



MBK

METAL BANK LIMITED

ABN 51 127 297 170

Interim Financial Report
For the half year ended 31 December 2022

METAL BANK LIMITED AND CONTROLLED ENTITIES
ABN 51 127 297 170

INTERIM FINANCIAL REPORT
For the Half Year Ended 31 December 2022

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COMPANY DIRECTORY

DIRECTORS

Inés Scotland
Guy Robertson
Sue-Ann Higgins

COMPANY SECRETARY

Sue-Ann Higgins

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STOCK EXCHANGE LISTING

Australian Securities Exchange
(Home Exchange: Melbourne, Victoria)
Code: MBK

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METAL BANK LIMITED AND CONTROLLED ENTITIES
ABN 51 127 297 170

INTERIM FINANCIAL REPORT
For the Half Year Ended 31 December 2022

DIRECTORS' REPORT

Your directors submit the financial report of Metal Bank Limited (the 'parent' or 'Company') and its controlled entities (the consolidated entity) for the half-year ended 31 December 2022 ('Half Year').

DIRECTORS

The names of Directors who held office during or since the end of the half year are:

Inés Scotland	Chair
Guy Robertson	Executive Director
Sue-Ann Higgins	Executive Director

RESULTS

The loss after tax for the half-year ended 31 December 2022 was \$6,594,630 (2021: \$1,308,485). The current period loss was after impairing the contingent asset in respect of the Triumph project in the amount of \$6 million (see note 4).

REVIEW OF OPERATIONS

Metal Bank Limited is pleased to outline below the activities for the half year ended 31 December 2022.

Metal Bank Limited is an ASX-listed minerals exploration company (**ASX: MBK**) holding a significant portfolio of advanced gold and copper exploration projects with substantial growth upside and is undertaking business growth opportunities in the Middle East North Africa Region (**MENA**) including:

- the right to earn up to 80% (currently holds 51%) of the Millennium Copper & Cobalt project which holds a 2012 JORC Inferred Resource of 5.9Mt¹ @ 1.08% CuEq across 5 granted Mining Leases with significant potential for expansion;
- a 75% interest in the advanced Livingstone Gold Project in WA which holds a JORC 2004 Inferred Resource of 49,900oz Au² at the Homestead prospect, a JORC 2012 Inferred Resource of 30,500oz³ Au at Kingsley, and an Exploration Target³ of 290 – 400Kt at 1.8 – 2.0 g/t Au for 16,800 – 25,700oz Au at Kingsley;
- the 8 Mile, Wild Irishman and Eidsvold Gold projects in South East Queensland where considerable work by MBK to date has drill-proven both high grade vein-style and bulk tonnage intrusion-related gold mineralisation; and
- negotiations on an MOU leading to an exploration license in the MENA region focused on copper and base metals.

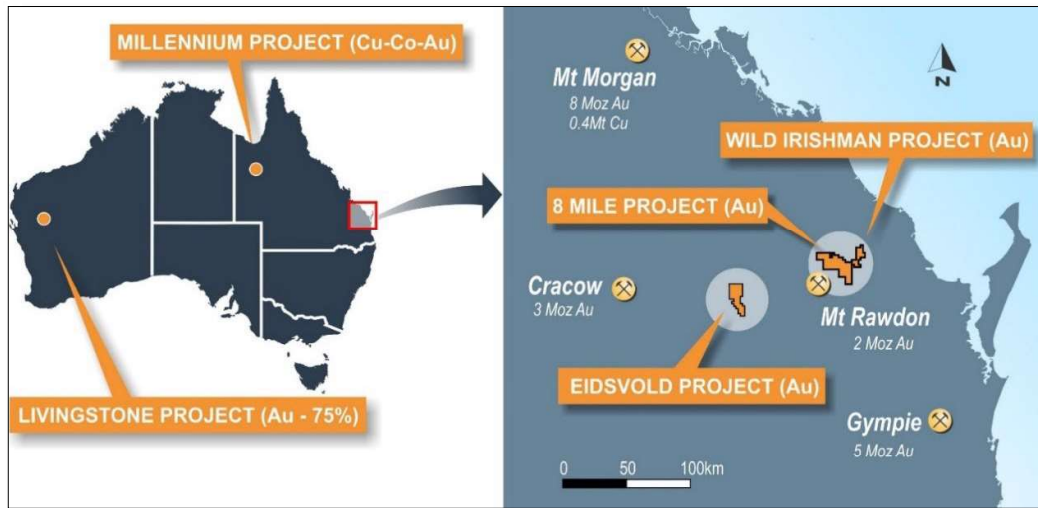
Metal Bank's exploration programs at these projects are focussed on:

- short term resource growth - advancing existing projects to substantially increase JORC Resources;
- identifying additional mineralisation at each of its projects; and
- assessing development potential and including fast tracking projects through feasibility and development to production particularly at the Millennium Project in Queensland where the copper and cobalt project is contained within granted mining licenses.

¹ HMX ASX Announcement dated 6 December 2016 and MBK ASX Release dated 13 December 2021 "MBK signs Earn-in and JV Agreement for the Millennium Project

² 070301_HC_TR_BoundaryResourceEstimate_R2004 – Talisman Mining Ltd and KSN ASX Announcement dated 2 December 2020

³ MBK ASX Release 18 January 2022 "Kingsley Deposit Maiden Mineral Resource Estimate and updated Exploration Target"



Metal Bank Project Locations

HALF YEAR HIGHLIGHTS

COPPER:COBALT:GOLD

- Livingstone Gold WA**
- Drilling extends strike length of Kingsley mineralisation from 750m to approx. 1.8km^{4,5, 6,7}
 - Second parallel zone of gold mineralisation identified 200m south of Kingsley East⁵
 - Drilling confirmed continuity of gold mineralisation over >300m East of the Kingsley Resource⁸
 - Shallow high grade gold results were also received from the Livingstone North Prospect with first gold assays returning up to **14.10g/t Au**⁹ and demonstrating mineralisation of substantial aggregate strike extent¹⁰
 - First pass exploration drilling at the Stanley prospect demonstrated a coherent zone of gold mineralisation over 150m in strike, open to the east and west¹¹

⁴ MBK ASX Release August 2022 "High Grade Gold Intercepted 750m East of the Kingsley Resource"

⁵ MBK ASX Release 4 August 2022 "Kingsley Extension Drilling Intercepts Gold to the West"

⁶ MBK ASX Release 17 August 2022 "Gold Intercepted 400m East of the Kingsley Resource"

⁷ MBK ASX Release 24 August 2022 "Kingsley East Aircore Drilling Results"

⁸ MBK ASX Release 11 November 2022 "Drilling confirms continuity of gold mineralisation"

⁹ MBK ASX Release 18 October 2022 "Positive Gold Assays from Livingstone North"

¹⁰ MBK ASX Release 24 November 2022 "Shallow High Grade Gold Results at Livingstone North"

¹¹ MBK ASX Release 28 November 2022 "Exploration strikes gold at Stanley Prospect"

- Millennium Copper Cobalt Gold Qld**
- MBK's Phase 1 and 2 drilling programs completed with assay results continuing to return **high cobalt grades**^{12,13}
 - Cobalt grades highlight Millennium as one of Australia's highest grade undeveloped battery metals projects
 - RC drilling³ extends the scope of the Central Resource area approximately 120m north of the existing Resource
 - Diamond drilling assays confirmed that copper-cobalt grades continue at depth at Millennium¹⁴
 - Encouraging copper values were returned in the Northern Area towards the regional Fountain Range/Quamby Fault Zone (MI22RC016 and MI22RC018) representing newly identified mineralisation west of the existing Millennium Resource¹⁵
 - Electrical (IP/resistivity) geophysics survey completed
 - MBK gave notice electing to form the Millennium Joint Venture with MBK holding a 51% joint venture interest and moving to Stage 2 of the JV to increase its interest to 80%¹⁶
- Corporate**
- Consolidation of the issued capital of the Company was completed on a 10 for 1 basis
 - Inés Scotland – Executive Chair attended the Future Minerals Forum in Riyadh and followed the conference with key meetings in the MENA region in pursuit of MBKs strategy of securing copper assets in the Arabian/Nubian Shield.

¹² MBK ASX Release 7 July 2022 "Millennium Exploration Update – Early Assays Received"

¹³ MBK ASX Release 14 October 2022 "High Cobalt Grades Confirmed in First Millennium Assays"

¹⁴ MBK ASX Release 31 October 2022 "Copper-cobalt grades continue at depth at Millennium"

¹⁵ Refer to footnote 14

¹⁶ MBK ASX Release 5 December 2022 "MBK earns a 51% interest in Millennium"

Business Overview

Livingstone Project – 75% MBK

Background

The Livingstone Project is an advanced gold exploration project with ~80,000oz¹⁷ of defined gold resources and multiple exploration targets. Located 140km northwest of Meekatharra in Western Australia, it includes 395 km² of granted exploration licences covering the entire western arm of the Proterozoic Bryah-Padbury Basin (host to the Fortnum, Horseshoe and Peak Hill gold deposits and >2Moz Au endowment) (Figure 1).

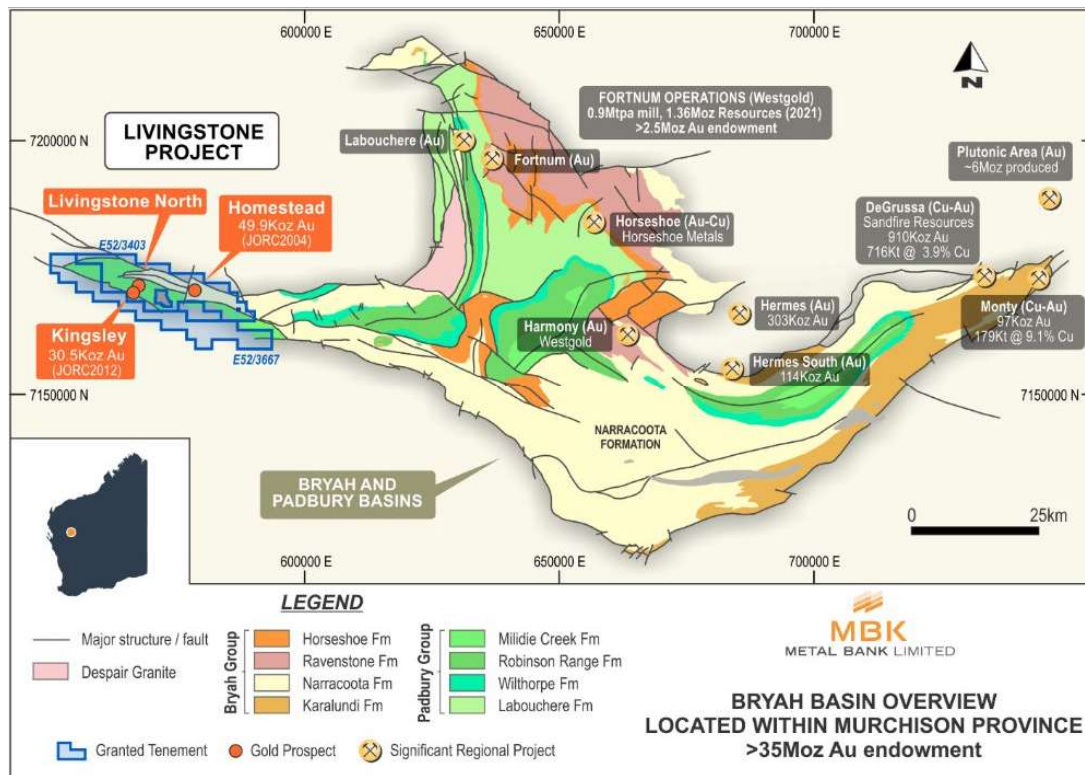


Figure 1: Livingstone Project location within Bryah Basin and relative to other gold operations

