



ABN 62 610 855 064

Interim Financial Report
For the half year ended 31 December 2023

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Corporate directory

Directors

Peter Bowler	Independent Non-Executive Director, Chairman
Greg Barrett	Non-Executive Director
Paul Payne	Independent Non-Executive Director
Rob Watkins	Managing Director

Company Secretaries

Greg Barrett
Steven Bowler

Corporate Details

Carnaby Resources Limited (ABN 62 610 855 064)
Issued capital 162,846,337 Fully Paid Ordinary shares

Registered Office

78 Churchill Avenue
Subiaco, WA 6008
Telephone: +61 8 6500 3236
Internet: www.carnabyresources.com.au

Share Registry

Computershare Investor Services Pty Ltd
Level 11
172 St Georges Terrace
Perth, WA 6000
Within Australia: 1300 850 505
Outside Australia: +61 3 9415 4000
Internet: www.computershare.com.au

Stock Exchange Listing

ASX Ltd
ASX code: CNB

Auditor

Grant Thornton Audit Pty Ltd
Level 43
152 – 158 St Georges Terrace
Perth, WA 6000
Telephone: +61 8 9480 2000

Directors' Report

For the six months ended 31 December 2023

The directors present their report together with the consolidated interim financial statements of the Carnaby Resources Limited (the "Company" or "Carnaby") Group, being the Company and its subsidiaries, for the six months ended 31 December 2023 (the "period") and the auditor's review report thereon.

Directors

The directors of the Company at any time during or since the end of the period are as set out below. Directors were in office for the entire period unless otherwise stated.

Mr Peter Bowler	Independent Non-Executive Director, Chairman
Mr Robert Watkins	Managing Director
Mr Greg Barrett	Non-Executive Director
Mr Paul Payne	Independent Non-Executive Director

Financial performance

The Group's net loss after tax attributable to the shareholders for the half year to 31 December 2023 was \$8,185,924 (31 December 2022 loss: \$5,083,851). The Group's net assets decreased by \$7,680,038 (31 December 2022 decreased: \$4,895,399). The Group's cash position as at 31 December 2023 was \$17,889,243 (31 December 2022: \$12,210,063).

Corporate

During the period, the Company announced the signing of a Farm-in and Joint Venture Agreement with Rio Tinto Exploration Pty Ltd (RTX), a subsidiary of Rio Tinto Limited (ASX: RIO), which adds a high-quality advanced exploration target and greatly expands the land position of the Greater Duchess Copper Gold Project (see ASX release 2 August 2023). The Company can achieve a 51% joint venture interest in the Devoncourt Project by sole funding A\$5,000,000 of exploration by 1 August 2028 in accordance with the following conditions:

1. The Company to make an up-front payment of A\$100,000 to RTX. This was completed during the period via the issue of 92,000 fully paid ordinary shares in the Company (see ASX release 13 September 2023).
2. As part of the expenditure commitment, the Company must complete a minimum of 4,000m of diamond core and/or reverse circulation (RC) drilling.
3. The Company undertakes a minimum expenditure commitment of A\$500,000 including 2,000m of diamond core and/or RC drilling by 1 August 2025 before it can withdraw from the agreement.

The agreement contains the ability for Carnaby to earn an additional 29% interest in the Project through the completion of further exploration milestones.

The Company signed a Tenement Sale Agreement for the Tick Hill Mining Leases ML7094, ML7096 & ML7097 (together the **MLs**). As part of the agreement, Carnaby will transfer the title of the MLs to private group Tick Hill Mining Pty Ltd (**THM**) for a 5% net smelter return royalty on all gold extracted from the existing Tick Hill Ore Reserves, which include the Tick Hill Open Pit, Tailings Dam and ROM Stockpile Ore Reserves (see ASX release 5 June 2020, also see the updated Reserves and Resource Statement contained in the 2023 Annual Report released 19 September 2023). Importantly, the Company will *retain all mineral exploration rights over the areas outside of the existing Tick Hill JORC 2012 Mineral Resource Estimate*. Completion of the agreement is expected in Q1 CY24 and is subject to normal conditions precedent for a transaction of this nature.

Review of operations

During the period, continued exploration at the Company's Greater Duchess Copper Gold Project in Queensland culminated in the release of the Company's maiden interim Mineral Resource Estimate (**MRE**) which encompasses multiple deposits from across the project, corner stoned by the significant discoveries at the Mount Hope, Nil Desperandum and Lady Fanny prospects (see ASX release 27 October 2023). All three discoveries remain strongly open down plunge and will continue to grow with ongoing drilling throughout 2024.

