

For personal use only

ALBION

R E S ★ U R C E S

Albion Resources Limited
ACN: 620 545 664

Annual Report
for the Year Ended 30 June 2025

**ALBION RESOURCES LIMITED
CONTENTS**

	Page
Corporate Directory	1
Directors' Report	2
Auditor's Independence Declaration	20
Statement of Profit or Loss and Other Comprehensive Income	21
Statement of Financial Position	22
Statement of Cash Flows	23
Statement of Changes in Equity	24
Notes to the Financial Statements	25
Directors' Declaration	43
Independent Auditor's Report	44
ASX Information	48
Schedule of Tenements	51

For personal use only

**ALBION RESOURCES LIMITED
CORPORATE DIRECTORY**

Directors

Non-Executive Chairman
Mr Steven Formica

Non-Executive Director
Mr Chris Tuckwell

Non-Executive Director
Mr David Palumbo

Chief Executive Officer
Peter Goh

Company Secretary
Mr David Palumbo

Registered Office

Level 8
216 St Georges Terrace
Perth Western Australia 6000

Telephone : +61 (8) 9481 0389
Facsimile : +61 (8) 9463 6103

Auditors

Hall Chadwick WA Audit Pty Ltd
283 Rokeby Road, Subiaco
Perth Western Australia 6008

Bankers

National Australia Bank Limited
Ground Floor, 100 St Georges Terrace
Perth Western Australia 6000

Share Registrar

Computershare Investor Services Pty Ltd
Level 17, 221 St Georges Terrace
Perth WA 6000

Tel: +61 (8) 9323 2000
Fax: +61 (8) 9323 2033

For personal use only

ALBION RESOURCES LIMITED

DIRECTORS' REPORT

The Directors present their report together with the financial statements of Albion Resources Limited (referred to hereafter as “the Company”) for the financial year ended 30 June 2025.

Directors

The name and details of the Company’s Directors in office during the financial year and until the date of this report are as follows. Directors were in office for the entire year unless stated otherwise.

Mr Steven Formica – Non-Executive Chairman

Mr David Palumbo – Non-Executive Director

Mr Chris Tuckwell – Non-Executive Director (appointed 29 January 2025)

Mr Julian Jarman – Non-Executive Director (resigned 29 January 2025)

Principal Activities

The principal activity of the Company during the financial year was the acquisition, exploration and evaluation of resource projects.

Operating Results for the Year

The operating result of the Company for the financial year was a loss of \$2,649,369 (2024 loss of: \$651,901).

Significant Changes in State of Affairs

Other than those disclosed in this annual report, no significant changes in the state of affairs of the Company occurred during the financial year.

RISK MANAGEMENT

The Board of Directors review the key risks associated with conducting exploration and evaluation activities in Australia and steps to manage those risks. The key material risks faced by the Company include:

Exploration and development

The future value of the Company will depend on its ability to find and develop resources that are economically recoverable. Mineral exploration and development is a speculative undertaking that may be impeded by circumstances and factors beyond the control of the Company. Success in this process involves, among other things; discovery and proving-up an economically recoverable resource or reserve, access to adequate capital throughout the project development phases, securing and maintaining title to mineral exploration projects, obtaining required development consents and approvals and accessing the necessary experienced operational staff, the financial management, skilled contractors, consultants and employees.

The Company is entirely dependent upon its projects, which are the sole potential source of future revenue, and any adverse development affecting these projects would have a material adverse effect on the Company, its business, prospects, results of operations and financial condition.

Economic Conditions

Factors such as (but not limited to) political movements, stock market fluctuations, interest rates, inflation levels, commodity prices, foreign exchange rates, industrial disruption, taxation changes and legislative or regulatory changes, may all have an adverse impact on operating costs, the value of the Company’s projects, the profit margins from any potential development and the Company’s share price.

For personal use only

ALBION RESOURCES LIMITED DIRECTORS' REPORT

Reliance on key personnel

The Company's success is to a large extent dependent upon the retention of key personnel and the competencies of its directors, senior management, and personnel. The loss of one or more of the directors or senior management could have an adverse effect on the Company's. There is no assurance that engagement contracts for members of the senior management team personnel will not be terminated or will be renewed on their expiry. If such contracts were terminated, or if members of the senior management team were otherwise no longer able to continue in their role, the Company would need to replace them which may not be possible if suitable candidates are not available.

Future funding risk

Continued exploration and evaluation is dependent on the Company being able to secure future funding from equity markets. The successful development of a mining project will depend on the capacity to raise funds from equity and debt markets. The Company will need to undertake equity/debt raisings for continued exploration and evaluation. There can be no assurance that such funding will be available on satisfactory terms or at all at the relevant time. Any inability to obtain sufficient financing for the Company's activities and future projects may result in the delay or cancellation of certain activities or projects, which would likely adversely affect the potential growth of the Company.

Unforeseen expenditure risk

Exploration and evaluation expenditures and development expenditures may increase significantly above existing projected costs. Although the Company is not currently aware of any such additional expenditure requirements, if such expenditure is subsequently incurred, this may adversely affect the expenditure proposals of the Company and its proposed business plans.

Environmental, weather & climate change

The highest priority climate related risks include reduced water availability, extreme weather events, changes to legislation and regulation, reputational risk, and technological and market changes. Mining and exploration activities have inherent risks and liabilities associated with safety and damage to the environment, including the disposal of waste products occurring as a result of mineral exploration and production, giving rise to potentially substantial costs for environmental rehabilitation, damage control and losses. Delays in obtaining approvals of additional remediation costs could affect profitable development of resources.

Cyber Security and IT

The Company relies on IT infrastructure and systems and the efficient and uninterrupted operation of core technologies. Systems and operations could be exposed to damage or interruption from system failures, computer viruses, cyber-attacks, power or telecommunication provider's failure or human error.

For personal use only

ALBION RESOURCES LIMITED

DIRECTORS' REPORT

REVIEW OF OPERATIONS

Executive Summary

It has been a transformational year for Albion Resources, marked by significant progress across both exploration and corporate fronts. The Company completed the acquisition of the Yandal West Gold Project in the highly prospective Yandal Greenstone Belt, positioning Albion at the centre of one of Western Australia's premier gold provinces. A maiden drilling campaign at Collavilla delivered outstanding results, intersecting high-grade mineralisation and confirming the potential for a new gold system. These achievements provide a strong technical foundation for advancing exploration and building a pipeline of targets for future discovery.

Albion also strengthened its leadership team with the appointments of Mr Chris Tuckwell as Non-Executive Director and Mr Peter Goh as Chief Executive Officer, enhancing both operational depth and strategic capability. In parallel, the Company undertook a disciplined rationalisation of its portfolio, divesting the Mongers Lake Project to Capricorn Metals and surrendering the Lennard Shelf tenements to focus resources on Yandal West. Together, these initiatives have sharpened Albion's exploration focus, strengthened governance, and positioned the Company to deliver long-term shareholder value.

For the Year Ended 30 June 2025

Albion Resources Limited ("Albion" or "the Company") is a gold and base metals focused exploration company, with a portfolio of projects across Western Australia. The Company's principal activities during the year centred on advancing its flagship Yandal West Gold Project, while continuing to manage its other assets at Leinster, Mongers Lake (divested to Capricorn Metals Ltd subsequent to year-end) and the Lennard Shelf project (Surrendered 2nd July 2025).

Corporate Operations

The year was marked by significant corporate and leadership developments that strengthened Albion's operational capacity and strategic direction.

- **Board Appointment – Mr Chris Tuckwell**

On 29 January 2025, Mr Chris Tuckwell was appointed to the Board as a Non-Executive Director. Mr Tuckwell is the former Managing Director of MACA Limited, where he oversaw the development and operation of numerous mining projects across Australia and internationally. His deep operational and contracting expertise provides Albion with critical mine development and execution capability as the Company advances exploration success toward potential production.

- **Chief Executive Officer – Mr Peter Goh**

On 5 March 2025, Mr Peter Goh was appointed as Chief Executive Officer. Mr Goh is a Chartered Accountant with a background in corporate development, investment, and resource project evaluation, having held roles with PwC, RPM Global and Iluka Resources. He has a strong track record in strategic leadership, capital markets engagement, and business development within the resources sector.

Since joining, Mr Goh has focused on sharpening Albion's exploration strategy, streamlining corporate processes, divesting Mongers Lake project and positioning the Company to deliver shareholder value through its flagship Yandal West Gold Project.

Together, these appointments significantly enhance the depth of experience across the Board and management team. The Company is now well positioned with a clear focus on discovery, supported by operational depth, strong governance, and capital market connectivity.

ALBION RESOURCES LIMITED DIRECTORS' REPORT

Divestments

Subsequent to year end the Mongers Lake Project was divested on the 13th August 2025¹ for \$1.5m (in cash and shares), this demonstrates the increased focus on Yandal West and streamlines the portfolio, while strengthening the balance sheet.

Yandal West Gold Project (WA)

The Yandal West Project was acquired from Great Western Exploration Limited (ASX: GTE) on 29 January 2025 following shareholder approval at the 22 January 2025 general meeting (see ASX announcement 29 January 2025 and 28 November 2024).

