



ANNUAL REPORT

For the Year Ended 30 June 2022

ACN 650 503 325

ASX: **EQN**

EQNX.COM.AU

HAMERSLEY IRON ORE PROJECT,
DEVELOPMENT FOCUSSED
AND WELL-LOCATED IN THE
INFRASTRUCTURE RICH PILBARA
IRON ORE PROVINCE.



CORPORATE INFORMATION

ABN	65 650 503 325
ACN	650 503 325
Directors	Mr Robert Martin (Non-Executive Chairman) Mr Agha Shahzad Pervez (Executive Director) Mr Mena Habib (Non-Executive Director)
Chief Financial Officer	Mr Agha Shahzad Pervez
Company Secretary	Mr Harry Spindler
Registered and Principle office	Level 50, 108 St Georges Terrace PERTH WA 6000 Telephone +61 8 6109 6689
Website	www.eqnx.com.au
Share Registry	Advanced Share Registry 110 Stirling Highway NEDLANDS WA 6009
Solicitors	Steinepreis Paganin Level 4, The Read Buildings 16 Milligan Street PERTH WA 6000
Auditor	HLB Mann Judd (WA) Partnership Level 4, 130 Stirling Street, PERTH WA 6000
Stock Exchange	Australian Securities Exchange Limited ASX Code: EQN

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DIRECTORS' REPORT

The Directors present their report together with the financial report of Equinox Resources Limited ('Equinox', the 'Company') for the year ended 30 June 2022.

All amounts are presented to Australian Dollars (AU\$), unless noted otherwise.

In order to comply with the provisions of the Corporations Act 2001, the Directors report as follows:

Directors

The names and the particulars of the directors of the Company in office during or since the end of the year to the date of this report are:

Director	Position	Appointed	Resigned
Robert Martin	Non-Executive Chairman	10 May 2022	
Agha Shahzad Pervez	Executive Director	10 May 2022	
Mena Habib	Non-Executive Director	26 May 2021	
Rod Baxter	Non-Executive Chairman	12 October 2021	10 May 2022
Daniel Taylor	Non-Executive Director	26 May 2021	17 May 2022
Hugh Callaghan	Non-Executive Director	26 May 2021	10 May 2022

Robert Martin Non-Executive Chairman (appointed 10 May 2022)

Experience Mr Robert Martin is a commercial businessman with over 25 years experience across a broad range of sectors including mining, manufacturing, mining services and capital markets. Mr Martin previously operated a highly successful global mining services company which became a leading provider of products and services to the mining industry. Mr Martin now runs a family office in Western Australia with a focus on investing and supporting emerging private and public businesses. Mr Martin currently holds the positions of Non-Executive Chairman at ASX-listed Critical Resources Limited (ASX: CRR) and Non-Executive Director at Pathfinder Resources Limited (ASX:PF1) and Parkd Limited (ASX: PKD).

The Board does not consider Mr Martin to be an independent Director.

Interest in Shares and Options Direct Interest (Shares) – 296,690
Direct Interest (Options) – nil
Indirect Interest (Shares) – nil
Indirect Interest (Options) – nil

Directorship held in other listed entities Critical Resources Limited (ASX:CRR) - Appointed 4 February 2021
Pathfinder Resources Limited (ASX:PF1) - Appointed 12 April 2022
Parkd Limited (ASX: PKD) - Appointed 28 February 2019
SUVO Strategic Minerals Limited (ASX:SUVO) - Appointed 30 July 2020 - Resigned 15 March 2022

Agha Shahzad Pervez Executive Director (appointed 10 May 2022) and as a CFO (appointed 1 July 2021)

Experience Mr Agha Shahzad Pervez is an experienced corporate accountant, CFO, Director and Company Secretary, with over 10 years' experience working with ASX listed companies. Mr Pervez currently holds the role of Chief Financial Officer for Pathfinder Resources Limited (ASX: PF1), and previously held the roles of CFO and Company Secretary at Resonance Health Limited (ASX: RHT). Mr Pervez is also the current CFO of Equinox.

DIRECTORS' REPORT (Continued)

The Board does not consider Mr Pervez as an independent Director, due to his role as Chief Financial Officer.

Interest in Shares and Options	<p>Direct Interest (Shares) – 110,000</p> <p>Direct Interest (Options) – nil</p> <p>Indirect Interest (Shares) – 10,000</p> <p>Indirect Interest (Options) – 500,000 (Ex Price \$0.30, Expiry Date 06/10/24)</p>
Directorship held in other listed entities	Viridis Mining and Minerals Ltd (ASX: VMM) - Appointed on 17 January 2022

Mena Habib	Non-Executive Director (appointed 26 May 2021)
Experience	<p>Mr Mena Habib has extensive experience focused in sales, marketing and management. Mr Habib has worked in global companies excelling in sales, being a recipient of the National Sales Champion award on two separate occasions. Mr Habib is also an entrepreneur, having recently sold a business which he personally founded into a national franchise. Mr Habib has completed a diploma in Financial Planning, has a strong network of investors in the mining sector and has played vital roles in raising capital on numerous occasions.</p> <p>The Board considers Mr Habib to be an independent Director.</p>
Interest in Shares and Options	<p>Direct Interest (Shares) – nil</p> <p>Direct Interest (Options) – 1,000,000 (Ex Price \$0.30, Expiry Date 06/10/24)</p> <p>Indirect Interest (Shares) – 315,000</p> <p>Indirect Interest (Options) – nil</p>
Directorship held in other listed entities	Power Minerals Limited (ASX: PNN) - Appointed on 9 July 2021

Rod Baxter	Non-Executive Chairman (appointed 10 October 2021, resigned 10 May 2022)
Experience	Mr Rod Baxter is an experienced director and business executive, with extensive international as well as multi-sector experience. Mr Baxter's leadership roles include managing directorships of listed, private, and family-owned companies, and he has operated and led businesses across various industry sectors in Australia and internationally. Mr Baxter was previously the Managing Director of engineering and construction services company Calibre Group Limited (ASX: CGH), Managing Director of diversified resources company Consolidated Minerals Limited, and Divisional Director with Anglo American Platinum Limited (JSE: AMS).
Interest in Shares and Options	<p>Direct Interest (Shares) – nil</p> <p>Direct Interest (Options) – nil</p> <p>Indirect Interest (Shares) – nil</p> <p>Indirect Interest (Options) – nil</p>
Directorship held in other listed entities	<p>Trigg Mining Ltd (ASX: TMG) - Appointed 17 March 2021</p> <p>Podium Minerals Ltd (ASX: POD) - Appointed 10 June 2021</p> <p>Leo Lithium (ASX:LLL) - Appointed 21 April 2022</p> <p>WA Kaolin Limited (ASX: WAK) - Appointed 15 March 2022</p>

DIRECTORS' REPORT (Continued)

Daniel Taylor	
Non-Executive Director (appointed 26 May 2021, resigned 17 May 2022)	
Experience	Mr Daniel Taylor is a senior international commodities sales and marketing executive with over of 20 years' of genuine market-facing experience across iron ore, battery and industrial minerals, ocean freight and logistics. Mr Taylor has an extensive senior global network and has built relationships to secure offtake and joint ventures to underpin project financing and equity markets funding for large private and publicly listed groups.
Interest in Shares and Options	Direct Interest (Shares) – nil Direct Interest (Options) – nil Indirect Interest (Shares) – 250,000 Indirect Interest (Options) – nil
Directorship held in other listed entities	None

Hugh Callaghan	
Non-Executive Director (appointed 26 May 2021, resigned 10 May 2022)	
Experience	Mr Hugh Callaghan was the founding managing director of Riversdale Mining Limited (formerly ASX:RIV) which purchased and developed metallurgical coal projects in South Africa. Mr Callaghan has a significant base of global resources experience with Rio Tinto and Xstrata that included roles in the USA, Canada, Chile, Brazil, and Australia. After his role with Riversdale Mining Ltd, he has invested in, and developed copper projects in Chile, zinc, lead and silver projects in Mexico, potash projects in West Africa and the USA, and consulted to coal companies in the UK, USA, Canada, Australia, Zimbabwe and Columbia.
Interest in Shares and Options	Direct Interest (Shares) – nil Direct Interest (Options) – nil Indirect Interest (Shares) – 250,000 Indirect Interest (Options) – nil
Directorship held in other listed entities	Pathfinder Resources Limited (ASX: PF1) – Appointed 4 June 2021 – Resigned 13 April 2022

Company Secretary

Harry Spindler	
Company Secretary (Appointed 1 July 2021)	
Experience	Mr Spindler is an experienced corporate professional with a broad range of corporate governance and capital markets experience spanning 22 years. Previously he held various company secretary positions and has been involved with several public company listings, merger and acquisitions transactions and capital raisings for ASX-listed companies. Mr Spindler is a member of Chartered Accountants Australia and New Zealand and a member of the Financial Services Institute of Australia.

DIRECTORS' REPORT (Continued)

Principal Activity

The Company focus is mineral exploration, appraising and development of Australian mineral projects.

