INNOVATION EXPLORATION

white energy company limited

ANNUAL REPORT 2023/2024

White Energy is an ASX-listed company, structured around two business divisions:

COAL TECHNOLOGY

- Beneficiation and briquetting of thermal and metallurgical coal fines.
- Upgrading of sub-bituminous coal.

MINING EXPLORATION

- Exploration in South Australia.
- Exploration in Northern Territory.
- Exploration in Queensland.

Contents

Chairman and Chief Executive Officer's Report

MINING EXPLORATION

The Company is advancing its mineral exploration activities in South Australia, Queensland and Northern Territory. As announced to the market on 22 August 2024 the Company has commenced drilling the Coronation prospect, part of the Robin Rise project, in tenement EL6566. The Coronation prospect is well situated in the highly prospective Geoscience Australia Olympic Dam G9 Structural Corridor in South Australia. Following the grant of all necessary Government and cultural heritage approvals, exploratory holes have been drilled to test structural, geochemical and geophysical targets to advance the Company's knowledge of the hitherto largely untested area in tenement EL6566. The results of the drilling are still being analysed; however, the drill results to date have confirmed the presence of copper sulphides and alteration of magnetite rich lithologies consistent with an iron oxide - copper - gold (IOCG) style of mineralisation.

In April 2024, the Company acquired a further tenement in South Australia to the north of the Robin Rise project, known as the Lora Creek project. It was selected on the basis of INRS deep crustal intrusive activity interpretations and its location also in the Geoscience Australia Olympic Dam G9 Structural Corridor. Exploratory work has yet to be undertaken on the Lora Creek tenements while the Company concentrates on the Coronation prospect and Specimen Hill Project.

The Company applied to the Northern Territory Geological Survey for co-funding of a magnetotelluric survey over a large part of the tenements in the Tindal project in the Northern Territory. Although the application was unsuccessful this time, the quality of the Company's work and prospectivity of the tenements has placed it in good stead for future co-funded exploration work.

In February 2024, the Company entered into a farm in agreement with Signature Gold Pty Ltd, a subsidiary of UK Aquis Stock Exchange listed Tectonic Gold Plc, in respect of exploration tenements in the Biloela area in central Queensland, known as the Specimen Hill Project. Exploration activities undertaken in the tenements have included ionic geochemical and rock chip sampling, a Helimag survey, and an extensive mapping program to gain a clearer understanding of the geology and mineralisation style of the area. Numerous high grade copper outcrops exposed at the surface suggest a widespread mineral field warranting further geophysical investigation to define drilling targets. It is anticipated that the final stages of drill target identification and other exploration work will be undertaken in the last quarter of 2024, with the aim of undertaking a drilling program in the first quarter of 2025.

Our exploration expenditure is within budget limits. Management is intent on ensuring exploration expenditures are minimised whilst maximising the potential for positive exploration results.

BCB TECHNOLOGY

We have continued to assist our joint venture partner in the River Energy JV, Proterra Investment Partners, through their related company River Energy South Africa, to develop the coal briquetting technology in South Africa. The country has enormous quantities of coal fines and coal waste suitable for coal briquetting, which is a perfectly suited feedstock material for much needed power generation in the country.

MOUNTAINSIDE COAL COMPANY INC.

Following the sale of the Mountainside Coal Company Inc. (MCC) in 2021, WEC is still owed the sum of approximately USD1.74 million from the sale. Over the past year, MCC filed for US Chapter 11 bankruptcy which was eventually converted into a Chapter 7 bankruptcy trustee arrangement. The assets of MCC are now in the hands of the trustee appointed to administer MCC's estate and a bidding process has begun to secure a sale of the coal wash plant and associated assets to recover funds owed to creditors including WEC. A number of potential purchasers have expressed interest in the wash plant in particular, and we are hopeful there will be some recovery towards MCC's indebtedness to the Company in the New Year.

CORPORATE

A highlight of the year has been the finalisation of the Bayan litigation. WEC and its subsidiaries and the Bayan parties entered into a deed of settlement by which all claims between the parties have been settled. WEC has received the final payment of a dividend from the liquidators of BCBCS, KPMG in Singapore, comprising WEC's remaining share of a security bond paid in to the WA Supreme Court during the litigation amounting to approximately $0.9 million.

Our EBITDA loss for the year of $4.6 million was more than the $3.5 million recorded last year largely due to higher Bayan litigation costs and liquidation costs.

We would like to thank staff and shareholders for their support throughout the year.

Brian Flannery
CHAIRMAN

Greg Sheahan
CHIEF EXECUTIVE OFFICER

DRILLING PROGRAM, SOUTH AUSTRALIA

Coal Technology

> *White Energy is the exclusive worldwide licensee of a technology for Binderless Coal Briquetting (BCB). The technology has been developed over a number of years and is capable of upgrading low cost, low rank coals and coal fines into more valuable, higher energy yielding briquettes.*

The BCB process provides an attractive solution for coal producers seeking to maximise mine yield and facing the environmental challenges posed by discarded coal fines.

Several active opportunities are being discussed with mine owners to recover coal from what is currently a waste material which is considered to be an environmental liability, and convert it to a valuable, low moisture coal product. The BCB process provides coal fired power stations and other industrial applications with an opportunity to burn a cleaner and more efficient fuel.

In South Africa alone, it is estimated that there is over 1 billion tonnes of discard coal in tailings facilities, much of which will eventually need to be reclaimed. Persistent power shortages and stricter environmental laws are positive drivers for coal fines processing demand in South Africa. The continuing conflict in Ukraine and instability in the Middle East has reinforced the domestic need for affordable coal, whilst transitioning to renewables over the longer term.

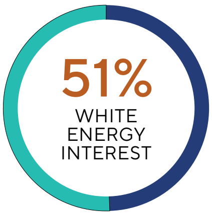
White Energy has demonstration and pilot plants at Cessnock (NSW, Australia) as a testing and training facility.

Coal samples from mines in Australia, South Africa, North America, India and China have been processed at the Cessnock facility to test for their responsiveness to the BCB process.

BCB PILOT PLANT, JOHANNESBURG

Coal Technology

continued



River Energy

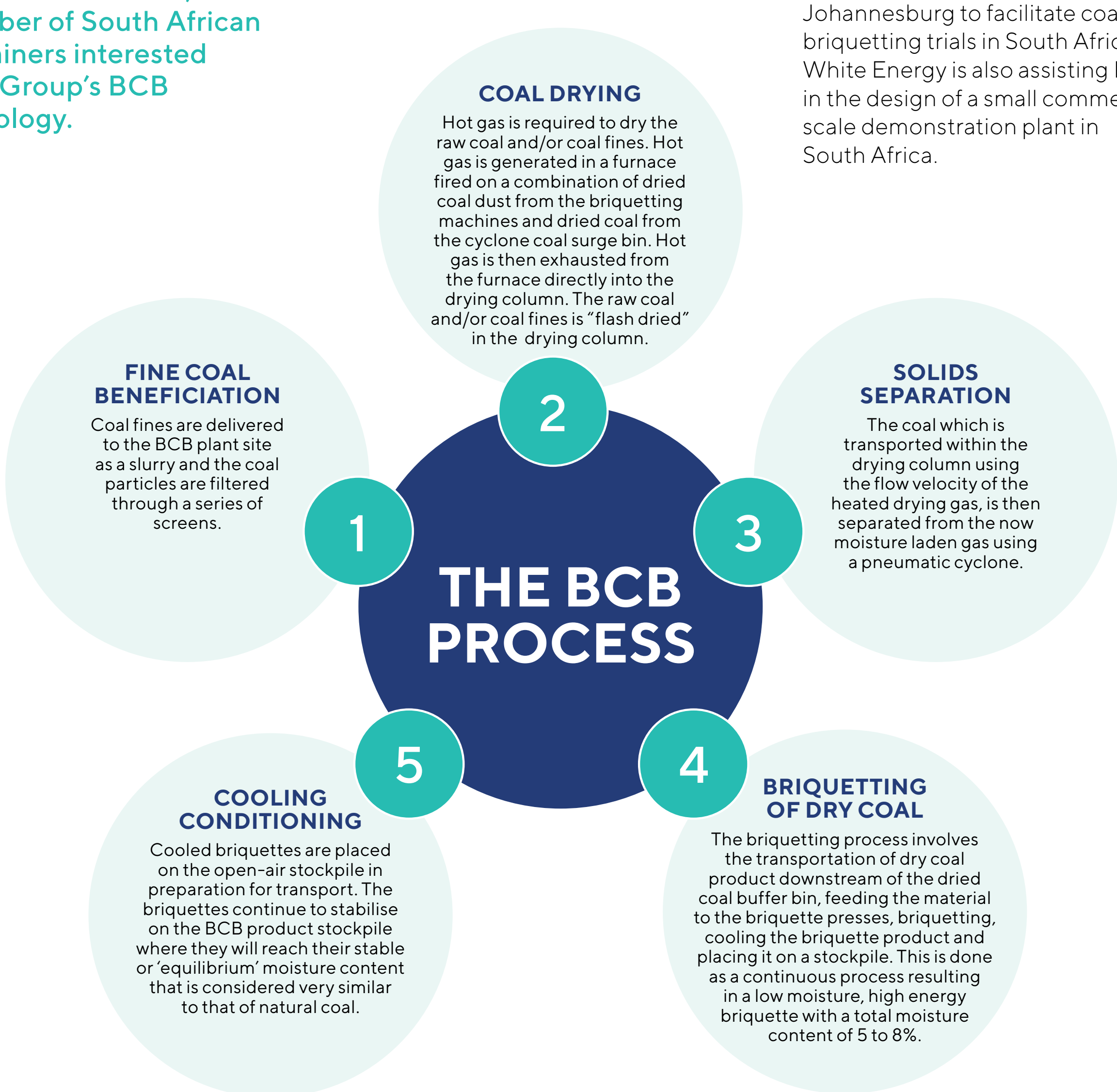
SOUTH AFRICA

BRIQUETTES PRODUCED FROM BCB PILOT PLANT, JOHANNESBURG

White Energy's 51%-owned subsidiary, River Energy JV Limited (River Energy), will continue to pursue opportunities through its 49% owner, Proterra Investment Partners, with a number of South African coal miners interested in the Group's BCB technology.

Extensive testing by River Energy, involving sampling and testing on site, briquetting trials at White Energy's Cessnock commercial demonstration facility, combustion trials at test facilities in Australia and South Africa, and a significant materials handling and combustion trial at a commercial power plant in South Africa, has demonstrated that a saleable export grade coal product can be produced from South African reject tailings.

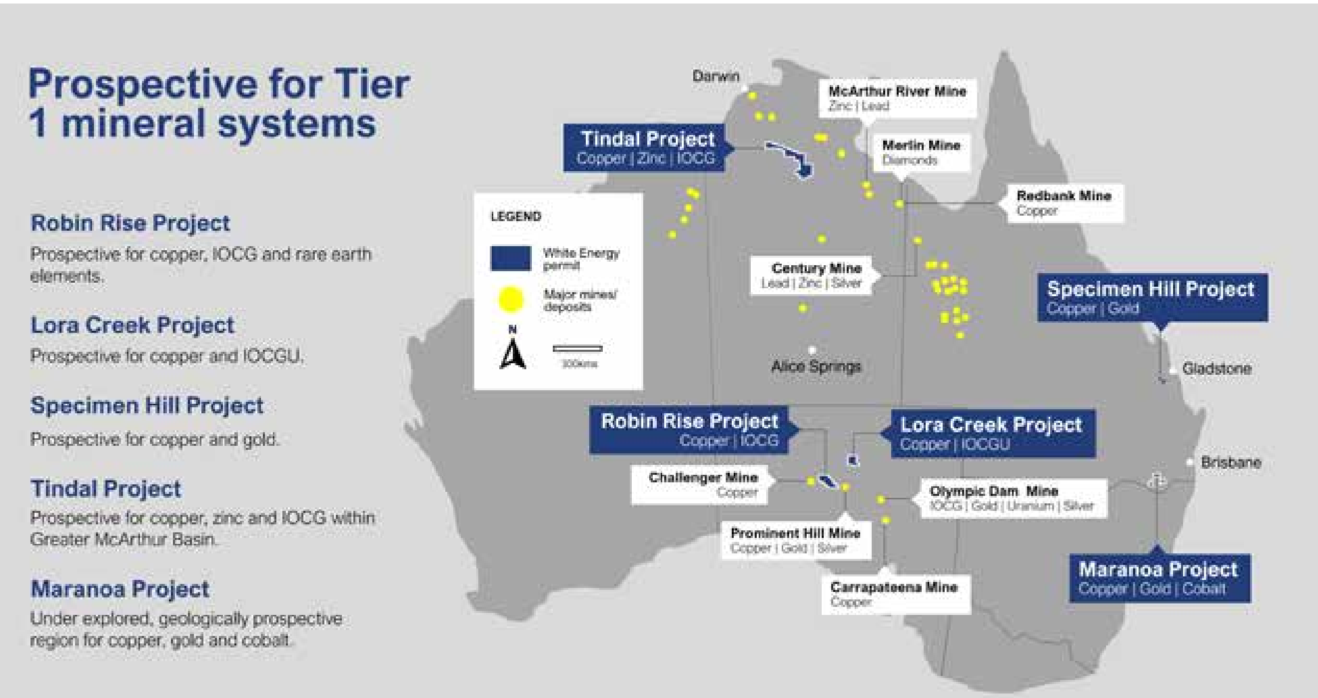
White Energy is assisting Proterra with a small BCB pilot plant in Johannesburg to facilitate coal briquetting trials in South Africa. White Energy is also assisting Proterra in the design of a small commercial scale demonstration plant in South Africa.



Mining Exploration

> *The White Energy Group has direct interests in prospective mineral tenements and coal resources in Australia. White Energy creates growth opportunities through a portfolio of minerals exploration projects with Tier 1 potential across copper, gold, cobalt, other base metals and rare earth elements.*

White Energy's exploration projects have the potential to host deposit styles believed to include iron oxide-copper-gold styles (IOCG), copper porphyry, intrusive carbonatites and sediment hosted exhalative mineralisation along with intrusive sills and breccia zones. As the World moves rapidly towards sustainable energy sources, more copper and other minerals vital for a decarbonised future are required to buttress critical supply and demand imbalances.



MINERALS EXPLORATION PROJECTS IN NORTHERN TERRITORY (TINDAL PROJECT); QUEENSLAND (MARANOA PROJECT AND SPECIMEN HILL PROJECT); AND SOUTH AUSTRALIA (ROBIN RISE PROJECT AND LORA CREEK PROJECT)

Mining Exploration

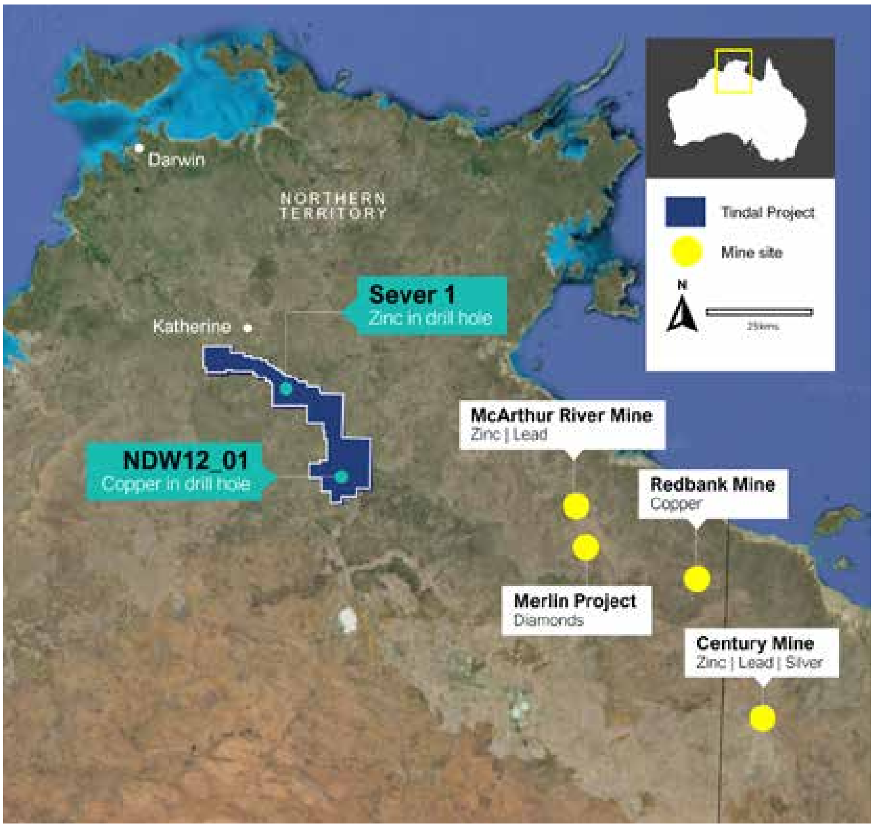
continued

100%
WHITE
ENERGY

Tindal Project

NORTHERN TERRITROY, AUSTRALIA

White Energy's wholly-owned subsidiary, Fiddler's Creek Mining Company Pty Ltd (FCMC) holds exploration rights comprising 22 contiguous tenements totalling 11,629 km² located approximately 80 km south of Katherine in the Northern Territory.



Tindal lies along the regionally significant Mallapunyah and Daly Waters Fault Zones (DWFZ) within the under explored central area of the McArthur Basin. The area has significant sediment hosted base metal mineralisation potential, where conceivably mineralised McArthur Basin units are economically accessible at regional-scale structural highs along the Mallapunyah and DWFZ. The area also has potential for IOCG-style mineralisation and carbonatite intrusions.

Located within and adjacent to the Beetaloo Sub-basin, a major petroleum province, historic drillholes Sever 1 and NDW12_01 have intersected base metal sulphides (zinc and copper) in Tindal's project area. Government databases record five petroleum and 35 water or mineral drillholes with anomalous geochemical results for copper and/or zinc.

The Tindal project over the Beetaloo Sub-basin has deep basinal depocentres that host significant thicknesses of hydrocarbon/organic/sulphides/metal-rich sedimentary rocks, e.g. the Mid-Velkerri Formation of the Roper Group; all key ingredients in other global Tier 1 base metal deposit and critical mineral systems.

FCMC's attention was drawn to the area by records of mineralisation in the Sever 1 petroleum well in black shale of the middle Velkerri Formation, which has been intruded by the laterally extensive Derim Derim Dolerite sill and subsequently in the NDW12_01 hole. Additional copper anomalies (as in Manbulloo S1) occur within the Reward Dolomite, which conformably overlies the Fraynes Formation, considered equivalent to the Barney Formation whose pyritic shales host the world-class McArthur River Mine (formerly known as HYC), where hydrocarbon-rich fluids have been proposed as the sulphur source.

Prior to the 2024 financial year, FCMC conducted sampling for initial geochemical analysis using the ultra-low detection limit ionic leach method across the projected Mid-Velkerri sub-crop and Mallapunyah Fault Zone. Key, significantly anomalous geochemical responses include zoned, multi-element signatures for base, precious and other critical minerals; these are in turn supported by spatially adjacent pathfinder element associations typical of metal zoning seen in large mineral systems hosting major metal deposits. Work in the 2024 field season will be concentrating on further defining these anomalies.

Mining Exploration

continued

Similarly, the DWFZ delineates the Daly Waters high or arch, a basement horst (i.e. a fault-bounded structural high) separating the Gorrie and Beetaloo sub-basins. The Daly Waters high has been previously interpreted as a lithospheric-scale structure marking the boundary between two cratons. Faults within the DWFZ, reactivated multiple times, may have provided conduits for deep crustal and upper mantle sourced hydrothermal fluids. Evidence of metal sulphidation (with elevated sulphur, copper, lead, zinc, arsenic and manganese) has been recognised in water from shallow bores proximal to the DWFZ.

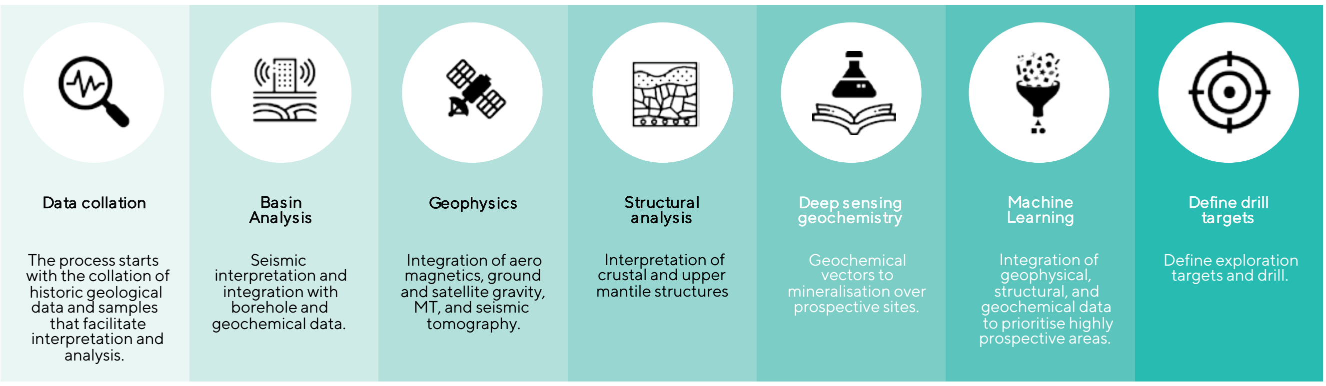
Work commenced in June 2023 in conjunction with Institut national de la recherche scientifique (INRS), an applied research-oriented university in Quebec, Canada, to analyse the lithospheric-scale architecture of the area enveloping Tindal tenements using seismic tomography and enhanced gravity, and magnetic data to map deep crustal and upper mantle features, as well as to better define near surface geological structures and potential intrusions. This work continued during the 30 June 2024 financial year, and has enabled improved mapping of Precambrian lithospheric boundaries and the identification of additional geophysical targets.

This mapping provided a focus for extensive ionic sampling programs completed during the 2023 field season, which identified a number of distinct zoned anomalies. Planning has been undertaken for a number of follow up ionic sampling surveys to improve resolution of the anomalous areas together with, reprocessing of seismic data and the collection of further geophysical data, with the aim of generating compelling drill targets.

This work is supported by a separate machine learning project with INRS which will identify ways of reliably classifying potential mineral systems using ionic data. Subsequent developments will then integrate this data with geophysical and other datasets to improve exploration targeting.

IONIC SAMPLING PROGRAM, NORTHERN TERRITORY

Breakthrough exploration process



White Energy employs an innovative "bottom up" approach to exploration. Upper mantle/lower crustal imaging, structural mapping, and deep sensing geochemistry are combined with geology, geophysics, geochemistry, and biogeochemistry data to define prioritised targets. Data sets are integrated using AI /Advanced Machine Learning to focus exploration.

Mining Exploration

continued

100%
WHITE ENERGY

Maranoa Project

QUEENSLAND, AUSTRALIA

White Energy's wholly-owned subsidiary, Fiddler's Creek Mining Company Pty Ltd (FCMC) holds exploration rights comprising three tenements located approximately 50 km north of Texas in Queensland.

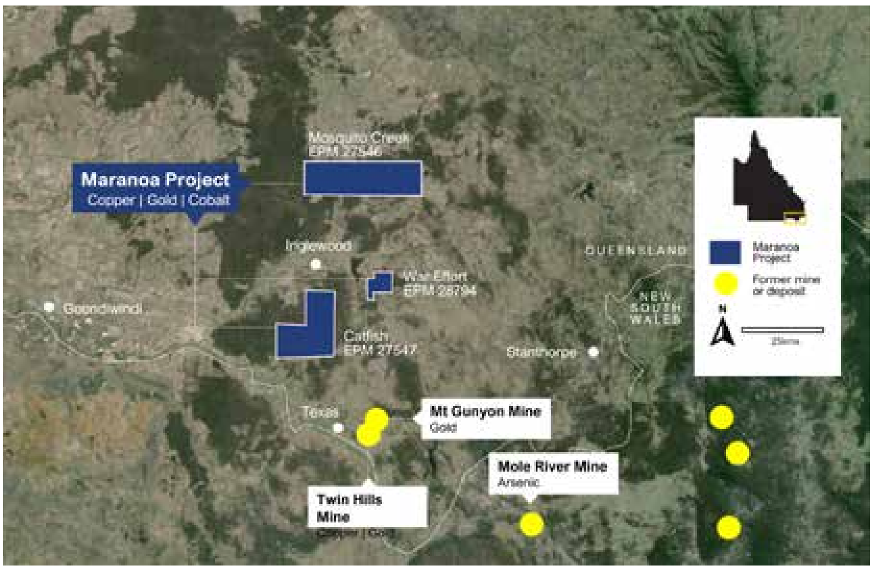
Exploration for minerals permits EPM27546 and EPM27547 were granted on the 15th of February 2021 for a period of five years, and EPM28794 was granted on the 17th of July 2024 for a period of three years.

The Maranoa project is located in a structurally complex area of South East Queensland known as the Texas Orocline. This area encompasses a number of historical mines and many commodity metal occurrences that has had very limited modern exploration.

The Maranoa project area is interpreted by the Company as having potential copper, gold, silver, base metals, cobalt and rare earth element mineralisation within porphyry, epithermal, and intrusion-related mineral systems, in a tectonic context similar to other major mineral provinces.

FCMC conducted a stream sediment sampling program over the tenement areas in June 2023. The stream sediment program used the ultra-low detection ionic analysis method.

During the 30 June 2024 financial year, the initial results from the stream sediment program have confirmed important multi-element and multiple sample anomalism indicating potential for larger mineral systems within the catchments sampled.



More work was undertaken to better understand the significance of the results. In particular, the data was integrated with an analysis of the lithospheric-scale architecture of South East Queensland, conducted by our research partners INRS, using seismic tomographic and other geophysical data. This work has highlighted regional lithospheric features which elsewhere are associated with major mineralisation. A number of these features cross the Maranoa tenements and appear to correlate with observed areas of elemental anomalism observed in the stream sediment sampling program.

Follow-up catchment mapping and further sampling is required to better delineate anomalous results as stream sediment sampling results do not allow the identification of specific mineralisation type or location.

During the initial investigation of the project area, the adjacent EPM28794 (War Effort) area was identified. Investigation work has shown that there are strong cobalt anomalies, which appear to be correlated with major structures in the area. Initial sampling work on the War Effort tenement will be conducted and integrated with the follow up sampling work in the wider project area.

Mining Exploration

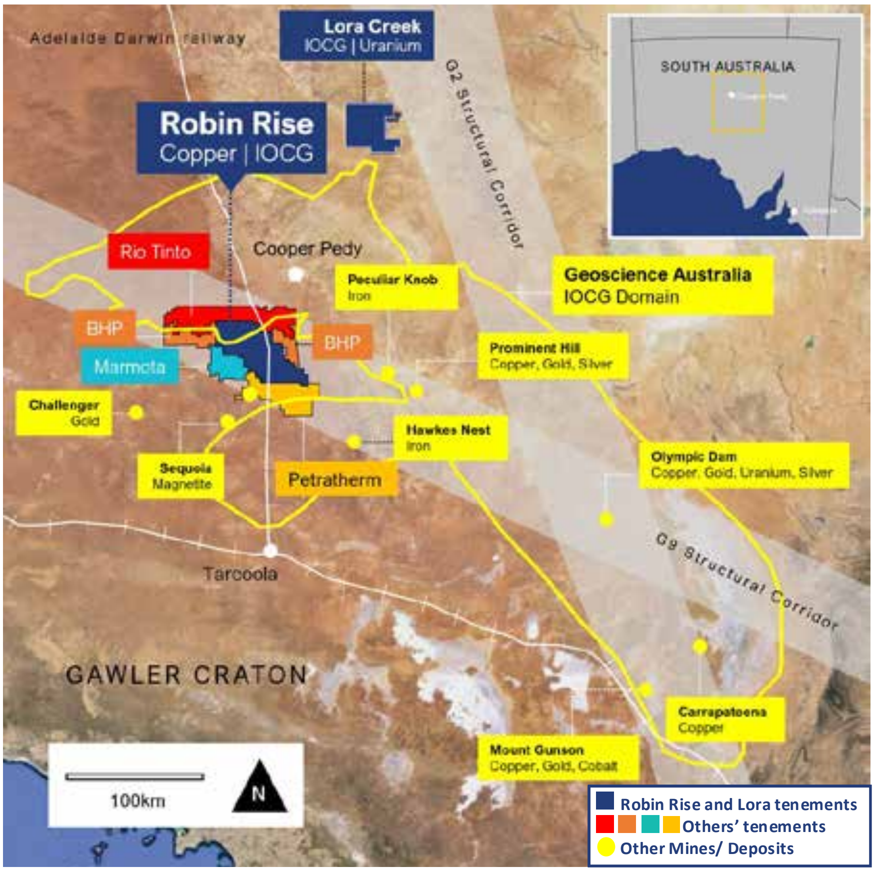
continued

100% WHITE ENERGY

Robin Rise Project

SOUTH AUSTRALIA, AUSTRALIA

White Energy's wholly-owned subsidiary, South Australian Coal Pty Ltd holds the exploration rights to an area located approximately 70 km southwest of Coober Pedy in South Australia. Exploration licence EL6566 covers approximately 1,361 km^2.



EL6566 is highly prospective for copper and gold, as it lies entirely within the Olympic Dam G9 Structural Corridor and is adjacent to and within the regional high potential Geoscience Australia IOCG Domain. Age dating and basement geology have identified that the area is similar in age to the mineralisation in the Prominent Hill and Olympic Dam mines. The tenement also has exploration potential for rare earth elements.

A number of promising NW-NE trending structural lineaments and magnetic trends in conjunction with better resolution of the Karari Fault (a major overthrust shear zone) identified by gravity and magnetic surveys remain underexplored.

Previous activities have included exploration for two styles of mineralisation: Challenger Gold Mine-style; and iron oxide-copper-gold-uranium (IOCGU) style. Geophysical surveys have guided the completion of several drilling programs and extensive areas remain prospective. Basement drilling results confirmed the presence of widespread Balta Granite and mafic equivalents (Mt Woods Inlier), as well as anomalous molybdenum, haematite breccia and feldspathic, silicic and pyritic alteration and weak copper, gold, zinc and lead anomalism within the tenement.