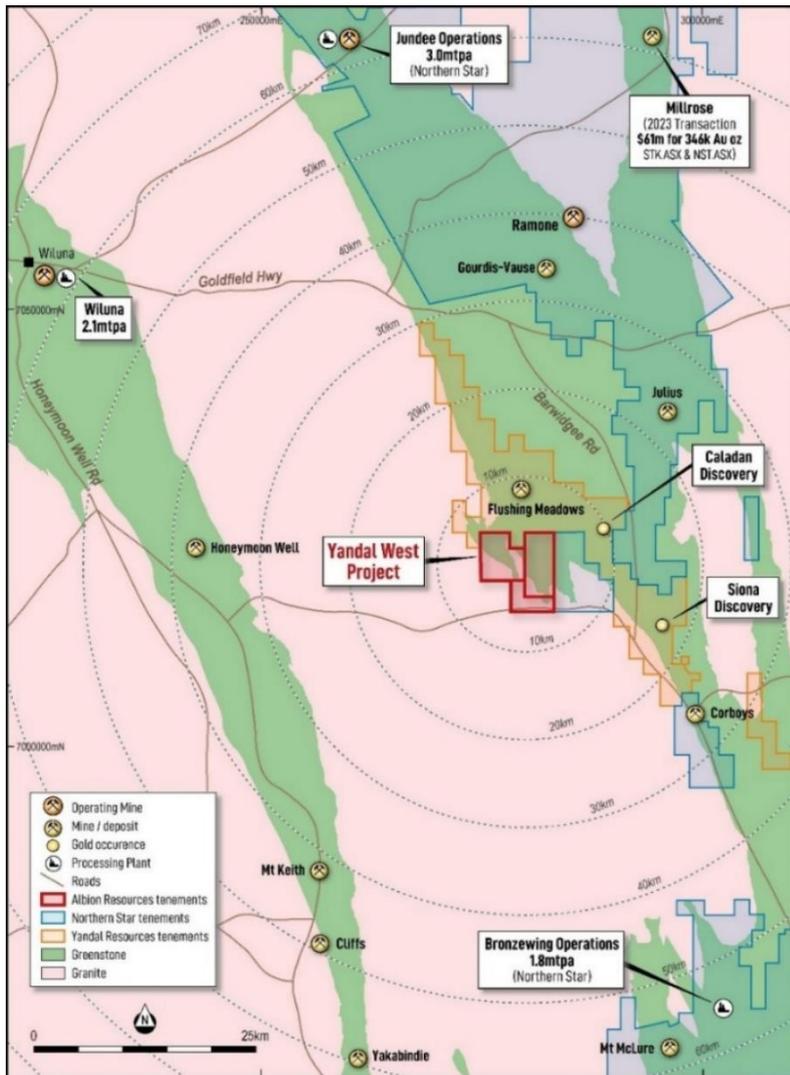


Figure 1: GSWA 1:2,500,000 bedrock geology map showing the location of the Yandal West Project on the Yandal Greenstone Belt and major gold mines and discoveries and nearby operating companies^{2,3,4}

¹ See ASX Announcement 13 August 2025

² The Millrose deposit was purchased from Strickland Metals Ltd by Northern Star Limited for \$61m, see the ASX Announcement 26 June 2023.

³ The processing capacity for Jundee and Bronzewing Processing Plants (care and maintenance) were obtained from the Northern Star website, see the company website [Bronzewing Operations | Northern Star](#) and website [Jundee Operations | Northern Star](#) (Accessed 29 April 2025).

⁴ The process capacity for Wiluna (owned by Wiluna Mining) includes a 2.1 mtpa CIL processing facility, a modern 750 ktpa gold concentrator, a gas-fired power station and a 300-person camp, see the company website [Projects Overview: Wiluna Mining Corporation](#) (Accessed 29 April 2025).

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

The project comprises three contiguous tenements covering ~61 km² in the northern Yandal Greenstone Belt, a tier-one gold province hosting major deposits such as Jundee and Bronzewing.

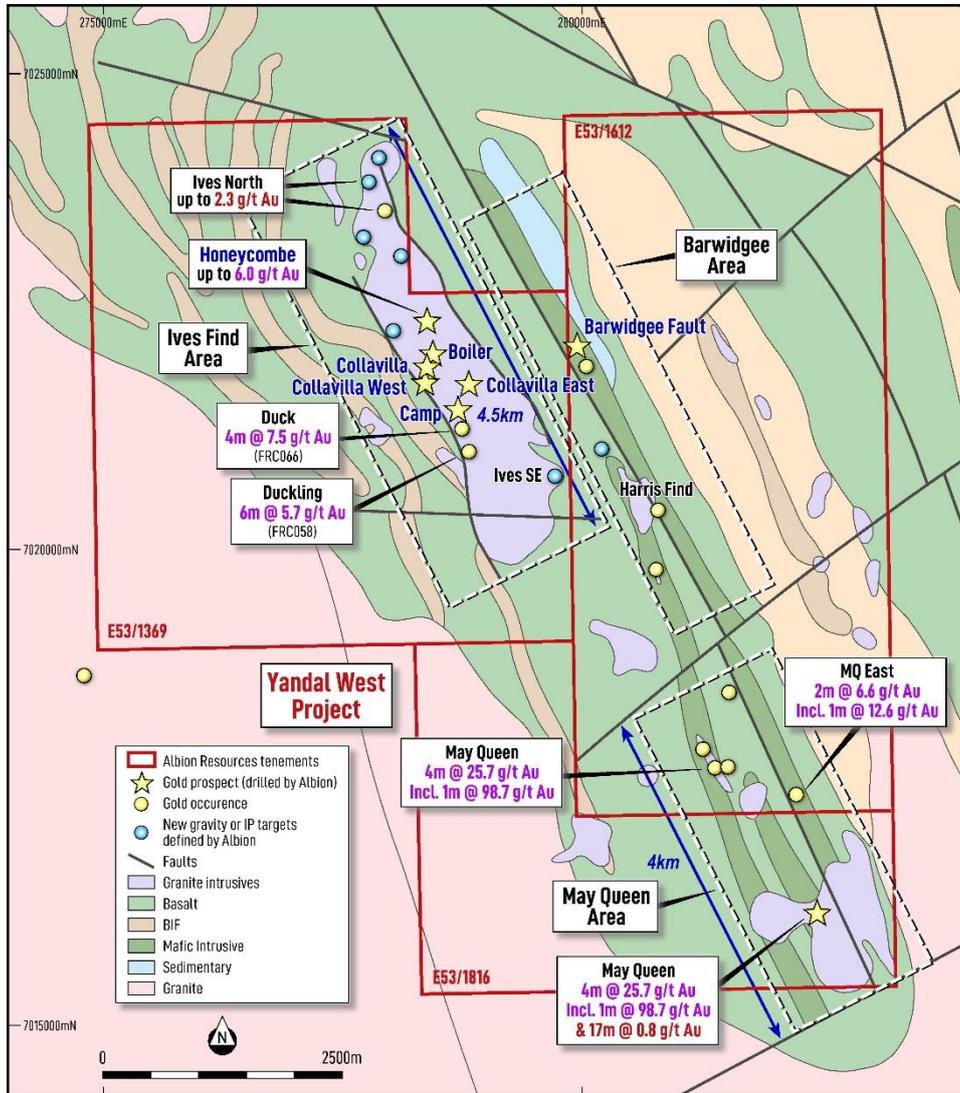


Figure 2: GSWA 1:500,000 bedrock geology map and the location of the granite and porphyry intrusives (from GSWA 1:250,000 surface geology map) and location of main gold occurrences

Exploration Highlights

- **Geophysical Surveys** – Gradient array induced polarisation (GAIP) and dipole-dipole induced polarisation (IP) surveys at Ives Find identified seven priority chargeability and resistivity anomalies interpreted as disseminated sulphide representing prospective targets.
- **Maiden RC Drilling** – In June 2025, Albion commenced Phase 1 of its maiden 3,000 m reverse circulation (RC) drilling program across the Ives Find corridor, targeting:
 - **Collavilla Historical Workings** – Follow-up of high-grade intercepts near surface.
 - **Collavilla East & West** – Untested chargeability anomalies.
 - **Barwidgee Central** – Step-outs around discovery hole 23YWRC023 (4 m @ 9.0 g/t Au).

For personal use only

ALBION RESOURCES LIMITED DIRECTORS' REPORT

Post-Year End Results

Subsequent to year end, initial assays confirmed high-grade mineralisation across all drill holes completed at Collavilla. Notable intersections include:

- 11 m @ 20.0 g/t Au from 17 m, including 5 m @ 38.9 g/t Au and 1 m @ 106.9 g/t Au (hole ALBRC006)⁵
- 4 m @ 19.2 g/t Au from 55 m within 8 m @ 9.7 g/t Au (ALBRC018)⁶
- 5 m @ 9.6 g/t Au from 36 m (ALBRC017)⁶

These results confirm the presence of a gold system within the Ives Find granite (4 km x 750 m footprint). Importantly, mineralisation is strongly correlated with dense mafic rafts within the granite, now recognised as a possible key exploration vector for future targeting. On this basis, a ground gravity survey was then conducted to map subtle denser features possible highlighting mafic rafts entrained within the granite to assist drill targeting (Figure 4).

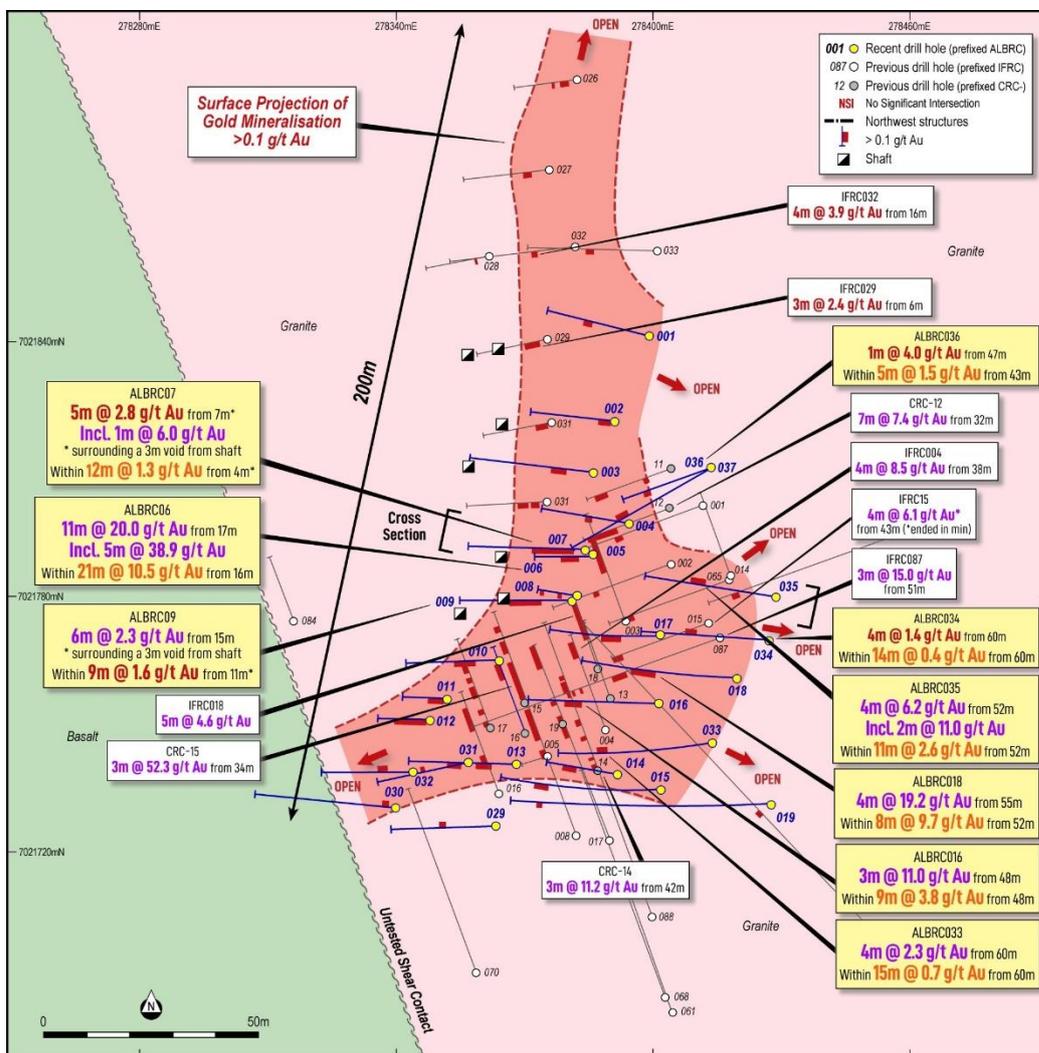


Figure 3: Plan view of Collavilla drill collars and key intercepts⁶

⁵ See ASX Announcement 25 July 2025

⁶ See ASX Announcement 5 August 2025

For personal use only

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

Based on all surface geochemistry and new geophysics including gravity, Albion has ranked seven of the seventeen new Ives Find targets as high priority based on their strong geological similarities to Collavilla and potential to host high-grade mineralisation⁷ (see Figure 4):