The Livingstone Project provides:

- a JORC 2004 Inferred Resource of 49,900oz Au¹⁸ at the Homestead prospect with potential for expansion;
- the Kingsley deposit hosting JORC 2012 Inferred Resource of 30,500oz Au¹⁹;
- the Kingsley Exploration Target of 290 - 400kt at 1.8 - 2.0 g/t for 16,800 – 25,700oz Au¹⁸;
- the Livingstone North prospect with extensive Au-in soil anomaly, historical mining activities and historical and recent high-grade drilling intersections;
- multiple advanced gold targets (Figure 2), inadequately tested to date including Hilltop, Stanley, Winja, Winja West, VHF;
- multi element targets including Kirba (Ni) and Iron Ore (Fe); and
- over 10 regional greenfields targets identified by independent experts with 40km prospective strike length.

¹⁷ MBK ASX Release 26 October 2021 "Livingstone Acquisition and Entitlement Offer to raise \$6.34M" and 070301_HC_TR_BoundaryResourceEstimate_R2004 – Talisman Mining Ltd, and KSN ASX Announcement dated 2 December 2020 and MBK ASX Release 18 January 2022 "Kingsley Deposit Maiden Mineral Resource Estimate"

¹⁸ MBK ASX Release 26 October 2021 "Livingstone Acquisition and Entitlement Offer to raise \$6.34M" and 070301_HC_TR_BoundaryResourceEstimate_R2004 – Talisman Mining Ltd, and KSN ASX Announcement dated 2 December 2020

¹⁹ MBK ASX Release 18 January 2022 "Kingsley Deposit Maiden Mineral Resource Estimate"

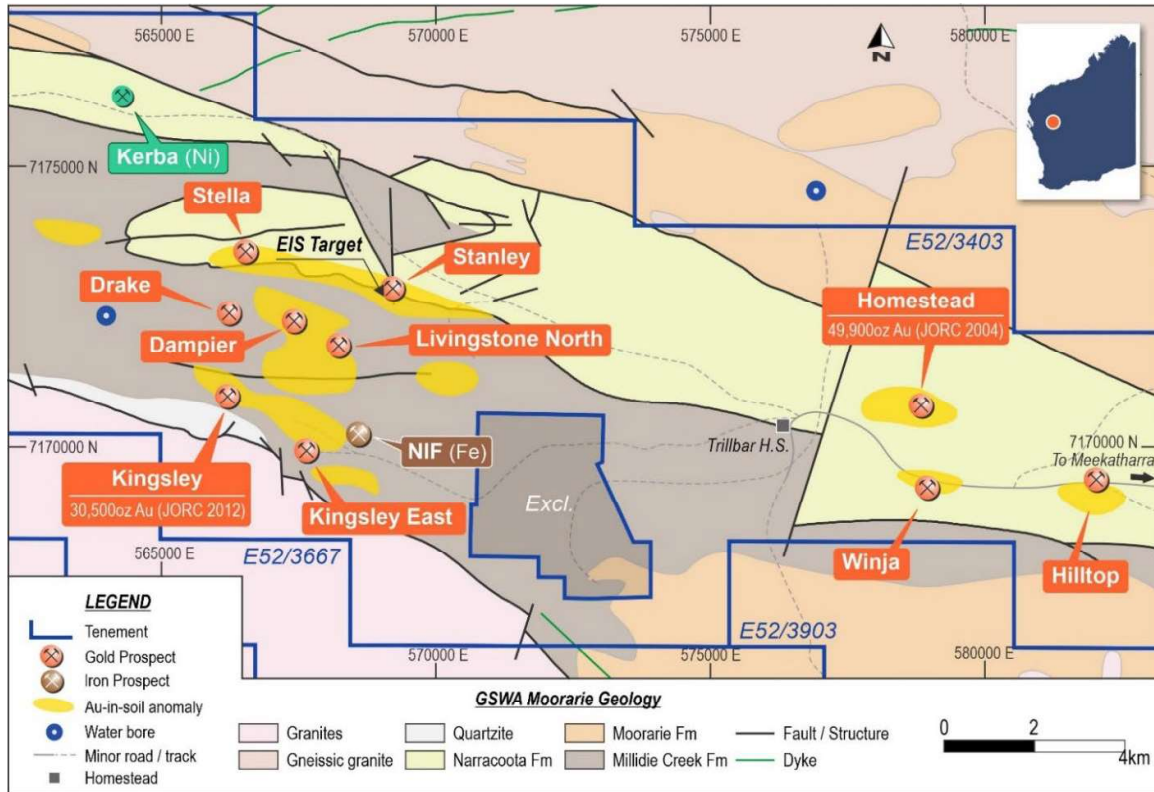


Figure 2: Livingstone Project – Resources and Targets

During the Half Year, MBK completed Phase 2 of the Livingstone Project’s staged drilling program²⁰, including:

- 12 holes for 750m at Kingsley East;
- 27 holes for 1,926m at Livingstone North to validate historical drill results, target known mineralised structures, and test significant gold-in-soil anomalism; and
- 11 holes for 660m at Stanley and Stella prospects

Phase 1 drilling results from the Kingsley Resource area and Kingsley East targets were also received during the Half Year, extending the strike length of the mineralisation at the Kingsley project from 750m to approximately 1.8km.

Kingsley and Kingsley East

Results from Phase 1 drilling at Kingsley and Kingsley East highlight the potential continuity of the system between the existing Kingsley Resource and the high-grade gold results intercepted a further 750m to the east of the Resource²¹. Results are presented in Figures 3 and 4 and included:

- High grade gold intercepted 750m East of the Kingsley Resource - KE22RC005²²
- Infill drilling at the Kingsley gold deposit returned high grade gold zones, including KL22RC002²²
- Broad zones of gold mineralisation intercepted 60m west of the existing Kingsley Resource²³ - KW22RC001 and KW22RC002 with Kingsley West representing a potential extension of over 250m strike length to the existing Kingsley Resource.

²⁰ MBK ASX Release 27 September 2022 “Exploration Update – Livingstone Project”

²¹ MBK ASX Release 24 August 2022 “Kingsley East aircore drilling results support continuity of Gold mineralisation”

²² MBK ASX Release 1 August 2022 “High Grade Gold Intercepted 750m East of the Kingsley Resource”

²³ MBK ASX Release 4 August 2022 “Kingsley Extension Drilling Intercepts Gold to the West”

- Gold intercepted 400m East of the Kingsley Resource²⁴ - KE22RC007 and KE22RC006, returning shallow gold intercepts in a previously untested zone 30m to the south of KE22RC005.
- Kingsley East aircore drilling results support a coherent zone of gold mineralisation over 750m strike at the Kingsley East Target^{25,26}, with 9 out of 10 holes intercepting gold mineralisation including KE22AC005 and KE22AC010. Only 250m to the East of the existing Kingsley Resource model this high-grade zone, in conjunction with the most recent drilling results, improve confidence that the mineralisation is continuous between Kingsley and Kingsley East.
- shallow broad zones of gold mineralisation intercepted in KE22RC017²⁷, located 300m east of the Kingsley Gold Resource and KE22RC019, located 250m to the east of KE22RC017, with a parallel zone also identified in KE22RC016 and lower grade peripheral gold intercepted in KE22RC018.
- 9 scout aircore holes drilled to the south of Kingsley East extension area²⁸ indicate a second parallel 1.2km zone of gold mineralisation 200m south of Kingsley East that has very limited drilling to date. The results also highlight the potential of a splay, or repeat thrust, of the mineralised system at Kingsley, lending support to the new structural interpretation of the area.

²⁴ MBK ASX Release 17 August 2022 "Gold Intercepted 400m East of the Kingsley Resource"

²⁵ MBK ASX Release 24 August 2022 "Kingsley East Aircore Drilling Results"

²⁶ MBK ASX Release 11 November 2022 "Drilling confirms continuity of gold mineralisation"

²⁷ MBK ASX Release 11 November 2022 "Drilling confirms continuity of gold mineralisation"

²⁸ MBK ASX Release 27 September 2022 "Exploration Update – Livingstone Project"

