

ANNUAL REPORT

For the Year Ended 30 June 2023

ASX:EMC

Everest Metals Corporation

ABN 48 119 978 01

(Formally Twenty Seven Co. Ltd)



Table of Contents

Page

Corporate Directory	2
Review of Operations	6
Directors' Report	25
Financial Statements	46
Notes to the Financial Statements	50
Directors' Declaration	73
Independent Auditor's Report	74
Additional Information	78

Corporate Directory

DIRECTORS

Mark Caruso – Executive Chair / CEO
 Robert Downey – Non-executive Director
 David Argyle – Non-executive Director
 Kim Wainwright – Non-executive Director

CHIEF OPERATING OFFICER

Simon Phillips

CHIEF FINANCIAL OFFICER

Amy Fink

COMPANY SECRETARY

Dale Hanna

REGISTERED & ADMINISTRATIVE OFFICE

Everest Metals Corporation Limited
 Suite 4.02, Level 4, 256 Adelaide Terrace
 Perth, Western Australia 6000
 Telephone: +61 (08) 9468 9855
 Email: enquiries@everestmetals.au

WEBSITE

www.everestmetals.au

SHARE REGISTRY

Computershare Investor Services Pty Ltd
 Level 11, 172 St Georges Terrace
 Perth, Western Australia 6000
 GPO Box D182, Perth WA 6840
 Investor Enquiries (within Australia):
 Ph: +61 8 9323 2000 Fax: +61 8 9323 2033

AUDITOR

HLB Mann Judd
 Level 4, 130 Stirling Street,
 Perth, Western Australia 6000

BANKER

National Australia Bank
 Level 14, 100 St Georges Terrace
 Perth, Western Australia 6000

AUSTRALIAN SECURITIES EXCHANGE

The Company is listed on the Australian Securities Exchange.
 ASX code: EMC

Dear Shareholder,

On behalf of the Board of Directors of Everest Metals Corporation Limited (ASXL EMC), it is my pleasure to present you with the Company's 2023 Annual Report. The past year has been a remarkable year for EMC. Starting with appointment of an experienced Board with extensive mining experience in July 2022, the new Board completed a strategic review and optimised work programs, as well as reviewing all operational aspects of the Company.

The transformational year continued as the Company rebranded the business from Twenty Seven Co. Limited (TSC) to Everest Metals Corporation (EMC) in December 2022 to reflect its multi-metal strategy in precious metals copper and battery minerals. EMC's ambition is to enhance Shareholder value in the near-term climbing quickly through by its ability to fast track advanced precious metal and battery mineral projects.

The Company successfully raised \$2.66 million through a Rights Issue in August 2022. This was followed a by corporate restructure of the Company's share capital base. This fundraising and capital restructuring were major steps in funding the initial phase creating a solid capital base for the value creation journey for the Company. We would like to thank our Shareholders for the support they have shown through its capital raising endeavours, demonstrating continued commitment to the Company and its enthusiasm for the future.

In October 2022, we were encouraged that Rio Tinto Exploration Limited (RTX) had opted to exercise its option to farm-in and advance the North Rover Project in WA. Subsequently, post FY23 EMC announced that RTX decided to progress to the next stage of the North Rover earn-in with commencement of the RC drilling program in early July 2023. It's exciting to have a major earn-in partner in exploring this relatively underexplored part of the EMC portfolio for potential lithium mineralisation.

The acquisition of Mt Edon LCT Project (Mt Edon) was a major milestone for EMC. The Company had undertaken extensive due diligence over the first FY23 quarter to acquire an advanced battery metals exploration asset offering significant exploration upside for shareholders. Mt Edon is a compelling, high-quality opportunity for EMC and significantly strengthens our focus on critical metal exploration to complement our precious metal portfolio.

After overwhelming support from shareholders at the Company's general meeting in February 2023, the Company completed the transaction to acquire 51% of the Mt Edon and the last FY23 quarter was extremely busy with planning and deployment of the targeted drilling program following a successful Deep Ground Penetration Radar (DGPR) survey.

The detailed geological mapping program and DGPR geophysical survey were carried out across pegmatite outcrops at Mt Edon. The data obtained from the DPGR had overwhelmingly supported the geological team's expectations as to the potential of Mt Edon LCT project and the results have optimised drill targets to support the RC drilling program.

The targeted stage 1 RC drilling completed in late May 2023 generated outstanding results which continue to confirm and unlock our belief in the potential of a highly fractionated and highly fertile LCT pegmatite system.

Another achievement for the new project generation was the acquisition of the Revere Gold Project (RGP) in Meekatharra, a proven prolific gold producing region of Western Australia. Gold and precious metals development is a core pillar in EMC's business strategy and RGP is highly complementary to the developments the Company made in the battery metals sector. RGP is an advanced asset with significant gold and copper potential – both at surface and at depth – which is clearly evidenced from previous exploration work undertaken across the project, from which there is an abundance of high-quality technical data.

Along with Mt Edon, acquisition of RGP was overwhelmingly supported by shareholders and the completion of transaction to acquire 51% of RGP was announced in April 2023.

A comprehensive geophysical modelling review for the RGP was completed in Q3, FY23 and the results of this program significantly optimised the chances of success of the deep diamond drilling program which commenced in June 2023. The first three diamond drill holes were designed to test electromagnetic conductors identified as having the potential for Volcanic Hosted Massive Sulphides at depth.

For other areas of interests, the Company applied for a large tenement package in Northern Territory in January 2023. This is an exciting, raw exploration opportunity for EMC, appropriately fitting into the company's strategy of Battery and Precious Metal project development. The advancement and continued work on the granting of this tenement package provides excellent value for upside as a medium-term investment.

Importantly, in February 2023, EMC announced a tenement sale and Joint Venture of its NSW Broken Hill projects with Stelar Metals (ASX: SLB). The divestment is consistent with EMC's strategic focus on its near-term West Australian Gold and Battery Metal Projects. The transaction with Stelar Metals further enhances EMC's excellent exposure to lithium, complementing the RTX earn-in at Rover and its Mt Edon acquisition.

My commitment to the Chair and to preside over the Executive management role of the Company and guide our dedicated management and personnel through the development of its flagship projects over the next financial year, whilst continuing to assess all near term production projects presented to the Company. Shareholders can rest assured that the Company is well endowed with ability and the ambition to deliver outcomes that will ultimately result in Shareholder value in the near term.

I would also like to thank our Shareholders and all business partners for the support you provided in the past year. With a busy and exciting period ahead for the Company, I look forward to keeping all shareholders updated on our progress.

Yours Sincerely

A handwritten signature in black ink, appearing to read "Mark Caruso".

Mark Caruso

Executive Chair & CEO

REVIEW OF OPERATIONS





Revere Gold Project

PROJECT OVERVIEW

The project is located just off the Great Northern Highway approximately 90km to the northeast of Meekatharra in the Murchison Region of Western Australia. The tenement package size, including the tenements under option¹ cover an area of 82km². This is comprised of granted tenements E51/1766, E51/1770, P51/3240, P51/3241, and pending applications M51/905, E51/2119, E51/2088 and E51/2145. The project sits proximal and along strike of the DeGrussa and Monty Copper-Gold mines, located 55km to the southwest.

The RGP is located in the Palaeoproterozoic Yerrida Basin – Doolgunna Formation. The alteration system appears to represent a classic precious metal ductile shear system – the Revere Reef System – that is associated with the Capricorn orogenic event. The historical geochemical anomaly is interpreted to represent hydrothermal mineralisation. Visual observations of the lode material from the Revere Reef indicate that coarse visible gold is contained within gossan iron oxide which forms the matrix of the quartz breccias.

Field assessment by Enterprise Metals (2009-2017), Mineral Commodities (2018-2021), and recent technical review and data interpretation by EMC demonstrated the potential of the Doolgunna formation to host DeGrussa-style Volcanic Hosted Massive Sulphide (“VHMS”) and Plutonic-style orogenic gold deposits. At depth, the anomalous high copper, zinc, and arsenic values indicate the potential for a DeGrussa type copper-gold deposit below the zone of complete oxidisation. Copper and even gold lodes in the region are generally shear hosted shoots, narrow and long, comprised of high-grade lodes. The DeGrussa deposit was discovered in follow up drilling of a zone of oxide gold mineralisation similar to that found at the Revere Gold Project.

51% ACQUISITION

EMC entered into an agreement with Entelechy Resources Pty Ltd (Entelechy) to acquire and earn up to a 100% interest in the Revere Gold Project ¹, located northeast of Meekatharra in Western Australia – following shareholder approval at the Company’s General Meeting held on 24 February 2023. The completion of transaction was announced in April 2023.

GEOPHYSICAL MODELLING

The Company undertook modelling and interpretation of existing geophysics data over the Revere Gold Project. The new model targets a discrete conductor that coincides with a discrete magnetic anomaly and suggests possible pyrrhotite mineralisation. Chalcopyrite and sphalerite are not strong conductors, and their conductance mostly depends on concentrations of associated pyrrhotite. A new geophysics model identified conductor targets for deep drilling at the Revere Gold Project. These new targets are aimed at intersecting VHMS (DeGrussa Style) copper-gold mineralisation to depths of approximately 300m. The modelled conductive plates identified seven new target areas, adjacent to previously drilled conductors. Five of them ranked as priority 1 and two of them as priority 2.

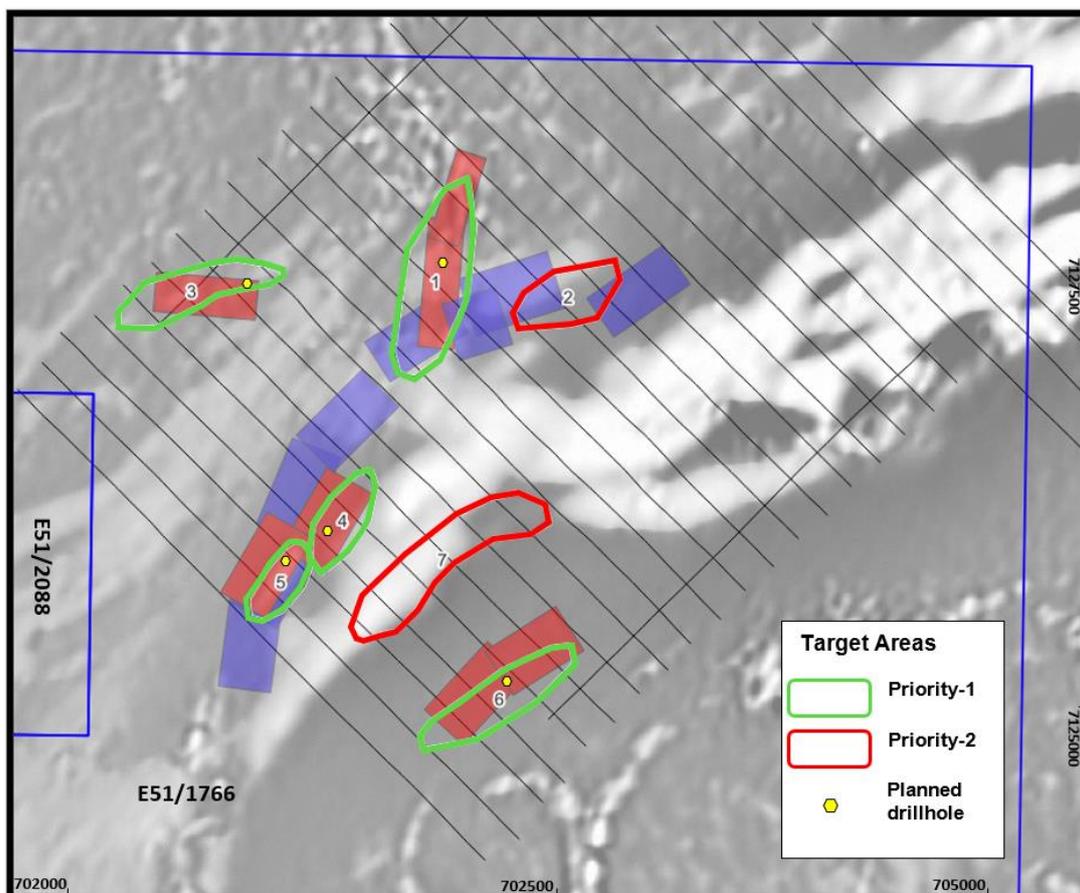


Figure 1: Prioritised target areas from the modelled VTEM conductor plates over a greyscale magnetic image (blue plates are shales, red plates are drilling targets). The proposed deep holes shown in yellow.

¹ ASX: EMC; EMC To Acquire Up To 100% Of Revere Gold Project, dated 11 January 2023

² ASX: EMC; Geophysical Modelling Identifies Deep Drilling Targets at Revere Gold Project, dated 7 March 2023

Using the results from geophysical modelling, the Company planned an initial 1,000m diamond drilling program in Q2, 2023 to drill three deep diamond holes at priority targets to test mineralisation.

METALLURGICAL TESTWORK

To further investigate the potential of a high nugget gold distribution, bulk samples were collected from a shallow prospecting pit (costean) in the Revere Reef system located in tenement E51/1766 and pending mining applications M51/905. The samples provided to the independent laboratory for Gravity Recoverable Gold (“GRG”) test work, comprised two distinct samples: one from the main quartz vein (sample 03196) and one from its siltstone host rock (sample 03197). The metallurgical test work program reinforced the high nugget gold attributes of the deposit, with 305g/t Au in the quartz vein sample of which 47% is in visible coarse gold. It also achieved high recoveries of 97% and 92.8% to a primary gravity concentrate from both the quartz vein sample and the host rock siltstone sample³.

Table 1 – GRG Testwork Results of Doolgunna bulk samples

Sample	Fraction Stage	Weight (%)	Au (ppm)	Au Distribution (%)
03196 (quartz vein)	Primary Knelson Concentrate	0.42	49,996	97.00
	Secondary Knelson Concentrate	0.39	865	1.56
	Tertiary Knelson Concentrate	0.36	171	0.28
	Tertiary Knelson Tailing	98.83	2.55	1.16
03197 (siltstone host)	Primary Knelson Concentrate	0.37	4323.7	92.83
	Secondary Knelson Concentrate	0.35	119.9	2.38
	Tertiary Knelson Concentrate	0.35	35.95	0.72
	Tertiary Knelson Tailing	98.93	0.71	4.07

DEEP DIAMOND DRILLING PROGRAMME

The diamond drilling commenced on 6 June 2023⁴. The drilling program comprising three deep diamond holes for approximately 350 metres each was designed to test DeGrussa style VHMS copper-gold mineralisation at depth.

Post 30 June 2023, the Company announced the update from the 3 x hole (1,038m) diamond drilling program with portable XRF results indicating up to 5.7% copper and up to 4.2% zinc at varying intersections⁵ and the Downhole Electromagnetic (“DHEM”) survey commenced post quarter end.

The company cautions that the visual identification, estimates of mineral abundance or point pXRF measurements should never be considered a proxy or substitute for laboratory analyses. Laboratory assay results are required to determine the size and grade of any visible mineralisation reported. The company will update the market when laboratory analytical results become available.

Furthermore, a Program of Work (“POW”) for turkey nest water storage (170 x 50m) and general surface disturbance was approved by DMIRS on 19 May 2023.

³ ASX: EMC; Exceptional Gold Recoveries from Metallurgical Testwork at Revere Gold Project, WA, dated 14 March 2023

⁴ ASX: EMC announcement; Deep Drilling Commences at Revere Gold Project, WA, dated 6 June 2023

⁵ ASX: EMC announcement; Diamond Drilling Identifies DeGrussa Style Mineralised System Under Revere Gold Project, dated 12 July 2023.



Figure 2: Diamond drilling at Revere Gold Project

FORWARD STRATEGY

The Company is planning a phase 2 follow up drilling program to drill the DHEM target and undrilled VTEM anomalies.

The gold potential of the project at surface has been defined and will be confirmed by a planned 36,000 tonne bulk sampling campaign and further metallurgical test work to define gold liberation, recovery stages, and parameters and the size distribution tests. The undertaking of the bulk sampling and processing programme will add significant value to understanding the enigma in the disparity to historical gold grades being lost in the sampling and assaying. The bulk sampling test program would be undertaken in the mining lease application area in Q1, 2023 with the potential for near-term mining and gold production through a mobile gravity plant.



Mt Edon LCT Project

PROJECT OVERVIEW

Mt Edon Project contains the Mt Edon Pegmatite Field on granted Mining Lease M59/714 located in the Southern portion of the Paynes Find Greenstone Belt – an area known to host Pegmatites field. Considered highly prospective for Lithium, Caesium, Tantalum, Rubidium and Rare Earth Elements mineralisation.

Hosts numerous Lithium-Caesium-Tantalum (LCT) pegmatites with Lithium and Caesium rich zones measuring up to 2.2% Li₂O₅ and up to >550ppm Cs. Historical tantalum production recorded on the granted ML within the tenement package.

FARM-IN OPTION AND RECONNAISSANCE DRILLING

In October 2022, the Company entered into an exclusive legally binding farm-in and joint venture term sheet to earn up to a 100% interest in the Mt Edon Project from privately owned Entelechy Resources Pty Ltd⁶. EMC has funded a due diligence work program including a 507m reconnaissance RC drilling program to determine whether to proceed with the farm-in. The drilling was conducted from 8 drilling fence lines and included 24 shallow holes with an average depth of 21m.