- **Boiler Room** – Northern extension of Collavilla where the main structure intersects a large gravity feature. Prospectivity supported by coincident chargeability and resistivity anomalies, and nearby intersections of 12m at 0.3 g/t Au (including 1m at 1.2 g/t Au) yet to be followed up.
- **Collavilla East** – Chargeability target refined by gravity interpretation, with gold up to 23.3g/t Au in narrow east-dipping veins.
- **Collavilla West** – Chargeability target refined by gravity modelling, where the Collavilla structure meets a flexure in the greenstone contact; potential alteration zone indicated by a gravity low.
- **Honeycomb** – Surface gold-bearing veins and historic rock chips up to 6 g/t Au coinciding with gravity features along the eastern extension of the vein (heritage required).
- **Ives North** – Underexplored area with multiple mapped veins (up to 2.3 g/t Au) intersecting gravity lineaments (heritage required).
- **Duck** – Historic intercept of 4m at 7.5 g/t Au, structure extends to intersect a gravity lineament; conceptual southern target where the structure meets the greenstone contact (Heritage required).
- **Duckling** – Historic intercept of 6m at 5.7 g/t Au, structure trends south into greenstone contact and is a high-priority drill target (heritage required).

Figure 4 shows the distribution of interpreted gold-bearing structures, gravity lineaments, and priority target areas across the 4 km x 750 m Ives Find corridor, which remains largely underexplored despite its proven potential as shown by the yellow dash circles.

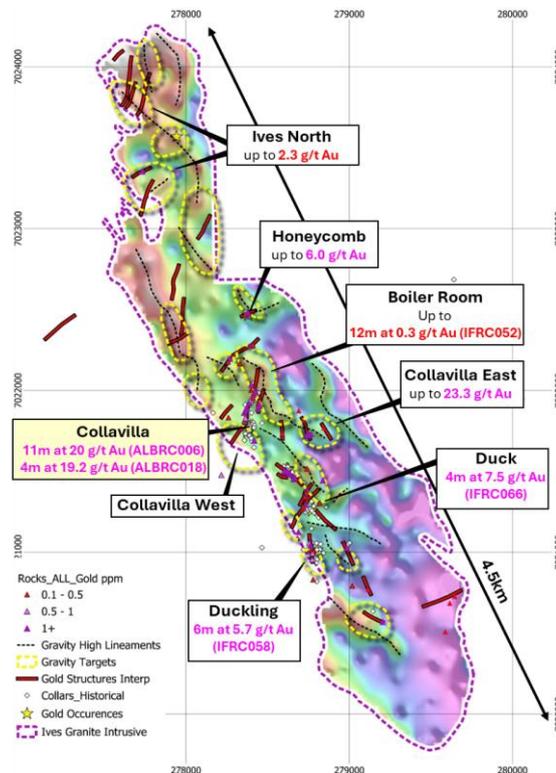


Figure 4: Gravity Image SCBA267 Clip 1VD smth RBW NESun clipped over the Ives Gravity over the large 4km by 750m Ives Find granite intrusive showing interpreted gold-bearing structures (red lines), gravity high lineaments (dash black) and selected target areas (dash yellow)^{8,9}

⁷ Regional targets listed below as per the ASX Announcement 18 August 2025

⁸ Dashed black lines and yellow ellipses are interpretation from gravity and red lines are interpretation from surface geochemistry; subject to refinement.

⁹ For IFRC Holes see ASX ALB announcement 28 Nov 2024 (Acquisition of High-Grade Yandal West Gold Project)

ALBION RESOURCES LIMITED DIRECTORS' REPORT

The targets were generated by combining a recently completed high-resolution gravity survey with chargeability mapping, geochemistry, and structural interpretation of historical and current datasets. This multi-layered approach has highlighted multiple untested zones where gold-bearing structures intersect greenstone rafts, settings known to host high-grade mineralisation at Collavilla.

Leinster Project (WA)

The Leinster Project, ~30 km southeast of Leinster and adjacent to BHP's Nickel West Weebo operations, covers 60 km² of prospective tenure, see Figure 5 below.



Figure 5: Leinster Project Tenure

A compilation and review of all historical exploration data was completed at the Leinster project which includes the new area of application to the east. The aim of this work was to evaluate the prospectivity of the project for both nickel and gold.

Post-Year End Results

Subsequent to year end, tenement **E36/1099** was granted to Albion Resources on **6 August 2025**.

Mongers Lake Project (WA):

The Mongers Lake Project covers a portion of the Yalgoo-Singleton Greenstone Belt in the Murchison Province of Western Australia, located between Capricorn Metals' Mt Gibson Gold Project and Silver Lakes' Rothsay Gold Projects (Figure 6). The Mongers Lake Project has been subject to limited historical exploration despite the regional prospectivity.

For personal use only

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

For personal use only

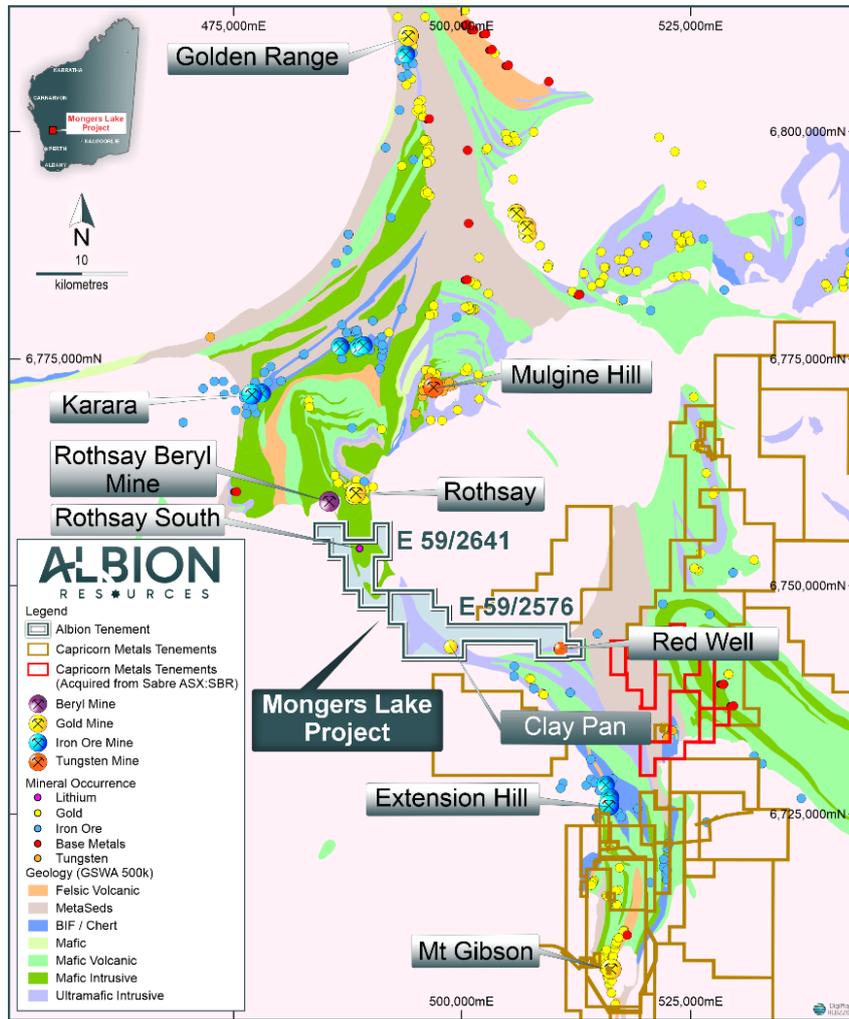


Figure 6: Mengers Lake Project Location Map on GSWA 500k Geology

Detailed mapping throughout the year, combined with an AI-driven prospectivity analysis completed in September 2024, reaffirmed the potential of the Red Well and Clay Pan prospects.

Post-Year End Results

On the 29 July 2025, Albion announced the divestment of the Mengers Lake Project to Capricorn Metals Ltd (ASX: CMM) for upfront consideration of \$1.5 million (cash or shares) and contingent payments of \$1.5 million. Completion occurred on 13 August 2025¹⁰. This transaction crystallises immediate value and allows management to focus on Yandal West.

Lennard Shelf Project (WA)

The Lennard Shelf Project, located ~30 km southeast of Fitzroy Crossing, lies within the historic Mississippi Valley-Type (MVT) zinc-lead province that previously hosted the Pillara and Cadjebut deposits.

No fieldwork was undertaken during FY2025, with activities limited to tenure management.

¹⁰ See ASX Announcement 13 August 2025.

ALBION RESOURCES LIMITED DIRECTORS' REPORT

Post-Year End Results

On 2 July 2025, the Company surrendered the Lennard Shelf tenements (E04/2637, E04/2672). This decision was made to reduce holding costs and sharpen the Company's focus on gold exploration.

Competent Persons Statement

The information in this announcement that relates to historical exploration results was first reported by the Company in its IPO prospectus dated 18 March 2021. The Company confirms that it is not aware of any new information or data that materially affects the information included in the Prospectus. Mineral Resource estimates for neighbouring properties sourced from US Geological Survey, "Compilation of Mineral Resource Data for Mississippi Valley-Type and Clastic-Dominated Sediment-Hosted Lead-Zinc Deposits". USGS Open-File Report 2009-1297.

