-	-	233	-	-	-	1,505
Share issuance - De Grey Mining	8	35,223,670	8,971	-	-	-	-	-	-	8,971
Share issuance - ASX IPO	8	37,500,000	6,554	-	-	-	-	-	-	6,554
Share issuance - Liatam Mining Pty Ltd	8	9,000,000	1,623	-	-	-	-	-	-	1,623
Share issue costs		-	(999)	-	-	-	-	-	-	(999)
Balance – December 31, 2023		350,945,455	414,901	56	45,105	16,592	21,851	(22,418)	(391,165)	84,922
Balance – December 31, 2023		350,945,455	414,901	56	45,105	16,592	21,851	(22,418)	(391,165)	84,922
Other comprehensive income for the period		-	-	-	-	-	7,930	(419)	-	7,511
Loss for the period		-	-	-	-	-	-	-	(23,229)	(23,229)
Comprehensive income / (loss) for the period		-	-	-	-	-	7,930	(419)	(23,229)	(15,718)
Share-based payments	8	-	-	-	298	-	-	-	-	298
Share issued pursuant to stock options	8	3,684,824	667	(56)	(611)	-	-	-	-	-
Share issue costs		-	(7)	-	-	-	-	-	-	(7)
Balance – December 31, 2024		354,630,279	415,561	-	44,792	16,592	29,781	(22,837)	(414,394)	69,495

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Novo Resources Corp.

(Expressed in Canadian Dollars)

Consolidated Statements of Cash Flows

	Note	Year ending December 31	
		2024 \$'000	2023 \$'000
Operating activities			
Net loss for the period before tax		(22,635)	(128,307)
Adjustments:			
Finance income		(353)	(701)
Finance costs		1,328	375
Depreciation - fixed assets		197	2,164
Depreciation - right of use assets		1,183	3,425
Impairment of exploration and evaluation assets	5	102	9,253
Foreign exchange		(292)	6,178
Share based payments	8	298	1,389
Deferred revenue	5	(723)	-
Rehabilitation provision		771	-
Loss on the sale of assets	11	1,508	30
Loss on sale of exploration and evaluation assets	5	1,768	6,147
Loss on sale of discontinued operation		-	66,304
Profit on sale of mine development asset		-	(6,780)
Deferred consideration	7	-	10,812
Change in fair value of marketable securities		-	8
Total non-cash adjustments		5,787	98,604
Changes in non-cash operating working capital:			
Accounts payable and accrued liabilities		(2,487)	(9,395)
Prepaid expenses and deposits		369	299
Receivables		1,122	(7,858)
Inventory		-	4,546
		(996)	(12,408)
Interest income		353	701
Tax received / (paid)		764	(6,023)
Net cash used in operating activities		(16,727)	(47,433)
Investing activities			
Purchase of property, plant and equipment		-	(97)
Payments for exploration and evaluation assets		-	(1,596)
Proceeds from the sale of marketable securities	4	10,575	-
Proceeds from sale of exploration and evaluation assets	5	9,001	180
Proceeds from sale of plant and equipment		118	40
Net cash generated from / (used in) investing activities		19,694	(1,473)
Financing activities			
Payment of principal portion of lease liabilities		(1,189)	(3,320)
Repayment of deferred consideration	7	(2,625)	-
Issuance of common shares		-	17,148
Share issue cost		-	(999)
Net cash (used in) / generated from financing activities		(3,814)	12,829
Net change in cash		(847)	(36,077)
Effect of exchange rate changes on cash		(77)	(235)
Cash, beginning of the period		11,613	47,925
Cash, end of the period		10,689	11,613

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NOVO RESOURCES CORP.

(Expressed in Canadian Dollars, unless stated otherwise)

Notes to the Consolidated Financial Statements For the years ended December 31, 2024 and 2023

1. NATURE OF OPERATIONS

Novo Resources Corp. (individually, or collectively with its subsidiaries, as applicable, the “Company” or “Novo”) is registered as a foreign company with the Australian Securities & Investments Commission on January 13, 2023. The Company’s common shares trade on the Toronto Stock Exchange (the “TSX”) under the ticker symbol “NVO”. On January 2, 2025 the Company transitioned its trading platform from the OTCQX to the OTCQB market in the United States under the symbol “NSRPF”. From September 11, 2023 CDI’s are traded in Australia on the Australian Securities Exchange (the “ASX”) under the ticker symbol “NVO”.

The Company is engaged primarily in the business of evaluating, acquiring, exploring, and developing natural resource properties with a focus on gold. The Company’s Canadian registered office is located at Suite 2900, 595 Burrard Street, Vancouver, British Columbia, V7X 1J5, Canada. The Company’s Australian registered office and operational office and corporate staff are located at Level 3, 46 Ventnor Avenue, West Perth, Western Australia, 6005, Australia.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

Statement of compliance

These consolidated financial statements have been prepared in accordance with IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

Basis of presentation

These consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value. These consolidated financial statements are presented in Canadian dollars and all values are rounded to the nearest thousand dollars (\$’000) unless otherwise stated. Share quantities are not rounded.