Financial Position

The Company made a loss for the year of \$3,040,490. At balance date, capitalised exploration costs totalled \$10,544,999 and cash reserves were \$6,106,586.

Significant Changes in the State of Affairs of the Company

In the opinion of the Directors, there were no significant changes in the state of affairs of the Company which have not been disclosed elsewhere in this report.

Review of Operations

The following is a summary of the activities of Equinox Resources Limited during the period 1 July 2021 to 30 June 2022. The Company completed a successful capital raising and was admitted to trading on the Australian Securities Exchange ("ASX") on the 13 of October 2021. In addition, the Company issued 45,000,000 shares under its initial public offer and completed the acquisition of the Hamersley Iron Ore Project. Since admission, the Company's primary focus was the development of its Hamersley Iron Ore Project in Western Australia.

Company Projects

The Hamersley Iron Ore Project (Pilbara, WA)

The Hamersley Iron Ore Project (Pilbara Western Australia, 100% interest) is strategically located in the infrastructure-rich Pilbara iron ore province of Western Australia. The Project comprises granted Mining Lease (M47/1450), which covers an area of approximately 10.4 km².

The primary focus of the Company's activity over the period was the completion of listing on the ASX and the commencement of a development focussed strategy including stakeholder engagement (including consultation with the Wintawari Guruma Aboriginal Corporation ("WGAC") and planning for heritage surveys), drill planning and preparation along with commencement of Port and Logistics studies.

Drill Planning and Preparation

Equinox appointed CSA Global ("CSA") as the Company's geological consultant to conduct a detailed analysis of the geological model and to assist in the design of a targeted drilling program as part of the Company's development focused strategy for the Hamersley Iron Ore Project¹.

Based on the work completed by CSA, the Company announced a planned 27 hole, 2,700 metre infill Reverse Circulation ("RC") drilling program.¹ The program will infill the current JORC Indicated Resources area (Figure 1), which is anticipated to be the location of initial potential mine development. The objective is to provide appropriate ore body definition to support mine planning and feasibility studies.

In addition to the RC drilling, the proposed program includes an additional 700 metres of targeted PQ Diamond Drilling ("DD"), which will provide samples to conduct metallurgical test work, product lump and fine ore sintering assessment at respected iron and steel research institutes as well as providing samples to potential customers for assessment.

¹ ASX Announcement 30 Nov 2021- Project Update

DIRECTORS' REPORT (Continued)

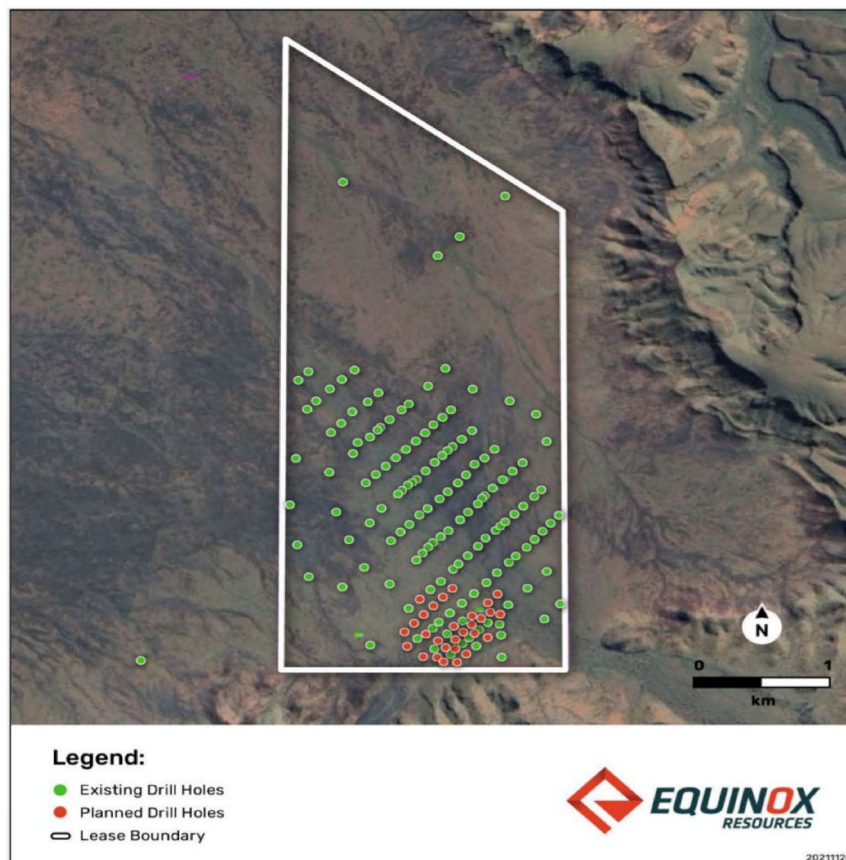


Figure 1: Hamersley Iron Ore Project – Proposed Drilling Map

Given that Equinox is seeking to pursue development on Eastern Guruma country, the Company has sought to consult extensively with the Wintawari Guruma Aboriginal Corporation (“WGAC”) on planned drilling activities which form part of the overall project development plan. During this process the WGAC have made clear to the Company that new heritage surveys are required ahead of any ground disturbance activities occurring on-site, and as such, the decision was made to delay the drilling program until such time that the Heritage Surveys have been completed.

Subsequent to the reporting period, the Company announced that the Heritage Survey over the Hamersley Project is expected to commence in mid-September 2022, after securing suitable accommodation for the survey party. Once completed, and subject to the survey outcomes, the planned drill program will be reviewed and implemented.²

Port and Logistics Study

As part of the Company’s development strategy, the Company appointed Stantec Australia (formerly Engenium) to undertake a Port and Logistics Options study (“the Study”) for consideration in the Company’s potential development of the Hamersley Project. The study investigated and assessed all potential options that may be available to access the iron ore market by road, rail and port. The Study results indicate there are multiple road and port options available for the Hamersley Project. Each option combination will be further assessed in detail during planned feasibility studies to determine associated impacts and potential capital costs.³

² ASX Announcement 28 Jul 2022- Hamersley Project Heritage Survey Update

³ ASX Announcement 09 Mar 2022-Hamersley Project Update

DIRECTORS' REPORT (Continued)

The Company is aware of significant activity by existing large iron ore proponents in the Pilbara at present, with numerous conceptual port and logistics options being considered. This includes potential port and logistics-hub development in the Ashburton region and expansion of export capacity in South-West Creek and at Utah Point (Port Hedland).

Environmental Approvals

The Company appointed Umwelt to conduct an environmental requirements gap analysis on the Hamersley Project and provide the Company with a detailed Environmental Approvals process and estimates to complete all required surveys, assessment and application support documentation, as part of the Hamersley Project development planning.

Native Title

The Company was assigned a 'Native Title Deed' with WGAC in December 2021. The Deed provides the framework for how both parties will work together during the potential development and operation of the Hamersley Iron Ore Project, which includes Access, Site Clearance and Heritage, Environmental, Cultural Awareness, Employment and Contracting Opportunities and Production Payments.⁴

In December 2021, the new Aboriginal Cultural Heritage legislation was passed (but not yet enacted) by the WA Parliament. The Company is actively engaging with the WGAC and monitoring developments in this critical area and is committed to progressing site-based activities in a manner that is consultative and collaborative with the WGAC. Comprehensive Heritage Surveys are a necessary part of this approach, and the Company is committed to carrying these out with the utmost respect and dedication as part of the Company's environmental, social and governance responsibilities.

The Company appointed OSOS Alliance as its independent Indigenous Affairs consultant to advise and support the Company with developing and maintaining its Traditional Owner relationships, the Hamersley Project site management plans and commitments. OSOS Alliance is a majority-owned Aboriginal business and provides a wealth of knowledge and experience in the areas of Indigenous Affairs, Native Title and Community Affairs through an Indigenous leadership team led by Peter Harris.⁵

The Company has continued with its extensive community engagement, including its regular open and consultative dialogue with the WGAC with regards to our planned drilling and future potential development program. As previously announced, the Company had requested that updated archaeological and ethnographic surveys were required to be undertaken on the planned drilling area and ultimately on the entire Hamersley Project.

Heritage surveys are a necessary part of a consultative and collaborative approach to progressing potential project development and Equinox is committed to carrying these out with the utmost respect as part of the Company's environmental, social and governance responsibilities.

Additionally, the operating environment has changed significantly, principally with regard to how resources companies engage with their key indigenous stakeholders, since the historic events in the Pilbara, that resulted in the destruction of items of cultural significance. These historic events have been keenly felt by the WGAC given the impacts on Eastern Guruma country by mining operations.