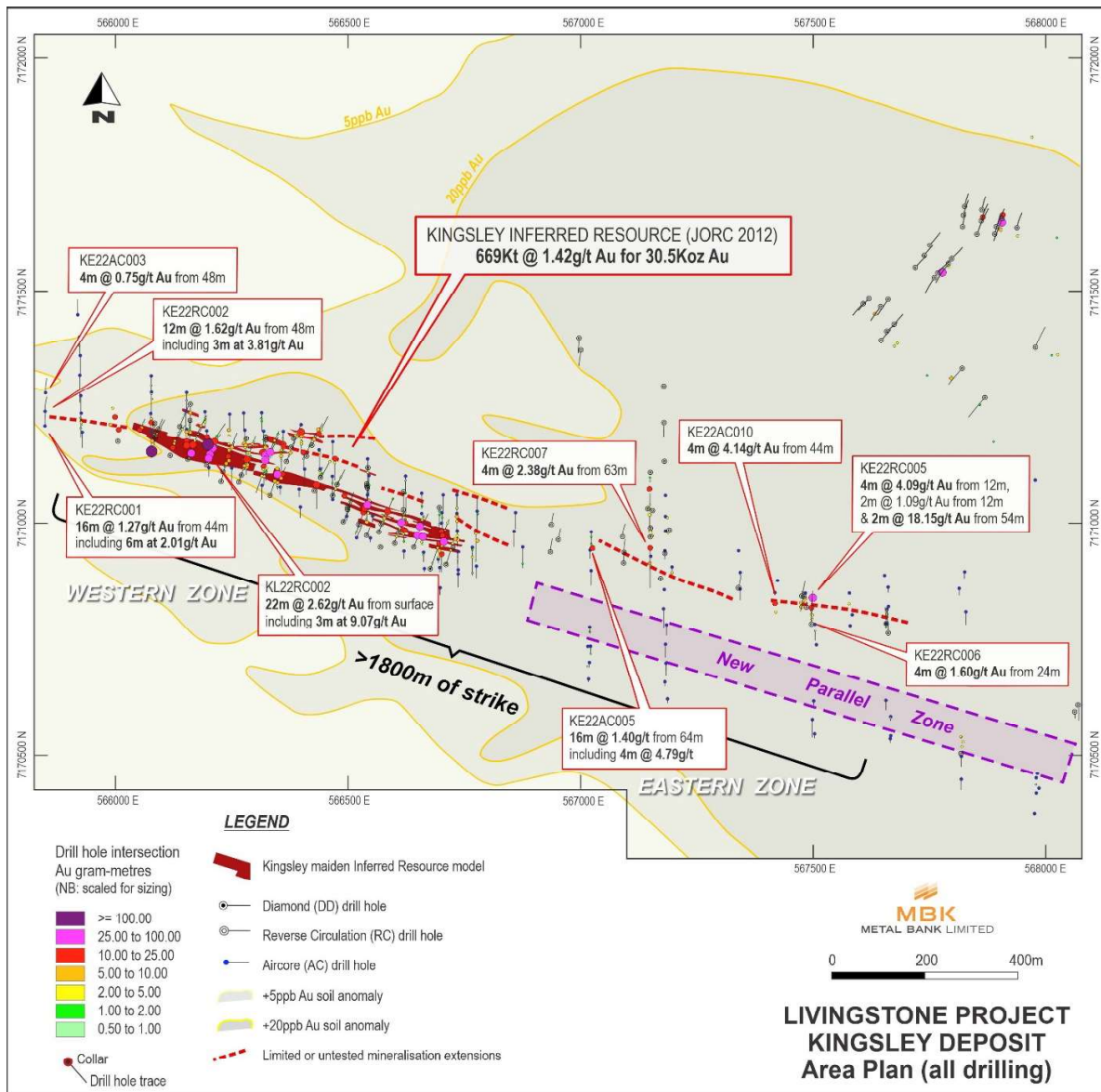


Figure 3: Kingsley area overview showing Phase 1 drilling results, extensions and southeastern parallel zone

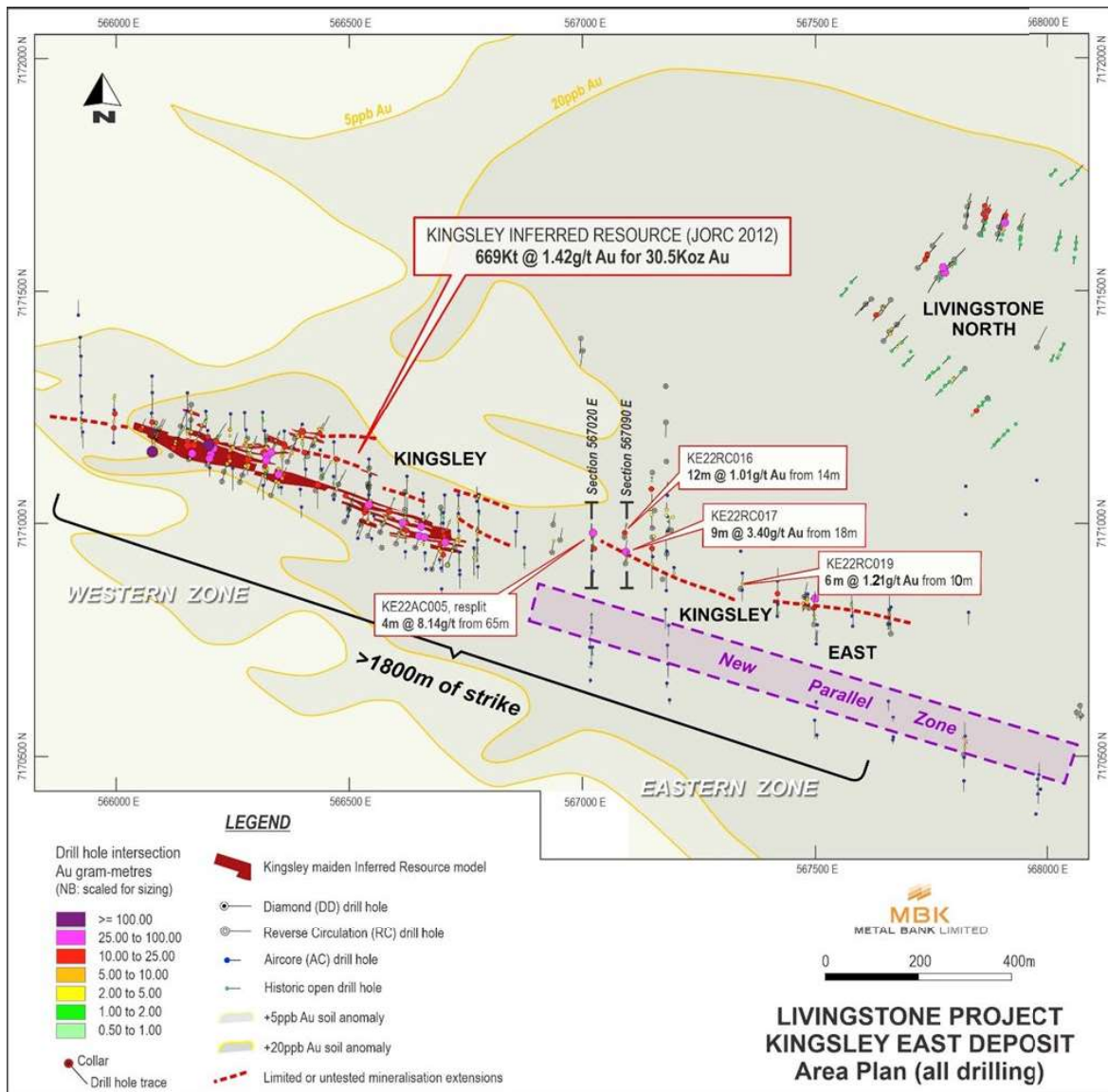


Figure 4: Location of KE22RC016, 017, 019 and KE22AC005

Livingstone North

Drilling at Livingstone North tested downdip and along strike from historical artisanal miner workings, with results²⁹ confirming multiple parallel zones of high-grade gold mineralisation with an aggregate strike length over 500m with mineralisation remaining open and untested to the east and west.

Significant results are shown in Figure 5.

These encouraging initial results support both historically reported high grade gold zones and also show mineralisation of substantial strike extent beyond artisanal mine workings.

²⁹ MBK ASX Release 18 October 2022 "Positive Gold Assays from Livingstone North" and MBK ASX Release 24 November 2022 "Shallow High Grade Gold Results at Livingstone North"

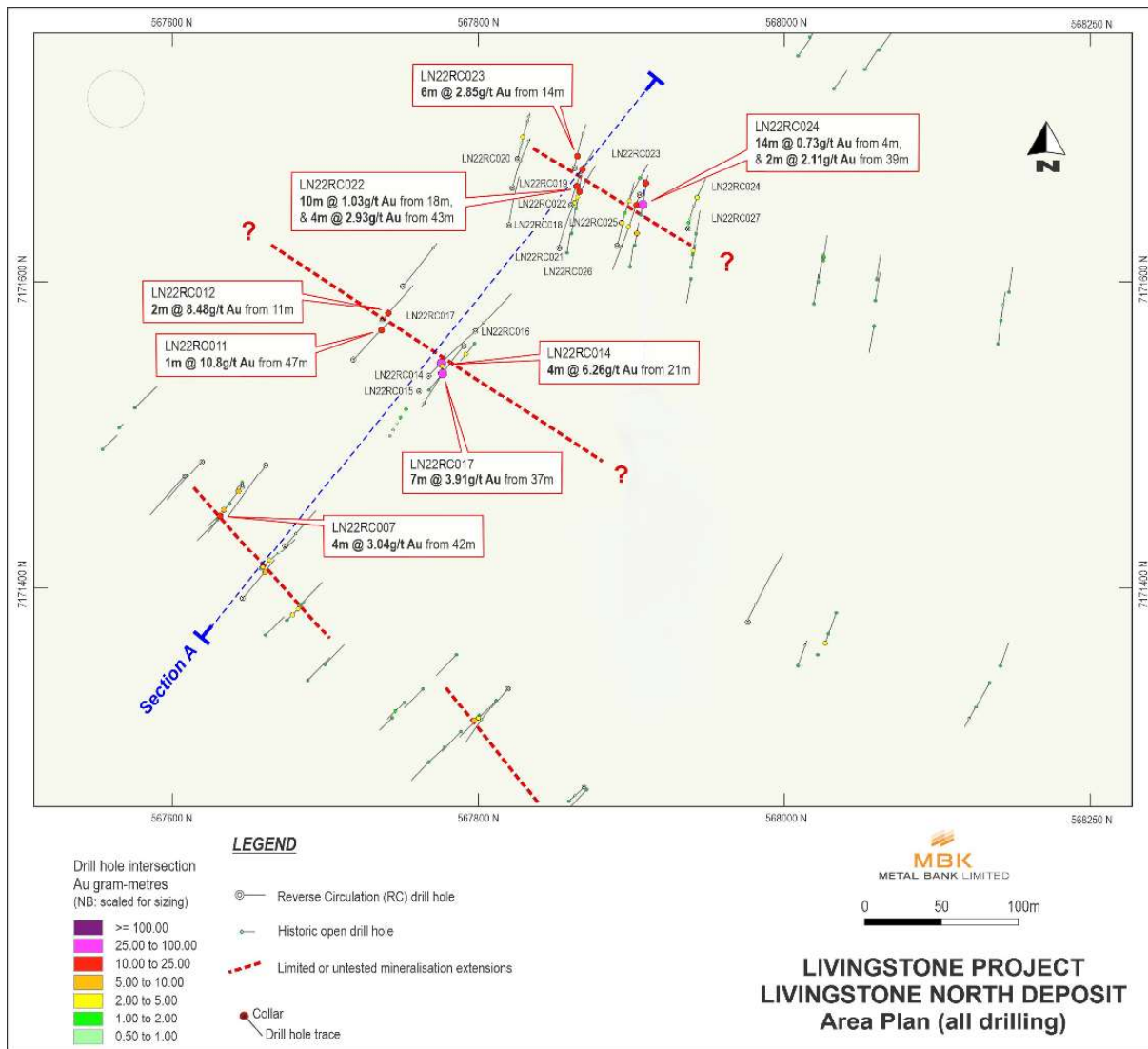


Figure 5: Livingstone North Phase 1 & 2 drilling locations and key results

Stanley RC results

The Stanley prospect, located 2km northeast of the Livingstone North Prospect, represents one of many early-stage gold prospects within the Livingstone Project. The Stanley 'trend' is dominated by a 4km long, East-West gold-in soil anomaly with limited drill testing.

MBK conducted 7 initial RC test holes at Stanley as part of its 2022 Phase 2 drilling program.

Initial results show a coherent zone of shallow gold mineralisation extending over at least 150m strike length, and remaining open to the east and west³⁰ (Figure 6). Here, as with the Kingsley, Kingsley East and Livingstone North deposits, gold mineralisation is associated with quartz-tourmaline-albite breccias in brittle host rocks.

