CONSOLIDATED ANNUAL REPORT

For the Year Ended 30 June 2023

PURSUIT MINERALS

Pursuit Minerals Limited ABN: 27 128 806 977
And Controlled Entities

DIRECTORS

Peter Wall	Non-Executive Chairman
Robert Affleck	Managing Director (resigned 3 July 2023)
Aaron Revelle	CEO & Managing Director
Ernest Thomas Eadie	Non-Executive Director
Mark Freeman	Finance Director (resigned 31 August 2023)

COMPANY SECRETARY
Mark Freeman (resigned 31 August 2023)
Vito Interlandi (appointed 31 August 2023)

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MELBOURNE
VIC 3000
Ph: 03 8613 8888

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WA 6000

AUDITORS
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PERTH
WA 6000

LEGAL ADVISORS
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16 Milligan Street
Perth WA 6000
Telephone: +61 8 9321 4000

ASX CODE
PUR

ABN
27 128 806 977

Your Directors submit the financial report of the Pursuit Minerals Limited ("the Company") and its controlled entities ("the Consolidated Entity") for the year ended 30 June 2023.

DIRECTORS

The following persons were directors of the Consolidated Entity during the year under audit and up to the date of this report, unless otherwise stated:

Peter Wall	Non-Executive Chairman
Robert Affleck	Managing Director (resigned 3 July 2023)
Aaron Revelle	CEO & Managing Director (appointed 3 July 2023, previously Chief Operating Officer)
Mark Freeman	Finance Director (resigned 31 August 2023)
Ernest Thomas Eadie	Non-Executive Director (appointed 29 March 2023)

COMPANY SECRETARY

Mark Freeman (resigned 31 August 2023)

Vito Interlandi (appointed 31 August 2023)

DIRECTORS' QUALIFICATIONS AND EXPERIENCE

The Directors' qualifications and experience are set out below.

Peter Wall - LLB BComm MAppFin FFin
Non-Executive Chairman

Mr Wall is a corporate lawyer and has been a Partner at Steinepreis Paganin (Perth based corporate law firm) since July 2005 and has a wide range of experience in all forms of commercial and corporate law, with a particular focus on natural resources (hard rock and oil/gas), technology, biotech, medical cannabis, equity capital markets and mergers and acquisitions. He also has significant experience in dealing in cross border transactions. Peter graduated from the University of Western Australia in 1998 with a Bachelor of Laws and Bachelor of Commerce (Finance). He has also completed a Masters of Applied Finance and Investment with FINSIA.

During the past three years, Mr Wall held the following directorships in other Australian Securities Exchange (ASX) listed companies:

- Non-Executive Chairman of Hygrovest Ltd (appointed 14 August 2014)
- Non-Executive Chairman of Minbos Resources Ltd (appointed 21 February 2014)

Former ASX listed Directorships during the past three years:

- Non-Executive Chairman of Advanced Human Imaging Ltd (formerly MyFiziq Limited) (resigned 22 January 2021)
- Non-Executive Chairman of Transcendence Technologies Limited (resigned 28 June 2021)
- Non-Executive Chairman of Argent Minerals Limited (resigned 5 March 2021)

Mr. Aaron Revelle
Managing Director & CEO

Mr. Revelle is a senior mining executive with significant experience in the development and founding of natural resources companies. Mr. Revelle has over 15 years' experience across a variety of commodities with a focus on bringing resource deposits into production.

Prior to joining Pursuit, Mr. Revelle was the founder of Argentinian Lithium focused exploration company Centaur Resources which was sold to Arena Minerals (CVE:AN – market cap $190.9m CAD) for $23m AUD. Prior to Centaur, Mr. Revelle founded Everlight Resources which raised $16m to explore and develop Lithium exploration projects at the Hombre Muerto Salar in Argentina. This project was sold to Galan Lithium Limited (ASX:GLN) in July 2023. Mr. Revelle additionally was the founder, CEO & Managing Director of a Brazilian focused iron ore company which reached production within 2 years of founding. The company exported DSO iron ore from its mine in Bahia State to customers in China and Europe through commodity trader Vitol Group during Mr. Revelle's tenure as CEO.

Mr. Revelle holds a Masters of Business Administration from Bond University, is a Juris Doctor of Law candidate at the University of Canberra, and a Member of the Australian Institute of Company Directors.

During the past three years, Mr Revelle held no other directorships in other ASX listed companies.

Mr. Ernest Thomas Eadie
Non-Executive Director

Mr Eadie has over 40 years experience as an explorer and geologist and is recognised as a well-credentialed mineral industry leader.

Mr. Eadie was the founding Chairman of Syrah Resources (ASX:SYR), Executive Chairman of Copper Strike (ASX:CSE), a Director at Strandline Resources (ASX:STA) and New Century Resources (ASX:NCZ) and Executive General Manager of Exploration and Technology at Pasminco Limited, at the time the largest zinc producer in the world. At Syrah, Mr. Eadie was Chairman during acquisition, discovery and early feasibility work of the Balama graphite deposit in Mozambique which commenced production in mid-2017.

Mr. Eadie has a Bachelor of Science (Hons) in Geology and Geophysics from the University of British Columbia, a Master of Science in Physics (Geophysics) from the University of Toronto and a Graduate Diploma in Applied Finance and Investment from the Security Institute of Australia. He is a past board member of the Australasian Institute of Mining & Metallurgy (AusIMM).

During the past three years, Mr. Eadie held the following directorships in other Australian Securities Exchange (ASX) listed companies:

- Non-Executive Chairman of Southern Cross Gold Ltd (appointed 11 February 2022)
- Non-Executive Chairman of Alderan Resources Ltd (appointed 23 January 2017)

Former ASX listed Directorships during the past three years:

- Non-Executive Director of Strandline Resources Ltd (resigned 1 July 2022)

Robert Affleck - B.Sc (Geol), G.Dip.Bus, MAIG, RPGeo
Former Director

Mr Affleck has over 25 years' experience in the mineral exploration industry from grassroots data collection to consulting roles in a variety of mineral commodities. His expertise includes project management, technical and prospectus reviews, target generation, training and team mentoring. Mr Affleck also has extensive business management expertise outside of the mining industry, in particular financial management and personnel management. He is keen to use his skills to assist mining companies to make high-value discoveries which will add value to their shareholders.

During the past three years, Mr Affleck held no other directorships in other ASX listed companies.

Mark Freeman - B.Com, CA, F.Fin

Former Director and Company Secretary

Mr Freeman is a Chartered Accountant and has more than 25 years' experience in corporate finance and the resources industry. He has experience in project acquisitions and management, strategic planning, business development, M&A, asset commercialisation, and project development. Mr. Freeman also has prior experience with Mirabela Nickel Ltd, Exco Resources NL, Panoramic Resources Ltd and Matra Petroleum Plc.

Mr Freeman is currently a director of Calima Energy Ltd.

Former ASX listed directorships during the past three years:

- Pursuit Minerals Limited (resigned 1 September 2023)
- Grand Gulf Energy Limited (resigned 15 April 2022)
- Frontier Diamonds Limited (resigned 12 June 2020)

DIRECTORS' INTERESTS IN SHARES AND PERFORMANCE RIGHTS OF THE COMPANY

The relevant interest of each Director in the shares and performance rights issued by the Company at the 30th June 2023 is as follows:

	Ordinary Shares	Performance Shares	Options	Performance Rights
	Number	Number	Number	Number
Director				
Peter Wall	51,546,317	-	53,000,000	15,000,000
Robert Affleck	24,327,914	-	40,000,000	6,666,666
Mark Freeman	10,152,053	-	63,000,000	15,000,000
Aaron Revelle	57,020,945	291,394,976	-	-
Ernest Thomas Eadie	6,811,263	30,618,417	-	-

MEETINGS OF DIRECTORS

The number of meetings held during the year and the number of meetings attended by each Director was as follows:

	Board	
	Number of meetings eligible to attend	Number of meetings attended
Director		
Peter Wall	4	4
Robert Affleck	4	4
Mark Freeman	4	4
Aaron Revelle	2	2
Ernest Thomas Eadie	2	2

The Board of the Consolidated Entity performs the functions of the Audit, Remuneration and Nomination Committees.

PRINCIPAL ACTIVITIES

The principal activity of the Company is conducting mineral exploration activities and development activities at its Rio Grande Sur Lithium Project in Argentina. The Company additionally holds a portfolio of mineral exploration projects in WA.

EXPLORATION PROJECTS

RIO GRANDE SUR LITHIUM PROJECT

The Rio Grande Sur Project is an advanced stage lithium development prospect in the Salta province of Argentina covering 9,260 hectares on the Rio Grande Salar. Located in a significant and important lithium production region, home to many major lithium companies and exploration juniors, the project was acquired in March 2023.

The Rio Grande Salar is located in an area known as the 'Lithium Triangle' being a collective of the salt flats of Bolivia, Chile and Argentina. Argentina is currently the world's third largest lithium producer behind Australia and Chile, has the world's second-largest lithium resources according to the USGS and has the largest pipeline of significant new mines.

Pursuit's tenements are located within an Ni 43-101 inferred resource of 2.1Mt lithium carbonate equivalent (LCE) at an average grade of 370mg/litre (mg/L) to a depth of 100m. The resource is considered open to depth and offers a clear pathway to production.

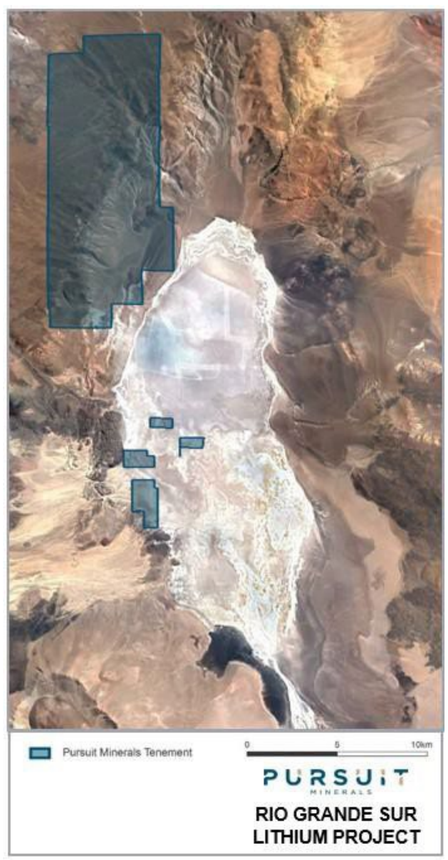


Figure 1: Rio Garnde Sur Project Map

CSAMT geophysical surveying and twin hole drilling carried out by LSC Lithium in 2017/18 and ADY Resources close to Pursuit's lease revealed two major brine depocenters (part of the sedimentary basin where the brine has its maximum thickness), which supports the prospectivity of the Rio Grande Salar for commercial lithium production operations. Historic CSAMT provides good regional coverage, and prior drilling to a depth of 50 meters on the border of Pursuit's central tenement showed the following results: 395mg/Li (RG-17), 391mg/Li (RG-18) and 361mg/Li (RG-18T). In addition, brine has been identified at deeper depths. The drilling program in 2018 returned positive results of Lithium enriched brines with grades as high as ~550mg/Li. Prior drilling in 2011 returned results ranging between 350-400mg/Li, consistent across all prior exploration programs.

Figure 2: The Rio Grande Salar

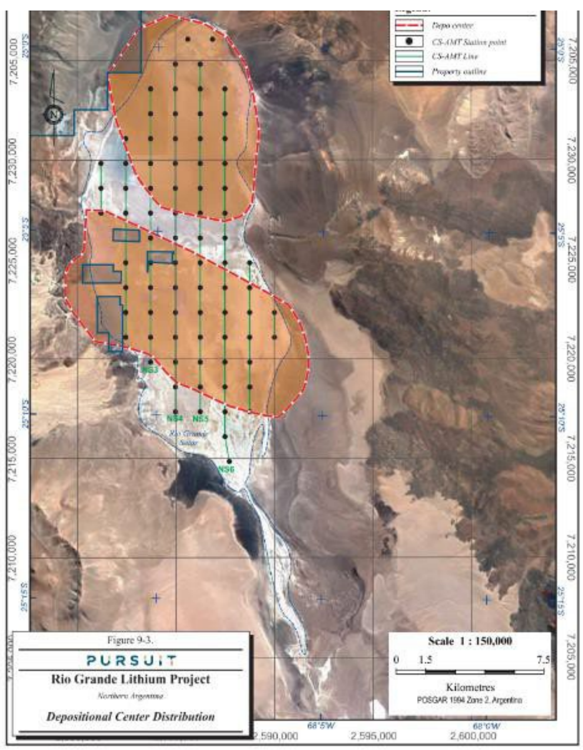


Figure 3: Brine depocenter model from CS-AMT geophysical survey

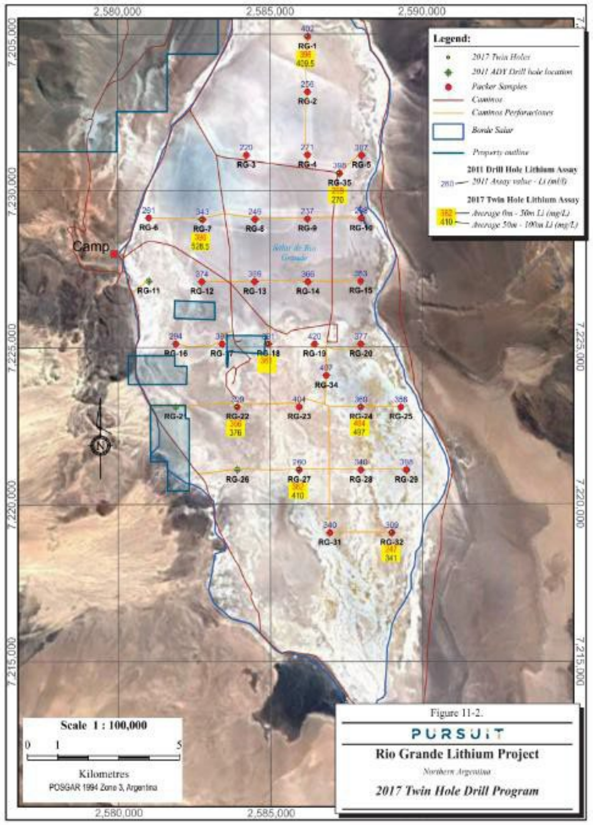


Figure 4: Historical drillhole locations also showing PUR tenements in pale blue

The Rio Grande Sur Project tenements are all located within areas of historical exploration which CS-AMT studies indicate to contain lithium bearing brines.

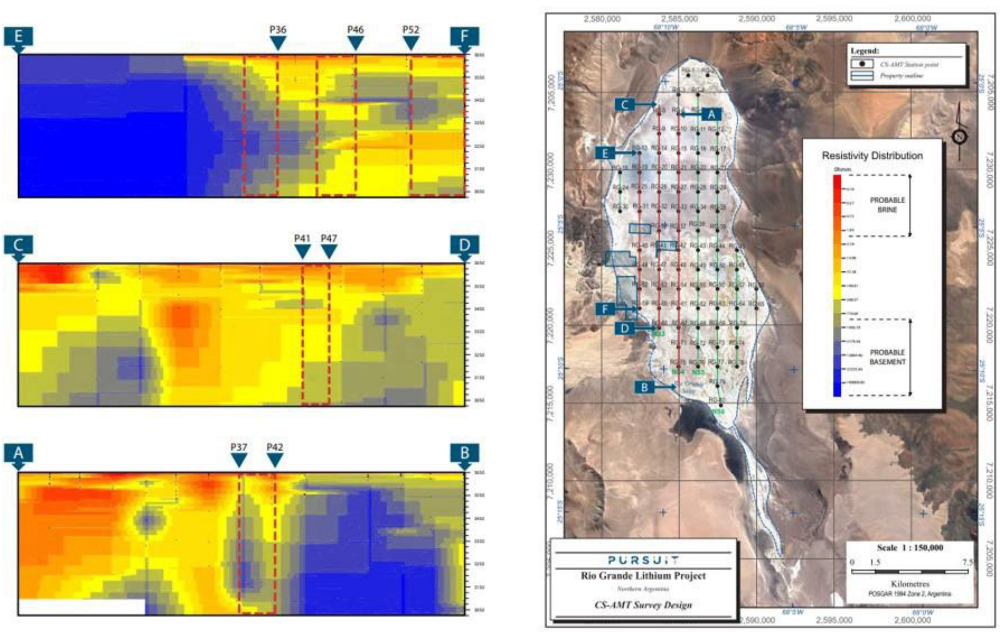
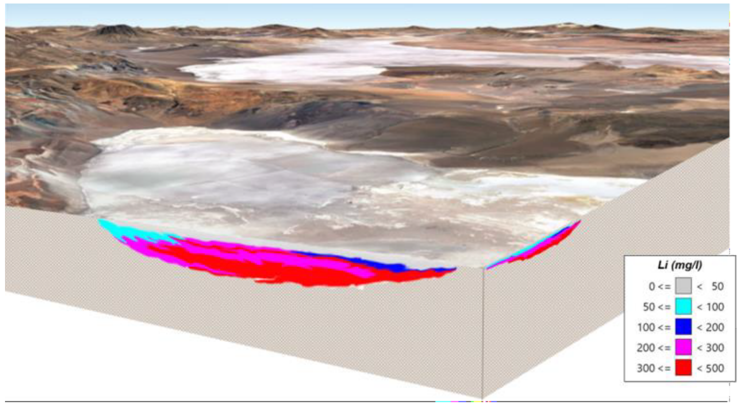


Figure 5: Historical CS-AMT Survey

Previous exploration work enabled explorer LSC Corporation of Canada to outline a 2018 NI 43-101 resource for the whole salar of 2.19Mt LCE @ 374mg/Li at the Inferred category.