⁶ EMC ASX announcement on 13/10/2022, TSC Acquires Option Over Highly Prospective Mt Edon Lithium-Caesium-Tantalum Mining Lease Expanding Battery Materials Strategy

RECONNAISSANCE DRILLING RESULTS

Interpretation of results from the reconnaissance drilling program in October 2022 confirmed the pegmatite samples are anomalous in terms of rare metals by a median factor of around 14 times higher than background host rock and suggest that there are several prospective targets for lithium-bearing pegmatites within the Project area. Pegmatites appear to be a folded sill dipping into variable directions and angles and connected at depth.

Assays returned encouraging results with elevated Rubidium (Rb) up to 3,670 ppm, Caesium (Cs) up to 354 ppm, Tantalum (Ta) up to 219 ppm, and Lithium (Li) up to 1220 ppm. The maiden drilling program determined the subsurface lithium-bearing potential of the Project area below the weathered zone and indicated that pegmatites have moderate to strong fractionation characteristics⁷.

EXERCISING FARM-IN RIGHT TO EARN 51%

On the basis of the due diligence drill results and prospectivity of the tenement and the consideration of the potential commercial risks in completing additional geological and structural mapping of the project before the expiry of the 120 day due diligence period, the Company moved to exercise its farm-in rights to earn 51% of the Mt Edon LCT Project⁵, which was subject to shareholder approval. Subsequently, overwhelming Shareholder approval was obtained at the Company's General Meeting held on 24 February 2023.

DETAILED GEOLOGICAL MAPPING

Supplementary geological-structural mapping was carried out in early March 2023 and numerous new pegmatite outcrops were defined – over 192.4 hectares, an area of approximately 1.6km by 1.2km (Mining Lease M59/714). This recent geological mapping successfully identified several previously unrecorded LCT pegmatite and quartz bearing veins. There are several large irregular shaped felsic pegmatites which have intruded into the Paynes Find Greenstone Belt, a northeast trending sequence of mafic, ultramafic, and sedimentary rocks, east-west structures cut these metasediments. Pegmatites appear to be a folded sill dipping in variable directions and angles and are connected at depth representing sill and dyke structures. These prospective pegmatites have a northeast-southwest strike of up to 350m and occur along a 1.2km interval of the LCT pegmatite corridor. The width and extent of these outcropping pegmatites suggest further exploration for a better understanding of the subsurface pegmatite pods with the main structure and potential of the LCT mineral system. Larger pegmatitic bodies appear less influenced by the underlying structural trends and fabrics, with many of these bodies cutting both structural fabrics. These larger pegmatitic bodies are interpreted as blowouts related to structural intersections. Interpretation of mapping data combined with the re-interpretation of reconnaissance drilling data has provided a better understanding of thickness and lateral distribution of the pegmatites⁸.

DEEP GROUND PENETRATION RADAR SURVEY

The Company reviewed geophysical methods to support developing a better understanding of the subsurface potential of the Project area to optimise the second phase of the drilling program and recognised Deep Ground Penetration Radar (“DGPR”) geophysical survey was a favourable method to determine new potential subsurface pegmatite pods within the main pegmatite structures.

⁷ ASX: EMC; Results Highlight Extensive Well Developed Pegmatite Field- EMC To Exercise Farm-In Rights to Mt Edon LCT Pegmatite Project, dated 13 January 2023

⁸ ASX: EMC; Mt Edon Project Exploration Update, dated 29 March 2023

DGPR is a geophysical locating method that uses radio waves (radar) to capture images below the surface of the ground. The DGPR method employs high-frequency electromagnetic waves (15,000 Hz average) to map below-ground structures, lithology, or buried ore bodies, similar to seismic. The method is high-resolution and highly site specific. This innovative geophysical radar technique offers images of unparalleled resolution; up to 100m from the surface.

The DGPR geophysical survey at Mt Edon was carried out by Ultramag Geophysics in early April 2023. 19 survey profiles at nominally 100m spacing and two extra feature profiles (50m) were surveyed along lines-oriented northwest-southeast (130°-310°) approximately perpendicular to the pegmatite trends that had been previously and recently mapped at surface and in total 21-line kilometres of DGPR survey was completed (Figure 3).

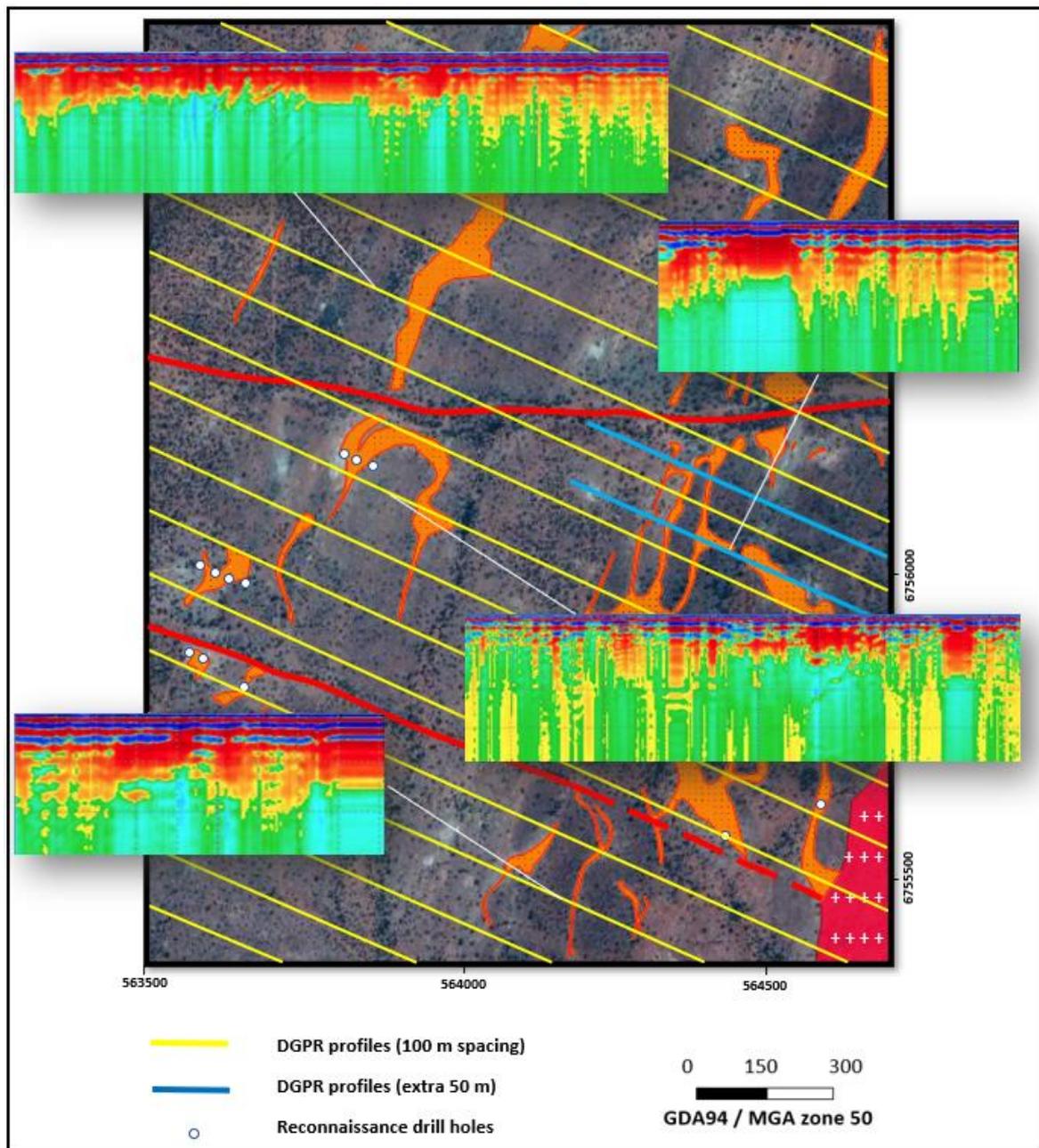


Figure 3: Layout of the DGPR lines. The lines are spaced every 100m and perpendicular to the general strike of the mapped pegmatites. Two extra survey profiles were undertaken at 50m.

The DGPR works extremely well in this area due to a lack of weathering, crystalline rock, and significant grain size change in target pegmatites to host granite and metasediments. Excellent quality signals from depths of 50m to +100m were recorded. A total of 133 pegmatite-like anomalies have been interpreted including 116 dykes and 17 sills, compared to approximately 30 mapped pegmatites by surface geological mapping. This represents a +300% increase in the number of new pegmatites identified by the DGPR survey, a staggering result given the relatively good outcrop. All anomalies have been evaluated and 35 of them ranked as priority 1 for drilling.

REVERSE CIRCULATION DRILLING PROGRAMME

A reverse circulation (“RC”) program for a total of 441m of drilling was completed in late May 2023. The drilling was conducted across nine targets and included 11 holes with an average depth of 40m (Figure 4). Sampling collected during the recent drilling were one-metre core splits from RC drilling.



Figure 4: RC drilling at Mt Edon (hole MD23- 07) indicate thick zones (white samples), view to west

Pegmatite bodies were intersected in all drill holes except one. The Company was very encouraged with the intersection of several thick (up to 58m) pegmatites. White mica rich zones and minor lepidolite were observed in RC samples.

Some of the thickest intersections based on visual mineralisation and assessment of samples are outlined below:

- ME 23 -02) 15m pegmatite intercepted from 4m to 19m
- ME 23 -04) 14m pegmatite intercepted from surface to 14m
- ME 23 -05) 15m pegmatite intercepted from 4m to 19m
- ME 23 -07) 62m pegmatite intercepted from 49m to end of hole at 111m-open (plus 8m from 22m to 30m and 7m from 32m to 39m)
- ME 23 -10) 27m pegmatite intercepted from 6m to 33m
- ME 23 -11) 29m pegmatite intercepted from 1m to end of hole at 30m-open

Visual estimates of mineral abundance should never be considered a proxy or substitute for laboratory analyses where concentrations or grades are the factor of principal economic interest. Visual estimates also potentially provide no information regarding impurities or deleterious physical properties relevant to valuations.

The drilling program confirmed Deep Ground Penetration Radar (“DGPR”) targets⁹, structural trends and exploration targets for future drilling programs. Geological logging of chip samples showed moderate to strong fertile pegmatite, and a lot of well-developed muscovite-rich zones. 230 drill samples were sent to the ALS laboratory in Perth for premium service analysis (expedited).

ROCK CHIP SAMPLING

During mapping in March 2023 and the DGPR survey in April 2023, 10 rock chip samples were taken and submitted to ALS laboratory in Perth for assay using the process of a 4- acid digest followed by Lithium Borate Fusion ICP-MS for detection and three samples for XRD mineralogy. Up to 3.1% Rubidium (Rb₂O), 4.6% Lithium (Li₂O) and 0.34% Caesium (Cs₂O) from rock chip samples were reported. The Potassium / Rubidium (K/Rb) ratio in Table 1 reflects the degree of substitution of Rb for K in the mica’s crystal structure. A ratio of below 150 indicates a fractionated pegmatite and below 15 a highly fractionated pegmatite. All the samples except two are indicative of highly fractionated and showed high LCT-fertility pegmatites. These samples are the highest-grade surface rock chip samples reported from Mt Edon in comparison with the previous surface samples¹⁰.

Table 2: Chemical analysis results of rock chip samples (Rb₂O and Li₂O calculated)

Sample ID	Easting MGA94	Northing MGA94	Li (%)	Li ₂ O (%)	Rb (ppm)	Rb ₂ O (%)	Cs (ppm)	Nb (ppm)	Ta (ppm)	K/Rb*
MD-01	564418	6756117	0.044	0.094	1680	0.183	58.7	89	77.9	13
MD-02	564462	6756150	0.046	0.099	1430	0.156	29.5	93	21.4	17
MD-03	563961	6756231	0.033	0.071	1735	0.189	30.2	182	54.2	13
MD-04	563965	6756220	0.002	0.004	3530	0.386	76.1	14	8.8	15
MD-05	564848	6756012	0.001	0.002	17	0.001	1.7	50	24.2	99
MD-06	563696	6756024	0.035	0.075	2370	0.259	68.6	61	49.1	8
MD-07	564045	6756803	0.005	0.010	1625	0.177	44.3	80	54.9	10
MD-08	564558	6756398	2.15	4.628	29200	3.193	2230	89	164.5	2
MD-09	564543	6756427	0.979	2.107	20700	2.263	3300	49	330	3
MD-10	564451	6756409	0.018	0.038	1470	0.160	58.1	54	57.4	8

- K/Rb- Red is highly fractionated and green is fractionated.

⁹ ASX: EMC announcement; Deep Ground Penetration Radar (DGPR) Geophysical Survey Successfully Identifies Previously Undiscovered Pegmatite Targets at Mt Edon Project, dated 1 May 2023

¹⁰ ASX: EMC announcement; Mt Edon Rock chip Sampling Indicates Fertile Well Developed Rare Element Pegmatite Structure, dated 24 October 2022

Semi-quantitative XRD mineralogy results showed lepidolite is the predominant mineral for samples MD-08 and MD-09 with 92% and 81% mass respectively. The analysis aimed to provide a better understanding of the mineralogy of the system, and to characterise the mineral assemblage of LCT pegmatites at the Mt Edon mining lease.

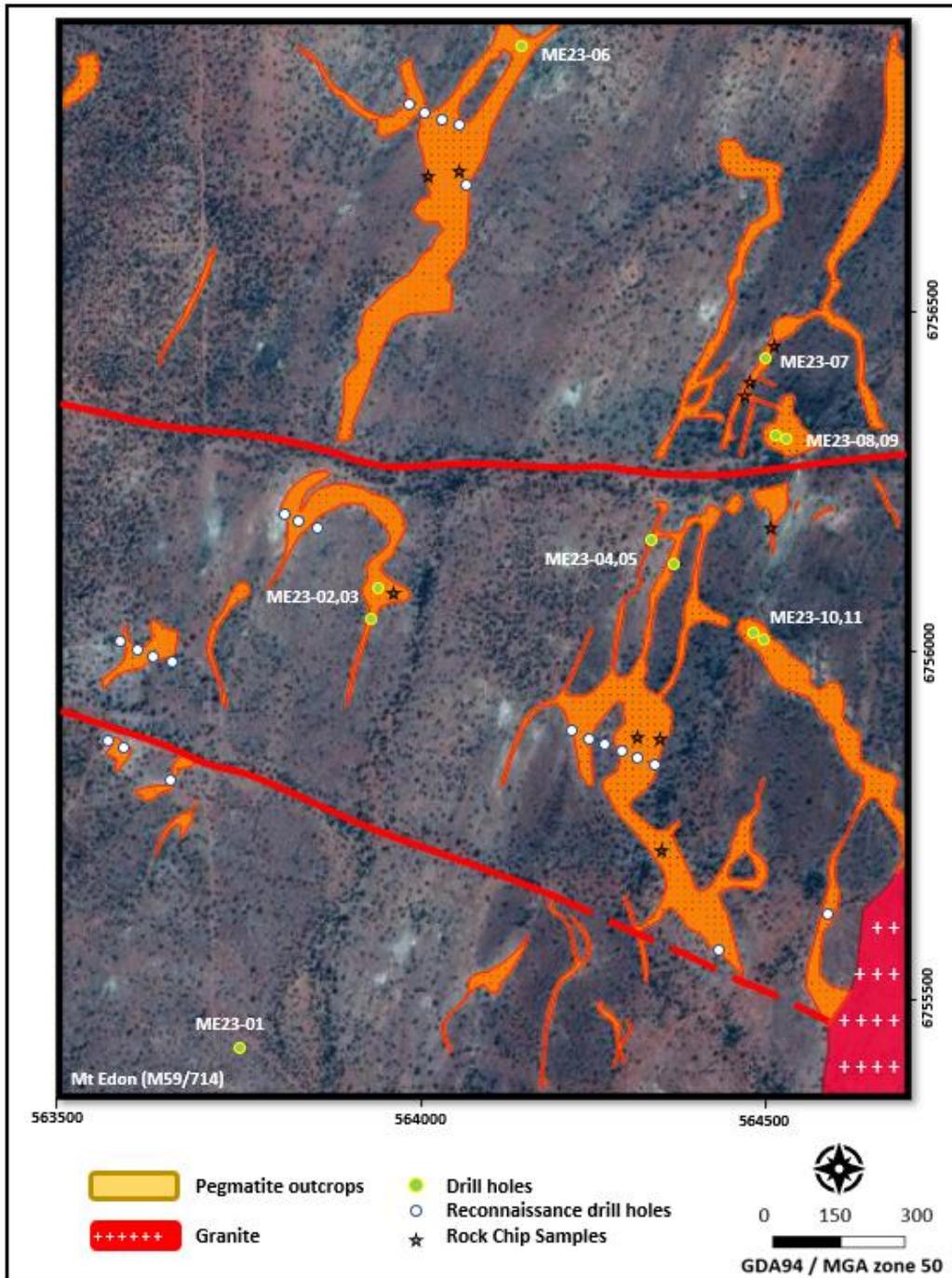


Figure 5: RC drill holes and rock chip sample locations at Mt Edon mining lease

RESULTS FROM RC DRILLING

Post reporting period, the Company announced the results from RC drilling confirming multiple LCT pegmatites including up to 0.41% Rb₂O, 0.33% Li₂O and 555 ppm Cs.