The preparation of consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. The areas involving a higher degree of judgement or complexity or where assumptions and estimates are significant to the financial statements are disclosed below within this note.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized during the period in which the estimate is revised if the revision affects only that period, or during the period of the revision and further periods if the review affects both current and future periods. The accounting policies adopted are consistent with prior years.

Australian dollars are referred to as “AUD”, and United States dollars are referred to as “USD”, in these consolidated financial statements.

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Notes to the Consolidated Financial Statements

For the years ended December 31, 2024 and 2023

The functional currency of each of the Company's subsidiaries has been determined to be the local currency of their home jurisdictions. Each component's functional currency is the currency of the primary economic environment in which the component operates. Novo Resources Corp's functional currency is Canadian dollar, and the consolidated financial statements are presented in Canadian dollars. On consolidation, the assets and liabilities of foreign operations are translated into Canadian dollars at the rate of exchange prevailing at the reporting date and their consolidated statements of profit and loss and other comprehensive income ("OCI") are translated at the average exchange rates for the reporting period. The exchange differences arising on consolidation are recognized in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is reclassified to profit or loss.

Transactions in foreign currencies are initially recorded by each entity using the respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognized in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries listed below. Control is established by having power over the acquiree, exposure or rights to variable returns from its involvement with the acquiree, and the ability to use its power over the acquiree to affect the amount of the acquiror's returns. Subsidiaries are fully consolidated from the date on which control is acquired by the Company. Inter-company transactions and balances are eliminated upon consolidation. They are de-consolidated from the date that control by the Company ceases.

As at December 31, 2024, the subsidiaries of the Company were as follows:

Company Name	Area of Incorporation	% of Interest
Novo Resources (USA) Corp.	Nevada, USA	100%
Conglomerate Gold Exploration (B.V.I.) Ltd.	Tortola, British Virgin Islands	100%
Karratha Gold Exploration (B.V.I.) Ltd.	Tortola, British Virgin Islands	100%
Conglomerate Gold Exploration Pty Ltd ("CGE")	Western Australia, Australia	100%
Nullagine Gold Pty Ltd ("Nullagine Gold")	Western Australia, Australia	100%
Beatons Creek Gold Pty Ltd ("Beatons Creek")	Western Australia, Australia	100%
Grant's Hill Gold Pty Ltd ("Grants Hill")	Western Australia, Australia	100%
Karratha Gold Pty Ltd ("Karratha Gold")	Western Australia, Australia	100%
Rocklea Gold Pty Ltd ("Rocklea")	Western Australia, Australia	100%
Meentheena Gold Pty Ltd ("Meentheena")	Western Australia, Australia	100%
Farno-McMahon Pty Ltd ("Farno")	South Australia, Australia	100%

* Millennium Minerals Pty Ltd (Millennium) was disposed on December 20, 2023. Refer to Note 13.

NOVO RESOURCES CORP.

(Expressed in Canadian Dollars, unless stated otherwise)

Notes to the Consolidated Financial Statements For the years ended December 31, 2024 and 2023

Going concern

These consolidated financial statements have been prepared on a going concern basis, which contemplates continuity of business activities and the realization of assets and settlement of liabilities in the normal course of business.

For the year ended December 31, 2024, the Company reported a net loss of \$23,229,000 (December 31, 2023: \$48,894,000) and had operating net cash outflows of \$16,727,000 (December 31, 2023: \$47,433,000). The Company had cash on hand and short-term investments \$10,805,000 at December 31, 2024.

The Directors, in their consideration of the appropriateness of the going concern basis for the preparation of the consolidated financial statements have prepared a cash flow forecast demonstrating that the Company will have access to sufficient funds to meet its commitments and working capital requirements for the 12-month period from the date of signing these consolidated financial statements.

This cash flow forecast has been prepared on the following basis:

- Operating costs and exploration expenditures sufficient to meet the Company's minimum contractual requirements are maintained;
- Discretionary expenditure is controlled in line with the Company's prudent working capital management strategy;
- The Company's directors resolve to seek interest from parties, or be part of a joint venture, in relation to the Comet Well and Purdy's North projects; and
- Additional liquidity is able to be generated from the disposal of certain of the Company's assets.

Based on this cash flow forecast, the Company's directors are satisfied that the Company will have access to sufficient cash to continue as a going concern.

If the Company is not able to achieve the assumptions included in the cash flow forecast, it may need to rely on alternative options to secure additional funding, which may include the raising of capital from equity markets.

