

24 July 2023

JUNE 2023 QUARTERLY REPORT

Highlights

- **POST QUARTER:** On 3 July, Develop Global Limited (ASX: DVP) (Develop) and Essential Metals Limited (ASX: ESS) (Essential) entered into binding Scheme Implementation Deed under which Develop proposes to acquire 100 per cent of the issued shares in Essential by way of a Scheme of Arrangement (Scheme).
 - The Scheme Consideration is 1 new Develop share for every 6.18 Essential shares held, implying a fully diluted equity value for Essential of ~A\$152.6 million¹ and A\$0.56 per share based on the closing price for Develop shares of A\$3.46 per share on 30 June 2023 (the last trading day prior to the Scheme being announced). This represents a significant premium of:
 - 34.9% to the closing Essential share price of A\$0.415 per share on 30 June 2023;
 - 30.8% to the 20-day Essential VWAP of A\$0.428 per share up to and including 30 June 2023; and
 - 62.3% to the Essential share price prior to the pre-Tianqi Lithium Energy Australia (TLEA) Scheme price of A\$0.345 per share on 6 January 2023 and 12.0% to the TLEA Scheme price of A\$0.50 per share.
 - The Scheme is unanimously recommended by the Essential Board of Directors in the absence of a superior proposal and subject to an Independent Expert concluding that the Scheme is in the best interests of Essential shareholders.
 - Essential's largest shareholder, Mineral Resources Limited (ASX: MIN) (MinRes), has agreed to vote its 19.55% shareholding in Essential in favour of the Scheme in the absence of a superior proposal and subject to the Independent Expert concluding that the Scheme is in the best interests of Essential shareholders.
 - Upon implementation of the Scheme, Essential shareholders will hold ~18.4% of the combined group, based on equity structures of each company as at 3 July.
- **Feasibility study** activities continued with focus being on further metallurgical test work, native title heritage surveys and other permitting matters.
- A drill programme targeting three **exploration targets** commenced in June and was completed in July – assays are pending.
- The offtake-funding Expressions of Interest process was restarted in May, following termination of the TLEA Scheme Implementation Agreement, but was subsequently suspended on announcement of the Develop Scheme of Arrangement.
- **Closing Cash** of \$8.0 million on hand as at 30 June 2023.

DEVELOP SCHEME OF ARRANGEMENT

POST QUARTER: On 3 July 2023¹, Essential and Develop jointly announced that they had entered into a Scheme Implementation Deed (SID) whereby Develop proposes to acquire 100% of Essential by way of a Scheme of Arrangement (Scheme), which is subject to approval by Essential shareholders and other conditions that are customary for a transaction of this nature (including Court approval).

The Scheme Consideration is 1 new Develop share for every 6.18 Essential shares held, implying a fully diluted equity value for Essential of ~A\$152.6 million and A\$0.56 per share based on the closing price for Develop shares of A\$3.46 per share on 30 June 2023. This represents a significant premium of:

- 34.9% to the closing Essential share price of A\$0.415 per share on 30 June 2023;
- 30.8% to the 20-day Essential VWAP of A\$0.428 per share up to and including 30 June 2023;
- 62.3% to the Essential share price prior to the pre-Tianqi Lithium Energy Australia (TLEA) Scheme price of A\$0.345 per share on 6 January 2023 and 12.0% to the TLEA Scheme price of A\$0.50 per share.

As well as a substantial price premium, the transaction will deliver numerous significant benefits to Essential shareholders, including:

- Retaining ongoing exposure (by receiving shares in Develop) to the development of the Pioneer Dome Lithium Project (Pioneer Dome) in Western Australia;
- Gaining exposure to Develop's:
 - outstanding Woodlawn and Sulphur Springs energy transition metals assets, as well as its cash-generating mining services division;
 - world-class mining team which is ideally placed to unlock the value of Pioneer Dome in a timely and highly efficient manner; and
 - larger balance sheet, future cashflows and access to funding, which will further underpin and de-risk the development strategy for Pioneer Dome; and
- Becoming part of a rapidly growing energy transition metals producer led by Bill Beament and his experienced team, mitigating the risk associated with being a single-asset development company.

Upon implementation of the Scheme, Essential shareholders will hold 18.4% of the combined group, based on equity structures of each company as at 3 July.

The Scheme is unanimously recommended by the Essential Board of Directors in the absence of a superior proposal and subject to an Independent Expert concluding that the Scheme is in the best interests of Essential shareholders.

Essential's major shareholder, Mineral Resources Limited (ASX:MIN) (MinRes), (owning 19.55% of Essential shares on issue) has entered into a binding voting deed with Develop under which it has agreed to vote in favour of the Scheme, in the absence of a superior proposal and subject to the Independent Expert concluding that the Scheme is in the best interests of Essential shareholders.

A Scheme Booklet is expected to be provided to Essential shareholders in mid-September. It will contain full details in relation to the Scheme and include the Independent Expert's Report.

The SID contains various standard "no shop", "no talk", "notification" and "matching rights" provisions, with a break fee payable in certain circumstances.

¹ Refer ASX:ESS announcement 3 July 2023 "DVP & ESS Transformational Transaction".

The table below contains an extract of the indicative key dates and times relating to the Scheme:

Indicative Key dates and times relating to the Scheme	
First Court Date at which the Court makes orders convening the Scheme Meeting	8 September 2023
Scheme Booklet dispatch to shareholders	12 September 2023
Scheme Meeting	12 October 2023
Second Court Date	16 October 2023
Effective Date of Scheme This is the date on which the Court order approving the Scheme is lodged with ASIC and the Scheme becomes Effective. Essential Shares will be suspended from trading on ASX from close of trading.	18 October 2023
Record Date	20 October 2023
Implementation Date	27 October 2023

The Scheme is subject to various conditions including approval by Essential shareholders at a Scheme Meeting (scheduled to be held on 12 October 2023) and Court approval.