³⁰ MBK ASX Release 28 November 2022 "Exploration strikes gold at Stanley Prospect"

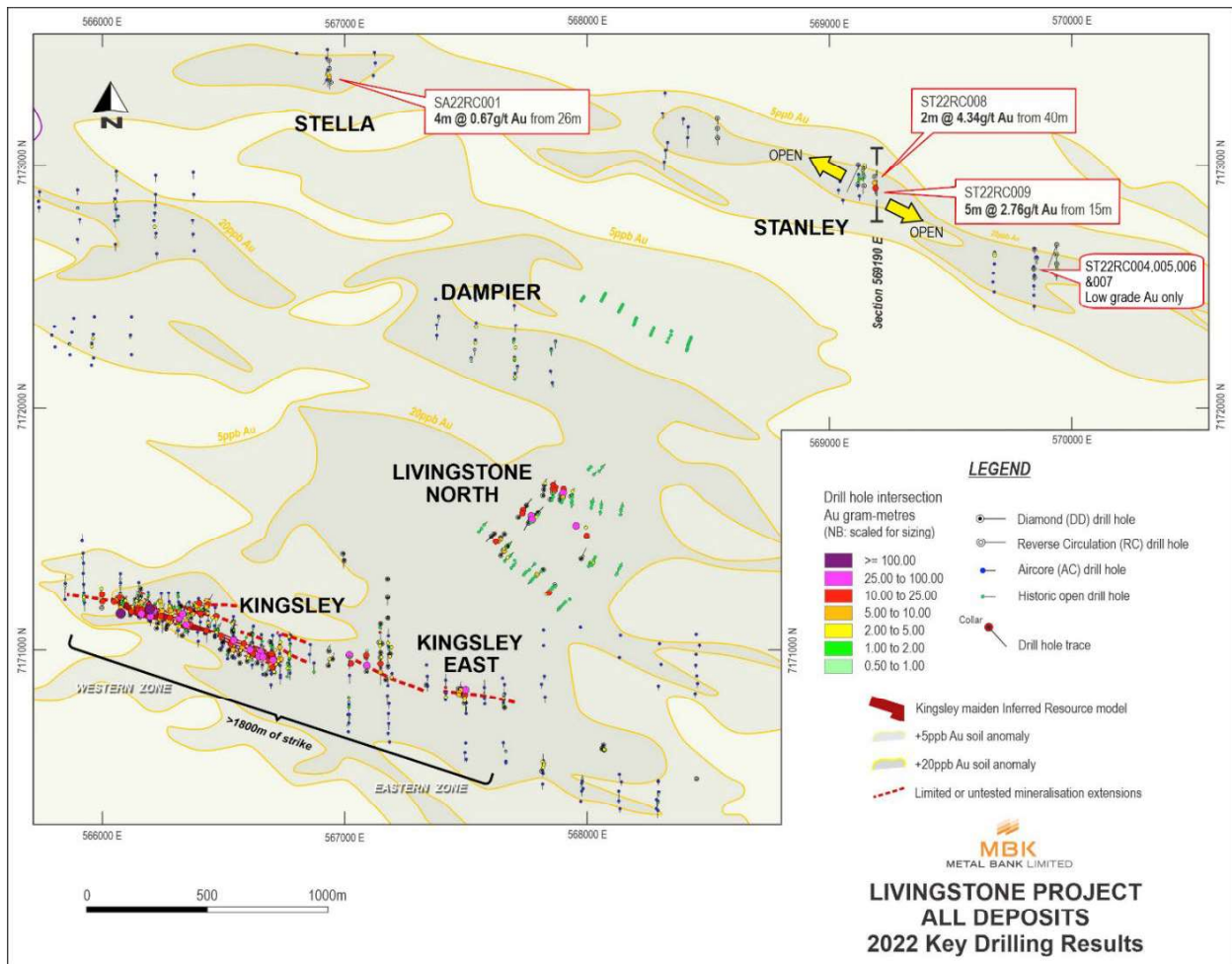


Figure 6: Location of Stanley and Stella prospects with significant intercepts

Two RC scout holes were also drilled at the Stella prospect, 2.5km west of Stanley with SA22RC001 intercepting shallow gold (4m @ 0.67g/t Au).

The Stanley – Stella trend represents a compelling target zone for future drill testing.

Livingstone Forward Exploration Program

MBK's initial focus in 2023 at the Livingstone Project includes:

- modelling extensions to the Kingsley Resource, including the Kingsley East mineralisation to upgrade reported gold resources;
- upgrading the Homestead Resource to JORC 2012;
- designing the next phase of drilling to progress Livingstone North to a maiden gold resource;
- geological surveying, mapping and sampling to assess the project area for its multi-commodity and critical mineral prospectivity; and
- developing 2023 drill programs to further test Stanley, Stella and other gold targets that have had limited drill testing, including Dampier and Drake along strike to the west of Livingstone North; Hilltop and VHF located in the eastern part of the project; and numerous other unnamed greenfield gold-in-soil anomalies/targets (Figure 2).

Millennium Project – MBK 51%, earning up to 80%

Background

The Millennium Copper and Cobalt Project near Cloncurry in NW QLD currently holds a JORC 2012-compliant Inferred Resource of 5.9Mt @ 1.08% CuEq³¹ (Cu-Co-Au-Ag) across 5 granted Mining Leases with significant potential for expansion. It is located 19km from the Rocklands copper-cobalt project with an established processing plant capable of treating Millennium-style ores once recommissioned.

MBK's 2021 drill results and other previous drilling, in conjunction with significant appreciation in copper and cobalt prices since maiden Resource reporting, provided support for an initial Exploration Target for the Project of 8 – 10Mt @ 1.0 – 1.1% CuEq³¹.

MBK developed a three-phase work program for Millennium in 2022³² seeking to confirm the Exploration Target for the Project, and future Resource expansion and development potential. The Exploration Target is based on extensions both along strike and at depth in both the Southern and Central Area copper-cobalt-gold Resources and in the Northern Area, where shallow copper intervals at broad spacing have been returned some 800-1000m north of the closest Resource.

MBK's phase 2 drilling program at Millennium was completed in September. Assay results returned high cobalt grades, extended the depth of the Resource and the scope of the central area resource some 120m north of the existing JORC 2012 Inferred Resource. All results from the 2022 drilling program will be reviewed in detail with Resource upgrade work and planning to then commence for the next phase of work at Millennium.

It should be noted that the Exploration Target is conceptual in nature. There has been insufficient drilling at depth of the existing Resource and in the Northern Area of the project and insufficient information relating to the Reasonable Prospects of Eventual Economic Extraction (RPEEE) of the Millennium project to estimate a Mineral Resource over the Exploration Target area, and it is uncertain if further study will result in the estimation of a Mineral Resource over this area. It is acknowledged that the currently available data is insufficient spatially in terms of the density of drill holes, and in quality, in terms of MBK's final audit procedures for down hole data, data acquisition and processing, for the results of this analysis to be classified as a Mineral Resource in accordance with the JORC Code.

Phase 1 and 2 Drilling Programs

Over 1,500m of RC drilling was completed as part of the Millennium Phase 1 resource extension and infill program with results, including³³:

- **5m @ 2.27% Cu, 0.09% Co and 0.94g/t Au** from 104m (MI22RC02), 30 metres north of the current resource model
- **6m @ 1.24% Cu and 0.5g/t Au** from 60m (MI22RC07)
- **9m @ 0.84% Cu, 0.19% Co and 0.23g/t Au** from 71m (MI22RC07)

These results added support to the resource model interpretation. Importantly, the MI22RC02 result some 30m North outside the previous Southern Area resource model indicates mineralisation remains open further North along strike supporting potential for extension to the existing resource.

³¹ HMX ASX Announcement dated 6 December 2016 and MBK ASX Release dated 13 December 2021 "MBK signs Earn-in and JV Agreement for the Millennium Project"

³² MBK ASX Release dated 16 March 2022 "Drilling at Millennium Copper-Cobalt-Gold Project to commence"

³³ MBK ASX Release 7 July 2022 "Millennium Exploration Update – Early Assays Received"

In addition, mineralisation noted in the hangingwall west of the main Millennium mineralised trend returned broad encouraging results of **12m @ 0.26% Cu** (MI22RD03, 136-148m) with minor Co and Au. This supports additional mineralised structures within the granted MLs and/or a potential link with the regionally significant Pilgrim/Fountain Range Fault Zone along the western margin of the project.

MBK's Phase 2 drilling program was also completed during the Half Year³⁴, including diamond drill hole depth extensions in the Southern and Central Resource areas (MI22DD01, MI22RD02, MI22RD05), additional reverse circulation (RC) drilling at the southern and Central Resource Areas (MI22RC04, MI22RC08-11) and RC exploration drilling in the Northern Area (MI22RC016 and MI22RC018 towards the Fountain Range/Quamby Fault Zone), as part of the resource infill and extension drilling completed in September 2022.

Significant assay results are presented in Figures 7 and 8 below.

Hole MI22DD01 (metallurgical hole) was targeted into a resource gap in the southern area of the project. Encouraging results of up to **12m @ 0.62% Cu, 0.14% Co and 0.34g/t Au** were returned from sheeted veinlet to vein and crackle breccias, with strong Co grades consistent with previous results for the deposit, enhanced by low-grade Cu and minor oxide Au mineralisation.

Central Area drilling successfully extended mineralisation 120m north of the current resource (refer to Figures 7 and 8). Drill hole MI22RC08, intersected **12m @ 0.53% Cu and 0.14% Co from 39m** and drill hole MI22RC09, collared 120m north of MI22RC08, intersected **1m @ 2.19% Cu from 40m**. Further infill and step out drilling is required in this northern extension to enable for its inclusion in future resource estimates.

Assay results were also received for MBK's diamond drill hole depth extensions in the Southern and Central Resource areas, along with results for reverse circulation exploration drilling in the Northern Area, as part of the resource infill and extension drilling completed in September 2022³⁵.

Hole MI22RD02 (Figures 7 and 8) intersected **17m @ 0.43% Cu and 0.11% Co** (with minor gold) some 80m below previous drilling in the centre of the Southern Area Resource, and remains open.

In the Central Area drilling successfully extended mineralisation >100m down dip of the Millennium structure, with MI22RD05 returning multiple high grade Co intersections including **1m @ 2.08% Co and 0.15g/t Au from 179m**, and **2m @ 0.52% Co from 237m**. A broad Cu-Co-Au intersection more typical of the Millennium system returned **6m @ 0.52% Cu and 0.08% Co** approximately 110m below previous drilling on section.

Importantly, diamond drilling results confirm the size and continuity of copper-cobalt-gold mineralisation at depth consistent with previous results and will allow for an increase to the existing 2012 Inferred Resource of **5.9Mt @ 1.08% CuEq**³⁶ (Figures 7 and 8).