Baseline geochemical surveys were carried out in December 2021 that targeted IOCG-style minerals in a new zone of interest in the magnetic corridors of the magnetic Hilga Mineral Field and historical anomalies from prior calcrete sampling programs. At this time, biochemical sampling commenced of juvenile Mulga phyllodes in the Hilga Mineral Field which identified a zoned polymetallic anomaly comprising elevated Au, Ag, Ce, Co, La, Re and rare earth elements in the Coronation prospect area, including peak Au values up to 1.9 ppb.

Consequently, several geochemical programs were completed targeting the prospect, most recently in November 2023, entailing the collection of 917 samples, including 718 ionic and 42 biochemical samples.

Mining Exploration

continued

CULTURAL HERITAGE SURVEY, SOUTH AUSTRALIA

The initial analysis of the results confirmed the presence of coincident biochemical and ionic anomalies and appears encouraging for an IOCG-style of mineralisation.

Advanced target definition of a series of existing and new targets has been undertaken for a drilling campaign targeting significant gold, copper and light rare earth anomalies consistent with IOCG-style mineralisation. 5 - 6 drillholes were identified to test a combination of structural, geochemical and geophysical targets.

In June 2024, the Company undertook a cultural heritage survey over the area of a planned drilling program with members of the Antakirinja Matu-Yankunytjatjara People. In early July 2024, all proposed drill sites were cleared for drilling. On 7 August 2024, the Company received final regulatory approval to undertake the drilling program and this commenced mid-August 2024.

In the wider EL6566 tenement, more work will be undertaken to define reliable background geochemical values and better understand the significance of the results given the limited number of samples. It is expected that biochemical and ionic soils sampling programs will continue to further define areas of interest and assess the geochemical response of additional geophysical targets and to finalise inconclusive calcrete results.

Mining Exploration

continued

100%
WHITE
ENERGY

Lake Phillipson Coal Resources

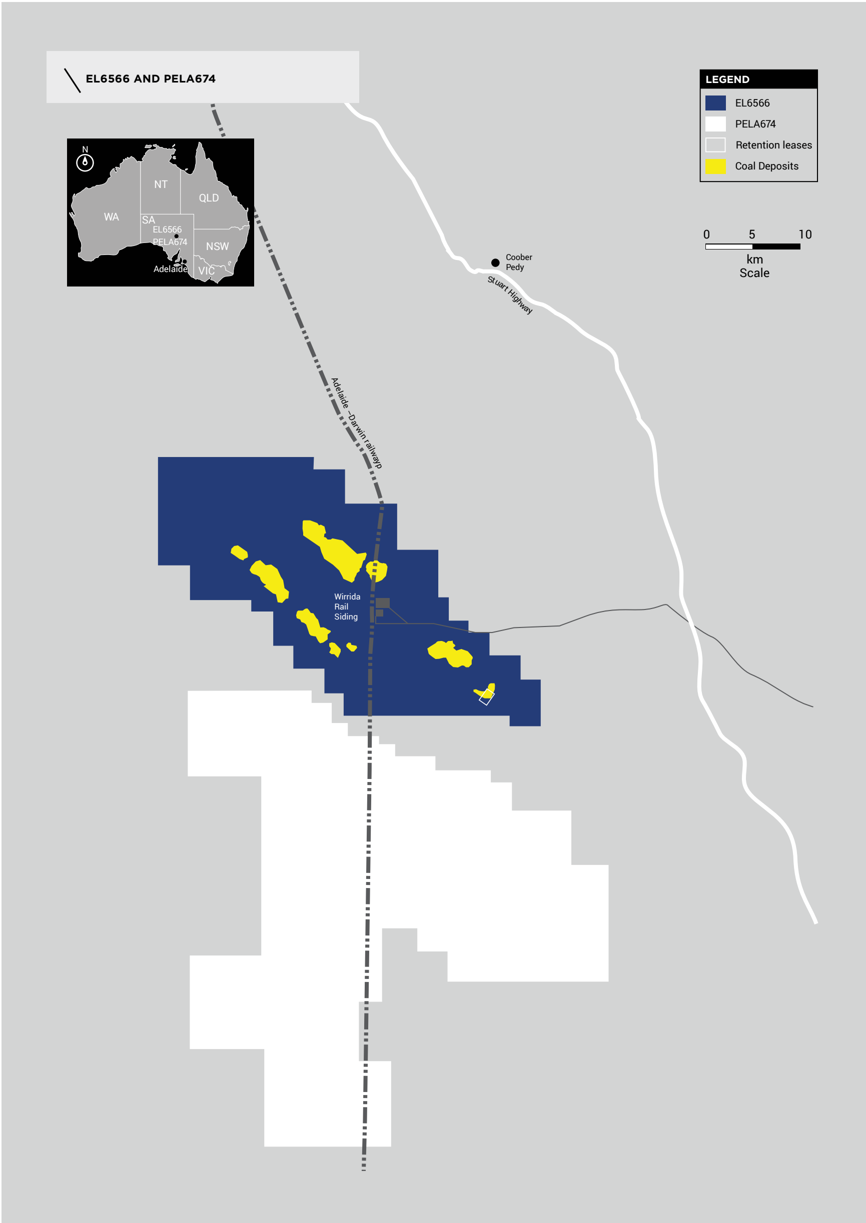
SOUTH AUSTRALIA, AUSTRALIA

White Energy's wholly-owned subsidiary, South Australian Coal Pty Ltd also holds the exploration rights to a large sub-bituminous coal deposit located within exploration licence EL6566; this deposit contains an identified JORC resource of 1,130 Mt of coal.

Subsequent exploration licence EL6566 was granted by the South Australian Government for the five year period ending on the 8th of August 2025, and renewal of retention lease RL104 was applied for in May 2019.

Activities continue to analyse commercialisation options for potential mining of the EL6566 coal deposit. A previous study by Lurgi GmbH confirmed that the Lake Phillipson coal is suitable for gasification. The activities during the 30 June 2024 financial year included examining coal gasification and emerging hydrogen from coal opportunities.

Petroleum Exploration Licence Application PELA674 was applied for by White Energy Company Limited in 2019. The licence application is for an area located in South Australia adjacent to EL6566, it covers approximately 2,500 km^2 and is considered to have the potential for coal gasification.



Mining Exploration

continued

100%
WHITE
ENERGY

Lora Creek Project

SOUTH AUSTRALIA, AUSTRALIA

White Energy's wholly-owned subsidiary, South Australian Coal Pty Ltd also holds the exploration rights to an area located approximately 100 km northeast of Coober Pedy in South Australia. Exploration licence EL6987 covers approximately 934 km².

Exploration licence EL6987 was granted on 11 April 2024 for a period of five years.

The tenement was selected on the basis of INRS provided interpretations of deep intrusive activity and its position in the Geoscience Australia Olympic Dam G9 Structural Corridor.

It is anticipated the tenement will initially be targeted for iron oxide-copper-gold-uranium style and roll-front uranium mineral systems.

It is intended to undertake a comprehensive technical review of historical data and integrate these results with new satellite geophysical interpretations provided by INRS to further evaluate and determine the most prospective areas of the tenement before the implementation of an on-ground ionic geochemical sampling program.

No exploration activities were undertaken during the 30 June 2024 financial year.

Mining Exploration

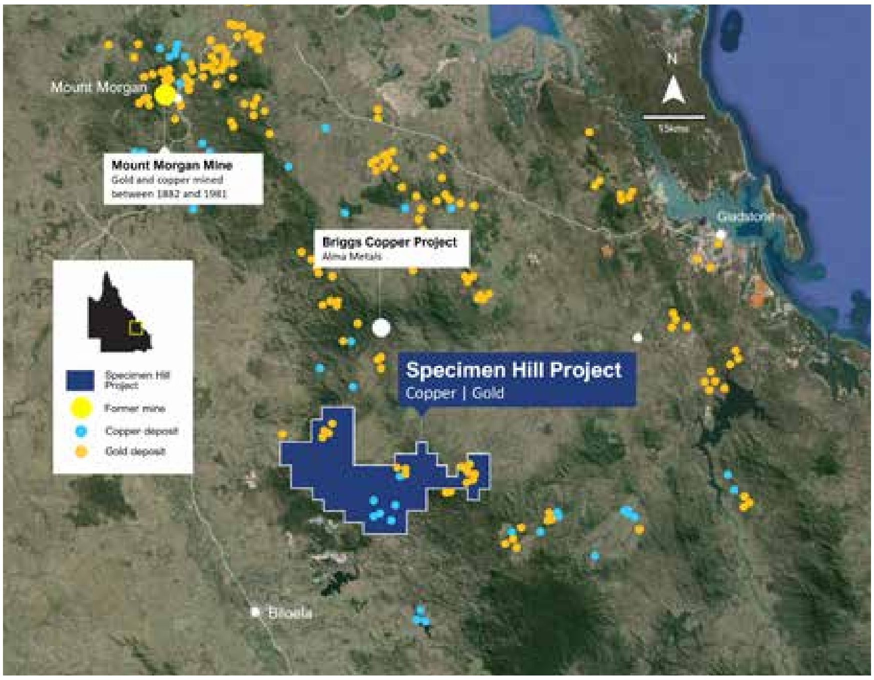
continued

Farm-in
0%
WHITE ENERGY

Specimen Hill Project

QUEENSLAND, AUSTRALIA

White Energy's wholly-owned subsidiary, Amerod Resources Pty Limited is party to a farm-in agreement with Aquis listed Tectonic Gold Plc and its local subsidiary Signature Gold Pty Ltd in respect of four exploration permits in an area located approximately 31 km northwest of Biloela in Queensland.



The Specimen Hill Project permits EPM18350, EPM28296 and MDL313 are in place until 25 March 2025, 21 February 2026 and 30 September 2028 respectively. The application to renew EPM19506 has been applied for with effect from 1 July 2024. Applications to renew other permits will be made as they fall due. In addition, Amerod Resources Pty Limited has applied for a further tenement in the area, EPM29112, to cover potential extensions to recently identified mineralisation.

The project is located within major crustal scale structural corridors able to provide mineralised fluid migration pathways to surface and subsurface zones.

An initial ionic sampling survey was undertaken over the tenement areas in September 2023. Follow up work in December 2023 included additional ionic sampling and rock chip sampling. Field observations confirmed a large and complex mineral system with a number of outcrop zones of what appear to be strong copper mineralisation with, in different areas, characteristics consistent with porphyry, IOCG and skarn styles of mineralisation.

A helicopter magnetic survey was undertaken in April 2024, covering the most highly prospective areas of the project and the results are currently being analysed.

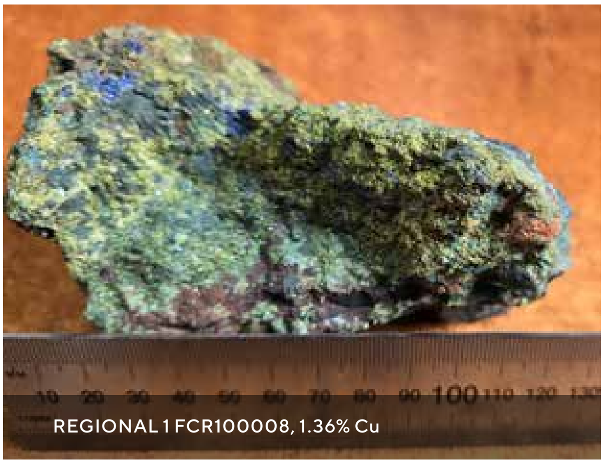
Additional ionic sampling and rock chip sampling has been carried out over a number of priority areas and confirm earlier observations which suggest a large and complex mineral system, with numerous outcrop zones of copper mineralisation. This work is currently being analysed while an ongoing geological mapping program has been undertaken which will be combined with petrological work to assist in characterisation of the mineralisation in the area. Completion of this work is expected to identify and confirm drill targets for a drilling campaign during early 2025.

Mining Exploration

continued

Rock chip sampling over locations identified from ionic geochemistry and interpretation of magnetic data has identified outcropping copper mineralisation including primary copper sulphides.

SOUTHERN COPPER FCR100005, 3.1% Cu



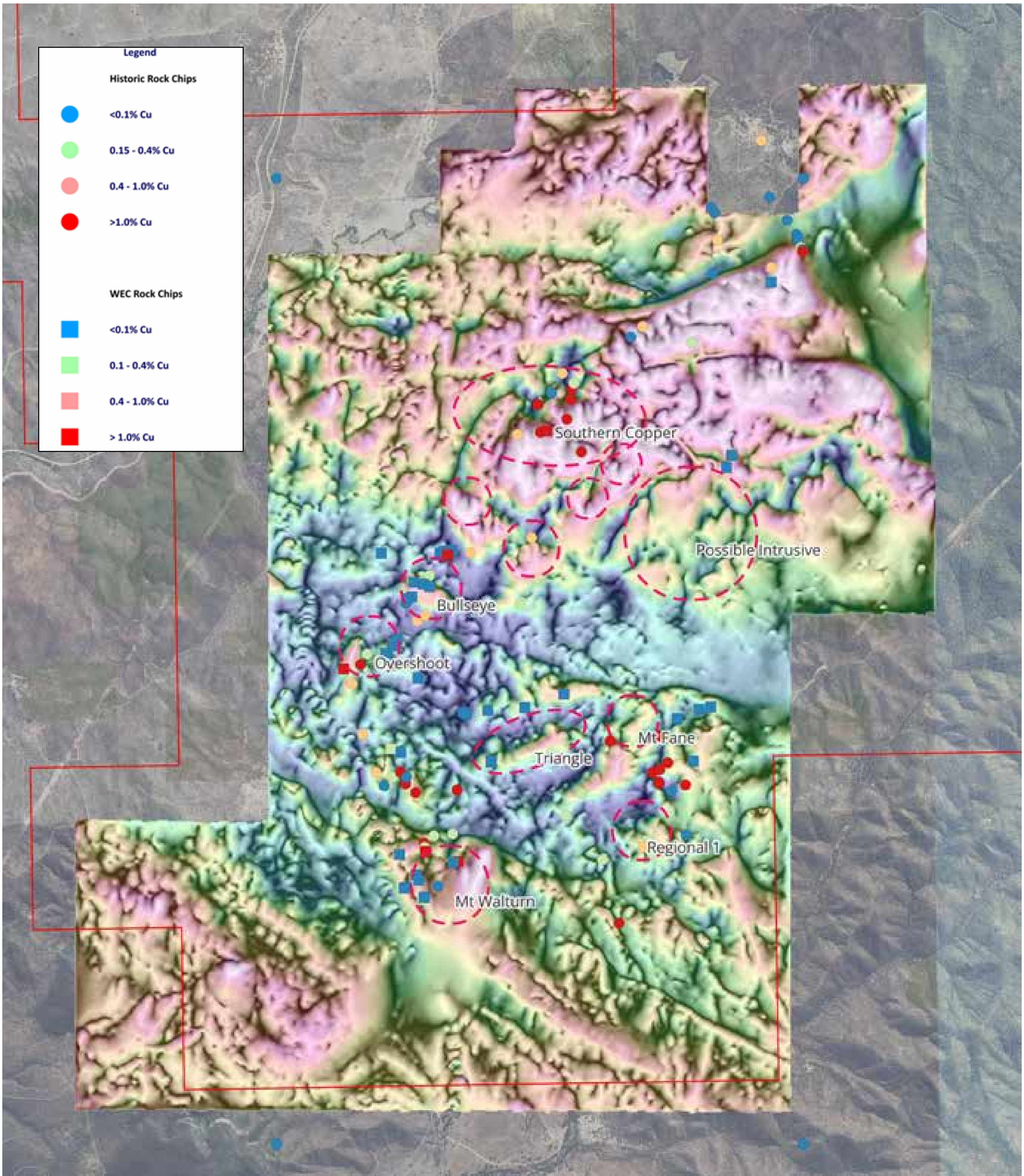
REGIONAL 1 FCR100008, 1.36% Cu

OVERSHOOT FCR100009, 1.4% Cu

MOUNT WALTURN FCR100006, 1.8% Cu

Mining Exploration

continued



ROCK CHIP SAMPLING HAS SHOWN A NUMBER OF AREAS PROSPECTIVE FOR COPPER MINERALISATION IN THE SPECIMEN HILL PROJECT.

white energy company limited

ANNUAL FINANCIAL REPORT

30 June 2024

DIRECTORS' REPORT

Your Directors present their report on the Consolidated Entity (referred to hereafter as the Group or the Company) consisting of White Energy Company Limited (White Energy) and the entities it controlled at the end of, or during, the year ended 30 June 2024.

DIRECTORS AND COMPANY SECRETARY

The following persons were Directors of White Energy Company Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Brian Flannery
Vincent O'Rourke
Keith Whitehouse
Michael Chapman

The Company Secretary is David Franks, a position he held the whole of the financial year and up to the date of this report.

PRINCIPAL ACTIVITIES

During the financial year the principal continuing activities of the Group consisted of:

- the ongoing development and exploitation of the Binderless Coal Briquetting technology; and
- the evaluation of mining exploration assets.

DIVIDENDS

No amounts have been paid or declared by way of dividend during the current financial year (2023: Nil).

OPERATING AND FINANCIAL REVIEW

Coal technology

White Energy is the exclusive worldwide licensee of a technology for a Binderless Coal Briquetting (BCB) process which is capable of upgrading low cost, low rank coals and coal fines into more valuable, higher energy yielding briquettes. The BCB process also provides an attractive solution for coal producers seeking to maximise mine yield and solve the environmental issues posed by discarded coal fines.

Discussions continue with several mine owners to recover coal from what is currently a waste material which is considered to be an environmental liability, and convert it to a valuable, low moisture coal product. Through a cost-effective process of dehydration and compaction, it enables more efficient coal production and reduced emissions, thereby fostering more sustainable energy sourced from coal whilst other renewable energy sources are phased in.

White Energy has demonstration and pilot plants at Cessnock (NSW, Australia) that serve as testing and training facilities. In previous years, coal samples from mines in Australia, South Africa, North America, India and China have been processed at the Cessnock facility to test for their responsiveness to the BCB process.

White Energy and its 49% joint venture partner in the River Energy JV (River Energy), Proterra Investment Partners (Proterra), have been working with coal mine operators in South Africa for several years to establish coal briquetting operations and through extensive testing, briquetting and combustion trials on coals from several South African mines has demonstrated that a saleable export grade coal product can be produced from South African reject tailings.

In South Africa alone, it is estimated that there are over 1 billion tonnes of discard coal in tailings facilities, much of which will eventually need to be reclaimed. River Energy through Proterra continues discussions with coal mine operators in South Africa who have substantial quantities of coal fines which could be briquetted into a marketable coal product for sale in South Africa and internationally. Persistent power shortages and stricter environmental laws are positive drivers for fines processing demand in South Africa. The continuing conflict in Ukraine and instability in the Middle East has reinforced the domestic need for affordable coal, whilst transitioning to renewables over the longer term.

White Energy is assisting Proterra with a small BCB pilot plant in Johannesburg to facilitate coal briquetting trials in South Africa by providing a briquetting machine and engineering supervision. A South African coal producer has agreed to provide coal fines from one of their mines for briquetting trials at the plant following its commissioning during April 2024.

White Energy is also assisting Proterra in the design of a small commercial scale demonstration plant to facilitate trials in South Africa.

Mining exploration

White Energy creates further growth opportunities through a portfolio of minerals exploration projects in Australia with Tier 1 potential across copper, zinc, gold, rare earth elements and battery minerals such as cobalt. Deposit styles are believed to include iron oxide–copper-gold- (IOCG), copper porphyry, intrusive carbonatites and sediment hosted exhalative mineralisation along with intrusive sills and breccia zones. As the World transitions towards sustainable energy sources, more copper and other minerals vital for a decarbonised future are required to buttress critical supply and demand imbalances.

As many of these mineral deposits are under cover with no outcrop, the Company is confident exploration outcomes will be improved by its transformational integration of advanced exploration sciences comprising deep crustal-scale structural geophysics coupled with deep-sensing surface ionic geochemistry that are integrated with machine learning/artificial intelligence processing, together with other geological and geophysical data obtained by traditional methods, to identify drilling targets.

The Company has two Research Agreements with INRS (the National Institute for Scientific Research), an applied research university in Quebec, Canada. White Energy is funding research to in relation to separate projects: Project 1 is focused on analysing the lithospheric-scale architecture of the Company's projects and other areas using seismic tomographic and other geophysical data; while Project 2, building on previous work relating geophysical signatures to mineral deposit locations, is applying machine learning/ artificial intelligence protocols to ionic geochemical data and potential mineral system types the data represent. As models develop, other data types will be incorporated into the system to produce prospectivity models.

(i) Tindal Project, Northern Territory (100% White Energy)

The Tindal project comprises 22 contiguous tenements totalling 11,629 km^2 located approximately 80 km south of Katherine in the Northern Territory. The Tindal project lies along the regionally significant Mallapunyah and Daly Waters Fault Zones within the under explored central area of the McArthur Basin. Located within and adjacent to the Beetaloo Sub-basin, a major petroleum province, are historic drillholes that have intersected base metal sulphides, copper and zinc, in Tindal's project area.

Work continued during the financial year, with INRS to analyse the lithospheric-scale architecture of Tindal tenements using seismic tomographic and other geophysical data. This has enabled improved mapping of Precambrian lithospheric boundaries and the identification of additional geophysical targets which were the targets of ionic sampling programs that have been undertaken.

Final results from the extensive ionic survey of the project conducted during the 2023 field season were received during the financial year. All results are currently undergoing statistical analysis. Planning was undertaken for a number of follow up ionic sampling surveys, reprocessing of seismic data and the collection of further geophysical data.

Subsequent analysis will use advanced interpretation of the ionic geochemistry samples integrated with geophysical data to define drill targets for each area of interest.

The Tindal licences are granted for a term of six years, with the end of term dates ranging from 29 August 2027 to 30 May 2030.

(ii) Maranoa Project, Queensland (100% White Energy)

The Maranoa project's three tenements are located approximately 50 km south of Texas in South East Queensland, an area with a number of historical mines and many commodity metal occurrences that has had very limited modern exploration. Stream sediment sampling in June 2023 indicated potential for copper, gold, silver, base metal, cobalt and rare earth element mineralisation.

During the financial year, more work was undertaken to better understand the significance of the results. In particular, the data was integrated with an analysis of the lithospheric-scale architecture of South East Queensland, conducted by our research partners INRS, using seismic tomographic and other geophysical data. This work has highlighted regional lithospheric features which elsewhere are associated with major mineralisation. A number of these features cross the Maranoa tenements and appear to correlate with observed areas of elemental anomalism observed in the stream sediment sampling program. Field work is being planned to follow up the observed correlations.

The initial results from the stream sediment program have confirmed important multi-element and multiple sample anomalism indicating potential for larger mineral systems within the catchments sampled. Follow-up work is planned to define anomalous catchments in detail, with catchment mapping and further sampling planned. The stream sediment sampling results do not allow the identification of a specific mineralisation type or exact location. Follow-up work is required to define the nature and the source of the anomalous mineral associations.

The permits EPM27546, EPM27547 are in place until 14 February 2026, and EPM28794 is in place until 16 July 2027. The application for EPM28794 (War Effort) was granted after the financial year end on 17 July 2024. It is a requirement that prior to renewal of a granted permit the area must be reduced by 50%.

Initial sampling work on the War Effort tenement will be conducted which will be integrated with further sampling work to follow up anomalous stream sediment samples from the existing Maranoa tenements.

(iii) Robin Rise Project, South Australia (100% White Energy)

The EL6566 exploration licence covers approximately 1,361 km^2 and the adjacent PEAL674 covers approximately 2,508 km^2. These tenements are situated approximately 70 km southwest of Coober Pedy in South Australia, and lie entirely within the Olympic Dam G9 Structural Corridor. Age dating and basement geology has identified that the geology in the area is similar in age to the mineralisation in the Prominent Hill and Olympic Dame Mines, and gravity and magnetic surveys have identified promising structural features. Previous activity has focused on exploration for iron oxide-copper-gold-uranium style of mineralisation (Robin Rise project), and coal (Lake Phillipson project), which a study by Lurgi GmbH confirmed is suitable for gasification. The tenement also has exploration potential for rare earth elements.

Biochemical sampling of juvenile Mulga phyllodes commenced in the magnetic Hilga Mineral Field in 2021 in the broader Robin Rise project area which identified a zoned polymetallic anomaly comprising elevated Au, Ag, Ce, Co, La, Re and rare earth elements in the Coronation prospect area, including peak Au values up to 1.9 ppb. Consequently, several geochemical programs were completed targeting the prospect, most recently in November 2023, entailing the collection of 917 samples, including 718 ionic and 42 biochemical samples. The initial analysis of the results confirmed the presence of coincident biochemical and ionic anomalies and appears encouraging for an IOCG-style of mineralisation.

In June 2024, the Company undertook a cultural heritage survey over the area of a planned drilling program with members of the Antakirinja Matu-Yankunytjatjara People. In early July 2024, all proposed drill sites were cleared for drilling. On 7 August 2024, the Company received final regulatory approval to undertake the drilling program and this commenced mid-August.

The drilling campaign is targeting significant gold, copper and light rare earth anomalies consistent with IOCG-style mineralisation. 5 - 6 drillholes are planned to test a combination of structural, geochemical and geophysical targets.

Ionic sampling programs will continue to further define areas of interest and assess the geochemical response of additional geophysical targets and to finalise inconclusive calcrete results in the wider EL6566 tenement.

Work continued during the financial year examining coal gasification and emerging hydrogen opportunities from coal resources within EL6566, and the adjacent PELA674 that is considered to have potential for coal gasification.

The EL6566 licence is in place until August 2025. The renewal application for retention lease RL104 was submitted to the South Australian Government in May 2020 for the same period as EL6566.

(iv) Lora Creek Project, South Australia (100% White Energy)

The Lora Creek project is tenement EL6987 that covers an area of 934 km^2 located about 100 km northeast of Coober Pedy in South Australia. The tenement is considered to be prospective on the basis of INRS provided interpretations of deep intrusive activity and its position in the Geoscience Australia Olympic Dam corridor. It is anticipated the tenement will initially be targeted for IOCGU and roll-front uranium mineral systems.

It is intended to undertake a comprehensive technical review of historical data and integrate these results with new satellite geophysical interpretations provided by INRS to further evaluate and determine the most prospective areas of the tenement before the implementation of an on-ground ionic geochemical sampling program. No exploration activities were undertaken during the financial year.

The EL6957 licence is in place until April 2029.

(v) Specimen Hill Project, Queensland (0% White Energy. Farm-in)

The Company's subsidiary Amerod Resources Pty Limited entered into the Farm In Agreement on 6 February 2024 with Aquis listed Tectonic Gold Plc (Aquis: TTAU) and its local subsidiary Signature Gold Pty Ltd in respect of four tenements in the Biloela area of Central Queensland which are highly prospective for copper and gold. This agreement is part of the Group's strategy to develop high grade copper resources to feed the increasing demand for minerals required for the World's transition to renewable energy.

The location of this project within a major structural corridor makes this a natural fit to further advance White Energy's use of deep crustal lithospheric analytics, developed through its exclusive research agreement with INRS, to identify mineralisation in areas where deep crustal scale structural corridors provide mineralised fluid migration pathways to surface and subsurface zones.

As part of due diligence, an initial Ionic sampling survey was undertaken over the tenement areas in September 2023. Follow up work in December 2023 included additional ionic sampling and rock chip sampling. Field observations confirmed a large and complex mineral system with a number of outcropping zones of what appear to be strong copper mineralisation with, in different areas, characteristics consistent with porphyry, IOCG and skarn styles of mineralisation.

A helicopter magnetic survey was undertaken in April 2024, covering the most highly prospective areas of the project and the results are currently being analysed. Additional ionic sampling and rock chip sampling was carried out over a number of priority areas. This work is currently being analysed while an ongoing geological mapping program has commenced which will be combined with petrological work to assist in characterisation of the mineralisation in the area. Completion of this work is expected to identify and confirm drill targets for a drilling campaign during early 2025.

The Specimen Hill Project permits EPM18350, EPM28296 and MDL313 are in place until 25 March 2025, 21 February 2026 and 30 September 2028 respectively. The application to renew EPM19506 has been applied for with effect from 1 July 2024. Applications to renew other permits will be made as they fall due.

Legal dispute

White Energy's wholly owned subsidiaries, Binderless Coal Briquetting Company Pty Limited (BCBC) and BCBC Singapore Pte Ltd (BCBCS), were engaged in legal proceedings against PT Bayan Resources Tbk (BR) and Bayan International Pte Ltd (BI) (collectively Bayan) in the Singapore International Commercial Court (SICC). The proceedings related to various disputed matters arising in connection with the company PT Kaltim Supacoal (KSC), which was jointly owned by BCBCS and Bayan, which owned and operated the Tabang coal upgrade plant located at Bayan's Tabang mine in East Kalimantan, Indonesia.

On 7 March 2022, BCBCS filed a notice of appeal in the Singapore Court of Appeal (the Court) in order to appeal certain of the findings made by the SICC in the third tranche of the proceedings. The appeal hearing was held on 17 October 2022.

The Court delivered its judgement on 10 February 2023 and dismissed the appeal. The Court held that Bayan would have been able to call upon its shareholder loans as an unpaid creditor to bring the joint venture to an end, even in circumstances where it had clearly breached the agreement.

The Court noted that BCBCS was successful in the first and second tranches of the proceedings, in establishing that Bayan acted in breach of its coal supply obligations under the joint venture deed. The Court found that BCBCS was not able to prove that it suffered substantial damages as a consequence. The Court further found that this did not detract from BCBCS' success in establishing Bayan's liability for breach of contract and the Court awarded BCBCS SG1,000 in nominal damages.

In relation to the costs to be awarded following the three tranches of the proceedings, the SICC issued its judgement on 19 December 2022. The SICC noted that the Plaintiffs had succeeded on practically all issues of liability while Bayan only prevailed at the end due to narrow points of causation of loss and quantum. The SICC held that Bayan was entitled to recover from the Plaintiffs costs of SGD2,761,787 and disbursements of SGD 1,932,846 totalling SGD4,694,633.

