Annual Report

FOR THE PERIOD ENDED

31 December 2022

Matador Mining Ltd and Controlled Entities

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Corporate Directory

Directors	Mr Justin Osborne – Non-executive Chair Mr Sam Pazuki – Managing Director and CEO Dr Nicole Adshead-Bell – Non-executive Director Mrs Carol Marinkovich – Non-executive Director Mr Kerry Sparkes – Non-executive Director
Company secretary	Mrs Carol Marinkovich
Principal place of business	24 Hasler Road Osborne Park WA 6017 Tel: +61 8 6117 0478 Email: info@matadormining.com.au
Share registry	Automic Registry Services Level 5, 126 Philip Street Sydney NSW 2000 Tel: +61 2 9698 5414 / 1300 288 664 Email: hello@automic.com.au
Auditor	Ernst & Young 11 Mounts Bay Road Perth WA 6000 Tel: +61 8 9429 2222
Stock exchange listing	Australian Securities Exchange (ASX) – code MZZ OTCQB in the United States (OTC) – code MZZMF Frankfurt Stock Exchange (FSE) – code MA3
Website	www.matadormining.com.au
	Matador Mining Limited ACN 612 912 393

All dollar figures are expressed in Canadian dollars unless otherwise stated.

Chair's Letter to Shareholders

Dear Shareholders,

We are very excited for what the future has in store for shareholders. Over a short period of time through the second half of 2022, we underwent considerable change and are now on the way to emerging as a new company with a clear focus on making discoveries in one of the last remaining unexplored top-tier jurisdictions. This is an exciting time for Matador and its shareholders and for me, I am reminded of my early days at Gold Road Resources where a pivoted strategy away from historic resource projects, based on two years of data compilation and targeting, quickly resulted in a major gold discovery. I'm hopeful at the very least we have some of our own luck at Matador where I think we have developed some of the best gold targets in a Greenfields setting I have seen. The is no doubt we have a lot of work ahead of us, but with our talented and dedicated team I have all confidence we will give it our best shot at that elusive World Class discovery.

We have the right Board, management, team and land package to provide the opportunity to make major gold discoveries, advance them through the project life cycle and drive long-term shareholder value. Our focus is on discovery to the benefit of shareholders and all stakeholders.

I would like to recap some important changes to the Board that took place in the second half of 2022. I took the role of Non-executive Chair on 1 August 2022, having previously served as a Non-executive Director since 2 June 2020. A month later we announced the appointment of Kerry Sparkes as a non-executive director, bringing a wealth of geological, industry and local Newfoundland experience. On 31 October 2022, we farewelled Ian Murray who retired from the board to pursue new opportunities. I thank Ian personally and on behalf of all shareholders for the diligence and vision he showed over his time with the Company as Executive Chair and non-executive director. Finally, we welcomed Carol Marinkovich to the Board on 1 March 2023, after two and a half years as a Company Secretary.

I would like to extend my thanks to my fellow board members and management team for the warm welcome to my new role as Chair and for their continuous commitment and focus on advancing Matador's vision and objectives. The Board would like to express appreciation to all shareholders for their continued support.

The exciting developments of our Greenfields exploration strategy did not go unnoticed. In October 2022, Canadian-listed gold major, B2Gold, made a private, non-brokered investment in Matador marking the first time in their history that they have made a strategic equity investment in a junior company. It was also their first investment in Canada and the first time a major gold miner invested in Newfoundland in over two decades. B2Gold's track record speaks for itself, with a long history of creating shareholder value through the discovery and development of gold projects globally while maintaining highest standards financially, environmentally, and socially. We are looking forward to a collaborative relationship going forward with a commitment to working together in unlocking the value of our business.

The investment from B2Gold came after a successful capital raising via an A$5 million share placement to institutional, professional, and sophisticated investors, including two large North American resource funds and some of the Company's largest existing shareholders. A concurrent Share Purchase Plan (SPP) raised an additional A$2.9 million, from A$3.9 million in demand, far exceeding our initial goal of A$1 million. The combined capital raise, SPP, and B2Gold's strategic investment, allowed the Company to end calendar 2022 with a robust cash balance of approximately C$8.3 million (A$9.0 million) setting us up for an active exploration program through 2023.

Our exploration continues to advance positively following our strategic pivot to focus on prospective, underexplored new areas such as Malachite, Hermitage, and Bunker Hill.

Our primary focus has been on Malachite, located 40 kilometres northeast of Central Zone, which we believe presents an ideal area for gold deposit formation given its complex array of geological structures and features first identified in the Company's aeromagnetic surveys completed in 2021, with prospectivity only enhanced by successful geochemical programs completed to the middle of 2022 which defined regional scale gold anomalies. The area covered by the geochemical anomalies and geophysical signatures is vast, and larger even than the footprint of the five-million-ounce Valentine Lake deposit at Marathon Gold, also on the Cape Ray Shear Zone further to the north-east.

Given the high quality of the data collected and the perceived potential of the targets generated, in mid-2022, Matador decided to prioritise focus on Malachite, and several other promising Greenfields targets. A comprehensive geological mapping, rock chip sampling, and prospecting program was completed in the Malachite area through 2022.

Subsequently, the Company announced the start of drilling at Malachite based on encouraging results received. A helicopter-supported drilling program comprising a planned 3,000 metres of diamond drilling across three focus areas commenced late in the year. However, weather and logistical issues limited this to 1,740 meters of drilling on three focus areas. Encouragingly these diamond drill holes, the first ever in the large, under-explored Malachite target area, confirmed the presence of primary gold in bedrock for the first time, further strengthening our belief in the prospectivity of the area.

We look forward to what we might uncover through 2023 as we seek to follow-up on the positive results we achieved so far. I look forward to supporting the team through the continued transition to Greenfields exploration and discovery in these frontier areas which have seen very little previous exploration work.

On behalf of the Matador Board, I would also like to express gratitude to the Government of Newfoundland and Labrador, the town councils of Port aux Basques and Isle aux Morts and other nearby communities, and the Miawpukek and Qalipu First Nations for their interest, support, and to also thank all the contractors and advisors working in the area for their assistance on the project.

Yours faithfully

Justin Osborne
Non-Executive Chair
30 March 2023

Managing Director and CEO Letter to Shareholders

Dear Shareholders and other stakeholders,

I am excited at the prospect of making Newfoundland's next big gold discovery, and in a meaningful way create long-term, sustained value for you. This is the backbone of our strategy – to make the right decisions through prudent capital management and allocation that in turn, lead to discoveries that grow the value of our business. I believe we will differentiate ourselves from many others on the island and in the junior exploration world by taking this approach and respecting shareholder capital. At the end of the day, we are running a business and our business needs to grow in a tangible way. There is no other sustained way and your support in this journey is paramount.

When I was appointed Managing Director and CEO on the first of May last year, I believed that I was joining a business with immense potential to grow. Nearly a year later, my conviction in the business has only become stronger. Not only do we have a sizeable land package, but also a land package in the right geological setting with many of the key ingredients required to make major gold discoveries.

We have a fantastic team of professionals who are staunchly focused on delivering shareholder value. They immediately embraced the change in strategy to focus on Greenfields exploration, moving away from our current resource corridor, to new, vast areas underexplored along the major Cape Ray Shear Zone. After two years of base data collection, they made this pivot safely and efficiently, and the results delivered over the course of the Canadian summer and autumn 2022 exceeded my expectations.

Our strategic refocus to Greenfields exploration on highly prospective ground that has the potential to drive long-term shareholder value creation has already started to bear fruit and sets the stage for 2023. We expect to continue systematically exploring Malachite as well as other target areas of interest including Hermitage, Long Range, Bunker Hill and Grandy's.

We completed a diamond drilling program which included the first ever drill holes in the Malachite target area. In early 2023, we received assays from this drilling, which demonstrated the presence of gold in basement coincident with a suite of important pathfinder elements. These are all positive results, and when combined with the fact that Malachite has many attributes we might associate with large-scale gold deposits, gives us even more confidence in the work we are doing and the strategy we have in place.

What is unique about our portfolio in Newfoundland can be summed up anecdotally from a conversation I had with a large buy-side portfolio manager who asked what the back-up plan was for Matador if Malachite did not deliver the major discovery we are currently seeking.

It's a great question and the reality of exploration is that there are no guarantees. I explained to this gentleman that Malachite is a very large area and we have barely even scratched the surface however, if we are unsuccessful in achieving our objectives in this target area then we have at least four to five other Malachite-sized target areas within our portfolio. We have no shortage of prospective ground to explore with our objective to make major discoveries – this is an incredibly exciting attribute afforded to us and our shareholders.

As a fledgling exploration company without revenue, the Company's success and the timeline for success depend on our ability to secure funding through access to capital markets and the discovery of economic and sizable mineral resources, both of which are not guaranteed. It is critical that as a business, we do the right things to attract foundational investors who will support the growth of our business. We appreciate you are sharing in this vision as you offer your continued support for our strategy.

The Company has built a respectable shareholder register comprising some of the largest resource investors in both Australia and North America. In 2022, we welcomed the addition of two large resource funds based in Toronto, and then B2Gold with their first ever strategic investment. B2Gold is a major gold producer with a strong track record of making big discoveries, building their own projects and operating to the highest of environmental and social standards globally. They have a top-notch team, and we look forward to their involvement in new major discoveries in Newfoundland.

To further de-risk our funding requirements and to drive shareholder value, the Company is seeking to enhance the capital structure and expand our access to funding through new capital markets. As such, we will be seeking opportunities to become a dual-listed entity across the Toronto Stock Exchange as well as the Australian Stock Exchange. In addition to capital access, this will assist the introduction of new investors and advisors with intimate knowledge and understanding of the culture and resource potential of Newfoundland.

Last year was a challenging year for the gold industry, particularly in the junior end of the spectrum. Despite the challenges, the Company finds itself in a much stronger standing than most of our peers currently operating in Newfoundland. Given this relative strength we will also seek out external, value-adding opportunities through a strategic and prudent approach to regional consolidation. There are too many companies in our industry competing with one another for a limited pool of labour, supplies, equipment, and capital. Consolidation is critical to our industry's relevance in the broader sense of the global market and presents the Company with tremendous growth opportunity.

Thank you to all owners of Matador. We appreciate your ongoing support and commitment to the business. This is a journey that will take time to eventuate to what we all believe to be a formidable business in the mining industry. The journey will be challenging and not without risk, however we expect the reward to be worth it. Together with the Board, we are committed to building long-term shareholder value.

I would like to say a special thank you to all local stakeholders including First Nations in Newfoundland for your support over the years. We are committed to continued investment in Newfoundland and making the new discoveries that we hope will transition to sizeable mining operations that operate for many years. We are appreciative of the Government of Newfoundland and Labrador's continued support of Matador and the mineral extractives industry. We, along with the industry, welcome your commitment to a clear roadmap for a responsible mineral extractives industry. It gives us all, along with investors, the confidence to make continued investments in your incredible Province.

Yours sincerely

Sam Pazuki
Managing Director and Chief Executive Officer
30 March 2023

FIGURE 1: DIAMOND DRILLING AT MALACHITE

Review of Operations

Corporate Overview

Company Profile

Matador Mining ("Matador" or the "Company") is an Australian Corporation listed on the Australian Stock Exchange ("ASX") under the ticker "MZZ". Additionally, the Company is listed in the United States through the OTCQB trading platform under the symbol "MZZMF", and on the Frankfurt Stock Exchange under the ticker "MA3".

Matador is a junior exploration company with principal assets located in Newfoundland and Labrador ("Newfoundland"), Canada. Matador is the only ASX-listed gold stock operating in Newfoundland, which is a top-tier, emerging jurisdiction with limited historical gold exploration and investment.

The Company is well-placed with a significant tenement package predominately on the Cape Ray Shear Zone ("CRSZ"), the largest known gold structure in the province, and which hosts Marathon Gold's ("Marathon") 5.1-million-ounce Valentine Lake gold Resource. Matador is one of only four gold companies in Newfoundland with a reported gold Resource, with a current JORC-compliant Mineral Resource of 837,000 ounces of gold grading 2 g/t. Nearly all this Mineral Resource occurs within 150 metres of surface and is all hosted in the CRSZ.

The Company's tenements include 120-kilometres of continuous strike along the CRSZ and 27-kilometres of continuous strike on the Hermitage Flexure, the second largest known gold structure on the island.

The Company is well supported with key strategic and institutional shareholders, which includes B2Gold Corp, a million-ounce per year gold producer with a long, rich history of exploration, development and operating success globally.

Corporate Strategy

The Company's strategy is to grow the value of its business by making significant gold discoveries in Newfoundland.

To achieve this, the Company will make prudent long-term decisions that are in the best interest of the business and its owners and based on best quality technical information and geological thinking while overlaying commercial considerations. The Company will make measured, risk-based decisions to control what it can while managing risks inherent to the industry.

A major tenet of the Company's success will be structuring the corporation in a way that attracts continued support from existing shareholders yet remains attractive to new shareholders through broad access to capital markets including access to the Toronto Stock Exchange ("TSX").

The Company's strategy of building long-term shareholder value can be described more specifically by the following key actions:

1. **Exploration:** Advance Greenfields exploration targets using a systematic approach to exploration that is balanced with commercial considerations and underpinned by a decision-making process that are based on return-on-investment metrics;
2. **Measuring Success:** Focus on making new, multi-million-ounce gold discoveries designed to unlock long-term shareholder value;
3. **Corporate Structure:** Redomicile as a Canadian company and use this new vehicle to enhance the capital structure and expand access to new capital markets through a dual listing (ASX & TSX);
4. **Consolidation**: Take a strategic and prudent approach to regional consolidation; and
5. **Partnerships:** Enhance internal and external engagements to ensure the Company has the right partners through the journey to success.

Financial Overview

The Company finished 2022 with C$8.3 million (A$9.0 million) in cash following the Canadian autumn drilling program.

In July 2022, the Company successfully completed a capital raising, yielding gross proceeds of A$5 million through a share placement to institutional, professional and sophisticated investors. Several major investors participated in this capital raising including some of the Company's largest existing shareholders as well as two new, large North American resource funds.

In conjunction, the Company ran a Share Purchase Plan ("SPP") in August 2022, with applications totalling approximately A$3.9 million, exceeding the Company's initial target raise of A$1.0 million. Given the strong demand, the Board resolved to accept a total sum of A$2.9 million from the SPP process.

The proceeds from the capital raising and SPP have been primarily used to advance the Company's Greenfields exploration program. Work is planned and ongoing, specifically on drill target generation and diamond drilling focused on the high-priority Malachite target area, and more generally on additional priority targets including Grandy's, Long Range, Bunker Hill and Hermitage. The funding is also supporting general corporate working capital purposes.

In October 2022, the Company announced a private, non-brokered A$3.6 million strategic investment by B2Gold. As part of the transaction, B2Gold agreed to subscribe for and purchase 31,010,290 fully paid ordinary shares ("Shares") at a price of A$0.1162 per share for aggregate gross proceeds of A$3,603,396, representing approximately 9.9% of Matador's outstanding Shares (on an undiluted basis).

In accordance with Matador's listing requirements under ASX Listing Rule 7.1 and 7.1A, B2Gold's strategic investment was structured in two tranches with the second tranche requiring Shareholders' approval by resolution at Matador's Annual General Meeting ("AGM") which was held on 28 November 2022. This resolution was passed by shareholders at the meeting and placement was subsequently completed.

The Company closed the 2022 calendar year with a cash balance of C$8.3 million.

Strategic partnership with B2Gold

In connection with the strategic investment, B2Gold and Matador have entered into an investor rights agreement ("Investor Rights Agreement"), whereby, Matador will form a three-person Management Technical Committee comprising of one representative appointed by B2Gold (provided that B2Gold's ownership of Matador remains equal to or greater than 5%). The Management Technical Committee will advise on Matador's exploration programs in Newfoundland (subject always to the fiduciary and statutory obligations of the Matador Board of Directors). Further, funds from B2Gold's strategic investment will be applied solely at Malachite unless otherwise directed by B2Gold.

Under the Investor Rights Agreement, subject to shareholder approval under Listing Rule 7.1, B2Gold have a five-year option to subscribe for a further 39,105,524 additional subscription Shares at a price per Share equal to the volume-weighted average price for Shares for the five-day period ending on the trading day immediately prior to the date of exercise ("Additional Subscription Option").

Change of financial year-end date

In December 2022, the Company announced the decision to change its financial year-end date from 30 June to 31 December in accordance with section 323D(2A) of the Corporations Act 2001 (Cth). The change in fiscal year to align with the calendar year provides the Company with better alignment of exploration activities with financial budgeting and reporting including timing of year-end financial audit. Further, the Company is a recipient of Canadian exploration financing programs, such as flow-through share financing, that align with the Canadian taxation calendar year. Previously, the Company's financial year commenced on 1 July and ended on 30 June.

Change in functional and presentation currency

As the Group has moved management from Australia to Canada, major cash outflows are now denominated in Canadian Dollars. On this basis, the parent entity has changed its functional currency to Canadian Dollars, effective 31 December 2022.

The Directors elected to change the Group's presentation currency from Australian dollars ("A$") to Canadian dollars ("C$"). The financial report for the six-month period ended 31 December 2022 is the first financial report with results in C$. The Directors believe that the change provides investors and other stakeholders with a clearer and more reliable understanding of the Group's global business performance as a whole and is more comparable to the Company's peers, many of which are presented in C$. The change is accounted for retrospectively and, as such, comparative information has been restated in C$.

Cape Ray Shear Zone Tenements – Overview

Matador's CRSZ tenements cover approximately 120 kilometres of continuous strike along the highly prospective, yet vastly under explored area in southwestern Newfoundland, Canada. The CRSZ tenements host current JORC Mineral Resources of 837,000 ounces of gold at 2 g/t Au, across four deposits, all of which are within 12.5 kilometres of strike (Figure 2).

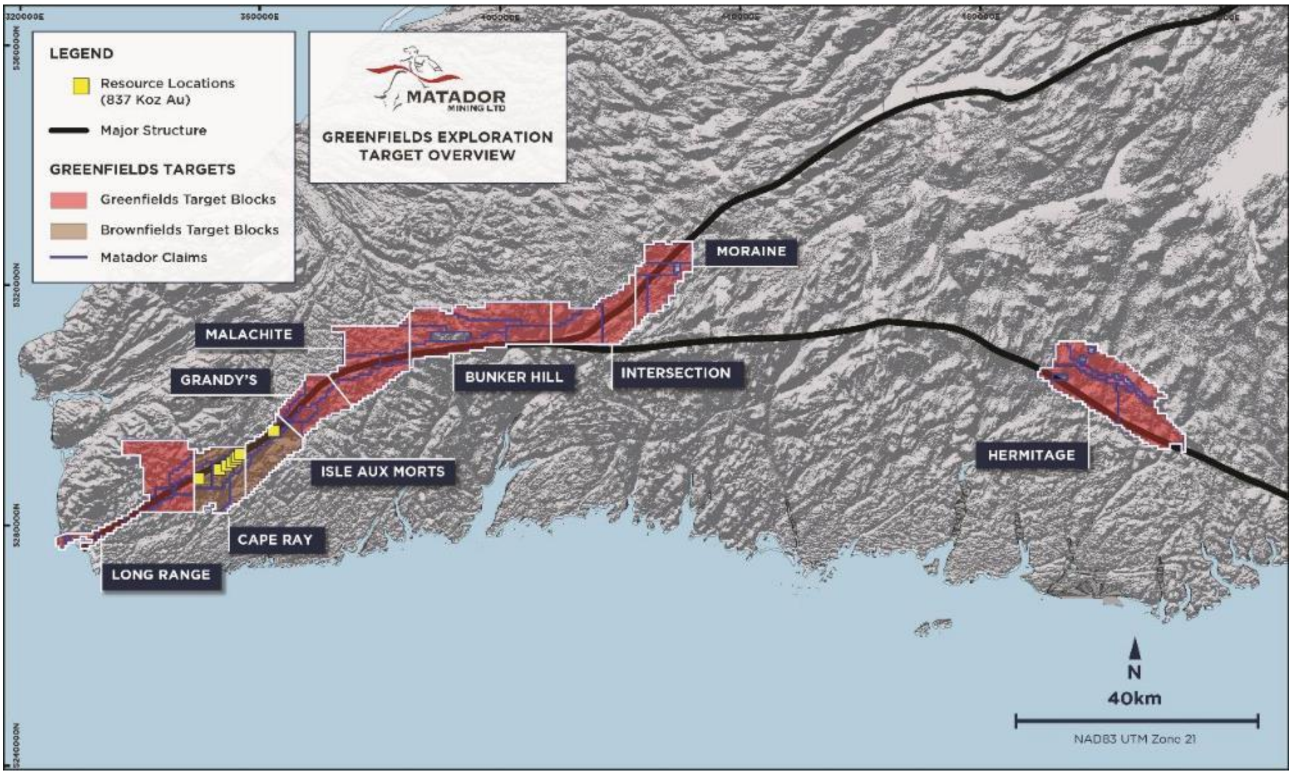

FIGURE 2: LOCATION OF MATADOR'S EXPLORATION TENEMENTS

In May 2022, following two years of data gathering and compilation run in parallel to resource permitting activities, the Company modified its exploration strategy to focus totally on Greenfields targets with the potential to host multi-million-ounce deposits. The change in strategy was considered better aligned with the Company's objective of making discoveries that maximise shareholder returns.