The information in this announcement that relates to Exploration Results is based on and fairly represents information and supporting documentation prepared by Mr Leo Horn. The exploration results referred to in this report are not new and have been disclosed to the market in previous ASX announcements. The Company confirms that it is not aware of any new information or data that materially affects the information included in those announcements. Mr Horn is a member of the Australian Institute of Geoscientists. Mr Horn has sufficient experience relevant to the styles of mineralisation and types of deposits which are covered in this announcement and to the activity which they are undertaking to qualify as a Competent Person as defined in the 2012 edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves' ("JORC Code"). Mr Horn consents to the inclusion in this announcement of the matters based on his information in the form and context in which it appears. Any exploration results relating to Yandal West have been disclosed in the footnotes throughout the document.

Forward Looking Statements

This report contains forward-looking statements. Such statements are subject to risks and uncertainties. Actual results may differ materially. Albion makes no assurance that exploration will lead to mineral resources or production.

For personal use only

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

Table of Tenements

Lennard Shelf	Pillara East	E04/2637	Granted	100% ¹	Surrendered 2 July 2025
Lennard Shelf	Pillara East	E04/2672	Granted	100% ¹	Surrendered 2 July 2025
Leinster	Leinster	E36/1005	Granted	100%	-
Leinster	Leinster	E36/1099	Granted	100%	Granted 6 August 2025
Mongers Lake	Red Well – Clay Pan	E59/2576	Granted	100%	Divestment 13 August 2025
Mongers Lake	Rothsay South	E59/2641	Granted	100%	Divestment 13 August 2025
Yandal West	Ives Find	E53/1369	Granted	100% GTE ²	-
Yandal West	Barwidgee	E53/1612	Granted	80% GTE ^{2,4}	-
Yandal West	May Queen	E53/1816	Granted	80% GTE ^{2,3,4}	-

Note 1 – Tenements were surrendered 2nd July 2025.

Note 2 – Title of the tenements are in the process of being transferred from Great Western Exploration Ltd (GTE) to Albion.

Note 3 - An extension application was submitted for tenement E53/1816, before the deadline in Jan 2025 and the extension confirmation is pending. License expenditure commitments all in good standing for E53/1816.

Note 4 - GTE has 80% ownership tenements E 53/1612 and E 53/1816 (20% Diversified Asset Holdings Pty Ltd), the 80% GTE ownership is being transferred to Albion.

Significant Events after Reporting date

On 13 August 2025 the Company sold its Mongers Lake Project to ASX Listing Capricorn Metals Limited (ASX:CMM) for up-front consideration of \$1.5m. The Company received \$100,000 in cash and 149,784 fully-paid ordinary shares in Capricorn Metals Limited valued at \$1,400,000. Additionally, the Company will receive \$750,000 payable upon Capricorn announcing a JORC-Compliant Mineral Resource Estimate of >75,000oz gold; and \$750,000 payable on Capricorn announcing a decision to commence a standalone mining operation at Mongers Lake.

On 18 August 2025, directors and corporate advisor converted in aggregate 8,000,000 share performance rights on satisfaction of a 10-day VWAP of \$0.07, and 2,250,000 share performance rights that vested at \$0.12 or greater resulting the Company issuing 10,250,000 fully-paid shares subsequent to year-end.

No matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

For personal use only

ALBION RESOURCES LIMITED

DIRECTORS' REPORT

Information on Directors

Mr Steven Formica **Non-Executive Chairman**

Mr Formica brings to the Company practical management and business development experience. He has been a successful businessman and operations manager for over 35 years in several privately held business ventures across multiple industry sectors. Mr Formica is currently a Non-Executive Director of ASX listed EchoIQ Limited (ASX: EIQ), Non-Executive Chairman of Kaiser Reef Limited (ASX: KAU), Non-Executive Chairman of Ragnar Metals Ltd (ASX: RAG), Non-Executive Director of Great Northern Minerals (ASX:GNM), Non-Executive Director of Bindi Metals Limited (ASX:BIM), and a successful investor in a number of ASX listed entities. Mr Formica has previously held directorships with ASX listed companies Jade Gas Holdings Limited (ASX:JGH) (previously High Grade Metals Limited (ASX:HGM)), Bowen Coking Coal Limited (ASX:BCB), Orminex Ltd (ASX: ONX) and Lindian Resources Limited (ASX: LIN).

Mr David Palumbo **Non-Executive Director and Company Secretary**

Mr Palumbo is a Chartered Accountant and graduate of the Australian Institute of Company Directors with over 15 years' experience across company secretarial, corporate advisory and financial management and reporting of ASX listed companies. Mr Palumbo is Head of Corporate Compliance at Mining Corporate Pty Ltd, where he has been actively involved in numerous corporate transactions. Mr Palumbo is currently company secretary for several ASX listed companies and a non-executive director of Krakatoa Resources Limited and Rubix Resources Limited.

Mr Chris Tuckwell (appointed 29 January 2025) **Non-Executive Director**

Mr Tuckwell is currently a Non-Executive Director of ASX listed Arrow Minerals Ltd and has previous experience as a director of ASX listed companies including having been the Managing Director of MACA Limited for over 11 years, and with Ausdrill Limited in offshore country and joint-venture boards. Mr Tuckwell has over 42 years' experience in mining, mining services and mine development and infrastructure.

Interests in the Shares of the Company

As at the date of this report, the interests of the Directors in the securities of Albion Resources Limited were:

Directors	Ordinary Shares held	Options held	Performance Rights
S Formica	10,750,000	-	750,000
D Palumbo	8,683,334	-	750,000
C Tuckwell	2,666,667	-	-

Dividends

The Directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

REMUNERATION REPORT (AUDITED)

This report details the nature and amount of remuneration for each director of Albion Resources Limited and for the executives receiving the highest remuneration.

For personal use only

ALBION RESOURCES LIMITED

DIRECTORS' REPORT

1. Employment Agreements

Mr Formica was appointed to the board as Non-Executive Chairman on 7 October 2022. Under the terms of his appointment Mr Formica is entitled to \$48,000 per annum plus superannuation. The agreement may be terminated by either party in accordance with Company's constitution.

Appointments of non-executive directors David Palumbo and Julian Jarman are formalised in the form of service agreements between themselves and the Company. Their engagements have no fixed term but cease on their resignation or removal as a director in accordance with the Corporations Act 2001. Mr Palumbo and Mr Jarman are entitled to receive directors' fees of \$48,000 plus superannuation. During the period, Mr Jarman resigned from his position as Non-Executive Director on 29 January 2025, and Mr Christopher Tuckwell was appointed to the board as Non-Executive Director. Mr Tuckwell is entitled to receive \$48,000 per annum plus superannuation in his position.

On 5 March 2025, the Company appointed Peter Goh as Chief Executive Officer (CEO) effective 24 March 2025. Per the terms of his appointment Peter is employed on an on-going basis of \$180,000 per annum plus superannuation. As Part of his remuneration, Mr Goh (or his nominee) received 3,000,000 options exercisable at \$0.07 on or before 29 January 2028, vesting on 12 months of continuous service as CEO from the Commencement Date. The service Options will be issued under the Company's Employee Securities Incentive Plan.

2. Remuneration policy

The Company's remuneration policy has been designed to align director and executive objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives based on key performance areas affecting the Company's financial results. The board believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best executives and directors to run and manage the Company, as well as create goal congruence between directors, executives and shareholders.

The board's policy for determining the nature and amount of remuneration for board members and senior executives of the Company is as follows:

- The remuneration policy, setting the terms and conditions for the executive directors and other senior executives, was developed by the board.
- All executives receive a base salary (which is based on factors such as length of service and experience), superannuation and are entitled to the issue of share options.
- Incentive paid in the form of share options are intended to align the interests of directors and Group with those of the shareholders.

The performance of executives is measured against criteria agreed annually with each executive and is based predominantly on the forecast growth of the Company's shareholders' value. The board may, however, exercise its discretion in relation to approving incentives, bonuses and options, and can recommend changes to the committee's recommendations. Any changes must be justified by reference to measurable performance criteria. The policy is designed to attract the highest calibre of executives and reward them for performance that results in long-term growth in shareholder wealth.

Executives are also entitled to participate in the employee share and option arrangements. All remuneration paid to directors and executives is valued at the cost to the Company and expensed to exploration expenditure as appropriate. Options, if given to directors and executives in lieu of remuneration, are valued using the Black-Scholes methodology. The board policy is to remunerate non-executive directors at market rates for time, commitment and responsibilities. The remuneration committee determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required.

The maximum aggregate amount of fees that can be paid to non-executive directors is \$250,000 per annum. Remuneration paid to executive directors is determined by the board. Fees for non-executive directors are not linked to the performance of the Group. However, to align directors' interests with shareholder interests, the directors are encouraged to hold shares in the Group and are able to participate in the employee share option plan.

3. Performance-based remuneration

There is currently no performance-based remuneration policy in place.

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

4. Details of remuneration for the year ended 30 June 2025

The remuneration for each key management personnel of the Company during the financial year ended 30 June 2025 and 30 June 2024 was as follows:

2025	Short-term Benefits	Post-employment Benefits	Other Benefits	Share based Payment		Total	Performance Related	Value of Options Re-muneration
	Cash, salary & commissions	Super-annuation	Other	Equity	Options			
Key Management Person								
Directors	\$	\$	\$	\$	\$	\$	%	%
Steven Formica	48,000	5,280	25,760	26,047	-	105,087	25	-
Julian Jarman ¹	28,000	3,220	-	18,003	-	49,223	37	-
David Palumbo	48,000	5,280	22,500	26,047	-	101,827	26	-
Chris Tuckwell ²	20,522	2,360	-	7,896	-	30,778	26	-
Chief Executive Officer								
Peter Goh ³	49,500	5,693	-	-	19,935	75,128	-	27
	194,022	21,833	48,260	77,993	19,935	362,043	28	27
2024	Short-term Benefits	Post-employment Benefits	Other Benefits	Share based Payment		Total	Performance Related	Value of Options Re-muneration
Key Management Person	Cash, salary & commissions	Super-annuation	Other	Equity	Options			
Directors	\$	\$	\$	\$	\$	\$	%	%
Steven Formica	48,000	5,280	-	11,196	-	64,476	17.4	-
Julian Jarman	48,000	5,280	-	11,196	-	64,476	17.4	-
David Palumbo	48,000	5,240	-	11,196	-	64,436	17.4	-
	144,000	15,800	-	33,588	-	193,388	17.4	-

¹ Resigned 29 January 2025

² Appointed 29 January 2025

³ Appointed effective 24 March 2025

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

5. Equity holdings of key management personnel

Shareholdings

Number of shares held by key management personnel during the financial year ended 30 June 2025 was as follows:

