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YARI MINERALS LIMITED

ABN 27 118 554 359

ANNUAL REPORT

Year ended 31 December 2025

CORPORATE DIRECTORY

DIRECTORS
Mr Eduardo Robaina – Non-executive Chairman
Ms Courtney Taylor – Executive Director
Mr Albert Thamm – Technical Director

COMPANY SECRETARY Mr Dale Hanna

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CHAIRMAN'S LETTER

Dear Shareholders,

The past year has been transformational for Yari Minerals, marked by the successful acquisition and rapid advancement of the Rolleston South Coal Project in Queensland's Bowen Basin. The acquisition represented a pivotal step in repositioning the Company toward a single high-quality asset with clear development potential, and I am pleased to report that significant progress has been achieved in a relatively short period following this strategic shift.

During the year, work undertaken at Rolleston South materially strengthened our understanding of the deposit and its development potential. This culminated in the announcement in February 2026, of a maiden JORC (2012) Indicated Coal Resource, delivering approximately 33.7Mt within a total coal resource of ~223Mt. The upgrade reflects the success of recent drilling programs and provides increased geological confidence across targeted areas of the project. Importantly, drilling confirmed shallow coal occurrences, including intersections from approximately 48.9 m depth, reinforcing the potential for favourable mining geometry and supporting the project's pathway toward future development studies.

Beyond resource growth, the year also marked an important leadership transition. The Board extends its sincere appreciation to Mr Anthony Italiano for his long-standing service and for guiding Yari through its strategic evolution, including the acquisition of Rolleston South and the completion of initial exploration activities. Building on this foundation, the Company welcomed Ms Courtney Taylor as Executive Director and incoming Managing Director. Courtney is a highly experienced coal geologist whose career spans major global mining organisations including Anglo American, Vale and BHP, with experience across exploration, project delivery and regulatory environments. Her appointment reflects the Company's transition into the next phase of technical and commercial advancement, and the Board is confident her expertise, industry relationships and Queensland presence will play a key role in accelerating progress at Rolleston South.

Looking ahead, Yari enters the coming year with clear priorities and strong momentum. Ongoing drilling, coal quality assessment and geological interpretation will continue to refine the resource base and support future classification upgrades. At the same time, the Company is evaluating a range of strategic initiatives aimed at strengthening its position within the Rolleston district and maximising long-term value from its Bowen Basin footprint. While these initiatives remain at an early stage, they reflect a disciplined and focused approach centred on building scale, enhancing optionality and advancing the project toward development readiness.

The Board remains encouraged by the progress achieved to date and the quality of the Rolleston South Coal Project, which is situated in a well-established mining region with access to existing infrastructure and export pathways. With an expanded resource base, shallow coal intersections and an experienced leadership team now in place, Yari is well positioned to advance its strategy over the year ahead.

On behalf of the Board, I thank our shareholders for their continued support and look forward to reporting further progress as we continue to advance Rolleston South.



Eduardo Robaina
Non-executive Chairman

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REVIEW OF OPERATIONS

ROLLESTON SOUTH COAL PROJECT – BOWEN BASIN, QUEENSLAND

During the year, Yari Minerals Limited transitioned to a coal-focused exploration and development strategy centred on the Rolleston South Coal Project in Queensland’s Bowen Basin. The Project became the Company’s flagship asset and the primary focus of technical and corporate activities during the reporting period.

In June 2025, the Company completed the acquisition of a 100% interest in the Rolleston South Coal Project, comprising two granted Exploration Permits for Coal (EPC 2318 and EPC 2327) covering approximately 272 km². The acquisition provided Yari with immediate exposure to a large-scale JORC (2012) Inferred Coal Resource within one of Australia’s premier coal-producing regions, with established infrastructure and nearby operating mines.

The Rolleston South Coal Project is located approximately 20 km south of the Glencore-operated Rolleston Mine and within trucking distance of the Blackwater Rail System, which provides export access to the Port of Gladstone. The Project benefits from sealed road access and proximity to established mining infrastructure, materially enhancing its development potential.

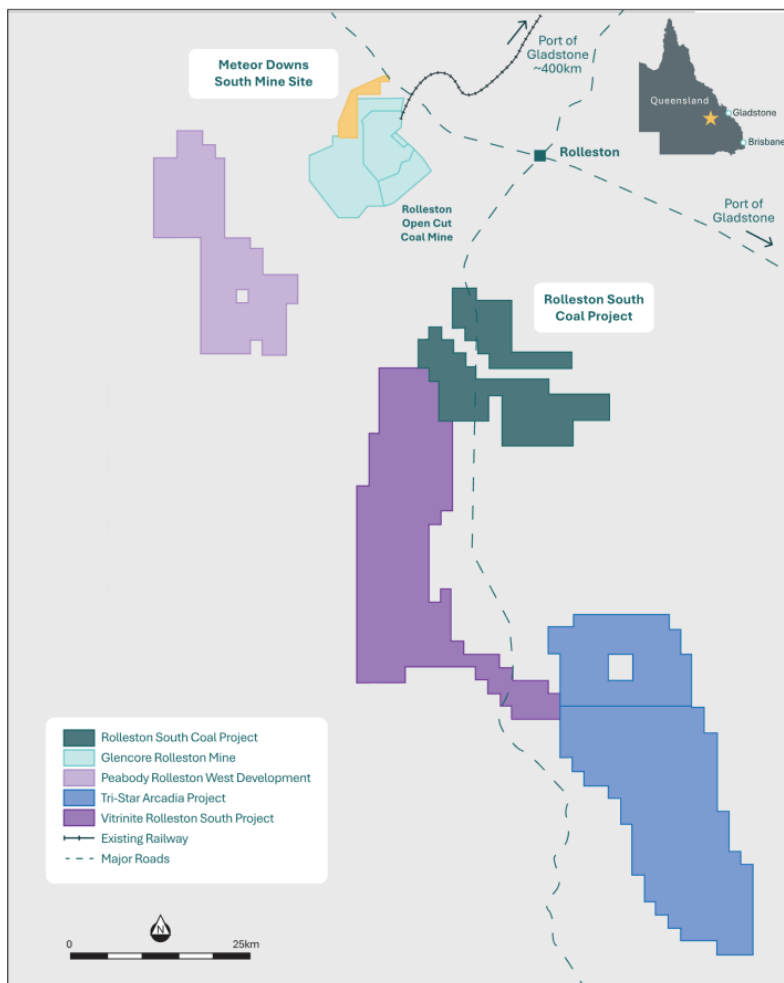


Figure 1: Location map of the Rolleston South Coal Project

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REVIEW OF OPERATIONS

Resource Growth and Geological Modelling

Yari significantly increased the scale and confidence of the Rolleston South Coal Resource through successive geological reviews and incorporation of additional well data.

In June 2025, following completion of the acquisition, the Company reported a 91% increase in the JORC (2012) Inferred Resource to 151.0Mt.

Subsequently, in August 2025, a further 26% increase was reported, taking the total JORC (2012) Inferred Resource to 190.1Mt, incorporating data from additional coal seam gas wells (Rougemont 3, 5 and 6).

The upgrades were driven by:

- Expansion of the geological model area and resource mask
- Extension of the depth cut-off from 450m to 550m
- Improved seam thickness modelling and structural interpretation
- Integration of additional well data to enhance seam continuity

The Resource comprises multiple seams within the Bandanna Formation (A, B and D seams), demonstrating strong lateral continuity and thickness suitable for both open-cut starter operations and longer-term underground mining scenarios. After completing and reporting new drilling in December 2025, the resource was re-stated for four new drill holes as well as the prior information received in 2025 and updated and reported on February 2, 2026 (Figures 2 and 3 below).

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EPC	Formation	Seam	Depth Range (m)	Modelled area within mask (Ha)	Modelled Thickness (m)	Gross Insitu Coal (Mt) ¹	Raw Ash (%adb)	Raw Volatile Matter (%adb)	Raw Calorific Value (Kcal/kg)	Total Sulphur (% adb)	Raw Crucible Swell Number
2327	Bandanna	A	70-400	2,100	1.04	5.89	10.2	29.1	6,310	0.21	0.5
2327	As above	B	75-550	2,118	1.32	8.61	10.1	29.5	6,050	0.27	1.0
2327	As above	C	80-550	413.5	1.01	5.68	13.5	28.9	5,908	0.38	0.5
2327	As above	D	89-550	2,260	2.39	13.56	11.2	31.0	6,024	0.31	1.5
			Totals			33.74					

Figure 2: Rolleston South Coal Project - JORC Indicated Coal Resource reported on 2 February 2026

EPC	Formation	Seam	Depth Range (m)	Modelled area within mask (Ha)	Modelled Thickness (m)	Gross Insitu Coal (Mt) ¹	Raw Ash (%adb)	Raw Volatile Matter (%adb)	Raw Calorific Value (Kcal/kg)	Total Sulphur (% adb)	Raw Crucible Swell Number
2318	Bandanna	A	135-550	370	1.00	5.2	10.8	28.8	6,270	0.22	0.5
2318	As above	B	145-550	606	1.46	12.2	12.8	27.8	6,201	0.26	1.0
2318	As above	D	185-550	606	1.87	15.9	12.5	27.6	6,055	0.32	1.5
2327	As above	A	70-550	2,118	1.06	30.5	10.6	29.1	6,310	0.25	0.5
2327	As above	B	75-550	2,125	1.69	54.9	9.1	30.7	6,041	0.28	1.0
2327	As above	D	89-550	2,125	2.19	70.5	15.2	26.9	5,608	0.33	1.5
			Totals			189.2					

Figure 3: Rolleston South Coal Project - JORC Inferred Coal Resource, reported on 2 February 2026.

REVIEW OF OPERATIONS

Inaugural Drilling Campaign

In October 2025, Yari commenced its inaugural drilling campaign at Rolleston South.

The program comprised a combination of reverse circulation (RC) and diamond drilling targeting priority areas within the existing resource footprint to:

- Test seam thickness and continuity
- Confirm coal quality characteristics
- Support potential reclassification from Inferred to Indicated

Four drill holes were completed for a total of 1,287.9 metres. Drilling intersected multiple target seams, including the key A, B and D seams within the Bandanna Formation.

Importantly:

- Seam thicknesses of up to approximately 3 metres were intersected
- Strong correlation between drill holes was observed
- No structural faulting was intersected
- Downhole geophysical logging confirmed seam continuity

These results validated and, in some areas, exceeded the existing geological model, materially reducing geological risk across the drilled areas.



Figure 4: Drilling rig on site at the Rolleston South Coal

Bore-hole	A Seam	A Seam	A Seam	B Seam	B Seam	B Seam	D Seam	D Seam	D Seam
	From	To	Thickness	From	To	Thickness	From	To	Thickness
RSC014	262.80	263.70	0.90	302.0	305.0	3.0 [#]	326.0	328.0	2.0 [#]
RSC015C	391.74	392.87	1.13	437.16	439.37	2.19	468.94	471.67	2.73

Figure 5: Major seam intersections in RSC014 and RSC015c

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REVIEW OF OPERATIONS

Resource Upgrade Potential

The drilling program was specifically designed to support assessment of upgrading part of the existing 190.1Mt JORC (2012) Inferred Resource to Indicated status. This was reported on 2 February 2026.

The combination of:

- Confirmed seam continuity
- Absence of structural faulting
- Improved geological confidence
- Ongoing coal quality testwork

provides a strong technical foundation for potential reclassification in targeted areas, subject to completion of remaining drill holes and laboratory analysis.

Development Concept and Strategic Positioning

Technical planning undertaken during the year considered potential staged development pathways, including:

- A starter box-cut operation targeting shallower B and D seams in EPC 2327
- Potential open-cut expansion
- Longer-term underground development (e.g. bord-and-pillar or longwall) targeting deeper seams

The Project's proximity to rail and port infrastructure, combined with its scale (190.1Mt Inferred Resource) and emerging metallurgical coal potential, positions Rolleston South as a large-scale Bowen Basin coal asset with multiple development pathways.