Directors' Report

An initial drilling program at the Devoncourt Project is currently in progress and regional exploration targets will also be investigated in 2024, where numerous additional prospects remain untested over the Company's greater than 1,921km² of continuous regional tenure.

Greater Duchess Copper Gold Project, QLD

The Greater Duchess Copper Gold Project lies approximately 70 km southeast of Mount Isa, Queensland on a land holding of approximately 1,921 km². The Project's footprint encompasses multiple undeveloped copper rich Iron Oxide Copper Gold (IOCG) targets over a 100 km corridor and as well as the Devoncourt Farm-in Project.

The release of the MRE during the period marked a significant milestone in the Company's activities at the Greater Duchess Project. The following table summarises the Greater Duchess MRE:

Deposit	Class	Tonnes	Cu	Au	CuEq	Cu	Au	CuEq
		Mt	%	g/t	%	Tonnes	Ounces	Tonnes
Mount Hope	Indicated	6.9	1.6	0.2	1.8	111,400	53,900	123,200
	Inferred	3.3	1.3	0.2	1.5	44,600	24,200	49,800
	Sub-total	10.3	1.5	0.2	1.7	156,000	78,100	173,000
Nil Desperandum	Indicated	3.3	1.2	0.2	1.4	39,800	22,000	44,600
	Inferred	1.0	1.4	0.4	1.7	13,900	11,400	16,300
	Sub-total	4.3	1.3	0.2	1.4	53,700	33,400	60,900
Lady Fanny	Indicated	1.7	1.4	0.2	1.5	23,300	11,500	25,800
	Inferred	1.4	1.2	0.3	1.4	17,500	11,600	20,100
	Sub-total	3.1	1.3	0.2	1.5	40,800	23,200	45,800
Mt Birnie	Indicated	-	-	-	-	-	-	-
	Inferred	0.4	1.4	0.2	1.5	6,300	2,300	6,800
	Sub-total	0.4	1.4	0.2	1.5	6,300	2,300	6,800
Duchess	Indicated	-	-	-	-	-	-	-
	Inferred	3.7	0.7	0.1	0.8	26,300	11,300	28,800
	Sub-total	3.7	0.7	0.1	0.8	26,300	11,300	28,800
Greater Duchess Total Inventory	Indicated	11.9	1.5	0.2	1.6	174,500	87,500	193,600
	Inferred	9.8	1.1	0.2	1.2	108,600	60,700	121,800
	Total	21.8	1.3	0.2	1.4	283,100	148,200	315,400

**Table 1: Greater Duchess Copper Gold Project October 2023 Mineral Resource Inventory
0.5% CuEq¹ Cut-off for Pit Potential, 1.0% CuEq¹ for Underground Potential**

Note – Rounding discrepancies may occur.

Note – Mount Hope is 100% CNB, Nil Desperandum, Mount Birnie and Duchess are 82.5% CNB, Lady Fanny is 82.5-100% CNB

Reference 1: The CuEq calculation is $CuEq = Cu\% + (Au_ppm * 0.7)$ and is based on September 2023 spot prices of US\$8,500/t for copper and US\$1,950/oz for gold, exchange rate of 0.67 and recovery of 95% copper and 90% gold as demonstrated in preliminary metallurgical test work carried out in 2023.

The maiden interim MRE will form the base load inventory from which a Scoping Study is currently being conducted. The main goal of the Scoping Study is to evaluate all potential future mine development and process route options. This includes a standalone development scenario to utilising third party processing facilities in the region as a low Capex start up option. The Greater Duchess Project is centrally located in a mining friendly jurisdiction and is surrounded by third party processing facilities and world class infrastructure including rail, road, gas pipeline and a highly experienced and mine ready workforce with abundant contract mining and haulage operators in the Mount Isa region.

Directors' Report

In parallel to this work, during the period the Company also commenced metallurgical test work with the help of the team at Glencore International AG's (Glencore) Mount Isa copper mill and concentrator, to assess the amenability of potential ore from Greater Duchess. This test work and engagement with Glencore is ongoing (see ASX release 4 December 2023).

The Scoping Study will almost certainly flow through immediately into a Prefeasibility Study in early 2024.