Classification and Zone	Assay Value (mg/l)					Total Brine Vol (B m^3)	RBRC[1] (%)	Available Brine Vol,[3,8] (MM m^3)	Li Ktonnes (as metal)	LCE[2] (Ktonnes)
Inferred	Li	Ca	K	Mg	SO_4					
Top 50m, 5km radius of pump well	338	3570	6170	1,320	29,100	4.170	13.5	563.049	190.3	1,013.0
Remaining area, top 50m	338	3,570	6,170	1,320	29,100	2.898	6.95	201.432	68.1	362.4
Sub-total	**338**	**3,570**	**6,170**	**1,320**	**29,100**	**7.069**	**10.81**	**764.482**	**258.4**	**1,375.4**
Lower 50m – 100m	410	710	7,520	4,920	34,130	7.069	5.28	373.245	153.0	814.6
Total Inferred	**374**	**2,149**	**6,845**	**3,129**	**31,615**	**14.138**	**8.05**	**1,137.727**	**411.4**	**2,190.0**

Notes:
1) Relative Brine Release Capacity.
2) Calculated after application of RBRC factor.
3) Li metal converted to Lithium Carbonate Equivalent (LCE) using a factor of 5.323.
4) A cut-off grade of 100 mg/l of Li was applied as a standard to produce saleable lithium products in an economically profitable manner. It is expected that the extraction and production of brine follow traditional wellfield. The Geochemical properties of the brine also suggest that the production of saleable lithium can be conducted through traditional techniques currently used in lithium brine operations in Chile, the USA and China.
5) Resources estimated using CIM 2014 resource classification definitions.

Figure 6: LSC Lithium Ni43-101 Resource Statement as at February 2018

In Q3, 2023 the TEM and CSAMT geophysical surveys at the Rio Grande Sur Project were completed which produced significant results. The TEM survey identified multiple zones which were highly prospective for lithium-enriched brines. Two distinct geological regimes were highlighted that provide the potential to extend to significant depths with multiple transmissive layers. The results made for good reading, with the identified low resistivity or high conductivity layers considered highly prospective for future exploration activities.

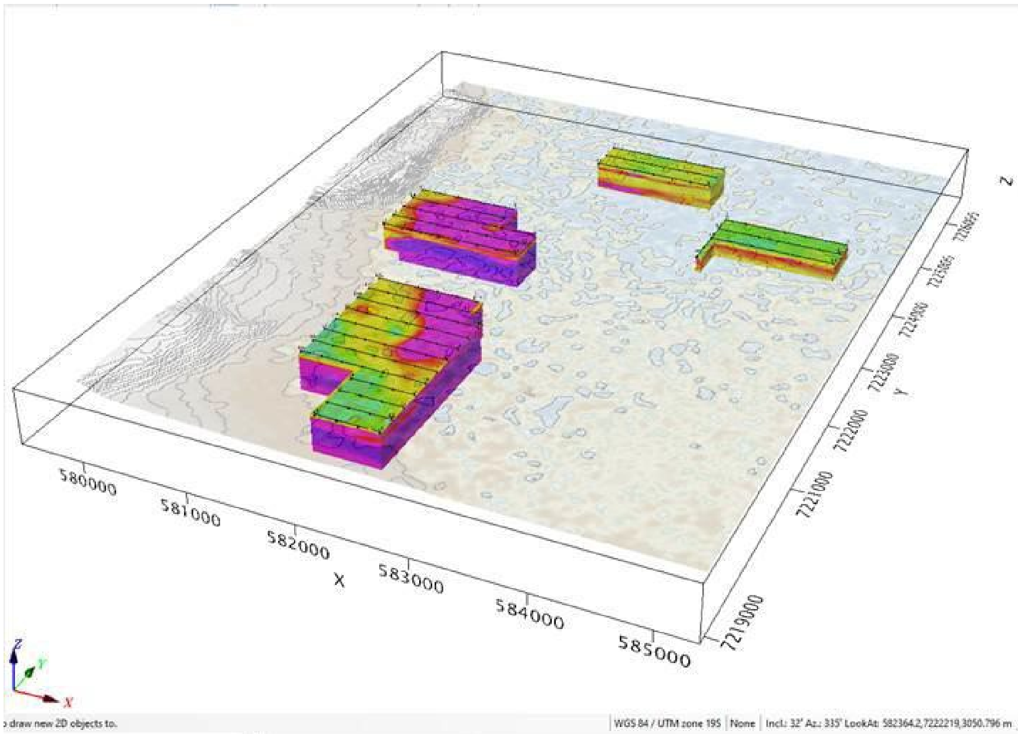


Figure 7: TEM Survey Results in 1D resistivity volume distributions.

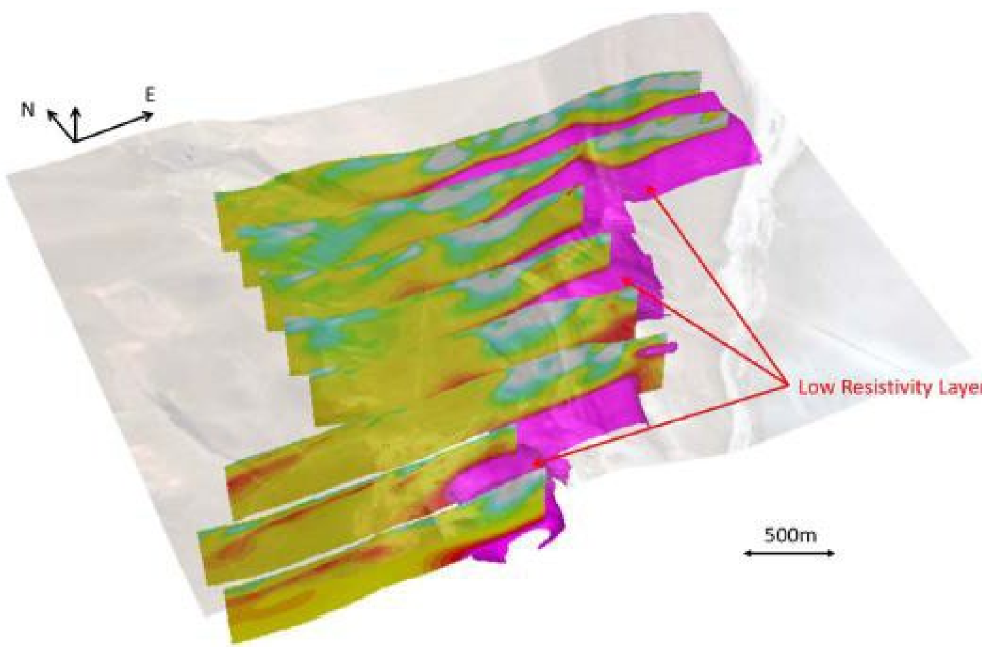


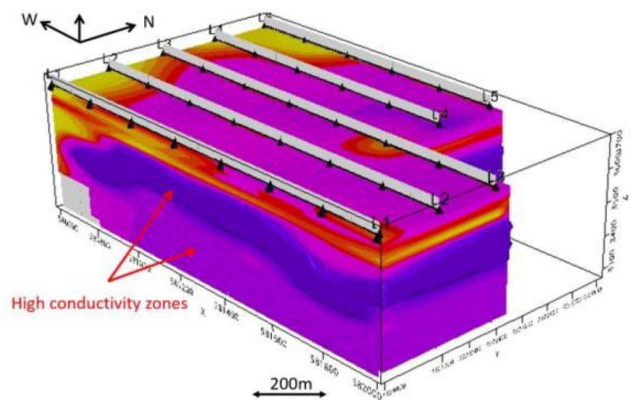
Figure 8: CSAMT survey results showing a 3D rendering of Low Resistivity Layer

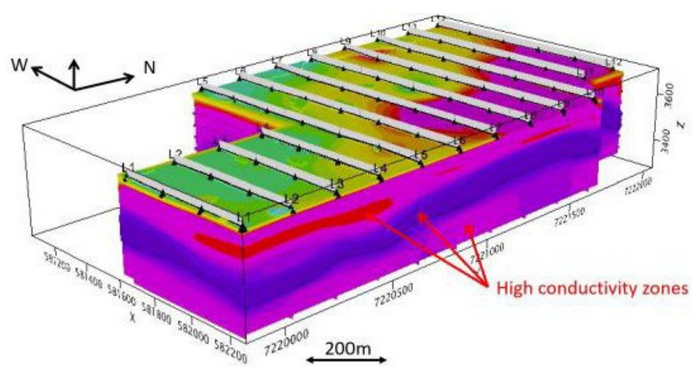
Sal Rio I - The TEM data has outlined two high-conductivity zones; one around 100m and a thick low resistivity (high conductivity) layer at 100- 250m depth. TEM seems to struggle below this high conductivity layer, which can reduce the accuracy of data interpreted for material below 250m. However, the available data also suggests that the material deeper than 250m is conductive.

Sal Rio II – As with Sal Rio I, the TEM data has outlined a 100m thick low resistivity from 150 -300m depth. As with Sal Rio I data, the interpretation of the TEM data below was not easy, but available data suggests that the material deeper than 300m is conductive.

Maria Magdelena – TEM data outlined a 50m thick low resistivity later from 100m to 150m. The data correlates well with available drilling data, which indicate a more traditional halite-dominant salar stratigraphy, with lower resistivity layers corresponding to higher porosity and permeability halite layers. This tenement is directly adjacent to two drill holes on its boundary lines which, when drilled in 2011 by ADY Resources, returned results of 395mg/Li at hole RG-17 and 391mg/Li at hole RG-18. Hole RG-18T was a twin of RG-18 in 2017 by LSC Lithium, which returned an average grade of 361mg/Li.

Isabel Segunda - The TEM data outlined two low resistivity layers underlying the tenement. The first is some 75m thick at a depth of 75-150m, and the second is 100m thick at a depth of 250-350m. Again, the data correlates well with available drilling data, which indicate a more traditional halite-dominant salar stratigraphy, with lower resistivity layers corresponding to higher porosity and permeability halite layers.





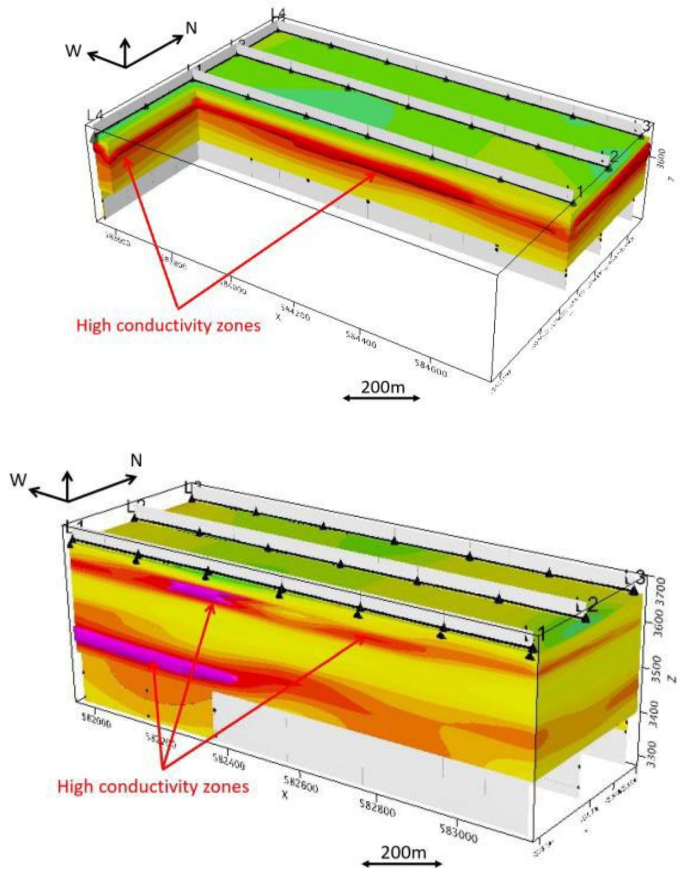


Figure 9: 3D visualisation of processed TEM data for Sal Rio I, Sal Rio II, Maria, Magdelena and Isabel Segunda tenements

The CSAMT survey also yielded significant results identifying multiple resistivity layers which are considered highly prospective for lithium-enriched brines. Importantly, this data demonstrated that the potential of the Rio Grande Sur Project to host a significant resource now extends to the Mito tenement to the north. The CSAMT survey provided valuable insights into the underground geology and hydrogeology of the tenement, particularly within the 500m range, which will be important in assisting with the identification of the best drilling locations. Pursuit plans a drilling programme at Mito following the completion of the maiden drilling programme at the on salar group of tenements.

The results of the CSAMT survey allowed two distinct resistivity layers to be identified. The data revealed an Upper High Resistivity Layer at c.100 – 200m deep. This layer is thought to be composed of silt or fine sand, as seen at the surface. Relatively high resistivity values are likely due to brine being diluted by fresh or brackish water coming from the western margin of the salar basin. The discovery of a significant quantity of fresh water firmly suggests that the host lithologies are promising for future brine extraction. Also, a large, thick and contiguous extremely Low Resistivity Layer from 200 – 600m deep was suggested at the Mito tenement from the CSAMT lines.

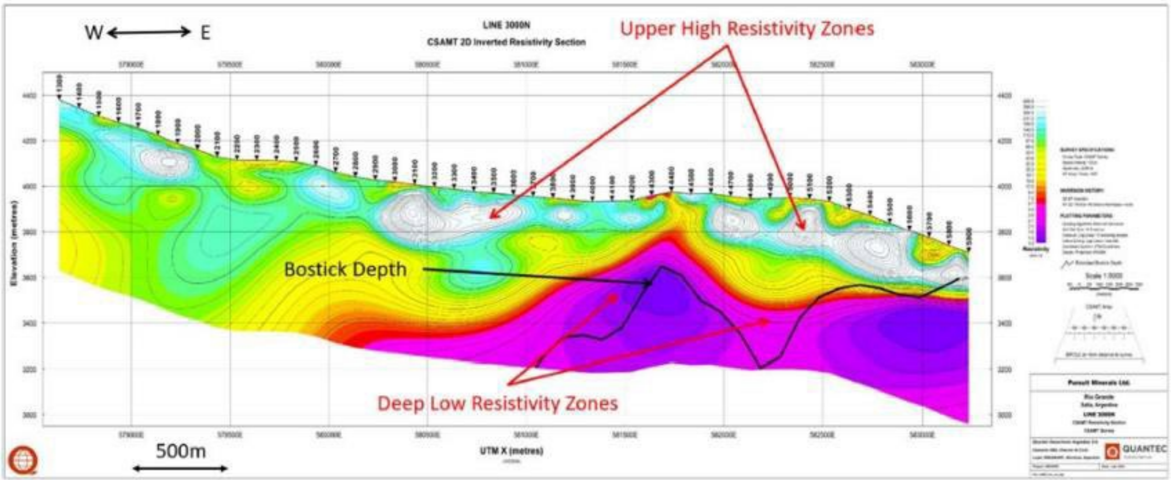


Figure 10: 2D inversion Resistivity Section: 3000 north from CSAMT survey at the Mito tenement

The results of the TEM/CSAMT surveys demonstrate that the Rio Grande Sur Project can potentially host a significant resource of lithium brine. The TEM data outlined multiple 100m thick low resistivity (high conductivity) layers from 150m to 300m depth underlying various tenements. These layers are below the current NI43-101 Inferred Resource drilling, which extended to only to 100m. TEM data also clearly pointed towards the material deeper than 250m being conductive, which means that it can be considered prospective for future lithium brine exploration.

Pilot Plant

Pursuit recently completed the acquisition of a 100tpa Pilot Plant which will now focus on continuous production, firstly at a specific site in the city of Salta where following planned production of Lithium Carbonate, the plant will be relocated to a site at the Rio Grande Salar. Pursuit has engaged global engineering firm Worley to optimise the existing flow sheet for the Rio Grande Brines profile to produce battery grade Lithium Carbonate. This will build on the existing historical work relating to the proposed conventional processing plan.

Figure 11: Pursuit's Pilot Plant during site visit March 2023

WA Gold and Nickel Projects

In addition to its flagship lithium project, Pursuit owns a portfolio of highly prospective gold/nickel projects in WA.

Figure 12: WA Project Portfolio

Warrior

Pursuit has gained a highly prospective land position in an emerging PGE-Ni-Cu terrane, which covers a series of prominent magnetic anomalies which are seen to be similar to Chalice's Gonneville PGE-Ni-Cu discovery on the Julimar Project, 20km to the south. AC drilling at the Ablett Prospect has located a +800m zone of gold mineralisation and Total Rare Earth Oxides (TREO) of up to 0.31%.

February 2021 saw a detailed airborne Electromagnetic (EM) survey over the Calingiri East, Calingiri West, Wubin and Wubin South exploration licences on this project. Several conductive features were identified at Calingiri East and Calingiri West, which warranted follow-up work on the ground.

The Phil's Hill Prospect airborne conductors were shown to be discrete basement conductors by a ground Moving Loop Electromagnetic (MLEM) survey ahead of diamond drilling on this prospect. This led to the discovery of a 1.6km long Ag-Au-Cu-As-Mo-Co-Bi sulphide mineralising system which is being studied further. Extensive field reconnaissance involving a 2,000+ sample augur geochemistry survey across Calingiri East was completed in March 2022, which located significant drill targets at Phil's Hill West, a new prospect called Smogo's and the Ablett Prospect (which was initially discovered by Dominion Mining in 2010). These targets were drilled by wide-spaced air core drill traverses in April 2022. Ultramafic rocks at Smogo's were further analysed by MLEM surveying in late May 2022. Much assessment work remains to be done on these prospects.

Commando

The Commando Project is located 30km north of Kalgoorlie and are proximal to Golden Cities (Federal, Havana & Suva, +1.5Moz) and Paddington (+5Moz) gold mines. Auger geochemistry by Pursuit led to the discovery of 4 new gold prospects. Follow-up AC drilling found BOH gold mineralisation similar to Golden Cities' early results, with results up to 3.09g/t gold, 900m from the Havana pit.

The Commando Gold Project is under-explored with numerous significant gold drilling intersections to follow up. The project remains under-explored as the ground was previously held in small parcels by undercapitalised groups with little exploration since the 1990s. Exploration will focus immediately on following up impressive gold intersections such as 10m @ 4.5g/t Au from 41m including 2m @ 14.6g/t from 41m, 8m @ 4.78g/t Au from 3m including 3m @ 11.4g/t Au from 3m and 23m @ 1.46g/t Au from 10m.

Corporate

The Consolidated Entity had a cash position of $2,392,261 at year end.

On 29th March 2023, Pursuit Minerals completed the acquisition of 100% of Trilogy Minerals Pty Ltd. The Company issued 1,375,000,000 ordinary shares and 710,016,585 performance shares. The Rio Grande Sur Project is an advanced stage lithium development prospect in the Salta province of Argentina covering 9,260 hectares on the Rio Grande Salar. As part of the transaction, Pursuit also acquired the Cateo licence for US$1.94m and the issue of 20.80 million shares.