2025	Balance 1.7.2024 No.	Received as Compensation No.	Options/Perfor mance Rights Exercised No.	Net Change Other No.	Balance 30.6.2025 No.
Directors					
Steven Formica	5,092,219	-	-	2,907,781	8,000,000
Julian Jarman ¹	2,000,000	-	-	(450,000)	1,550,000
David Palumbo	4,933,334	-	-	1,000,000	5,933,334
Chris Tuckwell ²	-	-	-	666,667	666,667
Chief Executive Officer					
Peter Goh ³	-	-	-	962,943	962,943
Total	<u>12,025,553</u>	<u>-</u>	<u>-</u>	<u>5,987,391</u>	<u>17,112,944</u>

¹ Resigned 29 January 2025

² Appointed 29 January 2025

³ Appointed effective 24 March 2025

For personal use only

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

Option holdings

Number of options held by key management personnel during the financial year ended 30 June 2025 was as follows:

2025	Balance 1.7.2024 No.	Received as Compensation No.	Options Expired No.	Net Change Other No.	Balance 30.6.2025 No.
Directors					
Steven Formica	-	-	-	-	-
Julian Jarman	-	-	-	-	-
David Palumbo	-	-	-	-	-
Chris Tuckwell	-	-	-	-	-
Chief Executive Officer					
Peter Goh	-	3,000,000	-	-	3,000,000
Total	-	3,000,000	-	-	3,000,000

Performance Rights holdings

Number of performance rights held by key management personnel during the financial year ended 30 June 2025 was as follows:

2025	Balance 1.7.2024 No.	Received as Compensation No.	Performance Rights Expired No.	Net Change Other No.	Balance 30.6.2025 No.
Directors					
Steven Formica	1,500,000	2,000,000	-	-	3,500,000
Julian Jarman	1,500,000	-	-	-	1,500,000
David Palumbo	1,500,000	2,000,000	-	-	3,500,000
Chris Tuckwell	-	2,000,000	-	-	2,000,000
Chief Executive Officer					
Peter Goh	-	-	-	-	-
Total	4,500,000	6,000,000	-	-	10,500,000

6. Other transactions with key management personnel

During the year ended 30 June 2025 (2024: \$0) payments were made to related parties Steve Formica (\$25,760) and David Palumbo (\$22,500) for consulting fees outside of their directorship appointments. The fees were paid on arms-length terms.

7. Equity instruments granted as compensation

There were no other equity instruments granted as compensation during the year.

End of "Remuneration Report (Audited)"

For personal use only

ALBION RESOURCES LIMITED DIRECTORS' REPORT

Directors' Meetings

The number of directors' meetings and the number of meetings attended by each of the directors of the Company for the time the director held office during the financial year are as follows:

Director	No. eligible to attend	No. attended
S. Formica	3	3
J. Jarman	2	2
D. Palumbo	3	3
C Tuckwell	1	1

Indemnification and Insurance of Officers

The Company has entered into deeds of indemnity with each director and the company secretary whereby, to the extent permitted by the Corporations Act 2001, the Company agreed to indemnify each director against all loss and liability incurred as an officer of the Company, including all liability in defending any relevant proceedings.

The Company has paid premiums to insure each of the directors and the company secretary against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of director of the Company, other than conduct involving a wilful breach of duty in relation to the Company. The disclosure of the amount of the premium is prohibited by the insurance policy.

Indemnity and Insurance of Auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on Behalf of the Company

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company or any part of those proceedings.

Share Options

At the date of this report, Albion Resources Limited had 15,000,000 unlisted options and 32,250,000 share performance rights on issue.

Environmental Regulation

The Directors are mindful of the regulatory regime in relation to the impact of the organisation's activities on the environment. There have been no known breaches of any environmental regulation by the Company during the financial year.

Future Developments

Further information, other than as disclosed in this report, about likely developments in the operations of the Company and the expected results of those operations in future years, has not been included in this report as disclosure of this information would be likely to result in unreasonable prejudice to the Company.

Corporate Governance

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors support, and adhere to, good corporate governance practices. Refer to the Company's Corporate Governance Statement at <https://albionresources.com.au/corporate-governance-policies/>

For personal use only

**ALBION RESOURCES LIMITED
DIRECTORS' REPORT**

Consolidated Entity Disclosure Statement

Section 295(3A)(a) does not apply to the Company as it does not have any controlled entities and therefore is not required by the Australian Accounting Standards to prepare consolidated financial statements.

Non-Audit Services

There were, no additional fees were paid to Hall Chadwick WA Audit Pty Ltd to provide Independent Assurance services in relation to the Company's prospectus and listing during the year.

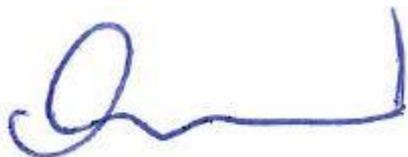
The Board of Directors is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are satisfied that the services disclosed below did not compromise the external auditor's independence for the following reasons:

- all non-audit services are reviewed and approved by the Board prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor; and
- the nature of the services provided does not compromise the general principles relating to auditor independence in accordance with APES 110: Code of Ethics for Professional Accountants set by the Accounting Professional and Ethical Standards Board.

Auditor Independence

Section 307C of the Corporations Act 2001 requires our auditors, Hall Chadwick WA Audit Pty Ltd to provide the Directors of the Company with an Independence Declaration in relation to the audit of this financial report. The Directors have received the Independence Declaration which has been included within this financial report.

Signed in accordance with a resolution of the directors:



**Mr Steven Formica
Non-Executive Chairman**

Dated this 26th day of September 2025

For personal use only

To the Board of Directors,

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As lead audit director for the audit of the financial statements of Albion Resources Limited for the year ended 30 June 2025, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- any applicable code of professional conduct in relation to the audit.

Yours Faithfully,



HALL CHADWICK WA AUDIT PTY LTD



**D M BELL FCA
Director**

Dated this 26th day of September 2025
Perth, Western Australia

For personal use only

ALBION RESOURCES LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2025

	Note	2025 \$	2024 \$
Other Income	4(a)	106,978	126,543
Exploration, and evaluation expense	4(b)	(851,347)	(322,088)
Tenement acquisition expense	4(b)	(993,889)	
Director and employee expenses		(216,414)	(159,800)
Corporate compliance expense		(249,616)	(186,831)
Administration expense		(84,768)	(34,139)
Share based payment expense	11 ¹ , 12	(360,312)	(75,586)
Profit/(loss) before income tax		<u>(2,649,369)</u>	<u>(651,901)</u>
Income tax expense	5	-	-
Net profit/(loss) for the year		(2,649,369)	(651,901)
Other comprehensive income		-	-
Total comprehensive income/(loss) for the year		<u>(2,649,369)</u>	<u>(651,901)</u>
Basic and diluted loss per share (cents per share)	21	(2.78)	(1.00)

The accompanying notes form part of these financial statements

ALBION RESOURCES LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2025

	Note	2025 \$	2024 \$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	6	3,319,937	2,642,523
Trade and other receivables	7	173,875	28,085
Other Assets	8	19,790	16,998
TOTAL CURRENT ASSETS		3,513,602	2,687,606
TOTAL ASSETS		3,513,602	2,687,606
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	9	311,158	38,867
TOTAL CURRENT LIABILITIES		311,158	38,867
TOTAL LIABILITIES		311,158	38,867
NET ASSETS		3,202,444	2,648,739
EQUITY			
Issued Capital	10	8,751,955	6,014,193
Reserves	11	520,900	55,588
Accumulated losses		(6,070,411)	(3,421,042)
TOTAL EQUITY		3,202,444	2,648,739

The accompanying notes form part of these financial statements

**ALBION RESOURCES LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2025**

	Note	2025 \$	2024 \$
Cash flows from operating activities			
Receipts from other income		113,155	122,984
Payments to suppliers and employees		(612,188)	(399,457)
Payments for exploration and evaluation expenditure		<u>(672,426)</u>	<u>(320,546)</u>
Net cash flows (used in) operating activities	16	<u>(1,171,459)</u>	<u>(597,019)</u>
Cash flows from financing activities			
Proceeds from issue of shares in the Company (net of costs)		<u>1,848,873</u>	<u>-</u>
Net cash flows (used in) / from financing activities		<u>1,848,873</u>	<u>-</u>
Net (decrease)/ increase in cash and cash equivalents		677,413	(597,019)
Cash and cash equivalents at the beginning of the year		2,642,523	3,239,542
Cash and cash equivalents at the end of the year	6	<u><u>3,319,937</u></u>	<u><u>2,642,523</u></u>

The accompanying notes form part of these financial statements

ALBION RESOURCES LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2025

	Issued Capital	Reserves	Accumulated Losses	Total
	\$	\$	\$	\$
Balance at 1 July 2023	6,014,193	677,234	(3,466,373)	3,225,054
Loss for the year	-	-	(651,901)	(651,901)
Other comprehensive income	-	-	-	-
	-	-	(651,901)	(651,901)
Transactions with equity holders in their capacity as owners				
Options issued during the year (net of costs)	-	75,586	-	75,586
Transfer from reserves for expired options	-	(697,232)	697,232	-
Issue of shares (net of costs)	-	-	-	-
Total transactions with equity holders in their capacity as owners	-	(621,646)	697,232	75,586
Balance at 30 June 2024	6,014,193	55,588	(3,421,042)	2,648,739
Balance at 1 July 2024	6,014,193	55,588	(3,421,042)	2,648,739
Loss for the year	-	-	(2,649,369)	(2,649,369)
Other comprehensive income	-	-	-	-
	-	-	(2,649,369)	(2,649,369)
Transactions with equity holders in their capacity as owners	-	-	-	-
Options/Performance Rights issued during the year (net of costs)	-	465,312	-	465,312
Issue of shares (net of costs)	2,737,762	-	-	2,737,762
Total transactions with equity holders in their capacity as owners	2,737,762	465,312	-	3,203,074
Balance at 30 June 2025	8,751,955	520,900	(6,070,411)	3,202,444

The accompanying notes form part of these financial statements

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

1. CORPORATE INFORMATION

This financial report of Albion Resources Limited ("Company") was authorised for issue in accordance with a resolution of the directors on 26th September 2025.

Albion Resources Limited is a public listed company, incorporated and domiciled in Australia.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards as issued by the IASB. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

The financial report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected financial assets for which the fair value basis of accounting has been applied. All amounts are presented in Australian dollars unless otherwise stated.

(b) Accounting Standards that are mandatorily effective for the current reporting year

The Company has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to its operations and effective for an accounting period that begins on or after 1 July 2024.