Malachite Target Area

Following interpretation of the detailed phase one aeromagnetic survey undertaken in the first half of 2021, the Company identified Malachite as a priority area of interest (Figure 3).

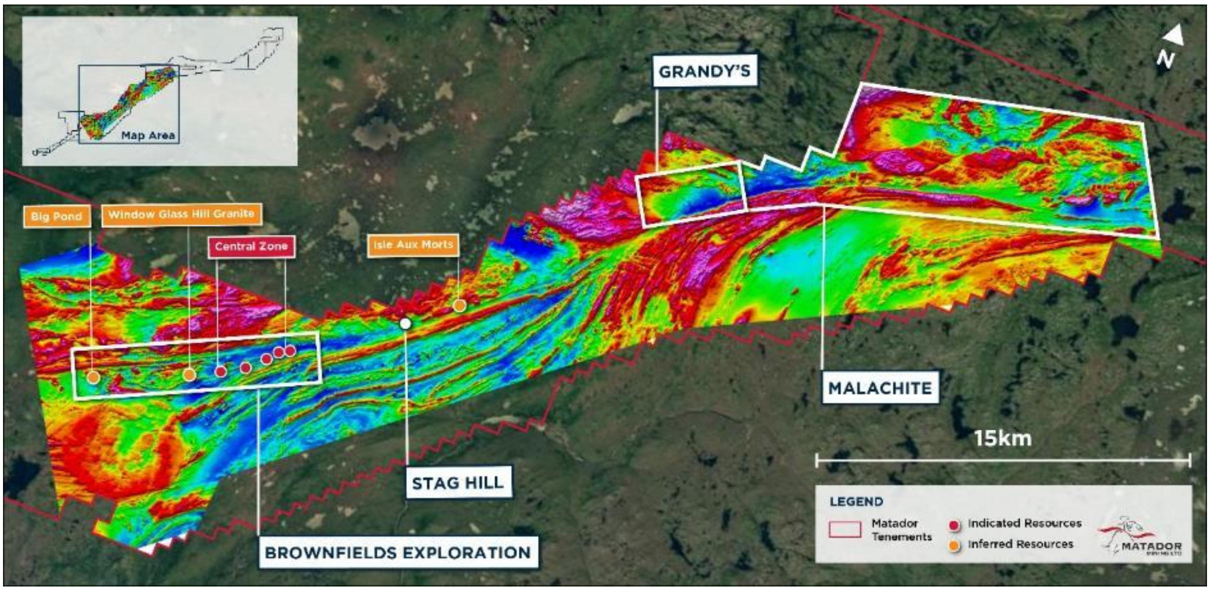

FIGURE 3: PHASE ONE HIGH RESOLUTION MAGNETICS AND PRELIMINARY GREENFIELDS TARGETING OUTCOMES

The Malachite area is situated in the centre of the Company's contiguous 120-kilometre-long CRSZ tenements. Malachite is coincident with the largest regional flexure along this multi-million-ounce corridor, which also hosts Marathon's 5.1-million-ounce gold Valentine Lake deposits, and the Company's current 837,000 ounces gold Mineral Resources. Malachite is considered geologically prospective with several large arrays of interpreted faults and shear zones splaying off the CRSZ and wrapping around multi-phase intrusions and other prospective host rocks. It is also an area that is underexplored with no historical drilling.

In late 2021 and early 2022, Matador completed an extensive till sampling program across Malachite in two stages. In addition to conventional one-kilogram till geochemistry samples collected at a 400 x 100 metre spacing, the Company collected 12-kilogram till samples on a 400 x 400 metre sample location grid which were submitted for detailed gold grain analysis.

The top two priority targets identified in the 2021 regional till sampling program at Malachite were followed up with infill and extensional till sampling during the September quarter. Results received from this program delivered the highest gold grain sample ever recorded from the CRSZ tenements, with a peak count of 1,201 gold grains (MT002553) which has a calculated equivalent of 1,928 ppb Au (1.9 g/t Au). Additionally, 97% of the grains were characterised as "pristine". This sample was taken 15 metres to the south of the previous peak result of 716 gold grains (Figures 4 and 5).

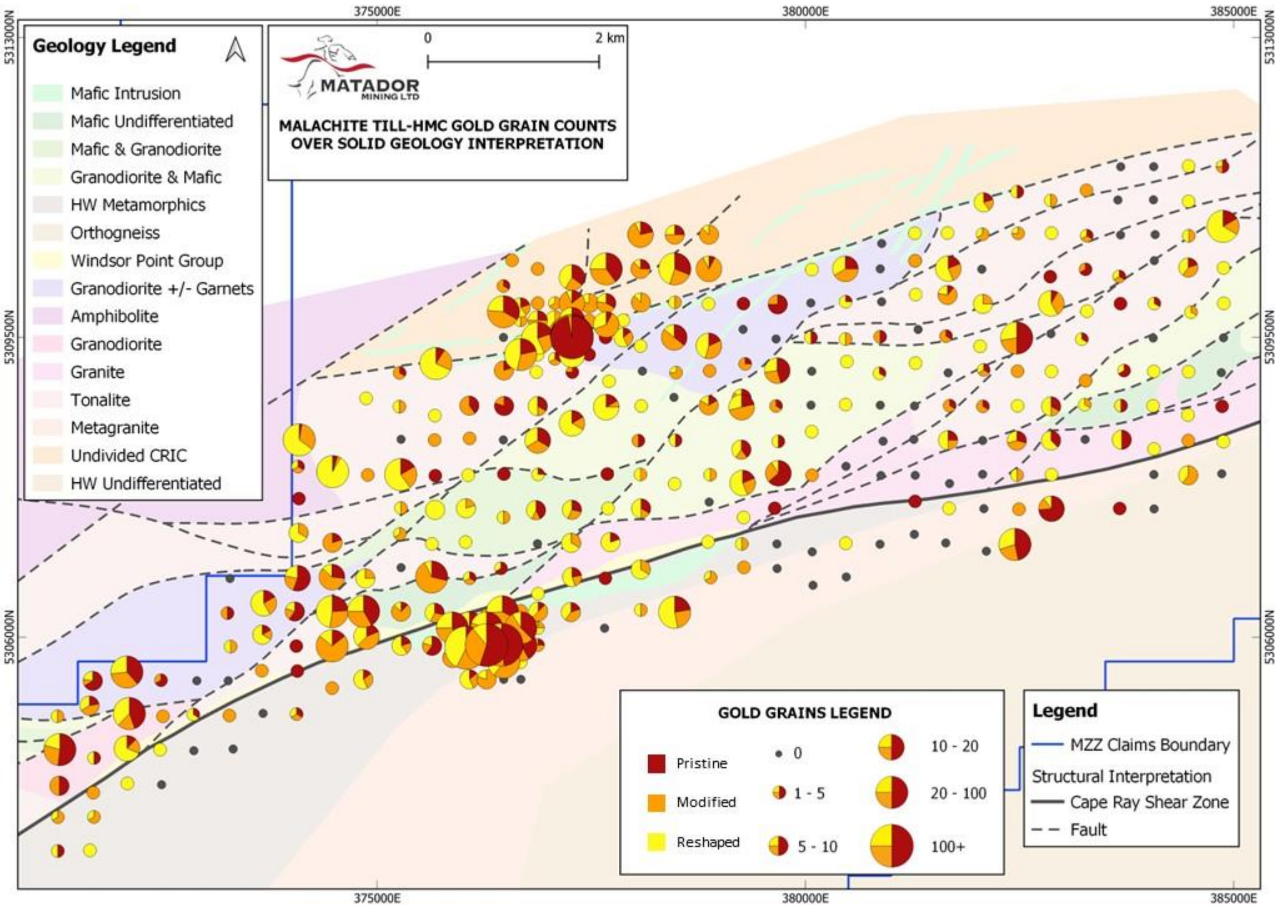

FIGURE 4: TOTAL GOLD GRAIN ABUNDANCE IN HEAVY MINERAL CONCENTRATE ("HMC") TILL SAMPLES HIGHLIGHTING THE PROPORTION OF PRISTINE: MODIFIED: RESHAPED GRAINS

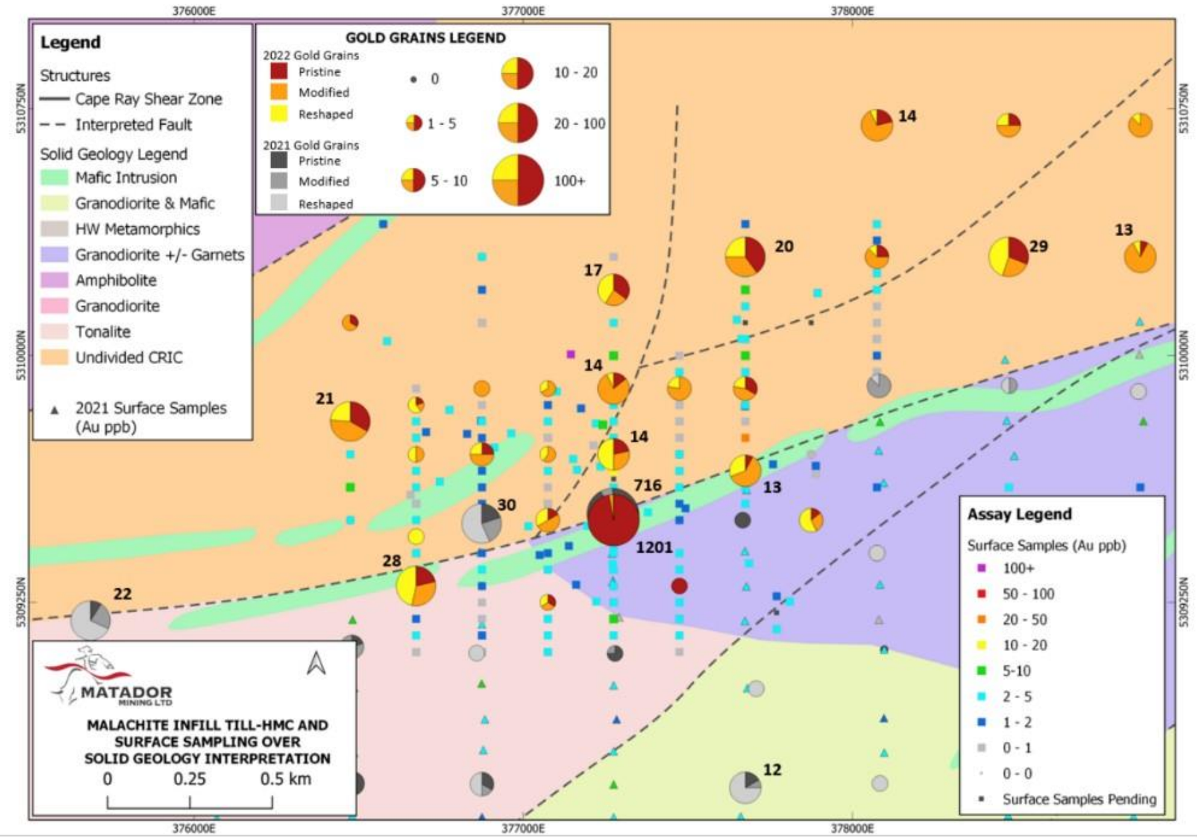

FIGURE 5: PEAK GOLD GRAIN ANOMALIES (>10 GRAINS) AND TILL GEOCHEMISTRY (AU PPB ANOMALIES) FROM THE 2022 INFILL AND EXTENSION SAMPLING PROGRAM SUPERIMPOSED ON THE UPDATED SOLID GEOLOGY INTERPRETATION AND PREVIOUSLY REPORTED 2021 REGIONAL GOLD GRAIN AND TILL RESULTS[2]

Encouraged by the positive results of the till programs, a substantial geological mapping, prospecting and rock chip sampling program was conducted across the prospective Malachite area during the Canadian summer of 2022. This program was aimed to provide the geological context for the large-scale gold anomalies that had been generated, and to produce detailed geological and structural maps to assist with effective drill targeting.

The mapping and prospecting covered 22 kilometres of strike from Grandy's in the south-west to Malachite in the north-east and incorporated more than 600 kilometres of foot-traverse mapping by the Company's exploration team.

The results of the work increased the Company's understanding of the geological structures and potentially gold-bearing second and third-order faults splaying off a major structural bend along the multi-million-ounce CRSZ. This work has led to the development of the most comprehensive and detailed geological interpretation of the area to date, reinforcing the Company's confidence in the Malachite area to be able to host significant gold mineralisation (Figure 6).

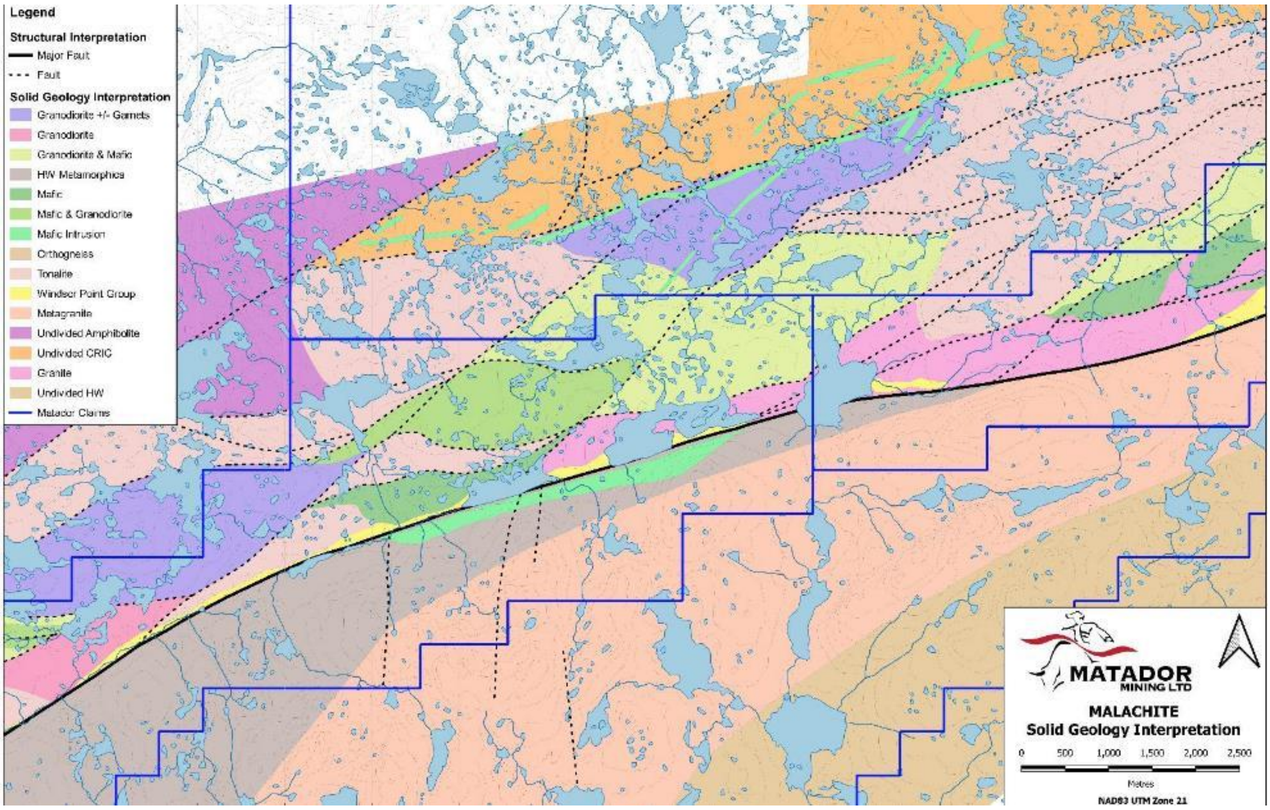

FIGURE 6: UPDATED SOLID GEOLOGY INTERPRETATION BASED ON INTEGRATION OF 2022 MAPPING CONSTRAINTS

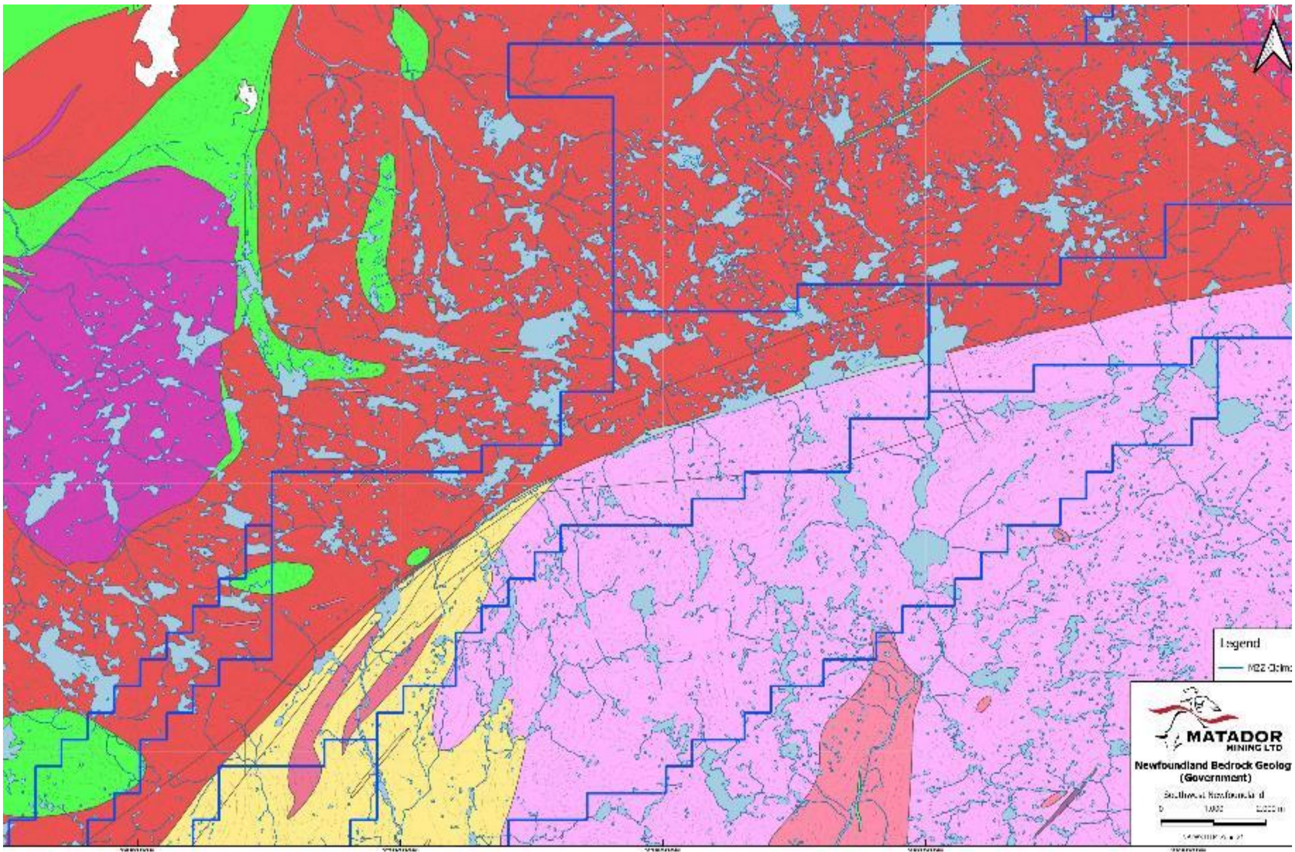

FIGURE 7: HISTORIC GOVERNMENT GEOLOGICAL MAP

During the summer field program, the Company collected approximately 340 surface rock chip and float samples, along with more detailed gold and multi-element assays from the infill till and basement sampling program (Figure 8).