The conditions above indicate that a material uncertainty exists that may cast significant doubt about the Company's ability to continue as a going concern and, therefore, whether it will be able to realize its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the consolidated financial statements.

The consolidated financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or to the amount and classification of liabilities that might result should the Company be unable to continue as a going concern.

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Notes to the Consolidated Financial Statements For the years ended December 31, 2024 and 2023

Critical estimates and judgements

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities. Estimates and judgements are periodically evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual experience may differ from these estimates and assumptions. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are summarized in the following notes:

- Recoverability of exploration and evaluation assets (refer to Note 5)
- Valuation of unlisted marketable securities at FVTOCI (refer to Note 4)

New and amended accounting standards and interpretations

Several amendments and interpretations applied for the first time in 2024, but did not have an impact on the consolidated financial statements of the Company and, hence, have not been disclosed.

At the date of authorisation of the Financial Statements, several new, but not yet effective accounting standards and amendments to existing standards and interpretations, have been published by the IASB. The following have been assessed by the Company:

- IFRS 18 Presentation and Disclosure in Financial Statements - The application of this standard will be adopted by the Company on 1 January 2027 and replaces IAS 1 Presentation of Financial Statements. This new standard aims to improve comparability and transparency of the financial performance of similar entities within the financial statements and introduces new requirements on presentation within the statement of profit or loss, including specified totals and subtotals. It also requires disclosure of management-defined performance measures and new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements and the notes. The Company's assessment of the impact remains ongoing.

None of these standards or amendments to existing standards have been early adopted by the Company.

Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New standards, amendments and interpretations not adopted in the current period have not been disclosed as they are not expected to have a material impact on the Company's Financial Statements.

3. RECEIVABLES

Other receivables are classified as financial assets at amortized cost and are initially recognized at fair value, and subsequently carried at amortized cost less any impairment. Receivables are generally due for settlement within 30 days and held for the business model of collecting contractual cash flows.

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(Expressed in Canadian Dollars, unless stated otherwise)

Notes to the Consolidated Financial Statements**For the years ended December 31, 2024 and 2023**

	December 31, 2024 \$'000	December 31, 2023 \$'000
GST receivable	203	44
Other receivables	-	10,401
Closing balance	203	10,445

For the year ended December 31, 2023, other receivables include \$9,001,000 received from SQM Australia Pty Ltd ("SQM") on January 4, 2024. This was in relation to a receivable from SQM associated with the sale of Novo's 75% interest in various tenements.

4. MARKETABLE SECURITIES

The Company initially recognizes marketable securities at fair value plus transaction costs and subsequently remeasures them at fair value through other comprehensive income or loss ("FVTOCI").

	Number of shares Closing balance	December 31, 2024 \$'000	December 31, 2023 \$'000
Listed marketable securities			
Calidus Resources Limited Ordinary Shares	1,347,089	-	262
GBM Resources Limited Ordinary Shares	11,363,637	81	90
Kalamazoo Resources Limited Ordinary Shares	10,000,000	660	1,080
Kali Metals Limited Ordinary Shares	566,947	61	-
Unlisted marketable securities			
Elementum 3D Inc. Ordinary Shares	2,076,560	13,236	18,733
San Cristobel Mining Inc. Ordinary Shares	1,242,500	17,878	14,230
Closing balance		31,916	34,395

Refer to Note 8 for fair value movements on listed and unlisted marketable securities at FVTOCI.

Level 1 - Listed marketable securities at FVTOCI are valued using quoted prices in an active market.

Level 3 - Unlisted marketable securities at FVTOCI that cannot be measured based on quoted prices in active markets are measured using latest financing prices, where available and indicative of current value. In the event recent observable financing transactions are not available, the company considers various valuation techniques including but not limited to the market approach and the income approach. This includes consideration of industry related revenue multiples, comparable companies' operating performance, and macro-economic factors affecting the industry. From time to time, the company engages external valuation specialists to assist with the determination of the fair value of unlisted securities.

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5. EXPLORATION AND EVALUATION ASSETS

Exploration expenditures are the costs incurred in the initial search for mineral deposits with economic potential or in the process of obtaining more information about existing mineral deposits. Exploration expenditures typically include costs associated with prospecting, sampling, mapping, diamond drilling and other work involved in searching for Mineral Resources, which are referred to in Canadian National Instrument 43-101 – Standards of Disclosure for Mineral Projects (“NI 43-101”) and are defined in Canadian Institute of Mining, Metallurgy and Petroleum’s (“CIM”) CIM Definition Standards on Mineral Resources and Mineral Reserves adopted by CIM Council, as amended (“CIM Definition Standards”).