On 3 January 2023, BCBCS filed an application for leave to appeal the decision of the SICC in relation to the costs determination for tranches one to three. The appeal being heard by the Court on 4 September 2023.

On 23 October 2023, the Court delivered its judgement in relation to the appeal of the SICC's costs determination. Whilst the Court allowed the appeal, it did not agree with the Appellant's argument that BCBCS be awarded costs up to the late stage of the proceedings at which Bayan first raised the narrow point of causation which ultimately prevented BCBCBS from recovering any damages. That said, the Court found that the discount of 40% awarded to the Respondents was insufficient and instead awarded a greater discount of 70%. The Court also held that BCBC should not be jointly and severally liable for costs.

The Court made the following orders:

(a) BCBCS is liable to BR for certain costs subject to a 10% discount for the Respondents' lack of particularisation, and a further 70% discount, with the amount determined in (b) below to also be deducted. BCBCS estimates the cost order to be approximately SGD3.3 million.

(b) BCBC is liable to BI for certain limited costs, in so far as these are solely attributable to BCBC's withdrawn claim in the proceedings, subject to a discount of 10%. The Court has ordered the parties to attempt to agree the quantum of such cots and if unable to do so, to write to Court within 14 days of the judgement to indicate their respective positions in relation to quantum.

BCBC has paid agreed costs of SGD45,000.

As a result of the judgement, the directors of BCBCS resolved on 24 October 2023 to appoint KPMG Singapore as the liquidator to BCBCS.

In 2012, the Supreme Court of Western Australia (Supreme Court) made freezing orders in favour of BCBCS in respect of Bayan's 56% shareholding in Kangaroo Resources Limited, a publicly listed Australian company (freezing order).

Bayan filed a summons in the Supreme Court seeking costs in relation to the freezing order proceedings. At a directions hearing on 27 May 2022, the Supreme Court ordered that parties file submissions in relation to costs following the SICC's determination in relation to costs. Following the parties' submissions in February 2023, the Supreme Court ordered that special costs should be awarded to Bayan, with the quantum of costs to be determined by taxation, if not agreed by the parties.

On 18 December 2023, Bayan filed a chamber summons seeking an inquiry into damages as a result of the freezing order being in place. Bayan claimed damages from BCBCS of approximately $900,000. The Supreme Court had previously made orders discharging the freezing order and for the $2 million security undertaking paid by BCBCS to remain in place, with Bayan to file any application for an inquiry as to damages on the undertaking within 6 weeks of resolution of the Singapore costs appeal.

The liquidators have successfully negotiated with BCBC and Bayan, as the creditors of BCBCS, to agree a settlement amount to be paid out of the $2 million security bond held by the Supreme Court with a view to finalising all legal proceedings. On 28 May 2024, a settlement deed was entered into between the Company, BCBC, BCBCS (In Creditors' Voluntary Liquidation represented by KPMG), Bayan and Kangaroo Resources Pty Ltd pursuant to which:

- Bayan will be paid $900,000 from the security held by the Supreme Court in full and final settlement of any conceivable claims against the White Energy parties, including any claims for costs or damages in respect of both the Singapore and Western Australia proceedings.
- $1.1 million will be paid to KPMG and will be distributed to the creditors of BCBCS in the liquidation process.
- Both the White Energy and Bayan parties release and discharge each other and any of their current or former officers or related entities from any claims in respect of or in any way related to the proceedings.

The Supreme Court made a payment to each of Bayan and KPMG in July 2024. KPMG is currently conducting a proof of debt process for the creditors of BCBCS and completing the necessary statutory steps to wind up BCBCS. As at 30 June 2024, the estimated non-group debts to be paid and the fees to be paid to KPMG total approximately $0.2 million, and the estimated remaining funds to be distributed to BCBC are approximately $0.9 million.

The payment details provided above pertaining to the liquidation of BCBCS are estimates only and are subject to quantification and finalisation by the liquidator.

General Corporate

In July 2023, the Company undertook an Entitlement Offer that raised proceeds of $2.4 million. The Company undertook further Entitlement Offers in December 2023 that raised proceeds of $2.9 million and in June 2024 that raised proceeds of $3.4 million. The funds from the June 2024 raise are being used by the Company for mineral exploration activities such as ionic sampling for the purposes of identifying and confirming likely drill targets and for a drilling campaign, general corporate purposes, additional working capital and to pay the costs of the Entitlement Offer.

Proceeds from the Group's sale of former subsidiary Mountainside Coal Company Inc. (MCC) were being progressively received. Further instalments of $2.6 million are due and payable now. Collateral has been provided by the Purchaser by a mortgage over certain plant and equipment of MCC, and by a guarantee from a parent company of the Purchaser. The Group is working with its joint venture partner, Proterra, on collection of their respective debts owed by MCC and had issued a default notice and commenced foreclosure proceedings in a Kentucky court. Further foreclosure proceedings were stayed when MCC and the guarantor parent company filed two Chapter 11 bankruptcy petitions in a US Federal Court in North Carolina on 1 March 2024. On 19 April 2024, the two bankruptcy proceedings were transferred to the Eastern District of the US Federal bankruptcy court in Kentucky on application by the US bankruptcy administrator, supported by the lawyers for the Group and Proterra. On 12 July 2024, the two bankruptcy proceedings were converted to Chapter 7. A trustee has been appointed by the Federal Court to sell non-exempt assets and pay holders of claims in accordance with the Bankruptcy code.

The Chairman and all Non-executive Directors maintained the significant reductions in the cash component of their remuneration from 2016/2017 as part of the Company's ongoing commitment to cost reduction.

The Group has no significant secured corporate debt. Limited-recourse shareholder loans provided to the Group's 51% owned operations in the UK and Mauritius by both White Energy and the minority shareholders in proportion to their ownership interests are repayable in January 2027. Recourse to the shareholders is limited to the assets and subsidiaries that are subject to joint venture agreements, with joint shareholder consent customarily given to extend the loans' due dates as required.

Financial position and results for year

The Group had cash reserves of $3.6 million (30 June 2023: $0.8 million) excluding restricted cash of $2.0 million (30 June 2023: $2.0 million).

The total assets balance increased to $13.3 million as at 30 June 2024 from $10.2 million as at 30 June 2023, largely as a result of the June 2024 capital raise funds on hand and capitalised exploration expenditure, partly offset by the losses derived by the Group and the partial impairment of the consideration receivables asset.

The slight increase in liabilities to $54.3 million as at 30 June 2024 from $54.1 million as at 30 June 2023 predominantly reflects an increase in the value of shareholder loans due to additional accrued interest and additional liabilities for litigation costs, partly offset by loan modification adjustments and repayment of loans from related parties.

The Group's loss before tax for the year ended 30 June 2024 was $5.6 million (2023: $8.1 million). The normalised EBITDA loss for the year ended 30 June 2024 was $3.3 million (2023: $2.7 million). The higher normalised EBITDA loss compared to the comparative period in 2023 is primarily due to the costs to enforce consideration receivables' rights and costs to liquidate subsidiary BCBC Singapore Pte Ltd, partly offset by the cost reduction initiatives across the Group.

The normalised EBITDA loss has been determined as follows:

	30 June 2024 $'000	30 June 2023 $'000
Consolidated entity net loss for the year before income tax	**(5,637)**	(8,136)
Non-cash expenses/(income):		
Depreciation/amortisation	**1,290**	2,084
Impairment	**501**	1,000
Share-based payments	**–**	5
Other	**(3,307)**	(410)
Sub-total – non-cash expenses	**(1,516)**	2,679
Other significant items:		
Finance costs	**2,595**	1,935
Legal costs – litigation	**1,140**	710
Sub-total – other significant items	**3,735**	2,645
Consolidated entity adjusted normalised EBITDA	**(3,418)**	(2,812)
Non-controlling interests share of normalised EBITDA	**99**	93
White Energy adjusted normalised EBITDA	**(3,319)**	(2,719)

Normalised EBITDA is a financial measure which is not prescribed by Australian Accounting Standards and represents the loss under AIFRS adjusted for specific significant items. The table above summarises key items between statutory loss before income tax and normalised EBITDA. The Directors use normalised EBITDA to assess the performance of the Group. The Group's adjusted normalised EBITDA loss ($3.4 million) reconciles to the segment information EBITDA result for the year ($1.1 million) disclosed in Note 4(b), after adding back litigation costs ($1.1 million) which are included in the segment expenses line item and after allowing for rounding.

Normalised EBITDA has not been subject to any specific review or audit procedures by our auditor but has been extracted from the accompanying audited financial report.

Going concern

The Group recorded a total comprehensive loss for the year ending 30 June 2024 of $5,683,000 (2023: $10,054,000), had net cash outflows from operations of $3,637,000 (2023: $3,779,000) and a cash balance excluding restricted cash of $3,645,000 (30 June 2023: $772,000). The Group has net liabilities of $41,021,000 (30 June 2023: $43,874,000). In this regard, it should be noted that the Group's external debt comprised limited-recourse shareholder loans (recourse is limited to the assets of subsidiaries that are subject to joint venture agreements, with joint shareholder consent customarily given to extend the loans' due dates as required), trade and other payables and provisions incurred in the ordinary course of business.

The Group has strengthened its financial position during the year by raising $3.4 million from the Entitlement Offer in June 2024. The Group has prepared a cash flow forecast to 30 September 2025, which demonstrates the need to raise additional funding to meet the Group's forecast expenditure for the period.

The Directors are considering a number of actions for raising additional funds and have contemplated funds due to be received, including from one or more of the following sources:

1. Asset realisation: (a) Proceeds from the Group's sale of its interest in Mountainside Coal Company (MCC) of \$2.6 million are due and payable now; the Purchaser has filed for bankruptcy in a US Federal court and this has now been converted into a liquidation process; A trustee has been appointed by the Federal Court to sell non-exempt assets and pay holders of claims in accordance with the Bankruptcy code; (b) the Group's subsidiary BCBC Singapore Pte Ltd is in liquidation and an estimated dividend of approximately \$0.9 million is to be received from the liquidator subject to their quantification and finalisation;
2. Additional equity funds: As previously foreshadowed, the Company plans to raise additional equity funds for the ongoing activities of the Group, as required. The Company has been successful in raising equity funds through the issue of new shares recently and in the past;
3. Debt funding for capital projects: The Directors believe, based on past experience, that they can raise third party debt financing to part fund any future project capital expenditure requirements; and
4. Loans from minority shareholders: The Group's 51% owned subsidiaries, River Energy JV Limited and River Energy JV UK Limited continue to have access to funds from their 49% minority shareholder under existing shareholder loan agreements (in conjunction with WEC's 51% contributions) to enable them to meet their debts as and when they fall due.

As the funding actions are yet to be completed, these conditions give rise to a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern. The Directors believe that the Group will be successful in raising funds through one or more of the above actions and that the Group will be able to realise its assets and settle its debts as and when they fall due and payable in the normal course of business, and accordingly have prepared the financial statements on a going concern basis.

The Group's independent auditor's report for the year ended 30 June 2024 contains an emphasis of matter paragraph drawing members' attention to the contents of Note 1(a)(vi) of the accompanying financial statements which deals with the Group's going concern assumptions and the basis upon which those financial statements have been prepared. A copy of the independent auditor's report is included with the accompanying financial statements for the year ended 30 June 2024.

Future prospects

The Group continues to look for opportunities to increase the worldwide footprint of BCB technology with coal producers seeking to maximise mine yield and solve the environmental challenges posed by discarded coal fines. Discussions will continue with coal mine operators who have substantial quantities of coal fines which could be briquetted into a marketable coal product in Australia, China and South Africa. White Energy's 49% joint venture partner in River Energy, Proterra Investment Partners, is pursuing opportunities on mine sites in South Africa to secure access to fine coal to support BCB projects and is entering into arrangements which may lead to a BCB plant.

In Australia, the focus on exploring for copper and other minerals in the Northern Territory, Queensland and South Australia, and examining coal gasification and emerging hydrogen opportunities from coal resources in South Australia are expected to continue.

The Group will continue to investigate opportunities to invest in coal and other mineral assets.

Principal risks and uncertainties

The activities of the White Energy Group, as in any business, are subject to risks, some of which are specific to the Group and the coal and mineral exploration industries in general, which may impact on its future financial performance, its business prospects and the value of White Energy shares. The Group has appropriate actions, systems and safeguards for known risks, however, some are outside the control of the Group. The principal risks which may be associated with investment in White Energy include:

- **Financing risk:** The Directors believe that White Energy has sufficient cash reserves to meet its commitments in the near term, however to satisfy forecast expenditure requirements, the Company will require further funding. The Directors believe that a combination of funding sources may be available, including debt funding for specific projects, issues of new equity and asset realisation. Execution of the Company's strategy may be impacted by the inability to raise the necessary capital on favourable terms or at all as a result of adverse market conditions and other factors outside the control of the Company. If adequate funds are not available on acceptable terms, the Company may not be able to take advantage of opportunities or otherwise respond to competitive pressures.
- **General economic and business conditions risk:** The operating and financial performance of the Group is influenced by a variety of general economic and business conditions including the levels of consumer confidence and spending, business confidence and investment, employment, inflation, interest rates, foreign exchange rates, commodity prices, access to debt and capital markets, fiscal policy, monetary policy and regulatory policies. A prolonged deterioration in any number of the above factors may have a material adverse impact on the Group's business and financial performance including its ability to fund its activities.
- **Regulatory and country risks:** The Group holds investments in Australia, and conducts business, or seeks to conduct business in this and other countries, and is therefore exposed to the laws governing businesses in those countries. Changes in government regulations including taxation, the repatriation of profits, restrictions on production, export controls, environmental compliance,

shifts in the political stability of the country, labour unrest and other adverse political events could adversely affect the Group and its business initiatives in Australia, South Africa, China and other countries.

- **Competition risk:** The coal industry in which the Group is involved is subject to domestic and global competition including from alternative energy sources including gas, solar, wind, uranium, tidal or other energy sources. While the Group will undertake all reasonable due diligence in its business decisions and operations, the Group will have no influence or control over the activities or actions of its competitors, which activities or actions may, positively or negatively, affect the operating and financial performance of the Group's projects and business.
- **Potential acquisitions and divestments risk:** As part of its business strategy, the Group may make acquisitions of, or significant investments in, complementary companies, products or technologies and may make asset divestments. Any such transactions would be accompanied by the risks commonly encountered in making acquisitions of companies, products and technologies, and any divestment activity could result in realising values less than fair value.
- **Management actions risks:** The Directors will, to the best of their knowledge, experience and ability (in conjunction with their management) endeavour to anticipate, identify and manage the risks inherent in the activities of the Group, but without assuming any personal liability, with the aim of eliminating, avoiding and mitigating the impact of risks on the performance of the Group and its securities. This includes risks arising from the Group's reliance on a number of key employees. The Company has in place employment contracts with key employees and has the objective of providing attractive employment conditions to assist in retaining key employees. However, there is no guarantee that the Company can or will retain its key employees.
- **Unforeseen expenses risk:** While the Group is not aware of any expenses that may need to be incurred that have not been taken into account, if such expenses were subsequently incurred, the forecast expenditure requirements of the Group may be adversely affected.
- **Exploration success risk:** The mineral tenements in which the Group has or may have an interest in are at various stages of exploration, and potential investors should understand that mineral exploration and development are high-risk undertakings. There can be no assurance that exploration of the project areas, or any other tenements that may be acquired in the future, will result in the discovery of an economic ore deposit. Even if an apparently viable deposit is identified, there is no guarantee that it can be economically exploited.
- **Operating risks:** The Group's future operations will be subject to operating risks that could result in decreased product production which could reduce its revenues. These operational difficulties may impact the amount of product produced, increase the cost of production and delay sales revenue. Such operational difficulties include failure to locate or identify mineral deposits; failure to achieve predicted grades in exploration and mining; operational and technical difficulties encountered in mining; difficulties in commissioning and operating plant and equipment; mechanical failure or plant breakdown; unanticipated metallurgical problems which may affect extraction and production costs; adverse weather conditions; natural disasters; industrial and environmental accidents; industrial disputes; transportation delays; workplace, health and safety issues including those arising from pandemics such as COVID-19; and unexpected shortages or increases in the costs of consumables, spare parts, plant and equipment.
- **Development and construction risk:** There is a risk that circumstances (including unforeseen circumstances) may cause a delay to project development, exploration milestones or other operating factors, resulting in delays to the receipt of revenues. In addition, the development of new projects by the Group may not materialise, and may exceed the current expected timeframe for completion or cost, for a variety of reasons outside the control of the Group.
- **Technology, general project and intellectual property risks:** Any project is subject to risk, in particular those that rely on a relatively new technology. Emerging new technologies may render the Group's exclusively licensed and proprietary binderless briquetting technology obsolete, or commercialisation of the technology may take longer than anticipated, which hinder the Group's ability to derive future income. The Group's future financial performance may also be impacted by the failure to protect its intellectual property.
- **Resource estimation risk:** The Group reports resource estimates in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, known as the JORC Code. Resource estimates are expressions of judgement based on knowledge, experience and industry practice. There are risks associated with such estimates, including that the material mined may be of a different quality, tonnage or strip ratio from those estimates. Estimates which were valid when originally calculated may alter significantly when new information or techniques become available. In addition, by their very nature, resource estimates are imprecise and depend to some extent on interpretations, which may prove to be inaccurate.
- **Commodity price volatility, gas price volatility and foreign exchange rate risks:** The Group's future financial performance will be impacted through the revenue it derives by future traded commodity prices, traded gas prices and movements in foreign exchange rates which are determined by factors outside the Group's control. The global economy has been adversely impacted by energy shortages caused by a number of factors, which has been exacerbated by the continuing conflict in Ukraine, instability in the Middle East, and uncertainties remain surrounding future traded coal prices and energy prices generally.

- **Environmental risks:** The operations and proposed activities of the Group are subject to State and Federal laws and regulation concerning the environment. As with most exploration projects and mining operations, the Group's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. The Group is committed to environmental care and aims to carry out its activities in an environmentally responsible and scientifically-sound way that reduces the environmental impact to a practical minimum and ensures compliance with all environmental laws.
- **Title Risks and Native Title risks:** Interests in tenements in Australia are governed by the respective State legislation and are evidenced by the granting of licences or leases. Each licence or lease is for a specific term and carries with it annual expenditure and reporting commitments, as well as other conditions requiring compliance. Consequently, the Group could lose title to or its interest in, tenements if licence conditions are not met or if insufficient funds are available to meet expenditure commitments. The Directors will closely monitor the potential effect of native title claims involving tenements in which the Group has or may have an interest.
- **Climate change risks:** Climate change is creating risks and opportunities for the Group and its customers. Changes in government regulations in the countries the Group operates in could restrict the use of coal and impact the longer term demand for coal and therefore the Group's proprietary BCB technology. The demand for coal could also be impacted by the faster than anticipated adoption of alternative energy sources over the longer term in the transition to a lower carbon economy. Regulatory changes and/or growth of the Group's mining activities may result in additional costs to comply with sustainability reporting standards, and higher operating and capital costs in efforts to reduce carbon emissions. Climate change has the potential to increase the intensity and frequency of extreme weather events that may impact the Group's future operations and those of its customers. The Group has advantages from, and resilience to such risks through the BCB technology which can improve the carbon emission efficiency of sub-bituminous coals and convert large quantities of discarded fine bituminous coal into a saleable product that may otherwise be considered an environmental liability. Joint venture partner, Proterra Investment Partners, are seeking to recover and briquette discarded coal tailings, which, it is believed, would be a good environmental outcome for South Africa. The Group's Lake Philipson coal resource has the potential for coal gasification and emerging hydrogen opportunities from coal. Gas is seen as an important energy source in the transition to a lower carbon economy. The Group creates growth opportunities through a portfolio of copper and other minerals exploration projects in Australia that are vital to a decarbonised future.
- **Cyber security risk:** Cyber-attacks are increasing worldwide in frequency and severity. No information technology environment is impenetrable, the Group maintains appropriate actions, systems and safeguards to protect against data breaches and aims to keep to a low risk the adverse consequences arising from a data breach on the Group's business and operations.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

On 29 May 2024, the Group entered into a settlement deed which brought to a conclusion the activities relating to the engagement in legal proceedings against PT Bayan Resources TBK and Bayan International Pte Ltd.

There were no other significant changes in the state of affairs of the Group during the financial year.

EVENTS OCCURRING AFTER THE REPORTING PERIOD

(a) Contingencies - KSC legal dispute

Refer to the review of operations section for details regarding the KSC legal dispute occurring after the reporting period.

No other significant matters or circumstance have arisen since 30 June 2024 that have significantly affected, or may significantly affect:

(1) the Group's operations in future financial years; or

(2) the results of those operations in future financial years; or

(3) the Group's state of affairs in future financial years.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

Additional comments on expected results of certain operations of the Group are included in this annual financial report under the Operating and Financial Review section on pages 18 to 26.

ENVIRONMENTAL REGULATION

The Group is committed to environmental care and aims to carry out its activities in an environmentally responsible and scientifically-sound way. In performing exploration activities, some disturbances of the land in the creation of tracks, drill rig pads, sumps and the clearing of vegetation occur. These activities have been managed in a way that has reduced the environmental impact to a practical minimum. Rehabilitation of any land disturbances would occur as soon as is practicable after exploration activity in an area has been completed.

The Group has, as far as the Directors are aware, complied with all statutory requirements relating to its exploration activities.

Greenhouse gas and energy data reporting requirements

The Group is not subject to the reporting requirements of either the Energy Efficiency Opportunities Act 2006 and/or the National Greenhouse and Energy Reporting Act 2007, however monitoring of all emissions and energy usage at the Group's Cessnock site is carried out on a regular basis to ensure compliance under the current regulations.

INFORMATION ON DIRECTORS

Brian Flannery

Non-Executive Chairman

BE MINING

Experience and expertise:

Brian Flannery was appointed to the Board and as Managing Director of White Energy on 17 September 2010 and then as Chairman and Chief Executive Officer on 20 March 2023. He resigned from his position as Chief Executive Officer on 30 October 2023 but remains in his position as non-executive Chairman. He was appointed to the Audit and Risk Committee and the Remuneration Committee on 17 December 2021, resigned from the Audit and Risk Committee on 10 March 2023, appointed to the Audit and Risk Committee on 20 March 2023, and resigned from these positions on 1 June 2023. He is a mining engineer with more than 50 years experience in the development, engineering, construction and management of open-cut and underground mining projects in Australia and overseas. Brian Flannery was Managing Director of White Mining Limited prior to its merger with Felix Resources Limited in April 2005. Subsequent to that merger he held the position of Managing Director of Felix Resources Limited and Yancoal Australia Limited until September 2010.

Other current directorships:

None.

Former directorships (last 3 years):

None.

Special responsibilities:

Chairman of Board of Directors.

Interests in shares:

81,385,752 ordinary shares in White Energy.

Vincent O'Rourke AM

Non-Executive Director

B ECON

Experience and expertise:

Vincent O'Rourke joined the Board of White Energy on 29 September 2010. He was appointed Chair of the Audit and Risk Committee on 9 March 2021 and is Chair of the Remuneration Committee. He holds a Bachelor of Economics from the University of New England. He is an Honorary Doctor of the Queensland University of Technology and Griffith University. Vincent O'Rourke brings over 50 years of corporate and railway industry experience spanning operations, finance and business management. He was formerly Queensland Commissioner for Railways and the Chief Executive Officer of Queensland Rail.

Other current directorships:

None.

Former directorships (last 3 years):

None.

Special responsibilities:

Chair of the Audit and Risk Committee and Chair of the Remuneration Committee.

Interests in shares:

976,000 ordinary shares in White Energy.

Keith Whitehouse
Non-Executive Director
BSc GEOLOGY

Experience and expertise:
Keith Whitehouse joined the Board of White Energy on 12 December 2022. He was appointed to the Audit and Risk Committee 10 March 2023 and the Remuneration Committee on 20 March 2023. He holds a Bachelor of Science from Victoria University of Wellington, he is a long-standing member of the Australian Institute of Mining and Metallurgy, a Chartered Professional (Geology), and holds a professional certificate in the JORC Code issued by the AusIMM. Keith Whitehouse is a geologist with over 40 years experience covering mineral exploration, the management and processing of exploration and mining related data, the assessment of mineral resources both in Australia and overseas, and executive corporate roles in the resources sector. He is experienced in reporting of technical data under both the JORC Code and NI 43-101 (Canada).

Other current directorships:
Non-Executive Director of Leviathan Gold (Australia) Pty Ltd, a subsidiary of Canadian listed entity Leviathan Gold Ltd.

Former directorships (last 3 years):
None.

Special responsibilities:
Member of the Audit and Risk Committee and Remuneration Committee.

Interests in shares:
2,533,027 ordinary shares in White Energy.

Michael Chapman
Non-Executive Director
Dip MINING ENGINEERING

Experience and expertise:
Michael Chapman joined the Board of White Energy on 1 June 2023. He was appointed to the Audit and Risk Committee and the Remuneration Committee on 1 June 2023. He holds a Diploma of Mining Engineering, Western Australia, a NSW Open Cut Coal Mine Manager's Certificate and QLD Metalliferous Mine Manager's Certificate. Michael Chapman is a mining engineer with over 55 years experience in the exploration, development, engineering, construction and management of open-cut and underground mining projects in Australia and overseas. He was formerly the Chief Operating Officer of White Energy from July 2010 to August 2019. Prior to that he was the Chief Operating Officer at Felix Resources Limited and he has held senior mining positions for a number of operations across Australia and Indonesia and in commodities spanning coal, iron ore, copper and nickel.

Other current directorships:
Non-Executive Director of Diatreme Resources Limited.

Former directorships (last 3 years):
None.

Special responsibilities:
Member of the Audit and Risk Committee and Remuneration Committee.

Interests in shares:
None.

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

COMPANY SECRETARY

The Company Secretary is David Franks B Econ, CA, F Fin, JP. He was appointed as the Company Secretary on 3 February 2005.

David Franks is a director and principal of the Automic Group. He is a Chartered Accountant, Fellow of the Financial Services Institute of Australia, Fellow of the Governance Institute of Australia, Justice of the Peace, Registered Tax Agent and holds a Bachelor of Economics (Finance and Accounting) from Macquarie University. With over 30 years experience in finance, governance and accounting, Mr Franks has been CFO, Company Secretary and/or Director for numerous ASX listed and unlisted public and private companies, in a range of industries covering energy retailing, transport, financial services, mineral exploration, technology, automotive, software development and healthcare. Apart from White Energy Company Limited, Mr Franks is currently also the Company Secretary for the following ASX Listed entities: Applyflow Limited, COG Financial Services Limited, Cogstate Limited, Dubber Corporation Limited, Evergreen Lithium Limited, Exopharm Limited, IRIS Metals Limited, IXUP Limited, JCurve Solutions Limited, Noxopharm Limited, Nyrada Inc, Omega Oil and Gas Limited and ZIP Co Limited. He was also a Non-Executive Director of JCurve Solutions Limited until 2021.

MEETINGS OF DIRECTORS

The number of meetings of the Company's Board of Directors ('the Board') and of each Board committee held during the year ended 30 June 2024, and the number of meetings attended by each Director were:

	Meetings of Directors		Audit & Risk Committee		Remuneration Committee	
	Held[(a)]	Attended[(b)]	Held[(a)]	Attended[(b)]	Held[(a)]	Attended[(b)]
Non-executive Directors:						
Brian Flannery	7	7	–	–	–	–
Vincent O'Rourke	7	7	4	4	1	1
Keith Whitehouse	7	7	4	4	1	1
Michael Chapman	7	7	4	4	1	1

(a) Number of meetings held during the time the Director held office or was a member of the committee during the year.
(b) Number of meetings attended.
\- Number is zero.

RETIREMENT, ELECTION AND CONTINUATION IN OFFICE OF DIRECTORS

It is the Board's policy to consider the appointment and retirement of Non-Executive Directors on a case-by-case basis. In doing so the Board must take into account the requirements of the Australian Securities Exchange Listing Rules and the *Corporations Act 2001*.

Clause 8.1(c) of the Constitution requires that a person appointed a Director during the year, as an addition to the existing Directors or to fill a casual vacancy, who is not the Managing Director, holds office until the conclusion of the next AGM following his or her appointment. There have been no such appointments during the year.

Clause 8.1(d) of the Constitution requires that no Director who is not the Managing Director may hold office without re-election beyond the third AGM following the meeting at which the Director was last elected or re-elected. There is no such director required to be re-elected

Clause 8.1(f) of the Constitution requires to the extent that the Listing Rules require an election of Directors to be held and no Director would otherwise be required (by rules 8.1(c) or 8.1(d)) to submit for election or re-election the Director to retire is any Director who wishes to retire and seek re-election.

Noting there is no Managing Director that is not subject to Clause 8.1(c) and (d) of the Constitution, the current board was re-elected by shareholders at the following prior AGM:

2023: Vincent O'Rourke; Michael Chapman; Keith Whitehouse and Brian Flannery

Therefore under Clause 8.1(d) of the Constitution, Brian Flannery wishes to retire and seek re-election.

REMUNERATION REPORT (AUDITED)

The Directors are pleased to present the Company's 2024 remuneration report. The remuneration report is prepared in accordance with section 300A of the *Corporations Act 2001* and has been audited as required by section 308(3C) of the *Corporations Act 2001*.

This report sets out the remuneration information for White Energy's Non-Executive Directors and Executives. Executives for the purpose of this report are Key Management Personnel who are not Non-Executive Directors.