Subsequent to the end of the reporting period, the Company announced the establishment of a maiden JORC (2012) Indicated Coal Resource at the Rolleston South Coal Project. The Indicated Resource was supported by results from the Company's inaugural drilling activities and reflects increased geological confidence in targeted areas of the deposit. The upgrade represents an important step in advancing the Project toward potential development studies

PILBARA LITHIUM PROJECTS – PILBARA, WESTERN AUSTRALIA

The Pilbara Projects are highly prospective for lithium and situated near two of the world's largest producing hard rock lithium deposits/mines (Pilgangoora and Wodgina) and the Archer Project near Marble Bar.

Marble Bar Projects

The Marble Bar Project consists of three granted tenements covering a total area of 658 km².

DIRECTORS' REPORT

The directors present the financial report of Yari Minerals Limited (the “Company”) and controlled entities (the “Group”) for the year ended 31 December 2025 (the “reporting period”).

DIRECTORS

Mr Eduardo Robaina – Non-Executive-Chairman (appointed 22 May 2025)

Ms Courtney Taylor – Executive Director (appointed 19 January 2026)

Mr Albert Thamm – Technical Director (appointed 1 July 2025)

Mr Brad Marwood – Non-executive Chairman (retired 22 May 2025)

Mr Anthony Italiano – Managing Director (retired 19 January 2026)

Ms Angela Pankhurst – Non-executive Director (retired 30 April 2025)

Mr William Witham – Non-executive Director (appointed 30 April 2025 retired 1 July 2025)

INFORMATION ABOUT THE DIRECTORS

The names and further details of the Directors of Yari Minerals Limited who held office at any time during the financial year and up to the date of this report are:

Eduardo Robaina, *Non-Executive Chairman, Bachelor of Science (Mechanical Engineering)*
(appointed 22 May 2025)

Mr Robaina is a highly experienced Managing Director and Engineering Consultant, bringing over 25 years of executive and technical expertise within the energy and resources sector. He has held senior leadership and engineering roles across a range of projects globally and holds a Bachelor of Science in Mechanical Engineering from Metropolitan University in Venezuela.

Mr Robaina also held directorships with the following listed companies in the 3 years immediately prior to the date of this report.

Name	Date Appointed	Tenure
New Frontier Minerals Limited	March 2024	Current
MacArthur Minerals Limited	October 2025	Current
Galilee Energy Limited	December 2025	Current

Courtney Taylor, *Executive Director, Bachelor of Science (Hons) in Geology (appointed 19 January 2026)*

Ms Taylor is an experienced coal geologist with a strong background in the Queensland resources sector. She has held senior technical and operational roles with major global miners including Anglo American, Vale and BHP, with experience spanning exploration, project development, regulatory compliance and technology initiatives across coal assets. Based in Brisbane, Courtney brings deep sector expertise to the advancement of Yari's Rolleston South Coal Project in the Bowen Basin.

Ms Taylor has not held directorships with any other listed companies in the 3 years immediately prior to the date of this report.

Albert Thamm, *Technical Director, Master of Science (Geology) (appointed 1 July 2025)*

Mr Thamm brings over 35 years' experience in the mining industry with a career spanning exploration, project development and executive leadership. A geologist by training, he holds an M.Sc. from the University of Cape Town and is a Fellow of the Australian Institute of Mining and Metallurgy (AusIMM) and the Society of Economic Geologists (SEG). Mr. Thamm has held senior roles, including Exploration Manager, General Manager, and Director of ASX-listed companies, with expertise across multiple commodities such as coal, lithium, graphite, iron ore, gold, and diamonds.

Mr Thamm has not held directorships with any other listed companies in the 3 years immediately prior to the date of this report.

Anthony Italiano, *Managing Director, Bachelor of Commerce, CA, GAICD (retired 19 January 2026)*

Mr Italiano is a Chartered Accountant with over 20 years of experience in the mining sector, primarily in Australia, Africa and North America. He brings a wealth of expertise in corporate governance, operations, financing, commodity marketing and trading from numerous projects and transactions he has been involved in over the years.

Mr Italiano has not held directorships with any other listed companies in the 3 years immediately prior to the date of this report.

Brad Marwood, *Non-Executive Chairman, Bachelor of Applied Science (retired 22 May 2025)*

Mr Marwood is a mining engineer and resources industry executive with more than 30 years of experience. He was instrumental in bringing into production the copper mines at Kipoi (DRC) and Rapu (Philippines) completing development of the Svartliden gold mine (Sweden) and has managed numerous feasibility studies and advanced stage resource projects in Australia, Africa, North America and Asia.

He has worked in senior roles for groups such as Normandy Mining Ltd, Dragon Mining Ltd, Lafayette Mining Ltd, Moto Goldmines Ltd and Perseus Mining Ltd before his most recent role as Managing Director of Tiger Resources Ltd. Mr Marwood's involvement has seen growth in several companies with a significant increase in their market capitalisation and protecting investments through restarting suspended mine projects.

Mr Marwood also held directorships with the following listed companies in the 3 years immediately prior to the date of this report.

Name	Date Appointed	Tenure
Inca Minerals Limited	May 2024	Current
Middle Island Resources Limited	December 2019	October 2025

Angela Pankhurst, *Non-executive Director, Bachelor of Business (retired 30 April 2025)*

Ms Pankhurst was originally a Chartered Accountant undertaking audit and CFO roles, who increasingly took on non-executive and executive roles in the international resource sector becoming Managing Director of Central Asia Resources Limited in 2011 when she managed the development of that Company's gold project in Kazakhstan.

Ms Pankhurst has worked in both the resource and non-resource sectors in numerous countries, including Australia, Kazakhstan, Nigeria, Dominican Republic and others in Africa and Asia.

Ms Pankhurst also held directorships with the following listed companies in the 3 years immediately prior to the date of this report.

Name	Date Appointed	Tenure
Antilles Gold Limited	April 2012	Current

William Witham, *Non-executive Director, Bachelor of Science (Geology) (appointed 30 April 2025, retired 1 July 2025)*

Mr. Witham is a highly experienced geologist and mining executive with over 30 years of leadership in the Australian and African resource sectors. He has held senior executive roles, including Managing Director and Technical Director, across a number of Australian exploration companies. He has also been a founding director of several successful ASX-listed entities, contributing to their growth from early-stage exploration to discovery. He brings extensive expertise in mineral exploration, corporate strategy, and governance, and is well regarded for his deep industry knowledge and hands-on leadership style.

Mr. Witham also held directorships with the following listed companies in the 3 years immediately prior to the date of this report.

Name	Date Appointed	Tenure
Pinnacle Minerals Limited	November 2021	Current

PRINCIPAL ACTIVITIES

The principal activity of the Group during the course of the reporting period was the exploration for coal at its Rolleston South Project.

OPERATIONS REVIEW

For details of operations please see the Review of Operations pages 4 to 7 of this Annual Report.

FINANCIAL REVIEW

The functional and presentation currency of the Group is Australian Dollars.

Profit and Loss

The Group recorded a loss after tax attributable to the owners of the Company for the year ended 31 December 2025 of \$3.798 million (31 December 2024: loss of \$1.151 million), representing a loss per share of 0.60 cents (31 December 2024: loss per share of 0.24 cents).

Statement of Financial Position

Total current assets decreased by \$0.8 million, due mainly to the disposal of a large number of shares in Impact Silver.

Total liabilities increased by \$0.383 million primarily due to an increase in trade and other payables.

Total equity attributable to the Company's shareholders decreased by \$1.138 million, from \$2.139 million in 2024 to \$1.001 million in 2025, primarily due to the net loss attributable to owners for the year, partially offset by an increase in issued capital and movements in reserves.

Cashflow

As at 31 December 2025, the Group held cash on hand and on deposit of \$1.275 million (31 December 2024: \$1.799 million).

Net cash outflows from operating activities were \$2.353 million, with cash inflows of \$1.830 million from capital raising and the disposal of a significant part of the Company's shareholding in Impact Silver Corp.

DIVIDENDS PAID OR RECOMMENDED

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.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The primary focus of the Group will be the exploration for coal in the Bowen Basin, Queensland and exposure to lithium exploration at its projects in Western Australia and a 12% net profit royalty from the Plomosas Project, Mexico.

In evaluating the likely achievement of these outcomes, the following risk factors should be taken into consideration:

Exploration risk

The Group will undertake further exploration at its Queensland and Pilbara Projects.

Exploration is by its nature a high risk undertaking and is affected by a range of factors including geological conditions, limitations on activities due to seasonal weather patterns, unanticipated operational and technical difficulties, land access, changing government regulations and other factors beyond the Group's control.

There can be no assurance of success from any exploration activities.

Title risk and licence conditions

The Rolleston South Project covers 2 granted exploration for coal licenses located in Queensland. The Pilbara Projects cover 5 granted exploration licenses in Western Australia.

The Group's activities are dependent upon the maintenance of these concessions and any regulatory consents.

The exploration concessions are subject to renewal and future conversion.

Additionally, the concessions are subject to a number of legislative conditions. The inability to meet these conditions could affect the standing of the concessions or restrict their ability to be renewed.

Loss of any concessions or licences may severely affect the Group.

Land access

The Queensland projects cover 2 granted exploration licenses for Coal. The Company is required to have conduct and compensation agreements with the landowners and native title custodians.

The Pilbara Projects cover 5 granted exploration licenses in Western Australia. The Company has entered into heritage agreements with the native title custodians.

Environmental

The Queensland and Pilbara Projects are subject to laws and regulations regarding environmental matters.

The authorities that administer and enforce environmental laws and regulations determine these requirements. As with all mining and exploration projects, the Group's activities are expected to have an impact on the environment.

The Group intends to conduct its activities in an environmentally responsible manner and in accordance with applicable laws.

Failure to obtain or maintain relevant environmental approvals will prevent the Group from undertaking its activities.

Foreign exchange risk

Exploration activities at the Queensland and Pilbara Projects are incurred in Australian Dollars.

Future consideration from the sale of Plomosas in the form of the 12.0% net profit interest is exposed to United States Dollars and Mexican Pesos.

The Group is exposed to the fluctuations and volatility of these currencies.

Sovereign risk

The Queensland and Pilbara Projects are located in Queensland and Western Australia respectively. Australia is a constitutional monarchy with stable political conditions and minimal sovereign risks.

The Group will retain an interest in the Plomosas project through a 12.0% net profit royalty. These interests have exposure to Mexico, which is a federal presidential democratic republic.

The political conditions in Mexico are generally stable, however, changes may occur in the political, fiscal and legal systems which may affect the ownership or operations of the Group including changes in exchange rates, control or fiscal regulations, regulatory regimes, political insurrection or labour unrest, inflation or economic recession.

Going Concern

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

As at 31 December 2025, the Group had available cash of \$1.275 million and a working capital surplus of \$0.974 million.

The cash flow forecast which the directors have relied upon for the purposes of the going concern assumption, makes certain assumptions in relation to future capital raising activities to support future exploration and corporate expenditures.

Based on the above, the Directors have reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable. The Directors consider that the going concern basis of preparation to be appropriate for the financial report.

However, should a future capital raising not be achieved, there is a material uncertainty that may cast significant doubt as to whether the Company will continue as a going concern and, therefore, whether it will be able to realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

ENVIRONMENTAL REGULATION AND PERFORMANCE

The exploration and mining activities of entities in the consolidated entity are subject to environmental regulations imposed by various regulatory authorities, particularly those relating to ground disturbance and the protection of rare and endangered flora and fauna.

Entities in the Group have complied with all environmental requirements up to the date of this report.

CORPORATE STRUCTURE

Yari Minerals Limited (ACN 118 554 359) is a company limited by shares that is incorporated and domiciled in Australia. It listed on the Australian Securities Exchange on 15 June 2006 (ASX: YAR).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

In May 2025, Yari completed the acquisition of the Rolleston South Coal Project through the acquisition of 100% of the issued share capital of Resource Chain Pty Ltd.

Resource Chain Pty Ltd is the owner of EPC 2318 and EPC 2327 located in the Bowen Basin, Queensland with the acquisition terms being 72,353,672 fully paid ordinary shares on completion, 47,206,997 fully paid ordinary shares issued on the date of shareholder approval and 86,045,322 Performance Rights with a vesting criteria declaration of a JORC inferred coal resource greater than 100 Mt, expiring in 5 years from completion.

There have not been any other significant changes in the state of affairs of the Group during the financial year, other than disclosed above.