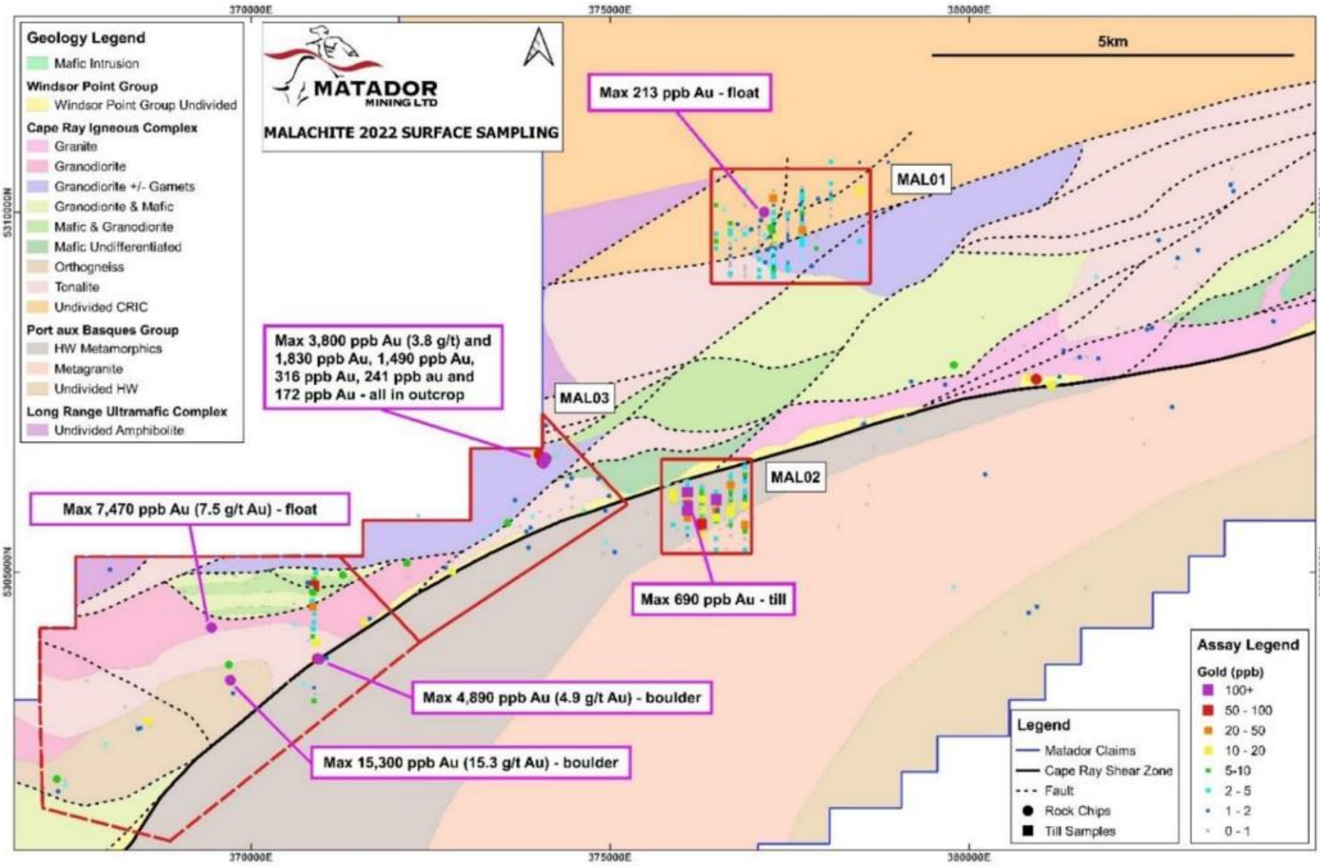

FIGURE 8: MALACHITE 2022 GOLD IN ROCK CHIP AND TILL SAMPLES

Prospecting at MAL03 confirmed a large area with abundant outcropping quartz veining coincident with a significant second order fault splaying off the main bend in the CRSZ. Three in-situ rock chips from an extensive outcropping vein array in the heart of the MAL03 target returned assays of 3,800 ppb Au (3.8 g/t Au), 1,830 ppb Au (1.8 g/t Au) and 1,490 ppb Au (1.5 g/t Au) (Figure 8). MAL03 presents a large structural target within a two-kilometre long multi-element pathfinder geochemical anomaly in till and rock chips which remains open to the south-west.

Initial results from MAL03 surface prospecting demonstrate extension of gold and pathfinder geochemistry anomalism for at least two kilometres to the southwest, with early prospecting results indicating potential for further continuation of mineralisation to the southwest, linking MAL03 with the Grandy's target area located six kilometres southwest.

At MAL02, peak gold in till values of 690 ppb Au coincide with silver-arsenic-bismuth-antimony-tungsten pathfinder geochemistry signatures. Gold grain counts up to 336 grains correlate with an 800-metre-long target area.

At the MAL01 focus area, rock chip assays returned a peak value of 213 ppb Au from a float sample in the same area. The target structure identified from the magnetics at MAL01 is buried under till cover with no outcrop.

Two mineralised boulders containing 15,300 ppb Au (15.3 g/t), 74.4 g/t Ag and >1% Cu and 4,890 ppb Au (4.9 g/t) respectively, and a quartz vein float sample grading 7,470 ppb Au (7.5 g/t) were identified through prospecting at Grandy's, the property adjacent to Malachite to the west.

In October 2022, the Company announced the commencement of inaugural drilling at Malachite. The helicopter-supported Canadian autumn drill program was designed to deliver 3,000 metres of diamond drilling across the three distinct focus areas at Malachite. Due to weather and logistical constraints, the Company completed 1,740 metres of the planned drilling in total (Figure 9).

These diamond drill holes were the first-ever in the vast Malachite area and results announced post quarter end confirmed the presence of gold in bedrock in four of 10 holes completed.

Drilling was designed to confirm the presence of gold mineralisation in major faults and second and third order structures identified previously through interpretation of the Company's high-resolution magnetic data, and prospecting, mapping and sampling program. A significant hydrothermal system with associated veining, gold and anomalous pathfinder geochemistry has been identified, confirming the prospectivity of the vast and underexplored Malachite target area.

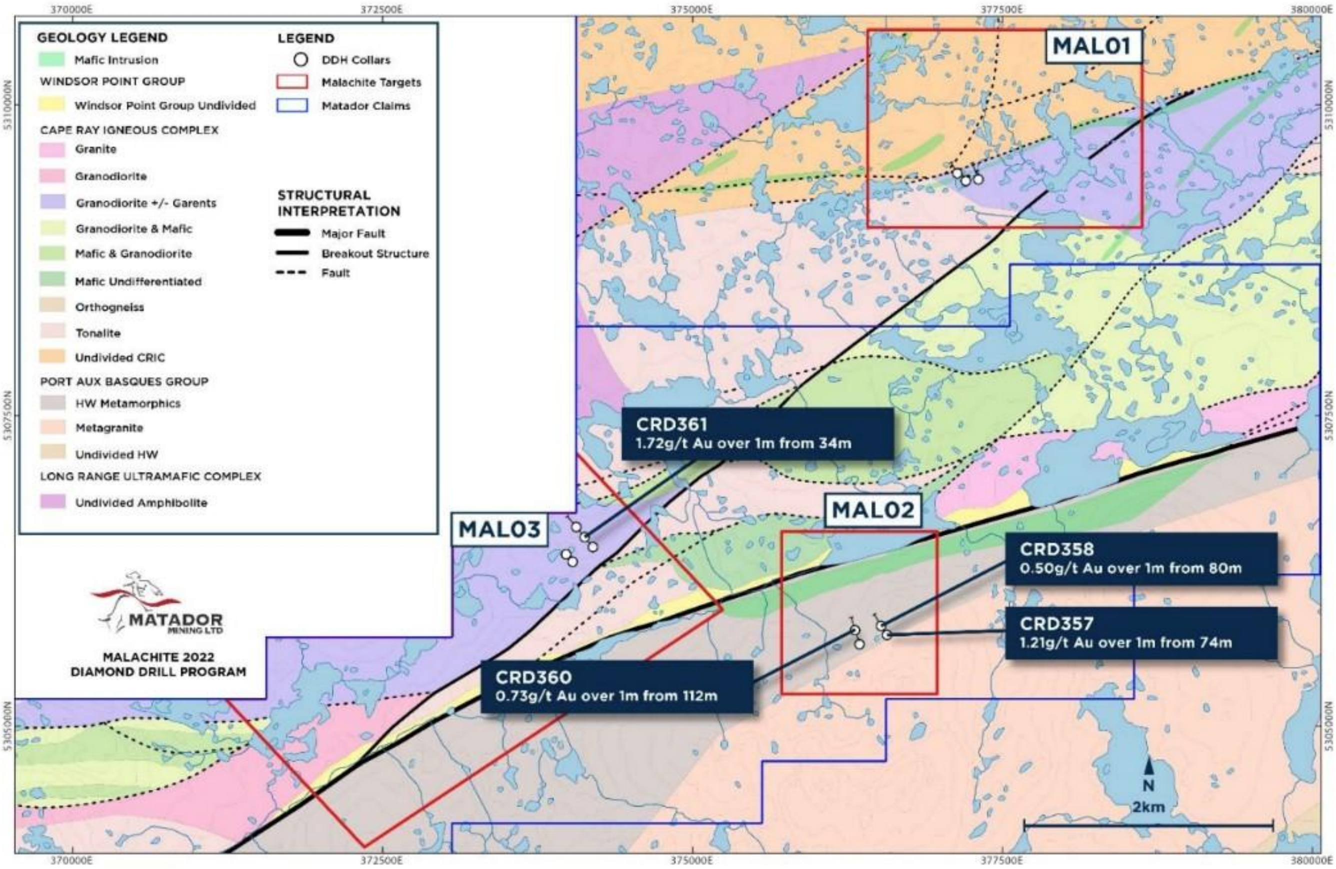

FIGURE 9: OVERVIEW OF THE MALACHITE 2022 DRILL PROGRAM AND KEY INTERCEPTS

The Company completed five diamond drillholes at MAL03, totalling 644 metres. Drilling in this area confirmed basement gold mineralisation related to the anomalous rock samples collected in mid-2022. With drilling in this area curtailed due to inclement weather, the Company expects MAL03 will continue to be a key area of focus in 2023.

Key intercepts from the MAL03 target include:

- CRD361: 1.72 g/t Au, 6.27 g/t Ag, 0.1 % Cu, 0.2 % Pb, 0.39 % As over one metre from 34 metres
- CRD362: 0.43 g/t Au, 2.2 % As over one metre from 119 metres

Targeting of the MAL02 area is complex due to the large size of the anomaly and lack of any outcrop to help map the gold-bearing hydrothermal system. All four reconnaissance drill holes at MAL02 did however intersect anomalous gold in bedrock with key results being:

- CRD357: 1.21 g/t Au over one metre from 117 metres
- CRD358: 0.50 g/t Au over one metre from 80 metres
- CRD360: 0.73 g/t Au over one metre from 112 metres

The anomalous gold is hosted within discrete one-centimetre-wide quartz-carbonate veins, with associated chalcopyrite. Discrete alteration selvedges surround the gold-bearing veins, and mineralisation appears to be hosted in a fractured, veined, and previously unidentified granite unit. However, it is viewed that these small veins intersected at depth do not explain the sizeable geochemical anomaly.

The MAL01 focus area, approximately three kilometres north of the CRSZ, lies six kilometres to the northeast of the MAL03 focus area on the same breakout structure in the footwall to the CRSZ. The Company drilled three holes at MAL01 totalling 389 metres testing the nine anomalous gold targets identified through the gold in till sampling.

None of the holes intersected anomalous gold or pathfinder elements, meaning the highly anomalous gold anomalies remains unexplained by the limited first pass drilling.

CRSZ Greenfield Exploration

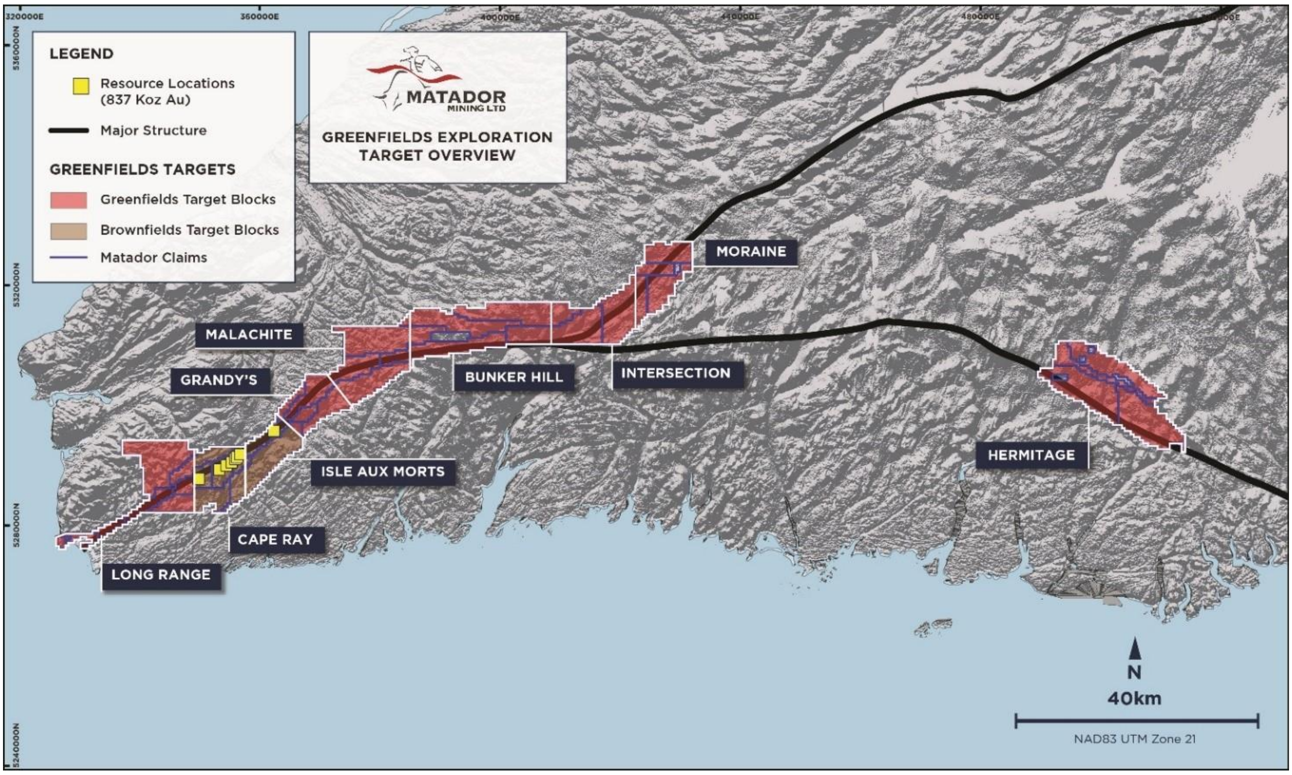

FIGURE 10: OVERVIEW OF THE MATADOR TENEMENT PACKAGE

In addition to Malachite, the Company conducted a comprehensive prospecting campaign at other Greenfields target areas that included Hermitage, Bunker Hill and Long Range. These activities followed the results of the Company's 2021 surficial geochemistry program[1] and a comprehensive historical data review spanning the entire CRSZ that was completed

[1] ASX Announcement 19 April 2022 & ASX Announcement 7 June 2022

early in 2022. This work ranked all three target areas highly and as a result, the Company spent several days at each target with first pass prospecting.

The Bunker Hill Prospect is rated as a high priority target for the Company due to the major east-west structural bend in the CRSZ. Historical work indicates the area hosts favourable lithologies for gold deposition including windows of the highly prospective Windsor Point Group sediments and highly anomalous gold and pathfinder elements. It is situated immediately east of the Company's Malachite target area and extends eastward for 24 kilometres of strike along the multi-million-ounce CRSZ to the Company's Intersection target area.

Prospecting activities at Bunker Hill were focused on specific areas based on historical data, constrained by limited outcrop to areas with incised valleys and streams where bedrock geology is exposed. Peak gold assay received in March 2023 of 3.52 g/t Au was located collected 900 metres along strike from a historic high-grade outcropping sample measuring 18.67 g/t. Several samples Bunker Hill yielded anomalous pathfinder elements up to 27.72 g/t Ag, 0.24 % Cu, 3.37 % Pb, 0.69 % Zn, 67.98 ppm Mo (Figure 11).

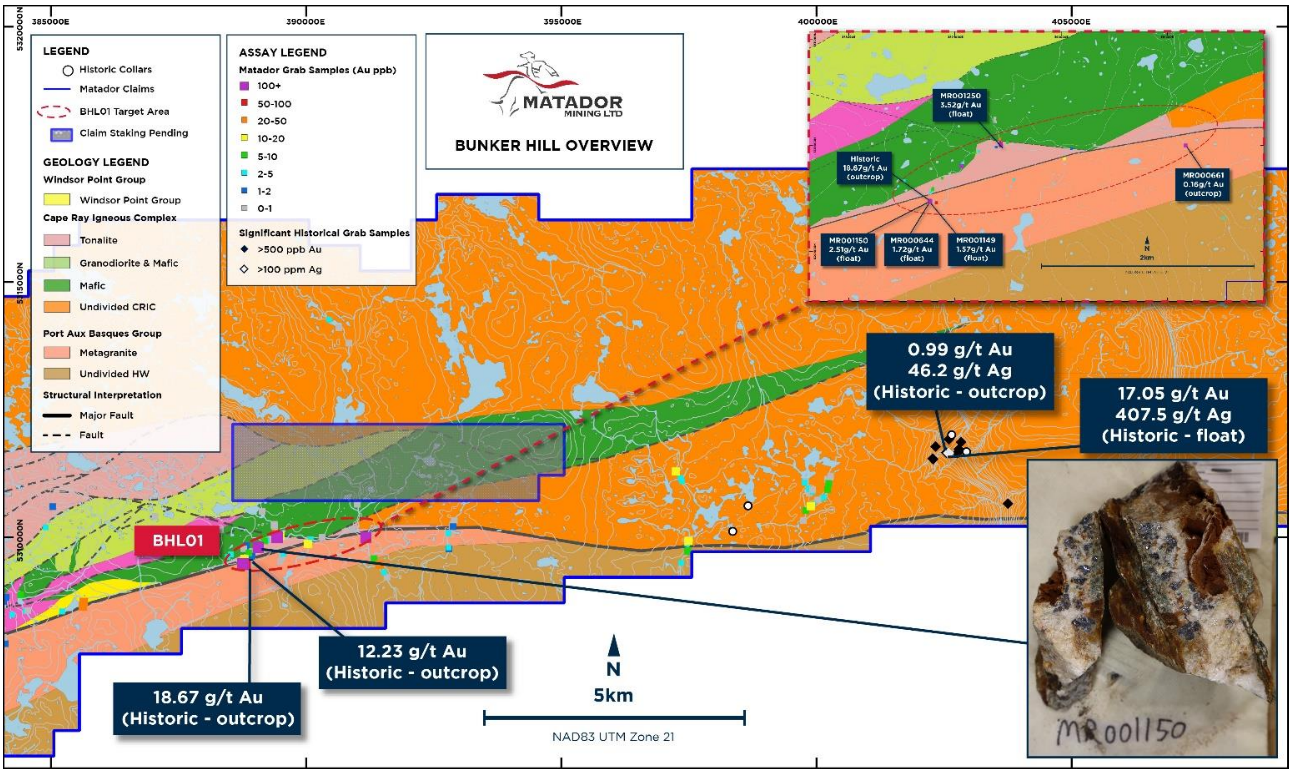

FIGURE 11: BUNKER HILL REGIONAL TARGET DISPLAYING MATADOR 2022 GRAB SAMPLES AND HISTORIC GRAB SAMPLES WITH >500PPB AU OR >100PPM AG. INSERT IS CLOSE-UP OF THE BHL01 TARGET

At the southwestern end of the Company's claims is the Long Range target area, which hosts the Windsor Point Group in an analogous structural setting to the Company's Central Zone gold deposits. In 2022, the Company conducted limited prospecting activities in incised valleys and brooks in the Long Range area during periods of weather-related downtime at Malachite, which was aided by the proximity of the target area to the Company's field office at Port aux Basques. The prospecting activities spanned a strike length of four kilometres on the same structure as historic multi-gram gold findings.

Prospecting results at Long Range yielded numerous sulphide-bearing quartz veins highly anomalous in favourable pathfinder geochemistry[2]. The peak gold value of the program was 0.77 g/t Au (MR0011331 – float sample). Pathfinder geochemistry is observed to intensify towards the northeast where prospecting was terminated due to inclement weather and seasonal shutdowns.