⁴ ASX Announcement 13 Dec 2021 – Native Title Agreement

⁵ ASX Announcement 26 Apr 2022 – Market Update Drilling Program

DIRECTORS' REPORT (Continued)

JORC Code 2012 Mineral Resources Estimate

The current mineral resource estimate for the Hamersley Iron Ore project is set out below

Table 1: JORC Code 2012 Mineral Resource Estimate for the Hamersley Iron Ore Project

INDICATED MINERAL RESOURCE (JORC 2012)							
Mineralisation Type	Tonnes Mt	Fe %	SiO ₂ %	Al ₂ O ₃ %	P %	LOI %	CaFe ⁶ %
Channel (CID) ⁷	42.6	55.2	10.9	5.5	0.04	3.6	57.3
Total	42.6	55.2	10.9	5.5	0.04	3.6	57.3

INFERRED MINERAL RESOURCE (JORC 2012)							
Mineralisation Type	Tonnes Mt	Fe %	SiO ₂ %	Al ₂ O ₃ %	P %	LOI %	CaFe ⁶ %
Detrital (DID) ⁸	24.3	46.4	24.8	5.2	0.03	2.5	47.6
Channel (CID) ⁷	276.3	55.2	9.7	4.4	0.04	6.3	58.9
Total	300.6	54.5	10.9	4.4	0.04	6.0	58.0

TOTAL MINERAL RESOURCE (JORC 2012)							
Mineralisation Type	Tonnes Mt	Fe %	SiO ₂ %	Al ₂ O ₃ %	P %	LOI %	CaFe ⁶ %
Detrital (DID)	24.3	46.4	24.8	5.2	0.04	2.5	47.6
Channel (CID)	318.9	55.2	9.8	4.5	0.04	5.9	58.7
Total	343.2	54.5	10.9	4.6	0.04	5.7	57.9

Competent Person Statement

The information in the Director's report section of the Annual Report, included at mineral resource estimate, which relate to exploration results or mineral resources is based on information compiled by Mr Mark Gifford. Mr Gifford 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' (the JORC Code). Mark Gifford is an independent consulting geologist. Mr Gifford consents to the inclusion of the information in this section of the annual report in the form and context in which they appear.

6: Calcined Fe (CaFe) calculated by the formula $CaFe \% = [(Fe\%)/100 - LOI/1000] * 100$

7: Channel Iron Deposit mineralisation reported at a 52% Fe cut-off grade.

8: Detrital Iron Deposit Mineralisation reported at a 40% Fe cut-off grade.

DIRECTORS' REPORT (Continued)

COVID-19 Impact

COVID-19, which is a respiratory illness caused by a new virus, was declared a world-wide pandemic by the World Health Organisation in March 2020. COVID-19, as well as measures to slow the spread of the virus, have since had a significant impact on the likelihood of normal business operating conditions. This creates a level of uncertainty about the future trading outlook for all organisations globally and the Company is no exception.

Corporate

Initial Public Offering

Equinox Resources Limited completed its listing on the Australian Securities Exchange (ASX) following an oversubscribed Initial Public Offering (IPO) to raise \$9 million through the issue of 45,000,000 new fully paid ordinary shares in October 2021. As part of the IPO, the acquisition of the Hamersley Iron Ore Project was completed.⁹

Business Development

The Company reviewed and assessed a number of potential opportunities and partnerships that may have a strategic fit for the Company and that have the potential to deliver value for Shareholders.

Key Management Appointment and Board Changes

On 10 May 2022 the Company announced the resignation of Mr Rod Baxter and Mr Hugh Callaghan from their positions as non-executive chairman and non-executive director, respectively, and the appointment of Mr Robert Martin as Non-Executive Chairman and Mr Agha Shahzad Pervez as Executive Director.

The Board does not consider Mr Martin to be an independent director as he is also a director of a substantial shareholder of the Company, Pathfinder Resources Limited.

The Board does not consider Mr Pervez to be an independent director given his engagement with the Company as Chief Financial Officer.

On 17 May 2022 it was announced that Managing Director, Mr Daniel Taylor, had tendered his resignation, effective immediately. The Board has commenced the search for a new Managing Director/CEO with the appropriate skills to lead the Company with its development strategies and complement those of the existing team.

Subsequent Events

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

⁹ ASX Announcement 13 Oct 2021 - Equinox Closes Oversubscribed IPO, Raising \$9 Million And Commences Trading On The ASX

DIRECTORS' REPORT (Continued)

Interest in Mining Tenements as at 30 June 2022

Project	Tenement ID	EQN's Interest
Hamersley Project	ML 47/1450-I	100%

Compliance Statement

This half year report contains information extracted from ASX Market announcements reported in accordance with the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" ("2012 JORC Code") and available for viewing at www.eqnx.com. Equinox Resources Limited confirms that it is not aware of any new information or data that materially effects the information included in the original ASX market announcement. Such ASX announcements are as follows:

17-May-22	Director Resignation
10-May-22	Board Changes
29-Apr-22	Quarterly Activities / Appendix 5B Cash Flow Report
26-Apr-22	Drilling Program Update
9-Mar-22	Hamersley Project Update
28-Feb-22	Half Year Accounts
24-Jan-22	Quarterly Activities / Appendix 5B Cash Flow Report
13-Dec-21	Native Title Agreement
30-Nov-21	Project Update
09-Nov-21	Craig Wallis appointed GM of Geology, Heritage, Environment
27-Oct-21	Management Strengthened with Appointment of COO
20-Oct-21	Equinox Appoints CSA Global as Geological Consultants
12-Oct-21	Pre-Quotation Disclosures
12-Oct-21	Supplementary Prospectus
12-Oct-21	Prospectus

Dividends

No dividends were paid or declared by the Group to members since the end of the previous financial year and the directors do not recommend the payment of a dividend at this time.

Shares under Option

At the date of this report, the un-issued ordinary shares of Equinox Resources Limited under option are as follows:

Issue Date	Expiry Date	Exercise Price	Number of shares under option
06/10/2021	06/10/2024	\$0.30	7,000,000
			7,000,000

Option holders do not have any right, by virtue of the option, to participate in any share issue of the Company or any related body corporate.

The above options are subject to ASX escrow restrictions until 13 October 2023.

Movement in Options

During the period ended 30 June 2022, pursuant to the Company's prospectus dated 31 August 2021 as supplemented by the supplementary prospectus dated 7 September 2021 (together, the **Prospectus**), the following options were issued on 6 October 2021:

DIRECTORS' REPORT (Continued)

- 5,000,000 Options with an exercise price of \$0.30 each and expiry date of 6 October 2024 to the Joint Lead Managers (or their nominees) of the Prospectus; and
- 12,000,000 Options with an exercise price of \$0.30 each and expiry date of 6 October 2024 pursuant to the Options Offer to directors, employee and consultants of the Company.

On 10 May 2022 and 16 May 2022, pursuant to the option terms and conditions, 10,000,000 director options lapsed upon director resignations which occurred at this time.

No options were exercised into shares during the period ended 30 June 2022. Since 30 June 2022, no options have been issued, lapsed or been exercised.

Performance Shares

At the date of this report, the performance shares issued of Equinox Resources Limited are as follows:

Issue Date	Expiry Date	Performance Condition	Number of performance shares
06/10/2021	06/10/2023	(a)	9,500,000
			9,500,000

- (a) Each Performance Share will, at the election of the holder, convert into one Share, subject to the Company announcing to the ASX a positive preliminary Feasibility Study in relation to the Hamersley Iron Ore Project, confirming the Hamersley Iron Ore Project is commercially viable.

The above performance shares are subject to ASX escrow restrictions until 13 October 2023.

Movement in PRs

During the period ended 30 June 2022, the Company issued the abovementioned performance shares in consideration for the acquisition of the Hamersley Iron Ore Project from Pathfinder Resources Limited and Lockett FE Pty Ltd (the Vendors). there have been no other changes made during the period, or since 30 June 2022.

Meeting of Directors

The following table sets out the number of Directors' meetings held during the financial period and the number of meetings attended by each Director (while they were a Director or committee member) of the Company. The Company's nomination committee did not hold a meeting during the financial year.

Director	Directors Meetings		Audit & Risk Committee Meeting		Remuneration Committee Meeting	
	Held while in office	Attended	Held while in office	Attended	Held while in office	Attended
Robert Martin	2	2	-	-	-	-
Agha Shahzad Pervez	2	2	-	-	-	-
Mena Habib	9	9	1	1	1	1
Rod Baxter	7	7	1	1	1	1
Danial Taylor	8	7	-	-	-	-
Hugh Callaghan	7	7	1	1	1	1

Members of the Audit & Risk and Nomination & Remuneration committees as at the date of this report are noted in the table below.

Audit & Risk Committee	Remuneration Committee	Nomination committee
Mena Habib (Chair)	Robert Martin (Chair)	Robert Martin (Chair)
Robert Martin	Mena Habib	Mena Habib
Agha Shahzad Pervez	Agha Shahzad Pervez	Agha Shahzad Pervez

DIRECTORS' REPORT (Continued)

Indemnifying Officers

During the financial period, the Company has not paid a premium in respect of a contract insuring the Directors of the Company (as named above) and all executive officers of the Company and of any related body corporate against a liability incurred as such a Director or executive officer to the extent permitted by the Corporations Act 2001.

The Company has not otherwise, during or since the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or of any related body corporate against a liability incurred as such an officer or auditor.

Proceeding on Behalf of Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the year.