The remuneration report is set out under the following main headings:

(1) Directors and other Key Management Personnel

(2) Remuneration governance

(3) Remuneration of Executives

(4) Relationship between remuneration and White Energy's performance

(5) Remuneration of Non-Executive Directors

(6) Voting and comments made at the Company's 2023 Annual General Meeting

(7) Share-based compensation

(8) Additional disclosures relating to Key Management Personnel

(1) Directors and other Key Management Personnel

For the purposes of the 30 June 2024 Financial Report, the Directors and other Key Management Personnel were:

Name	Position
Non-Executive Directors:	
Brian Flannery(1)	Non-Executive Chairman - Independent
Vincent O'Rourke	Non-Executive Director - Independent
Keith Whitehouse	Non-Executive Director - Independent
Michael Chapman	Non-Executive Director - Independent
Other Key Management Personnel:	
Greg Sheahan(2)	Chief Executive Officer
Allan McCarthy	Chief Financial Officer

(1) Brian Flannery resigned as Chief Executive Officer and Executive Chairman on 30 October 2023 but continues as Non-Executive Chairman from 30 October 2023.
(2) Greg Sheahan was appointed as Chief Executive Officer on 30 October 2023.

Key Management Personnel are defined as those persons having the authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly (and include the Directors of the Company).

(2) Remuneration governance

(i) The Remuneration Committee

The Board has delegated certain responsibilities to the Remuneration Committee which requires formal reporting back to the Board on a timely basis. The ultimate responsibility for the Company's remuneration policy rests with the Board.

The Remuneration Committee is primarily responsible for reviewing and recommending to the Board the following remuneration matters:

- The remuneration of Non-Executive Directors; and
- The remuneration quantum and incentive framework for the Managing Director and Executives.

Members of the Remuneration Committee are appointed, removed and/or replaced by the Board. The Remuneration Committee should consist of at least three Directors who are Non-Executive Directors, and where possible, be comprised of a majority of Independent Non-Executive Directors. The Chairman of the Remuneration Committee will be a Director other than the Chairman of the Board.

The Remuneration Committee was comprised of Vincent O'Rourke (Chair), Keith Whitehouse and Michael Chapman as at 30 June 2024.

The Remuneration Committee comprises a majority of Independent Non-Executive Directors.

The Company's Corporate Governance Statement which can be found on the Company's website: http://www.whiteenergyco.com/about-us/corporate-governance/, provides further information on the role of the Remuneration Committee and its composition and structure.

A copy of the Remuneration Committee's charter is included on the Company's website.

(ii) Use of external consultants

The Remuneration Committee seeks advice from independent advisors as required. In June 2023, the Remuneration Committee engaged GRT Lawyers to advise on changes to the regulatory requirements of employee share schemes. GRT Lawyers was paid $700 for these services. The advice was made free from undue influence by members of the Group's key management personnel. GRT Lawyers were engaged by the Company Secretary, Mr David Franks under delegated authority of the Board, and the advice was provided directly to him. No discussions were held directly with key management personnel. As a consequence, the Board is satisfied that the advice was made free from undue influence from any members of the key management personnel.

(3) Remuneration of Executives

(i) Policy and framework

The overall objective of the Company's Executive remuneration arrangements is to ensure that Executives are rewarded for performance, with a remuneration structure that is not only competitive in the market but also reflective of the importance of retaining the Executive within the Company. Given the current stage in the Company's development, the Board considers it imperative that the Company is always in a position to attract and retain key staff members who can make a significant contribution to the business as it expands and delivers on its business strategy.

(ii) Remuneration components

The Company's Executive remuneration structure can consist of fixed and 'at-risk' components:

Fixed components	Variable 'at-risk' components
Base salary and benefits, including superannuation.	Short-term incentives in the form of cash bonuses (amounts determined based on assessment of the Executive's performance).
	Long-term incentives, through participation in incentive schemes which may be offered from time-to-time.

The remuneration structure allows the Company to provide an appropriate mix of fixed and variable pay components.

(a) *Base salary, other monetary and non-monetary benefits*

Executives receive their base salary and benefits structured as a total employment cost package which may be delivered as a combination of cash and prescribed non-cash benefits at the Executive's election.

The remuneration structure allows the Company to provide an appropriate mix of fixed and variable pay components.

Remuneration levels are reviewed annually by the Remuneration Committee after considering each Executive's performance levels and the importance of retaining the Executive within the Company, as well as external market benchmarks for comparable roles to ensure that the Executive's base salary is competitive.

There are no guaranteed base salary increases included in the Executives' employment services contracts. With the former protracted downturn in the resources sector generally and challenging market conditions the Chairman, former Managing Director (now Chairman) and Non-Executive Directors voluntarily offered to reduce their base salary or Directors' Fees by 20% effective 1 July 2016. To further assist the Company conserve its funds, from 1 April 2017 the Directors' Fees for the Chairman and Non-Executive Directors were reduced to $40,000 p.a., and the former Managing Director (now Chairman) agreed to a significant reduction in his base remuneration that remained in place until he became a non-executive Chairman on 30 October 2023.

Non-monetary benefits include car parking and phone benefits.

(b) *Short-term incentives*

The Company recognises that short-term incentives can be an effective tool to drive the achievement of single-year performance objectives. However, as the Company's current focus is on developing long-term, strategic objectives, no specific short-term incentive opportunities were provided to Executives for the year ended 30 June 2024 and no payments were or are to be made.

(c) *Long-term incentives*

The Company has in place a Long Term Incentive Plan (LTIP) which is designed to align the performance of employees with that of the interests of shareholders and to assist in the retention of experienced personnel.

The LTIP provides for the grant of Performance Rights or Options to eligible employees (Incentive Securities), which may vest subject to the satisfaction of performance, service or other vesting conditions imposed at the time of grant. This provides the Company with broad flexibility so that it can effectively incentivise employees using the most appropriate instrument (which may vary depending on the seniority of the executive, the jurisdiction in which they are issued, or prevailing market and regulatory conditions).

Long Term Incentive Plan

The Company's Long Term Incentive Plan for key employees of the Company was re-approved by shareholders at the 2023 Annual General Meeting. The key terms of the LTIP are:

- the Board may in its absolute discretion determine which eligible employees will be invited to participate in a grant of Performance Rights or Options (Incentive Securities), which may vest subject to the satisfaction of performance, service or other vesting conditions imposed at the time of grant;
- on vesting (and exercise, in the case of Options), participants will become entitled to fully paid ordinary shares in the Company. The Board can decide whether to purchase Shares on-market or issue new Shares for the purposes of the LTIP or provide the cash equivalent value of one Share in the Company to the participant (if provided-for under the terms of the grant);
- Incentive Securities may lapse in certain circumstances, including if the participant's employment is terminated for certain acts or the participant acts fraudulently or dishonestly, engages in gross misconduct or is in breach of their obligation to the Company;
- if in the Board's opinion, Incentive Securities vest as a result of the fraud, dishonesty or breach of obligations by the participant or another person, or if there is a material misstatement or omission in the financial statements of a Group company, the Board may determine any treatment in relation to the Incentive Securities (or Shares received on vesting) to ensure no unfair benefit is obtained by the participant;

- where a participant ceases employment in other circumstances, the Incentive Securities will remain 'on foot' or lapse, subject to the Board's discretion to determine that some or all of the unvested Incentive Securities lapse or vest on cessation;
- Incentive Securities may not be traded or hedged, and the Board may impose restrictions on dealing of Shares allocated on vesting of Incentive Securities;
- any Shares issued under the LTIP will rank equally with those traded on the ASX at the time of issue;
- in the event of a takeover bid, scheme of arrangement or similar transaction, the Board may determine whether any or all unvested Incentive Securities vest, having regard to such factors as the Board considers relevant, including performance against the applicable performance conditions; and
- in the event of any capital reorganisation, Incentive Securities may be adjusted having regard to the ASX Listing Rules and on the basis that participants do not receive any advantage or disadvantage from such an adjustment.

Incentive Options

Mr Flannery was granted 10 million Incentive Options on 18 November 2016 with an exercise price set at the higher of $0.20 or 170% of the Share price on the date the Options were granted. As a consequence of the 2018 and 2020 pro-rata Entitlement Offers to shareholders, the exercise price was adjusted to $0.19363 on 5 June 2020. Each Option granted in respect of the LTIP entitled Mr Flannery to one Share in the Company on payment of the exercise price. There were no prescribed vesting and performance conditions attached to the Options. Mr Flannery was able to exercise the Options at any time from the date the Options were granted until they expired on 18 November 2022.

Incentive Rights

Mr McCarthy was granted 1.8 million Incentive Rights on 22 July 2022 for a nil issue and exercise price. Each Right granted in respect of the LTIP entitled Mr McCarthy to one Share in the Company on satisfaction of vesting and performance conditions and would otherwise lapse on 30 June 2023. Mr McCarthy was required to remain an employee of the Company for a continuous period starting on 1 July 2022 and ending on 30 June 2023 inclusive (Service Period). The Company was required to achieve a Total Shareholder Return (TSR) over the Service Period of at least 991%. The TSR was calculated based on movements in the Company's share price and adjusted for the total dividends paid during the Service Period. The starting share price for the Company's share was $0.011. As a consequence of the 30:1 share consolidation undertaken by the Company on 8 September 2022, the number of rights was reduced from 1,800,000 to 60,000, and the deemed starting share price was increased to $0.33. The TSR was not achieved and therefore the rights lapsed on 30 June 2023.

Dealing in shares

The trading of shares issued to participants under the LTIP are subject to, and conditional upon, compliance with the Company's employee share trading policy. Executives are prohibited from entering into any hedging arrangements over unvested Incentive Securities or Performance Options under the LTIP.

(iii) Remuneration for year ended 30 June 2024

The following table shows details of the remuneration received by the executive Key Management Personnel for the current financial year:

	Short-term benefits		Post-employment benefits	Equity-settled share-based payments	
2024	**Cash salary and fees $**	**Non-monetary benefits[1] $**	**Super-annuation $**	**Rights $**	**Total $**
Executive Directors:					
Brian Flannery[2]	40,000	10,733	4,400	–	55,133
Other Key Management Personnel:					
Greg Sheahan[3]	202,308	6,893	22,254	–	231,455
Allan McCarthy[4]	271,000	12,634	29,810	–	313,444
Total Executive Directors and other Key Management Personnel remuneration	513,308	30,260	56,464	–	600,032

(1) Non-monetary benefits include car parking and phone benefits.
(2) Brian Flannery resigned as Chief Executive Officer on 30 October 2023.
(3) Greg Sheahan was appointed Chief Executive Officer on 30 October 2023.
(4) Percentage of relative proportion of remuneration related to performance for Mr McCarthy was 0.0%.

The following table shows details of the remuneration received by the executive Key Management Personnel for the previous financial year:

2023	Short-term benefits		Post-employment benefits	Equity-settled share-based payments	
	Cash salary and fees $	Non-monetary benefits(1) $	Super-annuation $	Rights $	Total $
Executive Directors:					
Brian Flannery	120,000	20,832	12,600	–	153,432
Other Key Management Personnel:					
Allan McCarthy(2)	255,600	16,718	26,838	1,189	300,345
Total Executive Directors and other Key Management Personnel remuneration	375,600	37,550	39,438	1,189	453,777

(1) Non-monetary benefits include car parking and phone benefits.
(2) Percentage of relative proportion of remuneration related to performance for Mr McCarthy was 0.4%.

(iv) Service agreements

Remuneration and other terms of employment for the Managing Director and other Executives are also formalised in service agreements, in the form of a letter of appointment. The Board will revisit the remuneration and other terms of employment when significant developments within the Company occur.

Remuneration packages are reviewed annually by the Remuneration Committee.

Arrangements relating to remuneration of the Company's executives in place for the year ended 30 June 2024 are set out below:

Name:	**Greg Sheahan**
Title:	Chief Executive Officer
Agreement commenced:	30 October 2023
Term of agreement:	Rolling contract
Details:	Base salary including superannuation: $333,000
	Contractual Termination benefits: 1 weeks base salary; increasing to 2 weeks in years 2 and 3; increasing to 3 weeks in years 4 and 5; and increasing to 4 weeks in years 6 onwards.

Name:	**Allan McCarthy**
Title:	Chief Financial Officer
Term of agreement:	Rolling contract
Details:	Base salary including superannuation: $300,810 Contractual Termination benefits: 2 months base salary

Each executive is entitled to car parking at the Company's office.

The service agreement contracts outlined above may be terminated in the following circumstances:

(i) Voluntary termination by the Company: the termination benefit outlined in the table above will apply; and

(ii) Termination by the Company for cause and without notice: no termination benefits are payable and any granted but unvested Incentive Securities or Performance Options at the date on which notice is given will be forfeited.

(4) Relationship between remuneration and White Energy's performance

Performance in respect of the current year and the previous four years is detailed in the table below:

	2024	2023	2022	2021	2020
Total loss for the year ($'000)	(5,637)	(8,136)	(7,800)	(19,006)	(14,654)
Share price at year end (Cents)	4	8	1	13	11
(Decrease)/Increase in share price (%)[1]	(50)	(73)	(92)	18	–
Dividends paid	–	–	–	–	–

(1) Change in share price for 2023 adjusted to reflect 30:1 share consolidation undertaken on 2 September 2022.

The performance of White Energy is reflective of a Company which is still largely in its development phase as its coal production projects and mining exploration projects are yet to reach a stage of prolonged commercial production. During the years noted above, there were no dividends paid or other capital returns made by the Company to its shareholders.

(5) Remuneration of Non-Executive Directors

(i) Policy and framework

A Non-Executive Directors' remuneration reflects the demands which are made on, and the responsibilities of, the Non-Executive Director. This remuneration is paid by way of fees, in the form of cash and, where applicable, superannuation benefits.

Non-Executive Directors' fees are reviewed annually by the Board after considering the recommendations of the Remuneration Committee. The Remuneration Committee's recommendations are determined within the maximum aggregate amount approved by shareholders from time to time. Total remuneration for all Company Non-Executive Directors was last voted on by shareholders at the Company's 2009 Annual General Meeting, where it was approved that the Non-Executive Director fee pool was not to exceed $1,000,000 per annum inclusive of superannuation. This remuneration pool was reconfirmed in the Company's constitution which was approved at the 2014 Annual General Meeting.

The Remuneration Committee ensures that the fees paid to Non-Executive Directors are comparable and competitive with other ASX listed companies to ensure that the Company is able to retain experienced and suitably qualified Non-Executive Directors.

The Chairman of the Board's fees are determined independently to the fees of Non-Executive Directors based on comparative external market roles.

Non-Executive Director fees cover all of the main Board activities and a Non-Executive Director's membership on Board committees.

(ii) Service agreements

On appointment to the Board, each Non-Executive Director enters into a service agreement with the Company in the form of a letter of appointment. The letter summarises the Board policies and terms.

During the year ended 30 June 2017, Directors' fees were adjusted to reflect that the Company's activity levels and size that were lower than in previous periods (by market capitalisation and net assets). The Directors' commitment to implementing cost cutting initiatives across the group was reflected in a reduction in fees:

Annual fees (excluding superannuation)	12 Months to 30/6/2024	12 Months to 30/6/2023	From 1/4/2017	From 1/7/2016 to 31/3/2017
Chairman[(i)]	$26,667	$30,000	$40,000	$176,000
Non-Executive Directors	$40,000	$40,000	$40,000	$51,200

(i) The former Chairman, Mr Graham Cubbin, resigned on 20 March 2023 and his pay period was for 9 months. The current Chairman, Mr Brian Flannery was appointed as Executive Chairman on 20 March 2023 and he continued his position of Managing Director and Chief Executive Officer until he resigned from this position on 30 October 2023, and his pay period as non-executive Chairman is for 8 months.

All service agreements are rolling contracts with no contractual termination benefits.

(iii) Remuneration for the year ended 30 June 2024

The total remuneration paid to the Non-Executive Directors for the year ended 30 June 2024 amounted to $162,800 as detailed below. For comparison purposes, amounts for the year ended 30 June 2023 are also shown.

	Short-term benefits		Post-employment benefits	
2024	**Cash salary and fees $**	**Non-monetary benefits $**	**Super-annuation[1] $**	**Total $**
Non-Executive Directors:				
Brian Flannery[2]	**26,667**	**–**	**2,933**	**29,600**
Vincent O'Rourke	**40,000**	**–**	**4,400**	**44,400**
Keith Whitehouse	**40,000**	**–**	**4,400**	**44,400**
Michael Chapman	**40,000**	**–**	**4,400**	**44,400**
Sub-total Non-Executive Directors	**146,667**	**–**	**16,133**	**162,800**

(1) Non-Executive Directors do not receive any retirement benefits other than their statutory entitlements.
(2) Mr Flannery resigned from his position as Managing Director and Chief Executive Officer and commenced as non-executive Chairman on 30 October 2023.

Non-Executive Directors do not participate in the Company's Long Term Incentive Plan.

	Short-term benefits		Post-employment	
2023	**Cash salary and fees $**	**Non-monetary benefits $**	**Super-annuation[1] $**	**Total $**
Non-Executive Directors:				
Graham Cubbin[2]	30,000	–	3,150	33,150
Vincent O'Rourke	40,000	–	4,200	44,200
Keith Whitehouse[3]	22,082	–	2,319	24,401
Michael Chapman[4]	3,333	–	350	3,683
Sub-total Non-Executive Directors	95,415	–	10,019	105,434

(1) Non-Executive Directors do not receive any retirement benefits other than their statutory entitlements.
(2) Mr Cubbin resigned on 20 March 2023.
(3) Mr Whitehouse was appointed on 12 December 2022.
(4) Mr Chapman was appointed on 1 June 2023.

Non-Executive Directors do not participate in the Company's Long Term Incentive Plan.

(6) Voting and comments made at the Company's 2023 Annual General Meeting

The White Energy Remuneration Report resolution was carried by a poll, with the results of the poll and proxy position both in excess of 75% in favour of the resolution. Of valid proxies received, more than 99% of proxies lodged voted in favour of the remuneration report for the 2023 financial year. Comments raised by shareholders during the course of the Annual General Meeting were responded to by the Directors during the meeting.

(7) Share-based compensation

Issue of shares

There were no shares issued to Directors and other Key Management Personnel as part of compensation during the year ended 30 June 2024.

Issue of options and rights

There were no options or rights issued to Directors and other Key Management Personnel as part of compensation during the year ended 30 June 2024.

(8) Additional disclosures relating to Key Management Personnel

(i) Incentive Option and Incentive Right holdings

There were no Incentive Options and no Incentive Rights in the Company held during the financial year by Directors of White Energy and other Key Management Personnel of the Group.

(ii) Shareholding

The number of shares in the Company held during the financial year by each Director of White Energy Company Limited and other Key Management Personnel of the Group, including their personally related parties, are set out below. There were no shares granted during the reporting period as compensation.

Name 2024	Number at the start of the year	Ordinary Shares issued under entitlement(1)	Ordinary Shares issued under entitlement(2)	Ordinary Shares issued under entitlement(3)	Ordinary Shares other changes during year	Number at the end of the year
Key Management Personnel:						
Brian Flannery	10,173,219	10,173,219	20,346,438	40,692,876	–	81,385,752
Vincent O'Rourke	122,000	122,000	244,000	488,000	–	976,000
Keith Whitehouse	888,244	888,244	307,693	250,000	198,846	2,533,027

(1) Ordinary Shares were issued to Directors under a pro rata Entitlement Offer on 18 July 2023.
(2) Ordinary shares were issued to Directors under a pro rata Entitlement Offer on 19 December 2023.
(3) Ordinary Shares were issued to Directors under a pro rata Entitlement Offer on 5 June 2024.

(iii) Other transactions with key management personnel and their related parties

During the year ended 30 June 2024, a related company of non-executive director Keith Whitehouse, Obsidian Minerals Pty Ltd, was paid for geological work conducted for White Energy for $756,480 (2023: $26,790). This arrangement is based on normal commercial terms and conditions and at the prevailing market rate.

During the year ended 30 June 2024, Brian Flannery, the non-executive Chairman of White Energy, leased some commercial office space and car parks to White Energy for the Company's new Newstead office through his related company KTQ Developments Pty Ltd. Lease liabilities of $18,000, lease interest of $15,000 and property outgoings of $20,000 were paid. The amounts disclosed in the financial statements as current and non-current lease liabilities of $41,000 and $228,000 respectively were outstanding at the end of the financial year. These arrangements are based on normal commercial terms and conditions and at the prevailing market rate.

During the year ended 30 June 2024, Brian Flannery leased some commercial office space to White Energy for the Company's former Brisbane office, and also reimbursed the Company for some part-time secretarial work conducted for his related companies, Ilwella Pty Ltd and KTQ Developments Pty Ltd for a net cost to the Company of $11,053 (2023: $31,046). These arrangements were based on normal commercial terms and conditions and at the prevailing market rate.

During the year ended 30 June 2023, Brian Flannery provided a loan facility to the Company of up to $1,000,000 at the lender's discretion through his related company Ilwella Pty Ltd. A loan drawdown of $500,000 was made during the 2023 financial year and remained outstanding at the 30 June 2023, with interest payable of $133. During the year ended 30 June 2024, the loan of $500,000 was repaid and interest of $2,800 was paid on this drawdown. A further loan drawdown of $500,000 was made and repaid and interest of $3,733 was paid on this drawdown during the year ended 30 June 2024. The amounts disclosed at 30 June 2023 in the Group's financial statements as loans from related parties were the amounts lent by key management personnel and were due for repayment by the Company within one year after they were advanced, or on demand, or immediately to repay or offset the loans following receipt and clearance of a capital raising's proceeds. The loans were not secured. The loan agreement was based on normal commercial terms and conditions and included interest at a market rate.

On 31 May 2023, the Company purchased Fiddler's Creek Mining Company Pty Ltd (FCMC). Director, Keith Whitehouse, was issued 888,244 million ordinary shares of the Company as one of the Sellers of FCMC and he is entitled to progressively receive a 25% share of future cash bonuses totalling $4 million if firstly a Pre-Feasibility Study is completed, and secondly, if a Definitive-Feasibility Study is completed for a mineral resource. The shares are held in escrow for two years. Keith Whitehouse was paid advances totalling $85,500 as one of the Sellers and the advances were on-advanced to FCMC for the costs of maintaining this company's assets, such as tenement expenditure and administrative costs. The advances are interest free, and are repayable to the Company by way of offset against the first future cash bonus of $2 million. The terms of this arrangement are the same as for the other non-related party Sellers and was on an arm's length basis.

This concludes the remuneration report, which has been audited.

SHARES UNDER OPTION OR RIGHT

There were no options or rights held by Directors or other Key Management Personnel at the end of the financial year. Options are intended to be granted to Key Management Personnel after the end of the financial year as set out below.

It is intended for 2,000,000 Incentive Options to be issued to the Company's Chief Executive Officer and key management person Greg Sheahan, and 1,800,000 Incentive Options to be issued to the Company's Chief Financial Officer and key management person Allan McCarthy under the terms of the Company's Long Term Incentive Plan for a nil issue and $0.04 exercise price. The vesting of each Incentive Option would result in an entitlement to one fully paid ordinary share in the Company and would otherwise lapse on 30 June 2027 if vesting condition is not met. The effective grant date is intended to be 1 July 2024.

The terms and conditions of each grant of Incentive Options affecting the remuneration of Directors and Executives under the LTIP in a future reporting period are intended to be as follows:

Grant date	Vesting and exercise date	Expiry date	Value per option at grant date	Vested %	Exercised %	Lapsed %
Incentive Options						
01/07/2024 Tranche 1: 1,266,920 options at $0.04 exercise price(1)	Vest upon achieving a performance condition(1)	30/06/2027	$0.0195	–	–	–
01/07/2024 Tranche 2: 1,266,540 options at $0.04 exercise price(1)	Vest upon achieving a performance condition(1)	30/06/2027	$0.0181	–	–	–
01/07/2024 Tranche 3: 1,266,540 options at $0.04 exercise price(1)	Vest upon achieving a performance condition(1)	30/06/2027	$0.0164	–	–	–

(1) Incentive Options intended to be granted with effect on 1 July 2024 can be exercised at any time prior to their expiry date after vesting upon achieving a performance condition. Tranche 1 options - 33.34% vest upon the closing share price of the Company's shares being $0.10 or more for 10 trading days out of any 20 consecutive trading days. Tranche 2 options - 33.3% vest upon the closing share price of the Company's shares being $0.15 or more for 10 trading days out of any 20 consecutive trading days. Tranche 3 options - 33.33% vest upon the closing share price of the Company's shares being $0.20 or more for 10 trading days out of any 20 consecutive trading days. The Board could determine that the options lapse if the option holder ceased to be an employee prior to exercise. The options could be forfeited in other circumstances, including if the employee acted fraudulently or dishonestly or engaged in gross misconduct. The rules of the LTIP and the terms of the grant contain provisions relating to the treatment of the options in the event of a takeover or change of control and in the event of a bonus issue or capital reorganisation. The fair value of the options at grant date was determined using a Monte Carlo option valuation methodology.

INSURANCE OF OFFICERS

During the financial year, the Company paid an insurance premium in respect of an insurance policy for the benefit of those named and referred to above and the Directors, Secretaries, Executive Officers and employees of any subsidiary bodies corporate as defined in the insurance policy.

In accordance with commercial practice, the insurance policy prohibits disclosure of the terms of the policy including the nature of the liability insured against and the amount of the premium.

INDEMNITY AND INSURANCE OF AUDITOR

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

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

NON-AUDIT SERVICES

The Company may decide to employ the auditor on assignments in addition to their statutory audit duties, where the auditor's expertise and experience with the Company and/or the Group are important.

Details of the amounts paid or payable to the auditor (PKF) of the parent entity for audit and non-audit services provided during the financial year are set out in Note 26 to the financial statements. During the year and prior year, PKF did not perform any non-audit services.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 39.

ROUNDING OF AMOUNTS

The Company is of a kind referred to in *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, relating to the "rounding off" of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with the instrument to the nearest thousand dollars, or in certain cases, the nearest dollar

This report is made in accordance with a resolution of the Directors.

Brian Flannery
Director

Brisbane
26 September 2024

AUDITOR'S INDEPENDENCE DECLARATION

PKF

PKF(NS) Audit & Assurance Limited Partnership
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Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of White Energy Company Limited

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2024 there have been:

(i) no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

(ii) no contraventions of any applicable code of professional conduct in relation to the audit.

PKF

PKF

STobutt

SCOTT TOBUTT
PARTNER

26 SEPTEMBER 2024
SYDNEY, NSW

ANNUAL FINANCIAL STATEMENTS – 30 JUNE 2024

CONTENTS

FINANCIAL STATEMENTS

The financial statements are for the consolidated Group consisting of White Energy Company Limited and its subsidiaries. A list of principal subsidiaries is included in Note 30. The financial statements are presented in Australian Dollars, which is White Energy Company Limited's functional and presentation currency.

General information

White Energy Company Limited is a company limited by shares, incorporated and domiciled in Australia. Its shares are listed on the Australian Securities Exchange (WEC) and also traded on the US based OTC exchange (WECFF). Its registered office and principal place of business are:

Registered office
Level 5, 126 Phillip Street
Sydney
NSW 2000
Phone +61 2 9299 9690

Principal place of business
Lobby 1, Level 2, 76 Skyring Terrace
Newstead
QLD 4006
Phone +61 7 3229 9035

A description of the nature of the Group's operations and its principal activities are included in the Directors' Report on pages 1–38, which is not part of these financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 26 September 2024. The Directors have the power to amend and reissue the financial statements.

All press releases, financial reports and other information are available at our investor centre on our website www.whiteenergyco.com

Corporate Governance Statement

The Group and the board are committed to achieving and demonstrating the highest standards of corporate governance. The Group has reviewed its corporate governance practices against the Corporate Governance Principles and Recommendations (4th edition) published by the ASX Corporate Governance Council.

