

Quarterly Activities Report

Battery Age Minerals Ltd (ASX: BM8, “Battery Age”, or the “Company”) wishes to provide the following summary of activities undertaken during the quarter ending 31 December 2022 (“December Quarter”).

During the December Quarter, the Company’s primary activities included obtaining shareholder approval for the proposed acquisition of the newly secured battery mineral projects (see ASX Announcement 28 October 2022) as well as works regarding the Company’s ASX relisting inclusive of a public offer to raise between \$6,500,000 and \$7,000,000 as per its prospectus dated 7 December 2022 (“Prospectus”).

As announced 28 October 2022, the Company entered into binding agreements to acquire, via two joint venture earn-ins and an acquisition, a portfolio of strategic exploration assets, on which the Company will explore for critical battery and semi-conductor minerals, comprising the Canadian based Falcon Lake Lithium Project, the Moroccan Tidili Copper Project and the Austrian Bleiberg Zinc-Lead-Germanium Project.

More details with respect to the key terms of the earn-in and acquisition agreements and conditions precedent are included in the Prospectus.

Annual General Meeting

The Company held its Annual General Meeting of Shareholders on the 16 December 2022 (“AGM”), resulting in approval of all 21 resolutions as presented to shareholders in the Notice of Meeting dated 16 November 2022.

Highlights from these approved resolutions included the renaming of the Company from “Pathfinder Resources” to “Battery Age Minerals” together with approval to progress with acquisition of the proposed strategic portfolio of battery mineral projects and capital raising.

Public Offer

During the December quarter and in order to finance the exploration of the new battery minerals project portfolio, the Company lodged its Prospectus on 7 December 2022 for the issue of between 16,250,000 and 17,500,000 fully paid ordinary shares at an issue price of \$0.40 per share to raise between \$6,500,000 and \$7,000,000 (before costs), together with 1 free attaching option for every 1 new Shares issued with an exercise price of \$0.50 and expiry date of 3 years from the date of issue (“Public Offer”).

ASX Suspension

Since the new project transactions will result in a significant change to the nature and scale of the Company's activities, the transactions required the Company's shareholders' approval under ASX Listing Rule 11.1.2 and also requires the Company to re-comply with Chapters 1 & 2 of the ASX Listing Rules in accordance with ASX Listing Rule 11.1.3.

The Company has received in-principal approval from the ASX for its relisting and Shareholder approval for the re-listing and re-compliance pursuant to the ASX Listing Rules was provided at the Company's recent AGM.

The Company requested a trading halt and subsequently a voluntary suspension of its securities in April 2022. The Company's securities will remain suspended until it re-complies with Chapters 1 and 2 of the Listing Rules.

The Company is continuing to work towards satisfying ASX's reinstatement conditions.

King Tut Project

During the December Quarter, no exploration activities were conducted.

Bloom Lake Project

During the December Quarter, no exploration activities were conducted.

Corporate

As per resolutions 2, 3, 11 and 12 approved at the Company's recent AGM, a number of director changes have been approved which will come into effect upon the Company's ASX relisting. At relisting, the Board will comprise of:

- Mr Robert Martin – Current Non-Executive Director and Proposed Non-Executive Chairman;
- Dr. Stephen Windle – Current Non-Executive Director;
- Mr Gerry Fahey – Proposed Non-Executive Director; and
- Dr. David Pevcic – Proposed Non-Executive Director.

It continues to be proposed that Mr Sufian Ahmad will resign as a director of the Company at the time of the Company's relisting.

Finance

The Appendix 5B quarterly cashflow report for the December Quarter is submitted separately.

The Group closed the December Quarter with a cash balance of \$233k. Exploration expenditure during the December Quarter totalled \$2k (unaudited).