High grade Rubidium intersected:

- o ME 23 -07 40m at 0.26% Rb₂O from 49m (including 19m at 0.33% Rb₂O and 0.1% Li₂O from 51m), plus 2m at 0.23% Rb₂O from 1m and 2m at 0.3% Rb₂O from 4m
- o ME 23 -03 5m at 0.26% Rb₂O from 1m to 6m.

Strongly anomalous LCT elements that occur in association with Rubidium (maximum value 0.41% Rb₂O), include the following maximums in individual drilling assays being Li₂O 0.33%, Cs 555 ppm, Nb 153ppm and Ta 111ppm. Furthermore, results of the stage-1 drilling program indicate the small drilling campaign (441m) was successful in identifying that Mt Edon has the potential to host a real LCT project – the high grade intersected Rubidium is in line with world class Rubidium occurrences including the Karibib pegmatite deposit in Namibia (8.9 Mt at 0.23%Rb) and Guobaoshan deposit in China (234 Mt at 0.12%Rb).

FORWARD STRATEGY

The Company is planning the stage 2 drilling program in the second half of 2023 to test the lateral extension of high-grade zones defined in the northeast corner of Mt Edon mining tenement and along with the targeting undrilled pegmatites.

Rover Gold Project

PROJECT OVERVIEW

EMC's 100% owned Rover Project is a large strategic tenement holding in the Central Yilgarn, prospective for Archean gold and volcanic hosted massive sulphide deposits.

Rover is located near Sandstone in a base metals and gold mineral rich area associated with Archean greenstone belts. This project is a large 460km² tenure package covering two linear Archean greenstones, with a combined length of around 160km. Historically the area is underexplored and is currently undergoing a resurgence in exploration.

RIO TINTO EXPLORATION JV

In early December 2022, EMC reported that Rio Tinto Exploration (“**RTX**”), a wholly owned subsidiary of the global mining group Rio Tinto (ASX:RIO), had elected to exercise its option to farm-in to the northern Rover Project exploration licence (E57/1134) (“**North Rover**”) in the central Yilgarn region of Western Australia.

As previously reported, EMC entered a binding term sheet (“**Agreement**”) with RTX in March 2022¹¹, with RTX paying EMC an initial \$25,000 upfront for an exclusive initial six-month option to explore North Rover for non-gold minerals.

Following the completion of an initial exploration program, RTX has exercised its option to earn an 80% Joint Venture interest in the non-gold mineral rights on E57/1134 by sole funding A\$5M of non-gold exploration. During the initial six-month option period, RTX identified a sub-cropping weathered pegmatite unit that may be prospective for lithium and tantalum mineralisation, with an area prioritised for follow-up drill testing¹². RTX plans to conduct an initial drill program of 500-1,000m to investigate the interpreted pegmatite unit in Q2-2023, subject to land access consents and clearances.

RTX conducted a heritage survey in late-March 2023. The heritage survey covered areas proposed for drilling (and related access tracks) to test identified pegmatite lenses in the northern section of the North Rover EL for lithium mineralisation. RTX received a heritage survey report in the June 2023 quarter which cleared the area for ground disturbance and completed track and pad construction, in preparation for a reverse circulation drilling program scheduled for July 2023 designed to test identified pegmatite lenses in the northern section of the North Rover EL for lithium mineralisation.

FORWARD STRATEGY

The Company looks forward to the further development of the project following the drilling campaign that RXT plans to start in 2023 Q-3.

¹¹ ASX:EMC announcement; Agreement with Rio Tinto Exploration to advance exploration at Rover Project, WA, dated 31 March 2022

¹² ASX:EMC announcement; Rio Tinto Exploration Exercises Farm-in Option at North Rover Project, WA and Plans to Drill Test Lithium Pegmatite Target, dated 5 October 2022

Mt Dimer Gold & Silver Project

PROJECT OVERVIEW

The Mt Dimer Gold and Silver Project ("Mt Dimer") is located 120km north-east from Southern Cross and comprises a mining lease (M77/515) and exploration license (E77/2383). Within the mining lease, historical open-cut mining to a depth of ~50m in the 1990's produced circa 8,500 Oz Au.²

FORWARD STRATEGY

No additional work was undertaken at Mt Dimer during the reporting period, and EMC continues to assess a range of options regarding the further development of Mt Dimer.

Yarbu Gold Project

PROJECT OVERVIEW

The Yarbu Gold Project is located on the Marda Greenstone belt ~80km to the north-west of the Mt Dimer Project. Yarbu consists of three exploration licenses (E77/2442, E77/2540 and E77/2539) which cover approximately 223km² and all are highly prospective for Archean Gold deposits.

FORWARD STRATEGY

No further work was completed at Yarbu during the reporting period and the Company has been actively seeking options to divest the asset.

Ninghan Project

PROJECT OVERVIEW

Ninghan Project sits in Ninghan Fold Belt mafic and ultramafic greenstone with the tenement package covering an area of 228km² and is prospective for gold, silver, copper, nickel and cobalt. It is located about 40km southwest of Paynes Find in the Shire of Yalgoo and the Great Northern Highway straddles the project.

The project is surrounded by several significant gold projects including the Mount Gibson Gold projects, the Rothsay Gold Project, Minjar Gold Project, Kirkalocka Gold Project, and the Surefire Yidby Gold Project.

GEOCHEMICAL PROGRAM COMPLETED

The Company completed a soil sampling geochemical program in the March 2023 quarter, 165 samples were collected over three profiles. Samples submitted to SGS laboratory for Mobile Metal Ion (MMI) geochemistry and will compile the results with the existing geophysical data to prepare for a drilling program.

The project has a valid Program of Work in place for drilling.

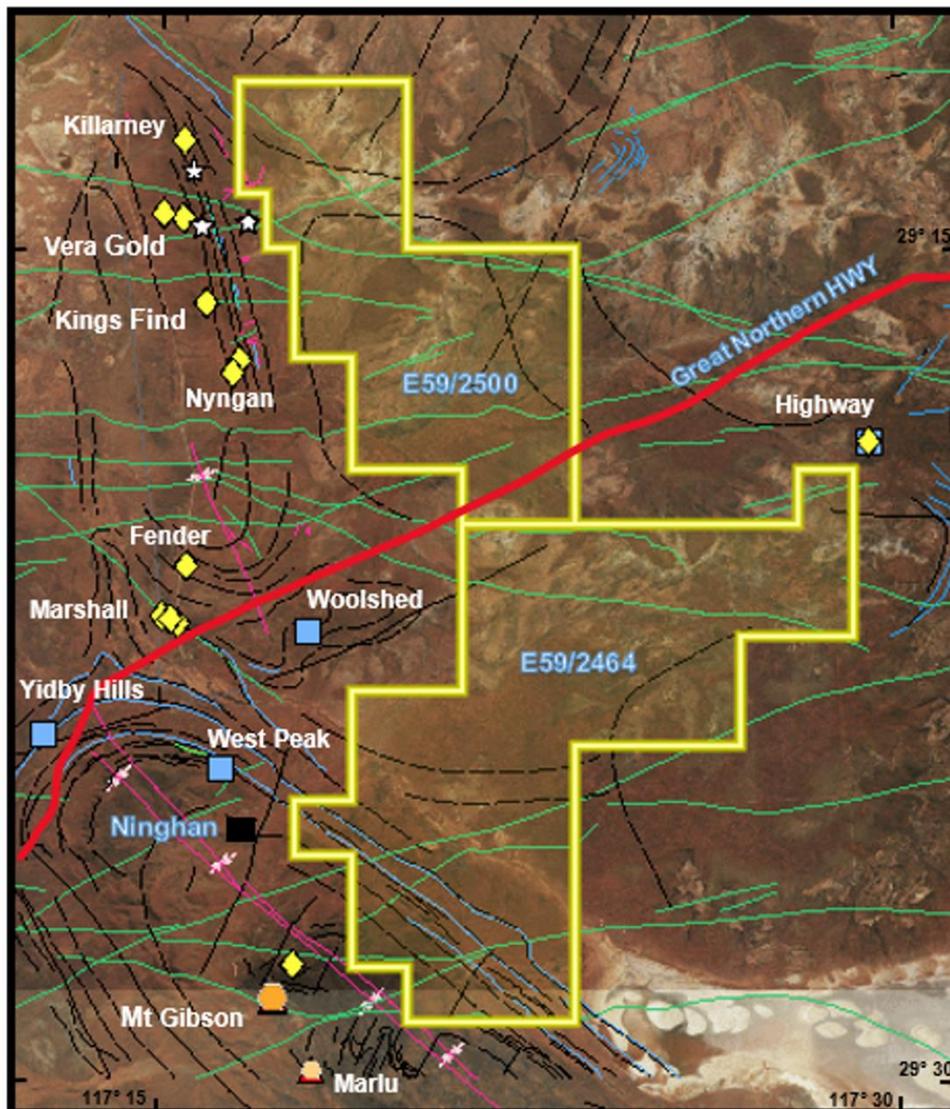


Figure 6: Location of the Ninghan project with known mineral endowment

FORWARD STRATEGY

The Company continues to undertake the due diligence program on the Ninghan Project.

New South Wales Broken Hill Projects JV

PROJECT OVERVIEW

Joint Venture with Stelar Metals (ASX:SLB) – Midas, Perseus and Trident Projects are located in the Curnamona Province which hosts the world-class Broken Hill silver-lead-zinc mine in New South Wales.

TRIDENT PROJECT – Cu-Au-Co (EL8736)

Trident Project (EL8736) is prospective for iron oxide copper gold (IOCG) and tin and lithium pegmatites and is located ~35km north-east of Broken Hill.

MIDAS PROJECT – Cu-Au-Co (EL8732, EL8904)

The Midas Project is prospective for Iron-Oxide-Copper-Gold (“IOCG”) and is located 40km northeast of Broken Hill adjacent to Silver City Minerals (ASX: SCI) Yalcowinna Tenement. Several areas of strong Cu-Au anomalism have been defined across the Midas Project through soil and rock chip sampling programmes.

PERSEUS – Cu-Au-Co (EL8778)

The Perseus Project is prospective for IOCG mineralisation and is located ~50km west of Broken Hill and north of the Thackaringa Cobalt Project. In 2018 EMC identified six high priority IOCG targets for testing and the Geological Survey of NSW’s November 2018 Mineral Potential Report for the Curnamona ranked three of the six high priority Perseus targets as highly prospective.

STELAR METALS JV

On 13 February 2023 the Company announced the Joint Venture Agreement with Stelar Metals (ASX:SLB) (“Stelar” or “SLB”) on all three of its Broken Hill Projects.

The team at Stelar has extensive experience in project development, particularly the recent development of Core Lithium’s Finiss Project in the Northern Territory.

Details of the agreement are as follows¹³:

- \$250,000 cash payable on execution of Agreement (cash received)
- SLB issue \$250,000 SLB shares calculated on 10-day VWAP average prior to Agreement execution date (Note the issue of the shares was completed on the legal transfer of title of the tenements to SLB’s subsidiary BR2 Pty Ltd)
- Milestone Payment at EMC election of \$500,000 SLB shares at Issue Price or \$500,000 cash on the earlier of drilling commencement at the Midas Project or drilling approvals at the Trident Project
- Formation of an unincorporated Joint Venture (JV) with SLB subsidiary BR2 Pty Ltd (BR2). JV interest: BR2 90% - EMC 10%
- EMC to retain 10% Free-Carry JV Interest until delivery by BR2 of a feasibility study and a decision to mine upon which EMC can contribute or convert to 1.5% Net Smelter Royalty

¹³ASX: EMC; Joint Venture of Broken Hill Projects, dated 13 February 2023

The transfers of the Joint Venture tenements to Stelar was completed on 28 June 2023 and the Company was issued 1,187,085 SLB shares worth \$250,000 (using the share price on 29 June 2023).

SLB is planning its first drilling program at the Trident Lithium Project in the September 2023 quarter. EMC will receive \$500,000 SLB shares or cash at its election as a milestone payment on drilling approval at the Trident Project.

FORWARD STRATEGY

The Company looks forward to assessing its option on our potential investment in the Stelar Metal's Trident Lithium Project.

Northern Territory Tenement Application

PROJECT OVERVIEW

15 x Exploration Licences (“EL’s”) located to the northeast and west of Alice Springs in the Northern Territory are in application. The tenement package covers an area of 10,208km² (3,443 blocks), including two areas 220km northeast of Alice Springs (Georgina tenure, 5,001km²), and 150km west of Alice Springs (Amadeus tenure, 5,207 km²).

EL applications include EL33415, EL33416, EL33417, EL33418, EL33419, EL33420, EL33421 which are named **Amadeus** and EL33422, EL33423, EL33424, EL33425, EL33426, EL33427, EL33433 and EL33439 which are named **Georgina** (Figure 5)¹⁴.

The Company followed up on landowner and native title agreements post-granting of applications. EMC continued working on a desktop study to identify exploration target areas over two application areas. Site visit and reconnaissance program is planned for Q4, 2023.

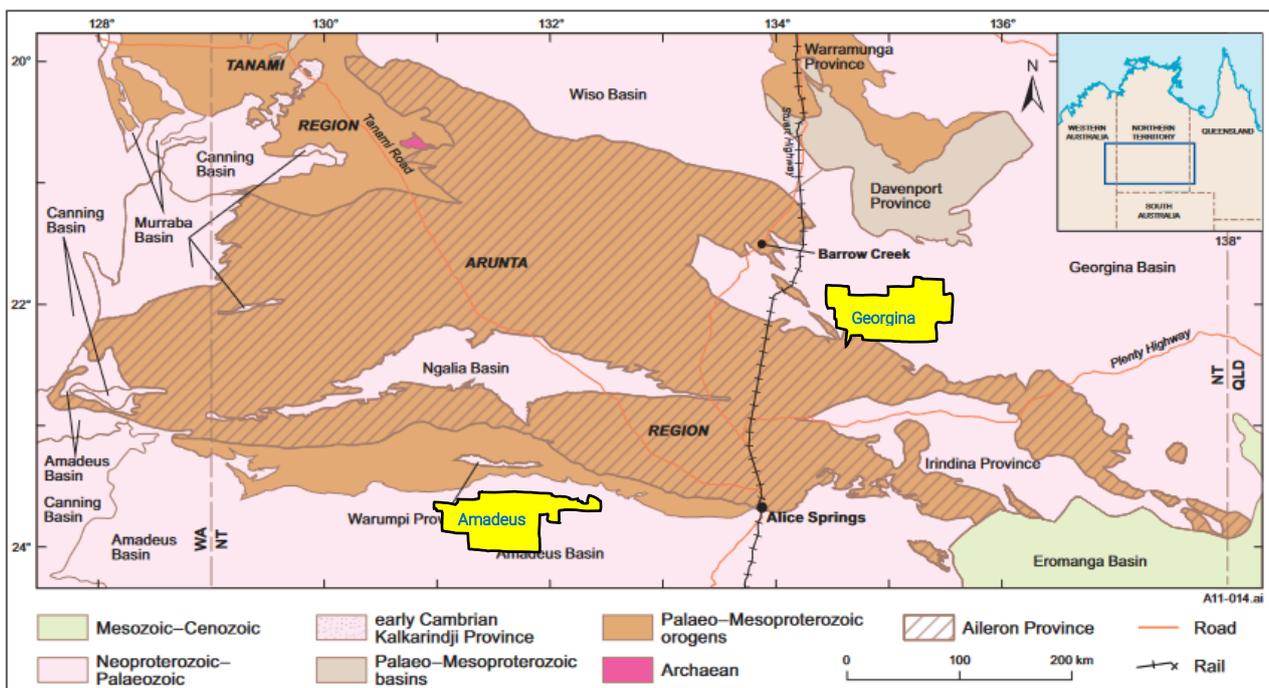


Figure 7: Location of Amadeus and Georgina tenures over geological map of Aileron province

FORWARD STRATEGY

The Company is planning for a hyperspectral remote sensing study and reconnaissance fieldwork. Also, consultations with Native Title Parties and the Aboriginal Areas Protection Authority will be conducted, prior to the commencement of physical exploration activities.

¹⁴ ASX: EMC; EMC Lodge Application for Prospective Tenement Package in Northern Territory, dated 17 January 2023

Competent Person's Statements

The information in this report related to Exploration results is based on information compiled and approved for release by Mr Bahman Rashidi, who is a member of the Australasian Institute of Mining and Metallurgy (AusIMM) and the Australian Institute of Geoscientists (AIG). Mr Rashidi is Chief Geologist and a full-time employee of the Company. He has sufficient experience which is relevant to the style of mineralisation and types of deposit under consideration and to the activity, he is undertaking to qualify as a Competent Person in accordance with the JORC Code (2012). The information from Mr Rashidi was prepared under the JORC Code (2012). Mr Rashidi consents to the inclusion in this ASX release in the form and context in which it appears.

Forward Looking Statements

This report may contain forward-looking statements. Any forward-looking statements reflect management's current beliefs based on information currently available to management and are based on what management believes to be reasonable assumptions. It should be noted that a number of factors could cause actual results, or expectations to differ materially from the results expressed or implied in the forward-looking statements.

The Company cautions that the visual identification, estimates of mineral abundance or point pXRF measurements should never be considered a proxy or substitute for laboratory analyses. Laboratory assay results are required to determine the size and grade of any visible mineralisation reported. The Company will update the market when laboratory analytical results become available.