Subsequent to the release of the MRE, continued exploration drilling at Mount Hope continued to expand the footprint of the Chalcus lode mineralisation outside of the mineral resource limits. Significant results include (see ASX release 17 November & 2 February 2024):

- MHDD190W5
Chalcus Lode 87m (TW~29m) @ 2.3% Cu, 0.5 g/t Au from 550m
- MHDD192W2 Assays:
Chalcus Lode 71m (TW~28m) @ 1.6% Cu, 0.5g/t Au from 654m
Including 42m (TW~17m) @ 2.3% Cu, 0.7g/t Au from 659m
Including 21m (TW~8m) @ 3.1% Cu, 1.1g/t Au from 662m

As part of the Devoncourt Farm-in Project, the Company's maiden drilling program commenced towards the end of the period at the Wimberu Prospect, targeting large scale magmatic hydrothermal breccia hosted IOCG mineralisation. A total of seven angled RC pre collars have been completed and all will be extended with diamond tails in early CY 2024.

Yilgarn Margin Projects, WA

Malmac Project

No work was conducted at the Malmac Project during the period however, the Company plans to progress early-stage exploration results with further low-cost soil sampling, mapping and rock chip sampling and will consider using geophysics to further refine drill targets during the 2024 field season.

The Malmac project lies on the northern margin of the Earahedy Basin and comprises a package of rocks variously termed the 'Troy Creek Beds' or 'Troy Creek Schist'. The Troy Creek package has been affiliated with the Bryah Group (host to the DeGrussa, Monty and Horseshoe Lights Cu-Au massive sulphide deposits), Yerrida Group (host to the epithermal-style Thaduna Copper Deposit) and the Earahedy Group (host to the recent Chinook Zn-Pb discovery by Rumble Resources Limited).

Throssel Project

First pass soil sampling has been completed across the tenement with results outlining several coherent low order gold anomalies of interest which require follow up.

Pilbara Projects, WA

Due to the ranking of priority projects in Queensland, no on ground field work was completed at the Company's Pilbara Projects during the period. The Company has been awarded a government Exploration Incentive Scheme (EIS) grant for the Pardoo and Mount Grant Projects and will complete a first pass drilling program in 2024. For more details on exploration conducted at the Pilbara Projects to date, refer to the Group's 2023 Annual Report.

Subsequent events

There are no events subsequent to the period to be reported.

Lead auditor's independence declaration

The Lead auditor's independence declaration is set out on page 19 and forms part of the directors' report for the six months ended 31 December 2023.

This report is made with a resolution of the directors:



Rob Watkins

Managing Director

Dated at Perth, this 7th day of March 2024

Competent persons and cautionary statements

Competent Persons Statement

The Information in this report that relates to the Greater Duchess Mineral Resource is based on information compiled by Mr Paul Payne, a Competent Person who is a Fellow of the Australasian Institute of Mining and Metallurgy. Mr Payne is a full-time employee of Payne Geological Services and is a Director and shareholder of Carnaby Resources Limited. Mr Payne has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Payne consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this document that relates to the Tick Hill Deposit Mineral Resources is based upon information compiled by Mr Paul Tan. Mr Tan is a full-time employee and security holder of the Company and a Member of the AusIMM. Mr Tan has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is undertaken to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code). Mr Tan consents to the inclusion in the report of the matters based upon the information in the form and context in which it appears.

The information in this document that relates to exploration results and the Tailings Dam Mineral Resources is based upon information compiled by Mr Robert Watkins. Mr Watkins is a Director and security holder of the Company and a Member of the AusIMM. Mr Watkins has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is undertaken to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code). Mr Watkins consents to the inclusion in the report of the matters based upon the information in the form and context in which it appears.

Previously Released ASX Material References relating to this Report include:

High Grade Discovery 4m @ 7.0% Cu - Exploration Update	2 February 2024
Greater Duchess Project Scoping Study Update	4 December 2023
Greater Duchess Chalcus Lode Extension 87m @ 2.3% Cu	17 November 2023
Greater Duchess Maiden Mineral Resource	27 October 2023
Annual Report 2023	19 September 2023
s708A Cleansing Notice - Issue of Shares	13 September 2023
Rio Tinto Devoncourt Project Farm-in Agreement	2 August 2023
Sale of Tick Hill Stockpiles for \$6M	3 August 2020
Tick Hill Gold Project PFS Results & Maiden Ore Reserve	5 June 2020

Disclaimer

References have been made in this Interim Financial Report to certain ASX announcements, including references regarding exploration results and Mineral Resources. For full details, refer to said announcement on said date. The Company is not aware of any new information or data that materially affects this information. Other than as specified in this announcement and the mentioned announcements, the Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements and, in the case of estimates of Mineral Resources, Exploration Target(s) or Ore Reserves that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

Competent persons and cautionary statements

Forward looking statements

This report may contain certain forward looking statements and projections regarding:

- Estimated Mineral Resources and Ore Reserves;
- planned production and operating costs profiles;
- planned capital requirements; and
- planned strategies and corporate objectives.