Evaluation expenditures are the costs incurred to establish the technical feasibility and commercial viability of developing mineral deposits identified through exploration activities, business combination or asset acquisition. Evaluation expenditures include the cost of: (i) further defining the volume and grade of deposits through drilling of core samples and other sampling techniques, including trenching and sampling activities in a deposit or other forms of data acquisition; (ii) determining the optimal methods of extraction and metallurgical and treatment processes; (iii) studies related to surveying, transportation and infrastructure requirements; (iv) permitting activities; and (v) economic evaluations to determine whether development of mineralized material is commercially justified including preliminary economic assessments, pre-feasibility and final feasibility studies, to the extent that such studies do not include Mineral Reserves as referred to in NI 43-101 and defined in the CIM Definition Standards.

Exploration and evaluation expenditures subsequent to the initial acquisition are expensed until it has been determined that a property is technically feasible and commercially viable, in which case subsequent evaluation costs incurred to develop a mineral property are capitalized.

The amounts shown as exploration and evaluation assets represent acquisition costs to date, net of amounts written off and costs recovered, and do not necessarily represent present or future values. The recoverability of these amounts from future exploration and any additional amounts required to place the exploration and evaluation assets into commercial production are dependent upon certain factors. These factors include the existence of mineral deposits sufficient for commercial production and the Company’s ability to obtain the required additional financing necessary to develop its exploration and evaluation assets.

	December 31, 2024 \$'000	December 31, 2023 \$'000
Opening balance	44,255	152,477
Acquisitions	-	4,163
Disposals	(2,973)	(112,697)
Impairment charge for the year	(102)	(9,253)
Movement in rehabilitation provision	-	12,770
Foreign exchange	(382)	(3,205)
Closing balance	40,798	44,255

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In the prior year, key drivers in exploration and evaluation assets included the movement in the rehabilitation provision and subsequent divestment of the Nullagine Gold Project to Calidus Resources Limited ("Calidus") (refer to note 13) and disposal of a 75% ownership interest in 5 tenements to SQM which resulted in deferred revenue of \$1,934,000 being recognised in relation to options granted to acquire the remaining ownership interest.

The impairment charge in the prior year related to the relinquishments of a number of prospecting tenements and the Liatam Mining Pty Ltd mining assets at Quartz Hill which was a joint venture that has now concluded.

In the current year, SQM exercised certain of these options over the purchase of additional tenements which resulted in the disposal of \$1,204,000 of exploration and evaluation assets with the remaining deferred revenue of \$723,000 released on expiry of the remaining options (refer to note 11). A further \$1,769,000 of exploration and evaluation assets were sold to Gardner Mining Pty Ltd.

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Trade payables and accruals principally comprise amounts outstanding for purchases and ongoing costs. The amounts are unsecured and are usually paid within 30 days of recognition. The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short-term nature.

Employee leave entitlements are liabilities for wages, salaries and annual leave expected to be settled within 12 months of the reporting date and are recognized in respect of employees' services up to the reporting date. They are measured at the amount expected to be paid when the liabilities are settled.

	December 31, 2024 \$'000	December 31, 2023 \$'000
Trade and other payables	291	556
Accrued expenses	371	1,861
GST payable	-	639
Employee entitlements	296	390
Closing balance	958	3,446

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7. DEFERRED CONSIDERATION

Financial liabilities at amortized cost are initially recognized at fair value, and subsequently carried at amortized cost. The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the consolidated statement of profit or loss and OCI.

	December 31, 2024 \$'000	December 31, 2023 \$'000
Opening balance	10,853	-
Fair value movement	-	10,812
Accretion of interest	1,328	-
Payments	(2,625)	-
Foreign exchange	(174)	41
Closing balance	9,382	10,853
Current	2,095	2,427
Non current	7,287	8,426

With the acquisition of Millennium Minerals Pty Ltd ("Millennium") in 2020 which was accounted for as an asset acquisition, Novo agreed to pay IMC Resources Gold Holdings Pte Ltd, Heritas Capital Management (Australia) Pty Ltd, and IMC Resources Ltd (collectively, "IMC") deferred consideration of AUD \$20,000,000 (\$17,830,000).

On December 19, 2023, the Company renegotiated the terms of the deferred consideration agreement with IMC whereby the remaining balance of AUD \$15,600,000 (\$13,907,000) owing is to be repaid by December 2026 with a mechanism for reductions for early repayment. The balance owing has initially been measured at its fair value; the effective interest rate calculated is approximately 11.25% per annum.

On December 23, 2024 the Company repaid AUD \$3,000,000 (\$2,625,000), leaving AUD \$12,600,000 (\$11,232,900) to be paid.

8. CAPITAL AND RESERVES

Common shares issued by the Company are classified as equity. Costs directly attributable to the issue of common shares and other equity instruments are recognized as a deduction from equity, net of any related income tax effects.

Authorized

Unlimited number of common voting shares without nominal or par value. All issued common shares are fully paid.

