ACN 612 912 393

Annual Report

For the period ending
31 December 2023

Corporate Directory

Directors

Justin Osborne
Non-Executive Chair

Sam Pazuki
Chief Executive Officer
/ Managing Director

Carol Marinkovich
Non-Executive Director

Kerry Sparkes
Non-Executive Director

Dr Nicole Adshead-Bell
Non-Executive Director

Company Secretary

Carol Marinkovich

Registered Office and Principal Place of Business

24 Hasler Road
Osborne Park
Perth WA 6017

Share Register

Automic Registry Services
Level 5, 126 Philip Street
Sydney NSW 2000

Auditor

Ernst & Young
11 Mounts Bay Road
Perth WA 6000

Stock Exchange Listing

Matador Mining Limited shares are listed on the Australia Securities Exchange (ASX: MZZ) and OTCQB in the United States (OTCQB: MZZMF).

Website

matadormining.com.au

Corporate Governance Statement

The Company's Corporate Governance Statement can be found on the Company's Website:

https://matadormining.com.au/company-profile/corporate-governance/

All dollar figures are expressed in Canadian dollars unless otherwise stated

CONTENTS

CHAIR'S LETTER TO SHAREHOLDERS

Dear Matador Mining Shareholders,

I am pleased to present to you the annual report for Matador Mining Limited (ASX: MZZ) (Matador or the Company), detailing our achievements and progress throughout the fiscal year 2023.

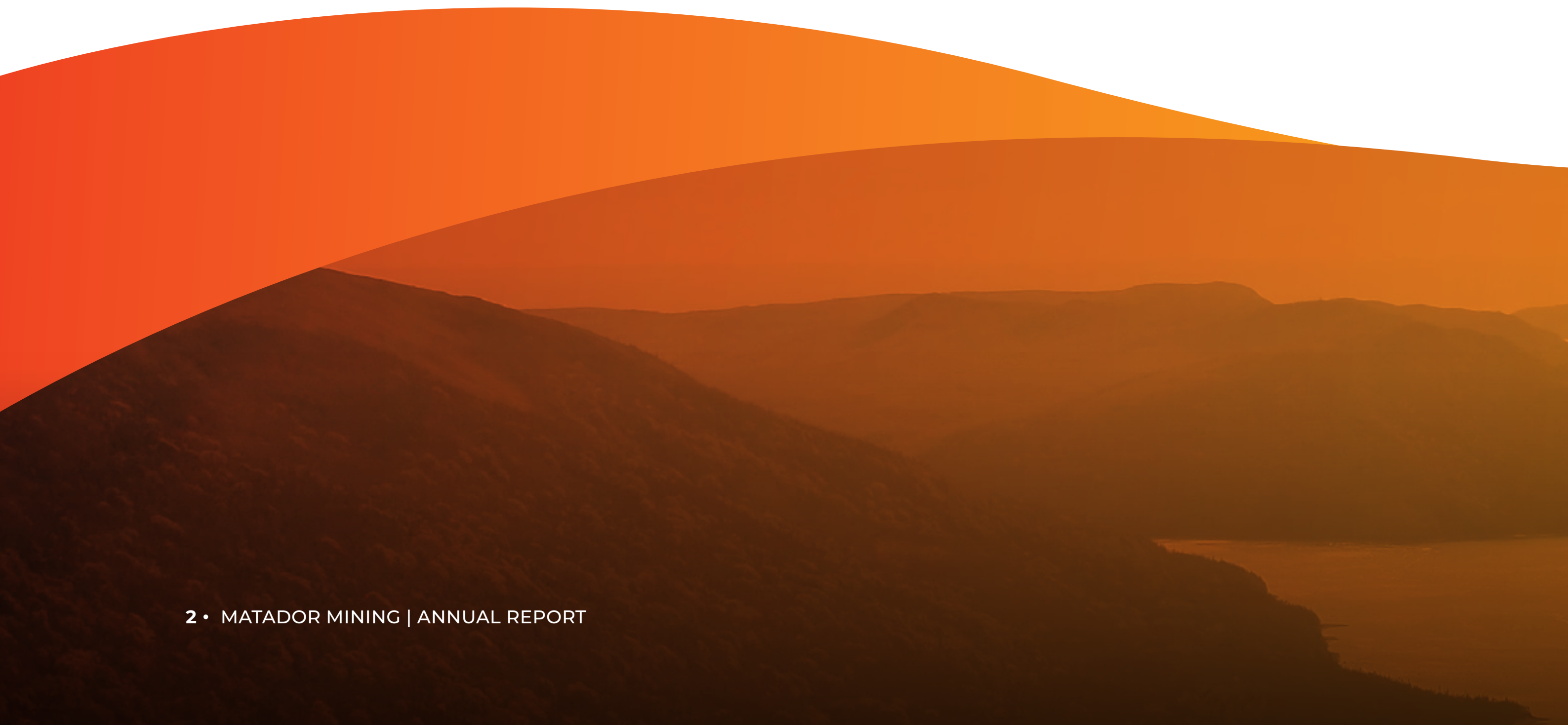
It is with great pride that I reflect on the significant advancements we have made in gold exploration and drilling across our key projects, demonstrating our commitment to unlocking value for our shareholders.