On 27 April 2022, the Company announced the sale of the Gladiator Tenements for $30,000 and the acquisition of the Oriental Prospect for $100,000 with a net payment of $70,000 owing. The transaction settled on 9 September 2022 following which the Company issued 4.88 million shares (value $70,000) on 9 September 2022.

On 19 December 2022, the Company issued 13,336,372 Shares to exercise the option to acquire a 100% interest in the Commando Project Tenements (shares are escrowed for 3 months). The Company also completed a Private Placement for the issue of 125 million shares at an issue price of $0.012. The proceeds of the funds were to assist in the settlement of the Cateo Tenement in Trilogy Minerals.

On 6 March 2023, Pursuit Minerals issued 41,666,667 shares at an issue price of $0.012. The shares were issued to the Directors Messrs Peter Wall, Mark Freeman and Robert Affleck (or their nominees) who participated in the Placement on the same terms as the Unrelated Placement Participants in accordance with shareholder approval at the general meeting. The Company also issued 333,334 ordinary shares following the conversion of performance rights to shares.

The company issued 120,000,000 unlisted options exercisable at $0.02 each on or before 9 December 2026 to directors ("Director Options"). Shareholder approval was received for the issue of Director Options at the general meeting held on the 7th February 2023.

11 May 2023 the Company issued 19,666,667 shares for the conversion of the same number of performance rights. The performance rights consisted of 9,833,333 Class A and Class B Performance Rights.

In accordance with the resolutions passed at the annual general meeting the Directors Messrs Peter Wall, Mark Freeman and Robert Affleck all participated in an issue of shares in lieu of fees paid to directors. Under the Salary Sacrifice Plan approved by shareholders at the AGM, each of the Directors were issued shares in lieu of 50% of their respective director fees and consultancy fees payable to them for the period 1 July 2022 to 30 June 2023 as part of the Company's strategy to sustain its business.

Competent Person's Statement

Statements contained in this announcement relating to exploration results and exploration targets, are based on, and fairly represents, information and supporting documentation prepared by Mr. Brian Luinstra, BSc honours (Geology), PhD (Earth Sciences), MAIG, PGeo (Ontario). Dr Luinstra is a Principal Consultant of SRK Consulting (Australasia) Pty Ltd and a consultant to the Company. Mr. Luinstra has sufficient relevant experience in relation to the mineralisation style being reported on to qualify as a Competent Person for reporting exploration results, as defined in the Australian Code for Reporting of Identified Mineral Resources and Ore Reserves (JORC) Code 2012. Mr Luinstra consents to the use of this information in this announcement in the form and context in which it appears.

The mineral resource compiled in accordance with NI43-101, is a foreign mineral resource estimate which was not compiled in accordance with the JORC code. The Competent Person has not done sufficient work to classify this foreign mineral resource estimate as a Mineral Resource in accordance with the JORC Code. It is uncertain that following evaluation and/or further exploration work that the foreign mineral resource estimate will be able to be reported as Mineral Resources in accordance with the JORC code. All disclosures of Exploration Targets are based on historical exploration results from this foreign mineral resource estimate.

For further detail on the NI43-101 refer to ASX release 14/12/2022 Pursuit to Acquire Lithium Brine Project in Argentina. The Company is not aware of any new information or data that materially affects the information included in the referenced ASX announcement and confirms that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

Forward looking statements

Statements relating to the estimated or expected future production, operating results, cash flows and costs and financial condition of the Consolidated Entity's planned work at the Company's projects and the expected results of such work are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by words such as the following: expects, plans, anticipates, forecasts, believes, intends, estimates, projects, assumes, potential and similar expressions. Forward-looking statements also include reference to events or conditions that will, would, may, could or should occur. Information concerning exploration results and mineral reserve and resource estimates may also be deemed to be forward-looking statements, as it constitutes a prediction of what might be found to be present when and if a project is actually developed.

These forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable at the time they are made, are inherently subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements, including, without limitation: uncertainties related to raising sufficient financing to fund the planned work in a timely manner and on acceptable terms; changes in planned work resulting from logistical, technical or other factors; the possibility that results of work will not fulfil projections/expectations and realize the perceived potential of the Consolidated Entity's projects; uncertainties involved in the interpretation of drilling results and other tests and the estimation of gold/ lithium reserves and resources; risk of accidents, equipment breakdowns and labour disputes or other unanticipated difficulties or interruptions; the possibility of environmental issues at the Consolidated Entity's projects; the possibility of cost overruns or unanticipated expenses in work programs; the need to obtain permits and comply with environmental laws and regulations and other government requirements; fluctuations in the price of gold/ lithium and other risks and uncertainties.

REVIEW OF RESULTS

The net loss after tax for the year ended 30 June 2023 was $4,769,789 (2022: $1,948,139 loss). The significant items affecting the loss after tax were:

a) Share based payments expense of $2,555,761 (2022: 250,837)
b) Administrative and other expenses totalling $1,363,031 (2022: $959,546).
c) Fair value movement on financial assets $589,892 (2022: $1,111,205).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

On the 29th March 2023 the Company completed the acquisition of Trilogy which holds ~9,260 hectares in the Rio Grande Sur Project. The Rio Grande Sur Project is an advanced stage lithium development prospect in the Salta province of Argentina covering 9,260 hectares on the Rio Grande Salar. Located in a significant and important lithium production region, home to many major lithium companies and exploration juniors, the project was acquired in March 2023.

Trilogy is a lithium exploration and development company. The principal activity of the Company is conducting mineral exploration activities and development activities at its Rio Grande Sur Lithium Project in Argentina. The Company additionally holds a portfolio of mineral exploration projects in WA.

As consideration for the acquisition the Company issued 1,375,000,000 ordinary shares at $0.02 per share and 710,016,585 performance shares. In addition, the company raised $2 million in private placements (alongside existing Company funds) and issued 20,833,334 shares at $0.02 per share to exercise the final option over Tenement 5 (Cateo) of Trilogy.

The Company also completed the following project acquisitions during the 2023 financial year:

- The purchase of a 100% interest in the Commando Gold Project settled on 19 December 2022 following the issue of 13,336,372 Shares to Broad Arrow Holdings (WA) Pty Ltd. These shares are escrowed for a period of 3 months.
- The Company issued 4,880,000 shares (value $70,000) on 9 September 2022 as part of a deal to swap the Gladiator Tenements for the Oriental exploration prospect (previously announced to the ASX on 27 April 2022).
- On 13 September 2021, the Company issued 10 million shares at a price of $0.05025 for the remaining consideration for the acquisition of the Warrior Project.

There have been no other significant changes in the state of affairs of the Consolidated Entity during the year.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The Consolidated Entity will continue to explore its tenement package as described in the Principal Activities section above.

DIVIDENDS

No dividends were paid during the year and no recommendation is made as to payment of dividends.

EVENTS SUBSEQUENT TO REPORTING DATE

The following event occurred subsequent to 30 June 2023:

On the 27th July 2023:

- the Company completed a private placement of 250,000,000 fully paid ordinary shares to the clients of Inyati Capital Pty Ltd (Inyati) and CPS Capital Group Pty Ltd (CPS Capital) as announced on 19 July 2023. The Placement Shares were issued with an issue price of $0.012 per Placement Share, raising $3,000,000 (before costs), in addition, 25,000,000 options exercisable on or before 27 July 2026 to Inyati and CPS Capital for distribution to the brokers that assisted with the Placement. The options are exercisable at 1.8 cents per share on or before 3 years from their date of issue. Inyati and CPS Capital have been paid a cash fee equal to 6% of the amount raised under the Placement. The Placement Shares were issued in a single tranche using the Company's existing placement capacity under LR7.1 with the other securities issued under 7.1A.
- the Company issued 31,250,000 Shares for nil cash consideration to S3 Consortium Pty Ltd (Stocks Digital), topping up Stocks Digital's marketing services with an additional $375,000 worth of services at a deemed issue price of $A0.012 per Share.
- the Company issued 56,000,000 fully paid ordinary shares following the exercise of 36,000,000 Director Options and the conversion of 20,000,000 Director Performance Rights (held by entities controlled by Mark Freeman and Peter Wall, the Finance Director and Chairman of the Company).

On the 17th August 2023 the company announced the completion of the acquisition of a Lithium Carbonate Pilot Plant located in the city of Salta, Argentina for a total purchase price of US$365,000.

The Directors are not aware of any other matters or circumstances not otherwise dealt with in this interim report that have significantly, or may significantly affect the operations, results or state of affairs of the Consolidated Entity.

UNISSUED SHARES

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

Expiry Date	Exercise price	Number
23/12/2024	$0.0281	2,500,000
09/12/2026	$0.0200	120,000,000
27/07/2026	$0.0180	25,000,000*
		147,500,000

* The Company completed a private placement of 250,000,000 fully paid ordinary shares to the clients of Inyati Capital Pty Ltd (Inyati) and CPS Capital Group Pty Ltd (CPS Capital) as announced on 19 July 2023. The Placement Shares were issued with an issue price of $0.012 per Placement Share, raising $3,000,000 (before costs), in addition, 25,000,000 options exercisable on or before 27 July 2026 to Inyati and CPS Capital for distribution to the brokers that assisted with the Placement. The options are exercisable at 1.8 cents per share on or before 3 years from their date of issue.

In addition, at the date of this report, the Company has

- 20,000,000 Performance Rights on issue with each convertible into one ordinary share on or before 30 June 2025 if the Company's 20 day VWAP share price reaches $0.025.

On the 27th July 2023 the Company issued 56,000,000 fully paid ordinary shares following the exercise of 36,000,000 Director Options and the conversion of 20,000,000 Director Performance Rights (held by entities controlled by Mark Freeman and Peter Wall, the Finance Director and Chairman of the Company).

- 36,000,000 Options with an exercise price of $0.0070 and an expiry date of 20th September 2023.
- 10,000,000 Performance Rights on issue with each convertible into one ordinary share on or before 30 June 2025 if the Company's 20 day VWAP share price reaches $0.015.[1]
- 10,000,000 Performance Rights on issue with each convertible into one ordinary share on or before 30 June 2025 if the Company's 20 day VWAP share price reaches $0.020.[2]

SHARES ISSUED AS A RESULT OF THE EXERCISE OF OPTIONS

The Company issued 36,000,000 shares on the 27th July 2023 as result of an exercise of options at an exercise price of $0.007. No amounts remain unpaid in respect of these shares.

There have been no further options issued or exercised up to the date of this report.

ENVIRONMENTAL REGULATION

The Consolidated Entity carries out mineral exploration at its various projects which are subject to environmental regulations. In Argentina Environmental requirements are set out in the Environmental General Protection Act No. 25,675 and Law No. 24,585 which are incorporated into the National Mining Code. Law No. 24,585. In Australia environmental regulation is subject to both Commonwealth and State legislation in particular the Mining Act 1978 (WA). During the financial year, there have been no breaches of these regulations.

MATERIAL BUSINESS RISKS

The Group identifies the following to be the key material business risks:

<u>Additional requirements for capital</u>

The Company's capital requirements depend on numerous factors. Given the Company's ability to control spending, it is important to emphasise that the Company's current financial position does not necessarily require immediate capital infusion to sustain day-to-day operations. Instead, the potential need for additional financing primarily relates to future production endeavours. Any additional equity financing sought will result in the dilution of existing Shareholdings. Additionally, if debt financing options are available, they may come with certain restrictions on our financing and operating activities. It's crucial to acknowledge that failing to secure the additional funding required could potentially lead to a reduction in the scope of our operations and a scaling back of exploration programs, should they be deemed necessary. However, it's important to emphasise that the immediate need for capital is primarily contingent on moving into production phases. There is, however, no guarantee that the Company will be able to secure any additional funding or be able to secure funding on terms favourable to the Company

<u>Risk of failure in exploration, development or production</u>

Payment of compensation is ordinarily necessary to acquire participating interests. Also, surveying and exploratory drilling expenses (exploration expenses) exploration activities for the purpose of discovering resources. When resources are discovered, it is necessary to further invest in substantial development expenses.

There is, however, no guarantee of discovering resources on a scale that makes development and production feasible. The probability of such discoveries is considerably low despite various technological advances in recent years, and even when resources are discovered the scale of the resource does not necessarily make commercial production feasible. For this reason, the Group conservatively recognises expenses related to exploration investment in our consolidated financial statements.

To increase recoverable resources and production, the Group plans to always take an interest in promising properties and plans to continue exploration investment. Although exploration and development (including the acquisition of interests) are necessary to secure the resources essential to the Group's future sustainable business development, technological and economic risks, and failed exploration or development could have an adverse effect on the results of the Group's operations.

Overseas Business Activities and Country Risk (Geopolitical Risk)
The Group engages in exploration activities outside of Australia, mainly in Argentina. The success of the Group's operation depends on the political stability in this country and the availability of qualified and skilled workforce to support operations. While the operations of the Group in this country is currently very stable, a change in the government may result in changes to the foreign investment laws and these assets could have an adverse effect on the Group's operational results. To manage this risk, the Group ensures that all significant transactions in these countries are supported by robust contracts between the company and third parties. We have a system in place for parent company level to continuously check the country risk management before any significant investment is made. Furthermore, we have developed a mechanism to counter legal risk, where foreign subsidiaries and management can receive appropriate legal guidance regarding matters such as important agreements and lawsuits in foreign locations.

Environmental
The operations and proposed activities of the Company are subject to laws and regulations concerning the environment.

Company's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. It is the Company's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws. Mining operations have inherent risks and liabilities associated with safety and damage to the environment and the disposal of waste products occurring as a result of mineral exploration and production. The occurrence of any such safety or environmental incident could delay production or increase production costs. Events, such as unpredictable rainfall or bushfires may impact on the Company's ongoing compliance with environmental legislation, regulations and licences. Significant liabilities could be imposed on the Company for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous operations or non-compliance with environmental laws or regulations. The disposal of mining and process waste and mine water discharge are under constant legislative scrutiny and regulation. There is a risk that environmental laws and regulations become more onerous making the Company's operations more expensive.

Climate Risk
There are a number of climate-related factors that may affect the operations and proposed activities of the Company. The climate change risks particularly attributable to the Company include:

a) the emergence of new or expanded regulations associated with the transitioning to a lower-carbon economy and market changes related to climate change mitigation. The Company may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the Company and its profitability. While the Company will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the Company will not be impacted by these occurrences;
b) climate change may cause certain physical and environmental risks that cannot be predicted by the Company, including events such as increased severity of weather patterns and incidence of extreme weather events and longer-term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the Company operates.

SCHEDULE OF TENEMENTS

As at the date of this report, the Consolidated Entity had interests in the following mineral exploration licences:

Project	Tenement	Location	Area (km^2)	Expiry Date
Warrior	E70/ 5378 - Calingiri West	WA, Australia	126.06	29/07/2026
Warrior	E70/5392 - Bindi Bindi	WA, Australia	94.49	01/12/2025
Warrior	E70/5379 – Calingiri East	WA, Australia	179.08	01/12/2025
Warrior	E70/5493 - Wubin	WA, Australia	192.98	25/11/2025
Warrior	E70/5678 – Wubin South	WA, Australia	53.41	17/01/2026
Commando	E24/199	WA, Australia	8.36	15/10/2025
Commando	M 24/282	WA, Australia	0.44	28/03/2031
Commando	M24/485	WA, Australia	0.10	16/07/2030
Commando	M24/503	WA, Australia	4.70	15/07/2030
Commando	M 24/641	WA, Australia	1.04	15/07/2030
Commando	P24/4961	WA, Australia	0.05	25/08/2024
Commando	P24/4967	WA, Australia	2.01	3/11/2023
Commando	P24/5192	WA, Australia	0.67	22/10/2025
Rio Grande Sur	Maria Magdalena – File 3571	Salta, Argentina	0.73	N/A
Rio Grande Sur	Isabel Segunda – File 16626	Salta, Argentina	0.59	N/A
Rio Grande Sur	Sal Rio 02 – File 21942	Salta, Argentina	2.98	N/A
Rio Grande Sur	Sal Rio 01 – File 21941	Salta, Argentina	1.42	N/A
Rio Grande Sur	Mito – File 23704	Salta, Argentina	86.6	N/A

AUDITOR'S DECLARATION OF INDEPENDENCE

The auditor's independence declaration for the year ended 30 June 2023 has been received and is included within the financial statements.

REMUNERATION REPORT (AUDITED)

Introduction

The Directors present the Remuneration Report for the Consolidated Entity for the year ended 30 June 2023. This Remuneration Report forms part of the Directors' Report in accordance with the requirements of the *Corporations Act 2001* and its regulations. For the purposes of this report, Key Management Personnel ("KMP") of the Consolidated Entity are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Consolidated Entity, directly or indirectly, including any director (whether executive or otherwise) of the Parent Entity.

Key management personnel

The following persons were KMP of the Consolidated Entity during the financial year (unless noted otherwise the persons listed were KMP for the whole of the financial year):

Name	***Position Held***
Peter Wall	Non-Executive Chairman
Robert Affleck	Managing Director (resigned 3 July 2023)
Aaron Revelle	CEO & Managing Director (appointed July 2023, previously Chief Operating Officer appointed 29 March 2023)
Mark Freeman	Finance Director / Company Secretary (resigned 31 August 2023)
Ernest Thomas Eadie	Non-Executive Director (appointed 29 March 2023)
Vito Interlandi	Company Secretary (appointed 31 August 2023)

Remuneration Policy

The remuneration policy of the Consolidated Entity has been designed to align KMP objectives with Shareholders' interests and business objectives by providing a fixed remuneration component, a short-term remuneration component and offering specific long-term incentives based on key performance areas affecting the Consolidated Entity's financial results. The Board believes that the remuneration policy is appropriate and effective in its ability to attract and retain the best KMP to run and manage the Consolidated Entity, as well as create goal congruence between KMP and Shareholders.

The table below shows for the current financial year and previous four financial years the total remuneration cost of the KMP, earnings per ordinary share (EPS), dividends paid or declared, and the closing price of ordinary shares on ASX at year end.