Reported tellurium values at Long Range peak at 89 ppm, which is approximately 10-100 times greater than tellurium values associated with gold at the Central Zone deposit and other gold target areas across the CRSZ. The association of high tellurium and bismuth (up to 97 ppm Bi) values with the mineralisation at Long Range could provide a compelling pathfinder association. This also suggests a potentially different mineralising fluid association at Long Range of gold with tellurides and bismuth, a common association observed in other major gold systems globally.

The Company is currently targeting an additional eight kilometres of strike for future prospecting near the LRM01 focus area (formerly 'Keats Find: KF_1[3]), which contains an in-situ cluster of undrilled sulphide-bearing quartz veins within Windsor Point Group grading up to 11.6 g/t Au[4].

[2] ASX Announcement 14 April 2021
[3] ASX Announcement 31 October 2019 & ASX Announcement 14 April 2021
[4] ASX Announcement 14 April 2021

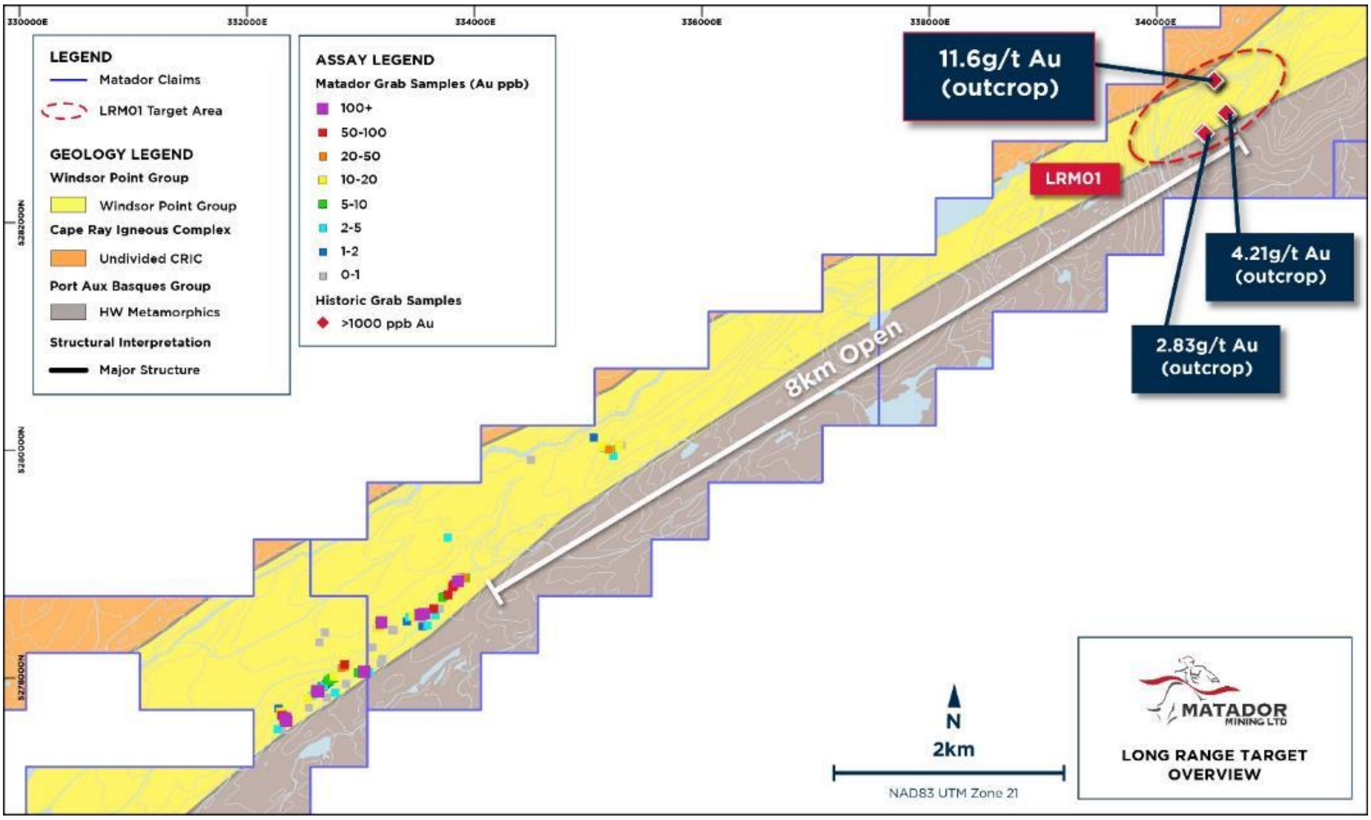

FIGURE 12: OVERVIEW OF THE LONG RANGE TARGET AREA WITH LRM01 TARGET HIGHLIGHTED. NOTE THE 8KM CONTACT OF THE PORT AUX BASQUES AND WINDSOR POINT GROUPS TO BE PROSPECTED

Hermitage

The Hermitage Project is series of tenements comprising 27-kilometres of continuous strike located on the Hermitage Flexure. It was staked based on a 22-kilometre-long anomalous antimony geochemical signature and hosts 50% of the top 0.1% antimony anomalies in Newfoundland. Hermitage contains the single highest anomaly on the island at 22.1 ppm (Figure 13). Other coincident geochemical lake sediment anomalies include arsenic and gold.

The Hermitage Flexure propagates eastward from the CRSZ passing through the Hermitage Project before trending northwards towards NewFound Gold's Queensway Project. The Company's Hermitage property has an antimony lake sediment geochemical signature higher in value than the anomaly surrounding the Beaver Brook Antimony Mine 160 kilometre north on the same structure.

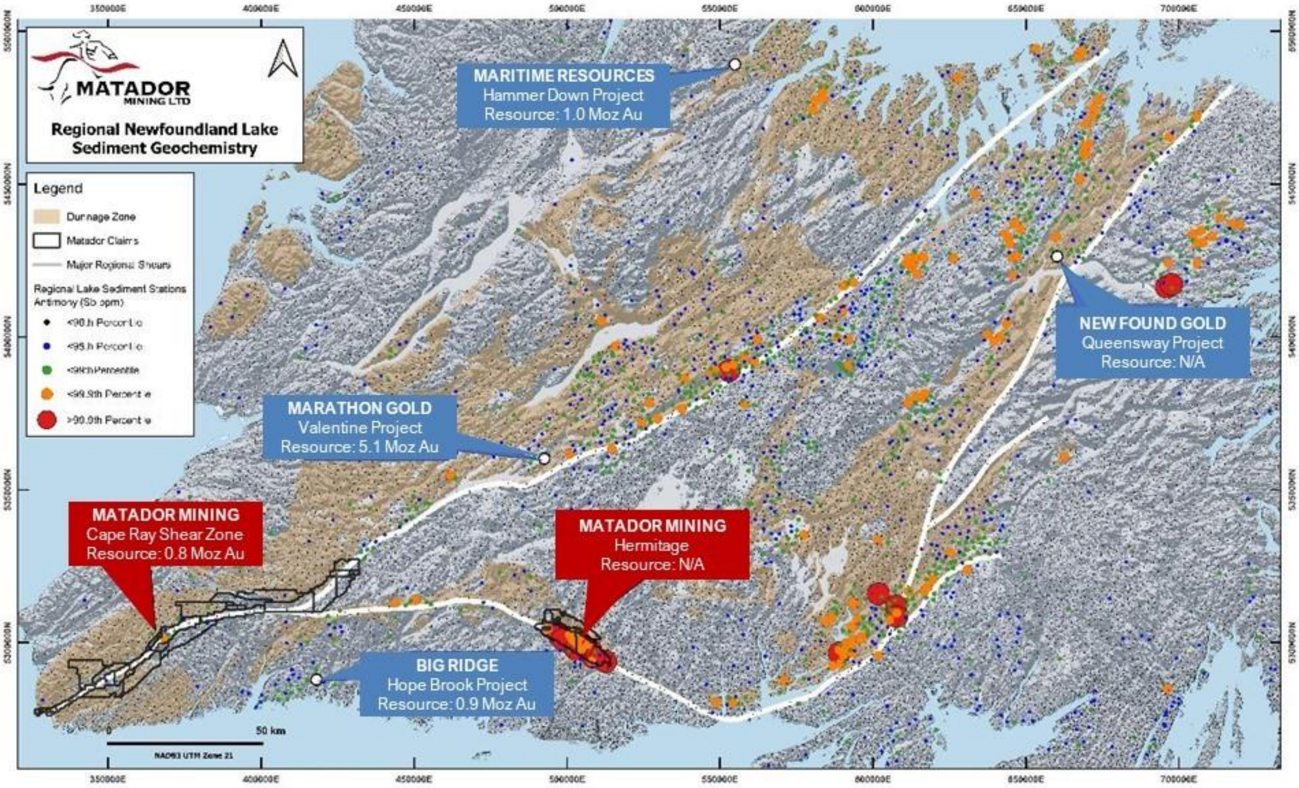

FIGURE 13: GOVERNMENT OF NEWFOUNDLAND & LABRADOR LAKE SEDIMENT MAP

The Company completed a five-day reconnaissance prospecting program in the Canadian Autumn 2022. Results of samples collected are pending.

Brownfields Exploration

With the pivot in strategy to focus on Greenfields exploration, the Company undertook limited exploration activity in the resource corridor. The Company anticipates completing some low-cost, value-add field work along the resource corridor in 2023 including mapping and minor prospecting to identify areas with potential to expand the known Resources. The Company may elect to further diamond drill some of these targets in 2023 or beyond, however, this is subject to the necessary desktop work.

Matador is also updating its Mineral Resource estimate based on National Instrument ("NI") 43-101 methodologies. This work is expected to be completed in the first half of 2023. It is important to note that under NI 43-101 rules and regulations, the estimated Mineral Resources are to be estimated on a mine-diluted basis incorporating pit shells and unit costs. While the current JORC-compliant Mineral Resource is unconstrained by pit optimisations, the Company's 2020 scoping study estimated and reported a mineable resource.

As of the end of this reporting period, the Company completed more than 21,000 metres of diamond drilling in fiscal year 2022. The key objectives from this program were to test for extensions to the known deposits at Window Glass Hill Granite ("WGHG"), Window Glass Hill ("WGH"), Central Zone, PW and Big Pond.

New interpretation of detailed magnetics, litho-geochemistry and historic data doubled the known strike length of the WGHG intrusion to over six kilometres. Strong gold mineralisation was intersected in extensional drilling, while infill drilling program confirmed the interpretation of multiple stacked loads near surface within the existing WGH Mineral Resource model. Gold mineralisation remains open to the south and south-west of the WGH infill high-grade mineralisation.

The Company completed its inaugural Canadian winter diamond drilling program (Figure 14) in first half of 2022, with final assays reported in the second half. Activities focused on a corridor encompassing the PW East, Central Zone, and Stag Hill prospects along the CRSZ.

The planned 30-hole diamond drilling program was completed in mid-April 2022. A total of 37 holes were ultimately drilled for 5,930 metres – the increase due to efficient drilling and favourable conditions - proving that the Company could operate safely and efficiently year-round, providing a boost to the planning windows for future exploration programs.

FIGURE 14: INAUGURAL WINTER SEASON BROWNFIELDS DRILLING AT CAPE RAY

2023 Exploration Focus

For 2023, the Company expects to focus much of its exploration efforts and capital on the Malachite target area. Additionally, the Company expects to continue prospecting at the Hermitage property with exploration work at other areas including the brownfields, Bunker Hill and Long Range.

The Company will utilise multiple geological tools including diamond drilling, RC drilling to sample through the glacial till, bespoke geophysics in specific areas that are conducive to such tools as IP or gravity, prospecting, sampling and mapping and geochemistry.

Environment and Social

Environment

In August 2022, the Company received a three-year extension for the Environmental Impact Statement ("EIS") process from the Impact Assessment Agency of Canada ("IAAC") to allow for substantive completion of the Cape Ray Gold Project (the "Project") EIS document along with provisions for information requests and stakeholder comments.

The Company is planning to re-register the Project with the provincial government, however, the works associated with the EIS will be suspended given the change in corporate strategy to Greenfields discovery. The Company will preserve optionality to resume the EIS process at a later date.

Social

In September 2022, Post-Tropical Storm Fiona caused severe damage across Atlantic Canada including host Newfoundland communities of Channel-Port aux Basques, Isle aux Morts, Margaree and Burnt Islands, which were severely impacted.

Matador employees worked in the communities to offer support and assistance in the recovery efforts while engaging with key stakeholders within impacted host communities to align direct and indirect assistance from the Company with their needs. The Company made financial contributions to impacted communities and will continue to support the recovery efforts through additional monetary and in-kind support.

Throughout the year, the Company engaged with key stakeholders in Newfoundland including, but not limited to, local community stakeholders, the provincial regulator and government officials, and First Nations. These engagements included in-person and virtual meetings.

The Company held in-person meetings with the Miawpukek and Qalipu First Nations. These meetings were constructive, with alignment on future collaboration, creation of strategic partnerships and open line of communications.

Additionally, the Company held meetings with the town councils of Port aux Basques and Isles aux Morts throughout the year to provide updates on work progress and understand council priorities. Other stakeholder meetings were held with cabin owners and outfitters and those directly impacted by the Company's current and future activities.

Mineral Resources

Mineral Resources as of 31 December 2022

Cape Ray Gold Project Summary Mineral Resource																	
			Indicated					Inferred					Total				
						Contained (Koz)					Contained (Koz)					Contained (Koz)	
Deposit	Cut-off	RL	Tonnes (Mt)	Au (g/t)	Ag (g/t)	Au	Ag	Tonnes (Mt)	Au (g/t)	Ag (g/t)	Au	Ag	Tonnes (Mt)	Au (g/t)	Ag (g/t)	Au	Ag
Z4/41	0.5	>100mRL	2.1	2.83	8	191	545	1.3	1.48	6	61	236	3.4	2.32	7	252	781
	2	<100mRL	0.2	3.10	11	23	77	0.2	2.90	9	17	56	0.4	3.01	10	40	133
Z51	0.5	>200mRL	0.8	4.25	9	103	211	0.0	1.43	5	1	3	0.8	4.18	9	104	214
	2	<200mRL	0.2	4.41	11	32	77	0.1	2.59	3	12	15	0.4	3.71	8	43	92
HZ	0.5	All	0.2	1.11	1	8	8	0.0	0.90	1	0	0	0.2	1.11	1	8	8
PW	0.25	All	-	-	-	-	-	2.2	1.12	4	80	257	2.2	1.12	4	80	257
IAM	0.5	All	-	-	-	-	-	0.8	2.39	2	60	60	0.8	2.39	2	60	60
Big Pond	0.5	All	-	-	-	-	-	0.1	5.30	3	19	12	0.1	5.30	3	19	12
WGH	0.25	All	-	-	-	-	-	4.7	1.55	10	232	1,455	4.7	1.55	10	232	1,455
Total			**3.5**	**3.15**	**8**	**356**	**918**	**9.4**	**1.60**	**7**	**481**	**2,094**	**12.9**	**2.02**	**7**	**837**	**3,012**

- *Figures are rounded and rounding errors may apply.*
- *Contained metal figures do not consider metallurgical recovery into account.*
- *Reported cut-offs from Zones 51, 4/41 cover both open pit resources.*
- *All Mineral Resources are completed in accordance with the JORC Code 2012 Edition.*
- *All figures are rounded to reflect appropriate levels of confidence. Apparent differences may occur due to rounding.*
- *Cut-off grade assumptions approximately reflect a US $1,550 per ounce gold price as per the Cape Ray Scoping Study.*
- *Open Pit Mineral Resources are reported at various cut-off grades to reflect assumed Reasonable Prospects of Eventual Economic Extraction as derived from the Cape Ray Scoping Study: Z4/41 - 0.50 g/t Au cut-off above 100mRL; Z51 – 0.5 g/t Au cut-off above 200mRL; HZ, IAM and WGH all reported at 0.5 g/t Au cut-off with no constraint; Big Pond and PW reported at 0.25 g/t Au cut-off with no constraint.*
- *Underground Mineral Resources are reported at a 2.0 g/t Au cut-off grade to reflect assumed Reasonable Prospects of Eventual Economic Extraction as derived from the Cape Ray Scoping Study: Z4/41 – 2.0 g/t Au cut-off below 100mRL; Z51 – 2.0 g/t Au cut-off below 200mRL.*

Competent Persons' Statements

Exploration Results

The information contained in this announcement that relates to exploration results is based upon information compiled by Mr. Warren Potma, who is an employee of Matador Mining Limited in the position of Chief Geologist. Mr. Potma is a Member of the AIG and 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 JORC Code 2012. Mr. Potma consents to the inclusion in the announcement of the matters based upon the information in the form and context in which it appears.

Mineral Resources

The information in this document that relates to Mineral Resources for H Zone, Big Pond and Isle Aux Morts at the Cape Ray tenements was first reported by the Company in an announcement to the ASX on 30 January 2019. The information related to Mineral Resources for Zone 4/41, Zone 51, PW and WGH were first reported to the ASX on 4 February 2020. The scoping study reported a Mineral Resources estimation revision and was reported to the ASX on 6 May 2020. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements, and in the case of estimates of Mineral Resources, that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

Mineral Resources Governance

Matador reviews its Mineral Resources estimates on an annual basis. The Annual Statement of Mineral Resources is prepared in accordance with the 2012 edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code 2012) and the ASX Listing Rules.

Competent Persons named by the Company in the original Mineral Resource Reports released to the ASX on 30 January 2019 and 4 February 2020 are members of the Australian Institute of Mining and Metallurgy and/or the Australian Institute of Geoscientists and qualify as Competent Persons as defined under the JORC Code 2012.

The Company engages external consultants and Competent Persons to prepare and estimate its Mineral Resources. These estimates and underlying assumptions are reviewed by the Company's Board and management for reasonableness and accuracy.

The results of the Mineral Resources estimates are then reported in accordance with the JORC Code 2012 and the ASX Listing Rules. Where material changes occur to a project during the period, including the Project's size, title, exploration results or other technical information, previous Mineral Resource estimates and market disclosures are reviewed for completeness. The Company reviews its Mineral Resources as at 30 June each year and where a material change has occurred in the assumptions or data used in previously reported Mineral Resources, a revised estimate will be prepared as part of the annual review process.

FIGURE 15: FLY CAMP SET UP AT MALACHITE

Director's Report

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Matador Mining Ltd (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled as at and for the period ended 31 December 2022.

Directors

The following persons were Directors of Matador Mining Ltd during the whole of the financial year and up to the date of this report, unless otherwise stated:

Justin Osborne, BSc (Hons), MAICD, FAusIMM, FSEG
(Non-executive Chair)

Experience and expertise

Mr. Osborne has over 30 years' experience as an exploration geologist and is a Fellow of the Australasian Institute of Mining and Metallurgy and holds a Bachelor of Science, Honours (First Class) from La Trobe University of Victoria. In addition to his role at Matador, Mr. Osborne is a non-executive Director with junior gold exploration companies Hamelin Gold and Astral Resources, and IGO Ltd who are a major integrated clean energy metals company. Previously Mr. Osborne was an Executive Director at Gold Road Resources Ltd (GOR.ASX) and played a pivotal role in the rapid and effective resource development of the world class Gruyere Gold deposit (6.6 million ounces of gold) which currently produces approximately 300,000 ounces of gold per annum. Mr. Osborne has also held prior senior positions on the exploration executive team of Gold Fields Ltd, including Vice President Development Strategy – Growth and International Projects, and General Manager Near Mine Exploration covering all international mining operations.

Appointed 2 June 2020.

Other Current Directorships
Hamelin Gold Ltd – Non-Executive Director (ASX)
Astral Resources NL – Non-Executive Director (ASX)
IGO Ltd – Non-executive Director (ASX)

Former directorships in last 3 years
Gold Road Resources Limited – Executive Director (Until June 2021)

Sam Pazuki, P.Eng, M.Fin
(Managing Director and Chief Executive Officer)

Experience and expertise
Mr. Pazuki is based in Toronto and has over 20 years of mining industry experience in senior leadership positions. He joins Matador as Managing Director and Chief Executive Officer after nearly ten years with previously dual-listed OceanaGold Corporation (TSX: OGC) where he led the Investor Relations and Corporate Development functions most recently as Senior Vice President, Corporate Development. Prior to OceanaGold, Mr. Pazuki advised major mining companies, including BHP Billiton, as a management consultant within Ernst & Young's Advisory Services practice in Toronto, and was part of a team that helped establish a Climate Change and Sustainability practice for the firm.

Mr. Pazuki is a member of the Professional Engineers of Ontario and has a bachelor's degree in engineering and a Masters of Finance.