Environmental Regulation

The Group's operations are subject to environmental regulation in relation to the discharge of hazardous waste and materials arising from any exploration activities. The Directors are of the opinion that sufficient procedures and reporting processes have been established to enable the Group to meet any environmental responsibilities in the year ended 30 June 2022.

Likely Future Developments

The Company's strategy is to increase shareholder value by maximising the value of its exploration assets in Western Australia and over time diversification of its asset portfolio.

The Group intends to continue to undertake appropriate exploration and evaluation activities sufficient to maintain tenure of its exploration licences, as well as, determine the technical prospectively of the projects, until such time that informed decisions can be made in order to commercially exploit or relinquish them.

Auditors Independence

Section 307C of the Corporations Act 2001 requires our auditors, HLB Mann Judd, to provide the Directors of the Company with an Independence Declaration in relation to the audit of the financial report. This Independence Declaration is set out in the part of this Directors' Report for the period ended 30 June 2022.

Non-Audit Services

An amount of \$12,500 was paid to HLB Mann Judd during the period for non-audit services. These services related to the issue of an Independent Limited Assurance report for inclusion in the Company's Prospectus. The Directors are satisfied that any non-audit services provided during the year ended 30 June 2022 did not compromise the general principles relating to auditor independence in accordance with APES 110: Code of Ethics for Professional Accountants set by the Accounting Professional and Ethical Standards Board.

Corporate Governance Statement

The Company's Corporate Governance Statement can be found on the Company's website at <https://www.eqnx.com.au/corporate-governance/>

DIRECTORS' REPORT (Continued)

Remuneration Report (Audited)

This remuneration report, which forms part of the directors' report, sets out information about the remuneration of the Company's directors and key management personnel for the financial period ended 30 June 2022. The key management personnel of the Company include the Directors and other officers of the Company. For the purposes of this report "key management personnel" are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company.

The information provided in this remuneration report has been audited in accordance with section 300A of the Corporations Act 2001

Remuneration Policy

The Company's guiding principles for remuneration strategy used throughout 2022 recognises that:

- Remuneration must be strongly linked to Company performance;
- Remuneration must be competitive to enable the Company to attract and retain quality individuals who are capable and motivated to deliver results for shareholders;
- Remuneration must provide significant incentive to deliver superior performance against the Company's strategy and key business goals;
- Remuneration must be fair and competitive with both peers and competitor employers; and
- Remuneration must be transparent to shareholders.

The nature and amount of remuneration for the non-executive Directors and executives depends on the nature of the role and market rates for the position, with the assistance of external surveys and reports, and taking into account the experience and qualifications of each individual. The Board ensures that the remuneration of key management personnel is competitive and reasonable. Fees and payments to the non-executive Directors reflect the demands which are made on, and the responsibilities of the Directors. Director's fees and payments are reviewed annually by the Board.

In undertaking a review of the performance of both directors and executives, consideration is given to the respective performance of the person during the review period; however, there are no prescribed performance measures or hurdles connected with the level of remuneration.

The Company's Remuneration Committee has responsibility and oversight for making recommendations to the Board regarding remuneration for directors and employees.

The Company will continue to monitor its remuneration framework against market benchmarks and ensure that the linkages between remuneration and company performance remain strong.

Directors' Remuneration

Directors are remunerated by way of fixed fees and the award of performance based Long Term Incentives (LTI) through the award of PRs or options under the Company's Performance Rights and Option Plan, as approved by Shareholders where required.

Director remuneration is reviewed periodically. Fees paid to directors are determined with reference to:

- the nature of the role, responsibilities and time commitment, including membership of board committees;
- the personal performance, skills and experience of the individual;
- the individual's overall contribution to the success of the business;
- industry benchmarking data and market conditions; and
- the need to attract a diverse and well-balanced group of individuals with relevant experience and knowledge.

DIRECTORS' REPORT (Continued)

Fixed fees for 2022 financial year are as follows:

- | | |
|---------------------------|----------|
| • Chairman | \$72,000 |
| • Non-executive directors | \$52,800 |

The Non-Executive Directors' fees are approved by the Board within the aggregate approved by the shareholders at a general meeting.

The Company does not provide retirement benefits, however directors may salary sacrifice an element of their total remuneration to superannuation. In addition, the Board seeks shareholder approval for any options that may be issued to directors.

The amount of aggregate remuneration and the manner in which it is apportioned amongst directors is reviewed periodically. Shareholder approval is sought where there is a proposed change in the total remuneration paid to non-executive directors, together with the award of securities to directors.

The Board considers the Company's particular circumstances as well as the fees paid to executive and non-executive directors of comparable companies when undertaking the review process and determining the nature and amount of key management remuneration.

Services Agreements

Remuneration and other terms of employment of Directors and Other Key Management Personnel are formalised in an employment contract. The major provision of the agreements related to the remuneration are set out below

Agha Shahzad Pervez, Executive Director

- The CFO Consultancy Agreement commenced on 1 July 2021 and will continue until validly terminated in accordance with its terms.
- The Company has agreed to pay Horizon Corporate, an entity associated with Mr Pervez \$10,000 per month (exclusive of GST) which fees will be payable on and from the date of Admission. In addition, Horizon Corporate may bill the Company for additional fees for out-of-scope services to be agreed between the parties. The above amounts are inclusive of all taxes and superannuation amounts.
- Notice/ termination period; without cause 2 months, material change to engagement 1 month
- Effective 10 May 2022, Mr Pervez will charging a director fee of \$4,400 per month (exclusive of GST), in addition to the CFO agreement.

Non-Executive Director Service Contracts

On appointment to the Board all non-executive directors enter into a service agreement with the Company in the form of a letter of appointment. The term of appointment of all non-executive directors is subject to re-nomination and re-election at Annual General Meetings and non-executive directors are expected to serve a minimum of one term of three years. There is no notice period required by non-executive directors and non-executive directors are not entitled to annual or long service leave benefits.

DIRECTORS' REPORT (Continued)

Details of Remuneration

Details of remuneration of the directors and other key management personnel is set out below:

30 June 2022	Short Term Employment Benefits	Long Term Employment Benefits	Share Based Payments	Total	Performance Based Remuneration
	\$	\$	\$	\$	%
Robert Martin	12,000	-	-	12,000	-
Agha Shahzad Pervez	122,381	-	41,412	163,793	25.28
Mena Habib	38,039	-	82,825	120,864	68.53
Rod Baxter	38,762	-	207,062	245,824	84.23
Daniel Taylor	282,000	-	414,125	696,125	59.49
Hugh Callaghan	29,239	-	207,062	236,301	87.63
	522,421	-	952,486	1,474,907	-

30 June 2021	Short Term Employment Benefits	Long Term Employment Benefits	Share Based Payments	Total	Performance Based Remuneration
	\$	\$	\$	\$	%
Mena Habib	-	-	-	-	-
Danial Taylor	-	-	-	-	-
Hugh Callaghan	-	-	-	-	-

Share Options

During the financial period ended 30 June 2022, a part of the Company's listing prospectus, the Company issued 11,500,000 options to KMP.

Details	Issue and Vesting Date	Expiry Date	Exercise Price	Number Issued	Number Lapsed	Fair Value of Options
Robert Martin	-	-	-	-	-	-
Agha Shahzad	6/10/2021	6/10/2024	\$0.30	500,000	-	\$ 41,412
Mena Habib	6/10/2021	6/10/2024	\$0.30	1,000,000	-	\$ 82,825
Rod Baxter	6/10/2021	6/10/2024	\$0.30	2,500,000	2,500,000*	\$ 207,062
Daniel Taylor	6/10/2021	6/10/2024	\$0.30	5,000,000	5,000,000*	\$ 414,125
Hugh Callaghan	6/10/2021	6/10/2024	\$0.30	2,500,000	2,500,000*	\$ 207,062

*During the financial period ended 30 June 2022 or up to the date of this report, 10,000,000 options valued at \$828,250, issued to KMP lapsed, on resignation of directors.

The fair value was determined by using the Black-Scholes model taking into account the terms and conditions upon which the instruments were granted, valued at \$ 952,486.

Loans to Key Management Personnel

There were no loans to Key Management Personnel during the financial period.

DIRECTORS' REPORT (Continued)

Other Related Party Transactions

Purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. During the year, the Group acquired the services from entities that are controlled by members of the Entity's key management personnel. Please refer to Note 19 for details of the transactions.

Securities Trading Policy

The trading of EQN's securities by directors, key management personnel, their associates and employees of the Company is subject to, and conditional upon, compliance with the Company's Securities Trading Policy ("Securities Trading Policy"). The Company's security trading policy applies to trading in all Company securities, which includes:

- Company securities (such as shares);
- any other securities issued by the Company, such as options;
- derivatives and other financial products issued or created over or in respect of Company securities; and
- Securities of any other company or entity that may be affected by inside information.

The securities trading policy details acceptable and unacceptable times for trading in Company Securities including detailing potential civil and criminal penalties for misuse of "inside information".