The 2024 Corporate Governance Statement is dated as at 30 June 2024 and reflects the corporate governance practices in place throughout the 2024 financial year. The 2024 Corporate Governance Statement was approved by the board on 26 September 2024. A description of the Group's current corporate governance practices is set out in the Group's corporate governance statement which can be viewed at: http://www.whiteenergyco.com/about-us/corporate-governance/.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 30 June 2024

	Note	Consolidated 2024 $'000	2023 $'000
Continuing operations			
Other income	5	**139**	149
Total revenue		**139**	149
Other net gains	6	**3,307**	410
Employee benefits expense	6	**(1,571)**	(1,556)
Depreciation and amortisation expense	6	**(1,290)**	(2,084)
Impairment of financial assets expense	9	**(501)**	(1,000)
External advisory fees	6	**(2,241)**	(1,103)
Occupancy expenses		**(47)**	(50)
Travel expenses		**(10)**	(10)
Plant operating costs		**(74)**	(62)
Accounting, tax and audit fees		**(262)**	(235)
Other expenses		**(492)**	(660)
Finance costs		**(2,595)**	(1,935)
Loss before income tax		**(5,637)**	(8,136)
Income tax	7	**–**	–
Loss for the year		**(5,637)**	(8,136)
Other comprehensive loss			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		**(46)**	(1,918)
Other comprehensive loss for the year, net of tax		**(46)**	(1,918)
Total comprehensive loss for the year		**(5,683)**	(10,054)
Loss for the year is attributable to:			
Non-controlling interests		**589**	(1,921)
Owners of White Energy Company Limited	24	**(6,226)**	(6,215)
Total loss for the year		**(5,637)**	(8,136)
Total comprehensive loss for the year is attributable to:			
Non-controlling interests		**399**	(3,567)
Owners of White Energy Company Limited		**(6,082)**	(6,487)
Total comprehensive loss for the year		**(5,683)**	(10,054)

		Cents	Cents
Earnings per share for loss attributable to the ordinary equity holders of White Energy Company Limited			
Basic earnings per share	36	**(6.4)**	(15.8)
Diluted earnings per share	36	**(6.4)**	(15.8)

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes

CONSOLIDATED BALANCE SHEET

as at 30 June 2024

	Note	Consolidated 2024 $'000	2023 $'000
Assets			
Current assets			
Cash and cash equivalents	8	**3,645**	772
Trade and other receivables	9	**648**	1,132
Restricted cash	11	**2,000**	–
Other assets	10	**383**	343
Total current assets		**6,676**	2,247
Non-current assets			
Property, plant and equipment	12	**270**	37
Intangibles	13	**–**	1,218
Exploration assets	14	**6,321**	4,698
Restricted cash	16	**–**	2,000
Total non-current assets		**6,591**	7,953
Total assets		**13,267**	10,200
Liabilities			
Current liabilities			
Trade and other payables	17	**1,771**	1,077
Provisions	18	**463**	480
Total current liabilities		**2,234**	1,557
Non-current liabilities			
Other payables	19	**51,826**	52,203
Provisions	21	**228**	314
Total non-current liabilities		**52,054**	52,517
Total liabilities		**54,288**	54,074
Net liabilities		**(41,021)**	(43,874)
Equity			
Contributed equity	22	**534,733**	526,197
Reserves	23	**(9,744)**	(9,888)
Accumulated losses	24	**(527,501)**	(521,275)
Equity attributable to the ordinary equity holders of White Energy Company Limited		**(2,512)**	(4,966)
Non-controlling interests	25	**(38,509)**	(38,908)
Total equity		**(41,021)**	(43,874)

The above consolidated balance sheet should be read in conjunction with the accompanying notes

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2024

Consolidated	Contributed equity $'000	Reserves $'000	Accumulated losses $'000	Non-controlling interests $'000	Total equity $'000
Balance as at 1 July 2022	521,337	(9,621)	(515,060)	(35,341)	(38,685)
Loss for the year	–	–	(6,215)	(1,921)	(8,136)
Other comprehensive loss for the year	–	(272)	–	(1,646)	(1,918)
Total comprehensive loss for the year	–	(272)	(6,215)	(3,567)	(10,054)
Transactions with owners in their capacity as owners and other movements:					
Contributions of equity, net of transaction costs (Note 22)	4,270	–	–	–	4,270
Share-based payments (Note 23(b))	–	5	–	–	5
Acquisition of subsidiaries and settlement of liabilities, net of transaction costs (Note 33)	590	–	–	–	590
Balance as at 30 June 2023	526,197	(9,888)	(521,275)	(38,908)	(43,874)
Balance as at 1 July 2023	526,197	(9,888)	(521,275)	(38,908)	(43,874)
Loss for the year	–	–	(6,226)	589	(5,637)
Other comprehensive income/(loss) for the year	–	144	–	(190)	(46)
Total comprehensive income/(loss) for the year	–	144	(6,226)	399	(5,683)
Transactions with owners in their capacity as owners and other movements:					
Contributions of equity, net of transaction costs (Note 22)	8,536	–	–	–	8,536
Balance at 30 June 2024	**534,733**	**(9,744)**	**(527,501)**	**(38,509)**	**(41,021)**

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 30 June 2024

	Note	Consolidated 2024 $'000	Consolidated 2023 $'000
Cash flows from operating activities			
Receipts from customers (inclusive of goods and services tax)		**358**	227
Payments to suppliers and employees (inclusive of goods and services tax)		**(4,045)**	(4,049)
		(3,687)	(3,822)
Interest received		**50**	43
Net cash outflow from operating activities	35	**(3,637)**	(3,779)
Cash flows from investing activities			
Payment for purchase of subsidiaries, net of cash acquired	33	**–**	2
Payments for financial assets at amortised cost		**–**	(342)
Payments for property, plant and equipment		**(13)**	(6)
Payments for exploration assets		**(1,482)**	(135)
Disposal of discontinued operation, net of cash disposed of and disposal costs		**–**	45
Proceeds from sale of property, plant and equipment		**5**	–
Net cash outflow from investing activities		**(1,490)**	(436)
Cash flows from financing activities			
Proceeds from issue of shares	22	**8,728**	4,425
Proceeds from borrowings		**580**	831
Share issue transaction costs	22	**(232)**	(107)
Repayment of loans		**(1,000)**	(500)
Repayment of lease liabilities		**(51)**	(73)
Finance charges paid		**(31)**	(27)
Net cash inflow from financing activities		**7,994**	4,549
Net increase in cash and cash equivalents		**2,867**	334
Cash and cash equivalents at the beginning of the financial year		**772**	434
Effects of exchange rate changes on cash and cash equivalents		**6**	4
Cash and cash equivalents at the end of the financial year		**3,645**	772

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes

1. MATERIAL ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

In addition, the Group adopted *Disclosure of Accounting Policies (Amendments to AASB 101 and AASB Practice Statement 2)* from 1 July 2023. The amendments require the disclosure of 'material', rather than 'significant', accounting policies. Although the amendments did not result in any changes to the accounting policies themselves, they impacted the accounting policy information disclosed in Note 1 in certain instances (refer Note 1(a) (iv) for further information).

The financial statements comprise the consolidated financial statements of the group consisting of White Energy Company Limited (White Energy, the Company or Parent Entity) and its subsidiaries, together referred to as the Group in this financial report.

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001*, as appropriate for for-profit oriented entities. White Energy is a for-profit entity for the purposes of preparing the financial statements.

(i) Compliance with International Financial Reporting Standards (IFRS)

The consolidated financial statements of the Group also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

(ii) Historical cost convention

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income and certain classes of property, plant and equipment.

(iii) Critical accounting estimates and judgements

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 2.

(iv) New and amended standards adopted by the Group

Certain new and amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) are mandatory for reporting periods commencing 1 July 2023. These standards and interpretations did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

The Group adopted *Disclosure of Accounting Policies (Amendments to AASB 101 and AASB Practice Statement 2)* from 1 July 2023. Although the amendments did not result in any changes to accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements. The amendments require the disclosure of 'material' rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity specific accounting policy information that users need to understand other information in the financial statements.

The amendments have had an impact on the Group's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Group's financial statements.

(v) New standards and interpretations issued but not yet adopted by the Group

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2024 reporting periods and have not been early adopted by the group. These standards and interpretations are not expected to significantly affect the current or future periods.

(vi) Going Concern

The Group recorded a total comprehensive loss for the year ending 30 June 2024 of $5,683,000 (2023: $10,054,000), had net cash outflows from operations of $3,637,000 (2023: $3,779,000) and a cash balance excluding restricted cash of $3,645,000 (30 June 2023: $772,000). The Group has net liabilities of $41,021,000 (30 June 2023: $43,874,000). In this regard, it should be noted that the Group's external debt comprised limited-recourse shareholder loans (recourse is limited to the assets of subsidiaries that are subject to joint venture agreements, with joint shareholder consent customarily given to extend the loans' due dates as required), trade and other payables and provisions incurred in the ordinary course of business.

The Group has strengthened its financial position during the year by raising $3.4 million from the Entitlement Offer in June 2024. The Group has prepared a cash flow forecast to 30 September 2025, which demonstrates the need to raise additional funding to meet the Group's forecast expenditure for the period.

1. MATERIAL ACCOUNTING POLICIES (CONTINUED)

(a) Basis of preparation (continued)

The Directors are considering a number of actions for raising additional funds and have contemplated funds due to be received, including from one or more of the following sources:

1. Asset realisation: (a) Proceeds from the Group's sale of its interest in Mountainside Coal Company (MCC) of $2.6 million are due and payable now; the Purchaser has filed for bankruptcy in a US Federal court and this has now been converted into a liquidation process; A trustee has been appointed by the Federal Court to sell non-exempt assets and pay holders of claims in accordance with the Bankruptcy code; (b) the Group's subsidiary BCBC Singapore Pte Ltd is in liquidation and an estimated dividend of approximately $0.9 million is to be received from the liquidator subject to their quantification and finalisation;

2. Additional equity funds: As previously foreshadowed, the Company plans to raise additional equity funds for the ongoing activities of the Group, as required. The Company has been successful in raising equity funds through the issue of new shares recently and in the past;

3. Debt funding for capital projects: The Directors believe, based on past experience, that they can raise third party debt financing to part fund any future project capital expenditure requirements; and

4. Loans from minority shareholders: The Group's 51% owned subsidiaries, River Energy JV Limited and River Energy JV UK Limited continue to have access to funds from their 49% minority shareholder under existing shareholder loan agreements (in conjunction with WEC's 51% contributions) to enable them to meet their debts as and when they fall due.

As the funding actions are yet to be completed, these conditions give rise to a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern. The Directors believe that the Group will be successful in raising funds through one or more of the above actions and that the Group will be able to realise its assets and settle its debts as and when they fall due and payable in the normal course of business, and accordingly have prepared the financial statements on a going concern basis.

(b) Principles of consolidation

(i) Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of White Energy as at 30 June 2024 and the results of all subsidiaries for the year then ended.

(c) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (the Board of Directors).

(d) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Australian Dollars, which is White Energy's functional and presentation currency.

(ii) Group companies

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

(e) Revenue recognition

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received, when the right to receive payment is established, or over the sub-lease term.

(f) Leases

The Group leases buildings for office space, equipment and vehicles. Rental contracts are typically made for fixed periods of 1 to 15 years, but may have extension options. The Group also has leases of equipment with lease terms of 12 months or less and leases of office equipment with low-value. The Group applies the short-term lease and lease of low-value assets recognition exemptions for these leases.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

The Group's lease liabilities are included in trade and other payables.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices.

Right-of-use assets

Right-of-use assets are measured at cost, less any accumulated amortisation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Plant & equipment including buildings 1 to 20 years.

(g) Cash and cash equivalents

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

(h) Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and therefore are all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The classification of financial assets depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

The Group applies the simplified approach to measuring expected credit losses which uses a lifetime expected credit loss allowance for all trade receivables. The expected loss rates are based on the payment profiles of recent year's sales and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 90 days past due.

Impairment losses on trade receivables are presented as net impairment losses within profit or loss. Subsequent recoveries of amounts previously written off are credited against the same line item.

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

(i) Exploration and evaluation costs

Exploration and evaluation expenditure on exploration tenements and rights to farm-in are accumulated separately for each area of interest. Such expenditure is comprised of net direct costs and an appropriate portion of related overhead expenditure, but does not include general overheads or administrative expenditure not having a specific nexus with a particular area of interest.

Exploration expenditure for each area of interest is carried forward as an asset provided one of the following conditions is met:

- such costs are expected to be recouped through successful development and exploitation of the area of interest; or
- alternatively, by its sale; or
- exploration activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of recoverable mineral resources, and active and significant operations in relation to the area are continuing.

Exploration expenditure that fails to meet at least one of the conditions outlined above is written off or a provision made. When an area of interest is abandoned, any expenditure carried forward in respect of that area is written off.

Expenditure is not carried forward in respect of any area of interest unless the Group's right of tenure to that area of interest is current.

No amortisation has been, or will be, charged until the asset is available for use, that is, when the asset has been sufficiently developed so that production is in progress.

(j) Investments and other financial assets

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income (FVOCI) or through profit or loss (FVPL); and
- those to be measured at amortised cost. This category is not applicable to equity investments.

1. MATERIAL ACCOUNTING POLICIES (CONTINUED)

(j) Investments and other financial assets (continued)

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows. Generally, the Group does not acquire financial assets for the purpose of selling in the short-term. The Group's business model is primarily that of 'Hold to collect', where assets are held in order to collect contractual cash flows. Refer *Measurement* sub-section below for further details on classification.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or FVOCI. For investments in equity instruments that are not held for trading or contingent consideration recognised in a business combination, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at FVOCI.

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

(ii) Recognition and derecognition

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. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

(iii) Measurement

At initial recognition, the Group's management determines the classification and measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest (SPPI).

Debt Instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent SPPI are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of comprehensive income.
- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets ("Collect and sell"), where the assets' cash flows represent SPPI, are measured at FVOCI e.g. factored trade receivables.
- FVPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt instrument that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

Equity Instruments

The Group subsequently measures all equity investments at fair value.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of comprehensive income.

(iv) Impairment

The Group assesses on a forward looking basis the expected credit losses (ECLs) associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables and contract assets, the Group applies the simplified approach permitted by AASB 9, which requires ECLs to be recognised from initial recognition of the receivables, refer to Note 1(k) for further details. The general approach is applied to all other financial assets.

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

The assessment of ECLs includes assumptions about the risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. The assessment takes into account reasonable and supportable information that is relevant and available without undue cost or effort, and the use of credit enhancements e.g. letters of credit and guarantees.

Impairment testing of trade receivables is described in Note 1(h).

(k) Property, plant and equipment

Plant and equipment and leasehold improvements are stated at historical cost less depreciation and impairment losses.

Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

Depreciation on other assets is calculated using the straight-line method to allocate their cost or re-valued amounts, net of their residual values, over their estimated useful lives or, in the case of leasehold improvements and certain leased plant and equipment the shorter lease term.

The depreciation rate used for each class of depreciable asset is as follows:

(i)	Plant and equipment including buildings	2- 20 years
(ii)	Leasehold improvements	Over the period of the lease (generally 1- 5 years).

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

(l) Intangible assets

(i) Coal technology licences

Licences have a finite useful life and are carried at cost less accumulated amortisation and impairment losses.

Amortisation is calculated using the straight-line method to allocate the cost of licences over their estimated useful lives, which at present is 17.61 years. The BCB coal technology licence was fully amortised as at 30 June 2024.

(m) Trade and other creditors

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method.

(n) Borrowings

Borrowings are initially recognised at fair value net of transaction costs incurred. Borrowings are subsequently measured at amortised cost.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in other income or finance costs.

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

(o) Borrowing costs

Borrowing costs are recognised as expenses in the period in which they are incurred, except where they are included in the costs of qualifying assets. Borrowing costs include interest on bank overdrafts, bank fees and charges.

(p) Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits and accumulating annual leave and sick leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. All other short-term employee benefit obligations are presented as payables.

(ii) Other long-term employee benefit obligations

The liabilities for long service leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service.

Expected future payments are discounted using market yields at the end of the reporting period of high quality corporate bonds with terms and currencies that match, as closely as possible, the estimated future cash outflows. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Share-based payments

Share-based compensation benefits are provided to eligible employees via the Long Term Incentive Plan. Information relating to these schemes is set out in Note 32.

1. MATERIAL ACCOUNTING POLICIES (CONTINUED)

(p) Employee benefits (continued)

The fair value of options and rights granted under the Long Term Incentive Plan is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options and rights.

The fair value at grant date is independently determined after taking into account the exercise price, the term of the option or right, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option or right.

The fair value of the options and rights granted is adjusted to reflect market vesting conditions, but excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options and rights that are expected to become exercisable.

At each reporting date, the entity revises its estimate of the number of options and rights that are expected to become exercisable. The employee benefit expense recognised each period takes into account the most recent estimate.

The impact of the revision to original estimates, if any, is recognised in the statement of comprehensive income with a corresponding adjustment to equity.

Upon the exercise of options and satisfaction of vesting and performance conditions for rights, the proceeds received net of any directly attributable transaction costs are credited directly to equity.

(q) Contributed equity

Ordinary shares are classified as equity.

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

(r) Goods and Services Tax ('GST') and other similar taxes

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 the 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 in other receivables or other payables in the 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) Rounding of amounts

The Company is of a kind referred to in *ASIC Corporations (Rounding in Financial/ Directors' Reports) Instrument 2016/191*, relating to the 'rounding-off' of amounts in the financial statements. Amounts in the financial statements have been rounded off in accordance with that Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

(t) Parent Entity

Financial Information

The financial information for the Parent Entity, White Energy, disclosed in Note 37 has been prepared on the same basis as the consolidated financial statements except as set out below.

(i) Investments in subsidiaries, associates and joint venture entities

Investments in subsidiaries, associates and joint venture entities are accounted for at cost in the financial statements of White Energy. Dividends received from associates are recognised in the Parent Entity's profit or loss when its right to receive the dividend is established.

(ii) Tax consolidation legislation

White Energy and its wholly-owned Australian controlled entities have implemented the tax consolidation legislation.

The head entity, White Energy, and the controlled entities in the tax consolidated group account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the tax consolidated group continues to be a stand-alone taxpayer in its own right.

In addition to its own current and deferred tax amounts, White Energy also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group.

The entities have also entered into a tax funding agreement and tax sharing agreement under which the wholly- owned entities fully compensate White Energy for any current tax payable assumed and are compensated by White Energy for any current tax receivable and deferred tax assets relating to unused tax losses or unused tax credits that are transferred to White Energy under the tax consolidation legislation.

The funding amounts are determined by reference to the amounts recognised in the wholly-owned entities' financial statements.

The amounts receivable/payable under the tax funding agreement are due upon receipt of the funding advice from the head entity, which is issued as soon as practicable after the end of each financial year. The head entity may also require payment of interim funding amounts to assist with its obligations to pay tax instalments.

Assets or liabilities arising under tax funding agreement or tax sharing agreement with the tax consolidated entities are recognised as current amounts receivable from or payable to other entities in the Group. Any difference between the amounts assumed and amounts receivable or payable under the tax funding agreement are recognised as a contribution to (or distribution from) wholly-owned tax consolidated entities.

(u) Comparatives

Comparative information has been reclassified where appropriate to enhance comparability.

2. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The Group makes estimates concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances. The Group also needs to exercise judgement in applying the Group's accounting policies.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year and areas that involve a high degree of judgement or complexity are discussed below.

(a) Impairment of Assets

Mining exploration and cash generating unit (CGU)

Exploration expenditure is reviewed annually for impairment if events or changes in circumstances indicate the carrying value may not be recoverable or there is a reversal of a previous impairment. For each area of interest carried forward as an asset, at least one of the conditions set out in Note 1(i) must continue to be met. These conditions include whether the carried forward costs are expected to be recovered through successful development and exploitation of the area of interest or by its sale. Climate change risks and opportunities were included in this assessment. These risks and opportunities include the potential impact of climate change on forecast selling prices for thermal coal and gas and demand for these commodities.

If there are indicators of impairment or reversal of impairment, an exercise is undertaken to determine the recoverable amount. The recoverable amount of the mining exploration CGU is determined based on fair value less costs of disposal calculations. These calculations require the use of assumptions.

The review of indicators of impairment or reversal of impairment for the year ended 30 June 2024 concluded that the recoverable amount of the mining exploration CGU supported the carrying value of $6,321,000. The critical assumption affecting the recoverable amount of the mining exploration CGU is the future development potential of EL6566, including the coal gasification commercialisation opportunities. Refer to Note 14(a) for further details of these assumptions and the potential impact of changes to the assumptions.

(b) Going concern

The Group prepared this financial report on a going concern basis, which contemplates the realisation of its assets and settlement of its debts as and when they fall due and payable in the normal course of business, and that the Group will have access to additional funds in the next 12 months. Refer to Note 1(a)(vi).

(c) Allowance for expected credit losses

The allowance for expected credit losses assessment requires a degree of estimation and judgement. For trade receivables it is based on the lifetime expected credit losses, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates. For other receivables considered to be a low credit risk the allowance for expected credit losses is limited to the expected credit losses over the next 12 months for a particular debtor. For consideration receivables the allowance for expected credit losses is measured using the lifetime expected loss rate of 100% based on the bankruptcy proceedings in progress for the debtor. Refer to Note 9(a) for further details.

3. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks. These include market risk (including foreign exchange risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on liquidity and cash flow management.

Risk management is carried out by management under policies approved by the Board of Directors, who evaluate financial risks in close co-operation with the Group's Key Management Personnel.

(a) Market risk

(i) Foreign exchange risk

The Group operates internationally and is exposed to foreign exchange risk arising from currency exposures, primarily with respect to the US Dollar and Singapore Dollar.

Foreign exchange risk arises from future commercial transactions and recognising assets and liabilities denominated in a currency that is not the entity's functional currency. Functional currencies of Group entities include Australian Dollar and US Dollar.

The Group seeks to limit its exposure to transactional foreign exchange risk by maintaining bank accounts denominated in currencies relevant to local operations – predominantly US Dollars. Foreign exchange risks for expected future foreign currency commitments can be limited by holding funds in foreign currency bank accounts.

The Group's exposure to foreign currency risk of financial assets and liabilities at the end of the reporting period, expressed in Australian Dollars, was as follows:

	2024 ($'000)				2023 ($'000)		
	USD	SGD	GBP	AUD	USD	SGD	GBP
Assets							
Cash and cash equivalents	**2**	**–**	**–**	**–**	59	–	–
Trade and other receivables	**2,628**	**–**	**–**	**–**	2,626	–	–
Liabilities							
Trade and other payables – Current	**–**	**(209)**	**(43)**	**(926)**	–	(64)	(40)
Total assets/(liabilities)	**2,630**	**(209)**	**(43)**	**(926)**	2,685	(64)	(40)

Sensitivity

Based on the Group's foreign-denominated financial assets and liabilities above, had the relevant functional currency weakened / strengthened by 10% against the above currencies with all other variables held constant, the impact on the Group's profit and equity would be:

	2024 ($'000)		2023 ($'000)	
	+10%	-10%	+10%	-10%
AUD vs USD	**(312)**	**382**	(244)	298
AUD vs SGD	**–**	**–**	5	(6)
USD v SGD	**19**	**(23)**	1	(1)
USD v GBP	**(4)**	**4**	(4)	4

The analysis is conducted in relation to base exchange rates of: AUD/USD $0.6624 (2023: $0.6630); AUD/SGD $0.8997 (2023: $0.8986), USD/SGD $1.3582 (2023: $1.3554) and USD/GBP $0.7917 (2023: $0.7919).

(ii) Price risk

The Group is not currently exposed to commodity price risk arising from the sale of coal and other minerals, as the Group has no operating mines.

(iii) Interest rate risk

The Group's main exposure to interest rate risk during the year arose from movements in the interest rates received on its bank accounts and term deposits. The Group's external borrowings were at fixed interest rates which were determined on the draw down date.

The Group manages interest rate risk by holding a large portion of the Group's cash and cash equivalents in fixed short-term deposits after forecasting its cash management needs. Interest payable on each shareholder loan and related party loan drawdown is at a fixed rate.

The Group's exposure to interest rate risk for all classes of financial assets and liabilities, including financial assets and liabilities of disposal groups held for sale at the reporting date is set out below:

As at 30 June 2024	Floating interest rate $'000	Fixed interest maturing in less than 12 months $'000	Fixed interest maturing in more than 12 months $'000	Non-interest bearing $'000	Carrying amount assets/ liabilities $'000
Financial assets					
Cash and cash equivalents	3,643	–	–	2	3,645
Restricted cash	–	–	–	2,000	2,000
Trade and other receivables	–	–	–	648	648
Total financial assets	3,643	–	–	2,650	6,293
Financial liabilities					
Trade and other payables	–	(41)	(51,826)	(1,730)	(53,597)
Net financial assets/(liabilities)	3,643	(41)	(51,826)	920	(47,304)

As at 30 June 2023	Floating interest rate $'000	Fixed interest maturing in less than 12 months $'000	Fixed interest maturing in more than 12 months $'000	Non-interest bearing $'000	Carrying amount assets/ liabilities $'000
Financial assets					
Cash and cash equivalents	713	–	–	59	772
Restricted cash	–	–	–	2,000	2,000
Trade and other receivables	–	–	–	1,132	1,132
Total financial assets	713	–	–	3,191	3,904
Financial liabilities					
Trade and other payables	–	(527)	(52,203)	(550)	(53,280)
Net financial assets/(liabilities)	713	(527)	(52,203)	2,641	(49,376)

Sensitivity

The Group's fixed rate financial assets and liabilities are not considered to be subject to interest rate risk as neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. If interest rates had increased or decreased by 100 basis points from the year end rates with all other variables held constant and financial asset balances subject to floating interest rates were maintained for a full year, the cash balances and post-tax profit or loss would be $36,000 higher/$36,000 lower (2023 changes of 100 bps: $7,000 higher/$7,000 lower).

3. FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Credit risk

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables and committed transactions.

For cash and cash equivalents, the Group manages its credit risk by only depositing its funds with reputable banks and financial institutions and spreads its deposits across several banks in a number of countries.

For trade receivables, management assesses the credit worthiness of customers before sales are made. This assessment typically includes consideration of the customer's financial position and past experiences with the customer. In the majority of cases, credit terms of 30 days are offered to customers. For other receivables, they have been assessed to be low credit risk based on a low risk of default and the debtors having a strong capacity to meet their contractual cash flow obligations in the near term.

The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. For all other receivables the general approach is applied to measuring expected credit losses expected which uses a 12 month expected loss allowance, or a lifetime expected loss allowance if the credit risk for other receivables has increased significantly since initial recognition.

Further information on credit risk in relation to trade and other receivables including a detailed analysis of the Group's allowance for expected credit losses is provided in Note 9(a).

The carrying amount of financial assets at the reporting date, represents the maximum credit exposure.

The maximum exposure to credit risk at the reporting date was:

	Note	2024 $'000	2023 $'000
Cash and cash equivalents	8	**3,645**	772
Trade and other receivables	9	**648**	1,132
Restricted cash	11, 16	**2,000**	2,000
		6,293	3,904

(c) Liquidity risk

The Group's exposure to liquidity risk would arise where the Group does not hold sufficient cash reserves or have access to uncommitted credit facilities to meet supplier and other payment obligations when they fall due.

The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Group ensures that there are sufficient cash funds available to meet the expenses incurred. Where forecasts indicate a future funding requirement, management has and will continue to conduct initiatives such as capital raising to meet such demands.

(i) Financing arrangements

Funding for certain Group companies is provided from White Energy and other minority shareholders pursuant to shareholder funding agreements. There is no specific facility limit available, with drawdown requests being considered for approval by White Energy and the minority shareholders in relation to approved budgets and forecasts.

The Group utilises leases for the provision of plant and equipment used in its operations. Applications for new leases are assessed on a case-by-case basis.

(ii) Maturities of financial liabilities

The tables below analyse the Group's remaining contractual maturity for its financial liabilities held as at reporting date.

The amounts disclosed in the table are the expected contracted undiscounted cash flows.

The contractual cash flows disclosed below as trade and other payables includes $59,231,000 (2023: $55,210,000) payable by non-wholly-owned subsidiaries to minority shareholders with a carrying amount of $51,598,000 (2023: $52,203,000). Further information on shareholder loans can be found in Note 19(a).

Contractual maturities of financial liabilities As at 30 June 2024	Less than 6 months $'000	Less than 12 months $'000	Between 1 and 5 years $'000	Total contractual cash flows $'000
Non-derivatives				
Trade and other payables	1,763	35	59,507	61,305
Total non-derivatives	1,763	35	59,507	61,305

Contractual maturities of financial liabilities As at 30 June 2023	Less than 6 months $'000	Less than 12 months $'000	Between 1 and 5 years $'000	Total contractual cash flows $'000
Non-derivatives				
Trade and other payables	1,077	–	55,210	56,287
Total non-derivatives	1,077	–	55,210	56,287

4. SEGMENT INFORMATION

(a) Description of segments

Management has determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions.

The Board of Directors considers the business from both a business line and a geographic perspective as outlined below.

The Board of Directors has identified two reportable business line segments: coal technology and mining exploration.

The coal technology segment has the exclusive licence to BCB technology developed by the consortia led by CSIRO which processes relatively poor quality coal into a higher quality product.

The mining exploration segment holds tenements near: Coober Pedy, South Australia; Texas, Queensland; and Daly Waters, Northern Territory. The segment also has tenements near Biloela, Queensland that are explored under a farm-in arrangement with the tenement holder.

The Group's business sectors operate in four main geographical areas:

i. Australia: The home country of the main operating entity. The areas of operation are the coal technology and mining exploration business lines.
ii. Asia: Comprises operations carried on in Indonesia, China and Singapore. The area of operation is the coal technology business line.
iii. South Africa and Mauritius (South Africa): The area of operation is the coal technology business line in the South African market. The Group's partner in River Energy JV Limited, Proterra Investment Partners, is currently undertaking marketing activities, pilot plant testing and feasibility studies.
iv. United Kingdom (UK): An investment holding company that operates in the area of the coal technology business line.

4. SEGMENT INFORMATION (CONTINUED)

(b) Segment information provided to the Board of Directors

The Board of Directors regularly reviews the financial performance of the Group for the reportable segments below. The Board does not review assets and liabilities of each segment.

Segment information by business line

Consolidated - 2024	Coal technology $'000	Mining exploration $'000	Inter-segment $'000	Total $'000
Revenue				
Sales to external customers	–	–	–	–
Inter-segment revenue	3,400	–	(3,400)	–
	3,400	–	(3,400)	–
Other income	89	–	–	89
Interest income	50	–	–	50
Total revenue	3,539	–	(3,400)	139
EBITDA (*)	(1,106)	(77)	(3,375)	(4,558)
Depreciation	(12)	–	–	(12)
Amortisation	(1,694)	–	416	(1,278)
Interest expense	(4,971)	–	2,376	(2,595)
Other non-cash gains/(expenses)	6,351	–	(3,044)	3,307
Impairment of financial assets expense	(501)	–	–	(501)
Loss before income tax	(1,933)	(77)	(3,627)	(5,637)
Income tax	–	–	–	–
Loss for the year	(1,933)	(77)	(3,627)	(5,637)

* EBITDA and loss for year includes income and expenses attributable to non-wholly-owned subsidiaries.

The segment information above can be further disaggregated by geographical area as outlined below:

Consolidated – 2024	Australia $'000	Asia $'000	South Africa $'000	UK $'000	Inter-segment $'000	Total $'000
Revenue						
Sales to external customers	–	–	–	–	–	–
Inter-segment revenue	3,400	–	–	–	(3,400)	–
	3,400	–	–	–	(3,400)	–
Other income	89	–	–	–	–	89
Interest income	50	–	–	–	–	50
Total revenue	3,539	–	–	–	(3,400)	139
EBITDA (*)	166	(1,148)	(82)	(119)	(3,375)	(4,558)
Depreciation	(12)	–	–	–	–	(12)
Amortisation	(1,278)	–	(416)	–	416	(1,278)
Interest expense	(31)	–	(1,773)	(3,167)	2,376	(2,595)
Impairment of financial assets expense	(501)	–	–	–	–	(501)
Other non-cash gains/(expenses)	4	–	2,283	4,064	(3,044)	3,307
Foreign exchange gains/(losses)	3	–	–	(3)	–	–
Loss before income tax	(1,649)	(1,148)	12	775	(3,627)	(5,637)
Income tax	–	–	–	–	–	–
Loss for the year	(1,649)	(1,148)	12	775	(3,627)	(5,637)

* EBITDA and loss for year includes income and expenses attributable to non-wholly-owned subsidiaries.