EVENTS AFTER THE REPORTING DATE

Other than as set out below, no matters or circumstances have arisen since the end of the year, which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in subsequent financial periods:

- On 19 January 2026, Yari announced the appointment of Courtney Taylor as Executive Director, as part of long term succession planning, with Anthony Italiano stepping down; and
- On 2 February 2026, Yari announced the declaration of a maiden Indicated Resource at Rolleston South of 33.74MT of Coal and a total indicated and inferred resource of 223.0MT, an overall increase of 17% from the previous resource estimate.

INFORMATION ON DIRECTORS

The Table below sets out each Director's relevant interest in shares and options over shares of the Company as at the date of this report:

Current Director	Number of ordinary shares	Number of options	Expiry date
Eduardo Robaina			
- Ordinary Shares	-	-	-
- Performance Rights	-	5,000,000	13-Aug-2030
Courtney Taylor			
- Ordinary Shares	-	-	-
Albert Thamm			
- Ordinary Shares	-	-	-

MEETINGS OF DIRECTORS

During the reporting period, 7 formal meetings of Directors (including committees of directors) were held. Attendances by each Director during the period were as follows:

Directors	Directors' Meetings	
	Eligible to attend	Attended
Eduardo Robaina	4	4
Anthony Italiano	7	7
Albert Thamm	3	3
Brad Marwood	3	3
Angela Pankhurst	2	2
William Withham	2	2

The full Board fulfils the role of remuneration, nomination and audit committees.

INDEMNITY AND INSURANCE OF OFFICERS

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of liability and the amount of the premium.

INDEMNITY AND INSURANCE OF AUDITOR

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

Remuneration Report (Audited)

The full Board fulfils the role of remuneration committee and is governed by the Group's adopted remuneration policy.

Remuneration Policy

This policy governs the operations of the Board. The Board shall review and reassess the policy at least annually and obtain the approval of the Board.

General Director Remuneration

Shareholder approval must be obtained in relation to the overall limit set for non-executive directors' fees. The Directors shall set individual Board fees within the limit approved by shareholders.

Shareholders must also approve the framework for any broad-based equity-based compensation schemes and if a recommendation is made for a director to participate in an equity scheme, that participation must be approved by the shareholders.

Executive Remuneration

The Group's remuneration policy for executive directors and senior management is designed to promote superior performance and long-term commitment to the Group. Executives receive a base remuneration which is market related and may be entitled to performance-based remuneration at the ultimate discretion of the Board.

Overall remuneration policies are subject to the discretion of the Board and can be changed to reflect competitive market and business conditions where it is in the interests of the Group and shareholders to do so.

Executive remuneration and other terms of employment are reviewed annually by the Remuneration Committee having regard to performance, relevant comparative information and expert advice.

The Group's remuneration policy reflects its obligation to align executive's remuneration with shareholders' interests and to retain appropriately qualified executive talent for the benefit of the Group. The main principles of the policy are:

- a) reward reflects the competitive market in which the Group operates;
- b) individual reward should be linked to performance criteria; and
- c) executives should be rewarded for both financial and non-financial performance.

The total remuneration of executives and other senior managers consists of the following:

- a) salary - executive directors and senior managers receive a sum payable monthly in cash;
- b) short term incentives - executive directors and nominated employees are eligible to participate in performance employee share option and performance rights schemes and a bonus or profit participation plan if deemed appropriate. Any option or performance right issues generally being made in accordance with thresholds set in plans approved by shareholders. The Board, however, considers it appropriate to retain the flexibility to issue options and performance rights to executives and nominated employees outside of approved employee option and performance right plans in exceptional circumstances;

Remuneration Report (Audited)

- c) long term incentives - executive directors may participate in share option and performance right schemes with the prior approval of shareholders. Nominated employees may also participate in employee share option and performance right schemes, with any option or performance right issues generally being made in accordance with thresholds set in plans approved by shareholders. The Board, however, considers it appropriate to retain the flexibility to issue options and performance rights to executives and nominated employees outside of approved employee option and performance right plans in exceptional circumstances; and
- d) other benefits - executive directors and senior managers are eligible to participate in superannuation schemes and other appropriate additional benefits.

Non-executive Remuneration

Shareholders approve the maximum aggregate remuneration for non-executive directors. The Remuneration Committee recommends the actual payments to directors and the Board is responsible for ratifying any recommendations, if appropriate. The maximum aggregate remuneration approved for non-executive directors is currently A\$250,000.

It is recognised that non-executive directors' remuneration is ideally structured to exclude equity-based remuneration. However, whilst the Group remains small and the full Board, including the non-executive directors, are included in the operations of the Group more closely than may be the case with larger companies the non-executive directors are entitled to participate in equity-based remuneration schemes.

All directors are entitled to have their indemnity insurance paid by the Group.

Bonus or Profit Participation Plan

Performance incentives may be offered to executive directors and senior management of the Group through the operation of a bonus or profit participation plan at the ultimate discretion of the Board.

Directors and Key Management Personnel

The following persons acted as Directors and/or Key Management Personnel (KMP) of the Group during or since the end of the financial period:

Directors

Eduardo Robaina	Non-executive Chairman (appointed 22 May 2025)
Courtney Taylor	Executive Director (appointed 19 January 2026)
Albert Thamm	Non-executive Director (appointed 1 July 2025)
Brad Marwood	Non-executive Chairman (retired 22 May 2025)
Anthony Italiano	Managing Director (retired 19 January 2026)
Angela Pankhurst	Non-executive Director (retired 30 April 2025)
William Witham	Non-executive Director (appointed 30 April 2025, retired 1 July 2025)

Company Secretaries

Dale Hanna	Company Secretary (appointed 11 August 2025)
Rudolf Tielman	Company Secretary (appointed 16 May 2025, resigned 11 August 2025)
Lucas Braceras	Company Secretary (resigned 16 May 2025)

DIRECTORS' REPORT

Remuneration Report (Audited)

Details of Remuneration for the year ended 31 December 2025

The remuneration for each Director and other KMP of Yari Minerals Limited during the year and the previous year was as follows:

Key Management Person	Salary and Fees				Superannuation	Share based Payments	Total Remuneration	Performance-based Remuneration
	Short-term Benefits	Short-term Benefits Bonus	Annual Leave	Consulting Fees	Post-employment Benefits			
	AUD	AUD	AUD	AUD	AUD	AUD	AUD	%
31-Dec-25								
Angela Pankhurst ¹	15,015	-	-	-	1,727	-	16,742	-
Anthony Italiano	248,692	6,331	-	-	26,467	8,700	290,190	2%
Albert Thamm ⁵	61,812	-	-	-	6,729	-	68,541	-
Bradley Marwood ²	31,250	5,471	-	-	-	-	36,721	-
Eduardo Robaina ³	45,833	-	-	20,100	-	4,350	70,283	4%
William Witham ⁴	7,474	-	-	-	860	-	8,334	-
	410,076	11,802	-	20,100	35,783	13,050	490,811	
31-Dec-24								
Angela Pankhurst	45,045	-	-	-	5,068	-	50,113	-
Brad Marwood	75,000	25,808	-	-	-	-	100,808	-
Anthony Italiano	247,183	25,808	103,016	-	22,080	-	398,087	-
Lucas Braceras	8,125	-	-	-	934	-	9,059	-
Rudolf Tieleman	5,793	-	-	-	-	-	5,793	-
	381,146	51,616	103,016	-	28,082	-	563,860	

¹ Angela Pankhurst resigned as a Director on 30 April 2025

² Brad Marwood resigned as a Director on 30 April 2025

³ Eduardo Robaina was appointed a Director on 22 May 2025

⁴ William Witham was appointed as a Director on 30 April 2025 and resigned on 1 July 2025

⁵ Albert Thamm was appointed as a Director on 1 July 2025

⁶ The Company re-assessed KMP in 2025 and determined the Company Secretaries are not KMP in 2025

DIRECTORS' REPORT

Remuneration Report (Audited)

Ordinary Shares held by KMP

Key Management Person	Held at start of year/ on appointment	Granted as compensation	Acquired	Other changes ¹	Held at year end
31-Dec-25					
Eduardo Robaina	-	-	-	-	-
Anthony Italiano	454,545	-	1,045,455	-	1,500,000
Alberth Thamm	-	-	-	-	-
Brad Marwood	47,417	-	-	(47,417)	-
Angela Pankhurst	46,195	-	-	(46,195)	-
William Witham	-	-	500,000	(500,000)	-
	548,157	-	1,545,455	(593,612)	1,500,000

31-Dec-24					
Angela Pankhurst	46,195	-	-	-	46,195
Brad Marwood	47,417	-	-	-	47,417
Anthony Italiano	454,545	-	-	-	454,545
	548,157	-	-	-	548,157

¹ Other changes include shares disposed on market and balance held at resignation.

Listed Options held by KMP

Key Management Person	Held at start of year/ on appointment	Granted as compensation	Expired	Held at year end
31-Dec-25				
Eduardo Robaina	-	-	-	-
Anthony Italiano	-	-	-	-
Alberth Thamm	-	-	-	-
Brad Marwood	-	-	-	-
Angela Pankhurst	-	-	-	-
William Witham	-	-	-	-
	-	-	-	-
31-Dec-24				
Angela Pankhurst	-	-	-	-
Brad Marwood	-	-	-	-
Anthony Italiano	454,545	-	(454,545)	-
	454,545	-	(454,545)	-

Remuneration Report (Audited)

Unlisted Options over ordinary shares held by KMP

Key Management Person	Held at start of year	Granted as compensation	Lapsed or expired	Other changes	Held at the end of year	Vested and exercisable at the end of the year
31-Dec-25						
Eduardo Robaina	-	-	-	-	-	-
Anthony Italiano	10,000,000	-	-	-	10,000,000	10,000,000
Alberth Thamm	-	-	-	-	-	-
Brad Marwood	-	-	-	-	-	-
Angela Pankhurst	-	-	-	-	-	-
William Witham	-	-	-	-	-	-
	10,000,000	-	-	-	10,000,000	10,000,000

31-Dec-24						
Angela Pankhurst	6,000,000	-	-	(6,000,000)	-	-
Brad Marwood	10,000,000	-	-	(10,000,000)	-	-
Anthony Italiano	20,000,000	-	-	(10,000,000)	10,000,000	10,000,000
	36,000,000	-	-	(26,000,000)	10,000,000	10,000,000

Performance Rights held by KMP

Key Management Person	Held at start of year	Granted as compensation	Exercised	Lapsed or expired	Held at the end of year	Vested and exercisable at the end of year
31-Dec-25						
Eduardo Robaina	-	5,000,000	-	-	5,000,000	-
Anthony Italiano	-	10,000,000	-	-	10,000,000	-
Alberth Thamm	-	-	-	-	-	-
Brad Marwood	-	-	-	-	-	-
Angela Pankhurst	-	-	-	-	-	-
William Witham	-	-	-	-	-	-
	-	15,000,000	-	-	15,000,000	-

31-Dec-24						
Angela Pankhurst	1,500,000	-	-	(1,500,000)	-	-
Brad Marwood	3,500,000	-	-	(3,500,000)	-	-
Anthony Italiano	2,000,000	-	-	(2,000,000)	-	-
	7,000,000	-	-	(7,000,000)	-	-

(i) Refer to Note 15(c) for details of the valuation of these rights.

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Employment contracts of directors and senior executives

The Group has the following service agreements with directors and senior executives:

Anthony Italiano

Fixed remuneration of \$335,000, including statutory superannuation (full-time basis).

The service contract is open ended and can be terminated by either party on 3 months written notice.

Albert Thamm

Fixed remuneration of \$100,000 including statutory superannuation (part-time basis), with an additional day rate of \$1,000 per additional workday including statutory superannuation.

The service contract is open ended and can be terminated by either party on 1 months written notice.

Eduardo Robaina

Non-executive chairman's fee of \$75,000 including statutory superannuation, with an additional day rate of \$1,000 per additional workday including statutory superannuation.

The director's engagement letter is open ended and can be terminated by either party immediately.

Group performance and link to remuneration

There is no director cash remuneration directly linked to performance of the Group, with options and performance rights based remuneration linked to the performance of the Group. A portion of bonus and incentive payments are at the discretion of the Board.

Voting and comments made at the Company's 2025 Annual General Meeting ("AGM")

The 31 December 2024 Remuneration Report was voted for without any commentary or discussion at the 2025 AGM, on a poll with proxy votes for of 81,310,157 and votes against of 307,554.