Financial Year	Total Remuneration $	EPS (Cents)	Dividends (Cents)	Share Price (Cents)
2023	2,781,111	(0.34)	-	1.4
2022	507,414	(0.21)	-	1.3
2021	1,735,659	(0.55)	-	7
2020	402,660	(0.32)	-	0.5
2019	416,565	(5.51)	-	1.0

Given the stage of the Consolidated Entity's development and the fact that it does not currently have any revenue producing operations, the Board does not consider EPS or dividends paid or declared to be meaningful measures for assessing KMP performance.

REMUNERATION REPORT (AUDITED)

Executive Directors and Management

The Board's policy for determining the nature and amount of remuneration for Executive Directors and Management of the Consolidated Entity was in place for the financial year ended 30 June 2023. The remuneration of an Executive Director is decided by the Board, without the affected Executive Director participating in that decision-making process. The Board's policy is to remunerate the Executive Director and Management based on market practices, duties and accountability. Independent external advice is sought when required.

In addition to this the Executive Director and Management may be paid fees or other amounts (i.e. non-cash performance incentives such as options or performance rights, subject to any necessary Shareholder approval) as the other Board members determine where the Executive Director and Management performs special duties or otherwise performs services outside the scope of the ordinary duties of the Executive Director and Management. In addition, the Executive Directors and Management are also entitled to be paid reasonable travelling, hotel and other expenses incurred by them respectively in or about the performance of their duties as Executive Directors and Management.

Non-Executive Directors

The total maximum cash remuneration of Non-Executive Directors is determined by ordinary resolution of Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable. 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 ("AGM"). The maximum aggregate amount of fees payable is currently $750,000. The remuneration paid to Non-Executive Directors are reviewed annually.

Short term incentives

No short-term incentives were awarded to key management personnel during the year.

Long term incentives

The following long-term incentives were awarded to key management personnel during the year:

- Robert Affleck 5,000,000 Performance Rights[3]
- Mark Freeman 5,000,000 Performance Rights (Cancelled)[4]

No performance conditions were attached to the award of these long-term incentives, though there are market-based conditions (refer below).

Use of Remuneration Consultants

To ensure the Board acting in its capacity as the Remuneration Committee is fully informed when making remuneration decisions, it may seek external remuneration advice. The Board did not engage external remuneration advice in 2023.

Remuneration Report Approval at FY2022 AGM

The remuneration report for the year ended 30 June 2022 was put to shareholders and approved at the Company's AGM held on 25 November 2022. The Company did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

[3] 6,666,666 unvested performance rights outstanding to Robert Affleck lapsed at date of resignation. Outstanding unvested performance rights balance of $75,972 at 30 June 2023.

[4] Mark's resignation results in a share based payment expense for his outstanding vested performance rights of $128,189 in FY2024. Outstanding unvested performance rights balance of $61,014 at 30 June 2023.

REMUNERATION REPORT (AUDITED)

Details of Remuneration

Compensation paid, payable or provided by the Consolidated Entity or on behalf of the Consolidated Entity, to key management personnel is set out below. Key management personnel include all Directors of the Consolidated Entity and certain executives who, in the opinion of the Board and Managing Director, have authority and responsibility for planning, directing and controlling the activities of the Consolidated Entity directly or indirectly.

The following table sets out details of remuneration received by the Consolidated Entity's key management personnel during the year.

	Year	Salary & fees[1]	Share-based payments (including Options)	Total	Remuneration consisting of share-based payments
Non-Executive Chairman					
Peter Wall	**2023**	**67,425**	**700,345**	**767,770**	**95%**
	2022	69,000	38,824	107,824	36%
Executive Directors					
Robert Affleck[5]	**2023**	**268,500**	**740,836**	**1,009,336**	**85%**
	2022	144,000	38,824	182,824	21%
Mark Freeman[6]	**2023**	**144,850**	**794,904**	**939,754**	**90%**
	2022	165,000	51,766	216,766	24%
Aaron Revelle[7]	**2023**	**55,250**	**-**	**55,250**	**-**
	2022	-	-	-	-
Non-Executive Directors					
Ernest Thomas Eadie[8]	**2023**	**9,000**	**-**	**9,000**	**-**
	2022	-	-	-	-
Total	**2023**	**545,025**	**2,236,085**	**2,781,111**	**88%**
	2022	378,000	129,414	507,414	26%

[1] Mr Peter Wall, Mr Robert Affleck and Mr Mark Freeman all participated in an issue of shares in lieu of fees paid to directors. Under the Salary Sacrifice Plan approved by shareholders at the AGM, each of the Directors were issued shares in lieu of 50% of their respective director fees and consultancy fees payable to them for the period 1 July 2022 to 30 June 2023 as part of the Company's strategy to sustain its business. The number of shares received were 50% of the respective fees plus that number of shares equivalent to 33% of the total Directors fees (if any) paid to the Director to compensate the Directors for having to pay tax from their own resources. The deemed issue price was equivalent to the 90-day VWAP calculation based on the fair value of the shares issued on the issue date.

Service Agreements

The Company has entered into executive services agreements with key management personnel.

[5] Resigned 3 July 2023

[6] Resigned 31 August 2023

[7] Appointed 3 July 2023 as Managing Director & CEO, appointed 29 March 2023 as Chief Operating Officer (COO)

[8] Appointed 29 March 2023

Peter Wall

- Position: Non-Executive Chairman
- Term: No fixed term

- **REMUNERATION REPORT (AUDITED)**

- Termination: Either party may terminate the contract by providing a written notice giving 3 months' notice or paying a termination fee of 3 months.
- Director fees: $5,000 per month.
- The Company reimburses Mr Wall for all reasonable expenses incurred by him in the performance of his duties in connection with the Company.

Robert Affleck

- Position: Managing Director
- Appointment date: Technical Director (24 June 2021) & Managing Director (1 April 2022)
- Resignation date: 3 July 2023
- Term: No fixed term.
- Director fees: $20,000 per month.
- Termination: Either party may terminate the contract by providing a written notice giving 3 months' notice or paying a termination fee of 3 months.
- The Company reimburses Mr Affleck for all reasonable expenses incurred by him in the performance of his duties in connection with the Company.

Mark Freeman

- Position: Finance Director/ Company Secretary
- Appointment date: 1 April 2020
- Resignation date: 31 August 2023
- Term: No fixed term.
- Director fees: $10,000 per month.
- Termination: Either party may terminate the contract by providing a written notice giving 3 months' notice or paying a termination fee of 3 months.
- Book-keeping and accounting services: total fees for the year were $36,000, the current fee is $3,000 per month (exclusive of GST) for providing book-keeping and accounting services.
- The Company reimburses Mr Freeman for all reasonable expenses incurred by him in the performance of his duties in connection with the Company.

Aaron Revelle

- Position: CEO & Managing Director (3 July 2023), previously Chief Operating Officer (29 March 2023)
- Appointment date: 3 July 2023
- Term: No fixed term.
- Remuneration:
  - Chief Operating Officer : $200,000p.a base salary + Superannuation (until June 2023)
  - CEO & Managing Director: $280,000p.a base salary + Superannuation (from July 2023)
- Termination: Either party may terminate the contract by providing a written notice giving 3 months' notice or paying a termination fee of 3 months.

REMUNERATION REPORT (AUDITED)

- The Company reimburses Mr Revelle for all reasonable expenses incurred by him in the performance of his duties in connection with the Company.

Ernest Thomas Eadie

- Position: Non-Executive Director
- Appointment date: 29 March 2023
- Term: No fixed term.
- Director fees:
  - From 1 April 2023 of $3,000 per month.
- Termination: Either party may terminate the contract by providing a written notice giving 3 months' notice or paying a termination fee of 3 months.
- The Company reimburses Mr Eadie for all reasonable expenses incurred by him in the performance of his duties in connection with the Company.

Share Based Compensation

The following options were held by key management personnel during the year ended 30 June 2023.

	Balance at 30 June 2022	Grant Date	Granted as Remuneration[1]	Fair Value of Options at Grant Date	Exercised, Forfeiture / Lapsed	Balance at 30 June 2023
Non-Executive Chairman						
Peter Wall	13,000,000	7 Feb 23	40,000,000	$605,873	-	53,000,000
Executive Directors						
Robert Affleck	-	7 Feb 23	40,000,000	$605,873	-	40,000,000
Mark Freeman	23,000,000	7 Feb 23	40,000,000	$605,873	-	63,000,000
Aaron Revelle	-	-	-	-	-	-
Non-Executive Directors						
Ernest Thomas Eadie	-	-	-	-	-	-
Total	**36,000,000**	**-**	**120,000,000**	**$1,817,619**	**-**	**156,000,000**[2]

1 The company issued 120,000,000 unlisted options exercisable at $0.02 each on or before 9 December 2026 to directors ("Director Options"). Each Option entitles the holder to subscribe for one Share upon exercise of the Option. The Options are exercisable at any time on or prior to the 9 December 2026.

2 All Options are vested as at the 30 June 2023. Refer to Note 17 for additional details.

REMUNERATION REPORT (AUDITED)

The following Performance Rights were held key management personnel during the year ended 30 June 2023.

	Balance at 30 June 2022	Grant Date	Granted as Remuneration	Fair Value of Performance Rights at Grant Date	Exercised, Forfeiture / Lapsed	Balance at 30 June 2023
Non-Executive Chairman						
Peter Wall	15,000,000	-	-	-	-	15,000,000
Executive Directors						
Robert Affleck	15,000,000	12 Oct 22	5,000,000[1]	$60,166	(13,333,334)[3]	6,666,666
Mark Freeman	20,000,000	-	-	-	(5,000,000)[2]	15,000,000
Aaron Revelle	-	-	-	-	-	-
Non-Executive Directors						
Ernest Thomas Eadie	-	-	-	-	-	-
Total	**50,000,000**		**5,000,000**	**$60,166**	**(18,333,334)**	**36,666,666[4]**

1 As approved at the Annual General Meeting held on the 25th November 2022.

2 1,666,667 of each A, B, and C Performance Rights, totalling 5,000,000, were subject to a cancellation agreement between Pursuit Minerals and Mark Freeman on the 31 October 2022. Refer to Note 17 for additional details.

3 On the 12th May 2023 the company converted 13,333,334 performance rights to shares.

4 20,000,000 Performance Rights A&B vested and exercisable at 30 June 2023. Remaining Performance Rights consist of 16,666,666 Performance Rights C..

During the financial year, the Company as varied the terms of the performance rights, as approved by the shareholders.

- *Performance Rights A* - vest following the Company's share price reaching 1.5 cents over 20 consecutive trading days.
- *Performance Rights B* - vest following the Company's share price reaching 2 cents over 20 consecutive trading days.
- *Performance Rights C* - vest following the Company's share price reaching 2.5 cents over 20 consecutive trading days

REMUNERATION REPORT (AUDITED)

Share holdings of Key Management Personnel

The number of ordinary shares in the Company held during the financial year by key management personnel of the Consolidated Entity, including their personally related parties, are set out below.

	Balance at 30 June 2022	Movement during the year	Exercise of performance rights	Exercise of options	In lieu of director fees	Balance at 30 June 2023
Non-Executive Chairman						
Peter Wall	29,006,005	21,219,193	-	-	1,321,119	51,546,317
Executives						
Mark Freeman	2,571,429	4,166,667	-	-	3,413,957	10,152,053
Robert Affleck	-	4,166,667	(13,333,334)	-	6,827,913	24,327,914
Aaron Revelle	-	57,020,945[1]	-	-	-	57,020,945
Non-Executive Directors						
Ernest Thomas Eadie	-	6,811,263[2]	-	-	-	6,811,263
Total	**31,577,434**	**93,384,735**	**(13,333,334)**	**-**	**11,562,989**	**149,858,492**

[1] 56,896,880 subject to a 12 month escrow. Ordinary shares were received as consideration for the acquisition of Trilogy Minerals Pty Ltd by Pursuit Minerals Ltd.

[2] 6,811,263 subject to a 12 month escrow. Ordinary Shares were received as consideration for the acquisition of Trilogy Minerals Pty Ltd by Pursuit Minerals Ltd

The number of performance shares in the Company held during the financial year by key management personnel of the Consolidated Entity, including their personally related parties, are set out below.

	Balance at 30 June 2022	Movement during the year	Exercise of performance shares	Balance at 30 June 2023
Non-Executive Chairman				
Peter Wall	-	-	-	-
Executives				
Mark Freeman	-	-	-	-
Robert Affleck	-	-	-	-
Aaron Revelle	-	291,394,976	-	291,394,976[1]
Non-Executive Directors				
Ernest Thomas Eadie	-	30,618,417	-	30,618,417[2]
Total	**-**	**322,013,393**	**-**	**322,013,393**

1 Performance shares were received as consideration for the acquisition of Trilogy Minerals Pty Ltd by Pursuit Minerals Ltd. Holding consists of 110,600,659 Class A, 93,291,146 Class B and 87,503,171 Class C.

2 Performance shares were received as consideration for the acquisition of Trilogy Minerals Pty Ltd by Pursuit Minerals Ltd. Holding consists of 19,513,015 Class A, 8,333,333 Class B and 2,772,069 Class C.

REMUNERATION REPORT (AUDITED)

Performance shares convert into ordinary shares subject to the following conditions:

Performance Shares A that convert into Pursuit Shares on the latest to occur of the announcement of JORC resource minimum of 100kt LCE @ 350mg/Li and the VWAP of Pursuit Shares trading on the ASX being at least $0.03 over 20 consecutive trading days (on which Pursuit Shares have actually traded) (with such milestones having a drop-dead date of 24 months from the date of issue of the Performance Shares);

Performance Shares B that convert into Pursuit Shares on the latest to occur of the announcement of Pursuit entering into a binding agreement for commercial sale of 2,000tpa of LiC203 and the VWAP of Pursuit Shares trading on the ASX being at least $0.05 over 20 consecutive trading days (on which Pursuit Shares have actually traded) (with such milestones having a drop dead date of 36 months from the date of issue of the Performance Shares); and

Performance Shares C that convert into Pursuit Shares on the latest to occur of the announcement of positive completion of a bankable feasibility study that supports the financing and construction of a 20,000tpa commercial facility and the VWAP of Pursuit Shares trading on the ASX being at least $0.07 over 20 consecutive trading days (on which Pursuit Shares have actually traded) (with such milestones having a drop dead date of 48 months from the date of issue of the Performance Shares)

Loans to key management personnel

There were no loans to key management personnel at any time during the financial year.

Other transactions with Key Management Personnel

i. Steinepreis Paganin, a company of which the Director, Mr Peter Wall is a Partner, was paid or due to be paid an aggregate amount of $168,941 (2022: $59,664) for legal services rendered during the year. This consisted of $158,314 Due Diligence and Acquisition costs.
ii. Meccano Consulting Pty Ltd, a company owned by Mr Freeman, was paid or due to be paid $36,000 (2022: $30,740) for bookkeeping and accounting services rendered during the year.
iii. All director and consulting fees payable to Mr Robert Affleck are paid to The Trustee for the Affleck Family Trust trading as Petra Calcis Exploration.

At year end the Company owed the following amounts:

- $41,000 to Meccano Consulting (a company controlled by Mark Freeman) for director and other fees.
- $4,230 to Steinepreis Paganin (a company of which the Director, Mr Peter Wall is a Partner) for legal services.
- $22,055 to Petra Calcis Exploration (The Trustee for the Affleck Family Trust) for Mr Robert Affleck's director and consulting fees.
- 5,500 to Pheakes Pty Ltd (a company controlled by Peter Wall) for director fees.

End of Audited Remuneration Report

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INSURANCE OF OFFICERS

To the extent permitted by law, the Consolidated Entity has indemnified (fully insured) each Director and the secretary of the Company. The liabilities insured include costs and expenses that may be incurred in defending civil or criminal proceedings (that may be brought) against the officers in their capacity as officers of the Consolidated Entity or a related body, 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 information to gain advantage for themselves or someone else or to cause detriment to the Consolidated Entity. It is not possible to apportion the premium between amounts relating to the insurance against legal costs and those relating to other liabilities.

PROCEEDINGS ON BEHALF OF THE CONSOLIDATED ENTITY

The Consolidated Entity is not aware that any person has applied to the court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Consolidated Entity, or to intervene in any proceedings in which the Consolidated Entity is a party, for the purpose of taking responsibility on behalf of the Consolidated Entity for all or part of those proceedings. No proceedings have been brought or intervened in on behalf of the Consolidated Entity with leave of the court under section 237 of the *Corporations Act 2001*.

NON-AUDIT SERVICES

The Consolidated Entity may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Consolidated Entity and/or the Consolidated Entity are important. No other assignments were engaged with the auditor during the year. Details of the amounts paid or payable to the auditor, BDO Audit (WA) Pty Ltd for audit services provided during the year are set out in Note 27 to the financial report.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is attached to this report.

AUDITOR

In light of the trilogy acquisition and the necessity of an audit firm that have global offices, the Board resolved to appoint BDO Audit (WA) Pty Ltd as auditors for the year ended 30 June 2023.

BDO Audit (WA) Pty Ltd is appointed in accordance with section 327 of the *Corporations Act 2001.*

ROUNDING

Rounding of amounts in accordance with ASIC Corporations (Rounding in Financial / Directors' Reports) Instrument 2017/191. The amounts in the Directors' report and in the financial report have been rounded to the nearest dollar.

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

Aaron Revelle
Managing Director & CEO, 29 September 2023

AUDITOR'S INDEPENDENCE DECLARATION

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PO Box 700 West Perth WA 6872
Australia

DECLARATION OF INDEPENDENCE BY JARRAD PRUE TO THE DIRECTORS OF PURSUIT MINERALS LIMITED

As lead auditor of Pursuit Minerals Limited for the year ended 30 June 2023, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Pursuit Minerals Limited and the entities it controlled during the period.