Shares issued

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During the period ended December 31, 2024 and the period ended December 31, 2023, shares were issued pursuant to the Company's stock options and stock bonus plan (the "Plan"), a non-brokered private placement, and mineral property transactions as follows:

- a) On January 15, 2024 and March 20, 2024 the Company issued 3,684,824 shares at a fair value of \$0.17 per share, based on the closing price of the Company's common shares on the TSX, to its employees under the Plan.
- b) On December 29, 2023, the Company issued 9,000,000 shares at a fair value of \$0.180 per share to Liatam. The fair value of the shares were calculated with reference to the quoted price of the shares of the Company. The Shares are subject to orderly sale restrictions.
- c) On September 11, 2023, the Company was admitted to the ASX and issued 37,500,000 CHES Depositary Interests ("CDIs") at AUD \$0.20 (\$0.18 at an exchange rate of 0.8739) per CDI raising AUD \$7,500,000 (\$6,554,000). Share issue costs totalled \$500,000.
- d) On June 21, 2023 the Company issued 35,223,670 shares at a fair value of \$0.255 per share to De Grey. The fair value of the shares was calculated with reference to the quoted price of the shares of the Company. Share issue costs totalled \$482,000. The Shares are subject to orderly sale restrictions.
- e) On April 24, 2023 the Company issued 2,088,554 shares at a fair value of \$0.32 per share to Kalamazoo. The fair value of the shares was calculated with reference to the quoted price of the shares of the Company. Share issue costs totalled \$7,000. The Shares are subject to orderly sale restrictions.
- f) On April 24, 2023 the Company issued 4,037,872 shares at a fair value of \$0.32 per share to GBM. The fair value of the shares was calculated with reference to the quoted price of the shares of the Company. The Company further issued 2,018,936 warrants entitling GBM to purchase one additional common share of the Company at a price of \$0.60 until April 24, 2025. Share issue costs totalled \$10,000.
- g) On January 20, 2023 the Company issued 8,431 shares at a fair value of \$0.34 per share. The Shares are subject to orderly sale restrictions.

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Warrants

The continuity of warrants is as follows:

	December 31, 2024		December 31, 2023	
	Number	Weighted Average Exercise Price	Number	Weighted Average Exercise Price
		\$		\$
Balance, beginning of the period	11,041,589	1.62	28,527,371	3.63
Granted	-	-	2,018,936	0.60
Expired	(8,381,628)	(2.08)	(19,504,718)	(4.40)
Balance, end of the period	2,659,961	0.60	11,041,589	1.62

Full share equivalent warrants outstanding and exercisable as at December 31, 2024:

Expiry Date	Price per share \$	Warrants Outstanding
April 24, 2025	0.60	2,018,936
December 22, 2025	0.60	641,025
		<u>2,659,961</u>

Full share equivalent warrants outstanding and exercisable as at December 31, 2023:

Expiry Date	Price per share \$	Warrants Outstanding
May 4, 2024	3.00	5,176,500
December 22, 2024	0.60	3,205,128
April 24, 2025	0.60	2,018,936
December 22, 2025	0.60	641,025
		<u>11,041,589</u>

Share option plan

The Company's stock option and stock bonus plan (the "Plan") allows the Company's employees and consultants to acquire shares of the Company. The fair value of options granted is recognized as a share-based payment expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

Pursuant to the Company's Plan, the maximum number of common shares which can be reserved for issuance under the Plan is 10% of the issued and outstanding shares of the Company. The exercise price of each option ("Option") shall not be less than the closing price of the common shares on the trading day immediately preceding the day on which the Option is granted, less any discount permitted by the TSX.

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The Company has 5,190,000 outstanding Options of which 4,190,000 options have fully vested as at December 31, 2024, the remaining 1,000,000 stock options vest over a 1-year period. 605,000 options expired during the period ending December 31, 2024.

The continuity of stock options is as follows:

	December 31, 2024		December 31, 2023	
	Number	Weighted Average Exercise Price \$	Number	Weighted Average Exercise Price \$
Options outstanding, beginning of period	5,795,000	2.72	10,000,000	2.79
Expired/cancelled	(605,000)	(3.57)	(4,205,000)	(2.92)
Options outstanding, end of period	5,190,000	2.60	5,795,000	2.72

The options outstanding and exercisable at December 31, 2024 were as follows:

Number Outstanding	Weighted Average Exercise Price \$	Weighted Average Remaining Contractual Life (Years)	Number Exercisable	Weighted Average Exercise Price \$
2,190,000	3.57	0.07	2,190,000	3.57
3,000,000	1.89	1.89	3,000,000	1.89
5,190,000	2.60	1.12	5,190,000	2.60

The options outstanding and exercisable at December 31, 2023 were as follows:

Number Outstanding	Weighted Average Exercise Price \$	Weighted Average Remaining Contractual Life (Years)	Number Exercisable	Weighted Average Exercise Price \$
2,795,000	3.57	1.33	2,795,000	3.57
3,000,000	1.89	3.15	2,000,000	1.89
5,795,000	2.72	2.24	4,795,000	3.21

For the period ended December 31, 2024, the total share-based payment expense was \$298,000 (year ended December 31, 2023: \$1,389,000).