Appointed 1 May 2022

Other current directorships
Nil

Former directorships in last 3 years
Nil

Dr. Nicole Adshead-Bell PhD
(Non-executive Director)

Experience and expertise
Dr. Adshead-Bell is an experienced mining executive and non-executive director with a successful career spanning over 25 years. She was most recently the CEO and Managing Director of Beadell Resources Ltd, an ASX-listed company prior to its acquisition by TSX/NYSE American listed Great Panther Mining Ltd in March 2019. Prior to this, Dr. Adshead-Bell was Director of Mining Research at Sun Valley Gold LLC, a global precious metals fund and Managing Director, Investment Banking at Haywood Securities Inc.

In addition to her position at Matador, Dr. Adshead-Bell is President of Cupel Advisory Corporation, a company she established to focus on investments in the natural resources sector and provide strategic advisory, due diligence and research services to issuers and natural resources equity and debt funds.

Appointed 5 October 2020.

Other current directorships
Altius Minerals Corporation (TSX) – Non-executive Director
Hot Chilli Limited (ASX/TSX) – Non-executive Chair
Dundee Precious Metals (TSX) – Non-executive Director
Bravo Mining Corp (TSX) – Lead Director

Former directorships in last 3 years
First Majestic Silver Corp. (TSX/NYSE) – Non-executive Director (Until December 2020)

Mrs. Carol Marinkovich AGIA, ACG(CS)
Non-executive Director
Experience and expertise

Mrs. Marinkovich has over 25 years' experience in the mining industry. She has extensive experience in corporate Secretary and Corporate Governance practices both within Australia and Internationally working with companies on the ASX200, ASX300 and for other listed and unlisted junior explorers. Mrs. Marinkovich is a Member of the Governance Institute of Australia and the Institute of Chartered Secretaries and Administrators in London.

Appointed 1 March 2023

Other current directorships
Nil

Former directorships in last 3 years
Nil

Kerry Sparkes, M.Sc, P.Geo
Non-executive Director

Experience and expertise
Mr. Sparkes has over 30 years' experience in the mineral exploration business as both an exploration geologist and executive. His career has included the exploration, delineation and development of two major Canadian deposits, both of which were the subject of takeovers. Mr. Sparkes is currently President of Sparrowhawk Consulting, having recently retired after seven years as Vice President Geology for Franco-Nevada Corporation. Previous positions included Vice President Exploration, at Rainy River Resources Ltd., Vice President Exploration, at Messina Minerals Inc., Senior Geologist at Voisey's Bay Nickel Co. Ltd., Exploration Manager of Archean Resources Ltd. as well as President of Sparkes Consulting Inc

Mr. Sparkes has previously held a number of board seats, including the board of directors of Sphinx Resources Ltd., Knight Metals Ltd., and was a founder and director of Orla Mining Ltd. Mr. Sparkes currently sits as a director of Aurion Resources Ltd. He received both his undergraduate and graduate degrees from the Memorial University of Newfoundland and started his career as an exploration geologist for Noranda Exploration Company Ltd.

Appointed on 1 September 2022.

Other current directorships
Aurion Resources Ltd – Non-Executive Director (TSX)

Former directorships in last 3 years
Nil

Ian Murray, FCA, MAICD
(Non-executive Director)

Experience and expertise
Mr. Murray is a Fellow of the Institute of Chartered Accountants Australia & New Zealand, a Member of the Australian Institute of Company Directors, and holds an Executive degree in Advanced Management and Leadership from the University of Oxford, Saïd Business School, together with a Bachelor of Commerce (with distinctions) and Post-Graduate Diploma in Accounting from the University of Cape Town, and the Advanced Taxation Certificate from the University of South Africa.

With over 25 years' mining industry experience in senior leadership positions, including the position of Executive Chair and Managing Director of Gold Road Resources Ltd (ASX: GOR) and DRD Gold Ltd (NYSE and JSE: DRD), he has also held executive positions with international 'Big Four' accounting firms. Mr. Murray brings a wealth of financial, corporate, project development and operational experience to the Board and most recently led Gold Road as it transitioned from explorer to large scale gold producer.

Mr. Murray has been the recipient of many awards during his leadership of Gold Road, including the Gavin Thomas award for leadership, the Diggers and Dealers Deal of the Year award in 2017, after winning the best emerging company award in 2011 as well as the CEO of the year award from CEO Magazine.

Appointed 14 May 2020 and resigned 31 October 2022

Other current directorships
Black Rock Mining Limited – Non-executive Director
Jupiter Mines Limited – Non-executive Chair

Former directorships in last 3 years
Todd River Resources Limited – Non-executive Director (Until October 2021)
Geopacific Resources Limited – Non-executive Director (Until July 2022)

Company Secretaries

Mrs Carol Marinkovich, AGIA, ACG(CS)

Experience and qualifications included in table above.

Brian Scott, LLB, AGIA

Mr. Scott has previously worked as a lawyer for over 25 years, principally in Southeast Asia, where he was a partner in a major global law firm. Over that time, he has worked with clients on a range of transactions with a particular focus on the energy and resources sector.

Appointed as Joint Company Secretary 14 March 2022 and resigned 8 February 2023.

Other Information

Principal activities

The principal activities of the Company are mineral exploration. No significant change in the nature of these activities occurred during the year.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial period.

Review of operations

The loss for the Group after providing for income tax amounted to $1,889,766 (30 June 2022: $5,054,251).

Cash and cash equivalents amounted to $8,326,388 (30 June 2022: $2,762,790)

Change in year-end

In 2022, the financial year end of the Company changed from 30 June to 31 December. The change in fiscal year to align with the calendar year provides the Company with better alignment of exploration activities with financial budgeting and reporting including timing of year-end financial audit.

Further, the Company is a recipient of Canadian exploration financing programs such as flow-through share financing that aligns with the Canadian taxation calendar year.

Accordingly, the financial period reported in these financial statements covers the six-month period from 1 July 2022 to 31 December 2022, whilst comparative figures cover the twelve-month period from 1 July 2021 to 30 June 2022. The results for the current period are therefore not directly comparable with the results for the prior period.

Change in functional and presentation currency

As the Group has moved management from Australia to Canada, major cash outflows are now denominated in Canadian Dollars. On this basis, the parent entity has changed its functional currency to Canadian Dollars, effective 31 December 2022.

The Directors elected to change the Group's presentation currency from Australian dollars ("A$") to Canadian dollars ("C$"). The financial report for the six-month period ended 31 December 2022 is the first financial report with results in C$. The Directors believe that the change provides investors and other stakeholders with a clearer and more reliable understanding of the Group's global business performance as a whole and is more comparable to the Company's peers, many of which are presented in C$.

The change is accounted for retrospectively and, as such, comparative information has been restated in C$.

Capital raising

In July 2022, the Company successfully completed a capital raising, yielding gross proceeds of A$5 million through a share placement to institutional, professional, and sophisticated investors. Several major investors participated in this capital raising including some of the Company's largest existing shareholders as well as two new, large North American resource funds.

In conjunction, the Company ran a Share Purchase Plan ("SPP") in August 2022, with applications totalling approximately A$3.9 million, exceeding the Company's initial target raise of A$1.0 million. Given the strong demand, the Board resolved to accept a total sum of A$2.9 million from the SPP process.

Investment and strategic partnership with B2Gold

In October 2022, the Company announced a private, non-brokered A$3.6 million strategic investment by B2Gold. As part of the transaction, B2Gold agreed to subscribe for and purchase 31,010,290 fully paid ordinary shares ("Shares") at a price of A$0.1162 per share for aggregate gross proceeds of A$3,603,396, representing approximately 9.9% of Matador's outstanding Shares (on an undiluted basis).

In connection with the strategic investment, B2Gold and Matador have entered into an investor rights agreement ("Investor Rights Agreement"), whereby, Matador will form a three-person Management Technical Committee comprising of one representative appointed by B2Gold (provided that B2Gold's ownership of Matador remains equal to or greater than 5%). The Management Technical Committee will advise on Matador's exploration programs in Newfoundland (subject always to the fiduciary and statutory obligations of the Matador Board of Directors). Further, funds from B2Gold's strategic investment will be applied solely at Malachite unless otherwise directed by B2Gold.

Business risks

The following represent the material business risks.

Financing risks

The Company may require financing in the future to continue to develop its business and there can be no assurance that such financing will be available or, if available, that it will be on reasonable terms. If financing is obtained by issuing common shares, control of the Company may change, and investors may suffer additional dilution. To the extent financing is not available, lease payments, work commitments, rental payments, and option payments, if any, may not be satisfied and could result in a loss of property ownership or earning opportunities for the Company.

Community and stakeholder relations

The Group's relationships with the community in which it operates are critical to ensure the future success of its existing operations. The future success of the Group is reliant on a healthy relationship with local communities in which the Group operates. While the Group is committed to operating in a socially responsible manner, there is no guarantee that its efforts will be successful, in which case interventions by third parties could have a material adverse effect on the Group's business, financial position and operations.

The Group's exploration properties may never be brought into production

The exploration for, and development of, mineral deposits involves a high degree of risk. Few properties which are explored are ultimately developed into producing mines. To mitigate this risk, the Group will undertake systematic and staged exploration and testing programs on its mineral properties and, subject to the results of these exploration programs, the Group will then progressively undertake a number of technical and economic studies with respect to its projects prior to making a decision to mine. However, there can be no guarantee that the studies will confirm the technical and economic viability of the Group's mineral properties or that the properties will be successfully brought into production.

Significant changes in the state of affairs

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

Matters subsequent to the end of the financial period

On 8 February 2023, Mr. Brian Scott resigned as Joint Company Secretary.

On 1 March 2023, Mrs. Carol Marinkovich was appointed to the Board of Directors as Non-executive Director.

No other matter or circumstance has arisen since 31 December 2022, significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Likely developments and expected results of operations

The Group will continue to advance its exploration activity in Newfoundland, with a focus on prospective, underexplored new areas including Malachite, Hermitage and Bunker Hill.

There are no significant changes in the nature or size of operations expected.

Environmental regulation

The Group is subject to significant environmental regulation in respect of its mineral exploration activities. These obligations are regulated under relevant government authorities in Canada.

Compliance with environmental obligations is monitored by the Directors. No environmental breaches have been notified to the Group by any government agency during the period ended 31 December 2022.

Directors' Meeting

The number of meetings of the Company's Board of Directors ("the Board") and of each Board committee held during the period ended 31 December 2022, and the number of meetings attended by each Director were:

	Full Board		Remuneration and Nomination Committee		Audit and Risk Committee	
	Attended	Held	Attended	Held	Attended	Held
Justin Osborne	4	4	1	1	1	1
Sam Pazuki	4	4	-	-	-	-
Carol Marinkovich (Appointed 1 March 2023)	-	-	-	-	-	-
Nicole Adshead-Bell	3	4	1	1	1	1
Kerry Sparkes (Appointed 1 September 2022)	3	3	-	-	-	-
Ian Murray (Resigned 31 October 2022)	2	3	1	1	1	1

Held: represents the number of meetings held during the time the Director held office or was a member of the relevant committee.

Directors' Interests

The relevant interest of each Director in the shares and options issued by the Company as notified by the Directors to the ASX in accordance with S205G(1) of the Corporations Act 2001, at the date of this report is as follows:

	Ordinary shares	Options over ordinary shares
Justin Osborne	980,870	1,184,175
Sam Pazuki	847,826	2,750,000
Nicole Adshead-Bell	641,739	360,000
Carol Marinkovich	74,503	165,000
Kerry Sparkes	-	412,088

Remuneration Report (audited)

The remuneration report details the key management personnel ("KMP") remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

In this Report, KMP are the people who have the authority and responsibility for planning, directing, and controlling the activities of the Group, either directly or indirectly. They are:

- The non-executive Directors;
- The non-executive Chair; and
- The executives on the management leadership team.

The Board recognises that the Group operates in a global environment. To prosper in this environment, the Group must attract, motivate, and retain key executive staff.

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

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders. The Board ensures that executive reward satisfies the following key criteria for good reward governance practices:

- Rewards reflect the competitive global market in which the Group operates;
- Rewards to executives are linked to creating value for shareholders;
- Remuneration arrangements are equitable and facilitate the development of senior management across the Group;
- Where appropriate, senior managers receive a component of their remuneration in equity to align their interests with those of the shareholders; and
- Long-term incentives are used to ensure that remuneration of KMP reflects the Group's performance, with particular emphasis on the Group's growth and the consequence of the Group's performance on shareholder wealth.

Additional Information for Consideration of Shareholder Wealth

This table summarises the earnings of the consolidated entity and other factors that are considered to affect shareholder wealth:

	Dec 2022	June 2022	June 2021	June 2020	June 2019
Loss after income tax attributable to shareholders - C$	(1,889,766)	(5,054,251)	(4,702,660)	(2,241,476)	(3,154,446)
Share price at financial year end - A$	0.115	0.135	0.450	0.300	0.280
Movement in share price for the year- A$	(0.020)	(0.315)	0.150	0.020	(0.030)
Basic loss per share (C$ cents per share)	(0.760)	(2.350)	(2.790)	(2.110)	(5.560)

Market Comparisons

Consistent with attracting and retaining talented executives, the Board endorses the use of incentives under the Employee Securities Incentive Plan (the 'Plan"). The Board continues to seek external advice to ensure reasonableness in remuneration scale and structure, and to compare the Company's position with the external market. The impact and high cost of replacing senior employees and the competition for talented executives requires the Board to reward key employees when they deliver consistently high performance.

Board Remuneration

The Board determines fees paid to Directors and reviews their remuneration annually based on independent external advice with regards to market practice, relativities, and the duties and accountabilities of Directors. A review of Directors' remuneration is conducted annually to benchmark overall remuneration including retirement benefits.

In accordance with best practice corporate governance, the structure of non-executive Director and Executive Director remuneration is separate.

Non-executive Directors' Remuneration

Shareholders approve the maximum aggregate remuneration for non-executive Directors. The maximum aggregate remuneration approved for non-executive Directors is currently $500,000.

It is recognised that non-executive Director remuneration is ideally structured to exclude equity-based remuneration. Whilst the Company remains small and not generating income, it is in shareholders' interests to remunerate Directors with equity incentives rather than primarily as cash salaries or fees.

Executive Directors Remuneration

The objective of the Company's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with achievement of strategic objectives and the creation of value for shareholders.

The Board ensures that executive reward satisfies the following key criteria for good corporate governance practices:

- Competitiveness and reasonableness;
- Acceptability to shareholders;
- Performance linkage/alignment of executive compensation;
- Transparency; and,
- Capital management.

The Company has structured an executive framework that is market competitive and complementary to the reward strategy for the organisation.

The Board's policy for determining the nature and amount of remuneration for Board members and executives of the Company is as follows:

- All executives receive a fee, part of which may be taken as superannuation, and from time to time, options. Options issued to Directors are subject to approval by Shareholders. The Board reviews executive packages regularly by reference to the Company's performance, executives' performance and comparable information from industry sectors and other listed companies in similar industries. The Board may in its discretion establish a performance-based bonus system to provide reward in addition to the base salary level to the executives on such terms as the Board may determine.
- Salaried executive Directors and specified executives are allocated superannuation guarantee contributions as required by law, and do not receive any other retirement benefits. From time to time, some individuals may choose to sacrifice their salary or consulting fees to increase payments towards superannuation.
- All remuneration paid to Directors and specified executives is valued at the cost to the Company and expensed. Options are valued using the ASX trading price (for listed options issued) or the Black-Scholes methodology or the Monte-Carlo simulation model (for unlisted options issued), as required by the relevant accounting standard.

Bonus or Profit Participation Plan

Performance incentives may be offered to executive Directors and senior management of the Company through the operation of the Plan at the discretion of the Board.

Use of Remuneration Consultants

During the financial year, the Group, engaged PCI Compensation Consulting, remuneration consultants, to review its existing remuneration policies and to benchmark executive remuneration. PCI Compensation Consulting work was ongoing and they have been paid $20,000 to date for these services. As the work is ongoing, the independent remuneration consultant has not provided any recommendations to date.

Details of Remuneration

Amounts of remuneration

Details of the remuneration of KMP of the Group are set out in the following tables:

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Equity-settled	Total
6 months ended 31 December 2022	**C$**	**C$**	**C$**	**C$**	**C$**	**C$**	**C$**
Directors:							
Justin Osborne	34,337	-	-	3,605	-	9,712	47,654
Sam Pazuki	188,315	-	-	16,042	-	-	204,357
Kerry Sparkes [1]	17,846	-	-	-	-	2,395	20,241
Nicole Adshead-Bell	26,769	-	-	-	-	6,184	32,953
Ian Murray [2]	19,194	-	-	1,911	-	41,047	62,152
Other Key Management Personnel:							
David Gurvey (CFO) [3]	22,000	-	-	-	-	-	22,000
Warren Potma (Chief Geologist)	111,537	-	-	11,711	-	31,492	154,740
Chris Bath (CFO) [4]	26,769	-	-	-	-	3,949	30,718
	446,767	-	-	33,269	-	94,779	574,815

(1) Appointed as a Director on 1 September 2022

(2) Resigned as a Director on 31 October 2022

(3) Appointed as CFO on 1 August 2022

(4) Resigned as CFO on 1 August 2022

Restated 12 months ended 30 June 2022	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Equity-settled	Total
	C$	C$	C$	C$	C$	C$	C$
Directors:							
Justin Osborne	65,521	-	-	5,009	-	42,579	113,109
Sam Pazuki[1]	61,287	-	-	-	-	195,595	256,882
Nicole Adshead-Bell	55,102	-	-	-	-	36,309	91,411
Ian Murray	194,460	-	-	19,134	-	284,465	498,059
Mick Wilkes[2]	45,918	-	-	-	-	7,769	53,687
Other Key Management Personnel:							
Chris Bath (CFO) [3]	76,238	-	-	-	-	79,339	155,577
Keith Bowes (Project Manager) [4]	132,946	-	-	-	-	143,330	276,276
Warren Potma (Chief Geologist)	205,101	-	-	20,510	-	64,295	289,906
	836,573	-	-	44,653	-	853,681	1,734,907

(1) Appointed as a Director on 1 May 2022
(2) Resigned as a Director on 1 May 2022
(3) Resigned as CFO on 1 August 2022
(4) Resigned as Project Manager on 30 June 2022

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk	
	6 months ended 31 December 2022	Restated 12 months ended 30 June 2022	6 months ended 31 December 2022	Restated 12 months ended 30 June 2022
Directors:				
Justin Osbourne	80%	62%	20%	38%
Sam Pazuki	100%	24%	-	76%
Kerry Sparkes	88%	-	12%	-
Nicole Adshead-Bell	81%	60%	19%	40%
Ian Murray	34%	43%	66%	57%
Other Key Management Personnel:				
David Gurvey	100%	-	-	-
Warren Potma	80%	78%	20%	22%
Chris Bath	87%	49%	13%	51%
Keith Bowes	-	48%	-	52%

Service agreements

Remuneration and other terms of employment for KMP are formalised in service agreements. Details of these agreements are as follows:

Name:	Sam Pazuki
Title:	Managing Director & Chief Executive Officer
Term of agreement:	No fixed term
Details:	Base salary per annum: C$385,000 Retirement Savings Plan: 10% of base salary Termination Conditions: 6 months' notice

Name:	David Gurvey
Title:	Chief Financial Officer (Appointed 1 August 2022)
Term of agreement:	Contract role with a term of no less than six months.
Details:	Base salary per annum including any superannuation: C$4,000 per month Termination Conditions: 3 months' notice

Name:	Warren Potma
Title:	Chief Geologist
Term of agreement:	No fixed term.
Details:	Base salary per annum excluding any superannuation: A$250,000 Termination Conditions: 3 months' notice

KMP have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares

There were no shares issued to Directors and other key management personnel as part of compensation during the period ended 31 December 2022 (30 June 2022: nil).

Unlisted Options

During the period ended 31 December 2022, there were 1,914,930 unlisted options granted to Directors and other KMP (30 June 2022: 5,510,571).