The Directors have determined that there is no material impact from new and revised Accounting Standards and Interpretations on the Company and, therefore, no material change is necessary to Company accounting policies.

At the date of authorisation of the financial statements, the Company has not applied the new and revised Australian Accounting Standards, Interpretations and amendments that have been issued but are not yet effective. Based on a preliminary review of the standards and amendments, the Directors do not anticipate a material change to the Company's accounting policies, however further analysis will be performed when the relevant standards are effective.

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

(c) Segment Reporting

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity's chief operating decision makers to make decisions about resources to be allocated to the segments and assess their performance and for which discrete financial information is available. This includes start-up operations which are yet to earn revenues.

Operating segments have been identified based on the information presented to the chief operating decision makers – being the Board of Directors.

Information about other business activities and operating segments that do not meet the quantitative criteria set out in AASB 8 "Operating Segments" are combined and disclosed in a separate category called "other".

(d) Exploration and Evaluation Assets

Exploration and evaluation expenditure in relation to the Company's mineral tenements is expensed as incurred. When the Directors decide to progress the development of an area of interest all further expenditure incurred relating to the area will be capitalised. Projects are advanced to development status and classified as mine development when it is expected that further expenditure can be recouped through sale or successful development and exploitation of the area of interest. Such expenditure is carried forward up to commencement of production at which time it is amortised over the life of the economically recoverable reserves. All projects are subject to detailed review on an annual basis and accumulated costs written off to the extent that they will not be recoverable in the future.

(e) Cash and Cash Equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. For the statement of cash flows presentation purposes, cash and cash equivalents also includes bank overdrafts, which are shown within borrowings in current liabilities on the statement of financial position.

(f) Trade and Other Payables

Liability for trade creditors and other amounts are carried at amortised cost, which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed.

(g) Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days. The Company has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been Company based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

(h) Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

On the issue of the convertible notes the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and this amount is carried as a current liability until extinguished on conversion or redemption as the maturity date is within 12 months. The corresponding interest on convertible notes is expensed to profit or loss.

(i) Leases

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of-use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

(j) Issued Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(k) Revenue Recognition

The Company recognises revenue as follows:

Interest

Revenue is recognised as the interest accrues (using the effective interest method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument) to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

(l) Income Tax

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised, except:

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

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

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the financial period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Income taxes relating to items recognised directly in equity are recognised in equity.

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same tax authority.

(m) Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless, an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at fair value through profit or loss

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income include equity investments which the Company intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the Company's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets measured at fair value through other comprehensive income, the loss allowance is recognised within other comprehensive income. In all other cases, the loss allowance is recognised in profit or loss.

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

(n) Impairment of Assets

At the end of each reporting period, the directors assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information including dividends received from subsidiaries, associates or jointly controlled entities deemed to be out of pre-acquisition profits. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss, unless the asset is carried at a revalued amount in accordance with another Accounting Standard.

Any impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that other Standard. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Impairment testing is performed annually for goodwill, intangible assets with indefinite lives and intangible assets not yet available for use.

(o) Goods and Services Tax ("GST")

Revenues, expenses and assets are recognised net of the amount of GST except:

- Where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- Receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

Cash flows are included in the statement of cash flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority, are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

(p) Employee Benefits

Provision is made for the Company's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The Company's obligations for short-term employee benefits such as wages, salaries and sick leave are recognised as a part of current trade and other payables in the statement of financial position. The Company's obligations for employees' annual leave and long service leave entitlements are recognised as provisions in the statement of financial position.

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

(q) Critical Accounting Estimates and Judgments

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Company.

Share-based payment transactions

The Company measures the cost of equity-settled transactions with employees and consultants by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

3. SEGMENT INFORMATION

The Company has identified its operating segments based on the internal reports that are used by the Board (the chief operating decision makers) in assessing performance and in determining the allocation of resources.

The operating segments are identified by the Board based on the phase of operation within the mining industry. For management purposes, the Company has organised its operations into two reportable segments on the basis of stage of development as follows:

- Development assets; and
- Exploration and evaluation assets, which includes assets that are associated with the determination and assessment of the existence of commercial economic reserves.

The Board as a whole will regularly review the identified segments in order to allocate resources to the segment and to assess its performance.

During this financial year, the Company had no development assets. The Board considers that it has only operated in one segment, being mineral exploration.

4. REVENUE AND EXPENSES

	2025	2024
	\$	\$
(a) Revenue		
Other Income	106,978	126,543
	106,978	126,543
(b) Exploration, evaluation and tenement acquisition expense		
General exploration and evaluation	851,347	322,088
Yandal West Gold Project (i)	993,889	-

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

- (i) During the period, the Company completed the asset acquisition of the Yandal West Gold Project by acquiring the tenements from Greater Western Exploration. The Company acquired the project in a all-scrip acquisition which was completed on 29 January 2025 through the issue of equity. The acquisition was treated as an asset acquisition via the issue of equity under AASB 2 Share Based Payments ("AASB 2"), and in line with the Company's exploration and evaluation accounting policies, the tenements acquisition were expensed as at 30 June 2025.

The below outlines the total consideration for the project:

Consideration	\$ AUD
Vendor Shares (refer note 10ii)	888,889
Tranche A Share Performance Rights	75,000
Tranche B Share Performance Rights	30,000
Total Consideration as at 30 June 2025	993,889

5. INCOME TAX

Major components of income tax expense are:

	2025	2024
	\$	\$
Income tax expense reported in the statement of profit or loss and other comprehensive income	-	-

A reconciliation of income tax expense applicable to accounting loss before income tax at the statutory income tax rate to income tax expense at the Company's effective income tax rate is as follows:

	2025	2024
	\$	\$
Net profit/(loss) before income tax expense	(2,649,369)	(651,901)
Prima facie tax calculated at 25% (2024: 25%)	(662,342)	(162,975)
Non-deductible expenses	285,604	(33,803)
Tax losses carried forward	376,738	196,778
Income tax expense	-	-
Unrecognised tax losses		
Revenue losses	5,725,347	4,218,394

Availability of Tax Losses

The availability of the tax losses for future years is uncertain and will be dependent on the Company satisfying strict requirements with respect to continuity of ownership and the same business test imposed by income tax legislation.

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

The recoupment of available tax losses as at 30 June 2025 is contingent upon the following:

- (a) the Company deriving future assessable income of a nature and of an amount sufficient to enable the benefit from the losses to be realised;
- (b) the conditions for deductibility imposed by income tax legislation continuing to be complied with; and
- (c) there being no changes in income tax legislation which would adversely affect the Company from realising the benefit from the losses.

Given the Company is currently in a loss making position, a deferred tax asset has not been recognised with regard to unused tax losses, as it has not been determined that the Company will generate sufficient taxable profit against which the unused tax losses can be utilised.

6. CASH AND CASH EQUIVALENTS

	2025	2024
	\$	\$
Cash at bank and in hand	3,319,937	2,642,523
	<u>3,319,937</u>	<u>2,642,523</u>

Cash at bank and in hand earns interest at floating rates based on daily at call bank deposit and savings rates.

7. TRADE AND OTHER RECEIVABLES

	2025	2024
	\$	\$
GST receivable	170,615	28,085
Other Receivables	3,260	-
	<u>173,875</u>	<u>28,085</u>

8. OTHER ASSETS

	2025	2024
	\$	\$
Prepayments	19,790	16,998
	<u>19,790</u>	<u>16,998</u>

9. TRADE AND OTHER PAYABLES

	2025	2024
	\$	\$
Trade and other payables	311,158	38,867
	<u>311,158</u>	<u>38,867</u>

Trade creditors, excluding related party payables, are expected to be paid on 30 day terms.

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

10. ISSUED CAPITAL

	2025	2024
	\$	\$
Ordinary shares		
Issued and fully paid	8,751,955	6,014,193
	<i>No.</i>	<i>\$</i>
At 30 June 2023	65,266,667	6,014,193
There were no shares issued during the period	-	-
At 30 June 2024	65,266,667	6,014,193
Issue of fully paid ordinary shares at \$0.045 – 9 December 2024 (i)	16,316,666	734,250
Issue of fully paid ordinary shares at \$0.04 – 29 January 2025 (ii)	22,222,222	888,889
Issue of fully paid ordinary shares at \$0.045 – 29 January 2025 (ii)	28,127,778	1,265,750
Capital raising costs		(151,128)
At 30 June 2025	131,933,333	8,751,954

- (i) On 9 December, the Company issued 16,316,666 fully-paid ordinary shares at \$0.045 to raise \$734,250 before costs.
- (ii) On 29 January 2025, the Company issued 22,222,222 fully-paid ordinary shares at \$0.04 to vendors as consideration as part of the acquisition of the Yandal West Project. The shares were issued upon shareholder approval at a general meeting held on 22 January 2025. The Company also completed the issue of 28,127,778 fully-paid ordinary shares at \$0.045 to raise \$1,265,750 before costs.

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

11. RESERVES

	2025	2024
	\$	\$
Share based payment reserve (a)	224,625	33,588
Options reserve (b)	296,275	22,000
	520,900	55,588

(a) Movement in share based payments reserve

	2025	2025
	<i>No.</i>	\$
Balance at 1 July 2024	4,500,000	33,588
Vesting of Director performance rights (12i)	-	54,453 ¹
Tranche A – Vendor share performance rights (12ii)	15,000,000	75,000
Tranche B – Vendor share performance rights (12ii)	15,000,000	30,000
Director and Advisory share performance rights (12iii)	8,000,000	31,584 ¹
Balance at 30 June 2025	42,500,000	224,625

(b) Movement in options reserve

	2025	2025
	<i>No.</i>	\$
Balance at 1 July 2024	-	22,000
Broker Options (12iv)	10,000,000	210,722 ¹
CEO Options (12v)	3,000,000	19,935 ¹
Technical Advisory Options (12v)	2,000,000	43,618 ¹
	15,000,000	296,275

¹ Non-tenement acquisition related share based payment expense for the 30 June 2025 was \$360,312 (2024: \$33,588).