Any Director, executive or key management personnel wishing to trade in the Company's securities must consult the Chairman and Company Secretary to gain approval to trade and ensure that trading restrictions are not in force. The Directors are responsible for disclosure to the market of all transactions or contracts involving the Company's shares.

Prior Period Remuneration Report Vote

As the Company was only listed entity in October 2021. The company was not required to consider an advisory resolution for adoption of the remuneration report at the annual general meeting held in 2021.

Engagement of Remuneration Consultants

During the financial year, the Company did not engage any remuneration consultants to review the key management personal remuneration for the period ended 30 June 2022.

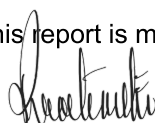
Historical Information

The table below sets out summary information about the entity earnings and performance for the period since the Company's incorporation (26 May 2021) to 30 June 2022.

	2022	2021
Revenue (\$)	-	-
Net loss after tax (\$)	(3,040,490)	-
Dividend (\$)	-	-
Basic loss per share (\$ cents)	(4.35)	-
Diluted loss per share (\$ cents)	(4.35)	-
Share price at the start of the year (A\$)*	\$0.20	-
Share price at the end of the year (A\$)	\$0.135	-

* The Company's securities were officially quoted on the ASX 13 October 2021.

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



Robert Martin
Non- Executive Chairman
Dated: 15 September 2022

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Equinox Resources Limited for the year ended 30 June 2022, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Perth, Western Australia
15 September 2022



N G Neill
Partner

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STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2022

	Note	30 June 2022	26 May 2021 to 30 June 2021
		\$	\$
Income		-	-
Income		-	-
Expenses			
Compliance and regulatory expenses		(159,213)	-
Consulting and professional fees	2	(114,051)	-
Employee benefits expense	2	(626,614)	-
Exploration expense	2	(513,443)	-
Depreciation expense & Amortisation Expense		(28,809)	-
Share based payment	12	(1,408,025)	-
Other expenses		(179,917)	-
Project & Opportunities Valuation		(10,418)	-
Total expenses		(3,040,490)	-
(Loss) for the year before tax		(3,040,490)	-
Income tax expense	3	-	-
Loss for year after tax		-	-
Other Comprehensive income		-	-
Total Comprehensive loss for the period attributable to the members		(3,040,490)	-
Basic and diluted earnings per share (cents per share)	11	(4.35)	-

The statement of comprehensive income to be read in conjunction with the notes to and forming part of the financial report.

STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2022

	Note	30 June 2022 \$	30 June 2021 \$
Current Assets			
Cash and cash equivalents	4	6,106,586	1
Trade and other receivables	5	37,610	
Prepayments	6	45,081	-
Total Current Assets		6,189,277	1
Non-Current Assets			
Property, plant and equipment		14,004	-
Right of use Asset		61,217	-
Exploration and Evaluation	7	10,544,999	-
Total Non-Current Assets		10,620,220	-
Total Assets		16,809,497	-
Current Liabilities			
Trade and other payables	8	34,546	-
Other liabilities	9	85,103	-
Current lease liability		43,677	-
Total Current liabilities		163,326	-
Non-Current Liabilities			
Non-Current lease liability		18,815	-
Total Current Liabilities		18,815	-
Total Liabilities		182,141	-
Net Assets		16,627,357	1
Equity			
Issued Capital	10	18,259,822	1
Option Reserve	13	579,775	-
Retained Earnings		(2,212,240)	-
Total Equity		16,627,357	1

The statement of financial position is to be read in conjunction with the notes to and forming part of the financial report.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2022

	Note	Issued Capital	Reserves	Accumulated losses	Total
			\$	\$	\$
Issue of shares at Incorporation (26 May 2021)		1	-	-	1
Total comprehensive loss		-	-	-	-
Balance at 30 June 2021		1	-	-	1

	Note	Issued Capital	Reserves	Accumulated losses	Total
			\$	\$	\$
Balance at 1 July 2021		1	-	-	1
Issue of shares	10	19,100,000	-	-	19,100,000
Capital raising cost		(840,179)	-	-	(840,179)
Option reserve	13	-	1,408,025	-	1,408,025
Transfer of lapsed options to accumulated losses		-	(828,250)	828,250	-
Loss for the year		-	-	(3,040,490)	(3,040,490)
Other comprehensive income		-	-	-	-
Total comprehensive loss		-	-	(3,040,490)	(3,040,490)
Balance at 30 June 2022		18,259,822	579,775	(2,212,240)	16,627,357

The statement of changes in equity is to be read in conjunction with the notes to and forming part of the annual report.

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2022

	Note	30 June 2022 \$	26 May 2021 to 30 June 2022 \$
Cash Flow from Operating Activities			
Payments to suppliers and employees		(843,785)	-
Payments for exploration expenditure		(507,784)	-
GST Paid		(37,610)	-
Net cash flows (used in) operating activities	23	(1,389,179)	-
Cash Flow from Investing Activities			
Payments for exploration and evaluation		(580,065)	-
Payment for property plant and equipment		(16,791)	-
Net cash (used in) investing activities		(596,856)	-
Cash Flows from Financing Activities			
Proceeds from issue of shares		9,000,000	1
Share issue costs		(684,964)	-
Repayment of borrowings		(222,416)	-
Net cash provided by financing activities		8,092,620	1
Net increase in cash and cash equivalents		6,106,585	1
Cash and cash equivalents at the beginning of the financial period		1	-
Cash and cash equivalents at the end of the financial period	4	6,106,586	1

The statement of cash flows is to be read in conjunction with the notes to and forming part of the annual report.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 1: Summary of Significant Accounting Policies

(a) Reporting Entity

The financial report covers the entity of Equinox Resources Ltd ("Equinox" or the "Company"). Equinox is a listed public company, incorporated and domiciled in Australia. The address of the Company's registered office and principal place of business is Level 50, 108 St Georges Terrace, Perth, Western Australia, 6000. The company is a for-profit entity for the purpose of preparing financial statements.

The financial report was authorised for issue by a resolution of the Board of Directors on 14 September 2022.

(b) Statement of Compliance

The financial report is a general purpose financial report prepared in accordance with the requirements of the Corporations Act 2001, applicable accounting standards including Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board ('AASB'). Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

(c) Basis of Preparation

The financial report has been prepared on an accruals basis and is based on historical cost, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. Cost is based on the fair value of the consideration given in exchange for assets.

The Company is domiciled in Australia and all amounts are presented in Australian dollars, unless otherwise noted. The financial report has been prepared on a going concern basis.

Standards and Interpretations applicable to 30 June 2022

In the year ended 30 June 2022, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the Australian Accounting Standard Board that are relevant to the Company and effective for the reporting periods beginning on or after 1 July 2021.

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 Company and therefore no material change is necessary to Company accounting policies.

Standards and Interpretations in issue not yet adopted

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

(d) Going Concern

The financial report has been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

(e) Accounting Policies and Methods of Computation

The accounting policies and methods of computation adopted are consistent with those of the previous financial period.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

(f) Operating Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of Equinox Resources Limited. The Company's sole operating segment is consistent with the presentation in these financial statements.

(g) Income Tax

The income tax expense for the period is the tax payable on the current period's taxable income based on the income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax base of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets are recognised for all differences, between carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases, at the tax rates expected to apply when the assets are recovered or liabilities settled, based on those tax rates which are enacted or substantively enacted for each jurisdiction.

Deferred tax assets are only recognised for deductible temporary differences and unused tax losses if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

(h) Plant & Equipment

Each class of plant and equipment is carried at cost less, where applicable, any accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

The cost of fixed assets constructed within the consolidated entity includes the cost of materials, direct labor, borrowing costs and an appropriate proportion of fixed and variable overheads.

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 consolidated benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Depreciation

The depreciable amount of all fixed assets including building and capitalised lease assets, but excluding freehold land, is depreciated on a straight-line basis over their useful lives to the entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

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

Class of Fixed Asset	Depreciation Rate
Office Furniture	5%-50%
Office Equipment	12.5% - 40%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

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.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in profit or loss.

(i) Leases

Lease policy - With the exception of leases with terms of less than 12 months and leases relating to low-value assets, right-of-use assets and lease liabilities are recognised in relation to all leases. The lease liabilities are recognised at the present value of the lease payments that are remaining to be paid and include, where applicable, any payments applicable under extension options expected to be exercised. The right-of-use assets are initially recognised as the amount of the initial lease liability adjusted for any lease payments made at or before commencement, lease incentives received, initial direct costs incurred, and an estimate of costs of dismantling, removing or restoring the asset that are required to be incurred under the terms of the lease. The right-of-use asset is then depreciated on a straight-line basis over the term of the lease.

(j) Exploration and Evaluation

Expenditure on acquisition, exploration and evaluation relating to an area of interest is carried forward where rights to tenure of the area of interest are current and;

- i. it is expected that expenditure will be recouped through successful development and exploitation of the area of interest or alternatively by its sale; and/or
- ii. exploration and evaluation activities are continuing in an area of interest but at balance date have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves.