Jarrad Prue

Director

BDO Audit (WA) Pty Ltd

Perth

29 September 2023

CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 June 2023

	Note	Consolidated 30 June 2023 $	Consolidated 30 June 2022 $
Other income	5	**74,627**	298,716
Administrative and other expenses	6	**(1,363,031)**	(959,546)
Exploration and evaluation expense		**(928)**	(202,203)
Impairment expense	12	**-**	(184,197)
Depreciation	14	**(18,000)**	(11,245)
Fair value movement on financial assets	11	**(589,892)**	(1,111,205)
Share based payments expense	17	**(2,555,761)**	(250,837)
Finance expense		**57,285**	-
Loss before income tax from continuing operations		**(4,395,700)**	**(2,420,517)**
Discontinued Operations			
Reversal of impairment		**-**	439,369
Impairment charge		**-**	-
Foreign exchange loss		**-**	33,009
Gain/(Loss) after income tax from discontinuing operations	3	**-**	**472,378**
Income tax expense	4	**-**	-
Net loss for the year		**(4,395,700)**	**(1,948,139)**
Other comprehensive income			
Items that may be reclassified subsequently to profit and loss:			
Exchange gain on translation of foreign operations		**(374,089)**	-
Total comprehensive loss for the year		**(4,769,789)**	**(1,948,139)**
Loss attributable to:			
Owners of the parent		**(4,769,789)**	**(1,948,139)**
Total comprehensive loss attributable to:			
Owners of the parent		**(4,769,789)**	**(1,948,139)**
Basic and diluted (loss) per share (cents) from continuing operations	8	**(0.34)**	**(0.26)**
Basic and diluted earnings / (loss) per share (cents) from discontinuing operations	8	**(0.00)**	**0.05**
Total basic and diluted loss per share (cents)	8	**(0.34)**	**(0.21)**

The accompanying notes form part of these financial statements.

	Note	Consolidated 30 June 2023 $	Consolidated 30 June 2022 $
ASSETS			
Current Assets			
Cash and cash equivalents	7	**2,392,261**	6,207,510
Trade and other receivables	9	**257,373**	107,202
Prepayments	10	**383,459**	192,597
Total Current Assets		**3,033,093**	**6,507,309**
Non-Current Assets			
Financial assets at fair value through profit or loss	11	**648,579**	1,238,471
Exploration and evaluation assets	12	**43,649,531**	5,218,125
Plant and equipment	14	**24,628**	42,628
Total Non-Current Assets		**44,322,738**	**6,499,224**
Total Assets		**47,355,831**	**13,006,533**
LIABILITIES			
Current Liabilities			
Trade and other payables	15	**946,103**	417,069
Total Current Liabilities		**946,103**	**417,069**
Total Liabilities		**946,103**	**417,069**
Net Assets		**46,409,728**	**12,589,464**
EQUITY			
Contributed equity	16	**105,584,561**	75,156,766
Share based payments reserve	17	**16,067,140**	7,904,882
Foreign currency translation reserve		**(374,089)**	-
Accumulated losses	18	**(74,867,884)**	(70,472,184)
Total Equity		**46,409,728**	**12,589,464**

The accompanying notes form part of these financial statements.

Consolidated Entity	Contributed Equity $	Share Based Payment Reserve $	Foreign currency translation reserve $	Accumulated Losses $	Total $
Balance at 1 July 2022	**75,156,766**	**7,904,882**	**-**	**(70,472,184)**	**12,589,464**
(Loss) for the year	-	-	-	(4,395,700)	(4,395,700)
Other comprehensive income for the year	-	-	(374,089)	-	(374,089)
Total comprehensive income for the year	-	-	(374,089)	(4,395,700)	(4,769,789)
Transactions with owners in their capacity as owners:					
Shares issued during the year, net of issuance costs	30,427,795	-	-	-	30,427,795
Options and performance rights issued	-	8,162,258	-	-	8,162,258
Balance at 30 June 2023	**105,584,561**	**16,067,140**	**(374,089)**	**(74,867,884)**	**46,409,728**
Balance at 1 July 2021	**74,319,266**	**7,610,045**	**-**	**(68,524,045)**	**13,405,266**
(Loss) for the year	-	-	-	(1,948,139)	(1,948,139)
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	(1,948,139)	(1,948,139)
Transactions with owners in their capacity as owners:					
Shares issued during the year, net of issuance costs	837,500	-	-	-	837,500
Options and performance rights issued	-	294,837	-	-	294,837
Balance at 30 June 2022	**75,156,766**	**7,904,882**	**-**	**(70,472,184)**	**12,589,464**

The accompanying notes form part of these financial statements.

	Note	Consolidated 30 June 2023 Inflows/ (Outflows) $	Consolidated 30 June 2022 Inflows/ (Outflows) $
Cash flows from operating activities			
Interest Received		**57,285**	-
Payments to suppliers and employees		**(891,856)**	(845,351)
Net cash used in operating activities	20	**(834,571)**	**(845,351)**
Cash flows from investing activities			
Purchase of plant and equipment		**-**	(12,724)
Proceeds from sale of exploration assets		**-**	275,301
Payment for exploration and evaluation assets		**(4,945,061)**	(2,222,935)
Proceeds from refund of deposits		**-**	22,500
Net cash used in investing activities		**(4,945,061)**	**(1,937,858)**
Cash flows from financing activities			
Proceeds from share issues		**2,000,000**	35,000
Costs of issuing equity		**(35,617)**	-
Net cash provided from financing activities		**1,964,383**	**35,000**
Net decrease in cash held		**(3,815,249)**	(2,748,209)
Cash and cash equivalents at beginning of the year	20	**6,207,510**	8,955,719
Cash and cash equivalents at end of the year		**2,392,261**	**6,207,510**

The accompanying notes form part of these financial statements.

1. ***Corporate Information***

The financial report of Pursuit Minerals Limited and its controlled entities ("the Consolidated Entity") for the year ended 30 June 2023 was authorised for issue in accordance with a resolution of the Directors 29 September 2023.

The Consolidated Entity is a company limited by shares incorporated in Australia whose shares are publicly traded on the ASX.

2. ***Summary of Significant Accounting Policies***

(a) Basis of preparation

The financial report is a general-purpose financial report, which has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. The Consolidated Entity is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

The financial report has been prepared on an accrual basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected financial liabilities. Material accounting policies adopted in preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The presentation currency is Australian dollars.

Going Concern

As at 30 June 2023, the Consolidated Entity had cash reserves of $2,392,261 (30 June 2022: $6,207,510), net working capital of $2,985,675, including financial assets at fair value through profit or loss of $648,579, (June 2022: $1,238,471) and net assets of $46,409,728 (30 June 2022: $12,589,464). The Consolidated Entity incurred a loss for the year ended 30 June 2023 of $4,769,789 (30 June 2022: $1,948,139) and net cash outflows from operating activities of $832,436 (30 June 2022: $845,351 outflows).

The consolidated financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and liabilities in the normal course of business. In order to meet its day-to-day obligations as and when they fall due and to progress its exploration projects, the Directors has regard to:

- Its ability to manage exploration and corporate overhead expenditure accordingly in light of available cash reserves;
- the ability of the Company to raise additional funding in the future; and
- the successful exploration and subsequent exploitation of the Consolidated Entity's tenements.

Based on the success of previous capital raisings combined with the potential to attract farm-in partners for projects and the potential sale of the current portfolio of exploration assets held, the Directors have prepared the financial statements on a going concern basis, which as described above, contemplates the continuity of normal business activities and the realisation of assets and discharge of liabilities in the ordinary course of business.

(b) Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Consolidated Entity only. Supplementary information about the Company is disclosed in Note 21.

(c) Compliance statement

Australian Accounting Standards set out accounting policies that the Australian Accounting Standards Board (AASB) has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

(d) Adoption of new and revised standards

Standards and Interpretations applicable to 30 June 2023

In the year ended 30 June 2023, the Directors have reviewed all new and revised Standards and Interpretations issued by the AASB that are relevant to the Consolidated Entity and effective for the current annual reporting period. The overall impact on the Consolidated Entity's reported results for the year was nil. Other standards and interpretations that are issued, but not yet effective, have not been early adopted and they are not expected to impact the Company.

Standards issued but not yet effective

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective, have not been early adopted by the Group for the annual reporting period ended 30 June 2023. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations and these standards are not expected to have a material impact.

(e) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 30 June each year.

Subsidiaries are all those entities (including special purpose entities) over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-company transactions have been eliminated in full. Subsidiaries are fully consolidated from the date on which control is obtained by the Company and cease to be consolidated from the date on which control is transferred out of the Company.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. The acquisition method of accounting involves recognising at acquisition date, separately from goodwill, the identifiable assets acquired, the liabilities assumed and any non-controlling interest in the acquiree. The identifiable assets acquired, and the liabilities assumed are measured at their acquisition date fair values.

The difference between the above items and the fair value of the consideration (including the fair value of any pre-existing investment in the acquiree) is goodwill or a discount on acquisition.

A change in the ownership interest of a subsidiary that does not result in a loss of control is accounted for as an equity transaction.

(f) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The functional and presentation currency of the Company is Australian Dollars.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Group entities

The results and financial position of all the Company entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are taken to foreign currency translation reserve.

When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange differences are recognised in profit or loss, as part of the gain or loss on sale where applicable.

(g) Significant Accounting Estimates, Judgements and Assumptions

The preparation of financial statements requires management to make judgments and estimates relating to the carrying amounts of certain assets and liabilities. Actual results may differ from the estimates made. Estimates and assumptions are reviewed on an ongoing basis.

The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next accounting period are:

Share based payment transactions

The Consolidated Entity measures the cost of equity settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of the equity instruments granted were calculated using the Black-Scholes option pricing model for options and a Monte Carlo or Barrier Up-and-in simulation model for performance rights, taking into account the terms and conditions upon which the instruments were granted. The assumptions used in these valuations are set out in Note 17.

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

Volatility, where required for the valuation of share-based payment transactions, is calculated based on the historic volatility of a peer group of Companies over a period commensurate with the expected life of the awards.

Share-based payments – modified terms

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. An 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

Impairment of assets

The ultimate recoupment of the value of exploration and evaluation assets is dependent on the successful development and commercial exploitation, or alternatively, sale, of the exploration and evaluation assets.

Impairment tests are carried out on a regular basis to identify whether the asset carrying values exceed their recoverable amounts. There is significant estimation and judgement in determining the inputs and assumptions used in determining the recoverable amounts.

The key areas of judgement and estimation include:

- Recent exploration and evaluation results and resource estimates;
- Environmental issues that may impact on the underlying tenements;
- Fundamental economic factors that have an impact on the operations and carrying values of assets and liabilities; and
- The determination of an assets fair value less cost to sell (FVLCTS) and its value in use (VIU)

Asset Acquisition not Constituting a Business

When an asset acquisition does not constitute a business combination, the assets and liabilities are assigned a carrying amount based on their relative fair values in an asset purchase transaction and no deferred tax will arise in relation to the acquired assets and assumed liabilities as the initial recognition exemption for deferred tax under AASB 112 applies. No goodwill will arise on the acquisition and transaction costs of the acquisition will be included in the capitalised cost of the asset.

Determining the probability of achieving milestones for vesting of performance shares

In determining the probability of the Company achieving each of the respective milestones under class A, B and C performance shares, which would permit vesting of the performance shares, the Directors took into account the historical volatility of a peer group of Companies over a period commensurate with the expected life of the awards.

It was determined that as at acquisition date, the Company had 75%, 45% and 40% likelihood of achieving each of the respective milestones under class A, B and C, which would result in the vesting of each class of the performance shares into ordinary shares. This percentage was applied to the fair value of each class of the performance shares at issue date thereby resulting in the valuation of each class of performance shares (refer to note 12).

Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in share capital.

3. *Discontinued operations*

	2023	2022
	$	$
Discontinued operations - Scandinavian Projects	-	241,466

Sale of Scandinavian Projects

On 20 January 2021, the Consolidated Entity announced the execution of a sale agreement for its nickel and vanadium projects in Norway, Sweden and Finland. The sale was completed during the year and the proceeds settled on 17 May 2022, consisting of 37.9m shares in Kendrick Resources Plc ("Kendrick") valued at $2,349,676.

Accounting policy

Assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 'Non-current Assets Held for Sale and Discontinued Operations' are measured in accordance with that Standard.

Included in the Consolidated Statement of Cash Flows for the year ended 30 June 2022 are cash inflows of $175,000 received in relation to extension payments for the discontinued operations. The extension payments were paid by Kendrick Resources Plc to extend the settlement date to acquire the assets held for sale.

	2023	2022
(i) Financial performance information	**$**	$
Reversal of impairment	-	439,369
Foreign Exchange	-	33,009
	-	**472,378**

	2023	2022
	$	$
Continuing Operations	(4,769,789)	(2,420,517)
Discontinued Operations	-	472,378
Total comprehensive loss	**(4,769,789)**	**(1,948,139)**

A discontinued operation is a component of the Consolidated Entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

4. *Income tax*

	2023 $	2022 $
(a) Income tax benefit		
Current tax	-	-
Deferred tax	-	-
	-	-
(b) Deferred income tax/(revenue)		
Deferred income tax/(revenue) included in tax expense comprises:		
(Increase)/decrease in deferred tax assets	-	-
Increase/(decrease) in deferred tax liabilities	-	-
	-	-
(c) Reconciliation of income tax expense to prima facie income tax		
Loss before income tax from continuing operations	(4,769,789)	(2,420,517)
Loss before income tax from discontinued operations	-	472,378
Tax at the Australian tax rate of 25% (2022: 30%)	(1,192,447)	(584,440)
Increase / (decrease) in income tax due to tax effect of:		
Non-deductible share-based payments expense	545,190	75,251
Other non-deductible expenses	-	(141,713)
Cancellation of losses on formation of tax consolidated group	-	286,610
Over provision in prior period	-	371,947
Movement in unrecognised temporary differences	647,257	(7,655)
	-	-
(d) Deferred tax assets / liabilities comprise		
Accruals	19,250	16,050
Capital Raising costs	6,417	11,551
Capitalised exploration and evaluation expenditure	(7,329,474)	776,156
Financial assets	425,274	333,362
Prepayments	(95,865)	(57,779)
Tax losses available for offset against future taxable income	7,933,496	7,019,230
Capital losses available	62,195	-
Unrealised foreign exchange movements	93,503	-
Net deferred tax assets not recognised	1,114,797	8,098,570
(e) Unrecognised deferred tax assets		
Deferred tax assets have not been recognised in respect of the following items:		
- Temporary differences and tax losses at 25% (2022: 30%)	1,114,797	8,098,570

The Group has tax losses arising in Australia of $31,733,983 (2022: $28,684,828) that may be available and may be offset against future taxable profits. In addition, these tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.
No deferred tax asset has been recognised because it is not likely future assessable income is derived of a nature and of an amount sufficient to enable the benefit to be realised.

4. Income tax (continued)

Accounting policy

Income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date. Deferred income tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax assets and liabilities are recognised for all taxable temporary differences:

- Except for the deferred income tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither the accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred income tax to be recovered. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss. Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

Goods and services and sales tax

Revenues, expenses and assets are recognised net of the amount of Goods and Services Tax (GST) except:

- Where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of the asset or as part of an item of expense; or
- For receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

	2023 $	2022 $
5. *Other Income*		
Reversal of impairment[1]	-	100,300
Gain on revaluation of financial liability at fair value through profit and loss[2]	-	197,500
Other[3]	74,627	916
	74,627	298,716

[1] This amount relates to a gain on sale of the Paperbark exploration tenement which was fully impaired as at 30 June 2021.
[2] This amount relates to a gain on revaluation of financial liability in regard to the Warrior project tenements.
[3]This amount relates to Flametree Prospecting income prior to acquisition.

	2023 $	2022 $
6. *Administrative & Other Expenses*		
Accounting fees	59,025	63,763
Consulting fees	25,600	36,518
Directors and Management remuneration	546,098	378,000
Regulatory & legal	187,684	238,646
Stakeholder relations	320,696	126,038
Other administrative expenses	223,928	116,581
Total	**1,363,031**	**959,546**

7. *Cash and cash equivalents*	2023 $	2022 $
Cash at bank	2,392,261	6,207,510
Total	2,392,261	6,207,510

Accounting policy

Cash and cash equivalents include cash on hand and in the bank, and other short-term deposits with an original maturity of three months or less. Bank overdrafts are shown separately in current liabilities on the Consolidated Statement of Financial Position. For the purposes of the Consolidated Statement of Cash Flows, cash and cash equivalents are as defined above, net of outstanding bank overdrafts (refer Note 20).

8. *Earnings/(loss) per share*

The following reflects the earnings/(loss) and number of shares used in the calculation of the basic and diluted earnings/(loss) per share.

	2023	2022
Basic and dilutive gain/(loss) per share (cents per share) – continuing operations	(0.34)	(0.26)
Basic and dilutive loss per share (cents per share) – discontinued operations	-	0.05
Total basis and dilutive loss per share (cents per share)	(0.34)	(0.21)
Net (loss) attributable to ordinary shareholders ($)	(4,769,789)	(1,948,139)
Shares		
Weighted average number of ordinary shares used in the calculation of basic and dilutive earnings/(loss) per share[1]	1,401,900,115	939,286,290

[1] Potential ordinary shares have not been included in the calculation of dilutive ordinary shares as their inclusion results in a reduction of the loss per share and are therefore anti-dilutive.

Accounting policy

Basic earnings per share is calculated as net profit attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends), dividend by the weighted average number of ordinary shares, adjusted for any bonus element. The diluted earnings per share is calculated as net profit or loss attributable to members of the parent dividend by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element. The weighted average number of shares was based on the consolidated weighted average number of shares in the reporting period.

The net profit or loss attributable to members of the parent is adjusted for:

- Costs of servicing equity (other than dividends) and preference share dividends;
- The after-tax effect if dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- Other non-discretionary changes in revenue or expenses during the period that would result from the dilution of potential ordinary shares.

9. *Trade and other receivables*

	2023 **$**	2022 $
Goods and services tax receivable	161,604	102,202
Other receivables	95,769	5,00(
	257,373	107,20:

Accounting policy

Refer to Note 25 for the Consolidated Entity's accounting policy for financial assets.

10. *Prepayments*	**2023**	2022
	$	$
Prepayments	383,459	192,597
	383,459	192,597

Majority of prepayments relates to marketing services.