About Develop Global Limited (ASX: DVP): Develop has a twin-pronged strategy for creating value. The first of these centres on the exploration and production of future facing metals. As part of this, the Company owns the Sulphur Springs copper-zinc-silver project in WA's Pilbara region. This project is currently the focus of ongoing exploration to grow the inventory and various development studies. Develop also owns the Woodlawn zinc-copper project in NSW. Woodlawn, which is on care and maintenance, comprises an underground mine and a new processing plant. The second plank of Develop's strategy centres on the provision of underground mining services. As part of this, Develop has an agreement with Bellevue Gold Limited (ASX: BGL) to provide underground mining services at its Bellevue Gold Project in WA.

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PIONEER DOME LITHIUM PROJECT

The 450km² Pioneer Dome Project (ESS: 100%) is in the core of Western Australia's lithium corridor in the Eastern Goldfields, approximately 130km south of Kalgoorlie and 275km north of the Port of Esperance. A Mineral Resource² of 11.2Mt @ 1.16% Li₂O has been defined at Dome North in the northern area of the Project.

The southern Yilgarn area is recognised as being well-endowed with spodumene deposits, including Pioneer Dome, the Bald Hill Mine, the Mt Marion Mine, the Manna Project and the Buldania Project, all of which are located within a 90km radius. The world-class Greenbushes Deposit, the Mt Holland Mine and the Mt Cattlin Mine are located further west, south-west and south-south-west, respectively.

² Refer ASX:ESS announcement 20 December 2022 "Dome North Resource upgrade"

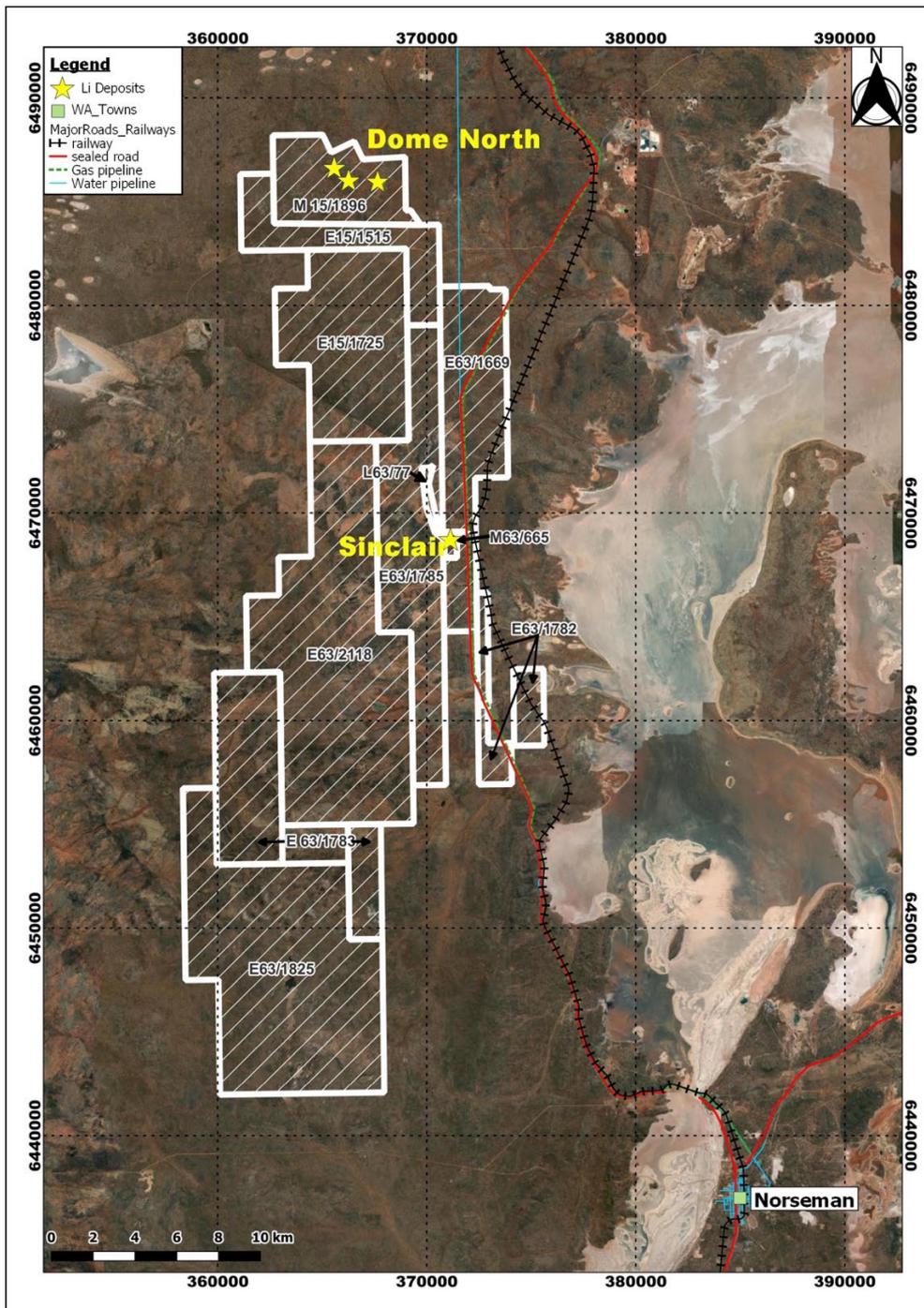


Figure 1 – The location of the tenements of the Pioneer Dome Lithium Project relative to major infrastructure.

Pioneer Dome feasibility study activities

Following termination of the TLEA Scheme in late April, the Company resumed focus on planning for a detailed feasibility study to build on the results of the scoping study completed in February and on project permitting and approvals.