Where the technical feasibility and commercial viability of extracting a mineral resource have been demonstrated then any capitalised exploration and evaluation expenditure is reclassified as capitalised "mine properties in development". Prior to reclassification, capitalised exploration and evaluation expenditure is assessed for impairment.

Exploration and evaluation assets are reviewed at each reporting date for indicators of impairment and are tested for impairment where such indicators exist. If testing performed indicates that the carrying value might not be recoverable the asset is written down to its recoverable amount. Any such impairment is recognised in profit or loss for the year.

Accumulated costs in relation to an abandoned area are written off to profit or loss in the period in which the decision to abandon the area is made.

An impairment loss is reversed to the extent that the asset's carrying amount does not exceed the recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

(k) Cash and Cash Equivalents

For presentation purposes of the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and 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.

(l) Income

Interest income is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

All income is stated net of the amount of goods and services tax (GST).

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

(m) Trade and Other Payables

Trade and other payables represent liabilities for goods and services provided to the Company prior to year-end and which are unpaid. These amounts are unsecured and usually have 30 - 60 day payment terms.

(n) 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.

(o) Earnings Per Share

- Basic earnings per share: Basic earnings per share are determined by dividing the net loss attributable to equity holders of the Company, by the weighted average number of ordinary shares outstanding during the year.
- Diluted earnings per share: Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(p) Goods and Services Tax (GST)

Revenue, expenses and assets are recognised net of the amount of goods and services tax (**GST**), except where the amount of GST incurred is not recoverable from the Australian Taxation Office (**ATO**). In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the statement of financial position.

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

(q) Critical Accounting Estimates and Judgements

The application of accounting policies requires the use of judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical knowledge and experience, best available information and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions are recognised in the period in which the estimate is revised if it affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The critical accounting estimates and judgements applicable to this financial report are as follows:

Exploration and Evaluation Expenditure

The Company capitalises expenditure relating to exploration and evaluation where it is considered likely to be recovered or where the activities have not reached a stage which permits a reasonable assessment of the existence of reserves. While there are certain areas of interest from which no reserves have been extracted, the directors are of the continued belief that such expenditure should not be written off since feasibility studies in such areas have not yet concluded.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Share-based Payment Transactions

The entity measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using appropriate valuation models.

The entity measures the cost of cash-settled share-based payments at fair value at the grant date using appropriate valuation models taking into account the terms and conditions upon which the instruments were granted.

Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of Equinox Resources Limited. The Group's sole operating segment is consistent with the presentation in these financial statements.

(r) Equity-settled Compensation

Share-based payments to employees are measured at the fair value of the instruments issued. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to reserves. The fair value of share-based payments is determined using the appropriate pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.

(s) Issue Capital

Ordinary shares are classified as equity.

Costs attributable to the issue of new shares or options are shown as a deduction from the equity proceeds, net of any income tax benefit. Costs directly attributable to the issue of new shares or options associated with the acquisition of a business are included as part of the purchase consideration.

(t) Fair Value

Fair values may be used for financial asset and liability measurement as well as for disclosures.

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Company for similar financial instruments.

(u) Share Based Payments

The Company recognises the fair value of options granted to directors, employees and consultants as remuneration as an expense on a pro-rata basis over the vesting period in the statement of profit or loss and other comprehensive income with a corresponding adjustment to equity.

The Company provides benefits to directors, employees and consultants of the Company in the form of share-based payment transactions, whereby directors, employees and consultants render services in exchange for shares or rights over shares ("equity-settled transactions"). The cost of these equity-settled transactions with directors, employees and consultants is measured by reference to fair value at the date they are granted. The fair value is determined using the Black Scholes option pricing model.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

(v) Financial Instruments

Recognition and derecognition

Financial assets and financial liabilities are recognised when the Entity becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A Financial liability is recognized when it is extinguished, discharged, cancelled or expires.

Classification and measurement

i. Financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

Financial assets, other than those designated and effective as hedging instruments accounted for at amortised cost or fair value through profit or loss (FTVPL).

Financial assets are measured at amortised cost if the objective of the financial asset is to hold and collect its contractual cash flows and contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding. After initial recognition, these are measured using the effective interest method.

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorized at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interests are accounted for a FTVPL.

ii. Financial liabilities

The Entity's financial liabilities include trade and other payables and derivative financial instruments.

Financial liabilities are initially measured at fair value, and where applicable, adjusted for transaction costs unless the designated a financial liability at fair value through profit or loss. Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognized in profit or loss.

Note 2: Expenses

	30 June 2022	26 May 2021 to 30 June 2021
	\$	\$
Consulting and professional fees		
Company secretarial fees	66,074	-
Legal fees	20,236	-
Other	27,741	-
Total consulting and professional fees	114,051	-

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 2: Expenses (Continued)

	30 June 2022	26 May 2021 to 30 June 2021
	\$	\$
Employee benefits expense		
Director fees	317,422	-
Accounting fees	115,000	-
Wages and salaries	88,876	-
Consultants	105,316	-
Total employee benefits expense	626,614	-

	30 June 2022	26 May 2021 to 30 June 2021
	\$	\$
Exploration expense		
Project expense	121,499	-
Project wages and consultancy	391,944	-
Total exploration expense	513,433	-

Note 3: Income Tax Note

	30 June 2022	26 May 2021 to 30 June 2021
	\$	\$
<i>Factors affecting income tax expense for the year</i>		
Profit/(loss) before tax	(3,040,490)	-
Tax @30%	(912,147)	-
Entertainment	423	-
Share Based Payment	422,408	-
Unrecognised deferred tax	489,316	-
Income tax expense/ (benefit)	-	-
Total Taxation Expense comprises		
Current Tax Expense	-	-
Deferred Tax Expense/(Benefit)	-	-
Income tax expense / (benefit)	-	-

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 3: Income Tax Note (Continued)

Income tax benefit due to timing differences not brought to account. Deferred tax liability is reduced to nil by benefits attributable to tax losses not brought to account. The potential tax benefit will only be obtained if

- i. The entity derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised;
- ii. The entity continues to comply with the conditions for deductibility imposed by tax legislation; and
- iii. No changes in tax legislation adversely affect the entity in realising the benefit from the deductions for the losses.

Note 4: Cash and Cash Equivalents

	30 June 2022 \$	30 June 2021 \$
Cash at bank	6,106,586	1
Cash and Cash Equivalents	6,106,586	1

Note 5: Trade and Other Receivables

	30 June 2022 \$	30 June 2021 \$
GST receivables	37,610	-
Trade and Other Receivables	37,610	-

Note 6: Prepayments

	30 June 2022 \$	30 June 2021 \$
Insurance	11,450	-
Other Prepayments	33,631	-
Total Prepayments	45,081	-

Note 7: Exploration and Evaluation

	30 June 2022 \$	30 June 2021 \$
<i>Exploration and evaluation phase at cost</i>		
Acquisition cost	10,000,000	-
Transfer Duty	425,485	-
Exploration Capitalised	119,514	-
Total Exploration and Evaluation	10,544,999	-

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 7: Exploration and Evaluation (Continued)

The recoupment of exploration costs carried forward in relation to assets in the exploration phase are dependent on the successful development and commercial exploitation or sale of the respective area.

Note 8: Trade and other payables

	30 June 2022 \$	30 June 2021 \$
Trade creditors	34,456	-
Total Trade and other Payables	34,456	-

Note 9: Other Liabilities

	30 June 2022 \$	30 June 2021 \$
Accruals	44,723	-
PAYG withheld payable	40,380	-
Total other liabilities	85,103	-

Note 10: Issued Capital

	30 June 2022 \$	30 June 2021 \$
95,500,001 (30 June 2021: 1) fully paid ordinary shares	18,259,822	1

a). Ordinary shares

At beginning of the reporting period	1	-
Issue of share at incorporation	-	1
Issue of shares – acquisition of tenements	10,000,000	-
Issue of shares – initial public offer	9,000,000	-
Issue of shares – success fee	100,000	-
Less share issue costs	(840,179)	-
At reporting date	18,259,822	1

	No of Shares	No. of shares
At beginning of the reporting period	1	-
Issue of share at incorporation	-	1
Issue of shares – Acquisition of tenements	50,000,000	-
Issue of shares – capital raising	45,000,000	-
Issue of shares – success fee	500,000	-
At reporting date	95,500,001	1

Ordinary shares have no par value and participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. Every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 11: Earnings per share

	30 June 2022 \$	30 June 2021 \$
<i>Basic earnings per share</i>		
Loss after Income Tax	(3,040,490)	-
	Cents	Cents
Basic earnings per share	(4.35)	-
	Number	Number
Weighted average number of ordinary shares	70,120,548	1
Weighted average number of ordinary shares used in calculating basic earnings per share.		

Note 12: Share-based Payments

	30 June 2022 \$	26 May 2021 to 30 June 2021 \$
Option expense	(1,408,025)	-
Total Option expense	(1,408,025)	-

Movement and valuation of options

The movements in options during the year ended 30 June 2022 as follows:

	Numbers	Weighted average grant date fair value
Outstanding at the beginning of the period	-	-
Granted during the period	17,000,000	0.0828
Exercised during the period	-	-
Lapsed during the period	10,000,000	0.0828
Outstanding at the end of the period	7,000,000	0.0828
Exercisable at the end of the period	7,000,000	0.0828

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 12: Share-based Payments (Continued)

The following table details the number and weighted average grant fair value at grant date of options outstanding at the period end.