11. *Financial assets at fair value through profit or loss*	**2023**	2022
	$	$
Shares held in Kendrick Resources Plc	648,579	1,238,471
	648,579	1,238,471

	Movement
	$
Opening balance 1 July 2022	1,238,471
Fair value movement on financial assets	(589,892)
Balance as at 30 June 2023 – at fair value	648,759

12. *Exploration and evaluation assets*	**2023**	2022
	$	$
Balance at beginning of year	5,218,125	2,878,940
Exploration expenditure capitalised during the year	1,767,197	2,062,567
Acquisition of option over Commando Project(i)	-	460,815
Acquisition of Commando Project	256,106	-
Oriental Prospect - Swap	70,000	
Acquisition of Shares in Trilogy Minerals	36,830,103	-
Foreign currency impact	(492,000)	
Impairment	-	(184,197)
Balance at end of year	43,649,531	5,218,125

12. *Exploration and evaluation assets (continued)*

Trilogy acquisition

On 14 December 2022, the Company entered into an agreement to acquire all the shares on issue in Trilogy Minerals Pty Ltd. Total Consideration under the agreement was:

	Shares	Performance Shares[4]
Founding Consideration[1]	362,500,000	710,016,585
Trilogy Class A Noteholder[2]	345,833,333	Nil
Trilogy Class B Noteholder[3]	666,666,667	Nil
Total	**1,375,000,000**	**710,016,585**

1. Subject to 12 month voluntary escrow.
2. The Class A Noteholder Consideration will be subject to the following escrow periods from Settlement:
   a. 25% of the Class A Noteholder Consideration will not be subject to escrow;
   b. 25% of the Class A Noteholder Consideration will be subject to escrow for a period of 3 months;
   c. 25% of the Class A Noteholder Consideration will be subject to escrow for a period of 6 months; and
   d. 25% of the Class A Noteholder Consideration will be subject to escrow for a period of 9 months.
3. Nil escrow as these securities are being raised at the equivalent of $0.012 per PUR share.
4. Performance securities:
   a. 285,644,417 Performance Shares A that convert into Pursuit Shares on the latest to occur of the announcement of JORC resource minimum of 100kt LCE @ 350mg/Li and the VWAP of Pursuit Shares trading on the ASX being at least $0.03 over 20 consecutive trading days (on which Pursuit Shares have actually traded) (with such milestones having a drop-dead date of 24 months from the date of issue of the Performance Shares);
   b. 222,894,417 Performance Shares B that convert into Pursuit Shares on the latest to occur of the announcement of Pursuit entering into a binding agreement for commercial sale of 2,000tpa of LiC203 and the VWAP of Pursuit Shares trading on the ASX being at least $0.05 over 20 consecutive trading days (on which Pursuit Shares have actually traded) (with such milestones having a drop dead date of 36 months from the date of issue of the Performance Shares); and
   c. 201,477,750 Performance Shares C that convert into Pursuit Shares on the latest to occur of the announcement of positive completion of a bankable feasibility study that supports the financing and construction of a 20,000tpa commercial facility and the VWAP of Pursuit Shares trading on the ASX being at least $0.07 over 20 consecutive trading days (on which Pursuit Shares have actually traded) (with such milestones having a drop dead date of 48 months from the date of issue of the Performance Shares)

Settlement was conditional upon the satisfaction (or waiver) of the following conditions precedent:

(a) **Due diligence:** completion of financial, legal and technical due diligence by PUR on Trilogy and the Tenements, to the absolute satisfaction of PUR;

(b) **Convertible Note Raise**: Trilogy completing the issue of the Trilogy Class B Notes to raise $8,000,000;

(c) **Trilogy Note Termination:** each holder of the Trilogy Class A Notes and Trilogy Class B Notes agreeing to terminate and cancel their Trilogy notes for the noteholder consideration with effect from Settlement;

(d) **Capital Raise**: PUR undertaking a capital raising and receiving valid applications for at least $2,000,000 worth of PUR Shares at an issue price of $0.012 each ("PUR Capital Raising");

(e) **Shareholder approval:** PUR obtaining all necessary shareholder approvals from its shareholders for the transaction, including a resolution authorising the allotment and issue of the consideration and the participation of related parties in the PUR Capital Raising (detailed below).

(f) **Regulatory and third party approvals:** the Parties obtaining all necessary regulatory and third party approvals or waivers;

(g) **Tenements**: Trilogy exercising the options to acquire the Tenements numbered 1 to 4 (inclusive) and completing the acquisition of each of those Tenements (to the satisfaction of PUR),

Shareholder approval was received on 7 February 2023.

All the conditions were achieved on 29 March 2023 and as part of the Transaction, Pursuit has negotiated a reduction in the option exercise price for the Cateo licence from US$2,500,000 to US$1,943,000 (cash saving of ~A$883,000) (the purchase price to now be satisfied through a cash payment by Pursuit of A$2,900,000 and the issue of 20,883,334 shares, for a net saving of ~A$416,000).[9]

The 710,016,585 performance shares were recorded at their fair value as outlined in Note 17. The expected volatility (80%) was calculated based on the historic volatility of a peer group of Companies over a period commensurate with the expected life of the awards. A probability of success was also applied to each of the Performance Share classes, based on the milestones noted above, in order to determine fair value, these are as follows:

a. Performance Shares A – 75% Chance of Success
b. Performance Shares B – 45% Chance of Success
c. Performance Shares C – 40% Chance of Success

Impairment

Included in prior year impairment charge is $146,091 relating to the Gladiator project to write the project carrying value down to Fair Value Less Cost To Sell ("FVLCTS"). In determining this value, regard was had to the terms of the following asset swap transaction.

Gladiator / Oriental asset swap

On 27 April 2022, the Company announced the sale of the Gladiator Tenements for $30,000 and the acquisition of the Oriental Prospect for $100,000 with a net payment of $70,000 owing. The transaction settled on 9 September 2022 following which the Company issued 4,880,000 shares (value $70,000) on 9 September 2022.

The ultimate recoupment of capitalised exploration and evaluation costs is dependent on the successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

(i) Commando Project

In the prior year the Consolidated Entity secured a 12-month option to acquire all of the tenements comprising the Commando Gold Project north of Kalgoorlie WA. Under the terms of the option the Consolidated Entity paid an initial exclusivity fee of $50,000 (expensed), $160,000 in cash, $240,000 in the Consolidated Entity's shares (8,535,278 shares) and granted 2.5m unlisted the Consolidated Entity options valued at $44,000 and are committed to spend a minimum of $150,000 on exploration during the option period, which has been met.

[9] Amounts have been rounded to the nearest dollar as noted in the Directors Report.

On exercise of the option the Consolidated Entity will have the right to acquire an interest in the Commando leases as follows:

1. If the Company elects to secure 100% ownership interest in the project, the Company will issue $375,000 in value of the Consolidated Entity Shares at $0.028 each (being ~13.3m shares) paid within 14 days of election; or
2. If the Company elects to only secure a 45% ownership interest in the project, the Company will issue $175,000 in value of the Consolidated Entity Shares at $0.028 each (being ~6.2m shares) and paid within 14 days of election.

All shares issued are subject to a 3 month escrow period.

Accounting policy

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. A regular review for impairment is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

13. *Asset acquisitions*

Trilogy Acquisition

On 29th March 2023, Pursuit Minerals completed the acquisition of 100% of Trilogy Minerals Pty Ltd. The Company issued 1,375,000,000 ordinary shares and 710,016,585 performance shares. The Rio Grande Sur Project is an advanced stage lithium development prospect in the Salta province of Argentina covering 9,260 hectares on the Rio Grande Salar. As part of the transaction, Pursuit also acquired the Cateo licence for US$1.94m and the issue of 20.80 million shares. Refer to Note 12 for further information. The value of the ordinary shares were based on the share price on the date of settlement, while the performance shares were valued by an independent valuer.[10]

In line with relevant accounting standards, the Company has treated the acquisition of Trilogy Minerals Pty Ltd as an asset acquisition and a share-based payment transaction under AASB 2 Share Based Payments. Where an acquisition does not meet the definition of a business combination the transaction is accounted for as an asset acquisition. The consideration transferred for the acquisition of an asset comprises the fair values of the assets transferred, the liabilities incurred, and the equity interests issued by the Group. The acquisition has been valued using the fair value of equity transferred as consideration on the date of acquisition rather than the fair value of the asset acquired as it was deemed that the fair value of the exploration assets could not be reliably measured. Acquisition related costs with regards to the acquisition are capitalised. Identifiable assets acquired and liabilities assumed in the acquisition are measured at their fair value at the acquisition date.

	2023
	$
Purchase Consideration (excluding transaction costs):	
- Cash consideration - Cateo	2,900,000
- Non-cash consideration – Cateo (20,833,334 shares at $0.02)	416,667
- Non-cash consideration – at settlement (1,375,000,000 shares at $0.02) *	27,500,000
- Deferred consideration – non-cash (710,016,585 performance shares)[11]	5,606,497
Transaction costs (stamp duty)	406,939
Total Purchase Consideration	**36,830,103**
Exploration & Evaluation	36,839,243
Cash	181
GST Receivables	40,679
Loan	(50,000)
Fair value of Trilogy Minerals capitalised as Exploration Acquisition cost	**36,830,103**

* Convertible Notes were settled via the consideration of shares being 335,416,666 shares for Trilogy Class A Noteholders and 666,666,667 shares for Trilogy Class B Noteholders.

[10] Amounts have been rounded to the nearest dollar as noted in the Directors Report

[11] Refer to note 12

13. Asset acquisitions – (continued)

Accounting policy

A business combination is a transaction or other event in which an acquirer obtains control of one or more businesses and results in the consolidation of the assets and liabilities acquired. Business combinations are accounted for by applying the acquisition method.

The consideration transferred is the sum of the acquisition date fair values of the assets transferred, equity instruments issues or liabilities incurred by the acquirer to former owners of the acquiree. Deferred consideration payable is measured at its acquisition date fair value. Contingent consideration to be transferred by the acquirer is recognised at the acquisition date fair value. At each reporting date subsequent to the acquisition, contingent consideration payable is measured at its fair value with any changes in the fair value recognised in profit or loss unless the contingent consideration is classified as equity, in which case the contingent consideration is carried at its acquisition date fair value.

Goodwill is recognised initially at the excess of: (a) the aggregate of the consideration transferred, the fair value of the non-controlling interest, and the acquisition date fair value of the acquirer's previously held equity interest (in case of step acquisition); over (b) the net fair value of the identifiable assets acquired and liabilities assumed.

If the net fair value of the acquirer's interest in the identifiable assets acquired and liabilities assumed is greater than the aggregate of the consideration transferred, the fair value of the non-controlling interest, and the acquisition date fair value of the acquirer's previously held equity interest, the difference is immediately recognised as a gain in the profit or loss.

Acquisition related costs are expensed as incurred. When an asset acquisition does not constitute a business combination, the assets and liabilities are assigned a carrying amount based on their fair values in an asset purchase transaction and no deferred tax will arise in relation to the acquired assets and assumed liabilities, as the initial recognition exemption for deferred tax under AASB 112 Income Taxes applies outside of the treatment for acquisition related costs that are expensed. No goodwill will arise on the acquisition.

14. *Plant and equipment*

	Plant and Equipment $	Total $
Carrying value at 30 June 2021	-	-
Additions	53,873	53,873
Depreciation	(11,245)	(11,245)
Carrying value at 30 June 2022	42,628	42,628
Additions	-	-
Depreciation	(18,000)	(18,000)
Carrying value at 30 June 2023	**24,628**	**24,628**

Accounting policy

Property, plant and equipment are recorded at historical cost less accumulated depreciation and any impairment. The carrying value of assets is reviewed for impairment at the reporting date. An asset is immediately written down to its recoverable amount if the carrying value of the asset exceeds its estimated recoverable amount. The depreciation rates per annum for each class of fixed asset are as follows:

Plant and equipment: 33%

Subsequent expenditure relating to an item of property, plant and equipment, that has already been recognised, is added to the carrying amount of the asset if the recognition criteria are met. All assets are depreciated over their anticipated useful lives up to their residual values using a straight-line depreciation basis. These useful lives are determined on the day of capitalisation and are re-assessed annually by Management.

15. *Trade and other payables*

	2023 $	2022 $
Trade creditors	695,870	363,569
Sundry creditors and accruals	250,233	53,50
Total trade and other payables (at amortised cost)	946,103	417,06

Trade payables and other payables are carried at amortised cost and represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial year that are unpaid and arise when the Consolidated Entity becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and usually paid within 30 days of recognition.

16. *Contributed equity*	Consolidated 30 June 2023 $ No.	$	Consolidated 30 June 2022 $ No.	$
Balance at beginning of year	948,299,194	75,156,766	922,013,916	74,319,266
Trilogy & Cateo Acquisition(i)	1,395,833,334	27,916,667	-	-
Project Acquisitions(ii)	18,216,372	320,106	10,000,000	502,500
Private Placements	166,666,667	2,000,000	-	-
Conversion of performance rights	20,000,000	-	-	-
Shares in lieu of director fees	11,948,848	209,476	-	-
Acquisition of geological data	757,000	17,164	2,750,000	60,000
Share issue costs	-	(35,618)	-	-
Exercise of Options	-	-	5,000,000	35,000
Acquisition of option over Commando tenements(iii)	-	-	8,535,278	240,000
Balance at end of year (iv)	**2,561,721,416**	**105,584,561**	**948,299,194**	**75,156,766**

(i) On the 29th March 2023 Pursuit Minerals completed the acquisition of 100% of Trilogy Minerals Pty Ltd ("Trilogy"), a lithium exploration and development company with five tenements covering approximately 9,233 hectares located near Salta, Argentina in the Rio Grande Sur Project. Consideration for the acquisition consists of 1,375,000,000 shares at a price of $0.02 per share. In addition, Pursuit issued 20,833,334 shares at a price of $0.02 per share to exercise the option on the Cateo licence.

(ii) In relation to the following project acquisitions:

- The purchase of a 100% interest in the Commando Gold Project settled on 19 December 2022 following the issue of 13,336,372 Shares to Broad Arrow Holdings (WA) Pty Ltd. These shares are escrowed for a period of 3 months.
- The Company issued 4,880,000 shares (value $70,000) on 9 September 2022 as part of a deal to swap the Gladiator Tenements for the Oriental exploration prospect (previously announced to the ASX on 27 April 2022).
- On 13 September 2021, the Company issued 10 million shares at a price of $0.05025 for the remaining consideration for the acquisition of the Warrior Project.

(iii) On 23 December 2021, the Company issued 8,535,278 shares at $0.0281 per share as part of the consideration to acquire a 12-month option over the tenements comprising the Commando Project.

(iv) In July 2022 the Company established an equity financing facility to provide funding of up to $5,000,000 over 12 months. Under the terms of the facility 45,000,000 shares were issued to the provider of the facility, Alpha Investment Partners, for nil consideration. The Company has the right to buy back these shares at any time for nil consideration. The Consolidated Entity controls when and if these shares are sold and can set a floor price for any sale. The sale price received by the Consolidated Entity is the higher of the floor price and up to a 10% discount on the Volume Weighted Average Price over a period set by the Company. As the Company retains control of these shares and can redeem or sell them at any time they have been classified as treasury shares and are excluded from issued share capital. Once the shares are sold they will be treated as issued ordinary shares and the proceeds will be included in contributed equity.

16. *Contributed equity (continued)*

Ordinary shares
Ordinary shares have no par value, have the right to receive dividends as declared and, in the event of the winding up of the Company, to participate in proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on the shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

Capital management
Management managed the capital of the Consolidated Entity in order to maintain a capital structure that ensured the lowest cost of capital available to the Consolidated Entity. Management's objective is to ensure the Consolidated Entity continues as a going concern as well as to maintain optimal returns to shareholders.

Options on issue	**Consolidated 30 June 2023 No.**	Consolidated 30 June 2022 No.
Balance at beginning of year	38,500,000	135,016,073
Options Issued as consideration for option over Commando Project [2]	-	2,500,000
Options issued to Directors, consultants and brokers[3]	120,000,000	-
Options Exercised	-	(5,000,000)
Listed options expired	-	(76,166,073)
Unlisted options expired	-	(17,850,000)
Balance at end of year	158,500,000	38,500,000[1]

[1] 36,000,000 Options are held by Key Management Personnel and are vested and exercisable. The options are exercisable at 0.7 cents each on or before 18/9/2023. The weighted average price is $0.007 and the remaining contractual life is 15 months. The options were exercised on the 27th July 2023.
[2] On 23 December 2021, the Company issued 2,500,000 unlisted options as part of the consideration to acquire a 12 month option over the tenements comprising the Commando Project.
[3] On 6th March 2023, the Company issued 120,000,000 unlisted options with an exercise price of $0.02 expiring 9 December 2026.

Performance Rights on issue		
Balance at beginning of year	64,500,000	4,500,000
Performance Rights issued[1]	5,000,000	60,000,000
Performance Rights converted to ordinary shares[2]	(20,000,000)	-
Performance Rights cancelled[3]	(9,500,000)	-
Balance at end of year	40,000,000	64,500,000

1. The Company issued 60,000,000 performance rights to directors, consultants and staff following approval by shareholders at the annual general meeting held 31 January 2022. These performance rights expire 30 June 2025. The company also issued 5,000,000 performance rights to Robert Affleck.
2. On 6 March 2023, the Company issued 333,334 shares following the conversion of Performance Rights. On the 11th May 2023, the Company issued 19,666,666 shares following the conversion of Performance Rights.
3. The company cancelled 4,500,000 performance rights previously issued to consultants and staff of the Company. The company also cancelled 5,000,000 performance rights to Mark Freeman (refer to Note 17).

	2023 $	2022 $
17. *Share based payment reserve*		
Balance at beginning of year	7,904,882	7,610,045
Options/Performance Rights Issued to management and consultants(i)	738,142	250,837
Options Issued to Directors(ii)	1,817,619	-
Performance Shares Trilogy(iii)	5,606,497	-
Options Issued as consideration for option over Commando Project (iv)	-	44,00(
Balance at end of year	16,067,140	7,904,88?

(i) Includes cancelled performance rights provided to management, consultants and directors. During the Annual General Meeting held on 25 November 2022 the following was resolved and included within the Share-based payments expense:

- The Company issued 5,000,000 performance rights to Bob Affleck, a Director of the Company with a total value of $54,866 of which $48,264 was recognised in share based payments expense for the year ended 30 June 2023;
- The Company cancelled 5,000,000 performance rights to Mark Freeman worth $94,559, a Director of the Company and a total of 4,500,000 performance rights worth $176,852 previously issued to consultants and staff of the Company;

(ii) The company issued 120,000,000 unlisted options exercisable at $0.02 each on or before 9 December 2026 to directors ("Director Options"). Shareholder approval was received for the issue of Director Options at the general meeting held on the 7th February 2023.

(iii) On 29 March 2023 the Company issued 710,016,585 performance shares on settlement of the Trilogy Mineral acquisition. Further details regarding the performance shares can be found in Note 12.