Such forward looking statements/projections are estimates for discussion purposes only and should not be relied upon. They are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors many of which are beyond the control of the Company. The forward-looking statements/projections are inherently uncertain and may therefore differ materially from results ultimately achieved. The Company does not make any representations and provides no warranties concerning the accuracy of the projections, and disclaims any obligation to update or revise any forward-looking statements/projects based on new information, future events or otherwise except to the extent required by applicable laws.

Consolidated interim financial statements

Consolidated interim statement of financial position

As at 31 December 2023

	<i>Note</i>	Dec 2023 \$	June 2023 \$
Assets			
Cash and cash equivalents	5	17,889,243	26,925,556
Restricted cash	6	15,000	15,000
Prepayments		239,278	188,309
Trade and other receivables		539,517	784,179
Total current assets		18,683,038	27,913,044
Trade and other receivables non-current		400	400
Restricted cash non-current	6	473,536	361,574
Exploration and evaluation assets	7	6,717,633	6,519,072
Property, plant and equipment		206,299	192,978
Right of use assets		90,320	19,310
Total non-current assets		7,488,188	7,093,334
Total assets		26,171,226	35,006,378
Liabilities			
Trade and other payables		1,519,261	2,870,957
Lease liabilities		48,101	18,709
Employee benefits		156,238	134,071
Total current liabilities		1,723,600	3,023,737
Lease liabilities non-current		41,971	-
Employee benefits non-current		18,041	12,050
Provisions	8	474,814	362,853
Total non-current liabilities		534,826	374,903
Total liabilities		2,258,426	3,398,640
Net assets		23,912,800	31,607,738
Equity			
Share capital	9	57,750,245	57,665,145
Reserves		3,498,717	3,092,831
Accumulated losses		(37,336,162)	(29,150,238)
Total equity		23,912,800	31,607,738

The notes on pages 13 to 15 are an integral part of these consolidated interim financial statements.

Consolidated interim financial statements

Consolidated interim statement of profit or loss and other comprehensive income

For the six months ended 31 December 2023

	<i>Note</i>	Dec 2023 \$	Dec 2022 \$
Interest received		498,427	190,515
Government grants and other income		-	15,102
Administrative expenses		(714,590)	(403,500)
Project exploration and evaluation expenses		(7,556,097)	(4,693,058)
Share based payment expense		(405,886)	(188,452)
Results from operating activities		(8,178,146)	(5,079,393)
Finance expense		(7,778)	(4,458)
Net finance expense		(7,778)	(4,458)
Total comprehensive loss for the year		(8,185,924)	(5,083,851)

The notes on pages 13 to 15 are an integral part of these consolidated interim financial statements.

Consolidated interim financial statements

Consolidated interim statement of changes in equity

For the six months ended 31 December 2023

	Share capital \$	Accumulated losses \$	Translation reserve \$	Share option reserve \$	Total equity \$
Balance at 1 July 2023	57,665,145	(29,150,238)	(28,486)	3,121,317	31,607,738
Total comprehensive income for the period					
Profit / (Loss) for the period	-	(8,185,924)	-	-	(8,185,924)
Total comprehensive profit for the period	-	(8,185,924)	-	-	(8,185,924)
Transactions with owners recorded directly in equity					
Contributions by and distributions to owners					
Issue of ordinary shares	85,100	-	-	-	85,100
Share based payments	-	-	-	405,886	405,886
Total contributions by and distributions to owners	85,100	-	-	405,886	490,986
Balance as at 31 December 2023	57,750,245	(37,336,162)	(28,486)	3,527,203	23,912,800

	Share capital \$	Accumulated losses \$	Translation reserve \$	Share option reserve \$	Total equity \$
Balance at 1 July 2022	37,942,839	(16,916,459)	(28,486)	2,528,373	23,526,267
Total comprehensive income for the period					
Profit / (Loss) for the period	-	(5,083,851)	-	-	(5,083,851)
Total comprehensive profit for the period	-	(5,083,851)	-	-	(5,083,851)
Transactions with owners recorded directly in equity					
Contributions by and distributions to owners					
Share based payments	-	-	-	188,452	188,452
Total contributions by and distributions to owners	-	-	-	188,452	188,452
Balance as at 31 December 2022	37,942,839	(22,000,310)	(28,486)	2,716,825	18,630,868

The notes on pages 13 to 15 are an integral part of these consolidated interim financial statements.