Metallurgical testwork

A drill programme has been designed to provide sufficient samples from drill core to undertake comprehensive metallurgical testwork aimed at seeking to understand important ore characteristics and domains, including but not limited to, host rock dilution, high mica and early concentrator feed material. The proposed work programme will include:

- Conducting further comminution test work to provide greater confidence around crushing, HPGR and milling equipment selection
- Conduct further pilot dense medium separation (DMS) test work to confirm recovery with different ore types
- Conduct further flotation tests in site water to specifically to understand the following:
 - Optimal grind size
 - Potential lithium losses to slimes, magnetics, and mica streams
 - Mica flotation in site water at acidic and caustic pH
 - Spodumene flotation in site water with a range of flotation reagents and flowsheet options
 - The requirement of water treatment
 - Conduct preliminary thickener and filtration testwork
 - Conduct preliminary materials characterisation testwork
 - Requirements for preliminary environmental test work surrounding the design of tailings storage facilities (TSF)

The further testwork will support improved definition around recovery estimates and also support potential reductions in equipment sizes compared to what was selected for the scoping study.

Permitting & approvals

Essential has engaged with the Ngadju Native Title Aboriginal Corporation (NNTAC) to plan for a comprehensive heritage survey over the Dome North mining lease (M15/1896) that contains the lithium Mineral Resource.

The Company's hydrological consultant is assisting with planning a water bore programme to test potential areas for sourcing water in sufficient quantity for a future spodumene mine and concentrator operation.

A consultant has been tasked with applying for a licence to establish water sources (borefield) and to apply for a clearing permit encompassing the proposed mine site footprint.

Pioneer Dome exploration drill programme

A Reverse Circulation (RC) drilling programme designed to test three target areas at the Pioneer Dome Lithium Project in WA commenced in June and was completed in July. The target areas are shown in Figure 2.

No spodumene-bearing pegmatites were intersected (based on visual observation), however the multi-element assays are expected to be available in August and will assist in determining evidence of fractionation of the pegmatites and lithium enrichment. Further details of the exploration programs can be found in the Company's ASX announcement on 17 July 2023.

KEY HIGHLIGHTS

- **South of Heller Deposit (DN_32 Li₂O Target):** Hole PDRC732 intersected two pegmatite lenses, respectively two and four metres thick, from 40m and 44m.
- **PEG003 (Ni sulphide and Li₂O Target):** Traces of sulphides (most commonly pyrite) were observed in all three holes. In PDRC744, two occurrences of trace lepidolite were noted at 20 to 21m (~2% lepidolite) and 27 to 28m (~1% lepidolite) in pegmatite.
- **PEG004 (Li₂O Target):** Trace (<1%) to minor lepidolite (<5%) was observed in multiple holes.

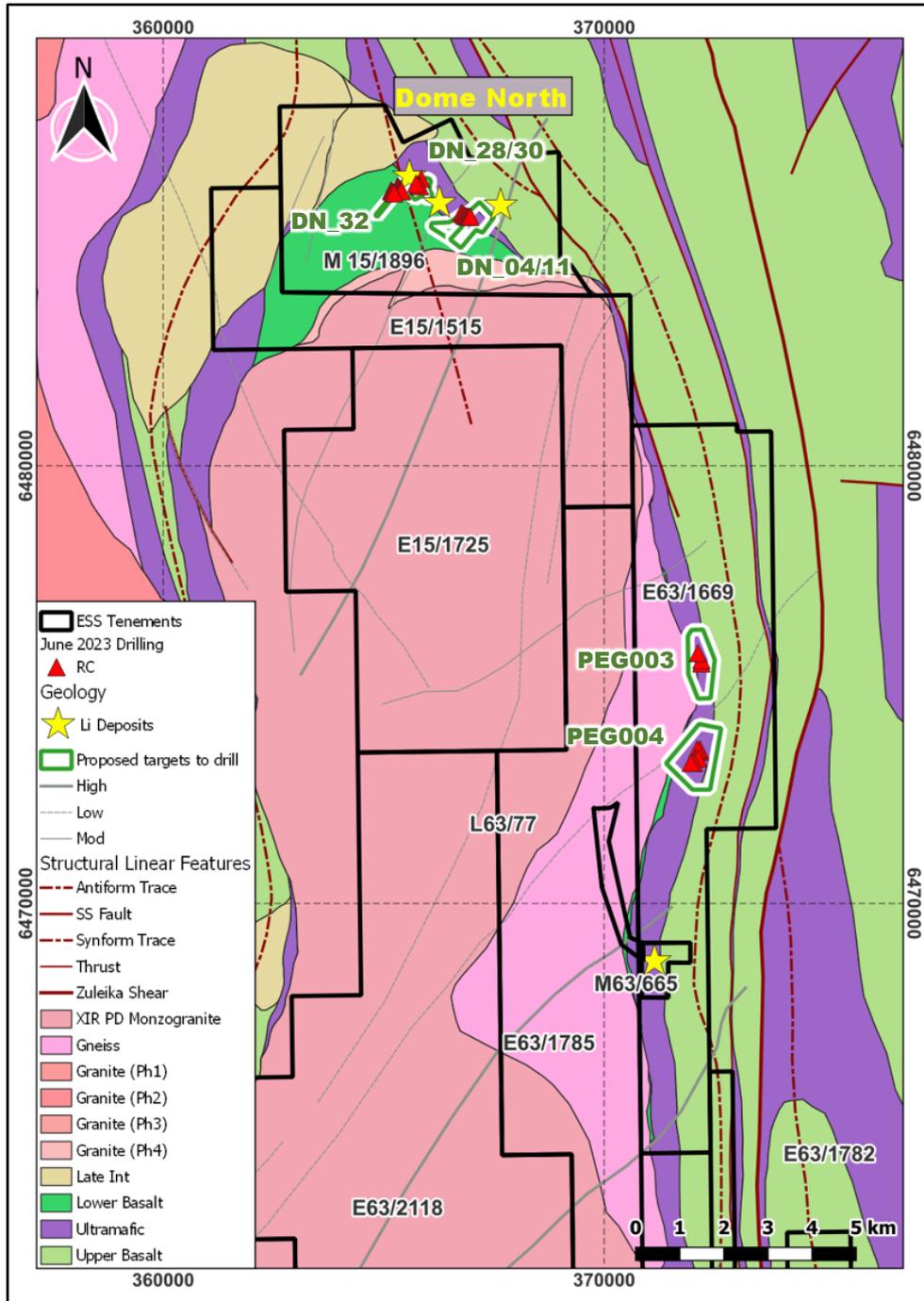


Figure 2: Targets drill tested and interpreted regional geology.