Throughout 2023, we continued to strengthen our position as a leading player in gold exploration in Newfoundland, Canada. With substantial field activity across our wholly owned Cape Ray Shear Zone (CRSZ) and Hermitage project areas, both located in the underexplored region in southwestern Newfoundland, we have established an enviable land holding rich with highly prospective gold targets.

Very importantly we announced an updated JORC Mineral Resource Estimate at the Cape Ray Gold Project, totalling 9.7 million tonnes grading 1.96 g/t gold for a total of 610,000 ounces of gold, and reported with increased rigor and quality commensurate with the high technical standards we set.

This update and the additional geological thought put into the modelling underscores the undeniable potential of this area and highlights the scope for additional upside in our resource corridor. We were also able to glean significant insight into the detailed controls on gold mineralisation that we can now use to better target new deposits further afield.

In our Greenfields projects, exploration efforts continued across the Malachite target area yielded promising results with the identification of primary gold mineralisation at depth, marking a significant milestone for Matador.



This confirmation of gold mineralisation in new areas not only expands our understanding of the region but also reaffirms our commitment to uncovering new opportunities for significant discovery.

Anomalous gold mineralisation was also confirmed at Long Range and Grandy's, further extending the gold mineralisation footprint at Cape Ray to a corridor more than 60-kilometres in strike.

The discovery of multi-gram anomalous gold mineralisation at Bunker Hill, almost 40 kilometres north-east of Malachite adds another layer of opportunity to our portfolio to be assessed through 2024. These results, coupled with additional mineral licences staked within the area reflect our strategic approach to maximising value for our shareholders.

Noteworthy progress was also made throughout 2023 at Hermitage, with significant new gold results building upon historical data. The results from our prospecting programs validate the presence of multi-gram gold across a huge area, highlighting the immense potential of this project.

In addition to our exploration successes, we are pleased to report successful 2023 corporate activities, raising approximately A$10.1 million to support our growth initiatives, with the oversubscribed financing underscoring investor confidence in our strategy and potential.

Furthermore, I am delighted to welcome Carol Marinkovich to our Board of Directors as Non-Executive Director and the appointment of Ryan Finkelstein as interim Chief Financial Officer. Their expertise and leadership have proved invaluable to the Company for a significant period already, and will undoubtedly contribute to our continued success.

In closing, I would like to express my gratitude to our shareholders, employees, and stakeholders for their unwavering support. As we look ahead, we remain committed to delivering value and driving sustainable growth for Matador Mining.

Yours Faithfully,

Justin Osborne
Non-Executive Chair

"It is with great pride that I reflect on the significant advancements we have made in gold exploration and drilling across our key projects, demonstrating our commitment to unlocking value for our shareholders.

MANAGING DIRECTOR AND CEO LETTER TO SHAREHOLDERS

Dear Owners and other Stakeholders,

I am excited to share with you the progress and strategic direction of the Company as we focus on delivering real, tangible and long-term value for you through making dial moving discoveries in the incredible jurisdiction of Newfoundland.

I am often asked how it's going particularly since my appointment as Managing Director and CEO of Matador in May 2022. My response is simple: we are doing great things, we are setting ourselves up for success and my conviction in the potential of the business has only grown. Full stop.

Our strategy is clear: to make strategic decisions in capital management, accelerating the lead up to discoveries that grow the value of our business. We believe this approach sets us apart and demonstrates our commitment to respecting shareholder capital while driving tangible growth.

Our focus on greenfields exploration, particularly along the multi-million-ounce gold structure that is the Cape Ray Shear Zone, continues to yield promising results. It is especially important to note that much of the nearly 140 kilometres of continuous strike, on which we hold mineral licenses, is under cover and underexplored as a result.