Consolidated interim financial statements

Consolidated interim statement of cash flows

For the six months ended 31 December 2023

<i>Note</i>	Dec 2023 \$	Dec 2022 \$
Cash flow from operating activities		
Payments to suppliers and employees	(669,823)	(422,308)
Payments for exploration expenditure	(8,577,189)	(5,658,125)
Net cash used in operating activities	(9,247,012)	(6,080,433)
Cashflow from investing activities		
Interest received	410,408	179,467
Payments for property, plant and equipment and mineral properties	(55,948)	(184,493)
Proceeds from the sale of financial asset - Metalore Sale (Lainejaur Project)	-	375,000
Proceeds from sub-lease	-	12,798
Net cash from investing activities	354,460	382,772
Cashflow from financing activities		
Share issue costs	(7,030)	-
Transfers to restricted cash	(111,962)	-
Payments for lease liabilities	(24,769)	(24,223)
Net cash from / (used in) financing activities	(143,761)	(24,223)
Net increase/(decrease) in cash and cash equivalents	(9,036,313)	(5,721,884)
Cash and cash equivalents at the beginning of the period	26,925,556	17,931,947
Cash and cash equivalents 31 December 2023	17,889,243	12,210,063

The notes on pages 13 to 15 are an integral part of these consolidated interim financial statements.

Notes to the consolidated interim financial statements

1. Reporting entity

Carnaby Resources Limited (the "Company") is a for profit company limited by shares and incorporated in Australia, whose shares are publicly traded on the Australian Securities Exchange.

The consolidated interim financial statements of the Company as at and for the period from 1 July 2023 to 31 December 2023 comprise the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities"). The nature of the operations and principal activities of the Group are as described in the Directors' Report.

2. Statement of compliance

The consolidated interim financial statements are a general-purpose financial report which has been prepared in accordance with AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*. The consolidated interim financial statements do not include all of the information required for full annual financial statements, and should be read in conjunction with the consolidated annual report of the Group as at and for the year ended 30 June 2023 and public announcements made by the Group during the half year in accordance with continuous disclosure requirements arising under the Australian Securities Exchange Listing Rules and the Corporations Act.

The consolidated interim financial statements were approved by the Board of Directors on 7 March 2024.

3. Basis of preparation

a) Accounting policies

The accounting policies applied by the Group in these consolidated interim financial statements are the same as those applied by the Group in its consolidated annual financial report as at and for the year ended 30 June 2023.

b) New standards and interpretations not yet adopted

Certain new accounting standards, amendments to accounting standards and interpretations have been published that are not mandatory for 31 December 2023 reporting periods and have not been early adopted by the group. These standards, amendments or interpretations are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

4. Segments

Operating segments

The Group identifies its operating segments based on the internal reports that are reviewed and used by the Managing Director (chief operating decision maker) in assessing performance and determining the allocation of resources.

The Group operates in one segment being 'Australian mineral exploration' which is the Group's strategic business unit.

Geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of activities earning revenue. Segment assets are based on the geographical location of assets. The Group conducts all its activities within Australia and accordingly has assessed its sole geographical segment to be Australia.

5. Cash and cash equivalents

	Dec 2023	June 2023
	\$	\$
Bank balances	17,889,243	26,925,556
Cash and cash equivalents in the statement of cash flows	17,889,243	26,925,556

Notes to the consolidated interim financial statements

6. Restricted cash

	Dec 2023	June 2023
	\$	\$
Restricted cash	488,536	376,574
Current	15,000	15,000
Non current	473,536	361,574
Balance at the end of the period	488,536	376,574

Restricted cash comprises cash held in term deposits issued in the Company's name which have been used to provide security for:

- a \$15,000 credit card facility.
- a \$18,574 in cash held in a term deposit issued in the Company's name which has been used to provide security in relation to a leased property, and
- a \$454,962 bank guarantee facility (the Facility). The Facility allows the Company to issue bank guarantees in satisfaction of its Queensland state government environmental surety obligations. As of 30 August 2023, the estimated rehabilitation cost (ERC) was revised by Queensland government, so the facility changed from \$323,000 to \$434,962.
 - \$434,962 of the facility relates to obligations arising from the Tick Hill Mining Leases (ML7094, ML7096 and ML7097).
 - \$20,000 of the facility relates to obligations arising from the Mount Hope Mining Lease (ML90240) acquired during the period.