A total of 34 RC drill-holes (2,630m) were completed (see Table 1 for a summary of drilling statistics)³.

Table 1: RC drill program statistics.

Target	Location	Number of RC	Metres Drilled
DN_32	South of	10	752
DN_28/DN_30	East of	4	318
DN_04/DN_11	Between	8	480
PEG003	PEG003	3	400
PEG004	PEG004	9	680

³ Refer to ASX announcement dated 17 July 2023 titled "Drilling completed at Pioneer Dome Lithium Project – updated"
www.essmetals.com.au

TOTALS		34	2,630
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GOLDEN RIDGE GOLD PROJECT

The Golden Ridge Gold Project (ESS: 100%) is located 20km south-east of Kalgoorlie and is highly prospective for gold and nickel mineralisation. The Project lies within the well-endowed Menzies-Boorara Shear Zone that hosts the Paddington, Boorara and Golden Ridge Deposits. Exploration at the Project has identified multiple highly prospective gold and nickel targets.

No significant gold exploration activities were undertaken during the Quarter.

JUGLAH DOME GOLD PROJECT

The Juglah Dome Project (ESS: 100%) is located ~60km east-southeast of Kalgoorlie and is highly prospective for gold mineralisation. Exploration by previous owners identified multiple gold targets using soil geochemistry and drilling. The Project lies in a similar geological setting to the Majestic and Imperial Deposits, located 10km to the north-west, and the Daisy Complex to the west, which forms part of Silver Lake Resources Limited's Mt Monger Operations.

No significant gold exploration activities were undertaken during the Quarter.

JOINT VENTURE INTERESTS

Essential Metals has a portfolio of minority (20%-30%) free-carried interests in four gold and three nickel joint ventures located in Western Australia.

Acra Gold Joint Venture Eastern Goldfields WA

ESS 25% - Northern Star Resources Limited (ASX: NST) 75%

The Acra Project is near Kalgoorlie. Northern Star Resources Limited (ASX: NST) has earned a 75% Project Interest and continues to fully fund exploration programmes until approval of a Mining Proposal by DMIRS is received with Essential Metals holding a 25% interest.

No significant gold exploration activities were undertaken during the Quarter.

Blair – Golden Ridge Nickel Joint Venture Eastern Goldfields WA (nickel rights only)

ESS 100% reducing to 25% - Australian Nickel Co. Ltd (renamed from Crest Investment Group 1 Ltd) earning 75% (farm-in stage)

The Blair - Golden Ridge Nickel Project is located approximately 30km by sealed road to the southeast of Kalgoorlie-Boulder and hosts the historical Blair Nickel Mine, which produced a total of 1.2 Mt @ 2.63% Ni between 1989 and 2009. The consolidated 113km² project area is considered highly prospective for the discovery of new high-grade komatiite-hosted nickel deposits (Kambalda style).

The Golden Ridge Project is currently being managed by highly experienced nickel explorers and developers Australian Nickel Company Limited (“ANCO”) through a Farm-In Joint Venture Agreement. ANCO has the right to earn a 75% interest in the nickel and related commodities rights by spending \$4.0 million over four years, with ESS retaining a 25% free-carried interest to a decision to mine.

No significant exploration activities were undertaken during the Quarter.

Balagundi Gold/Base Metals Joint Venture Eastern Goldfields WA

ESS 100% reducing to 25% - Black Cat Syndicate Limited (ASX: BC8) earning 75% (farm-in stage)

The Balagundi Project is located 25km east of Kalgoorlie and sits immediately adjacent to the north-west portion of the Myhree Mining Centre within the Kurnalpi Terrane, which is separated from the Myhree Mining Centre by the Victory Fault (a second order regional structure). The project is prospective for both gold and base metal VMS-style deposits. Essential and Black Cat entered into the Farm-in and Joint Venture in July 2019.

A litho-structural study was completed on the N10C Prospect (immediately west of the Blair Mine) that demonstrates the potential for deeper targets. Programme of Works (POWs) have been approved for Reverse Circulation (RC) drill programmes at the Blair Mine, Leo Dam, Marshall and Gresham Prospects. Drilling is scheduled for completion by end-September 2023.

Wattle Dam Nickel Joint Venture Eastern Goldfields WA (nickel rights only)

ESS 20% - Maximus Resources Limited (ASX: MXR) 80%

Essential holds a 20% free-carried interest (nickel only) in the Wattle Dam project near Kambalda, WA, with Maximus Resources Ltd (ASX: MXR).

Maximus completed a follow up drill programme at the newly discovered Misho nickel prospect (refer to the ASX announcements released by Maximus on 21 March 2023 “High-grade nickel discovery – Misho Nickel Prospect” and 20 April 2023 “Nickel bearing sulphides intersected at Misho”).

During the Quarter, Maximus completed 8 Reverse Circulation (RC) holes to test beneath the shallow Ni-Cu-PGE anomaly. Four of the completed RC holes intersected visible disseminated sulphides (pyrrhotite and pentlandite) in fresh ultramafic rock. The assay results confirmed the presence of nickel bearing sulphides.