[End of Remuneration Report - Audited]

DIRECTORS' REPORT
SHARES UNDER OPTION

At the date of this report, the unissued ordinary shares of Yari Minerals Limited under option are:

Grant Date	Date of Expiry	Exercise Price (A\$)	Number Under Option
29 May 2023	30 May 2028	\$0.04	10,000,000
14 January 2025	1 January 2029	\$0.006	3,000,000
26 September 2025	21 September 2028	\$0.015	15,000,000
Total options over ordinary shares			28,000,000

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 for all or any part of these proceedings. The Company was not a party to any such proceedings during the period.

AUDITORS

HLB Mann Judd were appointed as auditors of the Company on 23 July 2019 and continue in office in accordance with section 327 of the Corporations Act 2001.

AUDITOR'S INDEPENDENCE

Section 307C of the Corporations Act 2001, requires our Auditors, HLB Mann Judd, to provide the Directors with an Independence Declaration in relation to the audit of the financial report. This Independence Declaration is set out on page 58 and forms part of the Directors' report for the year ended 31 December 2025.

This report is signed in accordance with a resolution of the Board of Directors pursuant to Section 306(3) of the Corporations Act 2001.



Eduardo Robaina
Non-executive Chairman
27 March 2026

FORWARD LOOKING STATEMENTS

This report contains forward looking statements and forward-looking information, which are based on assumptions and judgments of management regarding future events and results. Such forward-looking statements and forward-looking information involve known and unknown risks, uncertainties, and other factors which may cause the actual results, performance, or achievements of the Company to be materially different from any anticipated future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the actual market prices of coal, zinc and lead, the actual results of current exploration, the availability of debt and equity financing, the volatility in global financial markets, the actual results of future mining, processing and development activities, receipt of regulatory approvals as and when required and changes in project parameters as plans continue to be evaluated.

DIRECTORS' REPORT

Except as required by law or regulation (including the ASX Listing Rules), the Company undertakes no obligation to provide any additional or updated information whether because of new information, future events, or results or otherwise. Indications of, and guidance or outlook on, future earnings or financial position or performance are also forward-looking statements.

COMPETENT PERSON STATEMENT

The information in this report that relates to exploration results, JORC resource and metallurgical results, data collection and geological interpretation is based on information compiled by Mr Mark Biggs. Mr Biggs is the Principal Geologist for ROM Resources and is a Member of the Australasian Institute of Mining and Metallurgy (#107188). Mr Biggs is a director of ROM Resources, a company which is a shareholder of Yari Minerals Limited. ROM Resources provides occasional geological consultancy services to Yari Minerals Limited.

Mr Biggs has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that is being undertaken to qualify as Competent Person as defined in the 2012 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves' (JORC Code). Mr Biggs consents to the inclusion in this announcement of the matters based on their information in the form and context in which it appears. The information in this report that relates to Coal Resources is based on and fairly represents information and supporting documentation prepared by Mr Mark Biggs, a Competent Person who is a Member of the Australasian Institute of Mining and Metallurgy (#107188).

Mr Biggs has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken 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". They have also been carried out in accordance with the principles and guidelines of the "Australian Guidelines for the Estimation and Classification of Coal Resources 2014 Edition", prepared by the Guidelines Review Committee on behalf of the Coalfields Geology Council of New South Wales and the Queensland Resources Council. Mr Biggs has approved the Statement as a whole and consents to its inclusion in this report in the form and context in which it appears.

ASX LISTING RULE 5.23.2

Yari Minerals Limited confirms that it is not aware of any new information or data that materially affects the information included in this market announcement and that all material assumptions and technical parameters underpinning the estimates in this market announcement continue to apply and have not materially changed

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CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
For the year ended 31 December 2025

	Note	Year ended 31-Dec-25	Year ended 31-Dec-24
		\$	\$
Other income		13,050	-
Interest income		24,129	15,596
Exploration and evaluation expenses	5(a)	(2,452,532)	(427,845)
Administrative expenses	5(b)	(698,672)	(574,406)
Personnel expenses	5(c)	(626,068)	(850,439)
Foreign exchange gain/(loss)		(16,327)	24,165
Movement in fair value of financial assets	8	(41,316)	661,835
Loss from continuing operations before income tax expense		(3,797,736)	(1,151,094)
Income tax expense	6	-	-
Net loss for the year		(3,797,736)	(1,151,094)
Other comprehensive income, net of tax		-	-
Total comprehensive loss attributed to members of the parent entity		(3,797,736)	(1,151,094)
(Loss) per share from continuing operations			
Basic and diluted (loss) per share (cents per share)	7(a)	(0.60)	(0.24)
(Loss) per share from loss from continuing operations:			
Basic and diluted (loss) per share (cents per share)	7(a)	(0.60)	(0.24)

The accompanying notes form part of these financial statements

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 31 December 2025

	<i>Note</i>	As at 31-Dec-25 \$	As at 31-Dec-24 \$
Assets			
<i>Current assets</i>			
Cash & cash equivalents	23	1,274,808	1,798,701
Trade & other receivables	9	159,475	53,870
Financial assets	8	-	472,925
Lease receivable – current	11	52,591	-
Total current assets		1,486,874	2,325,496
<i>Non-current assets</i>			
Property, plant & equipment		5,415	-
Right of use asset	10	38,565	-
Lease receivable - non-current	11	40,325	-
Total non-current assets		84,305	-
Total assets		1,571,179	2,325,496
Liabilities			
<i>Current liabilities</i>			
Trade & other payables	12	343,618	154,079
Lease liability	13	69,625	-
Provisions – current	14	100,000	-
Total current liabilities		513,243	154,079
<i>Non-current liabilities</i>			
Lease liability	13	56,751	-
Provisions – non-current	14	-	32,679
Total non-current liabilities		56,751	32,679
Total liabilities		569,994	186,758
Net assets		1,001,185	2,138,738
Equity			
Issued capital	15(a)	56,968,509	54,486,685
Reserves	16	895,024	1,200,968
Accumulated losses		(56,862,348)	(53,548,915)
Total equity		1,001,185	2,138,738

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2025

	Issued capital	Accumulated losses	Share-based Payments Reserve	Foreign Currency Translation Reserve	Total
For the year ended 31 December 2025	\$	\$	\$	\$	\$
At 31 December 2024	54,486,685	(53,548,915)	716,665	484,303	2,138,738
Loss for the year after income tax from continuing operations	-	(3,797,736)	-	-	(3,797,736)
Total comprehensive loss for the period	-	(3,797,736)	-	-	(3,797,736)
Transactions with owners in their capacity as owners:					
Issue of new shares net of issuance costs	717,364	-	-	-	717,364
Shares issued on acquisition of Resource Chain	516,272	-	-	-	516,272
Issue of ordinary shares (net of costs)	1,403,341	-	-	-	1,403,341
Share based payments	-	-	23,206	-	23,206
Broker options issued	(155,153)	-	155,153	-	-
Reclassification of FCTR	-	484,303	-	(484,303)	-
	2,481,824	484,303	178,359	(484,303)	2,660,183
At 31 December 2025	56,968,509	(56,862,348)	895,024	-	1,001,185

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)
For the year ended 31 December 2024

	Issued capital	Accumulated losses	Share-based Payments Reserve	Foreign Currency Translation Reserve	Total
	AUD	AUD	AUD	AUD	AUD
For the year ended 31 December 2024	\$	\$	\$	\$	\$
At 31 December 2023	54,486,685	(52,397,821)	716,665	484,303	3,289,832
Loss for the year after income tax	-	(1,151,094)	-	-	(1,151,094)
Total comprehensive loss for the year	-	(1,151,094)	-	-	(1,151,094)
Transactions with owners in their capacity as owners:	-	-	-	-	-
At 31 December 2024	54,486,685	(53,548,915)	716,665	484,303	2,138,738

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS
For the year ended 31 December 2025

	For the twelve months ended 31-Dec-25	For the twelve months ended 31-Dec-24
	\$	\$
Cash flows from operating activities		
Receipts from customers	7,361	-
Payments to suppliers and employees	(2,384,918)	(1,922,442)
Receipts from interest	24,129	15,596
Net cash (outflow) from operating activities	(2,353,428)	(1,906,846)
Cash flows from investing activities		
Payments for property, plant and equipment	(5,415)	8,967
Proceeds from equity investments	431,609	2,783,767
Net cash inflow from investing activities	426,194	2,792,734
Cash flows from financing activities		
Proceeds from issue of shares	1,509,000	-
Payment of capital raising expenses	(105,659)	-
Net cash inflow from financing activities	1,403,341	-
Reconciliation of cashflow movement for the year		
Cash and cash equivalents at the beginning of the year	1,798,701	908,944
Foreign exchange translation	-	3,869
Net (decrease)/increase in cash	(523,893)	885,888
Cash and cash equivalents at the end of the year	1,274,808	1,798,701

The accompanying notes form part of these financial statements

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. SUMMARY OF MATERIAL ACCOUNTING POLICIES

This financial report includes the financial statements and notes of Yari Minerals Limited (“the Company”) and its controlled entities (the “Consolidated Entity” or “Group”).

The financial statements comply with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report, comprising the financial statements and notes thereto, complies with International Financial Reporting Standards (IFRS).

The separate financial statements of the parent entity, Yari Minerals Limited, have not been presented within this financial report as permitted by the Corporations Act 2001.

The financial statements were authorised for issue on 27 March 2026 by the directors of the Company.

Basis of preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the Corporations Act 2001. The financial report is presented in Australian Dollars (AUD) which is considered to be the Group’s functional and presentation currency. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

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. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

Except for cash flow information, the financial report has been prepared on an accruals basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial period.

Presentation and functional currency

The Company is domiciled in Australia, the functional and presentation currency of the Group is Australian Dollars, and all amounts are presented in Australian Dollars unless otherwise noted.

Going concern

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

As at 31 December 2025, the Group had available cash of \$1.275 million and a working capital surplus of \$0.974 million.

The cash flow forecast which the directors have relied upon for the purposes of the going concern assumption, makes certain assumptions in relation to future capital raising activities to support future exploration and corporate expenditures.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Based on the above, the Directors have reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable. The Directors consider that the going concern basis of preparation to be appropriate for the financial report.

However, should a future capital raising not be achieved, there is a material uncertainty that may cast significant doubt as to whether the Company will continue as a going concern and, therefore, whether it will be able to realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

a) Principles of Consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Yari Minerals Limited as at 31 December 2025 and the results of all subsidiaries for the period then ended. Yari Minerals Limited and its subsidiaries together are referred to in these financial statements as the 'Group'.

Subsidiaries are all those entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interests, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the statement of comprehensive income, statement of financial position and statement of changes in equity of the Group. Losses incurred by the Group are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the Group loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Group recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

b) Income Tax

The income tax expense/(benefit) for the period comprises current income tax expense/(benefit) and deferred tax expense/(benefit).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities/(assets) are therefore measured at the amounts expected to be paid to/(recovered from) the relevant taxation authority.

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

Current and deferred income tax expense/(benefit) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit of loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

c) Plant and Equipment

Each class of plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation and impairment losses.

Plant and equipment are measured on the cost basis and therefore carried at cost less accumulated depreciation and any accumulated impairment. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a revalued asset.

The carrying amount of plant and equipment is reviewed on each balance date by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Depreciation

The depreciable amount of all fixed assets is depreciated on a straight-line basis over the assets useful lives to the Group commencing from the time the asset is held ready for use.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Plant and equipment	10% - 33%
Office equipment	10% - 33%

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the statement of comprehensive income. When revalued assets are sold, amounts included in the revaluation surplus relating to that asset are transferred to accumulated losses.

d) Exploration and Evaluation Expenditure

Exploration and evaluation expenditure is expensed to the consolidated statement of profit or loss and other comprehensive income as and when it is incurred and included as part of cash flows from operating activities.

e) Financial Instruments*(i) Initial measurement*

All financial instruments are initially measured at fair value plus or minus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

(ii) Classification and subsequent measurement of financial assets

The classification of a financial asset is made at the time it is initially recognised and depends on whether the financial asset is an equity instrument or a debt instrument.