7. Exploration and evaluation assets

	Dec 2023	June 2023
	\$	\$
Cost		
Opening balance	6,519,072	6,509,072
Farm-In and Joint Venture Agreement with Rio Tinto	86,600	-
Reassessment of estimated rehabilitation costs	111,961	10,000
Balance at the end of the period	6,717,633	6,519,072

On 13 September 2023, the Group entered into a Farm-In and Joint Venture Agreement with Rio Tinto Exploration Pty Ltd. The acquisition costs recognised comprise of:

- Issue of 92,000 fully paid ordinary shares, at a fair value of \$0.925
- Other associated costs of \$1,500

As of 30 August 2023, the estimated rehabilitation cost (ERC) relating to Environmental Authority EPML00820613, which encompasses the Tick Hill Project, was revised by Queensland government from \$322,853 to \$434,814.

8. Provisions

	Total
	\$
Balance at beginning of the period	362,853
Provisions made during the period	111,961
Balance at end of the period	474,814
Current	-
Non Current	474,814
Balance at the end of the period	474,814

As of 30 August 2023, the estimated rehabilitation cost (ERC) relating to Environmental Authority EPML00820613, which encompasses the Tick Hill Project, was revised up \$111,961 by Queensland government from \$322,853 to \$434,814.

As a result of the recognition of the provision, an exploration and evaluation asset (refer note 7) has also been recognised, which offsets the provision for site restoration.

Notes to the consolidated interim financial statements

9. Issued Capital

Ordinary share capital	Dec 2023	June 2023	Dec 2023	June 2023
	shares	shares	\$	\$
On issue at the beginning of the period	162,754,340	144,560,897	57,665,145	37,942,839
Issued in respect of exploration and evaluation assets	92,000	-	85,100	-
Issued for cash	-	16,393,443	-	20,000,000
Options exercised	-	1,800,000	-	810,000
Equity transaction costs	-	-	-	(1,087,694)
On issue at the end of the period (net of transaction costs)	162,846,340	162,754,340	57,750,245	57,665,145

10. Subsequent events

There are no events subsequent to the period to be reported.

Directors' declaration

1. In the opinion of the directors of Carnaby Resources Limited ("the Company"):
 - (a) the consolidated interim financial statements and notes 1 to 13 that are contained within are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Group's financial position as at 31 December 2023 and of its performance for the half year ended on that date; and
 - (ii) complying with Australian Accounting Standard AASB 134 "Interim Financial Reporting" and the Corporations Regulations 2001; and
 - (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors:



Robert Watkins
Managing Director

Dated at Perth, this 7th day of March 2024

Independent Auditor's Review Report

To the Members of Carnaby Resources Limited

Report on the half year financial report

Conclusion

We have reviewed the accompanying half year financial report of Carnaby Resources Limited and its subsidiaries (the Group), which comprises the interim consolidated statement of financial position as at 31 December 2023, and the interim consolidated statement of profit or loss and other comprehensive income, interim consolidated statement of changes in equity and interim consolidated statement of cash flows for the half year ended on that date, a summary of significant accounting policies, other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of Carnaby Resources Limited does not comply with the *Corporations Act 2001* including:

- a giving a true and fair view of the Group's financial position as at 31 December 2023 and of its performance for the half year ended on that date; and
- b complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Directors' responsibility for the half-year financial report

The Directors of the Company are responsible for the preparation of the half-year 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 half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.


Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2023 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



B P Steedman
Partner – Audit & Assurance

Perth, 7 March 2024

Auditor's Independence Declaration

To the Directors of Carnaby Resources Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the review of Carnaby Resources Limited for the half-year ended 31 December 2023, I declare that, to the best of my knowledge and belief, there have been:

- a no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- b no contraventions of any applicable code of professional conduct in relation to the review.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



B P Steedman
Partner – Audit & Assurance

Perth, 7 March 2024