DIRECTORS' REPORT



Directors' Report

Your directors present this report on Everest Metals Corporation Ltd, formerly known as Twenty Seven Co. Ltd, and its consolidated entities (Group) for the financial year ended 30 June 2023.

The Operating and Financial Review (which includes the Chairman's Review) of this Annual Report is incorporated by reference in, and forms part of, this Directors' Report.

DIRECTORS

The following directors were in office during the financial year and as at the date of this report:

- **Mark Caruso – Executive Chair & Chief Executive Officer** – appointed 1 July 2022
- **David Argyle – Non-Executive Director** – appointed 1 July 2022
- **Robert Downey – Non-Executive Director** – appointed 1 July 2022
- **Kim Wainwright – Non-Executive Director** – appointed 19 August 2022
- **Rohan Dalziell – Non-Executive Chairman** – resigned 1 July 2022
- **Mark Burchnall – Non-Executive Director** – resigned 1 July 2022
- **Timothy Armstrong – Non-Executive Director** – resigned 1 July 2022

CHIEF EXECUTIVE OFFICER

The following person held the position of Chief Executive Officer during the financial year and as at the date of this report:

- **Mark Caruso – Executive Chair & Chief Executive Officer** – appointed 1 July 2022

CHIEF OPERATING OFFICER

The following person held the position of Chief Operating Officer during the financial year and as at the date of this report:

- **Simon Phillips** – appointed 1 July 2022

CHIEF FINANCIAL OFFICER

The following person held the position of Chief Financial Officer during the financial year and as at the date of this report:

- **Amy Fink**

COMPANY SECRETARY

The following person held the position of Company Secretary during the financial year and as at the date of this report:

- Dale Hanna

PRINCIPAL ACTIVITIES

The principal activity of the Group during the year was minerals exploration across licenses in Western Australia and New South Wales.

FY23 ACHIEVEMENTS

Corporate

- Strategic review and optimisation work programs, reviewing all operational aspects of the Company by the new Board
- Successful Rights Issue raised \$2.66 million
- Share consolidation on 50:1 basis
- Rebranding the business from Twenty Seven Co. Ltd (TSC) to Everest Metals Corporation (EMC) to reflect its multi metal strategy in precious metals and battery minerals

Asset Rationalisation

- Rio Tinto Exploration to exercise its farm-in option in North Rover Lithium Project (E51/1134)
- Execution of binding HOA Joint Venture Agreement with Stelar Metals (ASX:SLB) for NSW Broken Hill Projects
- Application for a large tenement package in Northern Territory

New Project Generation

- Acquisition of Mt Edon LCT Program and completion of reconnaissance RC drilling programme
- Acquisition of Revere Gold Project
- Acquisition of Ninghan Project
- Application for a large tenement package in Northern Territory

Operation

- Appointment of Chief Geologist
- Completion of geophysical modelling and metallurgical test work at Revere Gold Project
- First phase diamond drilling programme at Revere Gold Project
- Completion of geological mapping and deep ground penetration radar (DGPR) geophysical survey at Mt Edon LCT Project
- First phase target RC drilling at Mt Edon LCT Project

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

During the next financial year, the Company will pursue its strategy set out in the Review of Operations detailed earlier.

SUMMARY OF FINANCIAL PERFORMANCE

The net loss of the Group for the year was \$2,407,404 (2022: \$843,503) and includes previously capitalised mineral exploration impaired and written off \$991,371 (2022: \$nil).

During the year ended 30 June 2023 the Group's cash position increased by \$612,442 from \$1,548,965 (1 July 2022) to \$2,161,407 (30 June 2023) and no debt. During the year, the Group had inflows of \$2,514,451 from the Rights issue, net of costs; outflows associated with exploration expenditure (\$872,493) and wages, corporate & administration expenditure (\$111,343).

CHANGES IN SHARE CAPITAL

Shares

During the year, the Company completed a share consolidation on a 50:1 basis. The number of shares on issue at 1 July 2022 was 53,216,832 (on a post-consolidated basis), and increased to 129,433,109 by 30 June 2023. The increase of 76,216,277 was due to the following events:

- 53,216,277 shares (on a post-consolidated basis) were issued as part of the Rights issue, raising \$2,514,451 net of costs.
- On 18 April 2023, 23,000,000 shares were issued to Entelechy Resources Pty Ltd as part of the consideration for the farm-in and joint venture agreement for 51% interest, with the ability to move up to 100% interest, in the Revere Gold Project and the Mt Edon LCT Project, both in Western Australia.

Unlisted Options (Options)

The number of unlisted share options on issue decreased from 3,050,000 (post-consolidated) (30 June 2022) to 1,750,000 (30 June 2023) during the year as a result of the following events:

- 1,300,000 unlisted options (post-consolidated) expired on 31 December 2022. The options had an exercise price of \$0.75 (75 cents) each.

Listed Options (Options)

The number of listed share options on issue remained the same from 1 July 2022 to 30 June 2023, being 5,851,148 (post-consolidated).

Performance Rights

On 25 November 2022, a total of 4,750,000 performance rights (post consolidation) were issued to the Directors, and a further 1,000,000 performance rights (post-consolidation) were issued to the Company's Chief Geologist.

On 22 December 2022, a total of 1,650,000 performance rights (post consolidation) were approved for issue to the Company's Chief Operating Officer (1,250,000 performance rights) and the Company Secretary (400,000 performance rights).

There are 10,200,000 performance rights (post-consolidation) on issue as at 30 June 2023.

MEETINGS OF DIRECTORS

The number of meetings of the Company's Board of Directors and each Board committee held during the year ended 30 June 2023, and the numbers of meetings attended by each Director were as follows:

Director	Board of Directors		Director	Audit and Risk Committee	
	A	B		A	B
M Caruso	6	6	R Downey	2	2
R Downey	6	6	D Argyle	2	2
D Argyle	6	6	K Wainwright	2	2
K Wainwright	5	5			

Column A is the number of meetings the Director was entitled to attend.

Column B is the number of meetings the Director attended.

Directors have also had additional informal discussions on a regular basis throughout the year.

As at the date of this report, the Group has not formed separate Remuneration or Governance Committees, as these matters are handled by the Board as a whole.

INFORMATION ON CONTINUING DIRECTORS AND MANAGEMENT

Directors

<p>Mark Caruso Executive Chair & Chief Executive Officer</p> <p><i>Mark was appointed as Executive Chair and Chief Executive Officer on 1 July 2022.</i></p>	<p>Experience: Mark has extensive experience in mining, earthmoving and civil engineering construction earthworks. He served as the Executive Chairman of Allied Gold Mining PLC, responsible for the delivery of the Gold Ridge Project in the Solomon Islands and the Simberi Gold Project in Papua New Guinea. He led the company to London and Toronto Stock Exchange listings and ultimately a \$1.2 billion dollar merger with St Barbara in 2012. He also presided over the Executive Chairmanship/CEO of MRC which owned operated the world class Tormin Heavy Minerals sand assets and successfully, under his stewardship, diversified into the battery mineral sector by acquiring some of the highest grade graphite projects in the world. In addition, Mark has proven track record and ability to raise capital via debt or equity from local international investment jurisdictions.</p> <p>Interest in Shares and Options: 24,272,800 ordinary shares and 2,500,000 performance rights.</p> <p>Special Responsibilities: Chief Executive Officer</p> <p>Directorships of other ASX Listed entities in the last 3 years: Mineral Commodities Ltd (resigned 2 October 2020), Connexion Telematics Ltd (resigned 1 October 2020)</p>
<p>Robert Downey <i>B Ed LL.B (Hons)</i> Non-Executive Director</p> <p><i>Robert was appointed as Non-Executive Director on 1 July 2022.</i></p>	<p>Experience: Rob was admitted as a barrister and solicitor of the Supreme Court of Western Australia in December 1999. He commenced work with the national firm, Phillips Fox, in the areas of energy, corporate law and mining and then moved to Blakiston and Crabb. Rob has developed an expertise advising both Australian and foreign incorporated entities on dual listings and cross jurisdiction asset acquisition advice. Rob acted as General Counsel for a Canadian oil and gas exploration and production company with assets in Europe and Africa overseeing the dual listing on the TSX-V and AIM, the raising of £50 million and the subsequent takeover of the company by way of scheme of arrangement. After practicing in this area for many years, Rob established a small corporate advisory firm during 2005 and was involved with the IPO listings of various mining and oil and gas companies on the ASX as well as many dual listed companies. Rob has held, and continues to hold, directorships of many publicly listed companies and regularly advises board of issues of governance and strategy. Rob subsequently worked as a principal for 3 years at Perth firm Thompson Downey Cooper before founding Dominion Legal in 2016 to provide specialist and client focused legal services to his clients.</p> <p>Interest in Shares and Options: 2,000,000 ordinary shares and 750,000 performance rights.</p> <p>Special Responsibilities: Member, Audit & Risk Committee.</p> <p>Directorships of other ASX Listed entities in the last 3 years: Askari Metals Ltd, Connexion Telematics Ltd, Mt Malcolm Mines NL, Reach Resources Ltd, Zeotech Ltd</p>

<p>David Argyle B Comm/MBA</p> <p>Non-Executive Director</p> <p><i>David was appointed as Non-Executive Director on 1 July 2022.</i></p>	<p>Experience: David is a global mining and industrial marketing professional with over 30 years of experience in private and public company operations. He held senior management positions in mining and chemical projects in China, South East Asia, Central Asia and Australia. He has been involved in number of resource and investment companies and recently he was a founder/co-owner of F&M Gold Resources Ltd which acquired the Bonikro Gold Mine in Cote D'Voire from Newcrest Gold Mines and merged with Allied Gold Mines. He led the acquisition and merger teams along with select site operation responsibilities, increased gold production and resources by 30% & 80% respectively while reduce OPEX/Au by 10%. David holds a Degree in Commerce from the University of Western Australia and an MBA from the University of Michigan.</p> <p>Interest in Shares and Options: 750,000 performance rights.</p> <p>Special Responsibilities: Member, Audit & Risk Committee.</p> <p>Directorships of other ASX Listed entities in the last 3 years: None</p>
<p>Kim Wainwright B SocSc</p> <p>Non-Executive Director</p> <p><i>Kim was appointed as Non-Executive Director on 19 August 2022.</i></p>	<p>Experience: Ms Wainwright is a Brisbane based Director and founder with 13 years of business ownership in the exploration and mining sector. Kim is also CEO and owner of Xplore Resources which is an exploration and professional services specialist that works with clients to explore and develop resources projects in Australia and offshore. Kim's has been Chair of the Queensland Exploration Council since 2019 and is committed to working with the sector to promote Australia's prospectivity across the globe. Kim holds a number of Directorships in the sector as well as creating strong ties in her community through charity work, as well as being on the board of the Prince Charles Hospital Foundation since 2018.</p> <p>Interest in Shares and Options: 2,543,433 ordinary shares and 750,000 performance rights.</p> <p>Special Responsibilities: Member, Audit & Risk Committee.</p> <p>Directorships of other ASX Listed entities in the last 3 years: None</p>

Management

<p>Simon Phillips</p> <p><i>Dip Financial Markets & Advising, FINSIA</i></p> <p>Chief Operating Officer</p> <p><i>Simon was appointed Chief Executive Officer on 1 July 2022. He was Chief Operating Officer for the prior year.</i></p>	<p>Experience:</p> <p>Mr Phillips has worked in the financial services sector for 25 years, including roles with Prudential, APWA and Aurum Planning. During this time, Mr Phillips has provided clients with strategic advice on specific investments and optimal portfolio allocation, with a strong focus on the gold sector.</p> <p>In addition, during his 10-year tenure with Aurum Planning, Mr Phillips was Chairman of the Investment Committee and took the lead on overseeing significant fund allocations to emerging gold explorers and producers. Many of these groups subsequently grew into sizeable operations and created significant value for clients. As a follow-on protocol after an initial allocation, Mr Phillips had significant operational interaction with a variety of stakeholders, including geologists, drilling contractors and mining engineers, providing him with an excellent grounding in the key dynamics that drive a successful resources project from exploration through to production.</p> <p>Interest in Shares and Options: 2,100,000 ordinary shares, 800,000 unlisted options and 1,250,000 performance rights.</p>
<p>Dale Hanna</p> <p><i>BCom, CA, AGIA</i></p> <p>Company Secretary</p> <p><i>Dale was appointed as Company Secretary on 1 March 2021.</i></p>	<p>Experience:</p> <p>Dale has over 20 years' experience working in CFO, Company Secretary, corporate advisory and governance roles. Dale commenced his career with Ernst & Young, Perth. Subsequently, he has worked with many listed-ASX groups primarily involved in the mining and natural resources sectors, ranging from exploration, development and production phases.</p> <p>Dale is a Chartered Accountant and Secretary, with current memberships at the Institute of Chartered Accountants in Australia and Governance Institute of Australia respectively. In addition, Dale has a Bachelor of Commerce degree from Curtin University.</p> <p>Interest in Shares and Options: 2,240,000 ordinary shares, 400,000 unlisted options, 20,000 listed options and 400,000 performance rights.</p>

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

The Directors are not aware of any further significant changes in the state of affairs of the Group occurring during the financial year, other than as disclosed in this Annual Report.

EVENTS SINCE THE END OF THE FINANCIAL YEAR

On 11 August 2023, 3,850,000 unlisted Class A Performance Rights issued under the EMC's Employee Security Incentive Plan were vested and exercised.

On 13 August 2023, 2,800,000 unlisted Class B Performance Rights expired.

The Directors are not aware of any matter or circumstance that has arisen since 30 June 2023 that has 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.

REMUNERATION REPORT (AUDITED)

The Directors of Everest Metals Corporation Ltd present the Remuneration Report in accordance with the Corporations Act 2001 and the Corporations Regulations 2001.

The Remuneration Report is set out under the following main headings:

- A. Principles used to determine the nature and amounts of remuneration
- B. Details of remuneration
- C. Employment Contracts of Directors and other Key Management Personnel
- D. Share based compensation Other information

A. Principles used to determine the nature and amounts of remuneration

The Board acts as the remuneration committee as a consequence of the size of the Board and the Group. The Board believes that individual salary negotiation is more appropriate than formal remuneration policies and external advice and market comparisons are sought where necessary. The Board recognises that the attraction of high calibre executives is critical to generating shareholder value. The key management personnel of the Company are the Board of Directors and Executive officers.

Note 4 to the financial statements lists the respective names and roles of the Company's key management personnel.

The Board's Policy for determining the nature and amount of remuneration for the Company's key management personnel is as follows:

- All key management personnel are remunerated based on services provided by each person. Key management personnel paid via payroll receive a superannuation guarantee contribution required by the government of 10.50%, and no key management personnel receive any other retirement benefits. The Board annually reviews the packages of Executive Directors and other key management personnel by reference to the Groups performance, individual performance and comparable information from industry sectors and other listed companies on similar industries.
- The Board may exercise discretion in relation to approving increases, incentives, bonuses and options. The policy is designed to attract the highest calibre of key management personnel and reward them for performance that results in long-term growth in shareholder wealth.
- The Company has a Performance Rights and Share Option Plan, which Directors and other key management personnel are eligible and entitled to participate.
- The Board policy is to remunerate non-executive Directors at market rates for comparable companies for time, commitment and responsibilities. The Board determines payments to the non-executive Directors and reviews their remuneration annually, based on market practice, duties and accountability.

Independent external advice is sought when required. The maximum aggregate amount of fees that can be paid to non-executive Directors is subject to approval by shareholders at the Annual General Meeting (currently \$500,000). Fees for non-executive Directors are not linked to the performance of the Company.

However, to align Directors' interests with shareholder interests, the Directors are encouraged to hold shares in the Company and are able to participate in employee option plans, which may exist from time to time.

Each member of the executive team has signed a formal contract at the time of their appointment covering a range of matters including duties, rights, responsibilities and any entitlements on termination. The standard contract sets out the specific formal job description.

Use of remuneration consultants

The Company has not engaged the services of a remuneration consultant during the year.

Performance based remuneration

Performance based remuneration is tailored to increase goal congruence between shareholders, Directors and other key management personnel. This is facilitated through the issue of options to encourage the alignment of personal and shareholder interests.

Options

During the reporting period there were no unlisted or listed options issued.

During the reporting period the following unlisted options expired:

- 1,300,000 unlisted options (post-consolidated) expired on 31 December 2022. The options had an exercise price of \$0.75 (75 cents) each.

During the reporting period no options were exercised.

Performance rights

On 25 November 2022, a total of 4,750,000 performance rights (post consolidation) were issued to the Directors, and a further 1,000,000 performance rights (post-consolidation) were issued to the Company's Chief Geologist.

On 22 December 2022, a total of 1,650,000 performance rights (post consolidation) were approved for issue to the Company's Chief Operating Officer (1,250,000 performance rights) and the Company Secretary (400,000 performance rights).

There are 10,200,000 performance rights (post-consolidation) on issue as at 30 June 2023.

Voting and comments made at the Company's 2022 Annual General Meeting

The Company received more than 91.80% of 'yes' votes on its remuneration report for the 2022 financial year. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration report.

Consequences of performance on shareholder wealth

In considering the Group's performance and benefits for shareholder wealth, the Board has regard to the following in respect of the current financial year and the previous four (4) financial years:

Item	30 June 2023	30 June 2022	30 June 2021	30 June 2020	30 June 2019
Share Price (\$)	\$0.19	\$0.003	\$0.004	\$0.005	\$0.003

On 25 November 2022, a resolution was passed by shareholders for a 50:1 Consolidation of Capital. Share prices shown in table above for 2019 to 2022 are pre-consolidated, and the current year is post-consolidated.