12. SHARE BASED PAYMENTS

The following shares based payments occurred during the financial year ended 30 June 2025:

- (i) On 16 November 2023, each director Steve Formica, Julian Jarman, and David Palumbo were issued 750,000 Tranche 1 and Tranche 2 performance rights each, totalling 4,500,000. A total of \$54,453 vested during the 30 June 2025 financial year (2024: \$33,588). The Performance rights were granted to the directors during the FY24 (FY24 Tranche 1 and 2) financial period, and valued using the Monte-Carlo simulation model based on the following inputs to determine fair value at the grant date per the below.
- (ii) On 29 January 2025, the Company completed the acquisition of the Yandal West Gold Project. As part of the consideration for the acquisition the Company issued Tranche A and Tranche B Share Performance Rights. 15,000,000 Tranche A Performance Rights vest subject to the Company declaring a JORC Code compliant inferred, indicated, and or measured Mineral Resource of a minimum 250,000 ounces of contained gold with a grade of at least 0.75 g/t (cut-off grade of at least 0.5 g/t) on the Project Tenements, expiring 29 January 2030. 15,000,000 Tranche B Performance Rights vest subject to the Company announcing a decision to mine, expiring 29 January 2030. As at 30 June 2025 a total of \$75,000 Tranche A and \$30,000 Tranche B Performance Rights had vested. Refer below for valuation.

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

12. SHARE BASED PAYMENTS (continued)

- (iii) On 29 January 2025, each director Steve Formica, David Palumbo and Christopher Tuckwell were issued 2,000,000 performance rights each, and 2,000,000 issued to corporate advisors totalling 8,000,000. The share performance rights were valued using the Monte-Carlo simulation model based upon the following to determine their fair value per the below. A total value of \$31,584 vested at 30 June 2025.
- (iv) On 29 January 2025, the Company issued 10,000,000 options to advisors as brokerage fees for the placement that accompanied the Yandal West acquisition. The options were exercisable at \$0.07, and expiry of 3 years. The total of \$210,722 vested and were recognised as an expense at 30 June 2025.
- (v) On 5 March 2025, the Company granted the issue of 3,000,000 CEO options and 2,000,000 technical advisory options exercisable at \$0.07 and expiring on 29 January 2028. A total of \$19,935 CEO Options and \$43,618 Technical Advisor options were recognised as an expense at 30 June 2025.

The Company valued Share Performance Rights using Hoadleys Monte-Carlo Valuation model and all options using the Black-Scholes Merton (BSM) valuation method using the inputs per the below valuation:

	Tranche 1 FY24 Performance Rights	Tranche 2 FY24 Performance Rights
Recipient	Steve Formica	Steve Formica
Methodology	Monte-Carlo	Monte-Carlo
Grant date	16 November 2023	16 November 2023
Vesting date	16 November 2023	16 November 2023
Expiry date	17 November 2025	17 November 2025
Spot price	\$0.07	\$0.07
Share Price target	\$0.12	\$0.18
Risk-free rate	4.23%	4.23%
Volatility	57%	57%
Dividend Yield	-	-
Number	750,000	750,000
Value per PR	\$0.0305	\$0.0177
Total fair value	\$22,854	\$13,249
Total share based payment recognised for 30 June 2025	\$11,489	\$6,661
Total share based payment recognised for 30 June 2024	\$7,087	\$4,109

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

	Tranche 1 FY24 Performance Rights	Tranche 2 FY24 Performance Rights
Recipient	David Palumbo	David Palumbo
Methodology	Monte-Carlo	Monte-Carlo
Grant date	16 November 2023	16 November 2023
Vesting date	16 November 2023	16 November 2023
Expiry date	17 November 2025	17 November 2025
Spot price	\$0.07	\$0.07
Share Price target	\$0.12	\$0.18
Risk-free rate	4.23%	4.23%
Volatility	57%	57%
Dividend Yield	-	-
Number	750,000	750,000
Value per PR	\$0.0305	\$0.0177
Total fair value	\$22,854	\$13,249
Total share based payment recognised for 30 June 2025	\$11,489	\$6,661
Total share based payment recognised for 30 June 2024	\$7,087	\$4,109

	Tranche 1 FY24 Performance Rights	Tranche 2 FY24 Performance Rights
Recipient	Julian Jarman	Julian Jarman
Methodology	Monte-Carlo	Monte-Carlo
Grant date	16 November 2023	16 November 2023
Vesting date	16 November 2023	16 November 2023
Expiry date	17 November 2025	17 November 2025
Spot price	\$0.07	\$0.07
Share Price target	\$0.12	\$0.18
Risk-free rate	4.23%	4.23%
Volatility	57%	57%
Dividend Yield	-	-
Number	750,000	750,000
Value per PR	\$0.0305	\$0.0177
Total fair value	\$22,854	\$13,249
Total share based payment recognised for 30 June 2025	\$11,489	\$6,661
Total share based payment recognised for 30 June 2024	\$7,087	\$4,109

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

	Tranche A Vendor Performance Rights	Tranche B Vendor Performance Rights
Recipient	Greater Western Exploration Limited	Greater Western Exploration Limited
Methodology	Share price at grant date	Share price at grant date
Grant date	22 January 2025	22 January 2025
Vesting date	29 January 2030	29 January 2030
Expiry date	29 January 2030	29 January 2030
Spot price	\$0.04	\$0.04
Share Price target	-	-
Risk-free rate	-	-
Volatility	-	-
Management Probability	12.5%	5%
Number	15,000,000	15,000,000
Value per PR	\$0.005	\$0.002
Total fair value	\$75,000	\$30,000
Total share based payment recognised at 30 June 2025	\$75,000	\$30,000

Director and Corporate Advisory Share Performance Rights (FY25)

Recipient	Steve Formica	David Palumbo	Chris Tuckwell	Corporate Advisor
Methodology	Monte-Carlo	Monte-Carlo	Monte-Carlo	Monte-Carlo
Grant date	22 January 2025	22 January 2025	22 January 2025	22 January 2025
Vesting date	29 January 2028	29 January 2028	29 January 2028	29 January 2028
Expiry date	29 January 2028	29 January 2028	29 January 2028	29 January 2028
Spot price	\$0.04	\$0.04	\$0.04	\$0.04
Share Price target	\$0.07	\$0.07	\$0.07	\$0.07
Risk-free rate	3.84%	3.84%	3.84%	3.84%
Volatility	100%	100%	100%	100%
Dividend Yield	-	-	-	-
Number	2,000,000	2,000,000	2,000,000	2,000,000
Value per PR	\$0.0284	\$0.0284	\$0.0284	\$0.0284
Total fair value	\$56,884	\$56,884	\$56,884	\$56,884
Total share based payment recognised for 30 June 2025	\$7,896	\$7,896	\$7,896	\$7,896

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

Broker Options	
Methodology	Black Scholes Merton
Grant date	22 January 2025
Vesting date	29 January 2025
Expiry date	29 January 2028
Exercise Price	\$0.07
Spot price	\$0.04
Risk-free rate	3.84%
Volatility	100%
Dividend Yield	-
Number	10,000,000
Value per Option	\$0.021
Total fair value	\$210,722
Total share-based payment recognised at 30 June 2025	\$210,722

	CEO Options	Technical Advisory Options
Methodology	Black Scholes Merton	Black Scholes Merton
Grant date	4 March 2025	4 March 2025
Vesting date	24 March 2026	4 March 2025
Expiry date	29 January 2028	29 January 2028
Exercise Price	\$0.07	\$0.07
Spot price	\$0.043	\$0.043
Risk-free rate	3.64%	3.64%
Volatility	100%	100%
Dividend Yield	-	-
Number	3,000,000	2,000,000
Value per Option	\$0.021	\$0.021
Total fair value	\$65,247	\$43,618
Total share-based payment recognised at 30 June 2025	\$19,935	\$43,618

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

Set out below is a summary of options and performance rights on issue (lapsed) by the Company for the financial year ended 30 June 2025.

2025

Grant Date	Expiry Date	Exercise Price	Share Price Vesting Hurdle	Balance at the Start of the year	Granted	Exercised	Forfeited Other/Expired	Balance at the end of the year
16/11/2023	16/11/2025	n/a	\$0.12	2,250,000	-	-	-	2,250,000
16/11/2023	16/11/2025	n/a	\$0.18	2,250,000	-	-	-	2,250,000
22/01/2025	29/01/2028	n/a	-	-	15,000,000	-	-	15,000,000
22/01/2025	29/01/2028	n/a	-	-	15,000,000	-	-	15,000,000
22/01/2025	29/01/2028	n/a	\$0.07	-	8,000,000	-	-	8,000,000
22/01/2025	29/01/2028	\$0.07	-	-	10,000,000	-	-	10,000,000
05/03/2025	29/01/2028	\$0.07	-	-	3,000,000	-	-	3,000,000
05/03/2025	29/01/2028	\$0.07	-	-	2,000,000	-	-	2,000,000
				4,500,000	53,000,000	-	-	57,500,000
Weighted average exercise/Vesting price				\$0.15	-	-	-	\$0.07

For the financial year ended 30 June 2025, the Company had a total of 15,000,000 unquoted options with a weighted average option price of \$0.07, and a total of 42,500,000 unquoted share performance rights with a weighted average vesting hurdle price of \$0.10. At 30 June 2024, the Company had 4,500,000 Share Performance Rights on issue with an average share price vesting hurdle of \$0.15.

13. DIRECTORS AND EXECUTIVE DISCLOSURES

Remuneration of Key Management Personnel

The totals of remuneration paid to the KMP of the Company during the year are as follows:

	2025	2024
	\$	\$
Short-term employee benefits	194,022	144,000
Post employment benefits	21,833	15,800
Total remuneration	215,855	159,800

14. RELATED PARTY TRANSACTIONS

Amounts Payable to Related Parties

During the financial year, the company made the following related party payments to directors for consulting services outside the scope of the directorship appointments:

	2025	2024
	\$	\$
David Palumbo	22,500	-
Steve Formica	25,760	-
	48,260	-

There were no transactions with key management personnel during the financial year ended 30 June 2024.

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

15. AUDITORS' REMNERATION

	2025	2024
	\$	\$
Remuneration of the auditor for:		
- Auditing the financial statements	30,500	28,855
	30,500	28,855

16. CASHFLOW INFORMATION

	2025	2024
	\$	\$
Reconciliation from the net loss after tax to the net cash flows from operations		
Net profit/(loss) for the year	(2,649,369)	(651,901)
Non-cash flows:		
Share based payments	1,354,202	75,586
<i>Changes in assets and liabilities:</i>		
Trade and other receivables	(145,789)	(11,552)
Other assets	(2,793)	1,392
Trade and other payables	272,290	(10,544)
Net cash from operating activities	(1,171,459)	(597,019)

17. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial instruments comprise receivables, payables and cash which arise directly from its operations.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Company through regular reviews of the risks.

The main risks arising from the Company's financial instruments are interest rate risk, liquidity risk, and credit risk. The Board reviews and agrees policies for managing each of these risks and they are summarised below.