Use of Funds

A comparison of the Company's actual expenditure since admission to the Official List of ASX on 30 October 2020 to 31 December 2022 against estimated expenditure in the use of funds statement in the Prospectus is set out below in accordance with ASX Listing Rule 5.3.4. The table also shows the Company's expenditure for the December Quarter, as required by ASX Listing Rule 5.3.1:

	2020 Prospectus	Expenditure since admission	December Quarter
Preliminary on ground exploration at the King Tut Project	598,169	528,755	-
Drilling at the King Tut Project	2,340,422	151,609	2,455
King Tut Project management costs	400,000	380,183	-
Repayment of debt to creditors	550,000	579,951	-
M&A budget for complementary assets	749,859	639,879	116,484
Expenses of the Offers ¹	510,000	860,817	-
Administration costs	700,000	1,828,444	159,493
Working capital ²	460,051	1,105,950	7,970
	6,308,501	6,075,588	286,402

1. Expenses of the Offers – variance \$350,817

As reported in the quarter ended 31 December 2020, this line item includes additional legal, compliance and regulatory costs associated with the offer.

2. Working Capital – Legal Fees Airguide

Included against the Working Capital budget are the legal fees associated with the defence of the Airguide claim and filings as required by SIAC prior to commencement of the Arbitration Hearing.

Payments to Related Parties

Pursuant to section 6 of the Company's Appendix 5B, and as required under ASX Listing Rule 5.3.5, during the December Quarter the Company paid \$16k to current Directors and their associates. This comprised of \$11k of remuneration paid to directors, and \$5k for the office rent paid to a company associated with Mr. Sufian Ahmad.

Capital Structure

The capital structure at the end of the December Quarter is as follows:

- 57,968,163 Ordinary Shares on issue.
- 7,000,000 Performance Shares on issue.

The Company did not issue any new securities during the December Quarter.

Interests in Mining Tenements at 31 December 2022

Location	Tenement Reference	Nature of Interest	% Held
Western Australia ¹	M47/1450	Granted	36.5%
Canada, Bloom Lake ²	221266, 221267, 229223 243759, 251792, 251793 251794, 287807, 308044 325202, 336173, 582713 582714, 716167 ³ , 716168 ³ , 716165 ³ , 716166 ³ , 716170 ³ , 716171 ³ , 716169 ³	Granted	100%
Canada, Ontario ²	727287 to 727452 ⁴	Granted	100%

Location	Tenement Reference	Nature of Interest	% Held
Argentina ³	168-L-1939	Granted	100%
	66-C-2005	Granted	100%
	28-L-2011	Pending approval	100%

1. Battery Age's interest in the Hamersley Iron Ore Project is held indirectly by way of its investment held in Equinox Resources Limited.
2. Battery Age's interest in the Tenements located in Canada are held through its wholly owned subsidiary 2650076 Ontario Inc.
3. Battery Age's interest in the Tenements located in the La Rioja Province in Argentina are held through its wholly owned subsidiaries Blue Gold Mining Pty Ltd (BGM) and Sandrino Gold Pty Ltd (SG) which, through their respective Argentine subsidiaries Tres Elementos SA (TESA) and Tecno Minera SA (TMSA), collectively own the Tenements the subject of the King Tut Project.

- END -

Release authorised by the Board of Battery Age Minerals Ltd.

Contacts

Investors / Shareholders

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Chief Executive Officer
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Compliance Statement

This quarterly report contains information on the King Tut and Bloom Lake Projects extracted from an ASX market announcements dated 8 December 2022, 28 October 2022, 23 February 2021, 16 August 2021, 17 August 2021, 29 October 2021, 4 February 2022 and 15 March 2022 released by the Company and reported in accordance with the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code). The original market announcement is available to view on www.batteryage.au and www.asx.com.au. Battery Age is not aware of any new information or data that materially affects the information included in the original market announcement and, in the case of estimates of Mineral Resources (as that term is defined in the JORC Code) that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