The fair value of the options exercised by Directors and other KMP during the financial period are shown in the table below:

Name	Options exercised	Exercise price	Fair value of options exercised $
Justin Osborne	60,000	-	21,900
Nicole Adshead-Bell	120,000	-	43,800
Ian Murray	636,100	-	241,685

The options shown in the table below were issued to Directors and other KMP during the period ended 31 December 2022 as part of their performance-based remuneration:

December 2022 Unlisted options

Name	Grant Date	Number of options issued	Fair value	Exercise price	Expiry date	Vesting Date	Total value of options	Options expensed in 2022
Warren Potma[2]	21/08/2020	450,000	0.40	-	1/07/2025	1/07/2023	178,682	31,493
Nicole Adshead-Bell[5]	18/11/2020	60,000	0.33	-	18/11/2023	5/10/2022	19,541	2,763
Nicole Adshead-Bell[5]	18/11/2020	60,000	0.33	-	18/11/2023	5/10/2023	19,541	3,421
Justin Osborne[5]	18/11/2020	60,000	0.33	-	18/11/2023	2/02/2023	19,541	4,461
Justin Osborne[5]	9/12/2022	274,725	0.12	-	01/08/2029	01/08/2023	34,319	3,213
Justin Osborne[5]	9/12/2022	274,725	0.12	-	01/08/2029	01/08/2024	34,319	1,256
Justin Osborne[5]	9/12/2022	274,725	0.12	-	01/08/2029	01/08/2025	34,319	782
Kerry Sparkes[5]	9/12/2022	137,363	0.12	-	01/08/2029	01/08/2023	17,160	1,419
Kerry Sparkes[5]	9/12/2022	137,363	0.12	-	01/08/2029	01/08/2024	17,160	597
Kerry Sparkes	9/12/2022	137,362	0.12	-	01/08/2029	01/08/2025	17,159	379
Ian Murray[5]	8/11/2022	678,667	0.09	-	01/09/2023	01/07/2023	63,585	14,340
Chris Bath[2]	1/07/2021	229,000	0.41	-	01/07/2026	30/06/2024	23,499	3,949
Ian Murray[5]	01/07/2021	429,000	0.41	-	01/07/2024	30/06/2022	176,085	26,706
		3,202,930					654,910	94,779

June 2022 Unlisted options

Name	Type	Number of options issued	Fair value	Exercise price	Expiry date	Vesting Date	Total value of options	Options expensed in 2022
Chris Bath	ESS[1] STI[2]	28,571	0.42	-	01/02/2023	13/08/2021[6]	11,857	11,857
Chris Bath	ESS STI	143,000	0.46	-	01/07/2024	30/06/2022[6]	65,780	65,780
Chris Bath	ESS LTI[3]	229,000	0.46	-	01/07/2026	30/06/2024	26,335	8,754
Ian Murray	NED[4] STI	429,000	0.46	-	01/07/2024	30/06/2022[6]	69,069	69,069
Ian Murray	NED LTI	858,000	0.46	-	01/07/2026	30/06/2022[6]	98,670	98,670
Keith Bowes	ESS STI	193,000	0.45	-	01/07/2023	13/08/2021[6]	85,885	85,885
Keith Bowes	ESS LTI	322,000	0.40	-	01/07/2025	01/07/2023	85,867	41,665
Keith Bowes	ESS STI	215,000	0.46	-	01/07/2024	30/06/2022[6]	24,150	24,150
Keith Bowes	ESS LTI	343,000	0.46	-	01/07/2026	30/06/2024	13,148	4,371
Sam Pazuki	Incentive options	916,667	0.21	0.26	01/05/2029	01/05/2023	192,500	31,644
Sam Pazuki	Incentive options	916,667	0.21	0.26	01/05/2029	01/05/2024	192,500	15,800
Sam Pazuki	Incentive options	916,666	0.21	0.26	01/05/2029	01/05/2025	192,500	10,538
		5,510,571					1,058,261	468,183

(1) Employee Share Scheme ("ESS")
(2) Short Term Incentive ("STI")
(3) Long Term Incentive ("LTI")
(4) Non-executive Director ("NED")
(5) Incentive options
(6) Grant date is the same as the vesting date as no service conditions

Vesting Conditions – ESS STI

The vesting conditions include:

- Zero fatalities, life changing events and zero major environmental incidents;
- Annual independent safety audit completed with no significant issues identified;
- Increased mineral resource base;
- New discoveries;
- Increasing institutional holding on the register; and
- Social & community engagement.

There are no service conditions with this plan.

Vesting Conditions – ESS LTI

The vesting conditions include:

- Share price growth over the period between specific price targets;
- Identification of new Greenfield mineralised zone(s) to support material increase in mineral resource;

- Environmental assessment completed and submitted to regulators; and
- Completion of a scoping study that demonstrated the economic viability of the Cape Ray Gold Project.

There are no service conditions with this plan.

Vesting Conditions – NED STI and LTI options

The vesting conditions include:

- Zero fatalities, serious incidents and major environmental incidents;
- The advance of exploration prospects through the Company's resource pyramid, new discoveries and increases to the existing JORC Mineral Resources on a comparable basis;
- Share price performance and share register related objectives; and
- Community engagement, environmental baseline studies and technical studies to identify improvements to the scoping study.

There are no service conditions with this plan.

Vesting Conditions – Incentive Options

The incentive options vest as to 33.3% on the first anniversary of the date of appointment of the relevant appointment, 33.3% on the second anniversary of the date of appointment and 33.3% on the third anniversary of the date of appointment.

Performance rights

There were no performance rights over ordinary shares issued to Directors and other KMP as part of compensation that were outstanding as at 31 December 2022 (30 June 2022: nil).

There were no performance rights over ordinary shares granted to or vested by Directors and other KMP as part of compensation during the period ended 31 December 2022 (30 June 2022: nil).

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the Company held during the financial year by each Director and other KMP of the Group, including their personally related parties, is set out below:

	Balance at the start of the period	Received as exercise of options	Balance on appointment/ resignations	Other changes during the period	Balance at the end of the period
Ordinary shares					
Justin Osborne	660,000	60,000	-	260,870	980,870
Sam Pazuki	500,000	-	-	347,826	847,826
Kerry Sparkes	-	-	-	-	-
Nicole Adshead-Bell	-	120,000	-	512,739	641,739
Ian Murray	3,700,000	636,100	(4,336,100)	-	-
David Gurvey	-	-	-	-	-
Warren Potma	300,000	-	-	-	300,000
Keith Bowes	1,987,405	-	(1,987,405)	-	-
Chris Bath	-	-	-	-	-
	7,147,405	816,100	(6,323,505)	1,130,435	2,770,435

Option holding

The number of options over ordinary shares in the Company held during the financial year by each Director and other KMP of the Group, including their personally related parties, is set out below:

	Balance at the start of the period	Granted	Exercised	Other changes during the period	Balance at the end of the period
Options over ordinary shares					
Justin Osborne	420,000	824,175	(60,000)	-	1,184,175
Sam Pazuki	2,750,000	-	-	-	2,750,000
Kerry Sparkes	-	412,088	-	-	412,088
Nicole Adshead-Bell	480,000	-	(120,000)	-	360,000
Ian Murray	4,841,000	678,667	(636,100)	(4,883,567)	-
David Gurvey	-	-	-	-	-
Warren Potma	450,000	-	-	-	450,000
Keith Bowes	1,808,000	-	(118,500)	(1,689,500)	-
Chris Bath	372,000	-	(143,000)	(229,000)	-
	11,121,000	1,914,930	(1,077,600)	(6,802,067)	5,156,263

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares under option at the date of this report are as follows:

Expiry date	Exercise price	Number under option
1/07/2023	$0.00	2,080,201
1/09/2023	$0.00	678,667
18/11/2023	$0.63	600,000
18/11/2023	$0.00	120,000
1/07/2024	$0.00	185,850
1/07/2024	$0.00	17,787
1/07/2025	$0.00	881,667
1/07/2026	$0.00	1,552,577
1/05/2029	$0.26	2,750,000
1/08/2029	$0.00	824,175
1/09/2029	$0.00	412,088
		10,103,012

Shares issued on the exercise of options

The following ordinary shares were issued during the period ended 31 December 2022 and up to the date of this report on the exercise of options granted:

Exercise price	Number of shares issued
$0.00	1,689,549

Indemnity and insurance of officers

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

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

Indemnity and insurance of auditor

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young Australia, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount).

No payment has been made to indemnify Ernst & Young Australia during or since the financial year.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to 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 part of those proceedings.

Non-audit services

There were no non-audit services provided during the financial period by the auditor (June 2022: None)

Corporate governance

The Directors of the Company support and have adhered to the principles of Corporate Governance. The Company's corporate governance key statements, frameworks, policies, and charges are all available on the Company's website at
https://matadormining.com.au/company-profile/corporate-governance/

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Directors' report.

This report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the Directors

Justin Osborne
Non-Executive Chair
Perth, Western Australia 30 March 2023

Corporate Governance

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

The 2023 Corporate Governance Statement is dated as at 30 March 2023 and reflects the corporate governance practices in place throughout the 2022 fiscal year. The 2023 Corporate Governance Statement was approved by the Board on 9 March 2023. A description of the Company's current corporate governance practices is set out in the Company's Corporate Governance Statement which can be viewed on the Company's website at www.matadormining.com.au.

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Auditor's independence declaration to the directors of Matador Mining Ltd

As lead auditor for the audit of the financial report of Matador Mining Ltd for the financial period ended 31 December 2022, I declare to the best of my knowledge and belief, there have been:

a. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;

b. No contraventions of any applicable code of professional conduct in relation to the audit; and

c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Matador Mining Ltd and the entities it controlled during the financial period.

Ernst & Young

Pierre Dreyer
Partner
30 March 2023

Matador Mining Ltd
Statement of profit or loss and other comprehensive income
For the period ended 31 December 2022

	Note	Consolidated 6 Months ended 31 December 2022 $	Consolidated Restated 12 months ended 30 June 2022 $
Revenue			
Other income	6	888,272	2,668,015
Expenses			
Administration expenses	7	(861,995)	(2,130,701)
Consultants and management expenses	8	(522,689)	(951,554)
Depreciation and amortisation		(62,992)	(95,747)
Share based payment expense	9	(156,416)	(1,085,562)
Business development costs		(113,098)	(123,338)
Loss before income tax expense		(828,918)	(1,718,887)
Income tax expense	10	(1,060,848)	(3,335,364)
Loss after income tax expense for the period attributable to the owners of Matador Mining Ltd	22	(1,889,766)	(5,054,251)
Other comprehensive income/(loss)			
Items that may be reclassified subsequently to profit or loss			
Exchange rate differences on translating foreign operations		783,688	(754,336)
Other comprehensive income/(loss) for the period, net of tax		783,688	(754,336)
Total comprehensive loss for the period attributable to the owners of Matador Mining Ltd		(1,106,078)	(5,808,587)
		Cents	**Cents**
Basic loss per share	33	(0.76)	(2.35)
Diluted loss per share	33	(0.76)	(2.35)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying note

Matador Mining Ltd
Statement of financial position
As at 31 December 2022

	Note	Consolidated 31 December 2022 $	Restated 30 June 2022 $	Restated 1 July 2021 $
Assets				
Current assets				
Cash and cash equivalents	11	8,326,388	2,762,790	20,483,277
Trade and other receivables	12	383,428	665,353	833,482
Other current assets	14	327,435	216,367	93,860
Total current assets		9,037,251	3,644,510	21,410,619
Non-current assets				
Property, plant and equipment	15	312,264	353,605	207,623
Right-of-use assets	13	145,264	-	-
Exploration and evaluation	16	42,349,364	38,722,197	25,653,657
Total non-current assets		42,806,892	39,075,802	25,861,280
Total assets		51,844,143	42,720,312	47,271,899
Liabilities				
Current liabilities				
Trade and other payables	17	714,565	1,630,179	5,390,960
Lease liabilities	18	32,062	-	-
Employee Provisions		64,629	41,022	24,306
Other		-	-	21,399
Total current liabilities		811,256	1,671,201	5,436,665
Non-current liabilities				
Lease liabilities	18	92,863	-	-
Deferred tax liabilities	19	6,511,519	5,209,978	2,068,442
Total non-current liabilities		6,604,382	5,209,978	2,068,442
Total liabilities		7,415,638	6,881,179	7,505,107
Net assets		44,428,505	35,839,133	39,766,792
Equity				
Issued capital	20	60,674,189	50,589,506	48,923,247
Reserves	21	918,411	1,846,021	3,458,033
Accumulated losses	22	(17,164,095)	(16,596,394)	(12,614,488)
Total equity		44,428,505	35,839,133	39,766,792

The above statement of financial position should be read in conjunction with the accompanying notes

Matador Mining Ltd
Statement of changes in equity
For the period ended 31 December 2022

Consolidated	Issued capital $	Option reserve $	Foreign currency translation reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2021 - Restated	48,923,247	3,950,629	(492,596)	(12,673,488)	39,707,792
Loss after income tax expense for the period	-	-	-	(5,054,251)	(5,054,251)
Other comprehensive loss for the period, net of tax	-	-	(754,336)	-	(754,336)
Total comprehensive loss for the period	-	-	(754,336)	(5,054,251)	(5,808,587)
Issue of shares on exercise of options	978,894	-	-	-	978,894
Share issue costs	(124,528)	-	-	-	(124,528)
Share based payment expense	-	1,085,562	-	-	1,085,562
Exercise of Employee Share Scheme options	811,893	(811,893)	-	-	-
Expiry of Employee Share Scheme options	-	(1,131,345)	-	1,131,345	-
Balance at 30 June 2022	50,589,506	3,092,953	(1,246,932)	(16,596,394)	35,839,133

Consolidated	Issued capital $	Option reserve $	Foreign currency translation reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2022	50,589,506	3,092,953	(1,246,932)	(16,596,394)	35,839,133
Loss after income tax expense for the period	-	-	-	(1,889,766)	(1,889,766)
Other comprehensive income for the period, net of tax	-	-	783,688	-	783,688
Total comprehensive income/(loss) for the period	-	-	783,688	(1,889,766)	(1,106,078)
Share issue costs	(402,265)	-	-	-	(402,265)
Share based payment expense	-	156,416	-	-	156,416
Exercise of Employee Share Scheme options	545,649	(545,649)	-	-	-
Expiry of Employee Share Scheme options	-	(1,322,065)	-	1,322,065	-
Placement of shares @ $0.12 (flow through)	2,225,420	-	-	-	2,225,420
Flow through share raise premium	(254,133)	-	-	-	(254,133)
Capital raise @ $0.10	2,600,427	-	-	-	2,600,427
Placement of shares @ $0.11	2,157,560	-	-	-	2,157,560
Placement of shares @ $0.11	3,212,025	-	-	-	3,212,025
Balance at 31 December 2022	60,674,189	1,381,655	(463,244)	(17,164,095)	44,428,505

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

Matador Mining Ltd
Statement of cash flows
For the period ended 31 December 2022

	Note	Consolidated 6 months ended 31 December 2022 $	Consolidated Restated 12 months ended 30 June 2022 $
Cash flows from operating activities			
Payments to suppliers and employees		(1,381,743)	(3,234,852)
Interest received		1,260	1,507
Interest and other finance costs paid		(1,967)	-
Net cash used in operating activities	32	(1,382,450)	(3,233,345)
Cash flows from investing activities			
Payments for property, plant and equipment	15	(25,192)	(278,420)
Payments for exploration and evaluation		(2,765,250)	(14,995,199)
Payments for security deposits		(67,955)	(92,802)
Net cash used in investing activities		(2,858,397)	(15,366,421)
Cash flows from financing activities			
Proceeds from issue of shares		10,195,433	-
Share issue transaction costs		(402,265)	(124,519)
Proceeds from exercise of options		-	957,494
Repayment of lease liabilities		(10,372)	-
Net cash from financing activities		9,782,796	832,975
Net increase/(decrease) in cash and cash equivalents		5,541,949	(17,766,791)
Cash and cash equivalents at the beginning of the financial period		2,762,790	20,483,277
Effects of exchange rate changes on cash and cash equivalents		21,649	46,304
Cash and cash equivalents at the end of the financial period	11	8,326,388	2,762,790

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

Notes to the Financial Statements

Note 1. General information

The financial statements cover Matador Mining Ltd as a Group consisting of Matador Mining Ltd and the entities it controlled at the end of, or during, the year. The financial statements are presented in Canadian dollars, which is Matador Mining Ltd's functional and presentation currency.

Matador Mining Ltd is a listed public company limited by shares, incorporated, and domiciled in Australia. Its registered office and principal place of business is:

24 Hasler Road
Osborne Park WA 6017

A description of the nature of the Group's operations and its principal activities are included in the Directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 30 March 2023. The Directors have the power to amend and reissue the financial statements.

Note 2. Significant accounting policies

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

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board (“AASB”) that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations has not resulted in a significant or material change to the Company’s accounting policies.

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the reporting period ended 31 December 2022. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") and the Corporations Act 2001, as appropriate for for-profit

Note 2. Significant accounting policies (continued)

oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB").

Historical cost convention

The financial statements have been prepared under the historical cost convention.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Change of financial year end

In 2022, the financial year end of the Company changed from 30 June to 31 December. The change in fiscal year to align with the calendar year provides the Company with better alignment of exploration activities with financial budgeting and reporting including timing of year-end financial audit.

Further, the Company is a recipient of Canadian exploration financing programs such as flow-through share financing that aligns with the Canadian taxation calendar year.

Accordingly, the financial period reported in these financial statements covers the six-month period from 1 July 2022 to 31 December 2022, whilst comparative figures cover the twelve-month period from 1 July 2021 to 30 June 2022. The results for the current period are therefore not directly comparable with the results for the prior period.

Financial report prepared on a going concern basis

The consolidated financial statements have been prepared on the going concern basis of accounting, which assumes the continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

During the period ended 31 December 2022, the Group incurred a loss after income tax expense of 1,899,766 (June 2022: 5,054,251), net operating cash outflows of $1,382,450 (June 2022: $3,233,345) and period end cash and cash equivalents balance of $8,326,388 (June 2022: $2,762,790).

The Group’s cashflow forecasts for the 12 months ending 31 March 2024 indicate that the Group will be able to meet its committed operational and administrative expenditure and thus continue to operate as a going concern.

In the Directors’ opinion there are therefore reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

Note 2. Significant accounting policies (continued)

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in note 29.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Matador Mining Ltd ("Company" or "parent entity") as at 31 December 2022 and the results of all subsidiaries for the period then ended. Matador Mining Ltd and its subsidiaries together are referred to in these financial statements as the 'Group'.

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

Intercompany transactions, balances, and unrealised gains on transactions between entities in the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. However, unrealised foreign exchange gains or losses on loans between entities within the Group are not eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

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

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

Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers (“CODM”). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Note 2. Significant accounting policies (continued)

The Company has identified its operating segment based on the internal reports that are reviewed and used by the Board in assessing performance and determining the allocation of resources. Reportable segments disclosed are based on aggregating operating segments, where the segments have similar characteristics. For the current reporting period, the Company's sole activity was mineral exploration and resource development wholly within Canada, which is its only reportable segment.

Foreign currency translation

The financial statements are presented in Canadian dollars, which is Matador Mining Ltd's functional and presentation currency.

For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

During the period the Group changed functional currency and presentation currency to Canadian dollars. Refer to Note 4 for further details.

Foreign currency transactions

Foreign currency transactions are translated by each entity in the Group at their respective functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Canadian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Canadian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Revenue recognition

Interest

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

Note 2. Significant accounting policies (continued)

Other revenue

Other revenue is recognised when the right to receive payment is established.

Income tax

Current income tax assets and liabilities for current and prior periods are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rights and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in other comprehensive income or equity is recognised in other comprehensive income or equity and not in profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations where applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax is provided for using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences except to the extent that it is probable that future tax profits will be available against which deductible temporary differences and unused tax losses, or tax credits can be utilised.

The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient tax profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will be available to allow the deferred tax asset to be recovered.

In assessing the recoverability of deferred tax assets, the Group relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted by the end of the reporting date.

Current and non-current classification

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

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the

Note 2. Significant accounting policies (continued)

asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

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

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at bank and in hand. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade and other receivables

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

Property, plant and equipment

Plant and equipment are stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant, and equipment (excluding land) over their expected useful lives as follows:

Plant and equipment	20% per annum
Motor vehicles	20% per annum
Computer equipment	25% per annum

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

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Group. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Note 2. Significant accounting policies (continued)

Right-of-use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the Group expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The Group has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Exploration and evaluation assets

Exploration and evaluation expenditure in relation to each separate area of interest is recognised as an exploration and evaluation asset in the year in which it is incurred where the following conditions are satisfied:

The rights to tenure of the area of interest are current; and at least one of the following conditions is also met:

- Exploration and evaluation expenditures are expected to be recouped through successful development and exploration of the area of interest, or alternatively, by its sale; or
- Exploration and evaluation activities in the area of interest have not at the reporting date reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are initially measured at cost and include acquisition of rights to explore, studies, exploratory drilling and associated activities and an allocation of depreciation and amortisation of assets used in exploration and evaluation activities. General and administrative costs are only included in the measurement of exploration and evaluation costs where they are related directly to operational activities in a particular area of interest.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest. where uncertainty exists as to the future viability of an area the value of the area of interest is written off to the profit and loss or provided against.