Equity instruments

All equity investments are measured at fair value in the consolidated statement of financial position, with value changes recognised in profit or loss, except for those equity investments for which the Group has elected to present fair value changes in 'other comprehensive income'.

If an equity investment is not held for trading, the Group can make an irrevocable election at initial recognition to measure it at fair value through other comprehensive income (FVTOCI) with only dividend income recognised in profit or loss. Currently all equity instruments are recognised at fair value through profit or loss.

(iii) Recognition and derecognition of financial assets

Regular way purchases and sales of financial assets are recognised on trade-date - the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(iv) Impairment of financial assets carried at amortised cost

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

amount of the asset is reduced and the amount of the loss is recognised in profit or loss. If a loan or receivable has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in profit or loss.

(v) Classification and subsequent measurement of financial liabilities

Financial liabilities held for trading are measured at fair value through profit or loss. All other financial liabilities are measured at amortised cost unless the fair value option is applied.

(vi) Derivatives

All derivatives, including those linked to unquoted equity investments, are measured at fair value. Value changes are recognised in profit or loss.

f) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when it is expected to be realised or intended to be sold or consumed in normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within twelve months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when it is expected to be settled in normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within twelve months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

g) Employee Benefits*Short term employee benefits*

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled within 12 months of the reporting date are recognised in current liabilities in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Long term employee benefits

The liability for long service leave not expected to be settled within 12 months of the reporting date is recognised in non-current liabilities, provided there is an unconditional right to defer settlement of the liability. The liability is measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

h) Equity-settled compensation

The Group provides benefits to Directors, employees and consultants in the form of shares, performance rights and option-based payments. The cost of these equity-settled transactions is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using an appropriate valuation technique that takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, and the risk free interest rate for the term of the option.

The fair value of options and performance rights granted is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options or performance rights granted, which includes any market performance conditions but excludes the impact of any service and non-market performance vesting conditions and the impact of any non-vesting conditions.

Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

i) Provisions

Provisions are recognised when the entity has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

j) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of 3 months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are reported within short-term borrowings in current liabilities in the statement of financial position.

k) Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. An allowance account (provision for impairment of trade receivables) is used when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

days overdue) are considered indicators that the trade receivable is impaired. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

The amount of the impairment loss is recognised in profit or loss within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectable in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in profit or loss.

l) Sublease income

Rental income arising from sublease arrangements that are classified as operating leases are accounted for on a straight-line basis over the term of the lease. The future undiscounted lease payments receivable within the next 12 months for non-cancellable periods total \$65,641 (31 December 2024: nil). There are no non cancel periods greater than 12 months for the groups operating sublease arrangements as at 31 December 2025.

m) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial period and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured.

n) 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.

o) Dividends

Dividends are recognised when declared during the financial period and no longer at the discretion of the Company.

p) Earnings/(loss) per share*Basic earnings/(loss) per share*

Basic earnings/(loss) per share is calculated by dividing the profit or loss attributable to the owners the parent, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial period, adjusted for bonus elements in ordinary shares issued or capital consolidations completed during the financial period.

Diluted earnings/(loss) per share

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

q) Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principle market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interest. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified, into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed each reporting date and transfers between levels are determined based on a reassessment of the lowest level input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

r) Goods and Services Tax (“GST”)

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included with other receivables or payables in the consolidated balance sheet.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

s) 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 Group.

Environmental Issues

Balances disclosed in the financial statements and notes thereto comply with environmental legislation, and the directors understanding thereof.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Taxation

Balances disclosed in the financial statements and the notes thereto, related to taxation are based on the best estimates of directors. These estimates take into account both the financial performance and position of the Group as they pertain to current income taxation legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents that directors' best estimate, pending assessments by the Australian Taxation Authorities.

Key Judgements –Share based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by a combination of internal and external sources using a Black-Scholes option pricing model and independent third-party valuations which comprised of a trinomial barrier option model.

Valuation of Rehabilitation Provision

Estimating the future cash flows to settle mine restoration obligations for rehabilitation due within one year and if due greater than one year, setting the discount rate used in the calculation of the rehabilitation provision .

t) Operating segments

Identification and measurement of segments under AASB 8 *Operating Segments* requires the 'management approach' to the identification measurement and disclosure of operating segments. The 'management approach' requires that operating segments be identified on the basis of internal reports that are regularly reviewed by the entity's chief operating decision maker, for the purpose of allocating resources and assessing performance. This could also include the identification of operating segments which sell primarily or exclusively to other internal operating segments.

u) Foreign Currency Transactions and balances*Functional and presentation currency*

The Company and all entities it controls utilise Australian Dollars (AUD) as the functional currency.

The consolidated financial statements are presented in AUD.

Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

v) Right of use asset

Under AASB16, as a lessee the Group recognises a right-of-use asset, representing its right to use the underlying asset, and a lease liability, for all leases with a term of more than 12 months; exempting those leases where the underlying asset is deemed to be of a low value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

The right-of-use asset is measured at cost, less any accumulated depreciation, and adjusted for any remeasurement of lease liabilities and for impairment losses, assessed in accordance with the Group's impairment policies. The cost of lease assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right of use assets are depreciated on a straight-line basis over the life of the lease. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is remeasured when there is a change in future lease payments arising from a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether purchase, renewal or termination options are reasonably certain to be exercised.

Where the Group acts as an intermediate lessor and subleases a right-of-use asset, the sublease is classified as either an operating lease or a finance lease by reference to the right-of-use asset arising from the head lease, rather than by reference to the underlying asset. Subleases that transfer substantially all the risks and rewards incidental to ownership of the right-of-use asset are classified as finance subleases.

For finance subleases, the Group derecognises the portion of the right-of-use asset that relates to the sublease and recognises a lease receivable, measured at the net investment in the sublease. The lease receivable is subsequently measured using the effective interest method, with interest income recognised over the lease term. Payments received reduce the lease receivable.

For operating subleases, the right-of-use asset continues to be recognised and depreciated, and lease income is recognised on a straight-line basis over the lease term.

w) Adoption of New and Revised Standards

Amendments to AASBs and the new Interpretations that are mandatory effective for the current period

In the year ended 31 December 2025, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current reporting period.

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

Standards and interpretations in issue not yet adopted

No other new standards, amendments to standards and interpretations are expected to affect the Group's consolidated financial statements and have not been early adopted.

2. SIGNIFICANT CHANGES DURING THE YEAR

In May 2025, Yari completed the acquisition of the Rolleston South Coal Project through the acquisition of 100% of the issued share capital of Resource Chain Pty Ltd.

Resource Chain Pty Ltd is the owner of EPC 2318 and EPC 2327 located in the Bowen Basin, Queensland with the acquisition terms being 72,353,672 fully paid ordinary shares on completion, 47,206,997 fully paid ordinary shares issued on the date of shareholder approval

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

and 86,045,322 Performance Rights with a vesting criteria declaration of a JORC inferred coal resource greater than 100 Mt, expiring in 5 years from completion.

There have not been any other significant changes in the state of affairs of the Group during the financial year, other than disclosed above.

3. OPERATING SEGMENTS

The Group considers that it has operated in the reportable segments of exploration and corporate.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is the Board, who are responsible for allocating resources and assessing performance of the operating segments.

The details of the operations within each group segment are as follows:

- Exploration - the Rolleston South Coal Project located in Queensland and the Pilbara Lithium projects located in Western Australia; and
- Corporate – all other expenses not allocated to operating segments as they are not considered part of the core operation of any segment.

		Exploration year ended 31-Dec-25	Corporate year ended 31-Dec-25	Total year ended 31-Dec-25
	Note	\$	\$	\$
Other income		-	13,050	13,050
Interest income		-	24,129	24,129
Exploration and evaluation expenses	5(a)	(2,452,532)	-	(2,452,532)
Administrative expenses	5(b)	(11,258)	(687,414)	(698,672)
Personnel expenses	5(c)	(142,567)	(483,501)	(626,068)
Foreign exchange gain/(loss)		(603)	(15,724)	(16,327)
Movement in fair value of financial assets	8	-	(41,316)	(41,316)
Profit/(Loss) before income tax expense		(2,606,960)	(1,190,776)	(3,797,736)
Income tax expense	6	-	-	-
Net loss for the year		(2,606,960)	(1,190,776)	(3,797,736)
Segment Assets		-	1,571,179	1,571,179
Segment Liabilities		-	569,994	569,994

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

		Exploration	Corporate	Total
	Note	year ended 31-Dec-24	year ended 31-Dec-24	year ended 31-Dec-24
		\$	\$	\$
Other income		-	-	-
Interest income		-	15,596	15,596
Exploration and evaluation expenses	5(a)	(427,845)	-	(427,845)
Administrative expenses	5(b)	-	(574,406)	(574,406)
Personnel expenses	5(c)	-	(850,439)	(850,439)
Foreign exchange gain/(loss)		-	24,165	24,165
Movement in fair value of financial assets	8	-	661,835	661,835
Profit/(Loss) before income tax expense		(427,845)	(723,249)	(1,151,094)
Income tax expense	5	-	-	-
Net loss for the year		(427,845)	(723,249)	(1,151,094)
Segment Assets		-	2,325,496	2,325,496
Segment Liabilities		-	186,758	186,758

4. DIVIDENDS

The Company did not pay or propose any dividends in the full year ended 31 December 2025.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

5. PROFIT AND LOSS INFORMATION**(a) Expenses**

	Year ended 31-Dec-25 \$	Year ended 31-Dec-24 \$
a) Exploration and evaluation expenses		
Value of shares issued to acquire Resource Chain Pty Ltd deemed to be exploration and evaluation expenditure (refer to note 25)	(1,233,454)	-
Other exploration and evaluation expenditure	(1,219,078)	(427,845)
	(2,452,532)	(427,845)
b) Administrative expenses		
Administration	(111,498)	(153,750)
Consultancy and legal expenses	(226,679)	(267,771)
Compliance and regulatory expenses	(79,141)	(63,817)
Communication	(157,885)	(1,983)
Depreciation and amortisation	(6,994)	-
Occupancy	(27,386)	(35,300)
Travel and accommodation	(34,087)	(2,514)
Audit fees	(55,002)	(49,271)
	(698,672)	(574,406)
c) Personnel expenses		
Directors' salaries and fees	(154,333)	(193,233)
Employee expenses	(394,576)	(589,487)
Superannuation expenses	(46,180)	(67,719)
Bonuses	(7,773)	-
Share-based payments	(23,206)	-
	(626,068)	(850,439)

6. INCOME TAX

	Year ended 31-Dec-25 \$	Year ended 31-Dec-24 \$
(Loss) before income tax	(3,797,736)	(1,151,094)
Tax benefit at the 30% income tax rate	(1,139,320)	(345,328)
Non-deductible permanent differences	-	-
Income tax benefit not brought to account	(1,139,320)	(345,328)
Income tax attributable to operating loss	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

6. INCOME TAX (CONTINUED)**(a) Carry forward tax losses, imputation credits and tax consolidation**

The Directors estimate the potential deferred tax assets carried forward at the income tax rate of 30% (2024: 30% tax rate) attributable to tax losses and exploration expenditure expensed as incurred, amount to approximately \$6,385,539 (2024: \$4,976,526) and capital losses of \$7,499,360 (2024: \$7,499,360) have not been brought to account at 31 December 2025 because the directors do not believe it is appropriate to regard realisation of the deferred tax assets as probable at this point in time. These benefits will only be obtained when:

- i. the Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss and exploration expenditure to be realised;
- ii. the Group has a history of reporting profitability and its financial forecasts indicate it will report future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss and exploration expenditure to be realised;
- iii. the Group continues to comply with conditions for deductibility imposed by law; and
- iv. no changes in tax legislation adversely affect the Group in realising the benefit from the deductions for the loss and exploration expenditure.

The Group has no imputation credits at 31 December 2025.

Yari Minerals Limited and its wholly owned subsidiaries implemented the tax consolidation regime from 1 July 2018. Westoz Lithium Pty Ltd and Resource Chain Pty Ltd joined the tax consolidated group on their acquisition as at 1 July 2022 and 1 June 2025 respectively. Yari Minerals Limited is the head entity in the tax consolidated group. On adoption of tax consolidation, the entities in the tax consolidated group did not enter into a tax sharing agreement.