Grant date	Exercise price	Share price at grant date	Expiry date	Expected volatility	Risk-free interest rate	Weighted average grant date fair value
6/10/2021	\$0.30	\$0.20	6/10/2024	80%	0.265%	\$0.0828

Note 13: Reserves

	30 June 2022 \$	30 June 2021 \$
Share Based Payment Reserve		
Share Options issued	1,408,025	-
Lapsed options, transferred to accumulated losses	(828,250)	-
At the end of the period	579,775	-

The purpose of this reserve is to record the value of equity benefits provided to Directors as part of their remuneration.

Note 14: Auditors Remuneration

	30 June 2022 \$	30 June 2021 \$
Auditing or reviewing of financial reports	(13,775)	-
Preparation of limited assurance report	(10,000)	-
Non-audit services	(2,500)	-
Total	(26,275)	-

Note 15: Accumulated Losses

	30 June 2022 \$	30 June 2021 \$
Accumulated losses at the beginning of the financial year	-	-
Loss during the current year	(3,040,490)	-
Transfer of lapsed options	825,250	-
Accumulated losses at the end of the financial year	(2,212,240)	-

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 16: Operating segments

Identification of reportable operating segments

The Company has identified its operating segments on the internal reports that are reviewed and used by the Board of Directors in assessing performance and determining the allocation of resources.

The Company currently operates in one operating segment being mineral exploration and evaluation in Australia.

Reportable segments disclosed are based on aggregating leases where the evaluation and exploration interests are considered to form a single project. This is indicated by:

- having the same ownership structure; and
- exploration programs targeting the leases as an entity. Indicated by the use of the same exploration team, shared geological data and knowledge across the leases.

Unless otherwise stated, all amounts reported to the Board of Directors as the chief decision maker are determined in accordance with AASB 8 Operating Segments.

Note 17: Subsequent Events

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

Note 18: Related Party Transactions

Directors and key management personnel

Remuneration and other terms of employment of Directors and Other Key Management Personnel are formalised in an employment contract. The major provision of the agreements related to the remuneration are set out below

Agha Shahzad Pervez, Executive Director

- The CFO Consultancy Agreement commenced on 1 July 2021 and will continue until validly terminated in accordance with its terms.
- The Company has agreed to pay Horizon Corporate, an entity associated with Mr Pervez \$10,000 per month (exclusive of GST) which fees will be payable on and from the date of Admission. In addition, Horizon Corporate may bill the Company for additional fees for out-of-scope services to be agreed between the parties. The above amounts are inclusive of all taxes and superannuation amounts.
- Notice/ termination period; without cause 2 months, material change to engagement 1 month
- Effective 10 May 2022, Mr Pervez will be charging a director fee of \$4,400 per month (exclusive of GST), in addition to the CFO agreement.

Other related party transactions

There were no other related party transactions at 30 June 2022.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 19: Contingent Liabilities

Pursuant to the Hamersley Iron Ore Project Acquisition Agreement, on completion of the Acquisition the Company:

- a) issued 9,500,000 Performance Shares with Pathfinder entitled to receive 6,650,000 and Lockett entitled to receive 2,850,000 Performance Shares, each to convert into one (1) Share within 24 months upon the Company announcing to the ASX, a Preliminary Feasibility Study in relation to the Hamersley Iron Ore Project, confirming the Hamersley Iron Ore Project is commercially viable.
- b) agreed to pay Pathfinder a fixed royalty of USD\$0.70 per metric tonne of iron ore which is extracted and sold or otherwise disposed of from the area within the boundaries of the Hamersley Iron Ore Project (as those exist at the date of the Acquisition Agreement); and
- c) agreed to pay Lockett a fixed royalty of USD\$0.30 per metric tonne of iron ore which is extracted and sold or otherwise disposed of from the area within the boundaries of the Hamersley Iron Ore Project (as those exist at the date of the Acquisition Agreement).

There are no contingent assets at the reporting date.

Note 20: Key Management Personal

The aggregate compensation made to directors and other member of key management personal of the company are:

	30 June 2022	26 May 2021 to 30 June 2021
	\$	\$
Short term benefits	522,421	-
Share based payments	952,486	-
Total	1,474,907	-

Note 21: Commitments

	30 June 2022	30 June 2021
	\$	\$
Expenditure commitment	104,200	-
Total	104,200	-

Note 22: Minimum spend requirements

In order to maintain the company's tenement in good standing with the Western Australian Department of Mines, Industry Regulation and Safety, the company will be required to incur exploration expenditure under the terms of each licence. It is likely that the granting of new licences and changes in terms of each licence will change the expenditure commitment from time to time. Current expenditure commitment for Hamersley iron ore tenement M47/1450 is \$104,200.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 23: Cash Flow Reconciliation

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

	30 June 2022	26 May 2021 to 30 June 2021
	\$	\$
Loss after income tax	(3,040,490)	-
<i>Adjustment for non-cash items</i>		
Depreciation	28,809	-
Share based payment	1,408,025	-
<i>Increase/ (decrease) in:</i>		
(Increase)/decrease in receivables	(37,610)	-
(Increase)/decrease in prepayments	(45,081)	-
Increase/(decrease) in creditors and accruals	297,168	-
Net cash outflow from operating activities	(1,389,179)	-

Note 24: Non-cash investing and financing activities

	30 June 2022	26 May 2021 to 30 June 2021
	\$	\$
Additions to the right-of-use assets	61,217	-
Share issued for acquisition	10,000,000	-
Shares issued under employee share option plan	952,486	-
Total	11,013,703	-

Note 25: Financial Risk Management

The Entity's principal financial instruments comprise mainly of deposits with banks, receivable and payables.

The Entity manages its exposure to key financial risks, including interest rate and currency risk in accordance with the entity's financial risk management policy. The objective of the policy is to support the delivery of the Entity's financial targets whilst protecting future financial security.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 25: Financial Risk Management (Continued)

Primary responsibility for identification and control of financial risks rests with the Board. The Board reviews and agrees policies for managing each of the risks identified below.

1. Financial Risk Exposures and Management

The group's activities expose it to financial risks, market risk (including currency risk, fair value interest rate risk), credit risk, liquidity risk and cash flow interest rate risk. The level of activity during the financial year did not warrant using derivative financial instruments such as foreign exchange contracts and interest rate swaps to hedge certain risk exposures. Where relevant and appropriate, the Company will avail itself of appropriate hedging instruments in future financial years.

2. Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash to fund the group's activities. The directors regularly monitor the Company's cash position and on an on-going basis consider a number of strategic initiatives to ensure that adequate funding continues to be available.

The table below reflects all contractually fixed pay-offs and receivables for settlement, repayments and interest resulting from recognised financial assets and liabilities. The undiscounted cash flows for the respective upcoming fiscal years are presented. Cash flows for financial assets and liabilities without a fixed amount or timing are based on the conditions existing at 30 June 2022.

Maturity analysis of financial assets and liability based on management's expectation

The risk implied from the values shown in the table below, reflects a balanced view of cash inflows and outflows. Trade payables and other financial liabilities mainly originate from the financing of the day to day operations of the entity. These assets are considered in the entity's overall liquidity risk.

Year ended 30 June 2022	≤ 6 months \$	6-12 months \$	1-5 years \$	> 5 years \$	Total \$
Financial assets					
Cash and cash equivalents	6,106,586	-	-	-	6,106,586
	6,106,586	-	-	-	6,106,586
Financial liabilities at amortised cost					
Trade and other payables	34,546	-	-	-	34,546
Other Liabilities	40,380	-	-	-	40,380
	74,926	-	-	-	74,926

3. Interest Rate Risk

From time to time the Company has significant interest bearing assets, but they are as results of the timing of equity raisings and capital expenditure rather than a reliance on interest income. The interest rate risk arises on the rise and fall of interest rates. The Company's income and operating cash flows are not expected to be materially exposed to changes in market interest rates in the future and the expose to interest rates is limited to the cash and cash equivalents balances.

NOTES TO THE FINANCIAL REPORT FOR THE YEAR ENDED 30 JUNE 2022

Note 25: Financial Risk Management (Continued)

At reporting date, the entity had the following mix of financial assets and liabilities exposed to variable interest rate risk that are not designated in cash flow hedges:

	30 June 2022 \$	30 June 2021 \$
Financial Assets		
Cash and cash equivalents	6,106,586	1
Net exposure	6,106,586	1

4. Price Risk

The Company's exposure to commodity and equity securities price risk is minimal at present.

5. Net Fair Values

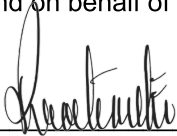
Due to short term nature of the receivables and payables the carrying value approximates the fair value.