Risk Exposures and Responses

Interest rate risk

The Company generates income from interest on surplus funds. At reporting date, the Company had the following mix of financial assets and liabilities exposed to Australian variable interest rate risk that are not designated in cash flow hedges:

	2025	2024
	\$	\$
Financial Assets		
Cash and cash equivalents	3,319,937	2,642,523
Trade and Other Receivables	173,875	28,085
Financial Liabilities		
Trade and Other Payables	(311,158)	(38,868)
Net Financial Assets	3,182,654	2,631,740

For personal use only

ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025

17. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Interest rate sensitivity analysis

The Company has no material interest rate risk.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Company. The Company's potential concentration of credit risk consists mainly of cash deposits with banks. The Company's short term cash surpluses are placed with banks that have investment grade ratings. The maximum credit risk exposure relating to the financial assets is represented by the carrying value as at the reporting date. The Company considers the credit standing of counterparties when making deposits to manage the credit risk.

Liquidity risk

The responsibility with liquidity risk management rests with the Board of Directors. The Company manages liquidity risk by monitoring forecast cash flows and ensuring that adequate working capital is maintained. The Company's policy is to ensure that it has sufficient cash reserves to carry out its planned exploration activities over the next 12 months.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments.

Fair values

Fair values of financial assets and liabilities are equivalent to carrying values due to their short terms to maturity.

18. COMMITMENTS

In order to maintain current rights of tenure to Western Australia exploration tenements, the Company is required to perform minimum exploration requirements specified by the Department of Mines and Industry Regulation of \$200,000 over the next 12 months (2024: \$128,500).

19. EVENTS AFTER REPORTING DATE

On 13 August 2025 the Company sold its Mongers Lake Project to ASX Listing Capricorn Metals Limited (ASX:CMM) for up-front consideration of \$1.5m. The Company received \$100,000 in cash and 149,784 fully-paid ordinary shares in Capricorn Metals Limited valued at \$1,400,000. Additionally, the Company will receive \$750,000 payable upon Capricorn announcing a JORC-Compliant Mineral Resource Estimate of >75,000oz gold; and \$750,000 payable on Capricorn announcing a decision to commence a standalone mining operation at Mongers Lake.

On 18 August 2025, directors and corporate advisor converted in aggregate 8,000,000 share performance rights on satisfaction of a 10-day VWAP of \$0.07, and 2,250,000 share performance rights that vested at \$0.12 or greater resulting the Company issuing 10,250,000 fully-paid shares subsequent to year-end.

No matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

20. CONTINGENT LIABILITIES

The Company has no contingent liabilities as at 30 June 2025 (2024:Nil).

For personal use only

**ALBION RESOURCES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2025**

21. EARNINGS PER SHARE

	2025	2024
	\$	\$
Loss used to calculate basic EPS	(2,649,369)	(651,901)
	No.	No.
Weighted average number of ordinary shares outstanding during the period used in calculating basic and diluted EPS	95,309,087	65,266,667
	Cents	Cents
Basic and diluted EPS	(2.78)	(1.00)

For personal use only

**ALBION RESOURCES LIMITED
DIRECTORS' DECLARATION**

In accordance with a resolution of the directors of Albion Resources Limited, I state that:

1. In the opinion of the directors:

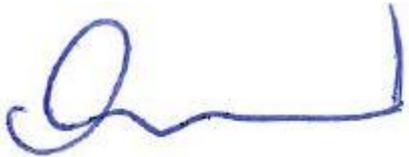
(a) the financial statements and notes are in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Company's financial position as at 30 June 2025 and of its performance for the year ended on that date.
- (ii) complying with Australian Accounting Standards, International Financial Reporting Standards as issued by the International Accounting Standards Board and *Corporations Regulations 2001*.

(b) 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. This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the *Corporations Act 2001*.

Signed in accordance with a resolution of the Board of Directors:



**Mr Steven Formica
Non-Executive Chairman**

Dated this 26th day of September 2025

For personal use only

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALBION RESOURCES LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Albion Resources Limited ("the Company"), which comprises the statement of financial position as at 30 June 2025, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the director's declaration.

In our opinion:

- a. the accompanying financial report of the Company is in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Company's financial position as at 30 June 2025 and of its financial performance for the year then ended; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

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

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For personal use only

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>Exploration and Evaluation Expenditure</p> <p>During the year the Company incurred exploration and evaluation expenditure of \$851,347 and tenement acquisition expense of \$993,889.</p> <p>Exploration and evaluation expenditure is a key audit matter due to its nature and the significance to the Company's statement of profit or loss and other comprehensive income.</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> • Testing exploration expenditure for the year by evaluating a sample of recorded expenditure for consistency to underlying records, the Company's accounting policy and the requirements of AASB 6 Exploration for and Evaluation of Mineral Resources; and • Assessing the Company's rights to tenure by corroborating to government registries.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2025, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

In preparing the financial report, the directors are responsible for assessing the Company's ability 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 Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

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

As part of an audit in accordance with the Australian 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- 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 Company'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 Company 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Consolidated Entity to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Consolidated Entity 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 the directors, we determine those matters that were of most significance in the audit of the financial report of the current period 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.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2025.

In our opinion, the Remuneration Report of the Company, for the year ended 30 June 2025, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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



HALL CHADWICK WA AUDIT PTY LTD



D M BELL FCA
Director

Dated this 26th day of September 2025
in Perth, Western Australia

**ALBION RESOURCES LIMITED
ASX INFORMATION**

AS AT 22 SEPTEMBER 2025

The following additional information is required by the ASX Limited in respect of listed public companies and was applicable at 22 September 2025.

1. Shareholder and Option holder information

a. Number of Shareholders, Option Holders and Share Performance Rights Holders

Shares

As at 22 September 2025, there were 659 shareholders holding a total of 142,183,333 fully paid ordinary shares.

Options

As at 22 September 2025, there were 7 option holders with a total of 15,000,000 unquoted options exercisable at \$0.07 expiring 29 September 2028.

Share Performance Rights

As at 22 September 2025, the Company had 4 holders with the following share performance rights on issue:

- 2,250,000 Unquoted Share Performance Rights vesting on the share price reaching \$0.18 expiring 17 November 2025;
- 30,000,000 Unquoted Share Performance Rights vesting on performance conditions associated with the Yandal West Resource, expiring 29 January 2030.

b. Distribution of Equity Securities

Fully paid ordinary shares Category (size of holding)	Number (as at 22 September 2025)	
	Shareholders	Ordinary Shares
1 – 1,000	18	3,209
1,001 – 5,000	69	245,646
5,001 – 10,000	100	829,174
10,001 – 100,000	305	11,062,704
100,001 – and over	167	130,042,600
	659	142,183,333

The number of shareholdings held in less than marketable parcels is 112 shareholders amounting to 398,379 shares.

For personal use only

ALBION RESOURCES LIMITED
ASX INFORMATION

c. The names of substantial shareholders listed in the company's register as at 22 September 2025 are:

Shareholder	Ordinary Shares	%Held of Total Ordinary Shares
Great Western Exploration Limited	22,222,222	15.63
Steve Formica	10,750,000	7.56
David Palumbo	8,683,334	6.11

d. Voting Rights

The voting rights attached to the ordinary shares are as follows:

Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

e. 20 Largest Shareholders as at 22 September 2025 — Ordinary Shares

		Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1	GREAT WESTERN EXPLORATION LIMITED	22,222,222	15.63
2	STEV SAND INVESTMENTS PTY LTD <STEVEN FORMICA FAMILY A/C>	7,842,219	5.52
3	MR DAVID LEE PALUMBO	5,933,334	4.17
4	COLIN KENNETH LOCKE	3,909,525	2.75
5	SHRIVER NOMINEES PTY LTD	3,557,142	2.50
6	FIRST ONE REALTY PTY LTD	3,419,139	2.40
7	EST MR BRIAN PETER BYASS	3,332,500	2.34
8	FORMICA INVESTMENTS PTY LTD <THE FORMICA FAMILY S/F A/C>	2,907,781	2.05
9	MR DAVID LEE PALUMBO <PALUMBO FAMILY A/C>	2,750,000	1.93
10	SANCOAST PTY LTD	2,300,000	1.62
11	MR NATHAN JAMES KING	2,050,000	1.44
12	MS LAURA BAILEY	2,000,000	1.41
12	MR STEPHEN MICHAEL BROCKHURST <SM BROCKHURST FAMILY A/C>	2,000,000	1.41
12	BROWNNARROWS PTY LTD <EJM A/C>	2,000,000	1.41
12	MR CHRISTOPHER MARK TUCKWELL <TUCKWELL FAMILY ACCOUNT>	2,000,000	1.41
16	P GOH PTY LTD <SUPERANNUATION A/C>	1,884,911	1.33
17	AWD HOLDINGS PTY LTD <AWD INVESTMENT A/C>	1,861,111	1.31
18	HELMSDALE INVESTMENTS PTY LTD	1,813,334	1.28
19	HARSHELL INVESTMENTS PTY LTD <KAPLAN FAMILY A/C>	1,600,000	1.13
20	MS CHUNYAN NIU	1,500,000	1.05
		<u>76,883,218</u>	<u>54.07</u>

For personal use only

**ALBION RESOURCES LIMITED
ASX INFORMATION**

2. The name of the Company Secretary is David Palumbo.
3. The address of the principal registered office in Australia is:
Level 8, 216 St Georges Terrace Perth WA 6000
4. Registers of securities are held at the following address:
Computershare Investor Services Pty Ltd, Level 17, 221 St Georges Terrace, Perth WA 6000
5. Stock Exchange Listing
Quotation has been granted for all the ordinary shares of the company on all Member Exchanges of the ASX Limited.
6. Restricted Securities:
The Company currently has no restricted securities.

For personal use only

**ALBION RESOURCES LIMITED
TENEMENT SCHEDULE**

Project	Sub-Project	Tenement	Status	% Held
Leinster	Leinster	E36/1005	Granted	100%
Leinster	Leinster	E36/1099	Granted	100%
Yandal West	Ives Find	E53/1369	Granted	100% ¹
Yandal West	Barwidgee	E53/1612	Granted	80% ^{1, 3}
Yandal West	May Queen	E53/1816	Granted	80% ^{1, 2, 3}

¹ Title of the tenements are in the process of being transferred from Great Western Exploration Ltd (GTE) to Albion.

² An extension application was submitted for tenement E53/1816, before the deadline in Jan 2025 and the extension confirmation is pending. License expenditure commitments all in good standing for E53/1816.

³ GTE has 80% ownership tenements E 53/1612 and E 53/1816 (20% Diversified Asset Holdings Pty Ltd), the 80% GTE ownership is being transferred to Albion.

For personal use only