7. EARNINGS/(LOSS) PER SHARE

	Year ended 31-Dec-25	Year ended 31-Dec-24
	\$	\$
a) Basic loss per share attributable to the ordinary equity holders of the Company (cents per share)	(0.60)	(0.24)
Basic loss per share from continuing operations attributable to the ordinary equity holders of the Company (cents per share)	(0.60)	(0.24)
Net loss for the year attributable to the ordinary equity holders of the Company	(3,797,736)	(1,151,094)
b) Loss from continuing operations	(3,797,736)	(1,151,094)
c) Weighted average number of shares on issue during the financial year used in the calculation of basic loss per share	631,254,869	482,357,813

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Potential ordinary shares are not considered dilutive, therefore the same number of weighted average ordinary shares was used in calculating both basic and diluted loss per.

8. FINANCIAL ASSETS

	Year ended 31-Dec-25	Year ended 31-Dec-24
Current		
Listed shares – Impact Silver	-	472,925
	-	472,925

Movements	Year ended 31-Dec-25	Year ended 31-Dec-24
Opening Balance	472,925	2,594,857
Proceeds on Sale	(431,609)	(2,783,767)
Add Fair value adjustment	(41,316)	661,835
Closing Balance	-	472,925

The Company disposed of its shares in Impact Silver Corp (TSX-V: IPT) during the twelve months ended 31 December 2025.

Fair value measurement hierarchy

The Group is required to classify all assets and liabilities, measured at fair value, using a three-level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement.

The Company utilised Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date with respect to the fair value of the Impact Silver Corp shareholding.

9. TRADE AND OTHER RECEIVABLES

	Year ended 31-Dec-25	Year ended 31-Dec-24
	\$	\$
Trade debtors	5,689	-
Other receivables	95,727	18,394
Prepayments	58,059	35,476
	159,475	53,870

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

10. RIGHT OF USE ASSET

	31-Dec-25	31-Dec-24
	\$	\$
Non-current asset		
Right of use asset - office	45,559	-
Accumulated depreciation	(6,994)	-
	38,565	-
<i>Movement in right of use asset</i>		
Opening balance	-	-
Additions – right of use asset	45,559	-
Depreciation charge	(6,994)	-
	38,565	-

11. LEASE RECEIVABLE

On 1 October 2025, the Group executed sublease arrangements in respect of its head lease at Suite 5, 420 Bagot Road Subiaco.

	31-Dec-25	31-Dec-24
	\$	\$
Current assets		
Lease receivable – current	52,591	-
Non-current assets		
Lease receivable - non-current	40,325	-
	92,916	-
<i>Movements in lease receivable</i>		
Opening balance	-	-
Initial recognition of finance sublease receivable – Market Bull	50,963	-
Initial recognition of finance sublease receivable – NFM	50,963	-
Finance sublease income	4,040	-
Sublease payments received	(13,050)	-
	92,916	-

Accounting policy for lease receivables

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The classification of the sublease is determined with reference to the ROU asset arising from the head lease. The Group has determined it has both operating and finance subleases as at 31 December 2025.

Where the sublease is treated as a finance lease, the Group derecognises the ROU asset and recognises a sublease receivable with the difference taken to the Consolidated statement of profit or loss and other comprehensive income as a gain or loss. Sublease receivables are subsequently remeasured if there is a change in the lease term.

The sublease receivable is remeasured and assessed for impairment at each reporting date in accordance with AASB 9 Financial Instruments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

11. LEASE RECEIVABLE (CONTINUED)

Undiscounted minimum lease payments receivable in respect of the lease receivables are as follows;

	31-Dec-25	31-Dec-24
	\$	\$
Less than 1 year	48,670	-
1-2 years	44,246	-
	92,916	-

12. TRADE AND OTHER PAYABLES

	31-Dec-25	31-Dec-24
	\$	\$
Trade creditors	209,374	89,558
Other payables and accruals	62,024	39,575
Employee leave provisions	72,220	24,946
	343,618	154,079

13. LEASE LIABILITY

	31-Dec-25	31-Dec-24
	\$	\$
Current liabilities		
Lease liability – current	69,625	-
Non-current liabilities		
Lease liabilities - non-current	56,751	-
	126,376	-
Amounts recognised in the profit or loss		
Interest on lease liability	1,367	-
Outgoings and other sundry costs	2,525	-
Amounts recognised in the statement of cash flows		
Payments for lease liability	12,524	-

The Group's lease liability relates to the office lease for Suite 5, 420 Bagot Road Subiaco.

Refer to Note 23 for the lease liability maturity analysis based on the contractual undiscounted cashflows.

14. PROVISIONS

	31-Dec-25	31-Dec-24
	\$	\$
Current liabilities		
Provisions for rehabilitation (i)	100,000	-
Non-current liabilities		
Provisions for long service leave	-	32,679
	100,000	32,679

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Movements in provision for rehabilitation

Opening balance	-	-
Initial recognition of disturbance	100,000	-
	100,000	-

(i) The provision for rehabilitation relates to the Group's rehabilitation requirements for the Rolleston South project following the exploration drilling programme undertaken during the year.

15. ISSUED CAPITAL**a) Share capital**

	31-Dec-25	31-Dec-25	31-Dec-24	31-Dec-24
	Number of shares	\$	Number of shares	\$
Ordinary shares paid net of costs	839,463,804	56,968,509	482,357,813	54,486,685

Reconciliation of movement in Issued capital	Issue price (A\$ cents)	Number of shares	\$
Balance at 1 January 2024		482,357,813	54,486,685
Balance at 31 December 2024		482,357,813	54,486,685
Balance at 1 January 2025		482,357,813	54,486,685
Issue of ordinary shares - Resource Chain purchase consideration	Nil	119,560,669	714,364
Issue of ordinary shares on conversion of Performance Rights – Resource Chain acquisition	Nil	86,045,322	516,272
Issue of ordinary shares on conversion of options	0.06	1,500,000	9,000
Issue of ordinary securities – placement	0.01	150,000,000	1,500,000
Capital raising and broker option fees		-	(260,812)
Balance at 31 December 2025		839,463,804	56,968,509

b) Options over ordinary shares

	31-Dec-25	31-Dec-25	31-Dec-24	31-Dec-24
<i>Options over ordinary shares</i>	Number of options	Exercise price per option (\$)	Number of options	Exercise price per option (\$)
Outstanding at the beginning of the period	10,000,000		144,000,000	0.04
Granted – Unlisted options (i)	4,500,000	0.006		
Granted – Unlisted options (ii)	15,000,000	0.015	-	-
Converted – Unlisted options	(1,500,000)	0.006	-	-
Expired – Listed options	-	-	(100,000,000)	0.04
Expired – Unlisted options	-	-	(34,000,000)	0.04
Outstanding at the end of the period	28,000,000		10,000,000	
Exercisable at the end of the period	28,000,000		10,000,000	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

15. ISSUED CAPITAL (CONTINUED)

(i) Options were granted to an employee during the period. These options are exercisable at \$0.006 each and expire on 8 January 2030. They have been valued at \$0.347 each using the Black & Scholes pricing model with the following assumptions:

- Grant date – 9/1/25
- Expiry date – 8/1/30
- Exercise price – \$0.006
- Grant date share price – \$0.003
- Volatility – 115%
- Risk-free rate – 4.1%

(ii) Broker options were granted during the period. These options are exercisable at \$0.015 each and expire on 21 September 2028. They have been valued at \$0.0103 each using the Black & Scholes pricing model with the following assumptions:

- Grant date – 18/9/25
- Expiry date – 21/9/28
- Exercise price – \$0.015
- Grant date share price – \$0.011
- Volatility – 173%
- Risk-free rate – 3.37%

Options granted carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share of the Company.

Weighted average remaining life of options over ordinary shares is 31.95 months (31 December 2024: 41.0 months).

Weighted average price of the remaining options is A\$0.023 per option (31 December 2024: A\$0.04).

c) Performance Rights over ordinary shares

	31-Dec-25	31-Dec-25	31-Dec-24	31-Dec-24
<i>Options over ordinary shares</i>	Number of rights	Exercise price per right(\$)	Number of rights	Exercise price per right (\$)
Outstanding at the beginning of the period	-	-	-	-
Granted – Unlisted rights (i)	15,000,000	-	-	-
Granted – Unlisted rights (ii)	86,045,322	-	-	-
Converted – Unlisted rights	(86,045,322)	-	-	-
Expired – Unlisted rights	-	-	-	-
Outstanding at the end of the period	15,000,000	-	-	-
Exercisable at the end of the period	-	-	-	-

(i) Performance Rights were granted to directors during the period. These performance rights are exercisable at a nil value and expire on 13 August 2030. The rights will vest upon the Company achieving a market capitalisation of at least \$100 million for a period of at least 14 trading days. They have been valued at 0.878 cents each using a Binomial pricing model with the following assumptions:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

15. ISSUED CAPITAL (CONTINUED)

- Grant date – 14/7/25
- Expiry date – 13/8/30
- Exercise price – nil
- Grant date share price – \$0.01
- Volatility – 188.3%
- Risk-free rate – 3.688%

- (ii) Performance Rights were issued to the vendors of Resource Chain Pty Ltd as part of the purchase considered and valued at the share price on the date of grant and conversion. These rights expire five years from their issue date and vest upon the Company announcing that it had achieved an Inferred JORC 2012 Mineral Resource of >100 Mt of coal at the Rolleston South Coal Project. These rights were issued on 15 July 2025, being the date of shareholders' approval, and vested immediately as the Company had already announced a resource >100 Mt. The rights were recorded at \$0.006 per right, being the Company's share price on 15 July 2025.

d) Capital management

The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

	31-Dec-25	31-Dec-24
	\$	\$
Cash and cash equivalents	1,274,808	1,798,701
Financial assets	-	472,925
Trade and other receivables	159,475	53,870
Lease receivable – current	52,591	
Trade and other payables	(343,618)	(154,079)
Provisions for rehabilitation	(100,000)	-
Lease liability	(69,625)	-
Working capital position	973,631	2,171,417

16. RESERVES

	31-Dec-25	31-Dec-24
	\$	\$
Share-based payments reserve	895,024	716,665
Foreign currency translation reserve	-	484,303
	895,024	1,200,968

	31-Dec-25	31-Dec-24
	\$	\$
(i) Movement in Share-based payments reserve		
Balance at the beginning of the year	716,665	716,665
Share-based payment expense	23,206	-
Broker options issued	155,153	
Balance at the end of the year	895,024	716,665

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

The share-based payment reserve is in relation to the recognition of share-based payment expenses.

The foreign currency translation reserve represents the translation of the Group's assets and liabilities held in currencies other than the Australian Dollar.

17. KEY MANAGEMENT PERSONNEL

Names and positions held of the entity's key management personnel in office at any time during the financial period and the comparative period are:

Mr. Eduardo Robaina	Non-executive Chairman (appointed 22 May 2025)
Mr. Brad Marwood	Non-executive Chairman (resigned 22 May 2025)
Mr. Anthony Italiano	Managing Director
Mr. Albert Thamm	Technical Director (appointed 1 July 2025)
Ms. Angela Pankhurst	Non-executive Director (resigned 30 April 2025)
Mr. William Witham	Non-executive Director (appointed 30 April 2025, resigned 1 July 2025)

Salary and fees

The aggregate compensation made to directors and other members of key management personnel of the Group is set out below:

	31-Dec-25	31-Dec-24
	\$	\$
Short term benefits	441,978	535,778
Share-based payments	13,050	-
Post-employment benefits	35,783	28,082
	490,811	563,860

Other transactions with key management personnel

There were no other transactions with key management personnel during the year.