4. SEGMENT INFORMATION (CONTINUED)

(b) Segment information provided to the Board of Directors (continued)

Segment information by business line

Consolidated - 2023	Coal technology $'000	Mining exploration $'000	Inter-segment $'000	Total $'000
Revenue				
Sales to external customers	–	–	–	–
Inter-segment revenue	3,350	–	(3,350)	–
	3,350	–	(3,350)	–
Other income	106	–	–	106
Interest income	43	–	–	43
Total revenue	3,499	–	(3,350)	149
EBITDA (*)	(194)	(5)	(3,323)	(3,522)
Depreciation	(12)	–	–	(12)
Amortisation	(2,569)	–	497	(2,072)
Interest expense	(3,708)	–	1,773	(1,935)
Other non-cash (expenses)/gains	(278)	–	576	298
Foreign exchange gains	107	–	–	107
Impairment of financial assets expense	(1,000)	–	–	(1,000)
Loss before income tax	(7,654)	(5)	(477)	(8,136)
Income tax	–	–	–	–
Loss for the year	(7,654)	(5)	(477)	(8,136)

* EBITDA and loss for year includes income and expenses attributable to non-wholly-owned subsidiaries.

The segment information above can be further disaggregated by geographical area as outlined below:

Consolidated – 2023	Australia $'000	Asia $'000	South Africa $'000	UK $'000	Inter-segment $'000	Total $'000
Revenue						
Sales to external customers	–	–	–	–	–	–
Inter-segment revenue	3,350	–	–	–	(3,350)	–
	3,350	–	–	–	(3,350)	–
Other income	106	–	–	–	–	106
Interest income	43	–	–	–	–	43
Total revenue	3,499	–	–	–	(3,350)	149
EBITDA (*)	15	(25)	(79)	(110)	(3,323)	(3,522)
Depreciation	(12)	–	–	–	–	(12)
Amortisation	(2,072)	–	(405)	(92)	497	(2,072)
Interest expense	(23)	–	(1,323)	(2,362)	1,773	(1,935)
Impairment of other assets expense	(1,000)	–	–	–	–	(1,000)
Other non-cash (expenses)/gains	(278)	–	–	–	576	298
Foreign exchange gains	109	–	–	(2)	–	107
Loss before income tax	(3,261)	(25)	(1,807)	(2,566)	(477)	(8,136)
Income tax	–	–	–	–	–	–
Loss for the year	(3,261)	(25)	(1,807)	(2,566)	(477)	(8,136)

* EBITDA and loss for year includes income and expenses attributable to non-wholly-owned subsidiaries.

(c) Other segment information

(i) Segment revenue

Sales between segments are carried out at arm's length and are eliminated on consolidation. The revenue from external parties reported to the Board of Directors is measured in a manner consistent with that in the statement of comprehensive income.

Segment revenue reconciles to the statement of comprehensive income revenue as follows:

	Consolidated	
	2024 $'000	2023 $'000
Total segment revenue	**139**	149
Total revenue from continuing operations	**139**	149

(ii) Reconciliation to consolidated loss for the year

The segment information loss before income tax reconciles to the statement of comprehensive income loss before income tax for the year as follows:

	Consolidated	
	2024 $'000	2023 $'000
Loss before income tax – segment information from continuing operations	**5,637**	8,136
Consolidated loss before income tax	**5,637**	8,136

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continued

5. OTHER INCOME

	Consolidated 2024 $'000	Consolidated 2023 $'000
Interest income calculated using the effective interest rate method	**50**	43
Other items	**89**	106
Other income	**139**	149

6. MATERIAL PROFIT OR LOSS ITEMS

	Consolidated 2024 $'000	Consolidated 2023 $'000
(a) Loss before income tax includes the following specific expenses:		
Depreciation and amortisation expense		
Depreciation expense – Property, plant and equipment	**12**	12
Amortisation expense – Right-of-use assets – Buildings	**60**	75
Amortisation expense – Intangible assets	**1,218**	1,997
Total depreciation and amortisation expense	**1,290**	2,084
External advisory fees		
Consulting, external management and professional fees	**1,103**	393
Litigation costs	**1,140**	710
Total external advisory fees	**2,243**	1,103
Superannuation expense		
Defined contribution superannuation expense	**152**	151
Employee benefits expense excluding superannuation		
Employee benefits expense excluding superannuation	**1,419**	1,405
Total employee benefits expense	**1,571**	1,556
(b) Other net gains		
Net foreign exchange gain	**–**	107
Net gain on finance lease receivables and lease liabilities	**–**	202
Net gain/(loss) on disposal of property, plant and equipment	**4**	(133)
Gain on bargain purchase	**–**	576
Loss on remeasurement from reclassification of financial assets at amortised cost to fair value through profit or loss	**–**	(342)
Gain on modification of financial liabilities	**3,303**	–
Total net gains	**3,307**	410

7. INCOME TAX

	Consolidated 2024 $'000	Consolidated 2023 $'000
(a) Income tax credit		
Current tax	**(1,835)**	(1,475)
Deferred tax	**1,835**	1,587
Adjustments for current tax of prior periods	**(36)**	(112)
Adjustments for deferred tax of prior periods	**36**	–
Aggregate income tax	**–**	–
Deferred income tax (revenue)/expense included in income tax comprises:		
(Increase)/Decrease in deferred tax assets (Note 15)	**(572)**	(1)
Increase/Decrease in deferred tax liabilities (Note 20)	**572**	1
	–	–
(b) Numerical reconciliation of income tax and tax at the statutory rate		
Loss before income tax	**(5,637)**	(8,136)
Tax at the statutory tax rate of 30%	**(1,691)**	(2,441)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non-deductible interest	**464**	449
Non-deductible legal fees	**106**	234
Sundry items	**483**	105
	(638)	(1,653)
Adjustments for current tax of prior periods	**(36)**	(112)
Difference in overseas tax rates	**63**	556
Adjustments for deferred tax of prior periods	**36**	–
Tax losses and timing differences not brought to account (refer to Note 7(c) and 7(d))	**575**	1,209
Income tax	**–**	–

	Consolidated 2024 $'000	Consolidated 2023 $'000
(c) Tax losses not recognised		
Unused tax losses for which no deferred tax asset has been recognised	**176,012**	169,874
Potential tax benefit at statutory tax rates	**48,755**	47,013

The above potential tax benefit for tax losses has not been recognised in the balance sheet. These tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same or similar business tests are passed.

Included in the tax losses that have not been recognised in the balance sheet are tax losses of $8,510,000 (2023: $7,949,000) with a potential tax benefit of $1,277,000 (2023: $1,192,000) that expire over a five year period.

7. INCOME TAX (CONTINUED)

(d) Unrecognised temporary differences

	Consolidated	
	2024 $'000	2023 $'000
Temporary differences for which a deferred tax asset has not been recognised:		
Tax Losses	176,012	169,874
Capital tax losses	28,140	28,140
Unrealised loss on intercompany loans	166,225	165,007
	370,377	363,021
Unrecognised deferred tax assets relating to the above temporary differences	107,065	104,958

8. CURRENT ASSETS - CASH AND CASH EQUIVALENTS

	Consolidated	
	2024 $'000	2023 $'000
Cash at bank and on hand	3,645	772

(a) Risk exposure

The Group's exposure to interest rate risk is discussed in Note 3(a)(iii). The maximum exposure to credit risk at the reporting date is the carrying amount of each class of cash and cash equivalents mentioned above.

9. CURRENT ASSETS - TRADE AND OTHER RECEIVABLES

	Consolidated	
	2024 $'000	2023 $'000
Trade receivables	67	52
Less: Allowance for expected credit losses[a]	(47)	(47)
	20	5
Consideration receivables[e]	2,628	2,626
Less: Allowance for expected credit losses[a]	(2,000)	(1,499)
Total consideration receivables	628	1,127
	648	1,132

(a) Allowance for expected credit losses

(i) Trade receivables

The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

The expected loss rates are based on the payment profiles of recent year's sales and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

On this basis, the loss allowance was determined as follows for trade receivables:

Consolidated	Expected credit loss rate 2024 %	Expected credit loss rate 2023 %	Carrying amount 2024 $'000	Carrying amount 2023 $'000	Allowance for expected credit losses 2024 $'000	Allowance for expected credit losses 2023 $'000
Not overdue	**1%**	1%	**20**	5	**–**	–
Over 6 months overdue	**100%**	100%	**47**	47	**47**	47
			67	52	**47**	47

Movements in the allowance for expected credit losses for trade receivables and consideration receivables (refer Note 9(a)(iii) below) are as follows:

	Consolidated 2024 $'000	Consolidated 2023 $'000
Opening balance	**1,546**	546
Additional provisions recognised for lifetime expected credit losses	**501**	1,000
Closing balance	**2,047**	1,546

The creation and release of the allowance for expected credit losses has been included in impairment of financial assets expense in the statement of comprehensive income.

(ii) Consideration receivables

Consideration receivables at amortised cost are due and payable. The Group considers there to have been a significant increase in credit risk since initial recognition in April 2021. An allowance for expected losses of $2,000,000 has been recognised (2023: $1,499,000) and this reduces the carrying value of consideration receivables. The loss allowance is based on the expected loss rate of 100% (2023: 100%), and the difference between the instalments due in accordance with the contract to sell subsidiary Mountainside Coal Company Inc. and all the cash flows that the Group expects to receive, and this includes cash flows from the sale of collateral held. The expected loss rate of 100% is because the consideration receivables are credit impaired. The expected loss rate in 2023 was based on the continuing default on payment arrangements entered into.

(b) Foreign exchange, interest rate and liquidity risk

Information about the Group's exposure to foreign exchange risk, interest rate risk and liquidity risk is provided in Note 3.

(c) Fair value and credit risk

The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivables mentioned above. Refer to Note 3 for more information on the risk management policy of the Group.

(d) Risk exposure

The Group's exposure to credit risk is discussed in Note 3(b). The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivable mentioned above.

9. CURRENT ASSETS – TRADE AND OTHER RECEIVABLES (CONTINUED)

(e) Consideration receivables

Consideration for the sale of subsidiary Mountainside Coal Company Inc. (MCC) on the 15th of April 2021 was being progressively received. The remaining consideration receivables of $2,628,000 (USD $1,741,000) are due and payable now. Collateral has been provided by the Purchaser by a mortgage over certain plant and equipment of MCC, and by a guarantee from a parent company of the Purchaser. The Group is working with its joint venture partner, Proterra, on collection of their respective debts owed by MCC and had issued a default notice and commenced foreclosure proceedings in a Kentucky court. Further foreclosure proceedings were stayed when MCC and the guarantor parent company filed two Chapter 11 bankruptcy petitions in a US Federal Court in North Carolina on 1 March 2024. On 19 April 2024, the two bankruptcy proceedings were transferred to the Eastern District of the US Federal bankruptcy court in Kentucky on application by the US bankruptcy administrator, supported by the lawyers for the Group and Proterra. On 12 July 2024, the two bankruptcy proceedings were converted to Chapter 7. A trustee has been appointed by the Federal Court to sell non-exempt assets and pay holders of claims in accordance with the Bankruptcy code.

10. CURRENT ASSETS – OTHER ASSETS

	Consolidated	
	2024 $'000	**2023 $'000**
Prepayments	**362**	323
Deposits	**21**	20
	383	343

11. CURRENT ASSETS – RESTRICTED CASH

	Consolidated	
	2024 $'000	**2023 $'000**
Security bond[(a)]	**2,000**	–

(a) Security bond

The Supreme Court of Western Australia held a $2,000,000 security bond from the Company, on behalf of its subsidiary BCBC Singapore Pte Ltd, in support of freezing orders made against Bayan Resources Tbk's shareholding in Kangaroo Resources Limited. The security bond was classified as non-current in the prior reporting period, and is classified as current as at 30 June 2024 due to its release back to BCBC Singapore Pte Ltd after the reporting period in July 2024.

12. NON-CURRENT ASSETS – PROPERTY, PLANT AND EQUIPMENT

	Consolidated	
	2024 $'000	**2023 $'000**
Leasehold improvements – at cost or fair value	**–**	154
Less: Accumulated depreciation and impairment	**–**	(154)
	–	–
Plant and equipment – at cost or fair value	**15,616**	15,972
Less: Accumulated depreciation and impairment	**(15,604)**	(15,960)
	12	12
Right-of-use-assets – buildings – at cost	**287**	100
Less: Accumulated amortisation	**(29)**	(75)
	258	25
	270	37

Reconciliations

Reconciliations of the net book values are set out below:

	Consolidated			
	Plant and Equipment $'000	Leasehold improvements $'000	Right-of-use assets - Buildings $'000	Total $'000
Balance at 1 July 2022	18	–	133	151
Additions	6	–	100	106
Disposals	–	–	(133)	(133)
Amortisation of assets	–	–	(75)	(75)
Depreciation expense	(12)	–	–	(12)
Balance at 30 June 2023	12	–	25	37
Additions	13	–	293	306
Disposals	(1)	–	–	(1)
Depreciation expense	(12)	–	–	(12)
Amortisation of assets	–	–	(60)	(60)
Balance at 30 June 2024	**12**	**–**	**258**	**270**

(a) Leases

This note provides information for leases where the Group is a lessee. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability.

(i) Right-of-use assets

On the 1 January 2024, the Group moved office premises to 76 Skyring Terrace, Newstead and signed a building sub-lease with KTQ Developments Pty Ltd, the private company of Chairman and former Chief Executive Officer, Brian Flannery. This arrangement is based on normal commercial terms and conditions and at the prevailing market rate. The agreement is for a period of 60 months and expires on 31 December 2028. Prior to this the Group subleased office space at 177 Eagle Street, Brisbane from KTQ Developments Pty Ltd. This sublease ended on 31 November 2023. Leased assets may not be used as a security for borrowing purposes.

The right-of-use assets are included in the same line item as where the corresponding underlying assets would be presented if they were owned.

(ii) Lease liabilities

Lease liabilities are presented in the balance sheet as follows:

	Consolidated	
	2024 $'000	2023 $'000
Current (refer to Note 17)	**41**	27
Non-current (refer to Note 19)	**228**	–
	269	27

The sub-lease agreement does not contain any covenants or security.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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12. NON-CURRENT ASSETS – PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

(a) Leases (continued)

The undiscounted maturity analysis of lease liabilities relating to Buildings at 30 June 2024 is as follows:

	Consolidated 2024 $'000	Consolidated 2023 $'000
Less than one year	68	27
One to five years	276	–
Total undiscounted lease liabilities	344	27

(iii) Lease payments not recognised as a liability

The Group does not recognise a lease liability for short-term leases (leases of expected term of 12 months or less) or for leases of low-value assets. Payments made under such leases are expenses on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred.

The expenses relating to payments not included in the lease liability are as follows:

	Consolidated 2024 $'000	Consolidated 2023 $'000
Short-term leases (included in plant operating costs and exploration assets expenditure)	49	22
Leases of low-value assets (included in other expenses)	2	3
	51	25

(iv) Profit or loss and cash flow information

The interest expense in relation to leasing liabilities included in finance costs for the year was $16,000 (2023: $7,000).

The total cash outflow for leases in the year was $118,000 (2023: $105,000).

There have been no sale and lease back transactions in the current year and prior year.

13. NON-CURRENT ASSETS – INTANGIBLES

	Consolidated 2024 $'000	Consolidated 2023 $'000
Coal technology licence – at cost	55,983	55,983
Less: Accumulated amortisation and impairment	(55,983)	(54,765)
	–	1,218

Reconciliations

Reconciliation of the net book values are set out below:

	Consolidated Coal technology licence $'000
Balance at 1 July 2022	3,215
Amortisation expense(1)	(1,997)
Balance at 30 June 2023	1,218
Amortisation expense(1)	(1,218)
Balance at 30 June 2024	–

(1) Amortisation expense
Amortisation of $1,218,000 (2023: $1,997,000) is included in the depreciation and amortisation expense in the statement of comprehensive income. The coal technology licence for BCB technology had a finite life and was amortised over its useful life of 17.6 years.

(a) Key assumptions used for impairment assessments and calculations

The intangible assets form part of the coal technology cash generating unit (CGU).

Coal technology CGU

In the prior year, the Company appointed an independent valuation firm to perform a valuation of the recoverable amount of the Company's coal technology assets. The valuation concluded that the recoverable amount exceeded the 30 June 2023 carrying value of $1,218,000.

The valuation was performed with reference to the net present value of opportunities for deployment of the binderless coal briquetting technology being pursued by the Group. The Group has several identified opportunities which it is progressing, enabling the valuer to utilise discounted cash flow projections of these specific projects as the foundation to the valuation. Building on this, the valuer then ascribed risk discounts to allow for the probability of the opportunities being delayed, not going ahead and the risk of contract terms being materially different than projected, and then extrapolated those values across the broader market for the BCB technology.

The recoverable amount of the coal technology CGU was determined based on fair value less costs of disposal calculations and is classified as a level 3 fair value.

A post-tax discount rate for 2023 of 16.5% p.a. was used in the discounted cash flow model. Other key assumptions used in determining the discounted cash flows included royalties per tonne of coal processed and fees. The valuer assumed one project on this basis. This was converted at an USD/AUD exchange rate of $0.68.

In addition to the intangible assets identified above, the coal technology CGU also includes items of plant and equipment and inventory against which an impairment charge was recognised in a previous financial year.

14. NON-CURRENT ASSETS - EXPLORATION ASSETS

Reconciliations

Reconciliations of exploration assets carrying amounts are set out below:

	Consolidated						
	Coober Pedy, SA, EL6566(1)	Coober Pedy, SA, PELA674(1)	Coober Pedy, SA, EL6987(1)	Daly Waters, NT(2)	Texas, QLD(3)	Biloela, QLD(4)	
	Exploration tenement and rights $'000	**Exploration tenement $'000**	**Exploration tenement $'000**	**Exploration tenements and rights $'000**	**Exploration tenements and rights $'000**	**Exploration farm-in rights $'000**	**Total $'000**
Balance at 1 July 2022	3,388	4	–	–	–	–	3,392
Additional expenditure	102	–	–	43	37	–	182
Additions through business combinations (Note 33)	–	–	–	1,084	40	–	1,124
Balance at 30 June 2023	3,490	4	–	1,127	77	–	4,698
Additional expenditure	214	–	6	660	96	647	1,623
Balance at 30 June 2024	**3,704**	**4**	**6**	**1,787**	**173**	**647**	**6,321**

(1) South Australia rights, including EL6566 a large sub-bituminous coal deposit with certified JORC resources and further exploration potential for other minerals including copper, gold, iron ore and rare earth elements, and PELA674 (application) located immediately south of EL6566 with exploration potential for petroleum and hydrocarbon minerals (EL6566 and PELA674 are referred to together as EL6566 below); also including EL6987 with exploration potential for copper, gold, iron ore and uranium;

(2) Northern Territory rights, comprising 22 contiguous exploration licences (16 granted and 6 applications), with exploration potential for a number of minerals including copper and zinc;

(3) Queensland rights, comprising EPM27546, EPM27547 and EPM28794 (application), with exploration potential for a number of minerals including copper, gold and cobalt; and

(4) Queensland farm-in rights, comprising EPM18350, EPM19506, EPM28296 and MDL313, with exploration potential for copper and gold.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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14. NON-CURRENT ASSETS - EXPLORATION ASSETS (CONTINUED)

Key assumptions used for impairment assessments and calculations

(a) The Group's mining exploration CGU is comprised of mining exploration rights in three areas: South Australia, Northern Territory and Queensland.

Northern Territory and Texas, Queensland exploration assets

The Northern Territory and Texas, Queensland exploration assets were acquired with the acquisition of Fiddler's Creek Mining Company Pty Ltd on 31 May 2023 (refer Note 33). Exploration programs are being undertaken to identify the exploration potential for minerals in these areas.

No indicators of impairment were identified in the review of Northern Territory and Texas, Queensland exploration assets as at 30 June 2024.

South Australia exploration assets

For the review of indicators of impairment or reversal of impairment for South Australia exploration assets undertaken for the year ended 30 June 2024, the Directors formed the view that the recoverable amount of coal resources was consistent with the prior year, as a coal development project was not materially advanced during the year, and there were no other indicators of impairment or reversal of impairment identified. In the prior year, no indicators of impairment or reversal of impairment were identified. The recoverable amount was based on the low-point of the valuer's indicative valuation as at 30 June 2021 for coal resources.

No indicators of impairment or reversal of impairment were identified for South Australia exploration assets for EL6566 relating to other minerals as at 30 June 2024.

No indicators of impairment were identified for South Australia exploration assets for EL6987 as at 30 June 2024.

The recoverable amount of coal resources and other minerals exploration assets determined by the valuer as at 30 June 2021 was based on fair value less costs to sell calculations that gave a range of indicative values which represent the price that would be paid for EL6566 in an arm's length transaction, adjusted for incremental costs that would be directly attributable to the disposal of the assets.

The indicative valuation of coal resources exploration assets was performed with reference to a number of valuation techniques which included:

(i) The price that would be paid for EL6566's coal resources exploration assets in an arm's length transaction was determined on a value per tonne of coal resources basis as at 30 June 2020. The value per tonne of coal resources was primarily calculated with reference to the development potential of EL6566, in particular the opportunity to supply coal gasification products to the domestic energy market. This value per tonne was then adjusted for changes to the market value of listed companies with early stage coal gasification development projects, expected costs to develop EL6566, and the general characteristics of the coal quality and infrastructure present at EL6566. A risk and time value adjustment was applied to determine the indicative value (5 years at 35% p.a.). As at 30 June 2021, the valuer increased the risk and time value adjustment (10 years at 35%).

(ii) An assessment of the prospectivity to date for other minerals, which was applied as a multiplier to relevant and effective past exploration expenditure on EL6566.

The recoverable amount of other minerals exploration assets for EL6566 was determined by the valuer as at 30 June 2024 and was based on fair value less costs to sell calculations that gave a range of indicative values which represent the price that would be paid for other minerals exploration assets in an arm's length transaction. The carrying value of other minerals exploration assets for EL6566 of $2,351,000 as at 30 June 2024 lies comfortably within the range of indicative values for recoverable amount.

The indicative valuation of other minerals exploration assets was performed with reference to a number of valuation techniques which included:

(i) The price that would be paid for EL6566's other minerals exploration assets in an arm's length transaction was determined on a market (comparable transaction and comparable company) approach. The comparable transaction approach resulted in an indicative value range of $0.4million to $3.4 million. This was calculated with reference to the sale of six exploration licences in the Gawler Craton area to determine a value per square kilometre that was then applied to the area of EL6566. The comparable company approach resulted in an indicative value range of $0.4 million to $5.1 million. i.e. an overall range using the two approaches of $0.4 million to $5.1 million. The comparable company approach was calculated with reference to the implied enterprise value of four Australian-Securities-Exchange-listed companies undertaking exploration activities in the Gawler Craton with a focus on the iron ore-copper-gold style of mineralisation.

(ii) The valuer then performed a cross-check using the Multiples of exploration expenditure (MEE) approach that resulted in an indicative value range of $2.2 million to $3.1 million. This involved an assessment of the prospectivity to date for other minerals, which was applied as a multiplier to relevant and effective past exploration expenditure on EL6566.

(iii) The valuer assessed the indicative value arising from the two primary approaches in (i) above should be truncated to a range equivalent to the MEE approach outcome of $2.2 million to $3.3 million.

The recoverable amount of the South Australia exploration assets CGU was determined based on fair value less costs of disposal calculations and is classified as a level 3 fair value.

The EL6566 carrying value of coal resources was written down to equal the estimated recoverable value as at 30 June 2021 of $1,357,000. Any adverse change to the coal and gas markets would impact the recoverable amount and could result in the carrying amount to exceed the recoverable amount. For example, if the value per tonne of resources assumption was 10% higher the recoverable amount would increase by $300,000 (2023: $300,000) and if the value per tonne of resource assumption was 10% lower the recoverable amount would decrease by $300,000 (2023: $300,000). Any further adverse change to the development timeline would impact the recoverable amount and could result in the carrying amount to exceed the recoverable amount. For example, a decrease in the time value adjustment by three years would increase the recoverable amount by $2,300,000 (2023: $2,300,000) and an increase in the time value adjustment by 3 years would reduce the recoverable amount by $900,000 (2023: $900,000).

Queensland farm-in exploration assets

The Group entered into a Farm in Agreement (FIA) on 6 February 2024 with Aquis listed Tectonic Gold Plc and its local subsidiary Signature Gold Pty Ltd (Signature) in respect of four tenements in the Biloela area of central Queensland which are highly prospective for copper and gold.

A summary of the key FIA terms is set out below.

The Company's subsidiary, Amerod Resources Pty Limited (Amerod), acquires an ongoing interest in the tenements in the Specimen Hill Project in three stages:

- **First Earn In -** Amerod acquires a 51% interest in the tenements, mineral rights and mining information (the Project) for exploration expenditure of $1 million up to the 3rd anniversary of the commencement date of the FIA (the date both parties have executed the agreement);
- **Second Earn In -** Amerod acquires a further 25% interest for a further exploration expenditure of $1 million, up to the 4th anniversary of the commencement date of the FIA - taking Amerod's interest to 76% of the Project;
- **An option** to acquire the remaining 24% of the Project by paying Signature $2 million within 1 year of giving a notice to exercise the option after the Second Earn In, at which time:

  (i) Signature's remaining 24% interest converts to a Net Smelter Royalty (Royalty) of 3% of commercial production from the tenements; and

  (ii) Amerod acquires 100% interest in the Project, and Signature's interest in the Project is extinguished, save for its interest in the ongoing Royalty.

  Should Signature wish to dispose of the Royalty, Amerod is given a right of first refusal of any proposed sale of the Royalty by Signature giving Amerod notice of such a disposal and including a Royalty Sale Price (RSP), together with a detailed description as to how the RSP was arrived at including supporting evidence as to how the RSP was calculated; Amerod then has 60 days in which to exercise an option to acquire the Royalty at the RSP and thus extinguish it; and

  If Amerod does not exercise the option to acquire the Royalty, then Signature may sell the Royalty to a bona fide third party not being an affiliate of Signature.

No indicators of impairment were identified for Queensland farm-in exploration assets as at 30 June 2024.

Further information on the mining exploration CGU can be found in Note 2(a).

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15. NON-CURRENT ASSETS – DEFERRED TAX

	Consolidated	
	2024 $'000	2023 $'000
Deferred tax assets		
The balance comprises temporary differences attributable to:		
Tax losses – other	**48,755**	47,013
Property, plant and equipment	**1,348**	1,348
Intangibles	**1,717**	2,210
Trade and other payables	**811**	1,068
Trade and other receivables	**3,097**	2,947
Other	**75**	68
	55,803	54,654
Deferred tax assets not brought to account:		
Tax losses	**(48,755)**	(47,013)
Other	**(5,093)**	(6,259)
Set-off of deferred tax liabilities pursuant to set-off provisions (refer to Note 20)	**(1,955)**	(1,382)
	(55,803)	(54,654)
Net deferred tax assets	**–**	–
Deferred tax assets expected to be recovered within 12 months	**1,655**	823
Amount expected to be settled after more than 12 months	**300**	559
	1,955	1,382
Movements:		
Opening balance	**1,382**	1,381
Intangibles	**(493)**	(260)
Trade and other payables	**(257)**	(433)
Trade and other receivables	**150**	300
Other balances and transactions	**6**	(27)
Other deferred tax balances not brought to account	**1,167**	421
Closing balance	**1,955**	1,382

16. NON-CURRENT ASSETS – RESTRICTED CASH

	Consolidated	
	2024 $'000	2023 $'000
Restricted cash – security bond[(a)]	**–**	2,000

(a) Restricted cash – security bond

The Supreme Court of Western Australia held a $2,000,000 security bond from the Company, on behalf of its subsidiary BCBC Singapore Pte Ltd, in support of freezing orders made against Bayan Resources Tbk's shareholding in Kangaroo Resources Limited. The security bond is classified as current for the financial year ended 30 June 2024.

17. CURRENT LIABILITIES – TRADE AND OTHER PAYABLES

	Consolidated	
	2024 $'000	**2023 $'000**
Trade payables	**373**	358
Lease liabilities[a]	**41**	27
Loans from related parties[b]	**–**	500
Other payables[c]	**1,357**	192
	1,771	1,077

(a) Lease liabilities

For information on the Group's leasing activities refer to Note 12(a).

(b) Loans from related parties

Key management person Brian Flannery, the Chairman and former Chief Executive Officer of White Energy, had loaned to the Company $500,00 as at 30 June 2023 through his related company Ilwella Pty Ltd. The loans were not secured. The loan's agreements were based on normal terms and conditions and bore interest at a market rate.

(c) Other payables

Other payables includes liabilities for litigation costs of $900,000 (30 June 2023: $57,000). Refer to Note 27 for further details.

(d) Risk exposure

Information about the Group's exposure to foreign exchange risk is provided in Note 3(a)(i).

18. CURRENT LIABILITIES – PROVISIONS

	Consolidated	
	2024 $'000	**2023 $'000**
Employee provisions[a]	**463**	480

Movements in provisions during the year ended 30 June 2024 are set out below:

Consolidated – 2024	**Employee $'000**
Carrying amount at the start of the year	**480**
Additional provisions recognised	**98**
Amounts transferred from non-current (refer to Note 21)	**86**
Amounts used	**(201)**
Carrying amount at the end of the year	**463**

(a) Employee provisions

The provision for employee benefits includes accrued annual leave, vesting sick leave and long service leave. For long service leave it covers all unconditional entitlements where employees have completed the required period of service and also those where the employees are entitled to pro-rata payments in certain circumstances.

The Company expects all annual leave to be taken within 12 months of the respective service being provided, so annual leave obligations are classified as short-term employee benefits.

19. NON-CURRENT LIABILITIES – OTHER PAYABLES

	Consolidated	
	2024 $'000	**2023 $'000**
Loans from shareholders – Black River[(a)]	**31,243**	33,821
Accrued interest on shareholder loans – Black River[(a)]	**20,355**	18,382
Lease liabilities[(b)]	**228**	–
	51,826	52,203

Refer to Note 3 for further information on financial risk management.