(iv) On 23 December 2021, the Company issued 2,500,000 unlisted options as part of the consideration to acquire a 12 month option over the tenements comprising the Commando Project. The options are exercisable at $0.0281 on or before 23 December 2024, vested immediately on grant date and were valued at $44,000 (refer below).

Valuation inputs of options and performance rights contributing issued to share-based payments during the year are noted below. Expected volatility was calculated based on the historic volatility of a peer group of Companies over a period commensurate with the expected life of the awards.

2023 Issued	**Options**	**Performance Shares - Trilogy**		
		Performance Shares A	**Performance Shares B**	**Performance Shares C**
Number issued	120,000,000	285,644,417	222,894,417	201,477,750
Valuation model	Black Scholes	Barrier Up-and-in	Barrier Up-and-in	Barrier Up-and-in
Grant date	7-02-2023	29-03-2023	29-03-2023	29-03-2023
Expiry date	09-12-2026	29-03-2025	29-03-2026	29-03-2027
Dividend yield (%)	-	-	-	-
Expected volatility	80%	80%	80%	80%
Risk-free interest rate	3.189%	3.198%	3.198%	3.198%

Life of instrument	3.8 years	2.15 years	3.15years	4.15years
Exercise price	$0.02	-	-	-
VWAP hurdle	-	$0.03	$0.05	$0.07
Grant date share price	$0.024	$0.020	$0.020	$0.020
Fair value at grant date per option / right	$0.0151	$0.0150	$0.0132	$0.0131
Chance of Success	N/A	75%	45%	40%
Fair value issued	$1,817,619	3,226,761	$1,323,993	$1,055,743
2023	$1,817,619	-	-	-

Valuation inputs of performance rights modified on 25 November 2022 contributing to share-based payments during the period are noted below:

	Performance Rights - Trilogy		
	Type A	**Type B**	**Type C**
Number issued to Bob Affleck	1,666,667	1,666,667	1,666,666
Number held by Directors and subject to amended terms (i)	15,000,000	15,000,000	15,000,000
Numbers held by staff and subject to amended terms (i)	1,666,667	1,666,667	1,666,666
Valuation Model	Monte Carlo	Monte Carlo	Monte Carlo
Grant date	25 Nov 22	25 Nov 22	25 Nov 22
Expiry Date	30 Jun 25	30 Jun 25	30 Jun 25
Dividend yield (%)	Nil	Nil	Nil
Expected volatility (%)	120	120	120
Risk-free interest rate (%)	3.213	3.213	3.213
Grant date share price	$0.012	$0.012	$0.012
Fair value at grant date per option / right	$0.0115	$0.0110	$0.0105

(i) The vesting milestones of these performance rights were varied following approval from shareholders at the 2022 Annual General Meeting on 25 November 2022. The vesting milestone share prices were varied as follows:

Type A – from 4 cents to 1.5 cents

Type B – from 5 cents to 2 cents

Type C – from 6 cents to 2.5 cents

2023 Outstanding	**Options**	**Performance Rights- Directors**			**Performance Rights- Employees and contractors**		
		Performance Rights A	**Performance Rights B**	**Performance Rights C**	**Performance Rights A**	**Performance Rights B**	**Performance Rights C**
Number issued	2,500,000	16,666,667	16,666,667	16,666,666	3,333,333	3,333,333	3,333,334

Valuation model	Black Scholes	Monte Carlo	Monte Carlo	Monte Carlo	Monte Carlo	Monte Carlo	Monte Carlo
Grant date	23-12-2021	31-01-2022	31-01-2022	31-01-2022	09-12-2021	09-12-2021	09-12-2021
Expiry date	23-12-2024	30-6-2025	30-6-2025	30-6-2025	30-6-2025	30-6-2025	30-6-2025
Dividend yield (%)	-	-	-	-	-	-	-
Expected volatility	116.4%	110%	110%	110%	110%	110%	110%
Risk-free interest rate	0.95%	1.22%	1.22%	1.22%	1.38%	1.38%	1.38%
Life of instrument	3 years	3.5 years	3.5 years	3.5 years	3.5 years	3.5 years	3.5 years
Exercise price	$0.0281	-	-	-	-	-	-
VWAP hurdle	-	$0.04	$0.05	$0.06	$0.04	$0.05	$0.06
Grant date share price	$0.026	$0.024	$0.024	$0.024	$0.028	$0.028	$0.028
Fair value at grant date per option / right	$0.0176	$0.0222	$0.02215	$0.0208	$0.0265	$0.0258	$0.0251
Fair value issued	$44,000	$370,000	$358,333	$346,667	$88,333	$86,000	$83,667
Included in acquisition value / share-based payment expense during the period							
2022[1]	$44,000	$44,543	$43,137	$41,733	$11,372	$11,013	$10,655
2023[2]	$1,817,619	$149,261	$144,325	$124,881	$62,629	$60,654	$19,542

[1] In addition to these amounts, an expense of $88,384 vesting expense was recognised in respect of the 4,500,000 performance rights granted to exploration consultants.

[2] Includes cancelled performance rights to management, consultants and directors. In addition to these amounts, an $176,852 vesting expense was recognised in respect of the 4,500,000 performance rights granted to exploration consultants.

The Share based payment reserve is used to record the fair value of share-based payments made by the Company.

17. *Share-based payment reserve (continued)*

	2023	2022
	$	$
Options issued to Directors	1,817,619	-
Options issued to Consultants and employees	-	44,000
Performance Rights issued to Consultants and employees*	319,676	-
Performance Rights issued to Key Management Personnel*	418,466	250,837
Total share-based payments for the year	2,555,761	294,837
Share based payments recognised as asset acquisition costs	-	(44,000)
Share based payments recognised as capital raising costs	-	-
Share-based payments expense	2,555,761	250,837

***Includes cancellation of performance rights issued**

Accounting Policy
The fair value of share-based payment transactions is determined at grant date using an option pricing model that takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option.

The fair value of equity instruments granted to Directors and KMP as share-based compensation benefits is recognised as share based payment expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the equity instruments granted, which includes any market performance conditions but excludes the impact of any service and non-market performance vesting conditions and the impact of any non-vesting conditions.

Non-market vesting conditions are included in assumptions about the number of equity instruments that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of equity instruments that are expected to vest based on the non-marketing vesting conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Types of share-based payment plans
Share based payments are provided to Directors, employees, consultants and other advisors. The issue to each individual Director, consultant or advisor is controlled by the Board and the ASX Listing Rules. Terms and conditions of the payments, including the grant date, vesting date, exercise price and expiry date are determined by the Board, subject to shareholder approval where required.

Director and Consultant Options
The company issued 120,000,000 unlisted options exercisable at $0.02 each on or before 9 December 2026 to directors ("Director Options"). Shareholder approval was received for the issue of Director Options at the general meeting held on the 7th February 2023. The Options are note subject to any vesting conditions.

Each Option converts into one ordinary share of the Company on exercise. No amounts are paid or are payable by the recipient on receipt of the Options, and they carry neither rights of dividends nor voting rights. The expense recognised in the year relates to the full fair value of the issue as the issue had no vesting conditions attached.

17. *Share-based payment reserve (continued)*

Performance Rights
In the prior year, 60,000,000 Performance Rights were granted to directors, consultants and staff following approval by shareholders at the annual general meeting held 31 January 2022.

4,500,000 Performance Rights were granted to exploration consultants on 24 June 2021 (Mathew Perrot (Exploration Manager) – 3,000,000 Performance Rights and Ian Lowrie (Field Manager) - 1,500,000 Performance Rights. The Performance Rights expire on or before 30 June 2024 and will vest following the Company's share price reaching 12 cents over 20 consecutive trading days and, in addition, will vest in 2 equal tranches annually over 2 years, so long as the party is contracted to the Company upon vesting. Each performance right converts into one ordinary share.

No amounts are paid or are payable by the recipient on receipt of the performance right. The performance rights carry neither rights of dividends nor voting rights. The expense recognised in the year relates to spreading the fair value (measured at grant date) of these Performance Rights over the expected vesting period.

On 6 March 2023, the Company issued 333,334 shares following the conversion of Performance Rights. On the 11th May 2023, the Company issued 19,666,666 shares following the conversion of Performance Rights.

11 May 2023 the Company issued 19,666,667 shares for the conversion of the same number of performance rights. The performance rights consisted of 9,833,333 Class A and Class B Performance Rights.

The company cancelled 4,500,000 performance rights previously issued to consultants and staff of the Company. The company also cancelled 5,000,000 performance rights to Mark Freeman.

During the financial year, the Company as varied the terms of the performance rights, as approved by the shareholders.

Performance Rights A - vest following the Company's share price reaching 1.5 cents over 20 consecutive trading days.
Performance Rights B - vest following the Company's share price reaching 2 cents over 20 consecutive trading days.
Performance Rights C - vest following the Company's share price reaching 2.5 cents over 20 consecutive trading days.

Performance Rights outstanding to the directors at 30 June 2023 are as follows:

Name	**Performance Rights A**	**Performance Rights B**	**Performance Rights C**
Peter Wall	5,000,000	5,000,000	5,000,000
Mark Freeman	5,000,000	5,000,000	5,000,000
Robert Affleck	-	-	6,666,666

	2023	2022
	$	$
18. *Accumulated losses*		
Balance at 1 July	(70,472,184)	(68,524,045)
Loss after tax attributable to the equity holders of the parent entity during the year	(4,395,700)	(1,948,139
Balance at 30 June	(74,867,884)	(70,472,184

19. *Operating segments*

Accounting policy

Operating segments are identified based on the internal reports that are regularly reviewed by the Board of Director's, the entities' Chief Operating Decision Maker, for the purpose of allocating resources and assessing performance. The adoption of this "management approach" has resulted in the identification of reportable segments.

Financial information presented to the Board of Directors is reported by these jurisdictional locations. Items of income and expenditure and assets and liabilities that are not allocated to the exploration projects are allocated to the Corporate segment.

The following tables present revenue and profit information for the Consolidated Entity's operating segments for the year ended 30 June 2023 and 2022, respectively.

(i) Segment performance

2023	Argentinian Projects	Australian Projects	Corporate	Total
		$	$	$
Total segment revenue	-	74,627	57,285	**131,912**
Segment expenditure	(919)	(43,609)	(4,483,084)	**(4,527,612**
Segment result	(919)	31,018	(4,425,799)	**(4,395,700**
Net loss before tax				**(4,395,700)**

2022	Australian Projects	Corporate	Total
	$	$	$
Total segment revenue	298,716	-	**298,716**
Segment expenditure	(386,400)	(2,332,833)	**(2,719,233**
Segment result	(87,684)	(2,332,833)	**(2,420,517**
Net loss before tax			**(2,420,517**

(i) Segment assets

The following tables present assets information for the Consolidated Entity's operating segments for the year ended 30 June 2023 and 2022, respectively.

	Argentina	Australia	Total
30 June 2023	$	$	$
Segment assets	37,028,506	10,327,325	47,355,831
30 June 2022			
Segment assets	-	13,006,533	13,006,533

	2023 $	2022 $
20. *Cash flow information*		
a) Cash and cash equivalents		
Cash at bank and on hand	2,392,261	6,207,510
b) Reconciliation of cashflows from operating activities		
Profit/(loss) before tax	(4,395,700)	(1,948,139)
Impairment expense	-	187,197
Gain on tenement sale	-	(275,302)
Gain on revaluation of financial liability	-	(197,500)
Fair value movement on financial assets	589,891	1,111,205
Share based Payments	2,555,761	250,837
Depreciation	18,000	11,245
Director's fees, settled in shares	209,476	-
Reversal of impairment on disposal of asset	-	(230,912)
Change in trade & other receivables	(150,171)	32,031
Change in prepayments	(190,862)	71,932
Change in trade & other payables	529,034	142,055
Net cash used in operating activities	(834,571)	(845,351)
c) Non-cash investing and financing activities		
Acquisition of Trilogy Minerals paid by means of share issuance	27,500,000	-
Acquisition of Cateo licence paid by means of share issuance	416,667	-
Swap of Gladiator Tenement for Oriental Exploration Prospect	70,000	-
Acquisition of Commando Project paid by means of share options (Note 17)	-	44,000
Acquisition of Commando Project paid by means of shares (Note 16)	250,106	240,000
Settlement of Warrior acquisition	-	502,500
Acquisition of geological data	17,164	60,000
	28,253,937	846,500

21. *Parent company information*

	2023 **$**	2022 $
Current assets	2,805,989	6,284,562
Non-current assets	44,720,808	6,682,511
Total assets	47,526,797	12,967,073
Current liabilities	657,831	112,520
Total liabilities	657,831	112,520
Net Assets	46,868,966	12,854,553
Contributed equity	105,584,561	75,156,766
Accumulated losses	(74,782,735)	(70,207,095)
Share based payments reserve	16,067,140	7,904,882
Total shareholders' equity	46,868,966	12,854,553
Profit/(loss) of the parent entity	(4,378,141)	(1,683,050)
Total comprehensive profit/(loss) of the parent entity	(4,378,141)	(1,683,050)

There are no commitments or contingencies arising in the Parent Entity

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity
- Investments in associates are accounted for at cost, less any impairment in the parent entity
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment

22. *Commitments and contingencies*

Warrior Project
On 2 December 2020, the Consolidated Entity announced the acquisition of the Warrior Project. As part of the terms, the Consolidated Entity granted the vendor a 1% net smelter royalty ("NSR") on all minerals produced from the tenements and a milestone payment of $200,000 in cash ("Milestone Payment") on achieving a mineralised drill intersection on one tenement of at least 10 metres of 2% nickel equivalent or better.

Exploration expenditure commitments
Commitments for minimum exploration expenditure required to retain tenure on the Consolidated Entity's exploration tenements are:

	30 June 2023 $	30 June 2022 $
Later than one year but not later than five years	384,000	384,000

23. *Related party transactions*

Subsidiary	Country of Incorporation	% of Equity Interest 30 June 2023	30 June 2022
NorthernX Pty Ltd	Australia	100%	100%
Pursuit Exploration Pty Ltd	Australia	100%	100%
Trilogy Minerals Pty Ltd	Australia	100%	-
Flametree Prospecting Pty Ltd	Australia	100%	-
Wombat S.A.	Argentina	100%	-

Key Management Personnel Compensation

	Consolidated 30 June 2023 $	Consolidated 30 June 2022 $
Short-term benefits	335,550	378,000
Post-employment benefits	-	-
Share based payments	2,445,561	129,414
Total	2,781,111	507,414

During the period the Consolidated Entity had the following dealings with related parties.

(a) Mr Peter Wall

Mr Wall is a Non-Executive Director of the Company. He is also a partner at Steinepreis Paganin a Perth based corporate law firm that provides legal services to the Company on commercial terms.

The following payments/transactions occurred during the year:

Director fees	$67,425 for services provided in the year ended 30 June 2023 (2022: $69,000).
Other	Steinepreis Paganin was paid or due to be paid an aggregate amount of $168,941 for legal services rendered during the year (2022: $59,664).
Options and Performance Rights	40,000,000 Options valued at $605,873 which were fully expensed in the current year. 15,000,000 performance rights of which $94,472 was expensed in the current year (refer Note 17)

No amounts are owed to Mr Peter Wall as at 30 June 2023.

(b) Mr Robert Affleck (resigned 3 July 2023)

Robert Affleck is Managing Director of the Company who also provides resource development consulting services to the Company on commercial terms.

The following payments/transactions occurred during the year:

Director fees	$268,500 for services provided in the year ended 30 June 2023 (2022: $144,000).
Performance Rights	40,000,000 Options valued at $605,873 which were fully expensed in the current year. 20,000,000 performance rights of which $134,963 was expensed in the current year (refer Note 17)

At year end the Consolidated Entity has accrued for director and other fees owed to Petra Calcis Exploration of $22,055.

23. *Related party transactions (continued)*

(c) Mr Mark Freeman (resigned 31 August 2023)

Mr Freeman is the Finance Director and Company Secretary of the Company. He is also owner of Meccano Consulting Pty Ltd that provides office space, bookkeeping and accounting services to the Company on commercial terms.

The following payments/transactions occurred during the year:

Director fees	$144,850 for services provided in the year ended 30 June 2023 (2022: $165,000).
Other	Meccano Consulting Pty Ltd was paid or due to be paid an aggregate amount of $36,000 for office and accounting/bookkeeping services rendered during the year (2022: $30,740).
Performance Rights	40,000,000 Options valued at $605,873 which were fully expensed in the current year.
	15,000,000 performance rights of which $189,031 was expensed in the current year (refer Note 17)

At year end the Consolidated Entity has accrued for director and other fees owed to Meccano Consulting Pty Ltd of $41,000 (2022: $26,000).

(d) Mr Aaron Revelle

Mr Revelle is the current Managing Director & CEO of the Company (appointed 3 July 2023) and was previously the Company Chief Operating Officer.

The following payments/transactions occurred during the year:

Director fees	$55,250 for services provided in the year ended 30 June 2023.

(e) Mr Ernest Thomas Eadie

Mr Eadie is a Non-Executive Director of the Company. Mr Eadie was appointed on the 29 March 2023.

The following payments/transactions occurred during the year:

Director fees	$9,000 for services provided in the year ended 30 June 2023

24. *Events after the end of the reporting period*

On the 27th July 2023:

- the Company completed a private placement of 250,000,000 fully paid ordinary shares to the clients of Inyati Capital Pty Ltd (Inyati) and CPS Capital Group Pty Ltd (CPS Capital) as announced on 19 July 2023. The Placement Shares were issued with an issue price of $0.012 per Placement Share, raising $3,000,000 (before costs), in addition, 25,000,000 options exercisable on or before 27 July 2026 to Inyati and CPS Capital for distribution to the brokers that assisted with the Placement. The options are exercisable at 1.8 cents per share on or before 3 years from their date of issue. Inyati and CPS Capital have been paid a cash fee equal to 6% of the amount raised under the Placement. The Placement Shares were issued in a single tranche using the Company's existing placement capacity under LR7.1 with the other securities issued under 7.1A.
- the Company issued 31,250,000 Shares for nil cash consideration to S3 Consortium Pty Ltd (Stocks Digital), topping up Stocks Digital's marketing services with an additional $375,000 worth of services at a deemed issue price of $A0.012 per Share.
- the Company issued 56,000,000 fully paid ordinary shares following the exercise of 36,000,000 Director Options and the conversion of 20,000,000 Director Performance Rights (held by entities controlled by Mark Freeman and Peter Wall, the Finance Director and Chairman of the Company).