Nature and purpose of reserves

The option reserve of \$44,792,000 (2023: \$45,105,000) is used to recognize the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration.

The warrant reserve of \$16,592,000 (2023: \$16,592,000) is used to recognize the value of equity-settled call options provided as compensation to financing underwriters, if any.

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The foreign currency translation reserve is used to recognize exchange differences arising from the translation of the financial statements of foreign subsidiaries.

The reserve of financial assets at FVTOCI is used to recognize movements in fair value of investments where an irrevocable election has been made at initial acquisition to present fair value movements in OCI. A reconciliation of the Company's annual movement in accumulated OCI is as follows:

	Movement in FVTOCI \$'000	Foreign exchange on translation of subsidiaries \$'000	Total \$'000
Balance as at December 31, 2022	10,388	(16,016)	(5,628)
Listed marketable securities	(1,117)	-	(1,117)
Unlisted marketable securities	14,651	-	14,651
Deferred tax on marketable securities and share issue costs	(2,071)	-	(2,071)
Foreign exchange on translation of subsidiaries discontinued operations	-	(695)	(695)
Foreign exchange on translation of subsidiaries	-	(5,707)	(5,707)
Total	11,463	(6,402)	5,061
Balance as at December 31, 2023	21,851	(22,418)	(567)
Listed marketable securities	(754)	-	(754)
Unlisted marketable securities	8,727	-	8,727
Deferred tax on marketable securities and share issue costs	(43)	-	(43)
Foreign exchange on translation of subsidiaries	-	(419)	(419)
Total	7,930	(419)	7,511
Balance as at December 31, 2024	29,781	(22,837)	6,944

Loss per share

As the Company has made a loss for the period ended December 31, 2024, all options and warrants on issue are considered antidilutive and have not been included in the calculation of diluted earnings per share. These options and warrants could potentially dilute basic earnings per share in the future. There are 4,190,000 fully vested options and 2,659,961 warrants outstanding as at December 31, 2024. A further 1,000,000 options will vest and become exercisable with the potential to become ordinary shares in the next financial year. No further options or warrants have been issued and no options or warrants have been exercised.

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Notes to the Consolidated Financial Statements**For the years ended December 31, 2024 and 2023****9. GENERAL ADMINISTRATION**

	Year ending December 31, 2024 \$'000	Year ending December 31, 2023 \$'000
Accounting and audit	585	367
Consulting services	1,279	2,239
Insurance	890	1,201
Legal fees	311	737
Office and general	2,254	1,600
Depreciation	1,380	3,898
Share based payments	298	1,389
Wages and salaries	2,404	3,609
Total	9,401	15,040

For the year ended December 31, 2024, expenses relating to short term and low value assets totalled \$406,000 (2023: \$183,000) and variable lease payments totalled \$ - (2023: \$368,000).

10. EXPLORATION EXPENDITURE

Further details on the accounting policy of exploration and evaluation assets are disclosed in note 5.

	Year ending December 31, 2024 \$'000	Year ending December 31, 2023 \$'000
Field work	7,418	9,696
Drilling & assay costs	1,348	3,051
Office and general	996	672
Tenement administration	884	1,520
Total	10,646	14,939

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11. OTHER INCOME / (OTHER EXPENSES)

	Year ending December 31, 2024 \$'000	Year ending December 31, 2023 \$'000
Change in fair value of warrants	-	(8)
Loss on sale of property, plant and equipment	(1,508)	(30)
Profit on sale of mine development asset	-	6,780
Foreign exchange loss	(3)	(928)
Other income	1,001	1,037
In specie distribution	127	-
Deferred revenue	723	-
Total	340	6,851

Deferred revenue of \$723,000 relates to the release of amounts received from SQM in the prior year for tenement options which have lapsed in 2024.

12. INCOME TAX

Income tax on the profit or loss for the year presented comprises current and deferred taxes.

Income tax is recognized in the Consolidated Statement of Income (Loss) and Comprehensive Income (Loss) except to the extent that it relates to items recognized directly in equity, in which case it is recognized in the Consolidated Statement of Changes in Equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year-end, adjusted for amendments to tax payable with regard to previous years.