(a) Loans from shareholders

White Energy and the 49% minority shareholder in its River Energy operations (Black River) have jointly funded those businesses through shareholder loans. The amounts disclosed in the Group's financial statements as loans from shareholders are the amounts contributed by the 49% minority shareholder which attract interest and are due for repayment by the relevant Group subsidiary at future dates in accordance with the terms of the relevant shareholder loan agreements. The loans are not secured, with recourse to the minority shareholder limited to 49% of the assets of the relevant Group subsidiary, and with joint shareholder consent customarily given to extend the loans' due dates as required.

(b) Lease liabilities

For information on the Group's leasing activities refer to Note 12(a).

20. NON-CURRENT LIABILITIES – DEFERRED TAX

	Consolidated	
	2024 $'000	**2023 $'000**
Deferred tax liabilities		
The balance comprises temporary differences attributable to:		
Exploration assets recognised on the acquisition of South Australian Coal Limited and other capitalised exploration assets[(a)]	**1,706**	1,205
Other balances and transactions	**173**	170
Property, plant and equipment – right-of-use assets	**76**	7
	1,955	1,382
Set-off of deferred tax assets pursuant to set-off provisions (refer to Note 15)	**(1,955)**	(1,382)
Net deferred tax liabilities	**–**	–
Deferred tax liabilities expected to be settled within 12 months	**6**	7
Deferred tax liabilities expected to be settled after more than 12 months	**1,949**	1,375
	1,955	1,382
Movements:		
Opening balance	**1,382**	1,381
Exploration assets recognised on the acquisition of South Australian Coal Limited and other capitalised exploration assets[(a)]	**501**	187
Property, plant and equipment – right-of-use assets	**69**	(33)
Other balances and transactions	**3**	(153)
Closing balance	**1,955**	1,382

(a) South Australian Coal Limited - SAC

Deferred tax liabilities have arisen in respect of temporary differences between the accounting base and tax base of exploration assets. When the exploration assets are amortised for accounting purposes, the accounting depreciation is added back as a temporary difference in the income tax calculations reducing the deferred tax liability. The deferred tax liability recognised is not expected to result in the payment of income taxes.

21. NON-CURRENT LIABILITIES - PROVISIONS

	Consolidated	
	2024 $'000	**2023 $'000**
Employee provisions[a]	**228**	314

(a) Employee Provisions

The provision for employee benefits includes accrued annual leave, vesting sick leave and long service leave. For long service leave it covers all unconditional entitlements where employees have completed the required period of service and also those where the employees are entitled to pro-rata payments in certain circumstances.

The company expects all annual leave to be taken within 12 months of the respective service being provided, so annual leave obligations are classified as short-term employee benefits.

Movements in employee provisions during the year ended 30 June 2024 are set out below:

Consolidated - 2024	Employee $'000
Carrying amount at the start of the year	**314**
Amounts transferred to current (refer to Note 18)	**(86)**
Carrying amount at the end of the year	**228**

22. EQUITY - CONTRIBUTED EQUITY

	Consolidated			
	2024 Shares	**2023 Shares**	**2024 $'000**	**2023 $'000**
Ordinary shares - fully paid[a]	**198,984,276**	44,569,291	**534,733**	**526,197**

(a) Ordinary shares - fully paid

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the company in proportion to the number of and amounts paid on the shares held.

Subject to any rights or restrictions attached to any class of shares, at a meeting of shareholders each shareholder is entitled to vote, may vote in person, or by proxy or attorney or, being a corporation, by representative duly authorised under the *Corporations Act 2001*, and has one vote on a show of hands and one vote per fully paid share on a poll. Ordinary shares have no par value.

22. EQUITY - CONTRIBUTED EQUITY (CONTINUED)

(b) Movements in ordinary share capital

Details	Date	Shares	Issue price	$'000
Balance	1 July 2022	774,478,719		521,337
Share issue under Entitlement Offer[i]	9 August 2022	442,532,753	$0.100	4,425
Share consolidation (30:1)	2 September 2022	(1,176,442,181)	$0.000	–
Share issue to acquire subsidiaries[ii]	31 May 2023	3,000,000	$0.092	276
Share issue to settle liabilities[iii]	31 May 2023	1,000,000	$0.320	320
Less: Transaction costs arising on share issues		–	$0.000	(161)
Balance	30 June 2023	44,569,291		526,197
Share issue under Entitlement Offer[iv]	18 July 2023	23,836,891	$0.100	2,384
Share issue under Entitlement Offer[v]	19 December 2023	44,829,153	$0.065	2,914
Share issue under Entitlement Offer[vi]	5 June 2024	85,748,941	$0.040	3,430
Less: Transaction costs arising on share issues		–	$0.000	(192)
Balance	30 June 2024	198,984,276		534,733

(i) Issue of ordinary shares

On the 9th of August 2022, 442,532,753 shares were issued to current shareholders under a pro rata issue Entitlement Offer under Listing Rule 7.2 Exception 1, at $0.10 per share raising a total of $4,425,000. Of these shares, 156,228,291 shares were issued to related parties (3 directors) under Listing Rule 10.12 Exception 1.

On the 31st of May 2023, 3,000,000 shares were issued to new shareholders to acquire Fiddler's Creek Mining Company Pty Ltd and its two subsidiaries, at $0.092 per share totalling $276,000 (refer to Note 33). Of these shares 888,244 were issued to a related party (1 director) under Listing Rule 10.12 Exception 12.

On the 31st of May 2023, 1,000,000 shares were issued to new shareholders to settle certain liabilities previously assumed with the acquisition of Fiddler's Creek Mining Company Pty Ltd, at $0.32 per share totalling $320,000 (refer to Note 33).

On the 18th of July 2023, 23,836,891 shares were issued to current shareholders under a pro rata issue Entitlement Offer under Listing Rule 7.2 Exception 1, at $0.10 per share raising a total of $2,383,689.10. Of these shares 11,183,463 shares were issued to related parties (3 directors) under Listing Rule 10.12 Exception 1.

On the 19th of December 2023, 44,829,153 shares were issued to current shareholders under a pro rata issue Entitlement Offer under Listing Rule 702 Exception 1, at $0.065 per share raising a total of $2,913,894.95. Of these shares 20,898,131 were issued to related parties (3 directors) under Listing Rule 10.12 Exception 1.

On the 5th of June 2024, 85,748,941 shares were issued to current shareholders under a pro rata issue Entitlement Offer under Listing Rule 7.2 Exception 1, at $0.04 per share raising a total of $3,429,957.64. Of these shares 41,430,876 were issued to related parties (3 directors) under Listing Rule 10.12 Exception 1.

(c) Capital risk 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 maintain a low cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The capital risk management policy remains unchanged from the 2023 Annual Report.

23. EQUITY - RESERVES

	Consolidated 2024 $'000	2023 $'000
Foreign currency translation[(i)]	**(16,911)**	(17,055)
Share-based payments[(ii)]	**7,167**	7,167
	(9,744)	(9,888)

(a) Nature and purpose of reserves

(i) Foreign currency translation

Exchange differences arising on translation of foreign controlled entities are taken to the foreign currency translation reserve, as described in Note 1(d). The reserve is recognised in the profit or loss portion of the statement of comprehensive income when the investment is disposed of.

(ii) Share-based payments

The share-based payments reserve is used to recognise:

- the grant date fair value of options issued to employees but not exercised; and
- the grant date fair value of incentive rights issued to employees but shares are not yet issued.

The share-based payments reserve does not include the fair value of options and incentive rights which have lapsed as a result of a non-market related service condition not being met.

(b) Movements in reserves

Movements in each class of reserve during the current and previous financial year are set out below:

	Consolidated		
	Share based payments $'000	Foreign currency translation $'000	Total $'000
Balance at 1 July 2022	7,162	(16,783)	(9,621)
Foreign currency translation differences arising during the year	–	(272)	(272)
Incentive rights expense	5	–	5
Balance at 30 June 2023	7,167	(17,055)	(9,888)
Foreign currency translation differences arising during the year	–	144	144
Balance at 30 June 2024	**7,167**	**(16,911)**	**(9,744)**

24. EQUITY - ACCUMULATED LOSSES

	Consolidated 2024 $'000	2023 $'000
Accumulated losses at the beginning of the financial year	**(521,275)**	(515,060)
Loss attributable to the members of White Energy Company Limited	**(6,226)**	(6,215)
Accumulated losses at the end of the financial year	**(527,501)**	(521,275)

25. EQUITY - NON-CONTROLLING INTERESTS

	Consolidated 2024 $'000	Consolidated 2023 $'000
Share capital	**9,071**	9,071
Reserves	**(4,008)**	(3,818)
Accumulated losses	**(43,572)**	(44,161)
	(38,509)	(38,908)

26. REMUNERATION OF AUDITORS

During the financial year the following fees were paid or payable to the auditor of White Energy Company Limited and its related practices and non-related audit firms:

	Consolidated 2024 $	Consolidated 2023 $
(a) PKF(NS) Audit & Assurance		
(i) Audit and other assurance services - group[(1)]		
Audit or review of the financial statements	**118,354**	131,169
(ii) Audit and other assurance services - controlled entities		
Audit or review of the financial statements	**36,035**	–
Total remuneration of PKF(NS) Audit & Assurance	**154,389**	131,169
(b) Network firms of PKF(NS) Audit & Assurance		
(i) Audit and other assurance services		
Audit or review of the financial statements	**52,519**	40,032
Total remuneration of related practices of PKF(NS) Audit & Assurance	**52,519**	40,032
Total auditors' remuneration	**206,908**	171,201

(1) The audit or review of the financial statements fee for the year ended 30 June 2024 includes $318 (2023: $18,137) that relates to the prior period.

27. CONTINGENCIES

(a) Contingent assets and liabilities – KSC legal dispute

White Energy's wholly owned subsidiaries, Binderless Coal Briquetting Company Pty Ltd (BCBC) and BCBC Singapore Pte Ltd (BCBCS), were engaged in legal proceedings against PT Bayan Resources Tbk and Bayan International Pte Ltd (Bayan) in the Singapore International Commercial Court (SICC). The proceedings related to various disputed matters arising in connection with the company PT Kaltim Supacoal (KSC), which was jointly owned by BCBCS and Bayan, and which owned and operated the Tabang coal upgrade plant located at Bayan's Tabang mine in East Kalimantan, Indonesia.

On 7 March 2022, BCBCS filed a notice of appeal in the Singapore Court of Appeal (the Court) in order to appeal certain of the findings made by the SICC in the third tranche of the proceedings. The appeal hearing was held on 17 October 2022.

The Court delivered its judgement on 10 February 2023 and dismissed the appeal. The Court held that Bayan would have been able to call upon its shareholder loans as an unpaid creditor to bring the joint venture to an end, even in circumstances where it had clearly breached the agreement.

The Court noted that BCBCS was successful in the first and second tranches of the proceedings, in establishing that Bayan acted in breach of its coal supply obligations under the joint venture deed. The Court found that BCBCS was not able to prove that it suffered substantial damages as a consequence. The Court further found that this did not detract from BCBCS' success in establishing Bayan's liability for breach of contract and the Court awarded BCBCS SGD1,000 in nominal damages.

In relation to the costs to be awarded following the three tranches of the proceedings, the SICC issued its judgement on 19 December 2022. The SICC noted that the Plaintiffs had succeeded on practically all issues of liability while Bayan only prevailed at the end due to narrow points of causation of loss and quantum. The SICC held that Bayan was entitled to recover from the Plaintiffs costs of SGD2,761,787 and disbursements of SGD1,932,846 totalling SGD4,694,633.

On 3 January 2023, BCBCS filed an application for leave to appeal the decision of the SICC in relation to the costs determination for tranches one to three. The appeal being heard by the Court on 4 September 2023.

On 23 October 2023, the Court delivered its judgement in relation to the appeal of the SICC's cost determination. Whilst the Court allowed the appeal, it did not agree with the Appellants' argument that BCBCS be awarded costs up to the late stage of the proceedings at which Bayan first raised the narrow point of causation which ultimately prevented BCBCS from recovering any damages. That said, the Court found that the discount of 40% awarded to the Respondents was insufficient and instead awarded a greater discount of 70%. The Court also held that BCBC should not be jointly and severally liable for costs. The Court made the following orders:

(a) BCBCS is liable to BR for certain costs subject to a 10% discount for the Respondents' lack of particularisation, and a further 70% discount, with the amount determined in (b) below to also be deducted. BCBCS estimates the cost order to be approximately SGD3.3 million.

(b) BCBC is liable to BI for certain limited costs, in so far as these are solely attributable to BCBC's withdrawn claim in the proceedings, subject to a discount of 10%. The Court has ordered the parties to attempt to agree the quantum of such costs and if unable to do so, to write to Court within 14 days of the judgement to indicate their respective positions in relation to quantum.

BCBC has paid agreed costs of SGD45,000.

As a result of the judgement, the directors of BCBCS resolved on 24 October 2023 to appoint KPMG Singapore as the liquidator of BCBCS.

In 2012, the Supreme Court of Western Australia (Supreme Court) made freezing orders in favour of BCBCS in respect of Bayan's 56% shareholding in Kangaroo Resources Limited, a publicly listed Australian company (freezing order).

Bayan filed a summons in the Supreme Court seeking costs in relation to the freezing order proceedings. At a directions hearing on 27 May 2022, the Supreme Court ordered that parties file submissions in relation to costs following the SICC's determination in relation to costs. Following the parties' submissions in February 2023, the Supreme Court ordered that special costs should be awarded to Bayan, with the quantum of costs to be determined by taxation, if not agreed by the parties.

On 18 December 2023, Bayan filed a chamber summons seeking an inquiry into damages as a result of the freezing order being in place. Bayan claimed damages from BCBCS of approximately $900,000. The Supreme Court had previously made orders discharging the freezing order and for the $2 million security bond paid by BCBCS to remain in place, with Bayan to file any application for an inquiry as to damages on the undertaking within 6 weeks of resolution of the Singapore costs appeal.

27. CONTINGENCIES (CONTINUED)

(a) Contingent assets and liabilities – KSC legal dispute (continued)

The liquidators have successfully negotiated with BCBC and Bayan, as the creditors of BCBCS, to agree a settlement amount to be paid out of the $2 million security bond held by the Supreme Court with a view to finalising all legal proceedings. On 28 May 2024, a settlement deed was entered into between the Company, BCBC, BCBCS (In Creditors' Voluntary Liquidation represented by KPMG), Bayan and Kangaroo Resources Pty Ltd pursuant to which:

- Bayan will be paid $900,000 from the security held by the Supreme Court in full and final settlement of any conceivable claims against the White Energy parties, including any claims for costs or damages in respect of both the Singapore and Western Australia proceedings.
- $1.1 million will be paid to KPMG and will be distributed to the creditors of BCBCS in the liquidation process.
- Both the White Energy and Bayan parties release and discharge each other and any of their current or former officers or related entities from any claims in respect of or in any way related to the proceedings.

The Supreme Court made a payment to each of Bayan and KPMG in July 2024. KPMG is currently conducting a proof of debt process for the creditors of BCBCS and completing the necessary statutory steps to wind up BCBCS. As at 30 June 2024, the estimated non-group debts to be paid and the fees to be paid to KPMG total approximately $0.2 million, and the estimated remaining funds to be distributed to BCBC are approximately $0.9 million.

The payment details provided above pertaining to the liquidation of BCBCS are estimates only and are subject to quantification and finalisation by the liquidator.

28. COMMITMENTS

(a) Exploration work

South Australia

Under the terms of exploration license EL6566, White Energy's wholly-owned subsidiary, South Australian Coal Pty Ltd (SAC) has certain obligations to perform minimum exploration work and incur minimum expenditure of $5,580,000 (30 June 2023: $5,580,000) on the area by 8 August 2025. As at 30 June 2024, $4,580,041 remains to be expended (30 June 2023: $5,066,000).

The Antakirinja Matu-Yankunytjatjara people in 2011 became recognised as a native title holder over the area on which EL6566 is situated and has an agreement with SAC which authorises certain exploration activities by reference to the mining authorities which preceded the current tenements. The court decision recognised the Antakirinja Matu-Yankunytjatjara people's non-exclusive rights to hunt, fish, live, camp, gather and use the natural resources, undertake cultural activities including relating to births and deaths, conduct ceremonies and meetings, and protect places of cultural and religious significance on the land.

Native title claims may limit the ability of SAC and others to explore and develop an area including the SAC tenements. An Aboriginal site covering a small area of EL6566 is listed in the Register of Aboriginal Sites and Objects. Pursuant to the Aboriginal Heritage Act 1988 (SA), it is an offence to damage, disturb or interfere with any Aboriginal site or Aboriginal object without the authority of the Minister for Environment and Heritage.

SAC has an ongoing agreement in place with the Antakirinja Matu-Yankunytjatjara people to conduct cultural heritage clearances prior to and after the completion of any exploration work conducted.

EL6566 is located in the Woomera Prohibited Area (WPA) which has been declared a prohibited area under Part VII of the Defence Force Regulations 1952 (Cth) and is used for the testing of war material. SAC has signed a Deed of Access agreement with the Department of Defence (DOD) to enter all of EL6566 which expires on 20 December 2028. In the agreement the DOD reserves the right to exclude SAC from approximately 45% and 55% of the tenement area during nominated times, for a maximum period of 70 and 56 days respectively, each year. SAC continues to have open and ongoing discussions with the DOD and the South Australian government to ensure minimal disturbance to its business activities in relation to EL6566.

Under the terms of exploration license EL6987 granted on 11 April 2024, White Energy's wholly-owned subsidiary, South Australian Coal Pty Ltd (SAC) has certain obligations to perform minimum exploration work and incur minimum expenditure of $90,000 on the area by 10 April 2026. As at 30 June 2024, $84,000 remains to be expended.

Northern Territory

Under the terms of various exploration licenses, collectively GR492 and GR607, White Energy's wholly-owned subsidiary, Fiddler's Creek Mining Company Pty Ltd (FCMC) has certain obligations to perform minimum exploration work and incur minimum expenditure of: $755,000 (30 June 2023: $665,000) on GR492 by 29 August 2025. As at 30 June 2024, $490,000 remains to be expended; and $678,000 (30 June 2023: $973,000) on GR607 by 31 December 2025. As at 30 June 2024, $465,000 remains to be expended.

In the Northern Territory there are three main processes used to address native title matters: (i) there is a right to negotiate; (ii) the expedited procedure; or (iii) the negotiation of an Indigenous Land Use Agreement. Generally, the type of mineral title being applied for determines the process to be followed.

Exploration licence applications normally use the expedited procedure, as it is considered that mineral exploration is: not likely to directly interfere with the activities of the native title holders; not likely to interfere with areas or sites of particular significance to the native title holders; and not likely to involve major disturbance to land or waters subject to native title. If these criteria are considered to be met, the responsible government department notifies potentially affected parties of their intention to utilise the expedited process, and a public notice is made giving any native title party affected by the application a four month period of time to object to the use of the expedited procedure through the Native Title Tribunal (NTT). The NTT then decides if the grant of an exploration licence can proceed under the expedited process or whether the application must be handled under the right to negotiate process.

All of the current exploration licences held by FCMC have been approved following the expedited process. Objections were made to the use of the expedited process for a number of the applications, and the NTT held that the expedited process was appropriate in all cases. Under the expedited process, when the exploration licence is granted and work other than reconnaissance work is to take place, i.e. drilling and trenching, the licence holder is required to meet the native title claimants to explain the exploration activities and to have regard to any aspect of the proposed activities which raise concern. Holders of an exploration licence must take steps to identify and protect sacred sites and significant archaeological sites. To date all work on the licences has been limited to reconnaissance work.

FCMC has a number of exploration licence applications which must follow the right to negotiate process due to the application being over areas of aboriginal freehold (EL32806, EL33066, EL33067, EL33068 and EL33660), or because the NTT has held that the expedited process is not appropriate (EL32749). Under the right to negotiate the relevant parties are required to negotiate in good faith to reach an agreement on procedures to be followed when accessing the area covered by the application, areas to be excluded, costs and compensation to be paid to the holders of the Native Title and in the case of Aboriginal freehold, the freeholders. For the applications over areas of Aboriginal freehold, arrangements are being made with the freeholders and the Northern Lands Council (NLC) for meetings to discuss the applications with the freeholders. In the case of the application which the NTT ruled was to be subject to the right to negotiate, a proposal covering access has been received from the NLC and has been informally discussed by management with representatives of the NLC; formal discussion will begin in the near term.

Queensland

Under the terms of exploration permits for minerals: EPM27546; and EPM27547, White Energy's wholly-owned subsidiary, FCMC has certain obligations to perform minimum exploration work and incur minimum expenditure of: $140,000 (30 June 2023: $227,000) on EPM27546 by 14 February 2026; As at 30 June 2024, $114,000 remains to be expended (30 June 2023: $141,000); and $140,000 (30 June 2023: $223,000) on EPM27547 by 14 February 2026; As at 30 June 2024, $114,000 remains to be expended (30 June 2023: $154,000).

In Queensland, all applicants for mineral titles are required to nominate a native title process to be followed when the application for a permit is submitted. For EPM applications these are: exclusion of native title affected land from the application, and this can only be used where less than 10% of the application area is affected by native title; the expedited process; a right to negotiate; or negotiation or acceptance of an ILUA.

The EPM's held by FCMC were granted under the expedited procedure process. Under this process, certain low impact activities can be carried out on the permit area after notification as required by Native Title Protection Conditions (NTPC). Other work, which may have more impact on the land requires notification, inspection, or monitoring as prescribed by the NTPC. All work conducted to date has been low impact work, and appropriate notifications as required by the NTPC have been made prior to work starting.

Under the Terms of the Farm In Agreement (FIA) for minerals: EPM 18350, EPM 19506, EPM 28296 and MDL 313 known as the Specimen Hill Project, White Energy's wholly owned subsidiary Amerod Resources Pty Limited (Amerod) has the right to incur minimum exploration expenditure of up to $1,000,000 up to the 3rd anniversary of the commencement date of the FIA , for the period up until the 7 February 2027 for a 51% interest in the tenements, and a further $1,000,000 up until the 4th anniversary of the commencement date of the FIA for the period up until the 7 February 2028 for a further 25% interest in the tenements. Amerod has an option to acquire the remaining 24% of the Project (refer to Note 14 for more details). As at 30 June 2024, $353,000 remains to be expended on the first farm-in of $1,000,000.

During the earn-in periods, Amerod is responsible for all exploration work on the tenements, including minimum exploration work and minimum expenditure under the terms of the tenements, and native title requirements. The expenditure incurred in carrying out these activities qualifies for the first and second farm-in expenditure.

29. RELATED PARTY TRANSACTIONS

(a) Parent entity

White Energy Company Limited is the parent entity.

(b) Subsidiaries

Interests in subsidiaries are set out in Note 30.

(c) Key Management Personnel Compensation

	2024 $	2023 $
Short-term employee benefits	**690,235**	509,754
Post employment benefits	**72,597**	49,457
Total	**762,832**	559,211

Detailed remuneration disclosures relating to key management personnel are provided in the remuneration report included in the Directors' report on pages 30 to 37.

(d) Other Transactions with Key Management Personnel

During the year ended 30 June 2024, a related company of non-executive director Keith Whitehouse, Obsidian Minerals Pty Ltd, was paid for geological work conducted for White Energy for $756,480 (2023: $26,790). This arrangement is based on normal commercial terms and conditions and at the prevailing market rate.

During the year ended 30 June 2024, Brian Flannery, the non-executive Chairman of White Energy, leased some commercial office space and car parks to White Energy for the Company's new Newstead office through his related company KTQ Developments Pty Ltd. Lease liabilities of $18,000, lease interest of $15,000 and property outgoings of $20,000 were paid. The amounts disclosed in the financial statements as current and non-current lease liabilities of $41,000 and $228,000 respectively were outstanding at the end of the financial year. These arrangements are based on normal commercial terms and conditions and at the prevailing market rate.

During the year ended 30 June 2024, Brian Flannery leased some commercial office space to White Energy for the Company's former Brisbane office, and also reimbursed the Company for some part-time secretarial work conducted for his related companies, Ilwella Pty Ltd and KTQ Developments Pty Ltd for a net cost to the Company of $11,053 (2023: $31,046). These arrangements were based on normal commercial terms and conditions and at the prevailing market rate.

During the year ended 30 June 2023, Brian Flannery provided a loan facility to the Company of up to $1,000,000 at the lender's discretion through his related company Ilwella Pty Ltd. A loan drawdown of $500,000 was made during the 2023 financial year and remained outstanding at the 30 June 2023, with interest payable of $133. During the year ended 30 June 2024, the loan of $500,000 was repaid and interest of $2,800 was paid on this drawdown. A further loan drawdown of $500,000 was made and repaid and interest of $3,733 was paid on this drawdown during the year ended 30 June 2024. The amounts disclosed at 30 June 2023 in the Group's financial statements as loans from related parties were the amounts lent by key management personnel and were due for repayment by the Company within one year after they were advanced, or on demand, or immediately to repay or offset the loans following receipt and clearance of a capital raising's proceeds. The loans were not secured. The loan agreement was based on normal commercial terms and conditions and included interest at a market rate.

During the year ended 30 June 2023, Brian Flannery had provided a loan facility to the Company of up to $1,000,000 at the lender's discretion through his related company Ilwella Pty Ltd. A loan drawdown of $500,000 was made during the 2023 financial year and remained outstanding at the 30 June 2023, with interest payable of $133. The amounts disclosed in the Group's financial statements as loans from related parties are the amounts lent by key management personnel and are due for repayment by the Company within one year after they were advanced, or on demand, or immediately to repay or offset the loans following receipt and clearance of a capital raising's proceeds. The loans are not secured. The loans' agreement for the 2023 financial year was based on normal commercial terms and conditions and included interest at a market rate.

On 31 May 2023, the Company purchased Fiddler's Creek Mining Company Pty Ltd (FCMC). Director, Keith Whitehouse, was issued 888,244 million ordinary shares of the Company as one of the Sellers of FCMC and he is entitled to progressively receive a 25% share of future cash bonuses totalling $4 million if firstly a Pre-Feasibility Study is completed, and secondly, if a Definitive-Feasibility Study is completed for a mineral resource. The shares are held in escrow for two years. Keith Whitehouse was paid advances totalling $85,500 as one of the Sellers and the advances were on-advanced to FCMC for the costs of maintaining this company's assets, such as tenement expenditure and administrative costs. The advances are interest free, and are repayable to the Company by way of offset against the first future cash bonus of $2 million. The terms of this arrangement are the same as for the other non-related party Sellers and was on an arm's length basis.

(e) Loans from related parties

	2024 $'000	2023 $'000
Loans from Black River[a]		
Movements:		
Beginning of the year	**52,203**	48,293
Loans advanced	**80**	81
Interest charged	**2,563**	1,911
Exchange rate movement	**55**	1,918
Loan modification	**(3,303)**	–
End of year	**51,598**	52,203
Loans from Key Management Personnel		
Movements:		
Beginning of the year	**500**	252
Loans advanced	**500**	750
Loans repaid	**(1,000)**	(500)
Interest charged	**6**	4
Interest paid	**(6)**	(6)
End of the year	**–**	500
Advances to Key Management Personnel		
Movements:		
Beginning of the year	**–**	–
Advances classified as financial assets at amortised cost	**–**	86
Loss on remeasurement from reclassification of financial assets from amortised cost to fair value through profit or loss	**–**	(86)
End of the year	**–**	–

(a) Black River is the 49% minority shareholder in subsidiaries River Energy JV Limited and River Energy JV UK Limited.

30. INTERESTS IN SUBSIDIARIES

(a) Principal subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of all subsidiaries in accordance with the accounting policy described in Note 1(b). The Group's principal subsidiaries at 30 June 2024 are set out below:

Name	Country of incorporation/ Principal place of business – Principal activities	Ownership interest held by the Group[(1)] 2024 %	2023 %
Amerod Exploration Pty Ltd	Australia – Mining investment	**100.00%**	100.00%
Amerod Resources Pty Limited	Australia – Mining exploration	**100.00%**	100.00%
White Energy Technology Limited	Australia – Coal technology	**100.00%**	100.00%
Binderless Coal Briquetting Company Pty Limited	Australia – Coal technology	**100.00%**	100.00%
South Australian Coal Pty Ltd	Australia – Mining exploration	**100.00%**	100.00%
White Energy Coal North American Inc.	USA – Coal technology	**100.00%**	100.00%
BCBC Singapore Pte Ltd	Singapore – Coal technology	**100.00%**	100.00%
Fiddlers Creek Mining Company Pty Ltd	Australia – Mining exploration	**100.00%**	100.00%
River Energy JV UK Limited	United Kingdom – Coal technology	**51.00%**	51.00%
River Energy JV Limited	Mauritius – Coal technology	**51.00%**	51.00%

(1) Each of the subsidiaries above have capital consisting solely of ordinary shares that are held directly by the Group. The ownership interest is the equity holding held by the Group and also equals the voting rights held by the Group. Where less than 100% of the equity is held by the Group, the balance of the ownership interest is held by non-controlling interests.

(b) Non-controlling interests (NCI)

Summarised financial information for the Group's principal non-controlling interests in subsidiaries is set out below. The amounts disclosed for each subsidiary are before inter-company eliminations.

Summarised balance sheet	River Energy JV UK Limited 2024 $'000	River Energy JV UK Limited 2023 $'000	River Energy JV Limited 2024 $'000	River Energy JV Limited 2023 $'000
Total assets	**33**	91	**621**	1,012
Total liabilities	**(62,317)**	(63,084)	**(36,569)**	(36,938)
Net liabilities	**(62,284)**	(62,993)	**(35,948)**	(35,926)
Accumulated non-controlling interests	**(39,590)**	(39,938)	**(17,541)**	(17,530)

Summarised statement of comprehensive income	River Energy JV UK Limited 2024 $'000	River Energy JV UK Limited 2023 $'000	River Energy JV Limited 2024 $'000	River Energy JV Limited 2023 $'000
Profit/(Loss) allocated to non-controlling interests	**380**	(1,388)	**5**	(885)

Summarised cash flows	River Energy JV UK Limited 2024 $'000	River Energy JV UK Limited 2023 $'000	River Energy JV Limited 2024 $'000	River Energy JV Limited 2023 $'000
Cash flows from operating activities	**(118)**	(116)	**(82)**	(75)
Cash flows from financing activities	**61**	119	**102**	48
Net (decrease)/increase in cash and cash equivalents	**(57)**	3	**20**	(27)

31. DEED OF CROSS GUARANTEE

White Energy Company Limited and White Energy Technology Limited are parties to a deed of cross guarantee under which each company guarantees the debts of the others. By entering into the deed, the wholly-owned entity has been relieved from the requirement to prepare a Financial Report and Directors' Report under *ASIC Corporations (Wholly-owned companies) Instrument 2016/785* (as amended) issued by the Australian Securities and Investments Commission.