The assay results⁴ confirmed the presence of nickel-bearing sulphides, which included the following:

- **13m @ 0.75% Ni, 558ppm Cu, 115ppb PGE** from 22m, incl. **1m @ 1.28% Ni, 1190ppm Cu, 304ppb PGE** from 23m and **1m @ 1.17% Ni, 776ppm Cu, 170ppb PGE** from 28m (MHRC001)
- **12m @ 0.73% Ni, 1256ppm Cu, 176ppb PGE** from 13m, incl. **3m @ 1.04% Ni, 1793ppm Cu, 247ppb PGE** from 16m (MHRC003)
- **2m @ 0.47% Ni, 586ppm Cu, 127ppb PGE** from 47m (MHRC002)
- **3m @ 0.43% Ni, 414ppm Cu, 73ppb PGE** from 101m (MHRC006)

⁴ Refer to the Maximus Resources Limited (ASX:MXR) June 2023 Quarterly Activities Report dated 18 July 2023.

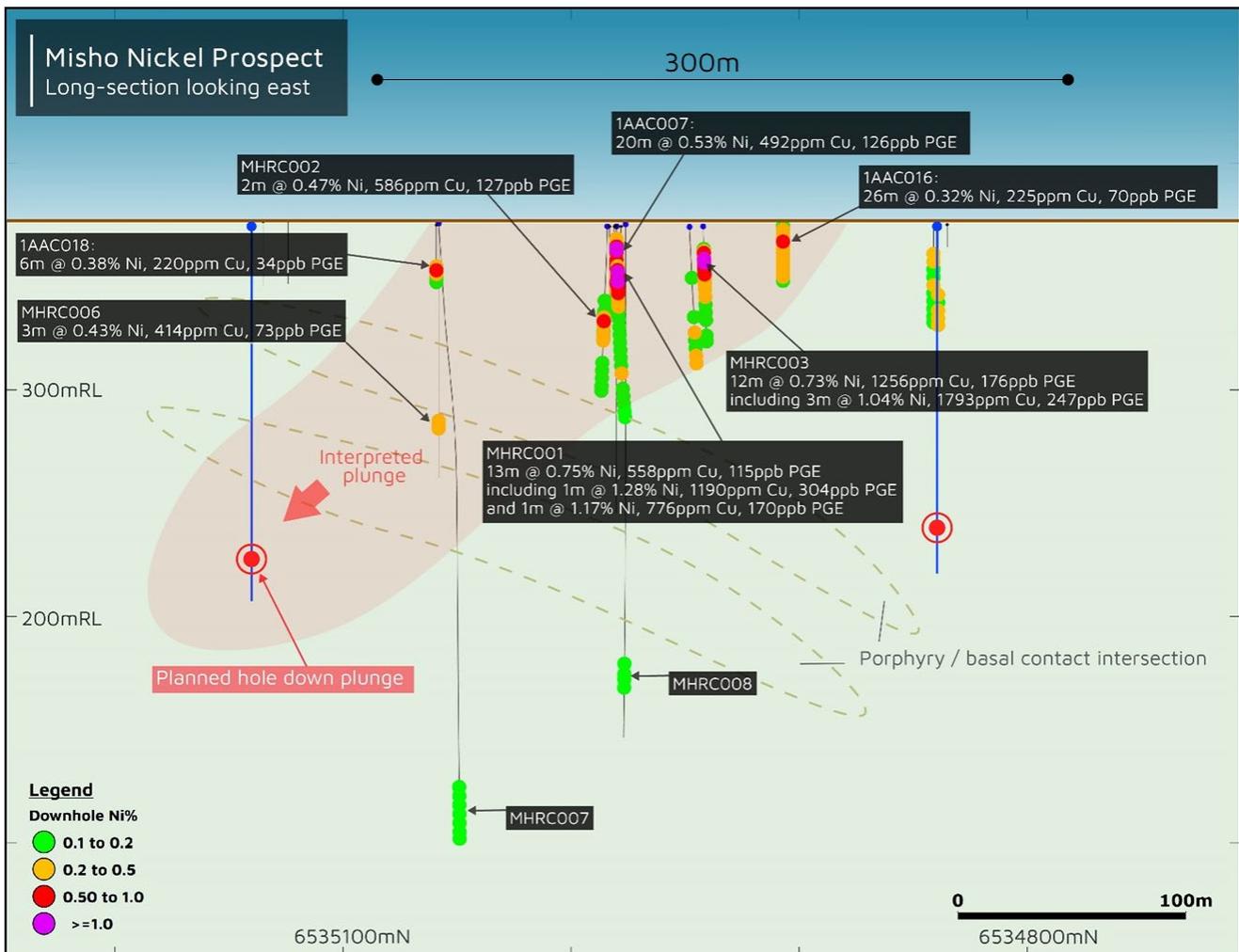


Figure 3 – Misho Prospect long-section looking east with completed air-core and RC drill holes and planned drilling.

With further geological information gained about the orientation of the mineralised channel at Misho, Maximus advises that the next step involves drilling in the down plunge direction at Misho to assess the continuity of mineralisation at depth.

Larkinville Joint Venture Eastern Goldfields WA (excluding nickel)

ESS 25% - Maximus Resources Limited (ASX: MXR) 75%

Essential holds a 25% free-carried interest (all minerals except 20% for nickel) in the Wattle Dam project near Kambalda, WA, with Maximus Resources Ltd (ASX: MXR).

No significant exploration activities were undertaken during the Quarter.

Kangan Gold Joint Venture Pilbara, WA

ESS 30% - Novo Resources Limited 70%

The Kangan Project is located in the West Pilbara region of Western Australia. Novo Resources Corp holds a 70% interest in the Project with Essential retaining a 30% interest. Novo will fully fund all gold exploration programmes with Essential Metals free-carried until a decision to mine is made.