Deferred tax is provided using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date applicable to the period of expected realization or settlement.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

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	Year ending December 31, 2024 \$'000	Year ending December 31, 2023 \$'000
Major components of tax expense		
Current income tax:		
Current tax expense / (benefit)	499	(591)
Deferred income tax:		
Deferred tax expense relating to the origination and reversal of temporary differences	95	95
Income tax expense / (benefit)	594	(496)
Deferred tax charged directly to equity and OCI		
Deferred tax expense relating to unrealised gains / losses on marketable securities and share issue costs	43	2,071
Recognised in OCI and equity	43	2,071
Reconciliation between tax expense and accounting loss before income tax:		
Pre-tax accounting loss	(22,635)	(128,307)
Tax at the applicable rate of 27%	(6,111)	(34,643)
Tax effect of non-deductible expenses		
Non-deductible entertainment / legal fees / consulting fees	80	375
Other non-deductible items / assessable items	165	(870)
Permanent differences relating to discontinued operation	-	3,125
Over/ under provisions	70	(31)
Difference in tax rate	408	1,962
Movement in deferred tax balances not recognised	5,982	29,586
Tax expense / (benefit)	594	(496)

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	December 31, 2024	December 31, 2023
Deferred tax assets and liabilities	\$'000	\$'000
Non-capital losses	77,074	71,378
Capital losses	26,426	26,230
Other	6,087	7,410
Deferred tax assets	109,587	105,018
Deferred tax liabilities		
Marketable securities	(4,118)	(4,347)
Property, plant and equipment	(139)	(554)
Exploration and evaluation assets	(9,422)	(10,052)
Mine development assets	-	-
Off-set with deferred tax assets	9,859	11,272
Deferred tax liabilities	(3,820)	(3,681)
Unrecognized deferred tax assets	99,728	93,746
Net deferred tax assets	-	-

13. DISCONTINUED OPERATION

Discontinued operations are components of the Company that have been disposed of and represent a major line of business. A component is classified as a discontinued operation if it has been disposed of or it is classified as held for sale.

On December 21, 2023, the Company announced the divestment of the Nullagine Gold Project ("NGP") to Calidus. The transaction included a share sale agreement where Calidus purchased all the issued shares of Millennium and an asset sale agreement where Calidus acquired additional tenements from Beatons Creek, Nullagine Gold and Rocklea. As consideration for the sale, the Company received 1,347,089 Calidus shares at AUD \$0.19 per share totalling AUD \$250,000 (\$226,000). The Company has a right to receive a further AUD \$5,000,000 (deferred consideration) upon Calidus reaching a production milestone of 100,0000 ounces with respect to the NGP asset within a 10-year period to which the Company has assigned no value. The consideration received towards the sale of shares of Millennium is \$180,000. Calidus has assumed all the liabilities associated with Millennium and the tenement package acquired including the rehabilitation liabilities of \$44,904,000.

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	Year ending December 31, 2023 \$'000
General administration	(2,015)
Exploration expenditure	(2,667)
Care and maintenance costs	(10,051)
Other income/ expenses	(456)
Foreign currency translation	2,576
Loss on sale of discontinued operation	(66,304)
Total	(78,917)
Earnings per share	
Basic and diluted loss per common share (\$ per share) - Discontinued operations	0.27
Net cash	
Operating activities	(873)
Investing activities	-
Financing activities	(81)
Major class of assets and liabilities	
	December 20, 2023 \$'000
Cash	-
Inventory	491
Receivables	-
Exploration and evaluation assets	99,416
Property, plant and equipment	10,891
Leased asset	122
Total assets	110,920
Accounts payable and accrued liabilities	101
Rehabilitation provision	44,904
Lease liabilities	126
Total liabilities	45,131
Carrying amount of net assets sold	65,789
Less consideration received	(180)
FV of contingent consideration	-
Loss on sale before income tax & reclassification of foreign currency translation reserve	65,609
Reclassification of foreign currency translation reserve	695
Loss on sale before after tax & reclassification of foreign currency translation reserve	66,304

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Notes to the Consolidated Financial Statements**For the years ended December 31, 2024 and 2023****14. SEGMENT INFORMATION**

The Company's reportable operating segment consists of exploration operations and is reported in a manner consistent with internal reporting used to assess the performance and make decisions about resources to be allocated to the segment.

The information reported below as at and for the period ended December 31, 2024 and the period ended December 31, 2023 is based on the information provided to the Chief Executive Officer.

December 31, 2024			
	Exploration operations \$'000	Unallocated \$'000	Total \$'000
Depreciation	(1,380)	-	(1,380)
Lease interest expense	(83)	-	(83)
Exploration expenditure	(10,646)	-	(10,646)
Loss on sale of exploration and evaluation assets	(1,768)	-	(1,768)
Impairment of exploration and evaluation assets	(102)	-	(102)
Other income	723	1,128	1,851
Interest revenue	-	353	353
Finance expense	-	(1,328)	(1,328)
Segment result - loss for the period before tax	20,378	2,256	22,634
Total assets	52,096	33,180	85,276
Additions to non current assets	-	46	46
Total liabilities	11,382	4,398	15,780
By location			
	Australia	North America	Total
	\$'000	\$'000	\$'000
Non current assets by location	41,799	-	41,799