The above companies represent a 'Closed Group' for the purposes of the Instrument, and as there are no other parties to the deed of cross guarantee that are controlled by White Energy Company Limited, they also represent the 'Extended Closed Group'.

Consolidated statement of comprehensive income and summary of movements in consolidated accumulated losses

Set out below is the consolidated statement of comprehensive income and a summary of movements in accumulated losses for the year ended 30 June 2024 of the Closed Group consisting of White Energy Company Limited and White Energy Technology Limited.

(a) Consolidated statement of comprehensive income (Closed Group)

Statement of comprehensive income	2024 $'000	2023 $'000
Revenue from continuing operations	155	177
Loss on remeasurement from reclassification of financial assets at amortised cost to fair value through profit or loss	–	(342)
Net impairment losses on financial assets	(1,944)	(1,174)
Foreign exchange gain	–	7
Net gain on finance lease receivables and lease liabilities	–	202
Employee benefits expense	(1,571)	(1,542)
Depreciation and amortisation expense	(1,027)	(1,644)
Net gain/(loss) on disposal of property, plant and equipment	4	(133)
External advisory fees	(612)	(1,064)
Occupancy expenses	(46)	(49)
Travel expenses	(10)	(10)
Accounting, tax and audit fees	(177)	(178)
Other expenses	(447)	(590)
Finance costs	(31)	(24)
Loss before income tax	**(5,706)**	(6,364)
Income tax	–	–
Loss for the year	**(5,706)**	(6,364)
Other comprehensive income for the year	–	–
Total comprehensive loss for the year	**(5,706)**	(6,364)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

continued

31. DEED OF CROSS GUARANTEE (CONTINUED)

(b) Summary of movements in consolidated accumulated losses (Closed Group)

Equity - accumulated losses	2024 $'000	2023 $'000
Accumulated losses at the beginning of the financial year	**(529,990)**	(523,626)
Loss for the year	**(5,706)**	(6,364)
Accumulated losses at the end of the financial year	**(535,696)**	(529,990)

(c) Consolidated balance sheet (Closed Group)

Set out below is the balance sheet as at 30 June 2024 of the Closed Group consisting of White Energy Company Limited and White Energy Technology Limited.

Balance sheet	2024 $'000	2023 $'000
Current assets		
Cash and cash equivalents	**3,606**	694
Trade and other receivables	**270**	229
	3,876	923
Non-current assets		
Other Receivables	**6,410**	6,540
Other financial assets	**276**	276
Property, plant and equipment	**270**	37
Intangibles	**–**	955
Exploration assets	**4**	4
	6,960	7,812
Total assets	**10,836**	8,735
Current liabilities		
Trade and other payables	**313**	987
Provisions	**463**	480
	776	1,467
Non-current liabilities		
Other payables	**3,628**	3,580
Provisions	**228**	314
	3,856	3,894
Total liabilities	**4,632**	5,361
Net assets	**6,204**	3,374
Equity		
Contributed equity	**534,733**	526,197
Reserves	**7,167**	7,167
Accumulated losses	**(535,696)**	(529,990)
Total equity	**6,204**	3,374

32. SHARE BASED PAYMENTS

Long term Incentive Plan

The Company's Long Term Incentive Plan (LTIP) for key employees of the Company was approved by shareholders at the 2023 Annual General Meeting. The key terms of the LTIP are:

- The Board may in its absolute discretion determine which eligible employees will be invited to participate in a grant of Performance Rights or Options (Incentive Securities), which may vest subject to the satisfaction of performance, service or other vesting conditions imposed at the time of grant;
- On vesting (and exercise, in the case of Options), participants will become entitled to fully paid ordinary shares in the Company. The Board can decide whether to purchase Shares on-market or issue new Shares for the purpose of the LTIP or provide the cash equivalent value of one Share in the Company to the participant (if provided-for under the terms of the grant);
- Incentive Securities may lapse in certain circumstances, including if the participant's employment is terminated for certain acts or the participant acts fraudulently or dishonestly, engages in gross misconduct or is in breach of their obligations to the Company;
- If in the Board's opinion, Incentive Securities vest as a result of the fraud, dishonesty or breach of obligations by the participant or another person, or if there is a material misstatement or omission in the financial statements of a Group company, the Board may determine any treatment in relation to the Incentive Securities (or Shares received on vesting) to ensure no unfair benefit is obtained by the participant;
- Where a participant ceases employment in other circumstances, the Incentive Securities will remain 'on foot', subject to the Board's discretion to determine that some or all of the unvested Incentive Securities lapse or vest on cessation;
- Incentive Securities may not be traded or hedged, and the Board may impose restrictions on dealing of Shares allocated on vesting of Incentive Securities;
- Any Shares issued under the LTIP will rank equally with those traded on the ASX at the time of issue;
- In the event of a takeover bid, scheme of arrangement or similar transaction, the Board may determine whether any or all unvested Incentive Securities vest, having regard to such factors as the Board considers relevant, including performance against the applicable performance conditions; and
- In the event of any capital reorganisation, Incentive Securities may be adjusted having regard to the ASX Listing Rules and on the basis that participants do not receive any advantage or disadvantage from such an adjustment.

Set out below is the summary of the options and rights granted under the plan. There were no options and rights in the Company held during the financial year. The number of options and rights in the Company held during the prior financial year is set out below:

2023 Grant date	Exercise price	Expiry Date	Balance at the start of the year after adjustments (1),(2) Number	Granted during the year Number	Exercised, lapsed or forfeited during the year Number	Balance at the end of the year Number
18/11/2016	$5.8020(1)	18/11/2022	333,334	–	(333,334)	–
1/7/2022	$0.00(2)	30/06/2023	233,335	–	(233,335)	–

(1) All of the Incentive Options had vested and were exercisable at the beginning of the year. At grant date the options had a fair value of $0.0308 per option. As a consequence of the 2018 and 2020 pro-rata Entitlement Offers to shareholders, the exercise price was adjusted to $0.19363 from $0.20 on 5 June 2020. As a consequence of the July 2022 pro rata Entitlement Offer to shareholders, the exercise price of the options was adjusted to $0.19340 on 29 July 2022. As a consequence of the share consolidation undertaken on 8 September 2022, the exercise price of the options was adjusted to $5.8020 and the number of the options was reduced from 10,000,000 to 333,334. All of the options lapsed on 30 November 2022.

(2) The Incentive Rights vested on satisfaction of two vesting conditions on 30 June 2023: Service Condition – the employee must remain continuously employed by the Company or its subsidiary throughout the year from 1 July 2022 to 30 June 2023 inclusive; and Performance Condition – the Company must achieve a Total Shareholder Return (TSR) of 991% over the year. This is calculated based on the Company's market-based ordinary share price returns adjusted for any dividends paid during the Service Period. For the purpose of this Performance Condition, the deemed starting share price is $0.11. At grant date the rights had a fair value of $0.044 per right. As a consequence of the 30:1 share consolidation undertaken by the Company on 8 September 2022, the number of rights was reduced to from 7,000,000 to 233,335, and the deemed starting share price increased to $0.33. The rights lapsed on 30 June 2023 due to the Performance Condition not being satisfied.

33. BUSINESS COMBINATIONS

(a) Summary of Acquisition of Fiddlers Creek Mining Company Pty Ltd (FCMC)

On 31 May 2023, the Company acquired 100% of the issued share capital of Fiddler's Creek and its two subsidiaries Maranoa Resources Pty Ltd and Tindal Investments Pty Ltd. FCMC holds mineral exploration tenements for the Tindal project in Northern Territory and the Maranoa project in Queensland. The purchase of FCMC significantly strengthened White Energy's activities in the Mining Exploration segment, and is aligned with the Company's continuing interest in projects that include the potential to host iron oxide-copper-gold mineralisation, with a broader focus on the burgeoning minerals vital for decarbonisation space.

Details of the purchase consideration are as follows:

	Consolidated 2023 $'000
Purchase consideration	
Ordinary shares issued(i)	276
Contingent consideration(ii)	–
Advances to Sellers(iii)	–
Total purchase consideration and net assets acquired	276

(i) The fair value of the 3,000,000 shares issued as part of the consideration paid for FCMC of $276,000 was based on the published share price for White Energy on the completion date, 31 May 2023, of $0.092 per share. Issue costs of $6,000 which were directly attributable to the issue of the shares have been treated as a deduction from equity. All of the ordinary shares issued for consideration are held in escrow for either one (1,455,690 shares) or two (1,544,310 shares) years.

(ii) The contingent consideration relates to future cash bonuses totalling $4 million based on the milestones set out below:
a. On the completion of a Pre-Feasibility Study for a mineral resource, payment of a $2 million cash bonus within 30 days of the milestone being achieved; and
b. on the completion of a Definitive Feasibility Study for a mineral resource, a further $2 million cash bonus within 30 days of the milestone being achieved. The fair value of both cash bonuses has been estimated to be $Nil (2023:$Nil) based on the low assumed probability of the studies being completed in the future.

(iii) During the period between 12 December 2022 and 31 May 2023, in accordance with the Share Sale and Purchase Agreement (SSPA), White Energy made advances to the Sellers of FCMC totalling $342,000 to be on-advanced to FCMC for the costs of maintaining this company's assets, such as tenement expenditure and administrative costs. The advances are interest free, and are repayable to White Energy by way of offset against the first future cash bonus of $2 million (refer (ii) above). Non-Executive Director of White Energy, Mr Keith Whitehouse, was paid 25% of the advances as a seller of FCMC ($85,500). The terms for his advances are the same as for the other non-related party Sellers and are on an arm's length basis. The fair value of the advances has been estimated to be $Nil (2023: $Nil) based on the low assumed probability of a pre-feasibility study being completed in the future that would enable the advances offset against the first cash bonus of $2 million. The reclassification of the advances from the amortised cost measurement category into the fair value through profit or loss measurement category on 31 May 2023, resulted in a fair value loss on financial assets of $342,000.

(b) Revenue and profit contribution

The acquired business contributed consolidated revenue of $Nil and consolidated loss of $2,000 to the Company for the period 1 June 2023 to 30 June 2023. If the acquisition had occurred on 1 July 2022, consolidated revenue and consolidated loss for the year ended 30 June 2023 would have been $Nil and $104,000 respectively.

(c) Purchase consideration – cash flow

	Consolidated 2024	Consolidated 2023
Cash consideration	–	–
Less cash balances acquired	–	(2)
Net inflow of cash – investing activities	–	(2)

Acquisition-related costs

Acquisition-related costs totalling $Nil (2023: $157,000) that were not directly attributable to the issue of shares are included in external advisory fees, accounting, tax and audit fees and other expenses in the Consolidated Statement of Comprehensive Income and in operating cash flows in the Consolidated Statement of Cash Flows.

(d) Transactions recognised separately from the asset acquisition

Immediately after the acquisition completed on 31 May 2023, one million ordinary shares were issued to settle other liabilities totalling $320,000. The share price of $0.32 per share was based the Volume-Weighted Average Price in November 2022 of the published share price for White Energy as specified in the SSPA. The shares are held in escrow for two years.

34. EVENTS OCCURRING AFTER THE REPORTING PERIOD

(a) Contingencies – KSC legal dispute

Refer to Note 27(a) for details regarding the KSC legal dispute occurring after the reporting period.

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

35. RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

(a) Reconciliation of loss after income tax to net cash outflow from operating activities

	Consolidated	
	2024 $'000	2023 $'000
Loss after income tax for the year	**(5,637)**	(8,136)
Adjustments for:		
Gain on modification of financial liabilities	**(3,303)**	–
Share-based payments	**–**	5
Foreign exchange differences	**(1)**	(102)
Finance costs	**2,595**	1,935
Depreciation and amortisation expense	**1,290**	2,084
Impairment expense	**501**	1,000
Net (gain)/loss on disposal of property, plant and equipment	**(4)**	133
Net gain on finance lease receivables and lease liabilities	**–**	(202)
Gain on bargain purchase	**–**	(576)
Loss on remeasurement from reclassification of financial assets from amortised cost to fair value through profit or loss	**–**	342
Change in operating assets and liabilities:		
Increase in trade and other receivables	**(16)**	–
Decrease/(increase) in prepayments	**(39)**	148
Increase/(decrease) in trade and other payables	**1,079**	(364)
Decrease in other provisions	**(102)**	(46)
Net cash outflow from operating activities	**(3,637)**	(3,779)

(b) Non-cash Investing and financing activities

The Group recognised right-of-use assets of $293,000 (2023: $100,000).

35. RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES (CONTINUED)

(c) Reconciliation of liabilities arising from financing activities

2024	Loans from shareholders[(i)] $'000	Lease liabilities[(ii)] $'000	Loans from related parties[(iii)] $'000	Financing liabilities total $'000
Opening balance	33,821	27	500	34,348
Foreign exchange movement	58	–	–	58
Other non-cash changes	(2,716)	293	–	(2,423)
Cash flows	80	(51)	(500)	(471)
Closing balance	31,243	269	–	31,512

2023	Loans from shareholders[(i)] $'000	Lease liabilities[(ii)] $'000	Loans from related parties[(iii)] $'000	Financing liabilities total $'000
Opening balance	32,470	224	250	32,944
Foreign exchange movement	1,270	–	–	1,270
Other non-cash changes	–	(124)	–	(124)
Cash flows	81	(73)	250	258
Closing balance	33,821	27	500	34,348

(i) Loans from shareholders are classified as non-current (refer to Note 19).
(ii) Closing lease liabilities as at 30 June 2024 includes liabilities of $41,000 (2023: $27,000) from Note 17 and $228,000 (2023: $Nil) from Note 19 which have been classified as current and non-current respectively.
(iii) Loans from related parties are classified as current (refer to Note 17).

36. EARNINGS PER SHARE

(a) Basic and diluted earnings per share

	Consolidated 2024 $'000	Consolidated 2023 $'000
Loss for the year	(5,637)	(8,136)
Non-controlling interests for the loss	(589)	1,921
Loss for the year attributable to the ordinary equity holders of White Energy Company Limited	(6,226)	(6,215)

	Cents	Cents
Basic earnings per share for loss	(6.4)	(15.8)
Diluted earnings per share for loss	(6.4)	(15.8)

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	97,274,844	39,332,786
Weighted average number of ordinary shares used in calculating diluted earnings per share	97,274,844	39,332,786

Information concerning the classification of securities

As there are no amounts unpaid on ordinary shares, and options and rights outstanding are antidilutive, no adjustment is necessary in the determination of diluted loss per share.

37. PARENT ENTITY INFORMATION

(a) Summary financial information

The individual financial statements for the Parent Entity show the following aggregate information:

	Parent	
Summarised balance sheet	2024 $'000	2023 $'000
Total current assets	3,876	924
Total assets	10,837	8,868
Total current liabilities	776	1,468
Total liabilities	4,653	5,385
Equity		
Contributed equity	534,733	526,197
Share-based payments	7,167	7,167
Accumulated losses	(535,716)	(529,881)
Total equity	6,184	3,483
Loss for the year	(5,835)	(5,454)
Total comprehensive loss for the year	(5,835)	(5,454)

DIRECTORS' DECLARATION

30 June 2024

In the Directors' opinion:

a. the financial statements and notes set out on pages 40 to 89 are in accordance with the *Corporations Act 2001*, including:
   1. complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
   2. giving a true and fair view of the Group's financial position as at 30 June 2024 and of its performance for the financial year ended on that date; and

b. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

c. at the date of this declaration, there are reasonable grounds to believe that the members of the extended Closed Group identified in Note 31 will be able to meet any obligations or liabilities to which they are, or may become, subject by virtue of the deed of cross guarantee described in Note 31.

Note 1(a) confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

d. the information disclosed in the attached Consolidated Entity Disclosure Statement is true and correct.

The Directors have been given the declarations required by section 295A of the *Corporations Act 2001*.

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

Brian Flannery
Director

Brisbane
26 September 2024

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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF WHITE ENERGY COMPANY LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the accompanying financial report of White Energy Company Limited (the 'Company'), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, the consolidated entity disclosure statement, and the directors' declaration of the Company and the consolidated entity comprising the Company and the entities it controlled at the year-end or from time to time during the financial year (together the 'Group').

In our opinion, the financial report of White Energy Company Limited is in accordance with the Corporations Act 2001, including:

i) Giving a true and fair view of the Group's financial position as at 30 June 2024 and of its performance for the year ended on that date; and

ii) Complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report.

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

Independence

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 our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Material Uncertainty Related to Going Concern

We draw attention to Note 1(a)(vi) to the financial report, which indicates that the Group incurred a total comprehensive loss after tax of $5,683,000 in the year to 30 June 2024 and had net cash outflows from operations of $3,637,000. As at that date, the Group had net liabilities of $41,021,000. The Group's ability to continue as a going concern and meet its debts as and when they fall due is dependent upon the matters described in Note 1(a)(vi) to the financial report. These conditions indicate that a material uncertainty exists that may cast significant doubt as to the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

PKF

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. For each matter below, our description of how our audit addressed the matter is provided in that context.

1. Carrying value of capitalised exploration cash generating unit

Why significant	How our audit addressed the key audit matter
As at 30 June 2024 the carrying value of exploration assets was $6,321,000 (2023: $4,698,000), as disclosed in Note 14. The Group's accounting policy in respect of exploration and evaluation expenditure is outlined in Note 1(i). Significant judgement is required: • in determining whether facts and circumstances indicate that the exploration and evaluation assets should be tested for impairment in accordance with Australian Accounting Standard AASB 6 Exploration for and Evaluation of Mineral Resources ("AASB 6"); and • in estimating the recoverable value of exploration assets. We consider this to be a key audit matter due to the significant carrying value of capitalised exploration assets at 30 June 2024, and the degree of judgement required in assessing the recoverable amount of the assets.	Our work included, but was not limited to, the following procedures: • obtaining a detailed understanding of the acquired exploration assets; • assessing the competency and objectivity of the independent valuation expert and the scope of their work; • assessing the appropriateness of the valuation methodology employed by the external expert and evaluating the key assumptions used in determining the fair values; • assessing the fair value valuation of the assets and liabilities acquired through business combination; • assessing whether there are indicators of impairment; • evaluating management's methodology for determining the recoverable amount of exploration assets and considering whether it was consistent with the Australian Accounting Standards and our understanding of the nature of the mining exploration assets; • considering the appropriateness of the indicative valuation methodology and the key inputs to the valuation against available market information; • reviewing management's sensitivity analysis on key assumptions such future coal and gas prices estimates and the development timeline; and • assessing the appropriateness of the related disclosures in Note 14.

Other Information

Other Information is financial and non-financial information in the annual report of the Group which is provided in addition to the Financial Report and the Auditor's Report. The directors are responsible for Other Information in the annual report.

The Other Information we obtained prior to the date of this Auditor's Report was the directors' report. The remaining Other Information is expected to be made available to us after the date of the Auditor's Report.

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

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

Directors' Responsibilities 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:

i) 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
ii) the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the consolidated entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the consolidated entity 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 and 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, individual or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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Auditor's Responsibilities for the Audit of the Financial Report (cont'd)

As part of an audit in accordance with 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 other 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.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Group financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, 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

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of White Energy Company Limited for the year ended 30 June 2024, complies with section 300A of the Corporations Act 2001.

Responsibilities

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

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PARTNER

26 SEPTEMBER 2024
SYDNEY, NSW

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

as at 30 June 2024

Entity name	Entity type	Place formed / Country of Incorporation	Ownership Interest %	Australian resident or foreign resident	Foreign tax jurisdiction of foreign resident
White Energy Company Limited	Body corporate	Australia	100.00%	Australia(i)	N/A
Amerod Exploration Pty Ltd(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
Amerod Holdings Pty Ltd(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
White Energy Mining Company Pty Ltd(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
South Australian Coal Pty Ltd	Body corporate	Australia	100.00%	Australia(i)	N/A
White Energy Resources Pty Ltd(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
White Energy Technology Limited(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
BCBC Pty Ltd(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
White Energy Innovations Pty Limited(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
Coking BCB Pty Limited(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
White Manufacturing Pty Limited(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
White Investments North America Pty Limited(ii)	Body corporate	Australia	100.00%	Australia(i)	N/A
Binderless Coal Briquetting Company Pty Limited	Body corporate	Australia	100.00%	Australia(i)	N/A
White Energy Coal North America Inc.(iv)	Body corporate	USA	100.00%	Foreign	USA
BCBC Singapore Pte Ltd(iii)	Body corporate	Singapore	100.00%	Foreign	Singapore
White Energy China Limited(iv)	Body corporate	China	100.00%	Foreign	Hong Kong, China
Amerod Resources Pty Limited	Body corporate	Australia	100.00%	Australia(i)	N/A
Fiddler's Creek Mining Company Pty Ltd	Body corporate	Australia	100.00%	Australia(i)	N/A
Maranoa Resources Pty Ltd	Body corporate	Australia	100.00%	Australia(i)	N/A
Tindal Investments Pty Ltd	Body corporate	Australia	100.00%	Australia(i)	N/A
River Energy JV UK Limited	Body corporate	United Kingdom	51.00%	Foreign	United Kingdom
River Energy JV Limited	Body corporate	Mauritius	51.00%	Foreign	Mauritius

(i) This entity is part of a tax-consolidated group under Australian taxation law, for which White Energy Company Limited is the head entity.
(ii) This is a non-trading company.
(iii) This company is currently in liquidation and is in the process of being wound up.
(iv) This is a dormant company.

SHAREHOLDER INFORMATION

as at 30 September 2024

The shareholder information set out below was applicable as at 30 September 2024.

(a) DISTRIBUTION OF EQUITY SECURITIES

Analysis of numbers of equity security holders by size of holding:

	Ordinary shares(1,2)		
	Holders	**Securities**	**Securities %**
1 – 1,000	3,830	213,483	0.11%
1,001 – 5,000	208	490,562	0.25%
5,001 – 10,000	66	479,473	0.24%
10,001 – 100,000	142	4,188,975	2.11%
100,001 & Over	53	193,611,783	97.30%
	4,299	198,984,276	100.00%

1. There were 4,119 holders of less than a marketable parcel of ordinary shares, based on a share price of $0.042, representing 1,345,774 ordinary shares or 0.68% of the ordinary shares on issue.
2. There were 2,144,310 ordinary shares held in voluntary escrow until 31/5/2025.

(b) SUBSTANTIAL SHAREHOLDERS

Name	Number held	Percentage
Gaffwick Pty Ltd*	84,666,152	42.55%
Ganra Pty Ltd*	81,385,752	40.90%

* based on last form 604 'Notice of Change of Interests of Substantial Shareholder' lodged with the Australian Securities and Investments Commission.

(c) RESTRICTED SECURITIES

At 30 June 2024, the Company does not hold any restricted securities.

(d) ON MARKET BUYBACK

There is no current on-market buyback

SHAREHOLDER INFORMATION

continued

(e) EQUITY SECURITY HOLDERS

Twenty largest quoted equity security holders

The names of the twenty largest holders of quoted equity securities are listed below:

	Ordinary shares	
Name	**Number held**	**Percentage of issued shares**
CITICORP NOMINEES PTY LIMITED	85,014,687	42.72%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	76,665,765	38.53%
MR BRIAN JOSEPH FLANNERY	4,800,000	2.41%
BNP PARIBAS NOMS PTY LTD	2,908,183	1.46%
REMOND HOLDINGS PTY LIMITED <DEFINA A/C>	2,623,056	1.32%
MR GREGORY KEITH WHITEHOUSE & MRS PARASTI ANDIYANI <WHAREMA SUPERFUND-GKW A/C>	2,533,027	1.27%
BOND STREET CUSTODIANS LIMITED <PETKI3 - D62177 A/C>	2,213,500	1.11%
REMOND HOLDINGS PTY LIMITED <DEFINA A/C>	1,600,976	0.80%
SHADOWLANDS PTY LTD <PETER REYNOLD BEIER SF A/C>	1,155,310	0.58%
CANNING CORP PTY LTD <J CANNING-URE FAMILY A/C>	1,002,000	0.50%
LLETYMOEL PTY LTD <JOHN WATTS SUPER FUND A/C>	902,381	0.45%
MR HANS J MENDE	835,401	0.42%
MR VINCENT JOHN O'ROURKE	768,000	0.39%
BOND STREET CUSTODIANS LIMITED <PETKIN - D62111 A/C>	704,187	0.35%
LYNETTE RAE BIRRELL <SEVILLA INVESTMENT TRUST>	656,066	0.33%
CFF PTY LTD <CROMMELIN FAMILY FOUND A/C>	613,518	0.31%
ALAN JOHN FLAVELLE	553,309	0.28%
MRS LYNETTE RAE BIRRELL <SEVILLA INVESTMENT A/C>	513,000	0.26%
MR BRIAN GERARD SHEAHAN <SHEAHAN FAMILY ACCOUNT>	500,000	0.25%
BNP PARIBAS NOMINEES PTY LTD <CLEARSTREAM>	468,160	0.24%
	187,030,526	**93.99%**

(f) VOTING RIGHTS

The voting rights attaching to each class of equity securities are set out below:

(i) Ordinary shares:

Subject to any rights or restrictions for the time being attached to any class of shares, at a meeting of shareholders each shareholder entitled to vote may vote in person or by proxy or attorney or, being a corporation, by representative duly authorised under the Corporations Law, and has one vote on a show of hands and one vote per fully paid share on a poll.

(g) CORPORATE GOVERNANCE

The Company's Corporate Governance Statement as at 30 June 2024 as approved by the Board can be viewed at: https://whiteenergyco.com/corporate-governance/

(h) EXCHANGES ON WHICH THE COMPANY'S SECURITIES ARE QUOTED

White Energy securities are quoted on the following exchanges:

ASX under the code WEC.

OTC under the code WECFF.

(i) INTERESTS IN MINING TENEMENTS

Below is a listing of the Company's interest in mining tenements, where they are situated and the percentage interest the Company holds in each.

The Company's wholly owned subsidiary, South Australian Coal Pty Ltd (SAC), holds a 100% interest in the following mining tenement and retention lease all of which are located at Lake Phillipson near Coober Pedy, South Australia:

- EL6566;
- RL104; and
- EL6987.

The total JORC coal resources of EL6566 is estimated at 1,130.4 million tonnes based on the 2011 drilling program as certified in March 2012.

	JORC Resources Estimate – 31 December 2011			
	Measured Mt	Indicated Mt	Inferred Mt	Total Mt
Main Basin	11.5	155.6	583.0	750.1
West Basin	0.0	189.2	191.2	380.3
Total	**11.5**	**344.8**	**774.2**	**1,130.4**

There has been no change to the total JORC coal resource estimate for EL6566 since March 2012.

This information was prepared and first disclosed under the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

SAC used an independent external consultant to prepare the 2004 JORC coal resource estimate.

The Company holds a 100% interest in the following mining tenement, which is located at Lake Phillipson near Coober Pedy, South Australia:

- PELA674.

SHAREHOLDER INFORMATION

continued

COMPETENT PERSONS STATEMENT

The information in this Annual Report which relates to Exploration Results, Mineral Resources or Ore Reserves at EL6566, for coal, is based on information compiled by Jonathan Barber, who is a member of the Australasian Institute of Mining and Metallurgy.

Jonathan Barber is self-employed and has been engaged as a consultant to South Australian Coal Limited. Jonathan Barber has sufficient experience which is relevant to the style of mineralization and the type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined is the 2004 Edition of the "Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Jonathan Barber consents to the inclusion in this Annual Report of the matters based on his information in the form and context in which it appears.

The Company's wholly owned subsidiary, Fiddler's Creek Mining Company Pty Ltd, holds a 100% interest in the following mining tenements all of which are located near Texas, Queensland:

- EPM27546;
- EPM27547; and
- EPM28974 (exploration permit application).

The Company's wholly owned subsidiary, Fiddler's Creek Mining Company Pty Ltd, holds a 100% interest in the following mining tenements all of which are located near Daly Waters, Northern Territory:

- EL31574;
- EL31575;
- EL32020;
- EL32748;
- EL32749*;
- EL32750;
- EL32751;
- EL32752;
- EL32805;
- EL32806*;
- EL32831;
- EL33066*;
- EL33067*;
- EL33068*;
- EL33069;
- EL33070;
- EL33071;
- EL33072;
- EL33073;
- EL33074;
- EL33659; and
- EL33660*.

* Exploration licence application.

CORPORATE INFORMATION

DIRECTORS

Brian Flannery
NON-EXECUTIVE CHAIRMAN

Vincent O'Rourke
NON-EXECUTIVE DIRECTOR

Michael Chapman
NON-EXECUTIVE DIRECTOR

Keith Whitehouse
NON-EXECUTIVE DIRECTOR

COMPANY SECRETARY

David Franks

PRINCIPAL REGISTERED OFFICE

White Energy Company Limited
Level 5
126 Phillip Street
Sydney NSW 2000

Telephone: +61 2 8098 1169

PRINCIPAL PLACE OF BUSINESS

White Energy Company Limited
Lobby 1, Level 2
76 Skyring Terrace
Newstead QLD 4006

Telephone: +61 7 3229 9035

SHARE REGISTRY/PRINCIPAL REGISTER

Automic Pty Ltd
Level 5
126 Phillip Street
Sydney NSW 2000

Telephone: 1300 288 664 +61 2 9698 5414
Facsimile: +61 2 8583 3040

AUDITOR

PKF(NS) Audit & Assurance Limited
Level 8
1 O'Connell Street
Sydney NSW 2001

STOCK EXCHANGE LISTING

White Energy Company Limited shares are listed on the Australian Securities Exchange (WEC) and also traded on the US based OTC exchange (WECFF).

WEBSITE ADDRESS

www.whiteenergyco.com

www.whiteenergyco.com