B. Details of Remuneration

Details of the nature and amount of each element of the remuneration of each key management personnel (KMP) of the Company are shown in the table below:

Director and other Key Management Personnel

	Year	Short-Term Benefits		Post employment Benefits	Share Based Payments	Performance Based Remuneration	
		Salary and Fees \$	Superannuation \$	Termination Benefits \$	Performance Rights \$	Total \$	%
Non-Executive Directors							
Mark Caruso ² Chairman & Chief Executive Officer	2023	56,000	-	-	27,720	83,720	33
	2022	-	-	-	-	-	-
Robert Downey ² Non-Executive Director	2023	56,000	-	-	8,316	64,316	13
	2022	-	-	-	-	-	-
David Argyle ² Non-Executive Director	2023	56,000	-	-	8,316	64,316	13
	2022	-	-	-	-	-	-
Kim Wainwright ³ Non-Executive Director	2023	46,667	-	-	8,316	54,983	15
	2022	-	-	-	-	-	-
Rohan Dalziell ⁴ Independent	2023	-	-	-	-	-	-
	2022	67,510	-	-	-	67,510	-
Robert Scott ⁵ Independent	2023	-	-	-	-	-	-
	2022	10,733	-	-	-	10,733	-
Mark Burchnall ⁶ Independent	2023	-	-	-	-	-	-
	2022	59,925	-	-	-	59,925	-
Tim Armstrong ⁷ Independent	2023	-	-	-	-	-	-
	2022	56,000	-	-	-	56,000	-
Other Key Management Personnel							
Simon Phillips Chief Operating Officer – 2023 Chief Executive Office - 2022	2023	155,692	-	-	9,840	165,532	6
	2022	160,000	-	-	-	160,000	-
Dale Hanna ⁸ Company Secretary	2023	61,000	-	-	3,149	64,149	5
	2022	48,000	-	-	-	48,000	-
2023 Total	2023	431,359	-	-	65,657	497,016	
2022 Total	2022	402,168	-	-	-	402,168	

1 In accordance with Accounting Standards, remuneration includes a portion of the notional value of the unlisted options granted during the year. The notional value of options are determined as at the issue date and is progressively allocated over the vesting period. The amount included as remuneration is not indicative of the benefit (if any) that the employee may ultimately realise should the options vest. The notional value of the options as at the issue date has been determined in accordance with the accounting policy detailed at Note 18 to the financial statements.

2 Mark Caruso, David Argyle and Robert Downey were appointed on 1 July 2022.

3 Kim Wainwright was appointed on 19 August 2022.

4 Rohan Dalziell was appointed as Non-Executive Chairman on 9 September 2021, and resigned on 1 July 2022.

5 Robert Scott resigned as Non-Executive Chairman on 9 September 2021.

6 In the case of Mark Burchnall, the fees were paid to Storm Enterprises Pty Ltd ('Storm'). Mr Burchnall does not control Storm. In addition, MPH Lawyers were paid \$58,490 (excl. GST) during the year for legal services rendered to the Company (2021: \$83,700). Mr Burchnall is a Director of MPH Lawyers. The legal fees were at normal commercial rates. Mr Burchnall resigned as Non-Executive Director on 1 July 2022.

7 Tim Armstrong resigned as Non-Executive Director on 1 July 2022.

8 Dale Hanna was appointed Company Secretary on 1 March 2021.

C. Employment Contracts of Directors and Other Key Management Personnel

Remuneration and other terms of employment for the Directors and other Key Management Personnel are formalised in either contracts of employment or service agreements. The main provisions of the agreements relating to remuneration are set out below:

Name	Base Salary	Terms of Agreement	Notice Period
Simon Phillips Chief Executive Officer Appointed 1 February 2021 till 1 July 2022 Chief Operating Officer Appointed 1 July 2022	\$160,000 p.a	Contract term: Consultancy agreement commenced 1 February 2021. Mr Phillip's role changed from Chief Executive Officer to Chief Operating Officer on 1 July 2022. The terms of the agreement remain the same. Short-term incentive bonus: Short-term incentive bonus as determined by the Board from time to time. No short-term incentive bonus offered for the year ended 30 June 2023 or 2022. Long-term incentive bonus: Eligible to participate in any incentive or bonus plans, as may be introduced by the Company from time to time.	Either party may terminate by providing 3 months' notice
Dale Hanna Company Secretary Appointed 1 March 2021	\$4,000 per month, plus variable for additional services performed	Contract term: Consultancy agreement commenced 1 March 2021.	Either party may terminate by providing 3 months' notice

D. Share Based Compensation

Unlisted Options

All Options refer to unlisted options (Options) over ordinary shares of the Company, which are exercisable on a one-for-one basis under the terms of the agreements. The Group has established an Incentive Option Plan for the benefit of Directors, officers, senior executives and consultants. Under the Incentive Option Plan, the Company, through the Board, may offer Options to eligible persons on such terms that the Board considers appropriate, including any performance or other vesting hurdles that may apply.

No Options were issued to key management personnel as Remuneration during the reporting period.

During the reporting period and as at the date of this report, there were no ordinary shares issued on the exercise of Options held by key management personnel.

Listed options

During the reporting period the following options expired;

Issued to	Grant date	Issue date	Number granted	Exercise Price	Expiry date	Fair value per option	Total fair value	Number vested
Free attaching	6 Feb 2020	6 Feb 2020	1,000,000	\$0.075	31 Dec 22	-	-	1,000,000
Broker	6 Feb 2020	6 Feb 2020	300,000	\$0.075	31 Dec 22	\$0.22	\$66,000	300,000

¹ The number of listed options in the table above are on a post-consolidated basis.

Refer to Note 18 the financial statements for further details regarding Options on issue during the reporting period.

Performance rights

During the reporting period the following unlisted performance rights were awarded:

Class	Grant date	Granted	Exercise Price	Expiry date	Number of shares subject to remaining Rights	Fair value \$	Unvested
A	25 Nov 2022	1,000,000	Nil	30 Jun 2026	1,000,000	55,951	1,000,000
A	25 Nov 2022	4,750,000	Nil	29 Nov 2025	4,750,000	265,769	4,750,000
A	22 Dec 2022	1,650,000	Nil	12 Jan 2025	1,650,000	74,856	1,650,000
		10,200,000			10,200,000		10,200,000

The Class A Performance Rights vest on the Company's share price reaching at least \$0.10 based on a 30-day VWAP (\$0.10 on a consolidated basis). There are also service conditions in place for the key management personnel.

E. Other Information

Number of Unlisted Options held by Directors and Key Management Personnel as at 30 June 2023

The number of Options to acquire shares in the Company held during the reporting period by each of the Key Management Personnel of the Group, including their related parties are set out below.

2023 Key Management Personnel	Balance 1 Jul 2022	Granted as Remuneration	Net Other Changes	Expired	Balance 30 Jun 2023	Vested	Unvested
Mr Burchnell ²	300,000	-	(300,000)	-	-	-	-
Mr Armstrong	300,000	-	(300,000)	-	-	-	-
Mr Phillips ³	800,000	-	-	-	800,000	800,000	-
Mr Hanna ⁴	400,000	-	-	-	400,000	400,000	-
Total	1,800,000	-	(600,000)	-	1,200,000	1,200,000	-

¹ The number of unlisted options in the table above are on a post-consolidated basis.

² In the case of Mr Burchnell, the Options were issued to Storm Enterprises Pty Ltd. Mr Burchnell does not control Storm. Mr Burchnell resigned on 1 July 2022.

³ In the prior year, 800,000 unlisted options (post-consolidated) were issued to Company's CEO, Simon Phillips under the Company's Performance Rights and Share Option Plan. 266,000 are exercisable at \$0.007 (0.7 cents) each on or before 15 January 2024; 266,000 are exercisable at \$0.015 (1.5 cents) each on or before 15 January 2024 and 268,000 are exercisable at \$0.020 (2.0 cents) each on or before 15 January 2024. All Options vested on issue.

⁴ In the prior year 400,000 unlisted options (post-consolidated) each were granted to the Company Secretary, Dale Hanna and the Company's Consultant Geologist under the Company's Performance Rights and Share Option Plan. The Options are exercisable at \$0.009 (0.9 cents) each on or before 31 October 2023. All Options vested on issue. The Options were issued on 17 July 2021.

Number of Listed Options held by Directors and Key Management Personnel as at 30 June 2023

The number of Options to acquire shares in the Company held during the reporting period by each of the Key Management Personnel of the Group, including their related parties are set out below

2023 Key Management Personnel	Balance 1 Jul 2021	Net other changes	Exercised	Lapsed/ Cancelled	Balance 30 Jun 2023	Vested	Unvested
Mr Burchnal ²	15,000	(15,000)	-	-	-	-	-
Mr Hanna	20,000	-	-	-	20,000	20,000	-
Total	35,000	(15,000)	-	-	20,000	20,000	-

1 The number of listed options in the table above are on a post-consolidated basis.

2 In the case of Mr Burchnal, the Options were issued to Storm Enterprises Pty Ltd. Mr Burchnal does not control Storm and is not able to influence any decision by Storm to trade shares held by it. Mr Burchnal resigned on 1 July 2022.

Number of Shares held by Directors and Key Management Personnel as at 30 June 2023

The number of shares in the Company held during the reporting period by each of the Key Management Personnel of the Group, including their related parties are set out below:

2023 Key Management Personnel	Balance 1 July 2022	Shares purchased/(sold)	Net other changes	Balance 30 June 2023
Mr Caruso	638,000	23,634,800	-	24,272,800
Mr Downey	-	2,000,000	-	2,000,000
Mr Argyle	-	-	-	-
Ms Wainwright	1,783,433	760,000	-	2,543,433
Mr Burchnal ²	150,000	-	(150,000)	-
Mr Armstrong	120,000	-	(120,000)	-
Mr Phillips	-	2,100,000	-	2,100,000
Mr Hanna	40,000	2,200,000	-	2,240,000
Total	2,686,433	30,694,800	(270,000)	33,156,233

1 The number of shares in the table above are post-consolidated.

2 In the case of Mr Burchnal, the Shares were issued to Storm Enterprises Pty Ltd. Mr Burchnal does not control Storm and is not able to influence any decision by Storm to trade shares held by it.

Number of Performance Rights held by Directors and Key Management Personnel as at 30 June 2023

The number of shares in the Company held during the reporting period by each of the Key Management Personnel of the Group, including their related parties are set out below.

2023 Key Management Personnel	Balance 1 Jul 2022	Awarded	Lapsed/ Cancelled	Balance 30 Jun 2023	Vested	Unvested
Mr Caruso	-	2,500,000	-	2,500,000	-	2,500,000
Mr Downey	-	750,000	-	750,000	-	750,000
Mr Argyle	-	750,000	-	750,000	-	750,000
Ms Wainwright	-	750,000	-	750,000	-	750,000
Mr Phillips	-	1,250,000	-	1,250,000	-	1,250,000
Mr Hanna	-	400,000	-	400,000	-	400,000
Total	-	6,400,000	-	6,400,000	-	6,400,000

1 The number of performance rights in the table above are on a post-consolidated basis.

Transactions with Key Management Personnel

- The fees as disclosed above
- Dominion Legal were paid \$64,312 (exc. GST) during the current reporting period for legal services rendered by the Company. Mr Downey is a Director of Dominion Legal. The legal fees were at normal commercial rates.
- Xplore Resources were paid \$30,000 (exc. GST) during the year for geological consulting services rendered by the Company. Ms Wainwright is a Director of Xplore Resources.
- MPH Lawyers were paid \$59,490 (excl. GST) during the year for legal services rendered to the Company (2022: \$83,700). Mr Burchnall is a Director of MPH Lawyers. The legal fees were at normal commercial rates.

END OF AUDITED REMUNERATION REPORT

UNISSUED SHARES UNDER OPTION

The following table details unissued ordinary shares in the Company under Option at the date of this report:

Issue date	Number of Shares Under Option	Exercise Price	Expiry date	Number vested and exercisable
20 Nov 2018	50,000	\$0.50	31 Dec 2023	50,000
20 Nov 2018	50,000	\$0.75	31 Dec 2023	50,000
20 Nov 2018	50,000	\$1.00	31 Dec 2023	50,000
22 Jan 2021	266,000	\$0.35	22 Jan 2024	266,000
22 Jan 2021	266,000	\$0.75	22 Jan 2024	266,000
22 Jan 2021	268,000	\$1.00	22 Jan 2024	268,000
17 July 2021	800,000	\$0.45	31 Oct 2023	800,000
	1,750,000			1,750,000

1. The number of shares under option in the table above are on a post-consolidated basis.

All Options are unlisted and exercisable into fully paid ordinary shares in the Company on a one for one basis.

During the reporting period no unlisted or listed options were issued.

During the reporting period no unlisted or listed options were exercised.

The following expired or lapsed during the reporting period.

- 1,300,000 unlisted options (post-consolidated) expired on 31 December 2022. The options had an exercise price of \$0.75 (75 cents) each.

Refer to Note 18 to the financial statements for further details regarding movement in Options during the reporting period.

PERFORMANCE RIGHTS (RIGHTS)

The following table details Rights that remain outstanding as at the date of this report:

Class	Grant date	Type	Granted	Exercise Price	Expiry date	Number of shares subject to remaining Rights
B	13 Aug 2018	Unlisted	2,800,000	Nil	13 Aug 2023	2,800,000
A	25 Nov 2022	Unlisted	1,000,000	Nil	30 Jun 2026	1,000,000
A	25 Nov 2022	Unlisted	4,750,000	Nil	29 Nov 2025	4,750,000
A	22 Dec 2022	Unlisted	1,650,000	Nil	12 Jan 2025	1,650,000
			10,200,000			10,200,000

1 The number of performance rights in the table above are on a post-consolidated basis

The Class B Performance Rights vest upon the Company announcing to the ASX a mineral resource in either the inferred, indicated or measured category (reported in accordance with the JORC Code, 2012 Edition), on any of

the tenements acquired as part of the acquisition of Nomad, of at least 10Mt at 750ppm cobalt with a 500ppm cut-off.

The Class A Performance Rights vest on the Company's share price reaching at least \$0.10 based on a 30-day VWAP (\$0.10 on a consolidated basis). There are also service conditions in place for the key management personnel.

All Rights are unlisted and convertible into fully paid ordinary shares in the Company on a one for one basis.

Refer to Note 18 for further details regarding movement in Rights during the reporting period.

DIVIDENDS

No dividends were declared or paid during the financial year. No recommendation for payment of dividends has been made to the date of this report.

OPERATING AND FINANCIAL RISK

The Group's activities have inherent risk and the Board is unable to provide certainty of the expected results of activities, or that any or all of the likely activities will be achieved. The material business risks faced by the Group that could influence the Group's future prospects, and the Group manages these risks, are detailed below:

Operational risks

The Company may be affected by various operational factors. In the event that any of these potential risks eventuate, the Company's operational and financial performance may be adversely affected. No assurances can be given that the Company will achieve commercial viability through the successful exploration and/or mining of its tenement interests. Until the Company is able to realise value from its projects, it is likely to incur ongoing operating losses.

The operations of the Company may be affected by various factors, including failure to locate or identify mineral deposits, failure to achieve predicted grades in exploration and mining, operational and technical difficulties encountered in mining, insufficient or unreliable infrastructure such as power, water and transport, difficulties in commissioning and operating plant and equipment, unanticipated metallurgical problems which may affect extraction costs, adverse weather conditions, industrial and environmental accidents, industrial disputes and unexpected shortages or increases in the costs of consumables, spare parts, plant and equipment.

The Company's Mineral Resource estimates are made in accordance with the 2012 edition of the JORC Code. Mineral resources are estimates only. An estimate is an expression of judgement based on knowledge, experience and industry practice. Estimates which were valid when originally calculated may alter significantly when new information or techniques become available. In addition, by their very nature, resource estimates are imprecise and depend to some extent on interpretations, which may prove to be inaccurate.

The tenements are at various stages of exploration, and potential investors should understand that mineral exploration and development are speculative and high-risk undertakings that may be impeded by circumstances and factors beyond the control of the Company.

There can be no assurance that exploration of the Tenements, or any other exploration properties that may be acquired in the future, will result in the discovery of an economic mineral resource. Even if an apparently viable deposit is identified, there is no guarantee that it can be economically exploited.

There is no assurance that exploration or project studies by the Company will result in the definition of an economically viable mineral deposit or that the exploration tonnage estimates, and conceptual project developments discussed in this Prospectus are able to be achieved. In the event the Company successfully delineates economic deposits on any Tenement, it will need to apply for a mining lease to undertake development and mining on the relevant Tenement. There is no guarantee that the Company will be granted a mining lease if one is applied for and if a mining lease is granted, it will also be subject to conditions which must be met.

Further capital requirements

The Company's projects may require additional funding in order to progress activities. There can be no assurance that additional capital or other types of financing will be available if needed to further exploration or possible development activities and operations or that, if available, the terms of such financing will be favourable to the Company.

Native title and Aboriginal Heritage

There are areas of the Company's projects over which legitimate common law and/or statutory Native Title rights of Aboriginal Australians exist. Where Native Title rights do exist, the Company must obtain consent of the relevant landowner to progress the exploration, development and mining phases of operations. Where there is an Aboriginal Site for the purposes of the Aboriginal Heritage legislation, the Company must obtain consents in accordance with the legislation.