In addition, encouraging copper values were returned in the Northern Area towards the regional Fountain Range/Quamby Fault Zone (MI22RC016 and MI22RC018) representing newly identified mineralisation west of the existing Millennium Resource.

These results form part of the Millennium resource update, infilling gaps, extending mineralisation and resource confidence, along with metallurgical sampling acquisition. Of particular note are the strong cobalt (Co) grades hosted in hydrothermal veins and crackle breccias. The cobalt grades reiterate Millennium as one of Australia's highest grade undeveloped battery metals projects, contained within granted mining licenses.

³⁴ MBK ASX Release 14 October 2022 "High Cobalt Grades confirmed in first Millennium Assays" and MBK ASX Release 31 October 2022 "Copper-cobalt grades continue at depth at Millennium"

³⁵ MBK ASX Release 31 October 2022 "Copper-cobalt grades continue at depth at Millennium"

³⁶ HMX ASX Announcement dated 6 December 2016 and MBK ASX Release dated 13 December 2021 "MBK signs Earn-in and JV Agreement for the Millennium Project"

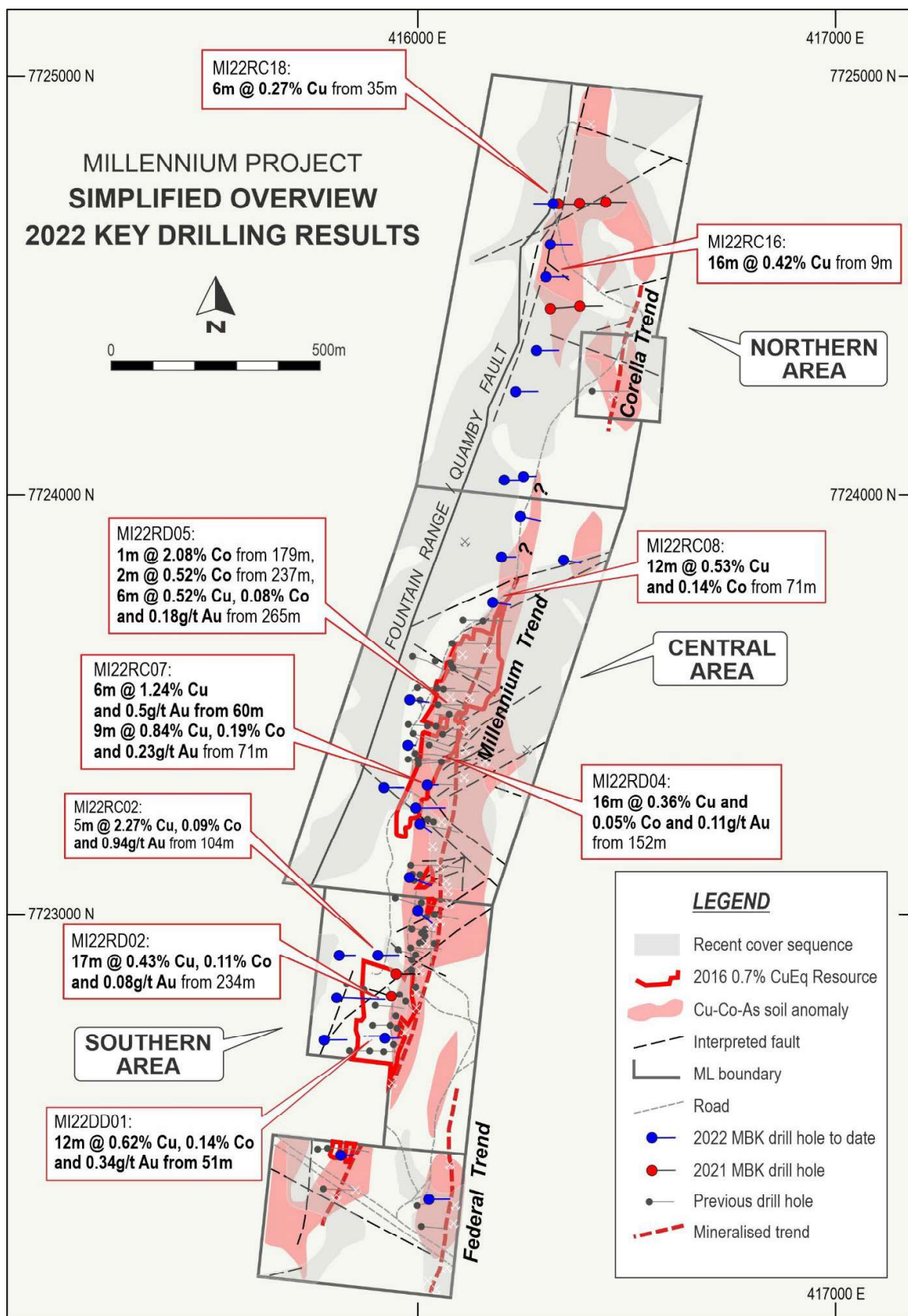


Figure 7: Millennium Project overview showing drilling results

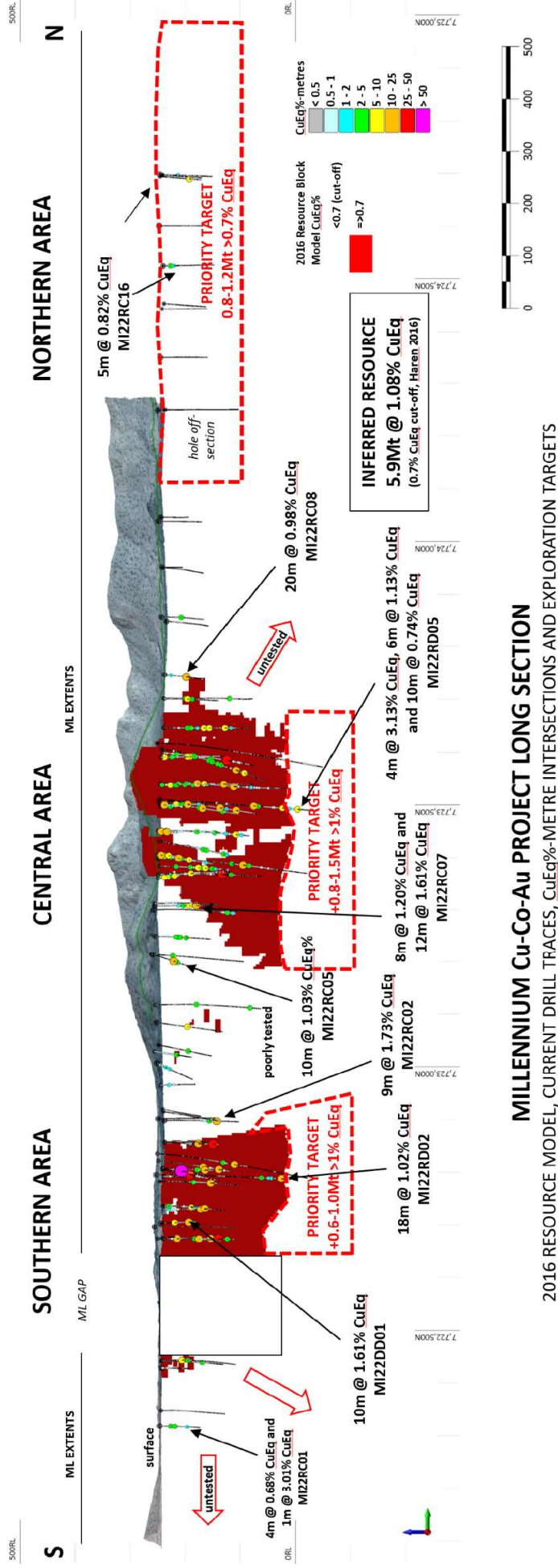


Figure 8: Millennium Project Cu-Co-Au Project Long Section.

Longsection drill hole intersection values differ from plan image (Figure 7)

Long section displays Copper equivalent-metres (CuEq%-metres), calculated as per Haren 2016 resource using metal prices as follows: Cu: US\$4,600/t; Co: US\$27,000/t; Au: US\$1,330/oz; and Ag: US\$20/oz (refer MBK ASX announcements 7/6/21 and 26/10/21, and HMX announcement 6/12/2016)

IP/Resistivity Geophysical Survey

Results from a five-line pole-dipole Induced Polarisation/resistivity electrical geophysical survey (as used to recent success in the area by Carnaby Resources and Hammer Metals) were also received³⁷. The survey was successful in identifying the fault zone hosting Cu-Co-Au mineralisation which is reflected in the geophysical data as the contrast between areas of high resistivity/low chargeability (hard rocks), and low resistivity/high chargeability (softer rocks). This greatly enhances MBK's ability to directly target strike extensions of mineralisation at Millennium.

MBK JV interest earned

MBK completed its Stage 1 earn-in obligations under the Millennium earn-in and joint venture agreement during the Quarter and in December 2022 gave notice to its joint venture partner electing to acquire a 51% joint venture interest in the Project³⁸.

MBK now holds a 51% Joint Venture Interest in the Millennium project and assets. Stage 2 of the joint venture has commenced with MBK earning an additional 29% interest (to take its total interest to 80%) by sole funding exploration expenditure in the amount of \$2 million.

Millennium forward work program

MBK is continuing to review the results of its 2022 drilling program and has commenced Resource upgrade work and planning for the next phase of work at Millennium, which may include:

- further infill and step out drilling in the northern extension of the Resource;
- further drill testing of the Pilgrim/Fountain Range/Quamby Fault zone;
- follow up drilling in the Northern Area of the project; and
- studies to assess development potential.

South East Queensland Gold Projects – MBK 100%

MBK's South East QLD gold projects include the 8 Mile, Wild Irishman and Eidsvold tenements.

Metal Bank is actively exploring for intrusion related gold in the Goodnight Beds within 8 Mile's EPM26945. The Eastern Target, including the Flori's Find prospect, is in the southeast of the EPM area and was the main focus for advanced exploration activities in early 2021. Geological mapping and interpretation by MBK indicates that this target continues south into the Wild Irishman EPM27693 granted in late 2021.

The grant of the Wild Irishman EPM allows MBK to actively explore for southern extensions to the Floris Find mineralisation (Figure 9) and potentially grow the existing JORC 2012-compliant Resource.

MBK's 2022 work program for the Wild Irishman and Floris Find projects was delayed due to unseasonal weather, COVID related issues and work commitments at the Livingstone and Millennium projects .

The work program is now scheduled to be completed in 2023 and includes a gridded soil geochemistry survey, to build on MBK's work to the north. Subject to results, subsequent ground geophysics is proposed to refine drilling targets to be tested in conjunction with the next phase of work at Flori's Find aimed at infilling the near surface Exploration Target for conversion to a Mineral Resource.