18. SHARE-BASED PAYMENTS**a) Non-plan payments**

The Group may at times issue share-based payments to Directors, Employees, consultants and/or service providers from time to time, not under any specific plan. The shares and options are issued for nil consideration and in accordance with the specific guidelines established by the Directors of the Group. Any share-based payment to Directors requires the approval of shareholders at a general meeting. The vesting period and maximum term of shares or options granted vary according to the Board's discretion.

c) Expenses arising from share-based payment transactions

During the year, the Group recognised a share-based payment expense of \$23,206 (31 December 2024: nil).

d) Shares granted as compensation

No shares were granted as compensation during the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

18. SHARE BASED PAYMENTS (CONTINUED)**e) Performance rights granted**

At the General Meeting held on 15 July 2025, shareholders approved:

- the issue of 5,000,000 performance rights to Mr. Eduardo Robaina and 10,000,000 performance rights to Mr. Anthony Italiano. These rights expire 5 years from the date of issue and will vest upon the Company achieving a market capitalisation of at least \$100 million for a period of at least 14 trading days; and
- the issue of 86,045,322 performance rights to the vendors of Resource Chain Pty Ltd. These rights expire 5 years from the date of issue and will vest upon the Company achieving a JORC mineral resource greater than 100MT of coal at the Rolleston South project. The vesting criteria was met and converted to fully paid ordinary shares on 15 July 2025.

Refer to Note 15(c) for details of the valuation of these rights. The total value of \$131,700 is being expensed over the vesting period, with an expense of \$13,050 being recognised in the current year.

f) Options over ordinary shares granted

During the year:

- 15,000,000 unlisted options were issued to CPS Securities as part of the fee for the placement completed in September 2025; and
- 4,500,000 unlisted options were issued under the employee option scheme, with 1,500,000 exercised and converted to fully paid ordinary shares during the year.

Refer to Note 15(b) for details of the valuation of these options. The total value of the employee options of \$10,156 has been expensed in the current year as these options vested immediately.

19. RELATED PARTIES

The consolidated entity in this report consists of Yari Minerals Limited, a company domiciled in Australia, and the entities it controlled at the end of, or during the year ended 31 December 2025.

a) Group entities

Subsidiaries of Yari Minerals Limited	Country of Incorporation	Percentage Owned (%)	
		31-Dec-25	31-Dec-24
Arena Exploration Pty Ltd (deregistered 5-Nov-25)	Australia	-	100
LAZ Holdings Pty Ltd (deregistered 5-Nov-25)	Australia	-	100
WestOz Lithium Pty Ltd	Australia	100	100
Resource Chain Pty Ltd	Australia	100	-

20. PARENT INFORMATION

	31-Dec-25	31-Dec-24
	\$	\$
Statement of Financial Position		
Current assets	1,405,794	2,322,713
Non-current assets	-	-
Total assets	1,405,794	2,322,713
Current liabilities	(247,858)	(154,748)
Non-current liabilities	(156,751)	(32,678)
Total liabilities	(404,609)	(187,426)
Net assets	1,001,185	2,135,287
Issued capital	56,968,509	54,486,580
Reserves	895,024	1,200,968
Accumulated losses	(56,862,348)	(53,552,261)
Total equity	1,001,185	2,135,287
Statement of Comprehensive Income		
Total loss	(4,327,296)	(1,154,595)
Total comprehensive loss	(4,327,296)	(1,154,595)

21. COMMITMENTS AND CONTINGENCIES**a) Commitments**

The Group has commitments in respect of its tenement annual rental and licence costs in Australia, payable as follows:

	31-Dec-25	31-Dec-24
	\$	\$
Not later than 12 months	291,167	292,000
Between 12 months and 5 years	1,267,334	640,000
	1,558,501	932,000

b) ContingenciesContingent Assets

There are no contingent assets.

Contingent Liabilities

There are no contingent liabilities.

22. CASH FLOW INFORMATION**a) Reconciliation of loss after income tax to net cash outflow from operating activities**

	31-Dec-25	31-Dec-24
	\$	\$
Reconciliation of (loss)/profit after income tax to net cash outflow from operating activities		
Loss after income tax	(3,797,736)	(1,151,094)
Depreciation and amortisation	6,994	-
Non-cash exploration expenses	1,343,916	-
Share-based payment expense	23,206	-
Assets written off	-	8,128
Interest/Finance expense	(11,749)	(11,978)
Movement in fair value of financial assets	41,316	(661,835)
Cost of disposal of financial asset	-	-
Decrease/(Increase) in current trade and other receivables	(105,605)	6,735
Increase/(Decrease) in trade and other payable	146,230	(96,802)
Net cash outflow from operating activities	(2,353,428)	(1,906,846)

23. FINANCIAL INSTRUMENTS**(a) Financial Risk Management**

The Group is exposed to financial risks through the normal course of its business operations. The key risks impacting the Group's financial instruments are considered to be foreign currency risk, liquidity risk, commodity price risk and credit risk. The Group's financial instruments exposed to these risks are cash and cash equivalents, trade and other receivables, trade payables and borrowings.

The Managing Director and Chief Financial Officer monitor the Group's risks on an ongoing basis and report to the Board. The Group currently does not use derivative financial instruments as part of its risk management process.

(i) Foreign Currency risk

The Group operates domestically within Australia and is exposed to foreign exchange risk arising from various currency exposures. The Group's functional currency is Australian Dollars ("AUD or \$"); proceeds from the sale of Impact Silver Corp. shares are denominated in Canadian Dollars ("CAD"), and the 12.0% net profit royalties from the Plomosas Mine, Mexico are paid in United States Dollars but exposed to the Plomosas Mine, Mexico revenues and operating costs, which are denominated in United States Dollars and/ Mexican Peso's.

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities that are denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

Management's policy is to manage foreign exchange risk against the functional currency. Management manage foreign exchange risk by continuously monitoring forecasts and spot prices of foreign currency.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

23. FINANCIAL INSTRUMENTS (CONTINUED)

The carrying amounts of the Group's financial assets and liabilities are denominated in Australian Dollars except as set out below:

	31-Dec-25	31-Dec-24
	\$	\$
Cash and cash equivalents held in USD	32,944	317,762
Cash and cash equivalents held in AUD	1,241,864	1,480,939
Trade and other receivables in AUD	159,475	53,870
Financial Assets in CAD	-	472,925
Trade and other payables in AUD	(343,618)	(154,079)
	1,090,665	2,171,417

Group sensitivity

Based on the financial instruments held at 31 December 2025, had the above currencies strengthened/weakened by 10% against the Australian Dollar, with all other variables held constant, the Group's post-tax loss for the year would have been approximately \$2,995 lower/\$3,294 higher (31 December 2024: \$227,163 lower/\$227,163 higher, mainly as a result of foreign exchange gains/losses on translation of financial instruments denominated in United States and Canadian Dollars).

(ii) Interest rate risk

The Group does not have any debt that may be affected by interest rate risk. Cash balances held by the group are subject to interest rate risk.

Market risks

There are no market based risks as at the reporting date.

Liquidity risks

Ultimate responsibility for liquidity risk management rests with the Board of Directors, who oversee a liquidity risk management framework for the management of the Group's funding and liquidity management requirements. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and ensuring there are appropriate plans in place to finance these future cash flows.

The totals for each category of financial instruments at 31 December 2025 were as follows:

	31-Dec-25	31-Dec-24
<i>Financial assets and liabilities</i>	\$	\$
Financial assets		
Cash and cash equivalents	1,274,808	1,798,701
Financial assets	-	472,925
Trade and other receivables – current	159,475	53,870
Lease receivable	92,916	-
Total Financial Assets	1,527,199	2,325,496
Financial Liabilities		
Trade and other payables	(343,618)	(154,079)
Lease liability	(126,376)	-
Total Financial Liabilities	(469,994)	(154,079)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

23. FINANCIAL INSTRUMENTS (CONTINUED)

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Weighted average interest rate	1 year or less	Between 1 and 2 years	Between 2 and 5 years	Total Contractual	Remaining contractual maturities
<i>Financial liabilities</i>	AUD	AUD	AUD	AUD	AUD	AUD
As at December 2025						
Non-derivatives						
Non-interest bearing						
Trade and other payables	-	343,618	-	-	343,618	343,618
Interest bearing – fixed rate						-
Lease liability	3.0%	69,625	56,751	-	-	126,376
Total non-derivatives		413,243	56,751	-	343,618	469,994
As at December 2024						
Non-derivatives						
Non-interest bearing						
Trade and other payables		154,079	-	154,079	154,079	154,079
Interest bearing – fixed rate						-
Lease liability		-	-	-	-	-
Total non-derivatives		154,079	-	154,079	154,079	154,079

Credit risk

The Group's maximum exposures to credit risk in relation to each class of recognised financial asset is the carrying amount of those assets as indicated in the Statement of financial position. Credit risk arises from the non-performance by counterparties of contractual financial obligations. Credit risk arises from cash and cash equivalents, deposits with banks, credit exposures to any outstanding receivables and committed transactions.

Management assesses the credit quality by taking into account Financial Position, past experience and other factors. For banks and financial institutions, management considers independent ratings. If there is no independent rating, risk control assesses the credit quality of the parties, taking into account its financial position, past experience and other factors.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the Statement of financial position and notes to the financial statements. The Group's maximum to credit risk at reporting date was:

	31-Dec-25	31-Dec-24
	\$	\$
Lease receivable	92,916	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

23. FINANCIAL INSTRUMENTS (CONTINUED)

The Group is exposed to credit risk in relation to its sublease receivables held at amortised cost. As these receivables are not yet past due, management considers the credit risk in relation to these receivables to be negligible and no allowance for expected credit losses has been recognised as at 31 December 2025.

(b) Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. The fair values of the Group's non-derivative financial assets and financial liabilities approximate their carrying values.

	Floating interest rate AUD	Fixed interest rate 1 year or less AUD	Non-interest bearing AUD	Total AUD	Weighted effective interest rate %
At 31 December 2025					
Financial assets					
Cash	1,222,237	-	52,571	1,274,808	1.97%
Trade and other receivables - current	-	-	159,475	159,475	0%
Total non-derivative financial assets	1,222,237	-	212,046	1,434,283	0%
Financial liabilities					
Trade and other payables	-	-	(343,618)	(343,618)	0%
Total non-derivative financial liabilities	-	-	(343,618)	(343,618)	0%
At 31 December 2024					
Financial assets					
Cash	1,365,933	-	432,769	1,798,702	1.2%
Investments held for trading	-	-	472,925	472,925	0%
Trade and other receivables - current	-	-	53,870	53,870	0%
Total non-derivative financial assets	1,365,933	-	959,564	2,325,497	0%
Financial liabilities					
Trade and other payables	-	-	(154,079)	(154,079)	0%
Total non-derivative financial liabilities	-	-	(154,079)	(154,079)	0%

24. EVENTS OCCURRING AFTER THE REPORTING PERIOD

Other than as set out below, no matters or circumstances have arisen since the end of the year, which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in subsequent financial periods:

- On 19 January 2026, Yari announced the appointment of Courtney Taylor as Executive Director, as part of long term succession planning, with Anthony Italiano stepping down; and
- On 2 February 2026, Yari announced the declaration of a maiden Indicated Resource at Rolleston South of 33.74MT of Coal and a total indicated and inferred resource of 223.0MT, an overall increase of 17% from the previous resource estimate.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

25. ACQUISITION OF RESOURCE CHAIN PTY LTD

On 4 May 2015, the Company entered into a Share Purchase Agreement to acquire 100% of the issued share capital of Resource Chain Pty Ltd, the holder of a 100% legal and beneficial interest in tenements which together comprise the Rolleston South Coal Project.

The acquisition is not considered to be a business combination and has been accounted for as an asset acquisition. Consideration for the acquisition comprised the following:

- The issue of 72,353,672 completion consideration shares – issued on 19 May 2025;
- The issue of 47,206,997 deferred consideration shares - issued on 15 July 2025, being the date of shareholders' approval; and
- The issue of 86,045,322 performance rights expiring 5 years from their issue date, vesting and convertible into fully paid ordinary shares upon the Company announcing that it had achieved an Inferred JORC 2012 Mineral Resource of >100 Mt of coal at the Rolleston South Coal Project. These performance rights were issued on 15 July 2025, being the date of shareholders' approval. The rights vested immediately as the Company had already announced a resource >100 Mt. As a result, 86,045,322 fully paid shares were issued.