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Notes to the Consolidated Financial Statements**For the years ended December 31, 2024 and 2023**

December 31, 2023			
	Exploration operations \$'000	Unallocated \$'000	Total \$'000
Depreciation	(3,898)	-	(3,898)
Lease interest expense	(376)	-	(376)
Exploration expenditure	(14,939)	-	(14,939)
Loss on sale of exploration and evaluation assets	(6,147)	-	(6,147)
Impairment of exploration and evaluation assets	(9,253)	-	(9,253)
Unallocated corporate expenses	-	(6,779)	(6,779)
Other income	-	1,037	1,037
Deferred consideration	-	(10,812)	(10,812)
Interest revenue	-	701	701
Finance expense	-	(375)	(375)
Segment result - loss for the period before tax	(35,216)	(14,174)	(49,390)
Total assets	69,607	36,844	106,451
Additions to non current assets	-	97	97
Total liabilities	17,775	3,754	21,529
By location			
	Australia	North America	Total
	\$'000	\$'000	\$'000
Non current assets by location	48,097	-	48,097

15. RELATED PARTY DISCLOSURES*Key Management Personnel Disclosures*

During the periods ended December 31, 2024 and 2023, the following amounts were incurred with respect to the key management and directors of the Company:

	Year ending December 31, 2024 \$'000	Year ending December 31, 2023 \$'000
Consulting services - short term employee benefits	-	135
Wages and salaries - short term employee benefits	984	947
Share-based payments	298	622
Total	1,282	1,704

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16. SUPPLEMENTAL CASH FLOW INFORMATION

	Year ending December 31, 2024 \$'000	Year ending December 31, 2023 \$'000
Non cash investing activities		
Additions to right of use assets	-	549
Termination of right of use assets	-	(1,807)
Issuance of shares for mineral properties	-	2,166
Non cash financing activities		
Share issued pursuant to stock options	(658)	-

17. FINANCIAL RISK MANAGEMENT

a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and short-term investments. The Company limits its exposure to credit loss by placing its cash and short-term investments with high credit quality financial institutions, however these amounts are subject to credit risk. The Company does not invest in asset-backed deposits or investments and does not expect any credit losses. The Company's maximum exposure to credit risk for cash and short-term investments is their carrying amount as per the statement of financial position.

b) Foreign exchange rate risk

The Company operates internationally and is exposed to foreign exchange risk, primarily United States and Australian dollars. Foreign exchange risk arises from future commercial transactions and recognized assets and liabilities denominated in a currency that is not the functional currency of the relevant company. The Company has not entered into any derivative instruments to manage foreign exchange fluctuations.

c) Liquidity Risk

Liquidity risk is the risk that the Company cannot meet its obligations as they fall due. Liquidity risk is managed by ensuring sufficient financial resources are available to meet obligations associated with financial liabilities. The Company's cash and cash equivalents are invested in business accounts and term deposits which are available on demand. The Company manages liquidity risk by preparing and maintaining cash forecasts, which illustrate cash spent to date and cash needs over the short-term. The Company has a practice of paying its outstanding payables within 30 days. The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

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As at December 31, 2024	Within 1 year \$'000	Within 1-2 years \$'000	Within 2-3 years \$'000	Within 3+ years \$'000	Total \$'000
Trade and other payables	958	-	-	-	958
Deferred consideration	2,318	8,915	-	-	11,233
Leases	169	174	164	-	507

As at December 31, 2023	Within 1 year \$'000	Within 1-2 years \$'000	Within 2-3 years \$'000	Within 3+ years \$'000	Total \$'000
Trade and other payables	3,446	-	-	-	3,446
Deferred consideration	2,700	2,340	9,001	-	14,041
Leases	1,260	168	173	162	1,763

e) Price Risk

The Company is exposed to price risk with respect to its marketable securities. At December 31, 2024, a 5% movement in the market value of marketable securities would have resulted in a movement of \$1,596,000 in net equity (December 31, 2023: \$1,720,000). For the year ended December 31, 2024, the Company did not enter or hold any commodity derivatives (year ended December 31, 2023: \$nil).

f) Interest Rate Risk

Interest rate risk is the risk that the fair value or cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has interest-bearing assets in relation to cash at bank and term deposits carried at floating interest rates with reference to the market. The exposure to interest rates for the Company is considered minimal.

18. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue its business objectives. A flexible capital structure which optimizes the costs of capital at an acceptable risk is maintained by the Company.

The Company manages its capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares and acquire or dispose of assets.

The Company's investment policy is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with short term maturities, selected with regards to the expected timing of expenditure from continuing operations.

19. SUBSEQUENT EVENTS

The following event occurred after the reporting date:

- On January 2, 2025 the Company transitioned its trading platform from the OTCQX to the OTCQB market in the United States.

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