Forward Looking Statements

Information included in this release constitutes forward-looking statements. Often, but not always, forward looking statements can generally be identified by the use of forward looking words such as "may", "will", "expect", "intend", "plan", "estimate", "anticipate", "continue", and "guidance", or other similar words and may include, without limitation, statements regarding plans, strategies and objectives of management, anticipated production or construction commencement dates and expected costs or production outputs. Forward looking statements inherently involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance and achievements to differ materially from any future results, performance or achievements. Relevant factors may include, but are not limited to, changes in commodity prices, foreign exchange fluctuations and general economic conditions, increased costs and demand for production inputs, the speculative nature of exploration and project development, including the risks of obtaining necessary licenses and permits and diminishing quantities or grades of reserves, political and social risks, changes to the regulatory framework within which the company operates or may in the future operate, environmental conditions including extreme weather conditions, recruitment and retention of personnel, industrial relations issues and litigation. Forward looking statements are based on the Company and its management's good faith assumptions relating to the financial, market, regulatory and other relevant environments that will exist and affect the Company's business and operations in the future. The Company does not give any assurance that the assumptions on which forward looking statements are based will prove to be correct, or that the Company's business or operations will not be affected in any material manner by these or other factors not foreseen or foreseeable by the Company or management or beyond the Company's control. Although the Company attempts and has attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in forward looking statements, there may be other factors that could cause actual results, performance, achievements or events not to be as anticipated, estimated or intended, and many events are beyond the reasonable control of the Company. Accordingly, readers are cautioned not to place undue reliance on forward looking statements. Forward looking statements in these materials speak only at the date of issue. Subject to any continuing obligations under applicable law or any relevant stock exchange listing rules, in providing this information the company does not undertake any obligation to publicly update or revise any of the forward-looking statements or to advise of any change in events, conditions or circumstances on which any such statement is based.

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

BATTERY AGE MINERALS LTD

ABN

80 085 905 997

Quarter ended ("current quarter")

31 December 2022

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	(2)	(13)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(72)	(180)
	(e) administration and corporate costs	(204)	(444)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	-	-
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Other (provide details if material)		
	- Settlement of Litigation	-	-
1.9	Net cash from / (used in) operating activities	(278)	(637)
2.	Cash flows from investing activities		
2.1	Payments to acquire or for:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	(8)	(8)
	(d) exploration & evaluation	-	-
	(e) investments	-	-
	(f) other non-current assets	-	(51)

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(8)	(59)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	-	-

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	519	929
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(278)	(637)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(8)	(59)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	233	233

5. Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1 Bank balances	233	519
5.2 Call deposits	-	-
5.3 Bank overdrafts	-	-
5.4 Other (provide details)	-	-
5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)	233	519

6. Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1 Aggregate amount of payments to related parties and their associates included in item 1	(11)
6.2 Aggregate amount of payments to related parties and their associates included in item 2	(5)
<i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i>	

7.	Financing facilities <i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1	Loan facilities	-	-
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	-	-
7.4	Total financing facilities	-	-
7.5	Unused financing facilities available at quarter end		
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		

8.	Estimated cash available for future operating activities	\$A'000
8.1	Net cash from / (used in) operating activities (item 1.9)	(278)
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	-
8.3	Total relevant outgoings (item 8.1 + item 8.2)	(278)
8.4	Cash and cash equivalents at quarter end (item 4.6)	233
8.5	Unused finance facilities available at quarter end (item 7.5)	-
8.6	Total available funding (item 8.4 + item 8.5)	233
8.7	Estimated quarters of funding available (item 8.6 divided by item 8.3)	0.84
	<i>Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.</i>	
8.8	If item 8.7 is less than 2 quarters, please provide answers to the following questions:	
8.8.1	Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
	Answer: No, the current quarter net operating cash flows included a number of costs associated with the review of potential acquisitions and compliance costs.	
8.8.2	Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
	Answer: Yes, the Company lodged a Prospectus on 7 December 2022 to raise between \$6,500,000 and \$7,000,000 (before costs) of additional capital. The Company has received applications in excess of the minimum subscription amount and will be successful in completing its capital raising.	
8.8.3	Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?	
	Answer: : Yes, as stated in 8.8.2.	
	<i>Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.</i>	

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 30 January 2023

Authorised by: The Board of Battery Age Minerals Ltd
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.