Note 2. Significant accounting policies (continued)

Impairment

The determination as to whether there are any indicators to require capitalised exploration and evaluation expenditure to be assessed for impairment, involves a number of judgments including whether the Group has tenure, will be able to perform ongoing expenditure and whether there is sufficient information for a decision to be made that the area of interest is not commercially viable. The Group performed an assessment of the impairment indicators at 31 December 2022 in accordance with AASB 6, taking into account the following factors:

- The Group still has the right to explore the tenements;
- To date there have been no adverse findings reported or identified from technical studies undertaken that would affect the Group or the exploration and evaluation expenditure assets of the Group;
- Substantial further expenditure is forecast at 31 December 2022 and beyond, to continue to advance development for the tenements held by the Group; and

As a result of considering these factors, the directors did not identify any impairment indicators.

Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs of disposal ("FVLCD") and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its FVLCD. In such cases the asset is tested for impairment as part of the cash generating unit ("CGU") to which it belongs. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset or CGU. In determining FVLCD recent market transactions are considered. If no such transactions can be identified, an appropriate valuation model is used.

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated.

A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount.

Note 2. Significant accounting policies (continued)

That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Trade and other payables

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

Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index, or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Provisions

Provisions are recognised when the Group has a present (legal or constructive) obligation as a result of a past event, it is probable the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, considering the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Note 2. Significant accounting policies (continued)

Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Share-based payments

Equity-settled share-based payments are measured at fair value at the date of grant.

Option fair value is measured by use of either the Black-Scholes option pricing model or Monte-Carlo simulation model, depending on the requirements of the accounting standard.

At the end of each reporting period the Company revises its estimate of expected life of the options issued. The number of equity instruments expected to vest has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of the number of equity instruments that will eventually vest.

For cash-settled share-based payments, a liability equal to the portion of the goods or services received is recognised at the current fair value determined at each reporting date.

For both equities settled, and cash settled share-based payments where service conditions do not exist (or where service conditions have been subsequently removed), the entire fair value is expensed immediately.

Fair value measurement

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

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

Note 2. Significant accounting policies (continued)

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

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation.

Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data

Issued capital

Issued and paid-up capital is recognised at the fair value of the consideration received by the Group, any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction in the proceeds received.

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Matador Mining Ltd, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial period, adjusted for bonus elements in ordinary shares issued during the financial period.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to consider 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.

Flow through shares

Flow-through shares may be issued to finance a portion of an exploration program. A flow-through share agreement transfers the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company divides the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognised as a liability, and ii) issued capital.

Upon expenses being incurred, the Company derecognises the liability and the premium is recognised as other income. The exploration spend also gives rise to a deferred tax liability which is recognised as the difference between the carrying value and tax base of the qualifying expenditure for the tax reduction renounced to the investors.

Note 2. Significant accounting policies (continued)

Goods and Services Tax ("GST") and Harmonised Sales Tax ("HST")

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

Receivables and payables are stated inclusive of the amount of GST/HST receivable or payable. The net amount of GST/HST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

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

Commitments and contingencies are disclosed net of the amount of GST/HST recoverable from, or payable to, the tax authority.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial, Black-Scholes model or Monte-Carlo simulation model considering the terms and conditions upon which the instruments were granted.

The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Exploration and evaluation costs carried forward

The application of the Group's accounting policy for exploration and evaluation expenditure requires judgement to determine whether future economic benefits are likely from either future exploitation or sale, or whether activities have not reached stage that permits a reasonable assessment of the existence of reserves.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Estimates and assumptions may change as new information becomes available. If, after expenditure is capitalised, information becomes available suggesting that the recovery of expenditure is unlikely the relevant capitalised amount is written off to the statement of profit or loss and other comprehensive income in the period when the new information becomes available.

Impairment of exploration and evaluation assets

The carrying value of capitalised exploration and evaluation expenditure is assessed for impairment on a regular basis or whenever impairment indicators are present. When information becomes available suggesting that the recovery of expenditure which had previously been capitalised is unlikely or that the Group no longer holds tenure, the asset is tested to determine the recoverable amount and assess whether this is below carrying amount. If the recoverable amount is below the carrying amount, then the asset is impaired.

Note 4. Restatement of comparatives

Change in functional and presentation currency

As the Group has moved management from Australia to Canada, major cash outflows are now denominated in Canadian Dollars.

On this basis, the parent entity has changed its functional currency to Canadian Dollars, effective 31 December 2022.

The Directors elected to change the Group's presentation currency from Australian dollars to Canadian dollars. The Directors believe that the change provides investors and other stakeholders with a clearer and more reliable understanding of the Group's global business performance as a whole and is more comparable to the Company's peers, many of which are presented in C$. The change is accounted for retrospectively and as such comparative information has been restated in C$.

The financial report has been restated to Canadian dollars using the procedures below:

Foreign currency amount	**Applicable exchange rate**
Income and expenses	Average rate prevailing for the relevant period
Assets and liabilities	Period-end rate
Equity	Historical rate
Statement of cashflows	Average rate prevailing for the relevant period

Note 4. Restatement of comparatives (continued)

The average rate used for the current period ended was A$/C$ 1: 0.8923 (June 2022: 1: 0.9184) and the period-end exchange rate used was A$/C$ 1: 0.9231 (June 2022: 1: 0.8898).

Where necessary, comparative information has been reclassified to achieve consistency in disclosure with period-end amounts and other disclosures.

Note 5. Operating segments

Identification of reportable operating segments

The Company's operations are in one reportable business segment, being the exploration for gold. The Company operates in one geographical segment, being Canada.

The operating segment information is the same information as provided throughout the consolidated financial statements and therefore not duplicated. The information reported to the CODM is on at least a monthly basis.

Note 6. Other income

	Consolidated	
	6 months ended 31 December 2022 $	Restated 12 months ended 30 June 2022 $
Net unrealised foreign exchange gain	-	44,018
Settlement of flow through share liability	887,012	2,607,168
Cost recharges	-	11,645
Other income	-	3,668
Interest revenue	1,260	1,516
Other income	888,272	2,668,015

Note 7. Administration expenses

	Consolidated 6 months ended 31 December 2022 $	Consolidated Restated 12 months ended 30 June 2022 $
Administration fees	274,983	951,709
Audit, taxation and accounting fees	218,462	185,769
Net unrealised foreign exchange loss	124,693	-
Investor relations	93,946	670,488
Compliance	67,804	104,985
Occupancy	47,331	58,773
Other administration expenses	34,776	158,977
	861,995	2,130,701

Note 8. Consultants and management expenses

	Consolidated 6 months ended 31 December 2022 $	Consolidated Restated 12 months ended 30 June 2022 $
Directors' fees and salaries	308,019	446,431
Salaries, wages and company secretarial fees	161,525	407,548
Other consultants and management expenses	53,145	97,575
	522,689	951,554

Note 9. Share based payment expense

	Consolidated 6 months ended 31 December 2022 $	Consolidated Restated 12 months ended 30 June 2022 $
Share based payment expense	156,416	1,085,562

Note 10. Income tax expense

	Consolidated 6 months ended 31 December 2022 $	Restated 12 months ended 30 June 2022 $
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(828,918)	(1,718,887)
Tax at the statutory tax rate of 30% (June 2022: 30%)	(248,675)	(515,666)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Temporary difference arising on exploration and evaluation assets on relinquishment of qualifying expenditure to investors *	1,561,561	3,141,536
Tax effects for tax losses previously not recognised, recognised now	(260,020)	-
Deferred tax assets not bought to account	7,982	709,494
Income tax expense	1,060,848	3,335,364

* this amount is including the effect for the foreign exchange rate of $240,693.

	Consolidated 31 December 2022 $	Restated 30 June 2022 $
Deferred tax assets not recognised		
Deferred tax assets not recognised comprises temporary differences attributable to:		
Tax losses	5,797,552	5,789,570
Total deferred tax assets not recognised	5,797,552	5,789,570

The above potential tax benefit for deductible temporary differences has not been recognised in the statement of financial position as the recovery of this benefit is uncertain.

Note 11. Cash and cash equivalents

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Current assets		
Cash at bank and on hand	8,326,388	2,762,790

Note 12. Trade and other receivables

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Current assets		
GST/HST receivable	383,428	665,353

Note 13. Right-of-use assets

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Non-current assets		
Motor vehicles - right-of-use	155,640	-
Less: Accumulated depreciation	(10,376)	-
	145,264	-

Additions to the right-of-use assets during the period were $155,640.

Note 13. Right-of-use assets (continued)

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial period are set out below:

Consolidated	Motor Vehicles $	Total $
Balance at 1 July 2021	-	-
Balance at 30 June 2022	-	-
Additions	155,640	155,640
Depreciation expense	(10,376)	(10,376)
Balance at 31 December 2022	145,264	145,264

Note 14. Other current assets

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Current assets		
Prepayments	105,499	62,386
Security deposits	221,936	153,981
	327,435	216,367

Note 15. Property, plant and equipment

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Non-current assets		
Plant and equipment - at cost	321,575	309,971
Less: Accumulated depreciation	(119,982)	(79,940)
	201,593	230,031
Motor vehicles - at cost	115,016	110,866
Less: Accumulated depreciation	(36,642)	(24,875)
	78,374	85,991
Computer equipment - at cost	61,291	59,815
Less: Accumulated depreciation	(28,994)	(22,232)
	32,297	37,583
	312,264	353,605

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial period are set out below:

Consolidated	Plant & Equipment $	Motor Vehicles $	Computer Equipment $	Total $
Balance at 1 July 2021	133,403	27,874	46,346	207,623
Additions	166,201	72,969	39,250	278,420
Disposals	-	-	(32,639)	(32,639)
Exchange differences	(5,020)	477	492	(4,051)
Depreciation expense	(64,553)	(15,329)	(15,866)	(95,748)
Balance at 30 June 2022	230,031	85,991	37,583	353,605
Additions	18,950	-	6,242	25,192
Exchange differences	(12,777)	2,453	(3,593)	(13,917)
Depreciation expense	(34,611)	(10,070)	(7,935)	(52,616)
Balance at 31 December 2022	201,593	78,374	32,297	312,264

Note 16. Exploration and evaluation

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Non-current assets		
Exploration and evaluation - at cost	42,349,364	38,722,197

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Opening balance	38,722,197	24,009,023
Capitalised exploration costs	3,627,167	14,713,174
	42,349,364	38,722,197

Note 17. Trade and other payables

	Consolidated 31 December 2022 $	Consolidated Restated 30 June 2022 $
Current liabilities		
Trade payables	424,242	470,316
Accrued expenses	143,074	399,846
Flow through share premium liability	76,337	704,714
PAYG Payable	70,912	55,303
	714,565	1,630,179

Refer to note 24 for further information on financial instruments.

Note 18. Lease liabilities

	Consolidated	
	31 December 2022 $	Restated 30 June 2022 $
Current liabilities		
Lease liability	32,062	-
Non-current liabilities		
Lease liability	92,863	-
	124,925	-

The following are the amounts recognised in profit or loss:

	Consolidated	
	31 December 2022 $	Restated 30 June 2022 $
Depreciation expense of right-of-use assets	10,376	-
Interest expense on lease liabilities	1,967	-
	12,343	-

The group has a facility with the Royal Bank of Canada for motor vehicle financing. The facility is secured by the underlying assets being financed, with a fixed interest rate of 4.49% and monthly repayments until August 2026.

The Group had total cash outflows for leases of $10,372 in December 2022 (June 2022: nil).

Refer to note 24 for further information on financial instruments.

Note 19. Deferred tax liabilities

	Consolidated 31 December 2022 $	Restated 30 June 2022 $
Non-current liabilities		
Deferred tax liability comprises temporary differences attributable to:		
Movements:		
Opening balance	5,209,978	2,068,442
Temporary difference arising on exploration and evaluation assets on relinquishment of qualifying expenditure to investors *	1,561,561	3,141,536
Tax effects for tax losses previously not recognised, recognised now	(260,020)	-
Net deferred tax liability	6,511,519	5,209,978

* this amount is including the effect for the foreign exchange rate of $240,693.

Note 20. Issued capital

	Consolidated 31 December 2022 Shares	Restated 30 June 2022 Shares	31 December 2022 $	Restated 30 June 2022 $
Ordinary shares - fully paid	315,210,834	217,019,505	60,674,189	50,589,506

Note 20. Issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2021	209,777,601		48,923,247
Issue of shares on exercise of options	2 July 2021	100,000	$0.21	21,369
Issue of shares on exercise of options	6 Aug 2021	31,250	$0.21	6,651
Issue of shares on exercise of ESS options	13 Aug 2021	711,000	$0.41	293,721
Issue of shares on exercise of options	20 Aug 2021	562,500	$0.21	119,121
Issue of shares on exercise of ESS options	20 Aug 2021	91,575	$0.29	26,106
Issue of shares on exercise of ESS options	20 Aug 2021	60,000	$0.34	20,139
Issue of shares on exercise of options	27 Aug 2021	1,562,500	$0.21	330,503
Issue of shares on exercise of ESS options	27 Aug 2021	60,000	$0.34	20,157
Issue of shares on exercise of options	1 Sept 2021	1,000,000	$0.21	211,694
Issue of shares on exercise of ESS options	3 Sept 2021	129,000	$0.41	53,100
Issue of shares on exercise of ESS options	20 Sept 2021	28,571	$0.39	11,058
Issue of shares on exercise of options	25 Oct 2021	150,000	$0.21	32,082
Issue of shares on exercise of ESS options	26 Oct 2021	300,000	$0.41	123,573
Issue of shares on exercise of ESS options	19 Nov 2021	5,000	$0.41	2,067
Issue of shares on exercise of options	26 Nov 2021	400,000	$0.21	84,251
Issue of shares on exercise of ESS options	29 Nov 2021	1,000,000	$0.18	181,158
Issue of shares on exercise of ESS options	10 Jan 2022	9,524	$0.37	3,601
Issue of shares on exercise of ESS options	31 Jan 2022	60,984	$0.28	17,175
Issue of shares on exercise of ESS options	31 Jan 2022	85,000	$0.40	33,971
Issue of shares on exercise of options	1 Feb 2022	31,250	$0.21	6,455
Issue of shares on exercise of ESS options	1 Feb 2022	65,000	$0.41	26,065
Issue of shares on exercise of options	18 Feb 2022	418,750	$0.21	86,789
Issue of shares on exercise of options	4 Mar 2022	380,000	$0.21	79,981
Transaction costs		-	-	(124,528)
Balance	30 June 2022	217,019,505		50,589,506
Flow-through Securities	21-Jul-22	19,230,770	$0.12	2,225,420
Placement Securities	21-Jul-22	19,913,044	$0.10	2,038,485
Share purchase plan	18-Aug-22	25,217,241	$0.10	2,600,427
Options Exercised	19-Aug-22	155,950	$0.41	64,289
Options Exercised	26-Aug-22	54,619	$0.37	20,019
Options Exercised	08-Sep-22	66,000	$0.27	18,111
Options Exercised	08-Sep-22	15,330	$0.27	4,207
Options Exercised	08-Sep-22	52,500	$0.41	21,378
Options Exercised	30-Sep-22	500,000	$0.28	137,809
Placement Securities	02-Nov-22	18,000,000	$0.10	1,826,630
Options Exercised	08-Nov-22	29,050	$0.40	11,676
Options Exercised	08-Nov-22	636,100	$0.33	211,180
Options Exercised	10-Nov-22	120,000	$0.32	37,987
Options Exercised	10-Nov-22	60,000	$0.32	18,993
Placement Securities	06-Dec-22	13,010,290	$0.11	1,385,395
Placement Securities	06-Dec-22	347,826	$0.11	36,639
Placement Securities	06-Dec-22	260,870	$0.11	27,479
Placement Securities	06-Dec-22	521,739	$0.11	54,957
Flow through share raise premium		-	-	(254,133)
Transaction costs		-	-	(402,265)
Balance	31 December 2022	315,210,834		60,674,189

Note 20. Issued capital (continued)

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

Every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back

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

Capital risk management

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

Capital is regarded as total equity, as recognised in the statement of financial position.

In order to maintain or adjust the capital structure, the Group may adjust the number of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current Company's share price at the time of the investment. The Group is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses to maximise synergies.

Note 21. Reserves

	Consolidated	
	31 December 2022 $	Restated 30 June 2022 $
Foreign currency reserve	(463,244)	(1,246,932)
Options reserve	1,381,655	3,092,953
	918,411	1,846,021

Note 21. Reserves (continued)

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Canadian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Option reserve

The option reserve records items recognised as expenses on the valuation of share options.

Movements in reserves

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

Consolidated	Foreign currency translation reserve $	Options reserve $	Total $
Balance at 1 July 2021	(492,596)	3,950,629	3,458,033
Foreign currency translation	(754,336)	-	(754,336)
Share based payments to KMP	-	853,681	853,681
Share based payments to Employees and consultants	-	231,881	231,881
Options expired	-	(1,131,345)	(1,131,345)
Transfer of fair value to contributed equity	-	(811,893)	(811,893)
Balance at 30 June 2022	(1,246,932)	3,092,953	1,846,021
Foreign currency translation	783,688	-	783,688
Share based payments to KMP	-	94,779	94,779
Share based payments to Employees and consultants	-	61,637	61,637
Options expired	-	(1,322,065)	(1,322,065)
Transfer of fair value to contributed equity	-	(545,649)	(545,649)
Balance at 31 December 2022	(463,244)	1,381,655	918,411

Note 21. Reserves (continued)

Movement in options	Unlisted Options Dec 2022 Number	Unlisted Options June 2022 Number
Opening balance	20,478,215	22,601,170
Granted	1,914,930	7,981,296
Exercised	(1,689,549)	(2,605,654)
Expired	(10,592,584)	(7,498,597)
	10,111,012	20,478,215

The following table represents the Company's outstanding balance of options as at 31 December 2022:

Grant date	Vesting date	Expiry date	Exercise price	Number of options	Options lapsed / forfeited	Options exercised	Number of options at the end of year: On issue	Number of options at the end of year: Vested
26/06/2019	26/06/2019	2/07/2022	0.36	1,700,000	(1,700,000)	-	-	-
1/07/2020	1/07/2022	15/07/2024	-	198,000	(132,000)	(66,000)	-	-
15/07/2019	1/07/2022	15/07/2024	-	328,773	(275,935)	(35,051)	17,787	17,787
5/06/2020	5/06/2023	5/06/2023	-	2,000,000	-	-	2,000,000	-
18/11/2020	1/07/2021	1/07/2023	-	536,000	-	(536,000)	-	-
21/08/2020	1/07/2021	1/07/2023	-	8,000	-	-	8,000	8,000
13/08/2021	13/08/2021	1/02/2023	-	80,201	-	-	80,201	-
18/11/2020	1/07/2023	1/07/2025	-	1,018,000	(1,018,000)	-	-	-
20/07/2021	1/07/2023	1/07/2025	-	214,667	-	-	214,667	-
21/08/2020	1/07/2023	1/07/2025	-	667,000	-	-	667,000	-
18/11/2020	18/11/2020	18/11/2023	-	900,000	(300,000)	-	600,000	600,000
18/11/2020	5/10/2021	18/11/2023	-	60,000	-	(60,000)	-	-
18/11/2020	2/02/2022	18/11/2023	-	60,000	-	(60,000)	-	-
18/11/2020	5/10/2022	18/11/2023	-	60,000	-	(60,000)	-	-
18/11/2020	2/02/2023	18/11/2023	-	60,000	-	-	60,000	-
18/11/2020	5/10/2023	18/11/2023	-	60,000	-	-	60,000	-
1/05/2022	1/05/2023	1/05/2029	-	916,667	-	-	916,667	-
1/05/2022	1/05/2024	1/05/2029	-	916,667	-	-	916,667	-
1/05/2022	1/05/2025	1/05/2029	-	916,667	-	-	916,667	-
15/07/2019	15/07/2019	1/07/2022	0.31	1,250,000	(1,250,000)	-	-	-
15/07/2019	15/07/2019	1/07/2022	0.36	1,250,000	(1,250,000)	-	-	-
15/07/2019	15/07/2019	1/07/2022	0.40	1,250,000	(1,250,000)	-	-	-
15/07/2019	15/07/2019	1/07/2022	0.45	1,250,000	(1,250,000)	-	-	-
8/11/2022	1/07/2023	1/09/2023	-	678,667	-	-	678,667	-
9/12/2022	1/08/2023	1/08/2029	-	274,725	-	-	274,725	-
9/12/2022	1/08/2024	1/08/2029	-	274,725	-	-	274,725	-
9/12/2022	1/08/2025	1/08/2029	-	274,724	-	-	274,724	-
9/12/2022	1/09/2023	1/09/2029	-	137,363	-	-	137,363	-
9/12/2022	1/09/2024	1/09/2029	-	137,363	-	-	137,363	-
9/12/2022	1/09/2025	1/09/2029	-	137,362	-	-	137,362	-
1/07/2021	30/06/2022	1/07/2024	-	1,387,997	(941,999)	(272,398)	173,600	173,600
20/06/2022	30/06/2022	1/07/2024	-	50,000	(37,750)	-	12,250	12,250
1/07/2021	30/06/2024	1/07/2026	-	1,524,577	-	-	1,524,577	-
20/06/2022	30/06/2024	1/07/2026	-	28,000	-	-	28,000	-
1/07/2021	30/06/2022	1/07/2024	-	429,000	(328,900)	(100,100)	-	-
1/07/2021	30/06/2022	1/07/2026	-	858,000	(858,000)	-	-	-
1/05/2022	31/01/2023	1/02/2023	-	500,000	-	(500,000)	-	-
			1.88	22,393,145	(10,592,584)	(1,689,549)	10,111,012	811,637

Note 21. Reserves (continued)

Fair value for Incentive options granted during the current financial year has been determined by using the Black-Scholes model.