No significant exploration activities were undertaken during the Quarter.

Maggie Hays Joint Venture Dundas Mineral Field, WA

ESS 20% - Poseidon Nickel Limited 80%

The Joint Venture lies within E63/1784 at the southern edge of the Lake Johnston Nickel Project, which is situated 100km west of Norseman in the Dundas Mineral Field. It is accessed via the Hyden-Norseman Road. The tenement that comprises the Joint Venture is considered primarily prospective for nickel.

No significant exploration activities were undertaken during the Quarter.

CORPORATE

On 3 July, Develop Global Limited (ASX: DVP) (Develop) and Essential Metals Limited (ASX: ESS) (Essential) jointly announced entering into a binding Scheme Implementation Deed under which Develop proposes to acquire 100 per cent of the issued shares in Essential by way of a Scheme of Arrangement (Scheme). Further information has been provided earlier in this report and in the aforementioned joint ASX announcement.

As at 30 June 2023, the Company held **\$8.0 million in cash** and had no debt.

As at 30 June 2023, there were 267,566,694 ordinary shares, 3,700,002 share options and 3,544,104 performance rights on issue.

Appendix 5B expenditure disclosure

During the quarter, the Company paid a total of \$229,000 to related parties, comprising all directors of the Company (Managing Director salary, non-executive director fees and superannuation). (Appendix 5B, Item 6).

JUNE QUARTER – ASX ANNOUNCEMENTS

This Quarterly Activities Report contains information extracted from ASX announcements reported in accordance with the 2012 edition of the “Australia Code for Reporting Explorations Results, Mineral Resources and Ore Reserves” (**2012 JORC Code**). Further details and Competent Person Statements (including 2012 JORC Code reporting tables where applicable) of exploration results referred to in this Quarterly Activity Report can be found in the following announcements lodged on the ASX:

DATE	Company	HEADLINE
20 December 2022	Essential Metals Limited	Dome North Resource upgrade
7 February 2023	Essential Metals Limited	Pioneer Dome scoping study
3 July 2023	Essential Metals Limited	DVP & ESS Transformational Transaction

DATE	Company	HEADLINE
17 July 2023	Essential Metals Limited	Drilling completed at Pioneer Dome Lithium Project – updated
21 March 2023	Maximus Resources Limited	High-grade nickel discovery – Misho Nickel Prospect
20 April 2023	Maximus Resources Limited	Nickel-bearing sulphides intersected at Misho

This ASX release has been approved by the Board of Directors.

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ABOUT ESSENTIAL METALS LIMITED

Essential Metals is a well-funded and active explorer focussed on the discovery of lithium and other key global demand-driven commodities, for the creation of shareholder wealth through exploration and project development. The Company operates **three strategically located lithium and gold projects** in Western Australia.

100% OWNED AND MANAGED PROJECTS:

- **LITHIUM:** The **Pioneer Dome Lithium Project** is highly prospective for lithium-caesium-tantalum (LCT) mineral systems and includes the **Dome North Lithium Mineral Resource** of 11.2 million tonnes @ 1.16% lithium (Li₂O) including 8.7 million tonnes @ 1.23% lithium (Li₂O) within the Indicated Category.⁵
- **GOLD:** The **Juglah Dome Project** is located 60km east-south-east of Kalgoorlie and is considered to be highly prospective for gold and has potential for VHMS style polymetallic deposits.
- **GOLD:** The **Golden Ridge Project** is located ~20km south-east of Kalgoorlie, WA. Our activities are focussed on reappraising known prospects as well as identifying new areas within the large land tenure.

JOINT VENTURE INTERESTS:

- **GOLD:** The **Acra Project** is near Kalgoorlie. Northern Star Resources Limited (ASX:NST) has earned a 75% Project Interest and continues to fully fund exploration programmes until approval of a Mining Proposal by DMIRS is received with Essential Metals holding a 25% interest.
- **GOLD:** The **Kangan Project** is in the West Pilbara and part of a joint venture with Novo Resources Corp (TSXV:NVO), who will fund 100% of gold exploration programmes until a decision to mine is made, with Essential Metals holding a 30% interest.
- **GOLD:** The **Balagundi Project** is subject to a farmin & JV agreement where Black Cat Syndicate Limited (ASX:BC8) is earning a 75% interest in the Project located at Bulong, near Kalgoorlie. Black Cat will then fully fund gold exploration programmes until a decision to mine is made, with Essential Metals retaining a 25% interest.
- **GOLD:** The Company holds a 25% free-carried interest (20% for nickel rights) in the **Larkinville Project** near Kambalda, WA, with Maximus Resources Ltd (ASX:MXR).
- **NICKEL:** The nickel mineral rights on the **Blair-Golden Ridge Project**, which includes the suspended Blair Nickel Sulphide Mine, are subject to a Farmin/Joint Venture with Australian Nickel Company Ltd, a nickel exploration specialist which is earning up to a 75% interest. The Company will retain a 25% free-carried interest up to a decision to mine.
- **NICKEL:** The Company holds a 20% free-carried interest (nickel only) in the **Wattle Dam JV** near Kambalda, WA, with Maximus Resources Ltd (ASX:MXR).
- **NICKEL:** The Company holds a 20% free-carried interest in the **Maggie Hays JV** near Lake Johnson, WA, with Poseidon Nickel Ltd (ASX:POS).

⁵ As per this ASX announcement.

Forward Looking Statement

This announcement may contain forward-looking statements which involve a number of risks and uncertainties. These forward-looking statements are expressed in good faith and believed to have a reasonable basis. These statements reflect current expectations, intentions or strategies regarding the future and assumptions based on currently available information. Should one or more of the risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results may vary from the expectations, intentions and strategies described in this announcement. No obligation is assumed to update forward looking statements if these beliefs, opinions, and estimates should change or to reflect other future developments.