The Company's activities are subject to Government regulations and approvals

The Company is subject to certain Government regulations and approvals. Any material adverse change in government policies or legislation in Western Australian and Australia that affect mining, processing, development and mineral exploration activities, export activities, income tax laws, royalty regulations, government subsidiaries and environmental issues may affect the viability and profitability of any planned exploration or possible development of the Company's portfolio of projects.

Global conditions

General economic conditions, movements in interest and inflation rates and currency exchange rates may have an adverse effect on the Company's exploration, development and production activities, as well as on its ability to fund those activities. General economic conditions, laws relating to taxation, new legislation, trade barriers, movements in interest and inflation rates, currency exchange controls and rates, national and international political circumstances (including outbreaks in international hostilities, wars, terrorist acts, sabotage, subversive activities, security operations, labour unrest, civil disorder, and states of emergency), natural disasters (including fires, earthquakes and floods), and quarantine restrictions, epidemics and pandemics, may have an adverse effect on the Company's operations and financial performance, including the Company's exploration, development and production activities, as well as on its ability to fund those activities.

General economic conditions may also affect the value of the Company and its market valuation regardless of its actual performance.

ENVIRONMENTAL REGULATION

The Group's operations are subject to significant environmental regulations under the laws of the Commonwealth and/or State. No notice of any breach has been received and to the best of the Directors' knowledge no breach of any environmental regulations has occurred during the financial year or up to the date of this Annual Report.

CORPORATE GOVERNANCE

The Board recognises the ASX Corporate Governance Council's "Corporate Governance Principles and Recommendations – 4th Edition" (ASX Recommendations). The Board monitors and reviews its existing and required policies, charters and procedures with a view to attaining compliance with the ASX Recommendations to the extent deemed appropriate for the size of the Company and the status of its projects and activities.

The Company's Corporate Governance Statement provides a summary of the Company's ongoing corporate governance. It is supported by a number of policies and procedures, code of conduct and formal charters, all of which are located in the Corporate Governance section of the Company's website below:

<https://everestmetals.au/about/corporate-governance/>

NON-AUDIT SERVICES

The Board of Directors is satisfied that the provision of the non-audit services during the year is compatible with the

general standard of independence for auditors imposed by the Corporations Act 2001. The Directors are satisfied that the services disclosed below did not compromise the external auditor's independence for the following reasons:

- All non-audit services are reviewed and approved prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor, and
- nature of the services provided do not compromise the general principles relating to auditor independence in accordance with APES 110: Code of Ethics for Professional Accountants set by the Accounting Professional and Ethical Standards Board

Details of amounts paid to the auditors of the Company and its related practices for audit and non-audit services provided during the reporting period are set out in Note 5 to the financial statements.

A copy of the Auditor's Independence Declaration as required under s307C of the Corporations Act 2001 is included on page 44 of this Financial Report and forms part of this Directors' report.

INDEMNIFYING OFFICERS OR AUDITOR

During the reporting period, the Company has paid premiums to insure all Officers of the Group.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of the information to gain advantage for themselves or someone else to cause detriment to the Group.

PROCEEDINGS ON BEHALF OF THE GROUP

No person has applied to the Court for leave to bring proceedings on behalf of the Group or to intervene in any proceedings to which the Group is a party for the purpose of taking responsibility on behalf of the Group for all or any part of those proceedings.

Signed in accordance with a resolution of the Board of Directors.

A handwritten signature in black ink that reads "Mark Caruso".

Mark Caruso
Executive-Chair
Perth

Dated this 1st day of September 2023

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Everest Metals Corporation Ltd for the year ended 30 June 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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



Perth, Western Australia
1 September 2023

B G McVeigh
Partner

hl**b.com.au**

HLB Mann Judd (WA Partnership) ABN 22 193 232 714

Level 4, 130 Stirling Street, Perth WA 6000 / PO Box 8124 Perth BC WA 6849

T: +61 (0)8 9227 7500 **E:** mailbox@h**l**bwa.com.au

Liability limited by a scheme approved under Professional Standards Legislation.

HLB Mann Judd (WA Partnership) is a member of HLB International, the global advisory and accounting network.

FINANCIAL STATEMENTS



Financial Statements

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2023

		Consolidated Group	
		2023	2022
		\$	\$
	Notes		
Income	2	37,891	25,438
Depreciation and amortisation expense		(49,753)	(9,063)
Employee benefits expense		(500,222)	(424,236)
Share based payment expense - employees		(76,745)	-
Occupancy expense		(16,752)	(17,770)
ASX listing and registry expense		(152,925)	(87,591)
Corporate consultants / public relations expense		(174,367)	(157,928)
Impairment of exploration assets	11	(991,371)	-
Project costs expensed	11	(418,327)	5,365
Fair value gain on financial assets		94,864	-
Other corporate expenses from ordinary activities		(159,697)	(177,718)
Loss before income tax		(2,407,404)	(843,503)
Income tax benefit	3	-	-
Loss for year		(2,407,404)	(843,503)
Loss attributable to members of the parent entity		(2,407,404)	(843,503)
Other comprehensive income		-	-
Total comprehensive loss contributable to the members of the parent entity		(2,407,404)	(843,503)
Loss per Share		<i>Cents</i>	<i>Cents</i>
Basic and diluted loss per share	6	(2.46)	(1.59)

The accompanying notes form part of the financial statements

STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2023

		Consolidated Group	
		2023	2022
		\$	\$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	7	2,161,407	1,548,965
Trade and other receivables	8	150,842	64,527
Right-of-use asset		32,872	-
Financial assets	9	290,000	-
Other current assets		13,351	13,418
TOTAL CURRENT ASSETS		2,648,472	1,626,910
NON-CURRENT ASSETS			
Property, plant and equipment		17,383	24,277
Exploration and evaluation assets	11	7,050,730	5,955,777
TOTAL NON-CURRENT ASSETS		7,068,113	5,980,054
TOTAL ASSETS		9,716,585	7,606,964
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	491,930	173,349
Employee provisions		7,910	-
Lease liability - current		27,214	-
TOTAL CURRENT LIABILITIES		527,054	173,349
NON-CURRENT LIABILITIES			
Lease liability – non-current		8,124	-
TOTAL NON-CURRENT LIABILITIES		8,124	-
TOTAL LIABILITIES		535,178	173,349
NET ASSETS		9,181,407	7,433,615
EQUITY			
Issued capital	13	29,293,998	25,215,547
Reserves	14	1,184,035	1,107,290
Retained losses		(21,296,626)	(18,889,222)
TOTAL EQUITY		9,181,407	7,433,615

The accompanying notes form part of the financial statements.

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 30 JUNE 2023

	Issued Capital \$	Share Based Payments Reserve \$	Retained Losses \$	Total \$
Consolidated Group				
Balance at 30 June 2021	25,214,428	1,107,290	(18,045,719)	8,275,999
Comprehensive income				
Total loss for year	-	-	(843,503)	(843,503)
Total comprehensive loss for the year	-	-	(843,503)	(843,503)
Transactions with owners, in their capacity as owners, and other transfers				
Shares issued - exercise of options	1,119	-	-	1,119
Balance at 30 June 2022	25,215,547	1,107,290	(18,889,222)	7,433,615
Comprehensive income				
Total loss for year	-	-	(2,407,404)	(2,407,404)
Total comprehensive loss for the year	-	-	(2,407,404)	(2,407,404)
Transactions with owners, in their capacity as owners, and other transfers				
Shares issued – Rights Issue	2,660,814	-	-	2,660,814
Shares issued	1,564,000	-	-	1,564,000
Cost of issuing shares	(146,363)	-	-	(146,363)
Performance Rights	-	76,745	-	76,745
Balance at 30 June 2023	29,293,998	1,184,035	(21,296,626)	9,181,407

The accompanying notes form part of the financial statements

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2023

		Consolidated Group	
		2023	2022
Notes		\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES			
	Payments to suppliers and employees	(1,304,831)	(714,040)
	Interest received	23,694	438
	NET CASH USED IN OPERATING ACTIVITIES	(1,281,137)	(713,602)
CASH FLOWS FROM INVESTING ACTIVITIES			
	Payments for exploration expenditure	(722,893)	(854,698)
	Consideration paid – Revere Project	(149,600)	-
	Consideration received – Broken Hill Project	275,000	-
	Receipt from farm-in agreement - North Rover Lithium Project	14,196	25,000
	Payments for property, plant and equipment	(22,374)	-
	Bank guarantees put in place – leased office	(15,201)	-
	NET CASH USED IN INVESTING ACTIVITIES	(620,872)	(829,698)
CASH FLOWS FROM FINANCING ACTIVITIES			
	Proceeds from the issue of shares	2,660,814	-
	Payments for the costs of raising capital	(146,363)	-
	Proceeds from the issue of shares - options exercised	-	1,119
	NET CASH PROVIDED BY FINANCING ACTIVITIES	2,514,451	1,119
	Net increase / (decrease) in cash held	612,442	(1,542,181)
	Cash at the beginning of the financial year	1,548,965	3,091,146
	Cash at the end of the financial year	2,161,407	1,548,965

The accompanying notes form part of the financial statements

Notes to the Financial Statements

Note 1- Statement of Significant Accounting Policies

The financial report includes the consolidated financial statements and notes of Everest Metals Corporation Ltd and controlled entities ('Consolidated Group' or 'Group').

Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the Corporations Act 2001.

Everest Metals Corporation Ltd is a for profit entity for the purposes of preparing the financial statements. The financial report has been presented in Australian dollars.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

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

a) Principles of Consolidation

The parent entity controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

A list of controlled entities is contained in Note 10 to the financial statements.

As at reporting date, the assets and liabilities of all controlled entities have been incorporated into the consolidated financial statements as well as their results for the year then ended. Where controlled entities have entered/(left) the Consolidated Group during the year, their operating results have been included/(excluded) from the date control was obtained/(ceased).

All inter-Group balances and transactions between entities in the Consolidated Group, including any recognised profits or losses, have been eliminated on consolidation.

Accounting policies of subsidiaries have been changed, where necessary, to ensure consistency with those adopted by the parent entity.

b) Income Tax

The income tax expense/(income) for the year comprises current income tax expense/(income) and deferred tax expense/(income).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities/(assets) are therefore measured at the amounts expected to be paid to/(recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses. Current and deferred income tax expense/(income) is charged or credited

directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset recognised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

Tax Consolidation

Everest Metals Corporation Ltd and its wholly-owned Australian subsidiaries have formed an income tax Consolidated Group under tax consolidation legislation. The Group notified the Australian Tax Office that it had formed an income tax Consolidated Group to apply from 1 July 2006. The tax Consolidated Group has entered a tax funding arrangement whereby each company in the Group contributed to the income tax payable by the Group in proportion to their contribution to the Group's taxable income. Differences between the amounts of net tax assets and liabilities recognised and the net amounts recognised pursuant to the funding arrangement are recognised as either a contribution by, or distribution to the head entity.

c) Exploration and Evaluation Expenditure

Exploration and evaluation expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full against profit in the year in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

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.

Costs of site restoration are provided over the life of the facility from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with clauses of the mining permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Any changes in the estimates for the costs are accounted on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly, the costs have been determined on the basis that the restoration will be completed within one year of abandoning the site.

d) Financial Instruments- initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under AASB 15.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortised cost

This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is

derecognised, modified or impaired.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

e) Impairment of Non-financial Assets

At each reporting date, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the Profit or Loss. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

f) Interests in Joint Arrangements

The Consolidated Group's share of assets, liabilities, revenue and expenses of joint operations are included in the appropriate items of the consolidated financial statements.

g) Employee Benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled wholly within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for these benefits. Those cashflows are discounted using market yields on high quality corporate bonds with terms to maturity that match the expected timing of cashflows.

h) Share-based payments

The Group has an Employee Share Option Plan. The total amount to be expensed over the vesting period is determined by reference to the fair value of the shares or the option granted.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model, further details of which are given in Note 18.

The cost is ordinarily recognised in employee benefits expense, together with a corresponding increase in equity (other capital reserves), over the period in which the service and, where applicable, the performance conditions are fulfilled (the vesting period). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date, reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period. and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions. No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

i) Provisions

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

j) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the Statement of Financial Position.

k) Income

The Group generates income from services fees charged for the rental of office space. This income is recognised over time as the services are provided. Rental income from operating leases is recognised on a

straight-line basis over the lease term. Interest income is reported on an accruals basis using the effective interest method. All income is stated net of the amount of goods and services tax (GST).

l) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to prepare for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in income in the year in which they are incurred.

m) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense.

Receivables and payables in the Statement of Financial Position are shown inclusive of GST.

Cash flows are presented in the Statement of Cash Flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

n) Business Combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

o) Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the group will comply with all attached conditions.

p) Comparative Figures

When required by accounting standards, comparative figures have been adjusted to conform to changes in presentation of the current financial year.

q) Critical Accounting Estimates and Judgments

The Directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data obtained both externally and within the Group.

Key estimates

Impairment

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Impairment was recognised in respect of exploration and evaluation assets for the year ended 30 June 2023. Impairment recognised for the year ended 30 June 2023 and prior year ended 30 June 2022 related to relinquishment or disposal of the tenement(s) to which expenditure had been previously capitalised.

Share-based Payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option or performance right, volatility and dividend yield and making assumptions about them. The Group initially measures the cost of cash-settled transactions using either a Black Scholes model (for share options) or a binomial and/or Monte-Carlo simulation model (for performance rights) to determine the fair value of the liability incurred.

For cash-settled share-based payment transactions, the liability needs to be remeasured at the end of each reporting period up to the date of settlement, with any changes in fair value recognised in profit or loss. This requires a reassessment of the estimates used at the end of each reporting period. For the measurement of the fair value of equity-settled transactions at the grant date, the Group uses a Black Scholes model for share options, and a binomial and/or Monte-Carlo simulation model for performance rights. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 18.

r) New and Revised Accounting Standards and Interpretations

The Group has adopted all of the new and revised Standards and Interpretations issued by the AASB that are relevant to their operations and effective for the current annual reporting period. The adoption of all the new and revised Standards and Interpretations has not resulted in any changes to the Group's accounting policies and has no effect on the amounts reported for the current or prior years.

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2023 reporting periods and have not been early adopted by the group. There are no other standards that are not yet effective and that are expected to have a material impact on the Group in the current or future reporting period and in the foreseeable future.

Note 2 - Income

	Consolidated Group	
	2023	2022
	\$	\$
Other income ¹	14,196	25,000
Interest received	23,693	438
	37,891	25,438

1. Other income is an option fee received from Rio Tinto Exploration to explore EMC's northern Rover Project (exploration licence E57/1134) in the central Yilgarn region of Western Australia for non-gold minerals.

Note 3 - Income Tax Benefit

	Consolidated Group	
	2023	2022
	\$	\$
a) The components of income tax benefit comprise:		
Current tax	-	-
	-	-
b) The prima facie tax on loss from before income tax is reconciled to the income tax as follows:		
25% (2022: 25%):		
Net Loss	(2,407,404)	(843,503)
Prima facie tax benefit on loss from before income tax at 25% (2022: 25%)	(601,851)	(210,876)
Add/(less):		
Non-deductible expenses	19,561	-
	(582,290)	(210,876)
Tax effect of temporary differences not brought to account as they do not meet the recognition criteria	582,290	210,876
Income Tax attributable to operating loss	-	-
c) Unused tax losses for which no deferred tax asset has been recognised	8,740,391	7,702,962

The tax losses do not expire under current legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Company can utilise the benefits. The tax benefits of the above deferred tax assets will only be obtained if:

- The consolidated entity derives future assessable income of a nature and of an amount sufficient to enable the benefits to be utilised;
- The consolidated entity continues to comply with the conditions for deductibility imposed by law; and
- No changes in income tax legislation adversely affect the consolidated entity from utilising the benefits.

Note 4 - Key Management Personnel Compensation

Names and positions held of consolidated entity Key Management Personnel (KMP) in office at any time during the financial year are:

Mark Caruso (Chair and Chief Executive Officer) ----- appointed 1 July 2022

Robert Downey (Non-Executive Director) ----- appointed 1 July 2022

David Argyle (Non-Executive Director) ----- appointed 1 July 2022

Kim Wainwright (Non-Executive Director)	-----	appointed 19 August 2022
Rohan Dalziell (Non-executive Chairman)	-----	appointed 9 September 2021, resigned 1 July 2022
Mark Burchnall (Non-executive Director)	-----	resigned 1 July 2022
Timothy Armstrong (Non-executive Director)	-----	resigned 1 July 2022
Robert Scott (Non-executive Chairman)	-----	resigned 9 September 2021
Simon Phillips (Chief Operating Officer)	-----	role change from Chief Executive Officer on 1 July 2022
Dale Hanna (Company Secretary)		

Key Management Personnel Compensation

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's key KMP for the year ended 30 June 2023.