The valuation model inputs used to determine the fair value at the grant date, are as follows:

Incentive Options issued during the year 31 December 2022

	Incentive options tranche one	Incentive options tranche two	Incentive options tranche three	Incentive options tranche four
Fair value of option	$0.09	$0.12	$0.12	$0.12
Exercise price	nil	nil	nil	nil
Valuation date	8/11/2022	9/12/2022	9/12/2022	9/12/2022
Vesting date	1/07/2023	1/08/2023	1/08/2024	1/08/2025
Expiry date	1/09/2023	1/08/2029	1/08/2029	1/08/2029
Number of options	678,667	412,088	412,088	412,087
Expense during the year	$14,340	$4,632	$1,854	$1,160
Expected volatility (%)	82%	82%	82%	82%
Risk-free interest rate (%)	3.18%	3.18%	3.18%	3.18%
Expected life of options (years)	0.17	6.01	5.00	4.00
Model used	Black-Scholes	Black-Scholes	Black-Scholes	Black-Scholes

(1) The incentive options vest as to 33.3% on the first anniversary of the date of appointment of the relevant appointment, 33.3% on the second anniversary of the date of appointment and 33.3% on the third anniversary of the date of appointment.

Total share-based payment expense recognised during the year was $156,416 (30 June 2022: $1,085,562).

The weighted average exercise price of options outstanding at the end of the financial year was $0.10 (June 2022: $0.40). The weighted average fair value of options granted during the year was $0.12 (June 2022: $0.33). The weighted average remaining contractual life of options outstanding at the end of the financial year was 3.52 years (June 2022: 2.16 years)

Note 22. Accumulated losses

	Consolidated	
	31 December 2022 $	Restated 30 June 2022 $
Accumulated losses at the beginning of the financial period	(16,596,394)	(12,673,488)
Loss after income tax expense for the period	(1,889,766)	(5,054,251)
Transfer from options reserve	1,322,065	1,131,345
Accumulated losses at the end of the financial period	(17,164,095)	(16,596,394)

Note 23. Dividends

There were no dividends paid, recommended or declared during the current or previous financial period.

Note 24. Financial instruments

Financial risk management objectives

The Group's principal financial assets comprise cash and deposits held as security guarantees.

The Group's principal financial liabilities comprise trade creditors and lease liabilities. The main purpose of these financial instruments is to manage cash flow and assist the Group in its daily operational requirements. The Group is exposed to interest rate risk, liquidity risk and credit risk in respect to the financial instruments that it held at the end of the financial year.

This note presents information about the Group's exposure to each of the above risks. The Board has overall responsibility for the establishment and oversight of the risk management framework.

Risk management policies are established by the Board to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits.

Market risk

Foreign currency risk

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

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

Note 24. Financial instruments (continued)

The carrying amount of the Group's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

Consolidated	Assets 31 December 2022 $	Assets Restated 30 June 2022 $	Liabilities 31 December 2022 $	Liabilities Restated 30 June 2022 $
Australian dollars - Trade & other payables	-	-	154,354	447,974
Australian dollars - Cash at bank	4,578,415	1,207,599	-	-
	4,578,415	1,207,599	154,354	447,974

Consolidated - 31 December 2022	A$ strengthened % change	A$ strengthened Effect on profit before tax $	A$ strengthened Effect on equity $	A$ weakened % change	A$ weakened Effect on profit before tax $	A$ weakened Effect on equity $
Australian Dollars	10%	442,406	442,406	(10%)	(442,406)	(442,406)

Consolidated - Restated 30 June 2022	A$ strengthened % change	A$ strengthened Effect on profit before tax $	A$ strengthened Effect on equity $	A$ weakened % change	A$ weakened Effect on profit before tax $	A$ weakened Effect on equity $
Australian dollars	10%	75,963	75,963	(10%)	(75,963)	(75,963)

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate as a result of changes in market interest rates.

Consolidated - 31 December 2022	Basis points increase Basis points change	Basis points increase Effect on profit before tax $	Basis points increase Effect on equity $	Basis points decrease Basis points change	Basis points decrease Effect on profit before tax $	Basis points decrease Effect on equity $
Cash and cash equivalents	100	83,264	83,264	(100)	(83,264)	(83,264)

Note 24. Financial instruments (continued)

Consolidated – Restated 30 June 2022	Basis points increase Basis points change	Effect on profit before tax $	Effect on equity $	Basis points decrease Basis points change	Effect on profit before tax $	Effect on equity $
Cash and cash equivalents	100	27,628	27,628	(100)	(27,628)	(27,628)

Credit risk

Credit risk refers to the risk that counterparties will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted the policy of only dealing with credit worthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults. Banks and financial institutions are chosen only if they are independently rated parties with a minimum rating of ‘A’.

At 31 December 2022 the Group has significant funds on deposit with Royal Bank of Canada ("RBC"). RBC is one of Canada's largest banks, and among the largest in the world based on market capitalisation with a Moody’s rating of AA.

The carrying amount of financial assets recorded in the financial statements, net of any provisions for losses, represents the Group maximum exposure to credit risk without taking account of the value of any collateral or other security obtained.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company’s approach to managing liquidity is to ensure that it will have sufficient cash to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company’s reputation.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of credit facilities or other fund-raising initiatives.

The Board frequently reviews budget variance analyses that include working capital projections to monitor working capital requirements and optimise cash utilisation.

The Group continuously monitors forecast and actual cash flows and the maturity profiles of financial assets and financial liabilities to manage its liquidity risk.

Note 24. Financial instruments (continued)

Remaining contractual maturities

The following tables detail the Group's remaining undiscounted contractual payments for its financial instrument liabilities.

Consolidated - 31 December 2022	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	638,228	-	-	-	638,228
Interest-bearing - fixed rate						
Lease liability	4.49%	32,062	32,062	60,801	-	124,925
Total non-derivatives		670,290	32,062	60,801	-	763,153

Consolidated - Restated 30 June 2022	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	925,465	-	-	-	925,465
Total non-derivatives		925,465	-	-	-	925,465

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 25. Key management personnel disclosures

Refer to the Remuneration Report contained in the Directors' Report for additional details of the remuneration paid or payable to each member of KMP for the period ended 31 December 2022.

Compensation

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

	Consolidated	
	6 months ended 31 December 2022 $	Restated 12 months ended 30 June 2022 $
Short-term employee benefits	446,767	836,573
Post-employment benefits	33,269	44,653
Share-based payments	94,779	853,681
	574,815	1,734,907

The Company's only related entities are the KMP. KMP are any people having authority and responsibility for planning, controlling and directing the activities of the entity, directly or indirectly, including any Director (whether executive or otherwise). The Company has determined that the KMP are the Directors and executives as set out in the Remuneration report.

Note 26. Remuneration of auditors

During the financial period the following fees were paid or payable for services provided by the auditor of the Company:

	Consolidated	
	6 months ended 31 December 2022 $	Restated 12 months ended 30 June 2022 $
Audit services -		
Audit or review of the financial statements	65,000	37,000

Note 27. Commitments

The Group must meet tenement expenditure commitments to maintain its tenements in good standing. These commitments are not provided for in the financial statements and are as follows:

	Consolidated	
	31 December 2022 $	Restated 30 June 2022 $
Committed at the reporting date but not recognised as liabilities:		
Within one year	513,946	214,045
One to five years	413,640	223,044
More than five years	277,226	360,151
	1,204,812	797,240

Note 28. Related party transactions

Parent entity

Matador Mining Ltd is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 30.

Key management personnel

Disclosures relating to key management personnel are set out in note 25 and the Remuneration report included in the Directors' report.

Transactions with related parties

There were no transactions with related parties during the current and previous financial period.

Receivable from and payable to related parties

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties

There were no loans to or from related parties at the current and previous reporting date.

Note 29. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	6 months ended 31 December 2022 $	Restated 12 months ended 30 June 2022 $
Loss after income tax	(1,191,647)	(5,599,792)
Total comprehensive loss	(1,191,647)	(5,599,792)

Statement of financial position

	Parent	
	31 December 2022 $	Restated 30 June 2022 $
Total current assets	8,284,213	1,452,998
Total assets	42,286,243	32,665,751
Total current liabilities	670,692	1,639,294
Total liabilities	7,182,211	6,849,272
Equity		
Issued capital	51,414,411	41,329,728
Foreign currency reserve	(463,244)	(1,246,932)
Options reserve	1,381,655	3,092,953
Accumulated losses	(17,228,790)	(17,359,270)
Total equity	35,104,032	25,816,479

Guarantees entered by the parent entity in relation to the debts of its subsidiaries

The parent entity had no guarantees in relation to the debts of its subsidiaries (June 2022: None).

Contingent liabilities

The parent entity had no contingent liabilities (June 2022: None).

Note 29. Parent entity information (continued)

Capital commitments - Property, plant and equipment

The parent entity had no capital commitments for property, plant and equipment (June 2022: None).

Significant accounting policies

The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following: Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

Note 30. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2.

The subsidiaries are in the closed group with Matador Mining Ltd.

		Ownership interest	
Name	**Principal place of business / Country of incorporation**	**31 December 2022 %**	**30 June 2022 %**
Matador Canada Pty Ltd	Australia	100%	100%
Cape Ray Mining Limited	Nova Scotia, Canada	100%	100%

Note 31. Events after the reporting period

On 8 February 2023, Mr. Brian Scott resigned as Joint Company Secretary.

On 1 March 2023, Mrs. Carol Marinkovich was appointed to the Board of Directors as Non-executive Director.

No other matter or circumstance has arisen since 31 December 2022 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's situation in future financial years.

Note 32. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	6 months ended 31 December 2022 $	Restated 12 months ended 30 June 2022 $
Loss after income tax expense for the period	(1,889,766)	(5,054,251)
Adjustments for:		
Depreciation and amortisation	62,992	95,747
Share-based payments	156,416	1,085,262
Settlement of flow through share liability	(887,011)	(2,607,168)
Tax expense	1,060,848	3,141,536
Net exchange differences	121,740	142,848
Change in operating assets and liabilities:		
Increase in trade and other receivables	(9,253)	-
Increase in prepayments	(43,181)	(29,705)
Increase/(decrease) in trade and other payables	63,380	(24,329)
(Decrease)/Increase in provisions	(18,615)	16,715
Net cash used in operating activities	(1,382,450)	(3,233,345)

Note 33. Earnings per share

	Consolidated 6 months ended 31 December 2022 $	Consolidated Restated 12 months ended 30 June 2022 $
Loss after income tax attributable to the owners of Matador Mining Ltd	(1,889,766)	(5,054,251)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	248,071,042	214,992,716
Weighted average number of ordinary shares used in calculating diluted earnings per share	248,071,042	214,992,716
	Cents	Cents
Basic loss per share	(0.76)	(2.35)
Diluted loss per share	(0.76)	(2.35)

Matador Mining Ltd
Directors' Declaration
31 December 2022

In the Directors' opinion:

- The attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- The attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- The attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2022 and of its performance for the financial period ended on that date; and
- There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

Signed in accordance with a resolution of Directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the Directors

Justin Osborne,
Non-Executive Chair
Perth, Western Australia
30 March 2023

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Independent auditor's report to the members of Matador Mining Ltd

Report on the audit of the financial report

Opinion

We have audited the financial report of Matador Mining Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 31 December 2022, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the six-month period then ended, 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 Group is in accordance with the *Corporations Act 2001*, including:

a) giving a true and fair view of the consolidated financial position of the Group as at 31 December 2022 and of its consolidated financial performance for the six-month period ended on that date; and

b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

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

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, 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, but we do not provide a separate opinion on these matters. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial report* section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial report.

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1. Carrying amount of exploration and evaluation assets

Why significant	How our audit addressed the key audit matter
As set out in Note 16 to the financial report, at 31 December 2022, the Group held capitalised exploration and evaluation assets of $42.3 million, representing 81.7% of the Group's total assets. The carrying amount of exploration and evaluation assets is assessed for impairment by the Group when facts and circumstances indicate that the exploration and evaluation assets may exceed their recoverable amount. The determination as to whether there are any indicators to require an exploration and evaluation asset to be assessed for impairment, involves a number of judgements including whether the Group has tenure, will be able to perform ongoing expenditure and whether there is sufficient information for a decision to be made that the area of interest is not commercially viable. The Group did not identify any impairment indicators as at 31 December 2022. This was considered a key audit matter because of the significant judgment involved in determining whether any impairment indicators were present for the Group's capitalised exploration and evaluation asset balances.	We evaluated the Group's assessment as to whether there were any indicators of impairment to require the carrying amount of exploration and evaluation assets to be tested for impairment. In performing our procedures, we: ► Considered whether the Group's right to explore was current, which included obtaining and assessing supporting documentation such as license agreements; ► Considered the Group's intention to carry out significant ongoing exploration and evaluation activities in the relevant areas of interest which included reviewing the Group's approved cash flow forecast and enquiring of management and the directors as to their intentions and the strategy of the Group; ► Assessed whether any exploration and evaluation data existed to indicate that the carrying amount of capitalised exploration and evaluation assets is unlikely to be recovered through development or sale; and ► Assessed the adequacy of the disclosures 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 31 December 2022 Annual Report, 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, with the exception of the Remuneration Report and our related assurance opinion.

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

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

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Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of 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 Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the 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 judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

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

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

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

From the matters communicated to 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 audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the six-month period ended 31 December 2022.

In our opinion, the Remuneration Report of Matador Mining Ltd for the six-month period ended 31 December 2022, complies with section 300A of the *Corporations Act 2001*.

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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.

Ernst & Young

Ernst & Young

Pierre Dreyer
Partner
Perth
30 March 2023

ASX ADDITIONAL INFORMATION

Additional information required by the ASX and not shown elsewhere in this report is as follows. The information is current as at 22 March 2023.

Number of shareholders

There were 2,044 shareholders. All shares are fully paid ordinary shares. Each fully paid ordinary share carries one voting right.

Distribution of Shareholding

HOLD RANGES	NUMBER OF HOLDERS	NUMBER OF SHARES	% OF ISSUE CAPITAL
1 - 1,000	61	12,054	0.01%
1,001 - 5,000	440	1,307,181	0.40%
5,001 - 10,000	304	2,434,621	0.77%
10,001 - 100,000	918	36,569,318	11.60%
Above 100,000	321	274,895,660	87.21%
Totals	**2,044**	**315,218,834**	**100.00%**

There are 568 holders of unmarketable parcels of fully paid ordinary shares of $500 of less comprising a total of 1,698,851 shares.

Twenty Largest Shareholders (as at 22 March 2022)

RANK	NAME	NUMBER	%
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	36,446,714	11.56%
2	B2GOLD CORP	31,010,290	9.84%
3	CITICORP NOMINEES PTY LIMITED	23,501,401	7.46%
4	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	13,147,697	4.17%
5	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED <GSCO CUSTOMERS A/C>	11,538,462	3.66%
6	BNP PARIBAS NOMS PTY LTD <DRP>	10,172,584	3.23%
7	EQUITY TRUSTEES LIMITED <LOWELL RESOURCES FUND A/C>	7,198,836	2.28%
8	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	6,609,331	2.10%
9	ZERO NOMINEES PTY LTD <5063463 A/C>	6,000,000	1.90%
10	MCNEIL NOMINEES PTY LIMITED	3,830,420	1.22%
11	MURRAY SUPER INVESTMENTS PTY LTD <MURRAY SUPER FUND A/C>	3,136,100	0.99%
12	WINDHAGER HOLDING AG	3,124,783	0.99%

RANK	NAME	NUMBER	%
13	MR ANDREA RICHARD BALLATI	3,110,000	0.99%
14	MR COLIN WEEKES	2,564,498	0.81%
15	ELPHINSTONE HOLDINGS PTY LTD	2,225,956	0.71%
16	BUCKINGHAM INVESTMENT FINANCIAL SERVICES PTY LTD <THE CAMPBELL S/F A/C>	2,208,696	0.70%
17	IRONSIDE PTY LTD <THE IRONSIDE SUPER FUND A/C>	2,077,788	0.66%
18	GARBUTT INVESTMENT PTY LTD <S+J GARBUTT INVESTMENT A/C>	2,000,000	0.63%
19	INVIA CUSTODIAN PTY LIMITED <D & E MACKAY-COGHILL SF A/C>	2,000,000	0.63%
20	AYERS CAPITAL PTY LTD	2,000,000	0.63%
	TOTAL	**177,081,717**	**56.18%**

Substantial Holders

An extract of the Company's Register of Substantial Shareholders (who hold 5% or more of the issued capital) is set out below:

NAME	NUMBER	%
B2GOLD CORP	31,010,290	9.84%

Unquoted Securities (as at 22 March 2023)

As at 22 March 2023, there were 10,103,012 unlisted options over ordinary shares as detailed below:

CLASS OF OPTIONS	EXPIRATION	HOLDINGS
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	01/07/2023	2,000,000
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	01/07/2023	80,201
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	01/09/2023	678,667
UNLISTED OPTIONS @ $0.63 EXERCISE PRICE	18/11/2023	600,000
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	18/11/2023	120,000
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	01/07/2024	17,787
UNLISTED OPTIONS – STI	01/07/2024	185,850
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	01/07/2025	881,667
UNLISTED OPTIONS LTI	01/07/2026	1,552,577
UNLISTED OPTIONS @ $0.26 EXERCISE PRICE	01/05/2029	2,750,000

CLASS OF OPTIONS	EXPIRATION	HOLDINGS
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	01/08/2029	824,175
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	01/09/2023	412,088

Voting rights

The voting rights attached to ordinary shares are set out below:

Ordinary shares

Every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

There are no other classes of equity securities.

Schedule of Mining Tenements (as at 22 March 2022)

Description	Tenement number	Interest owned %
Isle Aux Morts, Southern NL	025560M	100.00
Cape Ray, Southern NL	025855M	100.00
Cape Ray, Southern NL	025856M	100.00
Cape Ray, Southern NL	025857M	100.00
Cape Ray, Southern NL	025858M	100.00
Garia Brook, Southern NL	026125M	100.00
La Poile River, Southern NL	030881M	100.00
La Poile River, Southern NL	030884M	100.00
La Poile River, Southern NL	030889M	100.00
La Poile River, Southern NL	030890M	100.00
La Poile River, Southern NL	030893M	100.00
Grand Bay River, Southern NL	030996M	100.00
Grand Bay River, Southern NL	030997M	100.00
Isle Aux Morts, Southern NL	031557M	100.00
Isle Aux Morts, Southern NL	031558M	100.00

Description	Tenement number	Interest owned %
Isle Aux Morts, Southern NL	031559M	100.00
Isle Aux Morts, Southern NL	031562M	100.00
Isle Aux Morts, Southern NL	032060M	100.00
Isle Aux Morts, Southern NL	032061M	100.00
Isle Aux Morts, Southern NL	032062M	100.00
Hermitage, Southern NL	032764M	100.00
Hermitage, Southern NL	032770M	100.00
Hermitage, Southern NL	032818M	100.00
Isle Aux Morts, Southern NL	032940M	100.00
Isle Aux Morts, Southern NL	032941M	100.00
La Poile River, Southern NL	033080M	100.00
Isle Aux Morts, Southern NL	033083M	100.00
Isle Aux Morts, Southern NL	033085M	100.00
Hermitage, Southern NL	033110M	100.00
Cape Ray, Southern NL	034316M	100.00