DIRECTOR'S DECLARATION

In the Director's opinion:

1. The financial statements and notes set out on pages 21 to 40 are in accordance with the Corporations Act 2001, including:
 - a) complying with Australian Accounting Standards and Corporations Regulations 2001;
 - b) giving a true and fair view, the Company's financial position as at 30 June 2022 and of its performance for the period ended on that date
 - c) complying with International Financial Reporting Standards as disclosed in Note 1; and
2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
3. This declaration has been made after receiving the declaration required to be made to the directors in accordance with Section 295A of the Corporations Act 2001 for the financial year ended 30 June 2022.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors by

A handwritten signature in black ink, appearing to read 'Robert Martin', written over a horizontal line.

Robert Martin
Non-Executive Chairman
Dated: 15 September 2022

Independent Auditor's Report

To the Members of Equinox Resources Limited

Report on the Audit of the Financial Report*Opinion*

We have audited the financial report of Equinox Resources Limited ("the Company") which comprises the statement of financial position as at 30 June 2022, the statement comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

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

- (a) giving a true and fair view of the Company's financial position as at 30 June 2022 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

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

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Key Audit Matters

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

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Key Audit Matter	How our audit addressed the key audit matter
Carrying amount of exploration and evaluation asset Note 7	
<p>In accordance with AASB 6 Exploration for and Evaluation of Mineral Resources, the Group capitalises acquisition costs of rights to explore and applies the cost model after recognition.</p> <p>Our audit focussed on the Group's assessment of the carrying amount of the capitalised exploration and evaluation asset, because this is one of the significant assets of the Group.</p> <p>There is a risk that the capitalised expenditure no longer meets the recognition criteria of the standard. In addition, we considered it necessary to assess whether facts and circumstances existed to suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount.</p> <p>The group has one area of interest, the Hamersley Iron Ore Project in Western Australia.</p>	<p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> • We obtained an understanding of the key processes associated with management's review of the exploration and evaluation asset carrying values; • We considered the Director's assessment of potential indicators of impairment; • We obtained evidence that the Group has current rights to tenure of its area of interest; • We examined the exploration budget for 2023 and discussed with management the nature of planned ongoing activities; • We enquired with management, reviewed ASX announcements and minutes of Directors' meetings to ensure that the Group had not decided to discontinue exploration and evaluation at its area of interest: and • We examined the disclosures made in the financial report.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2022, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

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

Auditor's Responsibilities for the Audit of the Financial Report

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

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

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

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

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

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

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the directors' report for the year ended 30 June 2022.

In our opinion, the Remuneration Report of Equinox Resources Limited for the year ended 30 June 2022 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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



HLB Mann Judd
Chartered Accountants

Perth, Western Australia
15 September 2022



N G Neill
Partner

CORPORATE GOVERNANCE STATEMENT

The Board of Equinox Resources Limited are committed to achieving and demonstrating the highest standards of corporate governance. As such, the Company has adopted what it believes to be appropriate corporate governance policies and practices having regard to its size and the nature of its activities.

The Board has adopted the ASX Corporate Governance Principles and Recommendations which are complemented by the Company's core principles of honesty and integrity. The corporate governance policies and practices adopted by the Board are outlined in the Corporate Governance section of the Company's website <https://www.eqnx.com.au/corporate-governance/>

Equinox has reviewed its corporate governance practices against the Corporate Governance Principles and Recommendations (4th edition) published by the ASX Corporate Governance Council.

The 2022 corporate governance statement is dated 15 September 2022 and reflects the corporate governance practices in place throughout the 2022 financial period and subsequent IPO of the Company in mid-October 2021.

The 2022 corporate governance statement was approved by the Board on 15 September 2022. A description of the Company's current corporate government practices is set out in the Company's corporate governance statement which can be viewed on the Company's website.

The Company has also lodged an Appendix 4G with this Annual Report.

ADDITIONAL INFORMATION

Additional information required by Australian Securities Exchange Limited and not shown elsewhere in this Annual Report is as follows. The information is as at 9 September 2022.

Number of Holders of Equity Securities

Ordinary Shareholders

There are 95,500,001 fully paid ordinary shares on issue, held by 519 shareholders.

Twenty Largest Shareholders

	Shareholder Name	Fully Paid Ordinary Shares	
		Number	Percentage
1	Pathfinder Resources Limited	35,000,000	36.65
2	Lockett Fe Pty Ltd	15,000,000	15.71
3	Mr Bilal Ahmad	3,970,995	4.16
4	Mr Sufian Ahmad	3,645,000	3.82
5	Mr Marx Lin	2,100,000	2.2
6	Markovic Family No 2 Pty Ltd	2,000,000	2.09
7	Rimoyne Pty Ltd	1,531,000	1.60
8	Mr Sufian Ahmad	1,270,000	1.33
9	Rubi Holdings Pty Ltd <John Rubino Super Fund A/C>	1,250,000	1.31
10	Kobala Investments Pty Ltd <Fernando Edward Family A/C>	1,146,000	1.20
11	Mr Robert Velletri & Mrs Francine Lee Velletri <Robert Velletri Super A/C>	1,000,000	1.05
12	Diab Investments Pty Ltd <Diab Family A/C>	1,000,000	1.05
13	Eurovest Pty Ltd	877,500	0.92
14	Mr Ahmed Noman	762,000	0.80
15	Upsky Equity Pty Ltd <Upsky Investment A/C>	525,000	0.55
16	Kulowall Construction Pty Ltd	516,088	0.54
17	Barclay Wells Ltd <Nominee A/C>	500,000	0.52
18	Ahwaz Enterprises Pty Ltd	444,361	0.47
19	Mr Dean Brett Blankfield	400,000	0.42
20	IMCC Group Australia	400,000	0.42
		73,337,944	76.81

Voting Rights

Each member entitled to vote may vote in person or by proxy or by attorney and on a show of hands. Every person who is a member or a representative or a proxy of a member shall have one vote and on a poll every member present in person or by proxy or attorney or other authorised representative shall have one vote for each share held.

Holders Of Non-Marketable Parcels

There are 49 shareholders who hold less than a marketable parcel of shares.

ADDITIONAL INFORMATION (Continued)

Distribution of Shareholders

Spreads of Holdings	Number of Holders	Number of Units	% Of Total Issued Capital
1-1,000	10	1,451	0.00%
1,0001-5,000	70	228,707	0.24%
5001-10,000	86	782,958	0.82%
10,001-100,000	285	11,697,305	12.25%
100,001-999,999,999	68	82,789,580	86.69%
Total	519	95,500,001	100%

Substantial Shareholders

As at report date, the following shareholders are recorded in the Register as a Substantial Shareholders:

Name	No. of Shares
Pathfinder Resources Ltd	35,000,000
Lockett Fe Pty Ltd	15,000,000
Mr Sufian Ahmad	4,915,000

Share Buy-Backs

There is no current on-market buy-back scheme.

Options

Company had 7,000,000 unlisted options on issue with an exercise price of \$0.30 and an expiry date of 6 October 2024.

Unlisted options do not carry any voting rights.

Distribution of Option Holders

Details of Options \$0.30, expiry 06/10/2024 unlisted options

Spreads of Holdings	Number of Holders
1 - 1,000	0
1,0001 - 5,000	0
5,001 - 10,000	0
10,0001 - 100,000	0
100,001 - 999,999,999	5

Holders of greater than 20% or more of these unlisted options are as follows: -

Sixty Two Capital Pty Ltd 2,500,000, exercise price \$0.30, expiry 06/10/20224
Cannacord Equities Pty Ltd 2,500,000, exercise price \$0.30, expiry 06/10/20224

Distribution of Performance Shares

Details of Performance Shares

Spreads of Holdings	Number of Holders
1 - 1,000	0
1,0001 - 5,000	0
5,001 - 10,000	0
10,0001 - 100,000	0
100,001 - 999,999,999	2

ADDITIONAL INFORMATION (Continued)

Each Performance Share will, at the election of the holder, convert into one Share, subject to the Company announcing to the ASX a positive preliminary Feasibility Study in relation to the Hamersley Iron Ore Project, confirming the Hamersley Iron Ore Project is commercially viable. Performance shares expires on 6 October 2023.

The above performance shares are subject to ASX escrow restrictions until 13 October 2023.

Holders of greater than 20% or more of these unlisted options are as follows: -

Pathfinder Resources Ltd - 6,650,000 (70%)

Lockett FE Pty Ltd - 2,850,000 (30%)

Other Information

Equinox Resources Limited, incorporated and domiciled in Australia, is a public listed Company limited by shares.

Equinox Resources Limited has used its cash and assets in a form readily convertible to cash that it held at the time of listing, in a way consistent with its stated business objectives.

Restricted Securities

The following Company securities are subject to restriction, as detailed below:

Securities	Number	Escrow end date
Fully Paid Ordinary Shares	50,500,000	13/10/2023
Options (\$0.30)	7,000,000	13/10/2023
Performance Shares	9,500,000	13/10/2023

Schedule of Tenements

Project	Tenement ID	EQN's Interest
Hamersley Project	ML 47/1450-I	100%