³⁷ MBK ASX Release 14 October 2022 "High Cobalt Grades confirmed in first Millennium Assays"

³⁸ MBK ASX Release 5 December 2022 "MBK earns a 51% interest in Millennium"

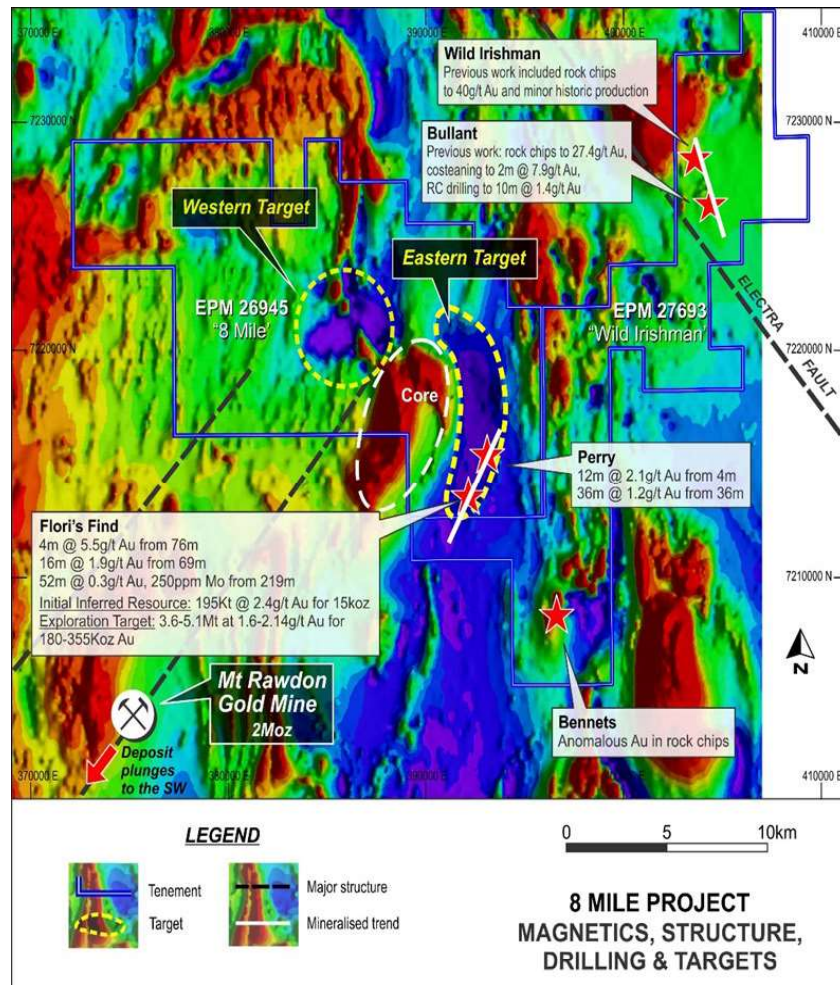


Figure 9: Geological map of application with high priority areas

The Eidsvold Project presents a drill ready 7km² opportunity at its Great Eastern Target³⁹ of a similar scale and geophysical response to the 3M oz Au Mt Leyshon deposit and 6 km northeast of the Eidsvold historical goldfield with 100,000 oz Au historical production. Following successful identification of intrusion-related alteration and veining at the Great Eastern Target as part of the Queensland Government's Collaborative Exploration Initiative and subsequent work, drilling during 2021 intersected strong alteration zones, broad enrichment and narrower high-grade mineralisation returning up to 1m @ 0.25g/t Au, 139g/t Ag, 5.2% Pb-Zn and 0.12% Cu⁴⁰.

This drilling has confirmed the location of an untested hydrothermal system west of the central Great Eastern Target intrusive. IP/resistivity linework has extended the Great Eastern Target further west and at shallower target depths.

The Company has developed further work programs for the Eidsvold project based on the results to date, which include additional detailed geophysics (IP) and structural analysis over an area of structural complexity to the south of the 2021 drilling with the aim of fine targeting the location of the causative intrusive/s prior to further drilling. (Figure 10). MBK's work program for Eidsvold for 2022 was delayed due to unseasonal weather and COVID related issues.

³⁹ MBK ASX Release 5 May 2020

⁴⁰ MBK ASX Release 31 May 2021

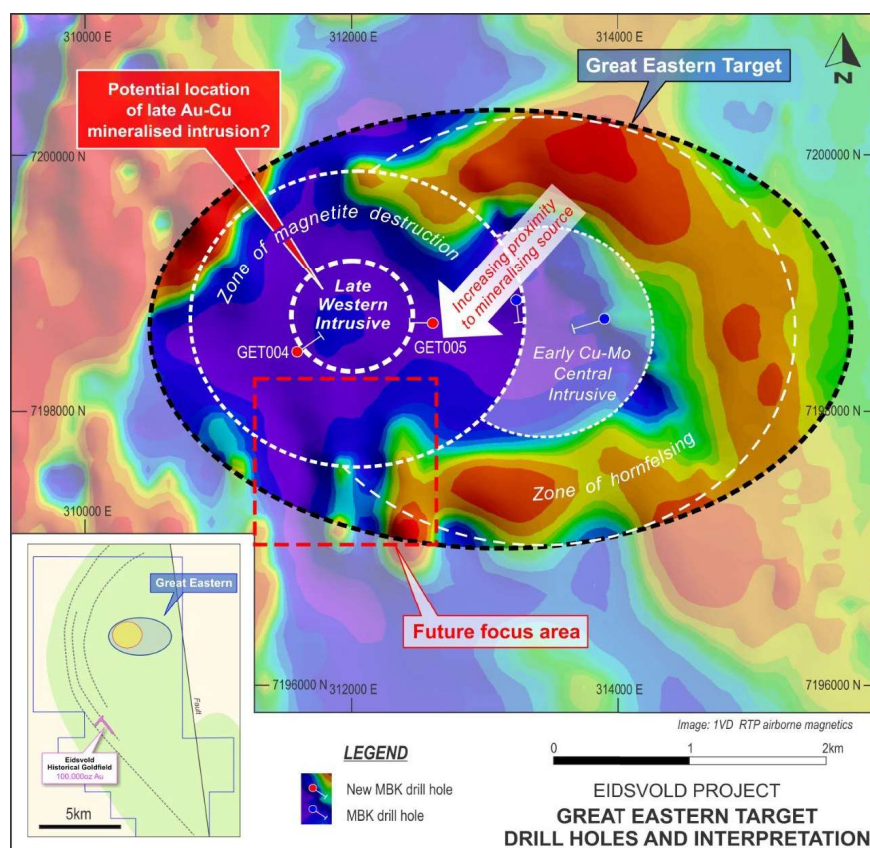


Figure 10: Eidsvold Great Eastern Target showing a potential source location of an Au-Cu mineralised intrusion based on outcomes of Queensland Government CEI-funded drilling

Corporate

Business Development

The Board is committed to a strategy of diversification and growth through identification of new exploration opportunities which complement MBK's existing portfolio (including in the MENA Region) and pursuit of other opportunities to diversify MBK's assets through acquisition of advanced projects or cash-flow generating assets to assist with funding of the exploration portfolio.

MBK's Executive Chair, Inés Scotland attended the Future Minerals Forum in Riyadh and followed the conference with key meetings in the MENA region in pursuit of this strategy.

Securities

MBK's annual general meeting was held on 18 November 2022, at which shareholders approved consolidation of the issued capital of the Company. Consolidation was completed in November 2022⁴¹ on a 10 for 1 basis.

The Company's 2021 Performance Rights (MBKAD) vested during the Quarter with 4,543,750 restricted shares issued to directors and staff⁴².

MBK shares to the value of \$350,000 were also issued to Global Energy Metals Corporation in December 2022 at a price of \$0.0336 per share, as part of MBK's earn-in obligations under the Millennium JV

⁴¹ MBK ASX Release 25 November 2022 "Completion of Share Consolidation"

⁴² MBK ASX Release 6 December 2022 "Appendix 2A"

Agreement⁴³. Also in December 2022, 5,390,625 2023 Performance Rights were issued to employees under the Metal Bank Equity Incentive Plan⁴⁴.

The securities of the Company on issue at the end of the Half Year were as follows:

Securities	Number
Fully paid ordinary shares (MBK)	276,485,520
Options exercisable at \$0.16 expiring 7 December 2023 (MBKO)	70,875,089
2022 Performance Rights (MBKAE)	4,543,750
2023 Performance Rights (MBKAT)	5,390,625

Tenement Schedule

Roar Resources Pty Ltd (Wholly Owned Subsidiary)

Eidsvold Project – 100%

EPM18431 – Queensland

EPM18753 – Queensland

8 Mile Project – 100%

EPM26945 – Queensland

Wild Irishman Project – 100%

EPM27693 - Queensland

Westernx Pty Ltd (Wholly Owned Subsidiary)

Livingstone Project – Western Australia – 75%

E52/3667

E52/3403

E52/3903

MBK Millennium Pty Ltd (Wholly Owned Subsidiary)

Millennium Project – Queensland – 51% (earning up to 80%)

ML 2512

ML 2761

ML 2762

ML 7506

ML 7507

⁴³ Refer to footnote 6 on page 2

⁴⁴ MBK ASX Release 19 December 2022 “2023 Performance Rights Terms”

Competent Persons Statement

The information in this report that relates to Mineral Resource Estimation of the Kingsley Deposit was prepared and reported in accordance with the ASX Announcements referenced in this report and is based on information compiled by Mr. Michael Job, a Competent Person who is a Fellow of the Australasian Institute of Mining and Metallurgy and a full time employee of Cube Consulting Pty Ltd.

The information in this report that relates to Mineral Resources of the Kingsley Deposit is based on information compiled by Mr. Mike Atkinson, a Competent Person who is a Fellow of The Australasian Institute of Geoscientists and a full time employee of MEC Mining.

The information in this report that relates to exploration results and Mineral Resources and Ore Reserves for the Livingstone Project was prepared and reported in accordance with the ASX Announcements, Talisman Mining and Kingston Resources News Releases referenced in this report. The information in this report that relates to Mineral Resources of the Livingstone Project (Homestead) is based on information compiled by Mr Steven Elliot, a Competent Person who was a Member of the Australasian Institute of Mining and Metallurgy and a full time employee of Talisman Mining Ltd at time of work.

The information in this report that relates to exploration results and Mineral Resources and Ore Reserves for the Millennium Project was prepared and reported in accordance with the ASX Announcements and Global Energy Metals Corporation (GEMC) News Releases referenced in this report. The information in this report that relates to Mineral Resources of the Millennium Project is based on information compiled by Ms Elizabeth Haren, a Competent Person who is a Member and Chartered Professional of the Australasian Institute of Mining and Metallurgy and a full time employee of Haren Consulting Pty Ltd.

The Company confirms that it is not aware of any new information or data that materially affects the information included in the relevant ASX announcements and News Releases. In the case of Mineral Resource estimates and Ore Reserve estimates, all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons' findings are presented have not been materially modified from the original ASX announcements or News Releases.