Reference to previous market announcements

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 that all material assumptions and technical parameters underpinning the estimates in the relevant market announcements continue to apply and have not materially changed. The company confirms that the form and context in which Exploration Results or Competent Person's findings are presented have not been materially modified from the original market announcements.

Dome North Mineral Metallurgical Test Work - Competent Person Statement

The information in this report that relates to metallurgical test work for the Dome North Lithium Project has been reviewed by Mr Joshua Paterson who is a member of the Australasian Institute of Mining and Metallurgy. Mr Paterson is an employee of Primero Ltd and has sufficient experience relevant to the style of processing response and type of deposit under consideration, and to the activities undertaken, to qualify as a Competent Person as defined in the 2012 edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Paterson consents to the inclusion in the report of a summary based upon his information in the form and context in which it appears.

Company Exploration Results – Competent Person Statement

Mr Andrew Dunn (MAIG) holds the position of Exploration Manager and is employed full-time by Essential Metals Limited. Mr Dunn is eligible to receive equity-based securities in Essential Metals Limited under the Company's employee incentive schemes. Mr Dunn compiled the technical aspects of this Announcement pertaining to Exploration Results, which is based on and fairly represents information compiled by Mr Dunn. Mr Dunn is a member of the Australian Institute of Geoscientists and has sufficient experience that is relevant to this style of mineralisation and type of deposit under consideration and to the activity that is being reported on to qualify as a Competent Person as defined in the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Dunn consents to the inclusion in the report of the matters in the form and context in which it appears.

Dome North Lithium Mineral Resource – Competent Person Statement

The information in this report that relates to the Dome North Lithium Project Mineral Resource is based on information compiled by Mr Andrew Dunn (Exploration Manager and permanent employee of Essential Metals Limited) and Mr Lauritz Barnes (consultant with Trepanier Pty Ltd). Mr Dunn is eligible to receive equity-based securities in Essential Metals Limited under the Company's employee incentive schemes. Mr Dunn and Mr Barnes are both members of the Australian Institute of Geoscientists. Mr Dunn and Mr Barnes both have sufficient experience of relevance to the styles of mineralisation and types of deposits under consideration, and to the activities undertaken to qualify as Competent Persons as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Specifically, Mr Dunn is the Competent Person for the database (including all drilling information), the geological and mineralisation models plus completed the site visits. Mr Barnes is the Competent Person for the construction of the 3-D geology / mineralisation model plus the estimation. Mr Dunn and Mr Barnes consent to the inclusion in this report of the matters based on their information in the form and context in which they appear.

Dome North Mineral Resource by deposit and category: (0.3% Li₂O cut-off grade)

Deposit	Classification	Tonnes (Mt)	Li ₂ O %	Ta ₂ O ₅ ppm	Contained Li ₂ O (T)	Fe ₂ O ₃ %
Cade	Indicated	6.9	1.26	49	88,000	0.44
	Inferred	1.3	0.88	49	11,000	0.44
Davy	Indicated	1.6	1.08	81	18,000	0.54
	Inferred	0.6	0.89	73	4,000	0.58
Heller	Inferred	0.7	1.02	76	8,000	0.72
Total	Total	11.2	1.16	57	129,000	0.48

Note: Appropriate rounding applied.

Appendix 1

The following information is provided in accordance with ASX Listing Rule 5.3 for the Quarter.

1. Listing of Tenements (Consolidated Basis) as at Quarter End

Tenement	Holder	Notes	Status
Pioneer Dome Project Located 133km SSE of Kalgoorlie, WA			
E15/1515	Essential Metals Limited		Granted
E15/1725	Essential Metals Limited		Granted
E63/1669	Essential Metals Limited		Granted
E63/1782	Essential Metals Limited		Granted
E63/1783	Essential Metals Limited		Granted
E63/1785	Essential Metals Limited		Granted
E63/1825	Essential Metals Limited		Granted
E63/2118	Essential Metals Limited		Granted
L63/77	Essential Metals Limited		Granted
M63/665	Essential Metals Limited		Granted
M15/1896	Essential Metals Limited		Granted
Golden Ridge Nickel Project Located 30km SE of Kalgoorlie, WA			
E26/186	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
E26/211	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
E26/212	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
M26/220	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
M26/222	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
M26/284	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
M26/285	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
L26/272	Golden Ridge North Kambalda Pty Ltd	1, 2	Granted
Juglah Dome Project Located 60km ESE of Kalgoorlie, WA			
E25/585	Western Copper Pty Ltd	3	Granted
Regional Projects, Located in WA			
E15/1710	Essential Metals Limited		Granted
Kangan Lithium & Gold Project Located 80km S of Port Hedland, (Wodgina) WA			
E45/4948	Essential Metals Limited	5	Granted
E47/3318-I	Essential Metals Limited	4, 5	Granted
E47/3321-I	Essential Metals Limited	4, 5	Granted
E47/3945	Essential Metals Limited	5	Granted
Balagundi Gold & Base Metals Project Located 25km NE of Kalgoorlie, WA			
E27/558	Essential Metals Limited	6	Granted
Acra Gold Project Located 60km NE of Kalgoorlie, WA			
E27/278	Essential Metals Limited / Northern Star Resources Limited	7, 8	Granted
E27/438	Essential Metals Limited / Northern Star Resources Limited	7, 8	Granted
E27/491	Essential Metals Limited / Northern Star Resources Limited	8	Granted
E27/520	Essential Metals Limited / Northern Star Resources Limited	7, 8	Granted
E27/548	Essential Metals Limited / Northern Star Resources Limited	8	Granted
E27/579	Essential Metals Limited / Northern Star Resources Limited	7, 8	Granted
E28/1746	Essential Metals Limited / Northern Star Resources Limited	7, 8	Granted
E28/2483	Essential Metals Limited / Northern Star Resources Limited	8	Granted