Consideration	As at 31-Dec-25 \$
(i) 72,353,672 fully paid shares at \$0.006	434,122
(ii) 47,206,997 fully paid shares at \$0.006 (date control gained)	283,242
(iii) 86,045,322 performance rights at \$0.006 (date control gained)	516,272
Total Consideration	1,233,636
Less: Net assets of Resource Chain Pty Ltd	182
Excess consideration deemed to be Exploration and Evaluation asset (expensed in accordance with the Company's accounting policy) – Note 5(a)	<u>1,233,454</u>

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

As at 31 December 2025

Name of entity	Type entity	Ownership interest	Country of Incorporation	Tax Residence
Yari Minerals Limited	Body corporate	Parent	Australia	Australia
WestOz Lithium Pty Ltd	Body corporate	100%	Australia	Australia
Resource Chain Pty Ltd	Body corporate	100%	Australia	Australia

Basis of Preparation

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

Consolidated Entity

This CEDS includes only those entities consolidated as at the end of the financial year, in accordance with AASB 10: Consolidated Financial Statements.

Determination of Tax Residency

Section 295.3A of the Corporations Act 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involved judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the Consolidated Entity has applied the following interpretations:

- Australian tax residency

The Consolidated Entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance.

DIRECTORS' DECLARATION

In the directors' opinion:

- (a) The financial statements and notes set out on pages 21 to 56 are in accordance with the *Corporations Act 2001*, including:
 - (i) Complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements, and
 - (ii) Giving a true and fair view of the Group's financial position as at 31 December 2024 and of its performance for the year ended on that date,
- (b) There are reasonable grounds to believe that Yari Minerals Limited will be able to pay its debts as and when they become due and payable, and
- (c) The information disclosed in the attached consolidated entity disclosure statement is true and correct.

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



Eduardo Robaina
Non-executive Chairman
Perth

27 March 2026

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Yari Minerals Limited for the year ended 31 December 2025, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Perth, Western Australia
27 March 2026



L Di Giallonardo
Partner

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INDEPENDENT AUDITOR'S REPORT

To the Members of Yari Minerals Limited

Report on the Audit of the Financial Report*Opinion*

We have audited the financial report of Yari Minerals Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

- (a) giving a true and fair view of the Group's financial position as at 31 December 2025 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the 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 (including Independence Standards)* ("the Code") that are relevant to audits of the financial report of public interest entities 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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Key Audit Matters

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

In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed the key audit matter
<p>Acquisition accounting for Resource Chain Pty Ltd Refer to Note 25</p> <p>During the year, the Company acquired 100% of the issued capital of Resource Chain Pty Ltd for consideration comprising the issue of fully paid shares and issue of performance rights in Yari Minerals Limited.</p> <p>The acquisition was accounted for as an asset acquisition as the activities of Resource Chain Pty Ltd did not constitute a business, due to the only assets acquired being rights to tenure of exploration assets.</p> <p>We considered this to be a key audit matter due to the size of the transaction, its impact on the financial statements and its importance to users of the financial report.</p>	<p>Our procedures included but where not limited to the following:</p> <ul style="list-style-type: none"> - We considered the possible application of the transaction under the requirements of <i>AASB 3 Business Combinations</i>; - We reviewed the sale and purchase agreement to understand the key terms and conditions; - We agreed the fair value of consideration paid to supporting information; - We ensured that the fair value of equity consideration was calculated in line with the requirements of <i>AASB 2 Share-based Payment</i>; - We obtained audit evidence that the acquisition date assets and liabilities of the acquiree were fairly stated; and - We assessed the adequacy of the Group's disclosures in the financial report with respect to this asset acquisition.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 December 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.

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Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

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

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

- (a) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- (b) the consolidated entity disclosure statement that is true and correct and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have 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 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 Group'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 Group's ability to continue as a going concern. If we

conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

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, actions taken to eliminate threats or safeguards applied.

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 within the Directors' Report for the year ended 31 December 2025.

In our opinion, the Remuneration Report of Yari Minerals Limited for the year ended 31 December 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 Section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

Perth, Western Australia
27 March 2026

L Di Giallonardo

L Di Giallonardo
Partner

SHAREHOLDERS INFORMATION

Additional information required by the Australian Securities Exchange Limited Listing Rules, and not disclosed elsewhere in this report.

CORPORATE GOVERNANCE STATEMENT

The Company's Corporate Governance Statement can be found on the Company's website at www.yarimineral.com.au

SHAREHOLDINGS

The names of the substantial shareholders listed on the Company's register as 13 March 2026:

Shareholder	Number	Percentage of issued capital held
Copulos Group	141,167,027	29.27%
Taka Custodians Pty Ltd	61,660,313	7.35%
Reid Machine Pty Ltd	61,660,313	7.35%

CLASS OF SHARES AND VOTING RIGHTS

The voting rights attached to the Fully Paid Ordinary shares of the Company are:

- At a meeting of members or classes of members each member entitled to vote may vote in person or by proxy or by attorney; and
- On a show of hands every person present who is a member has one vote, and on a poll every person present in person or by proxy or attorney has one vote for each ordinary share held.

There are no voting rights attached to any Options on issue.

SECURITIES EXCHANGE LISTING

Quotation has been granted for 839,463,804 ordinary shares of Yari Minerals Limited on all member exchanges of the *Australian Securities Exchange* and trade under the symbol YAR.

RESTRICTED SECURITIES

There are currently no restricted securities on issue.

ON MARKET BUYBACK

There is currently no on-market buy-back program for any of the Company's securities.

DISTRIBUTION OF SHAREHOLDERS (as at 13 March 2026)

Shares Range	No of Holders	Units	%
1 – 1,000	250	45,885	0.01%
1,001 – 5,000	212	580,322	0.07%
5,001 – 10,000	125	952,992	0.11%
10,001 – 100,000	520	23,259,222	2.77%
100,001 and above	431	814,625,383	97.04%
Total	1,538	839,463,804	100.00%

There are 957 holders of unmarketable parcels comprising a total of 12,720,171 ordinary shares.

Option holders (as at 13 March 2026)

Unlisted Options	Listed/Unlisted	No of Holders	Units on issue
Exercisable at \$0.04 on or before 30 May 2028	Unlisted	1	10,000,000
Exercisable at \$0.006 on or before 8 January 2029	Unlisted	1	3,000,000
Exercisable at \$0.015 on or before 21 September 2028	Unlisted	1	15,000,000
Total			28,000,000

Performance Rights holders (as at 13 March 2026)

Unlisted Options	Listed/Unlisted	No of Holders	Units on issue
Performance Rights	Unlisted	2	15,000,000
Total			15,000,000

TWENTY LARGEST ORDINARY SHAREHOLDERS – YAR (as at 13 March 2026)

	Name	Number of Shares	%
1	SUPERMAX PTY LTD <SUPERMAX SUPER FUND A/C>	79,678,731	9.49%
2	NORTHROCK CAPITAL PTY LTD <NORTHROCK CAPITAL UNIT A/C>	78,488,296	9.35%
3	EYEON NO 2 PTY LTD	68,483,041	8.16%
4	REID MACHINE PTY LTD <REID MACHINE A/C>	61,660,312	7.35%
5	TAKA CUSTODIANS PTY LTD <TAKA A/C>	61,660,312	7.35%
6	JD SQUARED INVESTMENTS PTY LTD <JD SQUARED INVESTMENTS A/C>	25,703,191	3.06%
7	FOUCART PTY LTD <CRB A/C>	25,703,190	3.06%
8	FARJOY PTY LTD	24,000,000	2.86%
9	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	16,604,487	1.98%
10	OODACHI PTY LTD <P & M KERR FAMILY A/C>	15,000,000	1.79%
11	MR WAI FUNG HUI	10,292,995	1.23%
12	SUNSET CAPITAL MANAGEMENT PTY LTD <SUNSET SUPERFUND A/C>	10,250,000	1.22%
13	MR JASON SEIT KADIR & MRS KATE HELEN KADIR	9,000,000	1.07%
14	EPIC CAPITAL INVESTMENTS PTY LTD <EPIC CAPITAL INVESTMENT A/C>	6,780,907	0.81%
15	GEONOMIK PTY LTD	6,500,000	0.77%
16	AC CUSTODIANS PTY LTD <AC ACCOUNT>	6,171,891	0.74%
17	MR ALEX CHARLES HILL	5,473,567	0.65%
18	MS CHUNYAN NIU	5,252,754	0.63%
19	MR BRENDAN JAMES BORG & MRS ERIN BELINDA BORG <BORG FAMILY SUPER FUND A/C>	5,000,000	0.60%
20	ABEER NANDI PTY LTD <NN SMSF A/C>	4,904,204	0.58%
	Total	526,607,878	62.73%

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ASX LISTING RULES 5.20, 5.21 AND 5.24 COMPLIANCE

ANNUAL MINERAL RESOURCE STATEMENT – AS AT 27 FEBRUARY 2026

EPC	Formation	Seam	Depth Range (m)	Modelled area within mask (Ha)	Modelled Thickness (m)	Gross Insitu Coal (Mt) ¹	Raw Ash (%adb)	Raw Volatile Matter (%adb)	Raw Calorific Value (Kcal/kg)	Total Sulphur (%adb)	Raw Crucible Swell Number
2327	Bandanna	A	70-400	2,100	1.04	5.89	10.2	29.1	6,310	0.21	0.5
2327	As above	B	75-550	2,118	1.32	8.61	10.1	29.5	6,050	0.27	1.0
2327	As above	C	80-550	413.5	1.01	5.68	13.5	28.9	5,908	0.38	0.5
2327	As above	D	89-550	2,260	2.39	13.56	11.2	31.0	6,024	0.31	1.5
			Totals			33.74					

Table 1: Rolleston South Coal Project - JORC Indicated Coal Resource reported February 02, 2026

EPC	Formation	Seam	Depth Range (m)	Modelled area within mask (Ha)	Modelled Thickness (m)	Gross Insitu Coal (Mt) ¹	Raw Ash (%adb)	Raw Volatile Matter (%adb)	Raw Calorific Value (Kcal/kg)	Total Sulphur (%adb)	Raw Crucible Swell Number
2318	Bandanna	A	135-550	370	1.00	5.2	10.8	28.8	6,270	0.22	0.5
2318	As above	B	145-550	606	1.46	12.2	12.8	27.8	6,201	0.26	1.0
2318	As above	D	185-550	606	1.87	15.9	12.5	27.6	6,055	0.32	1.5
2327	As above	A	70-550	2,118	1.06	30.5	10.6	29.1	6,310	0.25	0.5
2327	As above	B	75-550	2,125	1.69	54.9	9.1	30.7	6,041	0.28	1.0
2327	As above	D	89-550	2,125	2.19	70.5	15.2	26.9	5,608	0.33	1.5
			Totals			189.2					

Table 2: Rolleston South Coal Project - JORC Inferred Coal Resource, reported February 02, 2026.

The current Mineral Resource estimate for Rolleston South Project is tabulated in Tables 1 and 2 above, as at February 27, 2026. The Maiden JORC (2012) compliant Mineral Resource was first reported in June, 2025, with no prior period comparative.

The mineral resource estimate comprises multiple seams within the Bandanna Formation (A, B and D seams), demonstrating strong lateral continuity and thickness suitable for both open-cut starter operations and longer-term underground mining scenarios.

The maiden resource estimate was generated from the review of historical information and data sharing with the coal seam gas explorer.

After completing and reporting new drilling in December 2025, the resource was re-stated for four new drill holes as well as the prior information received in 2025 and updated and reported on February 2, 2026 (Table 1 and 2 above).

The last update coincided with the end of the Yari Financial Year. The Competent Person, Mark Biggs F.Aus.IMM has reviewed and consented the form and context of this disclosure. Yari Minerals will review Mineral Resources annually.

TENEMENT INFORMATION

The schedule of tenements and concessions held by the Company as at 27 March 2026 are summarised in the Table below.

Tenement schedule						
Lease	Project	Name	Type	Lease Status	Expiry Date	YAR Equity
Australia						
EL45/5972	Figtree	Figtree	Exploration	Granted	10/03/2028	100%
EL45/5973	South Wodgina	South Wodgina	Exploration	Granted	03/07/2027	100%
EL45/5974	South Wodgina	South Wodgina	Exploration	Granted	03/07/2027	100%
EL45/5986	Ant Hill	Ant Hill	Exploration	Granted	26/05/2027	100%
EL45/5987	Camel Creek	Camel Creek	Exploration	Granted	26/05/2027	100%
EPC-2318	Rolleston South	Wild-horse swamp	Exploration	Granted	22/07/2029	100%
EPC-2317	Rolleston South	Christmas Creek	Exploration	Granted	29/01/2030	100%

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