The information in this report, that relates to MBK Exploration Results, Mineral Resources and Exploration Target statements is based on information compiled or reviewed by Mr Rhys Davies. Mr Davies is a contractor to the Company and eligible to participate in the Company's equity incentive plan. Mr Davies is a Member of The Australasian Institute of Geoscientists has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Davies consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

It should be noted that the MBK Exploration Targets described in this report are conceptual in nature and there is insufficient information to establish whether further exploration will result in the determination of Mineral Resources. As a Cautionary Statement, an Exploration Target is a statement or estimate of the exploration potential of a mineral deposit in a defined geological setting where the statement or estimate, quoted as a range of tonnes and a range of grade, relates to mineralization where there has been insufficient exploration to estimate a Mineral Resource. The potential quantity and grade of the Exploration Targets is conceptual in nature, there has been insufficient exploration to estimate an additional Mineral Resource and it is uncertain if further exploration will result in the estimation of a Mineral Resource. The Exploration Targets take no account of geological complexity that may be encountered, possible mining method or metallurgical recovery factors. It is acknowledged that the currently available data is insufficient spatially in terms

of the density of drill holes, and in quality, in terms of MBK's final audit procedures for down hole data, data acquisition and processing, for the results of this analysis to be classified as Mineral Resources in accordance with the JORC Code.

METAL BANK LIMITED AND CONTROLLED ENTITIES

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

In the opinion of the Directors, other than the matters covered above in this report and the accounts and notes attached thereto, there were no significant changes in the state of affairs of the consolidated entity that occurred during the financial period under review.

DIVIDENDS

No dividends have been paid or declared since the end of the previous financial year to the date of this report.

EVENTS SUBSEQUENT TO REPORTING DATE

The Company entered into a loan agreement in February 2023 with Ms Ines Scotland and Ms Sue-Ann Higgins, Directors of the Company, whereby the Directors (Lenders) have agreed to lend the Company \$2 million, loan term 2 years, Interest SOFR plus 2%, and unsecured. In the event of a capital raising prior to termination, the Lenders may elect to convert principal and interest into ordinary shares at the subscription price payable under such capital raising. The loan is undrawn as at the date of this report.

Other than as outlined above, there have been no events subsequent to year end which would have a material effect on the consolidated entity's financial statements at 31 December 2022.

AUDITOR'S INDEPENDENCE DECLARATION

Auditors' Independence Declaration under Section 307C of the Corporations Act 2001.

The lead auditor's independence declaration for the half year ended 31 December 2022 is set out on page 23.

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



Inés Scotland
Executive Chair
14 March 2023

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of Metal Bank Limited for the half year ended 31 December 2022, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

RSM AUSTRALIA PARTNERS

RSM AUSTRALIA PARTNERS

Louis Quintal

Louis Quintal

Partner

Sydney, NSW

Dated: 14 March 2023

METAL BANK LIMITED AND CONTROLLED ENTITY
ABN 51 127 297 170

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
 COMPREHENSIVE INCOME**

For the half year ended 31 December 2022

	Note	31 December 2022 \$	31 December 2021 \$
Other income		12,387	18
Administration expenses		(117,888)	(100,081)
Employee benefits expenses		(82,686)	(78,649)
Compliance and regulatory expenses		(91,313)	(120,848)
Director fees		(67,502)	(51,334)
Management and consulting fees		(44,640)	(167,325)
Project consulting expenses		-	(688,607)
Share based payments		(202,988)	(101,659)
Impairment of contingent asset	4	(6,000,000)	-
Loss before income tax		(6,594,630)	(1,308,485)
Income tax expense		-	-
Loss for the period		(6,594,630)	(1,308,485)
Other comprehensive income		-	-
Total comprehensive loss for the period		(6,594,630)	(1,308,485)
Basic and diluted loss per share (cents per share)		(2.52) ¹	(0.07)

¹Post share consolidation on 25 November 2022 on the basis of one share for every ten shares held.

The accompanying notes form part of this financial report.

METAL BANK LIMITED AND CONTROLLED ENTITIES
ABN 51 127 297 170

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 31 December 2022

	Note	31 December 2022 \$	30 June 2022 \$
CURRENT ASSETS			
Cash and cash equivalents		1,569,028	5,689,880
Trade and other receivables		73,755	135,700
Financial assets		1,250	1,250
TOTAL CURRENT ASSETS		1,644,033	5,826,830
NON-CURRENT ASSETS			
Plant and equipment		889	1,380
Evaluation and exploration expenditure	3	13,209,606	10,804,133
Other financial assets	4	-	6,000,000
TOTAL NON-CURRENT ASSETS		13,210,495	16,805,513
TOTAL ASSETS		14,854,528	22,632,343
CURRENT LIABILITIES			
Trade and other payables		523,762	789,935
Deferred consideration	3	-	1,500,000
TOTAL CURRENT LIABILITIES		523,762	2,289,935
TOTAL LIABILITIES		523,762	2,289,935
NET ASSETS		14,330,766	20,342,408
EQUITY			
Share capital	6	34,263,455	33,715,336
Reserves	6	399,723	597,494
Accumulated losses		(20,332,412)	(13,970,422)
TOTAL EQUITY		14,330,766	20,342,408

The accompanying notes form part of this financial report.

METAL BANK LIMITED AND CONTROLLED ENTITIES
ABN 51 127 297 170

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the half year ended 31 December 2022

	Note	Issued Capital \$	Reserves \$	Accumulated Losses \$	Total \$
Balance as at 1 July 2022		33,715,336	597,494	(13,970,422)	20,342,408
Total comprehensive loss for the period		-	-	(6,594,630)	(6,594,630)
Issue of shares	6	548,119	(400,759)	232,640	380,000
Share based payments		-	202,988	-	202,988
Balance as at 31 December 2022		34,263,455	399,723	(20,332,412)	14,330,766
Balance as at 1 July 2021		22,879,168	54,180	(12,131,352)	10,801,996
Total comprehensive loss for the period		-	-	(1,308,485)	(1,308,485)
Issue of shares		11,350,000	-	-	11,350,000
Cost of share issue		(513,832)	-	-	(513,832)
Share based payments		-	326,409	-	326,409
Balance as at 31 December 2021		33,715,336	380,589	(13,439,837)	20,656,088

The accompanying notes form part of this financial report.

METAL BANK LIMITED AND CONTROLLED ENTITIES
ABN 51 127 297 170

CONSOLIDATED STATEMENT OF CASH FLOWS
For the half year ended 31 December 2022

	31 December 2022 \$	31 December 2021 \$
OPERATING ACTIVITIES		
Payments to suppliers and employees	(386,968)	(993,646)
Interest received	12,387	18
Net cash used in operating activities	<u>(374,581)</u>	<u>(993,628)</u>
INVESTING ACTIVITIES		
Payment for purchase of business	(1,500,000)	(2,500,000)
Payment for exploration and evaluation	<u>(2,246,271)</u>	<u>(337,197)</u>
Net cash used by investing activities	<u>(3,746,271)</u>	<u>(2,837,197)</u>
FINANCING ACTIVITIES		
Share issue	-	10,100,000
Cost of share issue	<u>-</u>	<u>(470,332)</u>
Net cash from financing activities	<u>-</u>	<u>9,629,668</u>
Net (decrease)/increase in cash held	(4,120,852)	5,798,843
Cash at the beginning of the financial year	<u>5,689,880</u>	<u>1,000,615</u>
Cash at the end of the financial period	<u><u>1,569,028</u></u>	<u><u>6,799,458</u></u>

The accompanying notes form part of this financial report.

METAL BANK LIMITED AND CONTROLLED ENTITIES
ABN 51 127 297 170

NOTES TO THE FINANCIAL STATEMENTS
For the half year ended 31 December 2022

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

The interim financial report is a general purpose financial report prepared in accordance with the requirements of the Corporations Act 2001 and Australian Accounting Standard AASB 134: Interim Financial Reporting. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

This interim financial report does not include all of the information required for a full annual financial report. This interim financial report should be read in conjunction with the annual financial report for the year ended 30 June 2022, together with any public announcements made by Metal Bank Limited and its controlled entity during the half-year.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

These financial statements were authorised for issue on 14 March 2023.

New and revised Accounting Standards

In the period ended 31 December 2022, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current reporting period. As a result of this review, the Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Group and therefore, no material change is necessary to Group accounting policies.

Any new, revised or amending Accounting Standards or Interpretations that are yet to be mandatory have not been early adopted. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

METAL BANK LIMITED AND CONTROLLED ENTITIES
ABN 51 127 297 170

NOTES TO THE FINANCIAL STATEMENTS
For the half year ended 31 December 2022

2. GOING CONCERN

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

As disclosed in the financial statements, the consolidated entity incurred a loss of \$6,594,630 and used cash in operating and investing activities of \$374,581 and \$3,746,271 respectively for the year ended 31 December 2022.

The Directors believe that it is reasonably foreseeable that the consolidated entity will continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report after consideration of the following factors:

- the consolidated entity has cash and cash equivalents of \$1,569,028 as at 31 December 2022;
- the group had net current assets of \$1,120,271 as at 31 December 2022;
- the Directors have subsequent to year end agreed to provide a \$2 million loan, loan term 2 years, Interest SOFR plus 2%, and unsecured refer to note 7;
- the Directors have the ability to scale back exploration expenditure on Group's projects based on the availability of cash reserves;
- the ability to continue to raise funds in the capital market if required; and
- the ability to further reduce discretionary spending.

3. EXPLORATION AND EVALUATION EXPENDITURE

	31 December 2022 \$	30 June 2022 \$
Exploration and evaluation expenditure	13,209,606	10,804,133
Reconciliation of carrying amount		
Balance at beginning of financial period	10,804,133	3,829,304
Expenditure in current period	2,055,473	1,543,579
Project acquisition cost	350,000	5,431,250
Balance at end of financial period	13,209,606	10,804,133

The deferred consideration on the Livingstone acquisition of \$1,500,000 was settled in December 2022.

4. CONTINGENT ASSET

As at 30 June 2022, the Company held a contingent asset in relation to the Triumph project which it sold in July 2020. The contingent asset was determined on the basis of the purchaser achieving the following milestones:

- \$1.5 million to be received on the purchaser achieving a Mineral Resource of 500,000 oz au or more;
- \$2 million to be received on the purchaser achieving a Mineral Resource of 1,000,000 oz au or more;
- \$2.5 million to be received on the purchaser achieving a Mineral Resource of 2,000,000 oz au or more; and a 1% gross royalty.

While exploration on the project is ongoing, the purchaser achieving the milestones is uncertain and the Company has written down the value of the contingent asset to nil.

5. SEGMENT INFORMATION

The group's operations are in one business segment being the resources sector. The group operates in Australia. All subsidiaries in the group operate within the same segment.