The total remuneration paid to KMP of the Group during the year is as follows:

	2023	2022
	\$	\$
Short term benefits	431,359	402,168
Post-employment benefits	-	-
Share - based payments	65,657	-
	497,016	402,168

Note 5 - Auditors' Remuneration

	Consolidated Group	
	2023	2022
	\$	\$
Remuneration of the auditor for:		
- auditing or review of the financial report	37,000	43,840
- taxation services provided by the practice of the auditor	7,204	4,000
	44,204	47,840

Note 6 - Earnings Per Share (EPS)

	Consolidated Group	
Reconciliation of earnings to Loss	2023	2022
	\$	\$
Loss for year used to calculate basic EPS	(2,407,404)	(843,503)
	Number	Number
a) Weighted average number of ordinary shares outstanding during the year used in calculation of basic and diluted EPS	97,761,199	53,216,179

In accordance with AASB 133 "Earnings per Share" as potential ordinary shares may only result in a situation where their conversion results in decrease on profit per share or increase in loss per share, no dilutive effect has been taken into account.

Note 7 - Cash and Cash Equivalents

	Consolidated Group	
	2023	2022
	\$	\$
Short-term deposits	25,473	20,258
Cash at bank and on hand	2,135,934	1,528,707
	2,161,407	1,548,965

The short-term bank deposits are held as security for credit card facility and exploration licence bond purposes. The effective interest rate on short term bank deposits at 30 June 2023 is nil% p.a (30 June 2022: nil%). The Group's exposure to interest rate risk is summarised at Note 22.

Note 8 - Trade and Other Receivables

	Consolidated Group	
	2023	2022
	\$	\$
GST receivable	66,011	34,259
Trade and other receivables ¹	30,268	30,268
Funds due from sale of shares held	54,562	-
	150,842	64,527

¹ Includes \$30,000 (2022: \$30,000) relating to exploration tenement guarantee bonds.

The Company sold shares held in Stellar Metals Limited on 30 June 2023, with the funds received on 3 July 2023. See Note 9 for details.

Trade and other receivables are non-interest bearing and are generally on terms of 30-90 days.

Note 9 – Financial assets

	Consolidated Group	
	2023	2022
	\$	\$
Shares held in Stellar Metals Limited – fair value through profit and loss	290,000	-
	290,000	-

During the current year, the Company received 1,187,085 shares in Stellar Metals Limited (SLB) in relation to the sale of EMC's NSW Broken Hill Projects – Trident, Midas and Perseus. 187,085 SLB shares were sold on 30 June 2023, leaving 1,000,000 SLB shares at the end of the year. The fair value of the shares held is \$290,000 and is a Level 1 fair value.

Note 10 - Investments in Controlled Entities

	Country of Incorporation	Percentage Owned (%)	
		2023	2022
Parent Entity			
Everest Metals Corporation Ltd	Australia		
Subsidiaries of Everest Metals Corporation Ltd			
TSC Exploration Pty Ltd	Australia	100	100
Fatjack Pty Ltd	Australia	100	100
Boston Minerals Pty Ltd	Australia	100	100
Oz Gold Group Pty Ltd	Australia	100	100

Note 11 - Exploration and Evaluation Assets

	Consolidated Group	
	2023 \$	2022 \$
Costs carried forward in respect of areas of interest in:		
Exploration and evaluation phases at cost	7,050,730	5,955,777
	7,050,730	5,955,777
a) Movements in carrying amounts:		
Balance at the beginning of the year	5,955,777	5,135,581
Amounts capitalised during the year	2,586,324	820,196
Consideration received – Broken Hill Project	(500,000)	-
Impairment expense ¹	(991,371)	-
Balance at end of the year	7,050,730	5,955,777

¹An impairment charge of \$991,371 was recognised during the current year to reflect the directors' assessment of the recoverable amount of certain exploration and evaluation assets.

The ultimate recoupment of deferred exploration and evaluation expenditure in respect of each area of interest is dependent upon the discovery of commercially viable reserves and the successful development and exploitation of the respective areas or alternately sale of the underlying areas of interest for at least their carrying value.

Project development costs of \$418,327 were also expensed as the Company did not have tenure over the area and therefore not appropriate to capitalise the expenditure.

Tenements

The Group's interest in tenements and a summary of capitalised costs by tenement is shown below:

Project	Tenement	Commodity	2023 \$	2022 \$
Western Australia				
Rover	E57/1085	Gold/Copper	1,311,848	1,273,028
Rover	E57/1120	Gold/Copper	844,251	827,353
Rover ³	E57/1134	Gold/Copper/Lithium/ Tantalum	406,631	391,274
Mt Dimer	E77/2383	Gold/Silver	270,229	259,781
Yarbu	E77/2442	Gold	-	187,323
Yarbu	E77/2539	Gold	-	101,519
Yarbu	E77/2540	Gold	-	79,725
Mt Dimer	M77/515	Gold/Silver	1,863,333	1,834,968
Revere	P51/3240 P51/3241	Gold/Copper	6,186	-
Revere Lucky Dog JV ¹	E51/1770	Gold/Copper	347,298	-
Revere Goodins East JV ¹	E51/1776	Gold/Copper	1,469,239	-
Revere Mt Edon JV ¹	M59/714	Lithium/Rubidium/ Tantalum/Caesium	531,715	-
New South Wales				
Midas ²	EL 8732	Gold/Copper/Cobalt	-	468,456
Midas ²	EL 8904	Gold/Copper/Cobalt	-	12,695
Perseus ²	EL 8778	Gold/Copper/Cobalt	-	387,952
Trident ²	EL 8736	Gold/Copper/Cobalt/ Lithium	-	131,703
Carrying value of exploration assets			7,050,730	5,955,777

¹ 51% owned by the Group ² 10% owned by the Group

³ Farm-in agreement with Rio Tinto Exploration Pty Ltd to earn up to 80% of non-gold mineral rights exists.

Note 12 – Trade and Other Payables

	Consolidated Group	
	2023 \$	2022 \$
Trade payables	106,190	52,858
Other payables and accruals	385,739	120,491
	491,930	173,349

Note 13 – Issued Capital

	Consolidated Group	
	Number of Shares	30 June 2022 \$
2022		
a) Issued and paid-up capital		
Fully paid ordinary shares – 30 June 2022 (pre-consolidated)	2,660,813,905	25,215,547
Movements in fully paid ordinary shares		
Balance as at 1 July 2021	2,660,689,561	25,214,428
Shares issued – Exercise of options (14 July 2021) ¹	111,844	1,007
Shares issued – Exercise of options (30 July 2021) ²	12,500	112
Balance as at 30 June 2022	2,660,813,905	25,215,547

¹ On 14 July 2021, 111,844 options exercisable at \$0.009, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.

² On 30 July 2021, 12,500 options exercisable at \$0.009, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.

	Consolidated Group	
	Number of Shares	30 June 2023 \$
2023		
a) Issued and paid-up capital		
Fully paid ordinary shares – 30 June 2023 (post- consolidated)	129,433,109	29,293,998
Movements in fully paid ordinary shares		
Balance as at 1 July 2022	2,660,813,905	25,215,547
Shares issued – Rights Issue (29 September 2022)	878,698,969	878,699
Shares issued – Rights Issue (30 September 2022)	1,481,114,330	1,481,114
Shares issued – Rights Issue (7 October 2022)	301,000,606	301,001
Cost of issuing shares	-	(146,363)
Effect of 50:1 share consolidation (25 November 2022)	(5,215,194,701)	-
Shares issued – acquisition of Revere Gold Project and Mt Edon LCT Project (18 April 2023)	23,000,000	1,564,000
Balance as at 30 June 2023	129,433,109	29,293,998

During the current period, the Company completed a Rights Issue raising \$2.66 million. A total of 2,660,813,905 fully paid ordinary shares were issued. The costs associated with the Rights Issue were \$146,363.

On 25 November 2022, a resolution was passed by shareholders for a 50:1 Consolidation of Capital.

On 18 April 2023, 23,000,000 shares were issued to Entelechy Resources Pty Ltd as part of the consideration for the farm-in and joint venture agreement for 51% interest, with the ability to move up to 100% interest, in the Revere Gold Project and the Mt Edon LCT Project, both in Western Australia.

b) Listed options

As at 30 June 2023, there are 5,851,148 listed options (post-consolidated) on issue, with an expiry date of 31 October 2023 (as at 30 June 2022: 5,851,148 listed options (post-consolidated)).

c) Unlisted Options on Issue

Details of the share options outstanding as at the end of the year are set out below:

Issue Date	Options	Expiry Date	Exercise Price	2023 Number of options	2022 Number of options
20 Nov 2018	ESOP - CEO	31 Dec 2023	\$0.50	50,000	50,000
20 Nov 2018	ESOP - CEO	31 Dec 2023	\$0.75	50,000	50,000
20 Nov 2018	ESOP - CEO	31 Dec 2023	\$1.00	50,000	50,000
11 Feb 2020	Broker	31 Dec 2022	\$0.75	-	300,000
15 Sep 2020	Placement	31 Dec 2022	\$0.75	-	1,000,000
22 Jan 2021	ESOP - CEO	15 Jan 2024	\$0.35	266,000	266,000
22 Jan 2021	ESOP - CEO	15 Jan 2024	\$0.75	266,000	266,000
22 Jan 2021	ESOP - CEO	15 Jan 2024	\$1.00	268,000	268,000
15 Jul 2021	ESOP – Company Secretary	31 Oct 2023	\$0.45	400,000	400,000
15 Jul 2021	ESOP –Consultant	31 Oct 2023	\$0.45	400,000	400,000
				1,750,000	3,050,000

All Options are unlisted and are exercisable into fully paid ordinary shares in the Company on a one for one basis.

All Options are presented on a post-consolidated basis.

d) Listed Options on Issue

Details of the share options outstanding as at the end of the year are set out below:

Issue Date	Options	Expiry Date	Exercise Price	2023 Number of options	2022 Number of options
11 Feb 2020	Rights issue	31 Oct 2023	\$0.009	5,319,000	5,319,000
11 Feb 2020	Broker	31 Oct 2023	\$0.009	532,148	532,148
				5,851,148	5,851,148

On 11 February 2020, 5,319,000 listed options (in aggregate) (post-consolidated) were granted to participants in the Company's rights issue. Participants were granted one (1) free attaching option for every 2 shares taken up or placed under the rights issued. The options are exercisable at \$0.45 (45 cent) each on or before 31 October 2023. The Options vested on issue.

A further 532,148 listed options (in aggregate) (post-consolidated) were granted to the Company's broker in relation to the rights issue. The options are exercisable at \$0.45 (45 cent) each on or before 31 October 2023. The Options vested on issue.

During the prior reporting period, 2,487 options (post-consolidated) were exercised and ordinary fully paid shares in the Company issued.

d) Performance Rights (Rights)

Details of the performance rights outstanding as at the end of the year are set out below:

Grant Date	Rights	Granted	Expiry Date	Vesting period from date of issue	Fair value	30 June 2023 Number of performance rights	30 June 2022 Number of performance rights
13 Aug 2018	Class B	2,800,000	13 Aug 2023	18 months	\$24,500	2,800,000	2,800,000
25 Nov 2022	Class A	1,000,000	30 Jun 2026	3 years	\$55,951	1,000,000	-
25 Nov 2022	Class A	4,750,000	29 Nov 2025	3 years	\$265,769	4,750,000	-
22 Dec 2022	Class A	1,650,000	12 Jan 2025	3 years	\$74,856	1,650,000	-
						10,200,000	2,800,000

All Rights are unlisted and are convertible into fully paid ordinary shares in the Company on a one for one basis.

All Rights are presented on a post-consolidated basis.

The Class B Performance Rights vest on the Company announcing to the ASX a mineral resource in either the inferred, indicated or measured category (reported in accordance with the JORC Code, 2012 Edition), on any of the tenements acquired as part of the acquisition of Nomad, of at least 10Mt at 750ppm cobalt with a 500ppm cut-off.

The Class A Performance Rights vest on the Company's share price reaching at least \$0.10 based on a 30-day VWAP (\$0.10 on a consolidated basis). There are also service conditions in place for the key management personnel.

No rights were converted or cancelled during the reporting period or as at the date of this report.

e) Capital Management

The Group has no externally imposed capital requirements.

Note 14 - Reserves

	Consolidated Group	
	2023 \$	2022 \$
Share-based payment reserve	1,184,035	1,107,290

The Share-based payments reserve records items recognised as either an expense or capital asset representing the value of options or performance rights vesting or vested.

Note 15 – Expenditure Commitments and Contingencies

	Consolidated Group	
	2023	2022
	\$	\$
a) Expenditure Commitments		
Capital commitments relating to tenements		
The Group is required to meet minimum expenditure requirements of various Australian Government bodies. These obligations are subject to re-negotiation, may be farmed out or may be relinquished and have not been provided for in the financial statements.	-	-
Exploration expenditure commitments		
- Expenditure commitments	1,144,600	1,341,900

Other than the commitments disclosed above, the Group does not have any commitments at 30 June 2023 (30 June 2022: Nil)

b) Contingencies

The Group did not have any contingent liabilities as at 30 June 2023 (30 June 2022: None).

The Group has minimum expenditure commitments on exploration licences as per the terms of the exploration licences.

Note 16 - Segment Information

The Directors have considered the requirements of AASB 8 - Operating Segments and the internal reports that are reviewed by the chief operating decision maker (the Board) in allocating resources have concluded at this time there are no separately identifiable segments. The Group operates in one segment being the minerals exploration across licenses in Australia.

Note 17 - Cash Flow Information

	Consolidated Group	
	2023 \$	2022 \$
Reconciliation of cash flows from operations with Loss after income tax		
Loss after income tax	(2,407,404)	(843,503)
Non cash flows in loss:		
- Depreciation expense (net of capitalisation)	49,753	9,063
- Exploration expenditure expensed	(5,365)	(5,365)
- Exploration impairment expense	991,371	-
- Share based payments expense	76,745	-
- Fair value gain on financial assets held	(94,864)	-
Changes in assets and liabilities:		
- (Increase)/decrease in trade and other receivables	(119,120)	46,544
- Decrease)/(increase) in other current assets	66	1,636
- (Decrease) / increase in trade and other payables	219,772	78,023
- (Decrease) / increase in provisions	7,910	-
Net cash used in operating activities	(1,281,136)	(713,602)

Non-cash investing and financing activities:

- Disposal of NSW tenements for shares in Stellar Metals (ASX:SLB)	250,000	-
--	---------	---

Note 18 - Share-based Payments

a) Unlisted Options

Options and weighted average exercise prices are as follows for the reporting period presented:

2022	Number of Options	Weighted average exercise price per option (\$)
Outstanding at 1 July 2021 (pre-consolidated)	283,500,000	0.011
Granted (pre-consolidated)	40,000,000	0.009
Exercised	-	-
Expired (pre-consolidated)	(171,000,000)	0.007
Forfeited/cancelled	-	-
Outstanding at 30 June 2022 (pre-consolidated)	152,500,000	0.013
Outstanding at 30 June 2022 (post-consolidated)	3,050,000	0.65

2023	Number of Options	Weighted average exercise price per option (\$)
Outstanding at 1 July 2022 (post-consolidated)	3,050,000	0.65
Granted	-	-
Exercised	-	-
Expired	1,300,000	0.75
Forfeited/cancelled	-	-
Outstanding at 30 June 2023	1,750,000	0.43

Weighted average remaining contractual life of Options at 30 June 2023 is 0.45 years (30 June 2022: 2.09 years).

30 June 2023

There were no options granted during the current year.

There were no options exercised during the current year.

1,300,000 unlisted options (post-consolidated) expired on 31 December 2022. The options had an exercise price of \$0.75 (75 cents) each.

30 June 2022

There were no options granted during the prior year.

On 14 July 2021, 2,237 options exercisable (post-consolidated) at \$0.45, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.

On 30 July 2021, 250 options exercisable (post-consolidated) at \$0.45, with an expiry date of 31 October 2023 were exercised, and ordinary fully paid shares in the Company issued.

No options were lapsed/forfeited during the prior year.

b) Performance Rights (Rights)

	Consolidated Group	
	2023 Number of performance rights	2022 Number of performance rights
Balance at the beginning of the period	2,800,000	5,600,000
Granted	7,400,000	-
Converted	-	-
Expired	-	(2,800,000)
Forfeited/cancelled	-	-
Balance at 30 June	10,200,000	2,800,000

The valuation considered various probabilities associated with each of the respective conversion events being realised prior to expiry of the Rights. Refer note 13(d).

During the prior year, 2,800,000 Class A Performance Rights (post-consolidated) expired on 13 August 2021. The conversion event associated with these Class A Rights, being the Company announcing to the ASX a drill intercept on any of the tenements owned by Nomad ("Nomad Tenements")

No Class B Rights have been converted into fully paid ordinary shares or lapsed/expired, during the reporting period and as at the date of this report. The Class B Performance Rights vest upon the Company announcing to the ASX a mineral resource in either the inferred, indicated or measured category (reported in accordance with the JORC Code, 2012 Edition), on any of the tenements acquired as part of the acquisition of Nomad, of at least 10Mt at 750ppm cobalt with a 500ppm cut-off.

On 25 November 2022, a total of 4,750,000 Class A performance rights (post consolidation) were issued to the Directors, and a further 1,000,000 performance rights (post-consolidation) were issued to the Company's Chief Geologist.

On 22 December 2022, a total of 1,650,000 Class A performance rights (post consolidation) were approved for issue to the Company's Chief Operating Officer (1,250,000 performance rights) and the Company Secretary (400,000 performance rights).

The Class A Performance Rights, issued in the current year, vest on the Company's share price reaching at least \$0.10 based on a 30-day VWAP (\$0.10 on a consolidated basis). There are also service conditions in place for the key management personnel.

There are 10,200,000 performance rights (post-consolidation) on issue as at 30 June 2023.