On the 17th August 2023 the company announced the completion of the acquisition of a Lithium Carbonate Pilot Plant located in the city of Salta, Argentina for a total purchase price of US$365,000.

The Directors are not aware of any other matters or circumstances not otherwise dealt with in this interim report that have significantly, or may significantly affect the operations, results or state of affairs of the Consolidated Entity.

25. *Financial risk management*

The Consolidated Entity's overall financial risk management strategy is to ensure that the Consolidated Entity is able to fund its business operations and expansion plans. Exposure to credit risk, liquidity risk, foreign currency risk, interest rate risk and equity price risk arises in the normal course of the Consolidated Entity's business. the Consolidated Entity's risk management strategy is set by and performed in the close co-operation with the Board and focuses on actively securing the Consolidated Entity's short to medium-term cash flows by limiting credit risk of customers, regular review of its working capital and minimising the exposure to financial markets. The Consolidated Entity does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Consolidated Entity is exposed are described below.

Financial Assets and Liabilities
The financial assets and liabilities for financial years 2023 and 2022 are classified, at initial recognition, as subsequently measure at amortised cost and fair value through profit of 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. In order for a financial asset to be classified and measured as amortised cost, 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. 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. The Company's investment referred to in Note 11 is measured at fair value through profit or loss.

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.

Specific Financial Risk Exposures and Management
The main risks the Consolidated Entity is exposed to through its financial instruments are credit risk, liquidity risk and market risk, interest rates and foreign currency.

a) Credit risk
Credit risk arises from the financial assets of the Consolidated Entity, which comprise cash and cash equivalents and trade and other receivables. Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contractual obligations that could lead to a financial loss to the Consolidated Entity. Credit risk is managed through the maintenance of credit assessment and monitoring procedures and it is the Consolidated Entity's policy that all customers who wish to trade on credit terms and subject to credit verification procedures.

The Consolidated Entity's cash and cash equivalents are maintained in banks with credit ratings of AA as per Standard & Poor's as at year-end.

In addition, as the Consolidated Entity operates in the mining exploration sector, its receivables generally relate to GST receivable from the Australian Tax Office and the credit risk is assessed as low.

Presently, the Consolidated Entity undertakes exploration and evaluation activities in Australia and Argentina. At balance date, there were no significant concentrations of credit risk and none of the Consolidated Entity's receivables are past due or impaired.

b) Liquidity Risk
Liquidity risk is the risk that there will be inadequate funds available to meet financial commitments as they fall due. The Consolidated Entity recognises the on-going requirements to have committed funds in place to cover both existing business cash flows and provide reasonable headroom for cyclical debt fluctuations and capital expenditure programs.

The key funding objective is to ensure the availability of flexible and competitively priced funding from alternative sources to meet the Consolidated Entity's current and future requirements.

The Consolidated Entity utilises a detailed cash flow model to manage its liquidity risk. This analysis shows that available sources of funds are expected to be sufficient over the lookout period. The Consolidated Entity attempts to accurately project the sources and uses of funds which provide an effective framework for decision making and budgeting. The table below summarises the maturity profile of the Company's contractual cash flow financial liabilities based on contractual undiscounted repayment obligations. Repayments, which are subject to notice, are treated as if notice were to be given immediately.

25. *Financial risk management (continued)*

Consolidated	30 days $	1-3 months $	3-12 months $	1 to 5 years $	Total $
As at 30 June 2023					
Trade and other payables	946,103	-	-	-	946,103
Total liabilities	**946,103**	**-**	**-**	**-**	**946,103**
As at 30 June 2022					
Trade and other payables	417,069	-	-	-	417,069
Total liabilities	**417,069**	**-**	**-**	**-**	**417,069**

c) Foreign Currency Risk

The Company has incurred financial liabilities denominated in foreign currencies that are different to the functional currency of the respective Consolidated Entities during the current year. The Consolidated Entity's policy is to convert its local currency to the foreign currency at the time of the transaction. Foreign exchange risk arises from future commercial transactions and recognised financial liabilities denominated in a currency that is not the Consolidated Entity's functional currency (which is the Australian dollar).

The Consolidated Entity manages foreign exchange risk on an as-needs basis. The risk is measured using sensitivity analysis and cash-flow forecasting. The Consolidated Entity's exposure to foreign currency risk, expressed in Australian dollars at the reporting date, was as follows:

	USD Denominated Balances AUD	Total $ AUD
As at 30 June 2023		
Cash and cash equivalents	2,408	2,408
Trade and other receivables	-	-
Total assets	**2,408**	**2,408**
Trade and other payables	-	-
Net Assets	**2,408**	**2,408**

	USD Denominated Balances AUD	Total $ AUD
As at 30 June 2022		
Cash and cash equivalents	-	-
Trade and other receivables	-	-
Total assets	**-**	**-**
Trade and other payables	-	-
Net Assets	**-**	**-**

The following table details the Consolidated Entity's sensitivity to a 10% increase and decrease in the Australian dollar (AUD) against the United States Dollar (USD). 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. A negative number in the table represents a decrease in the operating profit before tax and reduction in equity where the Australian dollar strengthens against the US Dollar. For a 10% strengthening of the Australian dollar against the US Dollar, there would be a comparable impact on the loss or equity, and the balances below would be positive.

Impact on pre-tax profit	30 June 2023 $	30 June 2022 $
Profit / (loss) before tax and equity – 10% increase	(241)	-
Profit / (loss) before tax and equity – 10% decrease	241	-

25. *Financial risk management (continued)*

d) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rate. The Consolidated Entity is not exposed to interest rate movement through borrowings. The following table sets out the variable interest bearing and fixed interest bearing financial instruments of the Consolidated Entity:

	Variable interest $	Fixed interest $
2023		
Financial assets	-	-
Cash and cash equivalents	2,392,261	-
Total	**2,392,261**	**-**
2022		
Financial assets	-	-
Cash and cash equivalents	6,207,510	-
Total	**6,207,510**	**-**

The following table illustrates the estimated sensitivity to a 1% increase and decrease to interest rate movements.

Impact on pre-tax profit	30 June 2023 $	30 June 2022 $
Interest rates + 1%	23,923	62,075
Interest rates – 1%	**(23,923)**	(62,075)

e) Equity Price Risk

The Consolidated Entity is exposed to equity securities price risk. This arises from the investment in Kendrick Resources Plc and classified in the statement of financial position as financial assets at fair value through profit or loss.

To manage its price risk arising from investments in equity securities, management monitor the market price of the shares.

The table below summarises the impact of an increase/decrease in the price of the securities held at year end on the Consolidated Entity's pre-tax profit for the year and on equity. The analysis is based on the assumption that the prices of securities increased/decreased by 10%-50% with all other variables held constant.

Impact on pre-tax profit	30 June 2023 $	30 June 2022 $
Increase of 50%	324,289	619,235
Increase of 40%	259,431	495,388

Increase of 30%	194,574	371,541
Increase of 20%	129,716	247,694
Increase of 10%	64,858	123,847
Decrease of -10%	(64,858)	(123,847)
Decrease of -20%	(129,716)	(247,694)
Decrease of -30%	(194,574)	(371,541)
Decrease of -40%	(259,431)	(495,388)
Decrease of -50%	(324,289)	(619,235)

Accounting policy

Financial assets

Initial recognition and measurement
Financial assets are initially recognised at fair value. The Consolidated Entity's financial assets include cash and cash equivalents, receivables and assets held at fair value through profit and loss.

The Consolidated Entity applies the simplified approach under AASB 9 Financial Instruments to measuring the expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

25. ***Financial risk management (continued)***
Subsequent measurement
Cash and cash equivalents and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently re-measured at amortised cost. Loans and receivables are included in current assets, except for those which are not expected to mature in twelve months after the end of the period (all other loans and receivables are included as non-current assets).

Financial assets at fair value through profit and loss are initially measured at fair value and subsequently remeasured to fair value at each reporting date.

De-recognition
A financial asset is derecognised when the holder's contractual rights to its cashflow expire, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

All of the following criteria need to be satisfied for derecognition of financial assets:

- The right to receive cashflows from the asset has expired or been transferred;
- all risk and rewards of ownership of the asset have been substantially transferred; and
- the Company no longer controls the assets (i.e. the Company has no practical ability to make a unilateral decision to sell the asset to a third party).

Financial liabilities

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

An instrument is a financial liability when an issuer is, or can be required, to deliver cash or another financial asset (e.g. ordinary shares in the company) to the holder.

Where the Consolidated Entity has the choice of settling a financial instrument in cash or otherwise is contingent on the outcome of circumstances beyond the control of both the Consolidated Entity and the holder, the Consolidated entity accounts for the instrument as a financial liability.

All financial liabilities are initially recognised at fair value. The Consolidated Entity's financial liabilities include trade and other payables and deferred consideration on asset acquisitions.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest method except for the shares to be issued to the vendor as part of the deferred consideration for the Warrior Project. The shares have been treated as a financial liability at fair value based on the share price of the Company's equity.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating the interest expense in the profit and loss over the relevant period. The effective interest rate is the internal rate of return of the financial asset or liability. That is, it is the rate that exactly discounts the estimated future cashflows through the expected life of the instrument to the net carrying amount at initial recognition.

De-recognition

A financial liability is de-recognised 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 or substantially different terms, or the terms of an existing liability are substantially modified, such as an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the income statement.

26. *Fair value measurements of financial instruments*

The carrying values of financial assets and liabilities of the Consolidated Entity approximate their fair values. Fair values of financial assets and liabilities have been determined for measurement and / or disclosure purposes.

Fair value hierarchy

The Consolidated Entity classifies assets and liabilities carried at fair value using a fair value hierarchy that reflects the significance of the inputs used in determining that value. The table following analyses financial instruments carried at fair value by the valuation method. The different levels in the hierarchy have been defined as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Recurring fair value measurements	**Level 1 $**	**Level 2 $**	**Level 3 $**	**Total $**
30 June 2023				
Financial assets at fair value through profit or loss	648,579	-	-	648,579
Total as at 30 June 2023	648,579	**-**	**-**	**648,579**
30 June 2022				
Financial assets at fair value through profit or loss	1,238,471	-	-	1,238,471
Total as at 30 June 2022	1,238,471	-	-	1,238,471

Due to their short-term nature, the carrying amount of the current receivables and current payables is assumed to approximate their fair value.

27. *Auditor's remuneration*

	2023 $	**2022 $**
Amounts paid or payable at 30 June to the auditors for:		
Audit and review of financial statements	60,202	60,498
Total remuneration for audit and other assurance services	60,202	60,498

The Directors of the Company declare that:

1. The financial statements and notes, as set out on pages 28 to 69, are in accordance with the Corporations Act 2001 and:

    a. Comply with Accounting Standards including the Australian Accounting Interpretations and the Corporations Regulations 2001;
    b. Are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, as stated in Note 2 to the financial statements; and
    c. 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 Company and Consolidated Entity.

2. In the Directors' opinion, there are reasonable grounds to believe that the Consolidated Entity will be able to pay its debts as and when they become due and payable.

The Chief Executive Officer and Chief Financial Officer have each declared that:

a. The financial records of the Consolidated Entity for the financial year have been properly maintained in accordance with s 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 for the financial year give a true and fair view.

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

Aaron Revelle
Managing Director & CEO

29 September 2023

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INDEPENDENT AUDITOR'S REPORT

To the members of Pursuit Minerals Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Pursuit Minerals Limited (the Company) and its subsidiaries (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 report, 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:

(i) 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 ended on that date; and

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

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

Key audit matters

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

Carrying value of exploration & evaluation assets

Key audit matter	***How the matter was addressed in our audit***
As disclosed in Note 12 to the Financial Report, the carrying value of the exploration and evaluation asset represents a significant asset of the Group. The Group's accounting policies and significant judgements applied to exploration and evaluation expenditure are detailed in Note 2 of the Financial Report. In accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources* ('AASB 6'), the recoverability of exploration and evaluation expenditure requires significant judgement by management in determining whether there are any facts and circumstances that exist to suggest the carrying amount of this asset may exceed its recoverable amount. As a result, this is considered a key audit matter.	Our procedures included, but were not limited to: • Assessing whether rights to tenure of the Group's areas of interest remained current at balance date; • Considering the status of the ongoing exploration programmes in the respective areas of interest by holding discussions with management, and reviewing the Group's exploration budgets, ASX announcements and director's minutes; • Considering whether any such areas of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed; • Considering whether any facts or circumstances existed to suggest impairment testing was required; and • Assessing the adequacy of the related disclosures in Notes 2 and 12 to the Financial Report.

Accounting for asset acquisition

Key audit matter	*How the matter was addressed in our audit*
During the financial year ended 30 June 2023, the Group acquired Trilogy Minerals Pty Ltd. The Group treated the transaction as an asset acquisition. Refer to Notes 12 and 13 to the Financial Report for a description of the accounting policy and significant judgments applied to the asset acquisition. Accounting for an asset acquisition is a complex accounting area due to the judgment applied in determining the treatment. In particular: • Determination of the fair value of purchase consideration; and • Identification and measurement of the fair value of assets acquired and liabilities assumed.	Our procedures included, but were not limited to the following: • Assessing the Group's determination that the acquisition represented an asset acquisition as well as assessing the appropriate acquisition date; • Reviewing the relevant agreements to obtain an understanding of the contractual terms and conditions of the transaction; • Assessing management's determination of the fair value of consideration paid and agreeing to supporting documentation; • Reviewing the methodology and assumptions utilised to identify and determining the fair value of the assets acquired and liabilities assumed; and • Assessing the adequacy of the related disclosures in Notes 12 and 13 to the Financial Report.

Other information

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

Our opinion on the financial report does not cover the other information and 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.

Other matter

The financial report of Pursuit Minerals Limited, for the year ended 30 June 2022 was audited by another auditor who expressed an unmodified opinion on that report on 30 September 2022.

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 has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (http://www.auasb.gov.au/Home.aspx) at:

https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 21 to 28 of the directors' report for the year ended 30 June 2023.

In our opinion, the Remuneration Report of Pursuit Minerals Limited, 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.

BDO Audit (WA) Pty Ltd

BDO

J Prue

Jarrad Prue

Director

Perth,

29 September 2023

SHAREHOLDER INFORMATION

The shareholder information set out below was applicable as at 20 September 2023.

A. Distribution of securities

Analysis of the number of equity securities by size of holding:

Holding	Fully paid ordinary shares[12] Number of holders
1 to 1,000	531
1,001 to 5,000	87
5,001 to 10,000	441
10,001 to 100,000	2,976
100,001 and over	2,005
	6,040

There were 2,849 holders of less than a marketable parcel of listed shares.

B. Equity security holders

Twenty largest quoted equity security holders - The names of the twenty largest holders of fully paid ordinary shares[13] are listed below:

Holder Name	Holding	% IC
CONDOR PROSPECTING PTY LTD	125,000,000	4.25%
MUGGINS INVESTMENTS PTY LTD <MUGGINS INVESTMENT TRUST>	93,750,000	3.18%
ELYSIUM 888 PTY LTD <HAYES FAMILY TRUST A/C>	65,230,213	2.22%
CELTIC CAPITAL PTY LTD <THE CELTIC CAPITAL A/C>	64,333,333	2.19%
CITICORP NOMINEES PTY LIMITED	61,024,669	2.07%
KYLE STEVENSON	58,333,332	1.98%
2611 FINANCE PTY LTD <2611 FINANCE TRUST A/C>	56,896,880	1.93%
PHEAKES PTY LTD <SENATE A/C>	41,682,525	1.42%
KEEMA INVESTMENTS PTY LTD	41,666,668	1.42%
MR DAVID JAMES WALL <THE RESERVE A/C>	39,443,494	1.34%
3VL PTY LTD <WYLIE FAMILY A/C>	39,443,493	1.34%
MR MARK JONATHAN SANDFORD <STRATTON A/C>	39,443,493	1.34%
SUNSET CAPITAL MANAGEMENT PTY LTD <SUNSET SUPERFUND A/C>	34,000,000	1.15%
GOLDEN DAWN LIMITED	33,333,333	1.13%
S3 CONSORTIUM PTY LTD	31,250,000	1.06%

[12] Includes escrow securities
[13] Includes escrow securities

WHALE WATCH HOLDINGS LIMITED	27,000,000	0.92%
MR MARK FREEMAN	23,000,000	0.78%
BERNANNE SF PTY LTD <BERNANNE SUPERANNUATION FUND>	20,833,336	0.71%
CRAZY HAIR SUPERANNUATION PTY LTD <HAYES WEALTH SUPERANNUATION>	20,833,332	0.71%
S3 CONSORTIUM HOLDINGS PTY LTD <NEXTINVESTORS DOT COM A/C>	19,082,666	0.65%
Total	**966,611,677**	**32.83%**
Total issued capital - selected security class(es)	**2,943,971,421**	**100.00%**

Unquoted equity securities

Security	Number on issue	Number of holders	Holders of more than 20%	
Unlisted options with an exercise price of $0.0281 expiring 23 November 2024	2,500,000	1	Broadarrow Holdings (WA) Pty Ltd	
Unlisted Options with an exercise price of $0.018 expiring 27 July 2026.	25,000,000	5	Inyati Fund Pty Ltd	12,500,000
			Cityscape Asset Pty Ltd	7,700,000
Unlisted Options with an exercise price of $0.02 expiring 9 December 2026.	120,000,000	3	Mark Freeman	40,000,000
			Peter Wall	40,000,000
			Robert Affleck	40,000,000
Performance Rights C - convert to ordinary shares at a 2.5c 20-day VWAP	20,000,000	6	Mark Freeman	5,000,000
			Peter Wall	5,000,000
			Robert Affleck	6,666,667

Unquoted equity securities represent options or rights to acquire ordinary shares. Each option or right entitles the holder to acquire one ordinary share.

C. Substantial shareholders

There are no Substantial shareholders of the Company's quoted equity securities.

D. Voting rights

The voting rights attaching to each class of equity securities are set out below:

(a) Ordinary shares

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

(b) Options

No voting rights.

(c) Performance rights

No voting rights.

(d) Performance Shares

No voting rights

E. Use of funds

The Consolidated Entity has used the cash and assets in a form readily convertible into cash at the time of its re-listing on the ASX on 23 August 2017 in a manner that is consistent with its business objectives.


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