6. EQUITY

(a) Issued Capital

	31 December 2022 \$	30 June 2022 \$
276,485,520 (30 June 2022 – 2,607,818,160) fully paid ordinary shares	<u>34,263,455</u>	<u>33,715,336</u>

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

Reconciliation of movements in share capital during the period:

	December 2022 No. Shares	June 2022 No. Shares	December 2022 \$	June 2022 \$
Opening balance – start of reporting period	2,607,818,160	1,189,068,304	33,715,336	22,879,168
Issue of shares, placement	-	1,262,499,856	-	10,100,000
Share issue for services	7,429,587	-	30,000	-
Issue of shares, Livingston Project	-	125,000,000	-	1,000,000
Issue of shares, Millennium Project	-	31,250,000	-	250,000
Cost of issue	-	-	-	(513,832)
Balance pre share consolidation	<u>2,615,247,747</u>	<u>2,607,818,160</u>	<u>33,745,336</u>	<u>33,715,336</u>
Share consolidation on basis of 1 share for every 10 held	261,525,103	-	-	-
Issue of shares on vesting of performance rights	4,543,750	-	168,119	-
Issue of shares Millennium Project	<u>10,416,667</u>	<u>-</u>	<u>350,000</u>	<u>-</u>
Closing balance – end of reporting period	<u>276,485,520</u>	<u>2,607,818,160</u>	<u>34,263,455</u>	<u>33,715,336</u>

6. EQUITY (continued)

(b) Reserves

Share options

	December 2022 No. Options	June 2022 No. Options	December 2022 \$	June 2022 \$
Opening balance	708,749,853	165,822,090	224,750	54,180
Issue of free attaching options to placement	-	631,249,853	-	-
Issue of options to broker	-	15,000,000	-	43,500
Issue of options, Livingston Project acquisition	-	62,500,000	-	181,250
Share options lapsed	-	(165,822,090)	-	(54,180)
Share consolidation on basis of 1 option for every 10 on issue	(637,787,764)	-	-	-
Closing balance	70,875,089	708,749,853	224,750	224,750

The Company issued 631,249,853 free attaching share options as part of the December 2021 capital raise on the basis of one option for every two new shares issued. All options have an exercise price of \$0.016 and an expiry date of 7 December 2023. No value has been ascribed to these options in the options reserve as these are free attaching options as part of a capital raising consequently are not a share-based payment.

In addition, the Company issued 15,000,000 options to an advisor for assisting in the capital raise, and recorded a charge of \$43,500 in relation to this share based payment expense. All options have an exercise price of \$0.016 and an expiry date of 7 December 2023. The options were valued at \$0.029 per option based on a Black & Scholes model.

The Company issued a further 62,500,000 free attaching share options as part consideration for the acquisition of the Livingston project, on the basis of one option for every two new shares. The options have an exercise price of \$0.016 and an expiry date of 7 December 2023. These options have been valued using Black & Scholes using a risk rate of .48%, volatility of 100%, share price on date of issue \$0.007, exercise price \$0.016 and expiry date 7 December 2023. The options were valued at \$0.029 on the issue date based on this model.

The Company completed a share consolidation on 25 November 2022 on the basis of 1 share for every 10 shares held. Outstanding options have been restated accordingly, subject to rounding.

Performance Rights

Following shareholders' approval on 29 November 2021, the Company issued the following performance rights (numbers adjusted for share consolidation referred to above):

	Inés Scotland	Sue-Ann Higgins	Guy Robertson
2021 Performance Rights	750,000	1,050,000	625,000
2022 Performance Rights	750,000	1,050,000	625,000

In addition, the Company issued the following employee performance rights:

	Employees
2021 Performance Rights	2,118,750
2022 Performance Rights	2,118,750

6. EQUITY (continued)

The 2021 Performance Rights are subject to the following vesting conditions:

- completion of the Entitlement Offer and the Livingstone Acquisition; and
- an employment condition requiring continuation in employment for a period of one year from 25 October 2021.

The 2021 performance rights vested during the period, with 4,543,750 shares (post consolidation) being issued.

The 2022 Performance Rights are subject to certain performance milestones (**Performance Conditions**) which are set out below. Upon achievement of the Performance Conditions prior the end of the relevant Performance Period, the Performance Rights will vest in the percentages set out below.

%	Share Price Milestones – the Rights will vest upon:
25%	The 30 day VWAP of the Company's share price being equal to or above 50% of the 30 day VWAP for the Company's Shares at the time of the Offer (25 October 2021)
25%	The 30 day VWAP of the Company's share price being equal to or above 100% of the 30 day VWAP for the Company's Shares at the time of the Offer (25 October 2021)
25%	The 30 day VWAP of the Company's share price being equal to or above 150% of the 30 day VWAP for the Company's Shares at the time of the Offer (25 October 2021)
25%	The 30 day VWAP of the Company's share price being equal to or above 200% of the 30 day VWAP for the Company's Shares at the time of the Offer (25 October 2021)
Note: The share price milestones are cumulative. If the Share price achieves a second, third or fourth hurdle before there is time for vesting of the Rights for a previous hurdle, then all the Rights due at that hurdle will be vested	

Alternate Milestones: in the event no Share Price Milestones are triggered in the Performance Period: Note: these alternate milestones are not cumulative.	
100%	<p>Either:</p> <p>MBK's JORC 2012 Resource at any one Project exceeds 200,000 ounces of contained Au or Au Equivalent from a Resource with a minimum cut-off grade of no less than 0.5 g/t Au; or</p> <p>MBK's JORC 2012 Resource at any one Project exceeds 8 million tonnes of copper metal equivalent from a Resource with a minimum cut-off grade of no less than 0.5% CuEq</p>

The performance rights have been valued by 22 Corporate Advisory with a value of \$0.009 for each 2021 performance right and \$0.00664 for each 2022 performance right. The total valuation being \$404,573 and \$298,485 for 2021 and 2022 respectively.

On 19 December 2022 the Company issued 5,390,625 performance rights to employees, other than related parties. The material terms of the 2023 Performance Rights are set out below.

6. EQUITY (continued)

The percentage of Rights set out in the first column of the table below will vest on achievement of the adjacent milestone set out in the second column (**Performance Conditions**).

%	Share Price Milestones – the Rights will vest upon:
25%	The 30 day VWAP of the Company's share price being equal to or above 50% of the 5 day VWAP for the Company's Shares at the time of the Offer (1 December 2022)
25%	The 30 day VWAP of the Company's share price being equal to or above 100% of the 5 day VWAP for the Company's Shares at the time of the Offer (1 December 2022)
25%	The 30 day VWAP of the Company's share price being equal to or above 150% of the 5 day VWAP for the Company's Shares at the time of the Offer (1 December 2022)
25%	The 30 day VWAP of the Company's share price being equal to or above 200% of the 5 day VWAP for the Company's Shares at the time of the Offer (1 December 2022)
Note: The share price milestones are cumulative. If the share price achieves a second, third or fourth hurdle before there is time to issue the resulting Rights for a previous hurdle, then all the Rights due at that hurdle will be issued	
Alternate Milestones: in the event no Share Price Milestones are triggered in the Performance Period: Note: these alternate milestones are not cumulative.	
100%	<p>Either:</p> <p>MBK's JORC 2012 Resource at any one Project exceeds 300,000 ounces of contained Au or Au Equivalent from a Resource with a minimum cut-off grade of no less than 0.5 g/t Au; or</p> <p>MBK's JORC 2012 Resource at any one Project exceeds 10 million tonnes of copper metal equivalent ore from a Resource with a minimum cut-off grade of no less than 0.5% CuEq</p>

Performance Period 2023 Performance Rights: 2 years commencing 1 December 2022 to 5.00pm (Melbourne time) on 30 November 2024.

The 2023 performance rights have been valued by 22 Corporate Advisory with a value of \$0.0241 for each 2023 performance right. The total valuation being \$129,914.

The cost of the performance rights is being amortised over the vesting period with \$202,988 (31 December 2021: \$101,659) being expensed in the period to 31 December 2022. No amount has been expensed in relation to the 2023 performance rights, given that they were granted shortly before period end and as the amount to be expensed in respect of the period is not material.

6. EQUITY (continued)

Performance Rights

	December 2022	June 2022	December 2022 \$	June 2022 \$
Opening balance	90,875,000	-	372,744	-
Performance rights awarded	-	90,875,000	202,988	372,744
Share consolidation of basis of 1 share for every 10 held	(81,787,500)	-	-	-
	9,087,500	90,875,000	575,732	372,744
Performance rights vested	(4,543,750)	-	(400,759)	-
Performance rights awarded	5,390,625	-	-	-
Closing balance	9,934,375	90,875,000	174,973	372,744

7. EVENTS SUBSEQUENT TO REPORTING DATE

The Company entered into a loan agreement in February 2023 with Ms Ines Scotland and Ms Sue-Ann Higgins, Directors of the Company, whereby the Directors (Lenders) have agreed to lend the Company \$2 million, loan term 2 years, Interest SOFR plus 2%, and unsecured. In the event of a capital raising prior to termination, the Lenders may elect to convert principal and interest into ordinary shares at the subscription price payable under such capital raising, subject to prior shareholder approval. The loan is undrawn as at the date of this report.

Other than as outlined above, there have been no events subsequent to year end which would have a material effect on the consolidated entity's financial statements at 31 December 2022.

8. CONTINGENT ASSETS AND CONTINGENT LIABILITIES

The consolidated entity currently has no contingent liabilities as at period end.

The Company has a contingent asset outlined below, in the event the purchaser (Sunshine Gold Limited ASX: SHN) of the Triumph project, achieves the following hurdles:

- \$1.5 million on the purchaser achieving a Mineral Resource of 500,000 oz au or more;
- \$2 million on the purchaser achieving a Mineral Resource of 1,000,000 oz au or more;
- \$2.5 million on the purchaser achieving a Mineral Resource of 2,000,000 oz au or more; and a 1% gross royalty.

METAL BANK LIMITED AND CONTROLLED ENTITY
ABN 51 127 297 170

DIRECTORS' DECLARATION
For the half year ended 31 December 2022

The Directors of the consolidated entity declare that:

1. The financial statements and notes, as set out on pages 24 to 33 are in accordance with the Corporations Act 2001 and:
 - (a) comply with Australian Accounting Standard AASB 134: Interim Financial Reporting, and other mandatory professional reporting requirements; and
 - (b) give a true and fair view of the consolidated entity's financial position as at 31 December 2022 and its performance for the half year ended on that date.
2. In the Directors' opinion there are reasonable grounds to believe that the consolidated entity will be able to pay its debts as and when they become due and payable.

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



Guy Robertson
Director

Sydney
14 March 2023

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INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
METAL BANK LIMITED

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Metal Bank Limited which comprises the consolidated statement of financial position as at 31 December 2022, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flow statement for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' Responsibility for the Half-Year Financial Report

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the company's financial position as at 31 December 2022 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Metal Bank Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Metal Bank Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Company in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Metal Bank Limited is not in accordance with the Corporations Act 2001 including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2022 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

RSM AUSTRALIA PARTNERS

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Louis Quintal

Louis Quintal
Partner

Sydney, NSW

Dated: 14 March 2023