Tenement	Holder	Notes	Status
Wattle Dam Nickel Project Located 65km S of Kalgoorlie, WA			
M15/1769	Maximus Resources Limited	9, 10	Granted
M15/1770	Maximus Resources Limited	9, 10	Granted
M15/1771	Maximus Resources Limited	9, 10	Granted
M15/1772	Maximus Resources Limited	9, 10	Granted
M15/1773	Maximus Resources Limited	9, 10	Granted
M15/1101	Maximus Resources Limited	9, 10	Granted
M15/1263	Maximus Resources Limited	9, 10	Granted
M15/1264	Maximus Resources Limited	9, 10	Granted
M15/1323	Maximus Resources Limited	9, 10	Granted
M15/1338	Maximus Resources Limited	9, 10	Granted
Larkinville West Gold Project Located 75km S of Kalgoorlie, WA			
M15/1449	Essential Metals Limited / Maximus Resources Limited	11	Granted
Maggie Hays Hill Nickel JV, Located 140km SE of Southern Cross			
E63/1784	Essential Metals Limited / Poseidon Nickel Limited	12	Granted

Note	
1	Golden Ridge North Kambalda Pty Ltd is a 100% owned subsidiary of Essential Metals Limited.
2	Nickel sulphides rights are subject to the Australian Nickel Company Ltd Farmin/Joint venture.
3	Western Copper Pty Ltd is a 100% owned subsidiary of Essential Metals Limited.
4	Subject to a 1.5% net smelter royalty right held by FMG Pilbara Pty Ltd.
5	Kangan Gold JV Agreement: Novo Resources Corp holds a 70% Project Interest in gold and precious metals mineral rights.
6	Balagundi Farmin/JV Agreement: Black Cat Syndicate Limited is earning a 75% Project interest.
7	Heron Resources Limited retains nickel laterite ore rights.
8	Acra JV Agreement: Northern Star Resources Limited 75% interest. Essential Metals Limited 25% free carried interest.
9	Heron Resources Limited retains pre-emptive right to purchase nickel laterite ore.
10	Wattle Dam Nickel JV Agreement: Title, Mineral Rights held by Maximus Resources Limited. Essential Metals Limited 20% free carried interest in nickel sulphide minerals.
11	Larkinville West JV Agreement: Maximus Resources Limited 75%, Essential Metals Limited 25% free carried interest, except nickel rights which are subject to the Wattle Dam JV.
12	Maggie Hays Lake JV Agreement: Poseidon Nickel Limited 80%, Essential Metals Limited 20% & free carried interest to commencement of mining.

2. Tenements acquired during the Quarter (Consolidated Basis)

None.

3. Tenements sold, relinquished, reduced or lapsed during the Quarter (Consolidated Basis)

- E63/1785 – compulsory 6th year partial surrender (40% of blocks) in May.

4. Tenements applied for during the Quarter (Consolidated Basis)

None.

Appendix 5B

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

Name of entity

ESSENTIAL METALS LIMITED

ABN

44 103 423 981

Quarter ended ("current quarter")

30 June 2023

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation	-	-
(b) development	-	-
(c) production	-	-
(d) royalties	-	-
(e) staff costs	(359)	(996)
(f) administration and corporate costs <i>(includes costs related to the TLEA Scheme of Arrangement)</i>	(444)	(1,415)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	28	157
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	(4)
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	11
1.9 Net cash from / (used in) operating activities	(775)	(2,247)

2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	-	(27)
(d) exploration & evaluation	(335)	(3,786)
(e) investments	-	-

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
(f) other non-current assets	-	-
2.2 Proceeds from the disposal of:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other (provide details if material)	342	342
<i>Withholding tax refund from sale of Canadian subsidiary</i>		
2.6 Net cash from / (used in) investing activities	7	(3,471)

3. Cash flows from financing activities		
3.1 Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2 Proceeds from issue of convertible debt securities	-	-
3.3 Proceeds from exercise of options	-	3,187
3.4 Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5 Proceeds from borrowings	-	-
3.6 Repayment of borrowings	-	-
3.7 Transaction costs related to loans and borrowings	-	-
3.8 Dividends paid	-	-
3.9 Other (provide details if material)	(8)	(30)
<i>Repayment of lease liabilities</i>		
3.10 Net cash from / (used in) financing activities	(8)	3,157

4. Net increase / (decrease) in cash and cash equivalents for the period		
4.1 Cash and cash equivalents at beginning of period	8,742	10,527
4.2 Net cash from / (used in) operating activities (item 1.9 above)	(775)	(2,247)

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

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
4.3	Net cash from / (used in) investing activities (item 2.6 above)	7	(3,471)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	(8)	3,157
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	7,966	7,966

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	966	3,242
5.2	Call deposits	7,000	5,500
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	7,966	8,742

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	229
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
<i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i>		

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

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

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	(775)
8.2 (Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	(335)
8.3 Total relevant outgoings (item 8.1 + item 8.2)	(1,110)
8.4 Cash and cash equivalents at quarter end (item 4.6)	7,966
8.5 Unused finance facilities available at quarter end (item 7.5)	-
8.6 Total available funding (item 8.4 + item 8.5)	7,966
8.7 Estimated quarters of funding available (item 8.6 divided by item 8.3)	7.18
<i>Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.</i>	
8.8 If item 8.7 is less than 2 quarters, please provide answers to the following questions:	
8.8.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
Answer: N/A	
8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
Answer: N/A	
8.8.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?	
Answer: N/A	
<i>Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.</i>	

Compliance statement

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

Date: 24 July 2023

Authorised by: The Board of Directors
(Name of body or officer authorising release – see note 4)

Notes

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