An amount of \$76,745 has been included in the Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2023, in relation to the Performance Rights (30 June 2022: Nil).

Note 19 - Related Party Transactions

a) Subsidiaries

Interests in subsidiaries are disclosed in Note 10.

b) Key Management Personnel

Disclosures relating to Key Management Personnel are set out in Note 4 and the Remuneration Report.

c) Other transactions with related parties

The following related party transactions occurred during the year:

- Dominion Legal were paid \$64,312 (exc. GST) during the current reporting period for legal services rendered by the Company. Mr Downey is a Director of Dominion Legal. The legal fees were at normal commercial rates.
- Xplore Resources were paid \$30,000 (exc. GST) during the year for geological consulting services rendered by the Company. Ms Wainwright is a Director of Xplore Resources.
- MPH Lawyers were paid \$59,490 (excl. GST) during the year for legal services rendered to the Company (2021: \$83,700). Mr Burchnall is a Director of MPH Lawyers. The legal fees were at normal commercial rates.

Note 20 - Financial Risk Management

a) Financial Risk Management Policies

The Group's financial instruments consist mainly of deposits with banks, short-term investments, accounts receivable and payables. The Group does not currently undertake hedging of any kind and is not directly exposed to currency risk.

The Group does not have a formally established treasury function. The Board meets on a regular basis to analyse financial risk exposure and to evaluate treasury management strategies in the context of the most recent economic conditions and forecasts.

The Board's overall risk management strategy seeks to assist the Group in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

The main risk the Group is exposed to through its financial instruments is interest rate risk. The Group holds the following financial instruments:

	Weighted Average Effective Interest Rate		Interest Bearing		Non-Interest Bearing		Total	
	2023	2022	2023	2022	2023	2022	2023	2022
	%	%	%	%	%	%	%	%
Financial Assets								
Cash at bank	-	-	2,135,934	1,528,707	-	-	2,135,934	1,528,707
Deposits	3.00	1.75	25,473	20,258	-	-	25,473	20,258
Trade and other receivables	-	-	-	-	30,268	30,268	30,268	30,268
Total Financial Assets			2,161,407	1,548,965	30,268	30,268	2,191,675	1,579,233
Financial Liabilities								
Trade and other payables	-	-	-	-	(491,930)	(173,349)	(491,930)	(173,349)
Total Financial Liabilities			-	-	(491,930)	(173,349)	(491,930)	(173,349)
Total Net Financial Assets			2,161,407	1,548,965	(461,662)	(143,081)	1,699,745	1,405,884

Net Fair Value of Financial Assets and Liabilities

The net fair value of cash and cash equivalents and non-interest bearing monetary financial assets and financial liabilities of the Group approximate their carrying value.

The net fair value of other monetary financial assets and financial liabilities is based on discounting future cash flows by the current interest rates for assets and liabilities with similar risk profiles. The balances are not materially different from those disclosed in the Statement of Financial Position of the Group.

b) Interest Rate Risk & Sensitivity Analysis

Interest Rate Risk

Interest rate risk is managed with a mixture of fixed and floating rate cash deposits. It is the policy of the Group to keep surplus cash in higher yielding deposits.

Sensitivity Analysis- Interest Rates

The Group has performed a sensitivity analysis relating to its exposure to interest rate risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks. The assessment of the impact of interest rate sensitivity for 30 June 2023 is minor given the low cash balance at year end. Any impacts would be in relation to deposit yields on cash investments.

c) Credit Risk

Credit risk is managed on a Group basis. Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions, and represents the potential financial loss if counterparties fail to perform as contracted.

The Group has no significant concentrations of credit risk and cash term deposits are limited to high credit quality financial institutions.

The carrying amount of the Group's financial assets represents the maximum credit exposure. Refer to the table above within Note 22 (a) for weighted average interest rates and floating and fixed interest financial instruments.

d) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and close out market positions.

The Board of Directors are ultimately responsible for Group's liquidity risk management. Liquidity risk is managed by maintaining adequate reserves and investing surplus cash only in major financial institutions.

At the end of the reporting period the Group held cash and at call deposits of \$2,161,407 (2022: \$1,548,965) and no debt (2022: Nil).

Note 21 – Events Subsequent to the Reporting Date

On 11 August 2023, 3,850,000 unlisted Class A Performance Rights issued under the EMC's Employee Security Incentive Plan were vested and exercised.

On 13 August 2023, 2,800,000 unlisted Class B Performance Rights expired.

No matter or circumstance that has arisen since 30 June 2023 that has 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.

Note 22 – Everest Metals Corporation Ltd Parent Company Information

	Parent Entity	
	2023	2022
	\$	\$
Parent Entity		
Assets		
Current assets	2,595,421	1,456,425
Non-current assets		
- Capitalised exploration and evaluation expenditure	2,354,438	-
- Loans to subsidiaries	1,496,492	1,803,415
- Investments in subsidiaries	69,541	69,541
- Other non-current assets	17,383	24,276
Total Assets	6,533,275	3,353,657
Liabilities		
Current liabilities	506,495	120,493
Non-current liabilities	27,214	-
Total Liabilities	533,709	120,493
Net Assets	5,999,566	3,233,164
Equity		
Issued capital	29,293,998	25,215,547
Share options reserve	1,184,035	1,107,290
Retained losses	(24,478,467)	(23,089,673)
Total Equity	5,999,566	3,233,164
Financial performance		
Loss for the year	(1,388,794)	(799,124)
Other comprehensive income	-	-
Total loss for the year	(1,388,794)	(799,124)

Guarantees in relation to the debts of subsidiaries

Everest Metals Corporation Ltd has not entered into a deed of cross guarantee with its wholly-owned subsidiaries TSC Exploration Pty Ltd, Oz Gold Group Pty Ltd, Fatjack Pty Ltd and Boston Minerals Pty Ltd.

Contingent Assets

On 13 February 2023, the Company announced the execution of an exclusive binding Heads of Agreement Joint Venture Agreement (Agreement) with Stelar Metals (ASX:SLB) for EMC's NSW Broken Hill Projects – Trident, Midas and Perseus.

Transaction consideration includes a \$500,000 Milestone Payment, payable in cash or SLB shares (at EMC election), on the earlier of drilling commencement at the Midas Project or drilling approvals at the Trident Project.

Contingent Liabilities

Everest Metals Corporation Ltd did not have any contingent liabilities as at 30 June 2023 or 30 June 2022.

	2023 \$	2022 \$
Contractual Commitments		
Office lease expenditure commitments	37,915	-

There are no contractual capital commitments for the acquisition of property, plant or equipment at the date of signing this report.

Directors' Declaration

The Directors of the Group declare that:

- 1 the Financial Statements and Notes as set out on pages 31 to 72 are in accordance with the Corporations Act 2001 and:
 - a) comply with Australian Accounting Standards and International Financial Reporting Standards as disclosed in Note 1; and
 - b) give a true and fair view of the financial position as at 30 June 2023 and of the performance for the year ended on that date of the Group;
- 2 the Chief Executive Officer and the Chief Financial Officer have each declared that:
 - a) the financial records of the Group for the year ended have been properly maintained in accordance with section 286 of the Corporations Act 2001;
 - b) the financial statements and notes for the financial year comply with the Accounting Standards; and
 - c) the financial statements and notes give a true and fair view;
- 3 in the Directors' opinion there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.



Mark Caruso
Chairman
Perth

Dated this 1st day of September 2023

INDEPENDENT AUDITOR'S REPORT

To the Members of Everest Metals Corporation Ltd

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Everest Metals Corporation Ltd (“the Company”) and its controlled entities (“the Group”), which comprises the consolidated statement of financial position as at 30 June 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors’ declaration.

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

- (a) giving a true and fair view of the Group’s financial position as at 30 June 2023 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the 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 judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

hlb.com.au

HLB Mann Judd (WA Partnership) ABN 22 193 232 714

Level 4, 130 Stirling Street, Perth WA 6000 / PO Box 8124 Perth BC WA 6849

T: +61 (0)8 9227 7500 **E:** mailbox@hlbwa.com.au

Liability limited by a scheme approved under Professional Standards Legislation.

HLB Mann Judd (WA Partnership) is a member of HLB International, the global advisory and accounting network.

Key Audit Matter	How our audit addressed the key audit matter
Carrying amount of exploration and evaluation assets Refer to Note 11	
<p>The carrying amount of exploration and evaluation assets as at 30 June 2023 is \$7,050,730.</p> <p>In accordance with AASB 6 Exploration for and Evaluation of Mineral Resources, the Company capitalises all exploration and evaluation expenditure, including acquisition costs and subsequently applies the cost model after recognition.</p> <p>Our audit focussed on the Company's assessment of the carrying amount of the capitalised exploration and evaluation asset, as this is one of the most significant assets of the Company.</p> <p>We planned our work to address the audit risk that the capitalised expenditure may no longer meet the recognition criteria of the standard. In addition, we considered it necessary to assess whether facts and circumstances existed to suggest that the carrying amount of the exploration and evaluation asset may exceed its recoverable amount.</p>	<p>Our procedures included but were not limited to the following:</p> <ul style="list-style-type: none"> – We obtained an understanding of the key processes associated with management's review of the carrying values of each area of interest; – We considered the Directors' assessment of potential indicators of impairment; – We obtained evidence that the Company has current rights to tenure of its areas of interest; – We discussed with management the nature of planned ongoing activities; – We substantiated a sample of expenditure by agreeing to supporting documentation; and – We examined the disclosures made in the financial report.

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

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2023, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the 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 Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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

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

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

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

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

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the directors' report for the year ended 30 June 2023.

In our opinion, the Remuneration Report of Everest Metals Corporation Ltd for the year ended 30 June 2023 complies with Section 300A of the *Corporations Act 2001*.

Responsibilities

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



HLB Mann Judd
Chartered Accountants

Perth, Western Australia
1 September 2023



B G McVeigh
Partner

Additional Information

DISTRIBUTION OF EQUITY SECURITIES

Distribution of security holders by size of holding (as at 24 July 2023)

Range	No. of Holders	No. of Ordinary Shares	%	No. of Listed Options
1 - 1,000	1,002	249,746	0.19	93,943
1,001 - 5,000	1,073	3,069,541	2.37	355,976
5,001 - 10,000	453	3,558,474	2.75	437,217
10,001 - 100,000	819	27,101,620	20.94	2,735,560
100,001 - 9,999,999,999	171	95,453,728	73.75	2,228,452
Total	3,518	129,433,109	100.00	5,851,148

Minimum \$500.00 parcel at \$0.016 per unit. There were 1,664 shareholdings of less than a marketable parcel of shares.

Substantial Shareholders (as at 24 July 2023):

The names of substantial Shareholders who have notified the Company in accordance with Section 671B of the Corporations Act are:

Beneficial Owner	No. of Shares	%	Date
ENTELECHY RESOURCES PTY LTD	23,000,000	17.77	18/4/2023
REGIONAL MANAGEMENT PTY LTD <CANCELLO SUPER FUND A/C>	1,272,800	0.98	18/4/2023

Twenty largest holders of each class of quoted equity security (as at 24 July 2023):

Ordinary Shares

Rank	Holder Name	No. of Shares	%
1	ENTELECHY RESOURCES PTY LTD	23,000,000	17.77
2	MR MARTIN MONTULL	3,864,898	2.99
3	GOLD TERRACE PTY LTD	3,665,371	2.83
4	MR GEORGE ALEXANDER BONNEY	2,451,788	1.89
5	STRAT PLAN PTY LTD <DISC-STRAT PLAN A/C>	2,423,433	1.87
6	BROWN BRICKS PTY LTD <HM A/C>	2,240,000	1.73
7	AITAKU2 PTY LTD <SIMON PHILLIPS FAM SUP A/C>	2,200,000	1.70
7	LISA HELEN HANNA	2,200,000	1.70
9	CITICORP NOMINEES PTY LIMITED	2,072,693	1.60
10	MRS STELLA EMILY DOWNEY + MR ROBERT HARTLEY DOWNEY <DOWNEY SUPERANNUATION A/C>	2,000,000	1.55
11	ANDREW ROLES & ASSOCIATES PTY LTD	1,750,000	1.35
12	MR KEVIN ANTHONY LEO + MRS LETICIA LEO <LEO SUPER A/C>	1,580,000	1.22
13	MR ROBERT CAMERON GALBRAITH	1,502,200	1.16
14	BSD GLOBAL INVESTMENTS PTY LTD	1,408,667	1.09
15	REGIONAL MANAGEMENT PTY LTD <CANCELLO SUPER FUND A/C>	1,272,800	0.98
16	NETWEALTH INVESTMENTS LIMITED <SUPER SERVICES A/C>	1,267,341	0.98
17	DAVID PHILLIPS PTY LTD <DAVID PHILLIPS SF A/C>	1,195,000	0.92
18	CCI SUPER FUND PTY LTD <MOULTRIE STAFF S/F A/C>	1,186,474	0.92
19	CREEKWOOD NOMINEES PTY LTD <CHALLENGER A/C>	1,000,000	0.77
20	MR JASON FRANK MADALENA <THE MADALENA INVESTMENT A/C>	902,226	0.70
	TOTAL:	59,182,891	45.72

Listed Options – exercise price \$0.009, expiry 31 October 2023

Rank	Holder Name	No. of Options	%
1	MR MINH TAN MAI	287,241	4.91
2	DRAGAN GROUP PTY LTD	250,105	4.27
3	MISS THI HUONG VANG	223,980	3.83
4	MR WILLIAM GEORGE HOWE	200,000	3.42
4	K & D GAMLATH SUPER FUND PTY LTD <GAMLATH SUPERFUND A/C>	200,000	3.42
6	AHM NSW PTY LTD	190,441	3.25
7	MISS THI HUONG VANG + MISS NHAT LINH NGUYEN <HNV A/C>	166,186	2.84
8	DR JOHN FRANCIS KUBA	150,000	2.56
9	MR DEEPAK KUMAR BHARMOTA	137,201	2.34
10	MR ROBERT ADRIAN VAN AALST	111,111	1.90
11	MR KEVIN MCCARTNEY	110,602	1.89
12	MR STEPHEN ALTON STUART-SMITH	101,050	1.73
13	VASSAGO PTY LTD <ASTON A/C>	100,535	1.72
14	MR MICHAEL REX HUNT + MRS LYNNE MAREE HUNT	100,000	1.71
14	SPRING HARVEST PTE LTD	100,000	1.71
14	MR SACHIN VERMA	100,000	1.71
17	JAZ GROUP (AUST) PTY LTD <WANG CHAI FAMILY A/C>	90,000	1.54
18	MRS HEIDI VERONICA SARKIS + MR JACQUES SARKIS	85,000	1.45
19	FINCLEAR NOMINEES PTY LTD <ACCUMULATION ENTREPOT A/C>	82,065	1.40
20	BENITA PECO PTY LTD <THE TRAJKOVSKI FAMILY A/C>	79,550	1.36
TOTAL:		2,865,067	48.97

Voting Rights

a) FULLY PAID ORDINARY SHARES

On a show of hands, every person qualified to vote, whether as a member or proxy or attorney or representative, shall have one vote. Upon a poll, every member shall have one vote for each share held.

b) LISTED OPTIONS

No voting rights.

c) UNLISTED OPTIONS AND UNLISTED PERFORMANCE RIGHTS

No voting rights.

CORPORATE GOVERNANCE STATEMENT

For the year ended 30 June 2023

The Corporate Governance Statement for the Group is located in the Corporate Governance section of the Company's website at <https://everestmetals.au/about/corporate-governance/>

SCHEDULE OF MINING AND EXPLORATION TENEMENTS

Project	State	Tenement No	Status	Interest at end of the reporting period		
Mt Dimer	WA	M77/515	Granted	100%		
		E77/2383	Granted	100%		
		L77/334	Application	-		
		L77/335	Application	-		
Yarbu	WA	E77/2442	Granted	100%		
		E77/2539	Granted	100%		
		E77/2540	Granted	100%		
Rover	WA	E57/1085	Granted	100%		
		E57/1120	Granted	100%		
		E57/1134	Granted	100%*		
Trident	NSW	EL8736	Granted	10%		
Midas	NSW	EL8732	Granted	10%		
		EL8904	Granted	10%		
Perseus	NSW	EL8778	Granted	10%		
Mt Edon	WA	M59/714	Granted	51%		
Revere	WA	E51/1770	Granted	51%		
		E51/1766	Granted	51%		
		M51/905	Application	-		
		E51/2088	Application	-		
		E51/2119	Application	-		
		P51/3240	Granted	100%		
		P51/3241	Granted	100%		
		E51/2145	Application	-		
		E59/2500	Granted	-		
		E59/2464	Granted	-		
Ninghan	WA	EL33415	Application	-		
		EL33416	Application	-		
		EL33417	Application	-		
		EL33418	Application	-		
		EL33419	Application	-		
		EL33420	Application	-		
		EL33421	Application	-		
		EL33422	Application	-		
		EL33423	Application	-		
		EL33424	Application	-		
Amadeus	NT	EL33425	Application	-		
		EL33426	Application	-		
		EL33427	Application	-		
		EL33433	Application	-		
		EL33439	Application	-		
		Georgina	NT	EL33425	Application	-
				EL33426	Application	-
EL33427	Application			-		
EL33433	Application			-		
EL33439	Application			-		

* Farm-in agreement with Rio Tinto Exploration Pty Ltd to earn up to 80% of non-gold mineral rights exists.