We are leaders in exploration approach with an excellent team of geologists and a Board worthy of directing much larger companies comprising geologists with their own track record of making major mineral discoveries.

We have nine projects within our portfolio and believe each of these projects hold prospective ground displaying the key defining characteristics conducive to hosting large mineral deposits.

Having a district-scale land package is another defining feature of Matador. It is because of these defining features that the potential of our business has been recognised by B2Gold Corp, a top notch, million-ounce a year gold producer, as well as nearly a dozen large, global institutional investors all of whom hold a long-term view, understand the world of exploration including the risks and opportunities, and are there to support the business.

We highly value all owners of the business who have entrusted us with their hard-earned capital to deploy in a prudent manner and grow the value of the company over the long-term. We will continue to make decisions based on risk-adjusted return on investment metrics coupled with high quality technical work and assessment. There is no other way.

We highly value other stakeholders including but limited to our hard-working, dedicated workforce, the First Nations groups of Newfoundland, the Government of Newfoundland and Labrador who are pro-business, pro-investment and pro-people, and the local communities who we are also working hard for to grow a business that will deliver socio-economic benefits and support future generations.

We are committed to building a formidable presence in the mining industry, creating value, and operating responsibly for years to come. Our enthusiastic and dedicated team have risen to the challenge, providing outcomes that have exceeded expectations, setting the stage for exciting exploration in 2024.

Yours Sincerely,

Sam Pazuki

Managing Director and
Chief Executive Officer

> **Our strategy is clear:** to make strategic decisions in capital management, accelerating the lead up to discoveries that grow the value of our business.

CORPORATE OVERVIEW

Company Profile

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

Matador is a junior exploration company with principal assets located in Newfoundland and Labrador and specifically on the island of Newfoundland in Canada. Matador is one of two ASX-listed gold-only stock operating in Newfoundland, which is a top-tier, emerging jurisdiction with limited historical gold exploration and investment.

The Company is well-placed with a significant tenement package predominately on the CRSZ, the largest known gold structure in the province, and which hosts Calibre Mining's ("Calibre") (TSX: CXB) 5.1-million-ounce Valentine Gold Mineral Resource.

Matador's CRSZ tenements cover approximately 110 kilometres of continuous strike along the highly prospective, yet vastly under explored area in southwestern Newfoundland, Canada.

The Hermitage Project is a series of tenements comprising 27-kilometres of continuous strike located on the Hermitage Flexure – a major geological structure with multiple gold and other critical metals showings.

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

Corporate Strategy

The Company's strategy is to grow the value of the business by making significant gold or mineral discoveries in Newfoundland. To achieve this, the Company will make prudent long-term decisions that are in the best interest of the business and its owners and based on best quality technical information and geological thinking with a strong overlay of commercial consideration. The Company will make measured, risk-based decisions to control what it can while managing risks inherent to the industry.

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

Exploration: Advance greenfields exploration targets using a systematic approach to exploration that is balanced with commercial considerations and underpinned by a decision-making process based on geologic ranking criteria and risk-adjusted return-on-investment metrics;

Measuring Success: Focus the discovery of new, multi-million-ounce gold deposits designed to unlock long-term shareholder value;

Corporate Structure: Seek to enhance the capital structure and expand access to new capital markets;

Consolidation: Take a strategic and prudent approach to regional consolidation; and

Partnerships: Enhance internal and external engagements to ensure the Company has the right partners through the journey to success.

Financial Overview

The Company announced the successful raising of approximately A$10.1 million[1] (before costs) through an oversubscribed financing to institutional, professional and sophisticated investors. The equity raising was completed through three components; ~A$3.8 million flow through placement to Canadian investors priced at A$0.056 per New Share, ~A$1.0 million flow-through placement to Canadian investors priced at A$0.042 per New Share, and A$1.0 million traditional “hard dollar” placement to sophisticated, professional and institutional investors priced at A$0.040 per New Share.

In conjunction with the equity raising, the Company offered eligible shareholders in Australia and New Zealand the opportunity to participate in a Share Purchase Plan at A$0.040 per New Share. The Share Purchase Plan was heavily oversubscribed with applications received totalling approximately $4.1 million[2], exceeding the Company’s initial SPP target raise of $1.5 million.

The Company closed the 2023 calendar year with a cash balance of C$8.3 million.

Other

During the reporting period, Carol Marinkovich was appointed to the Board of Directors as Non-Executive Director in March 2023, whilst continuing to provide company secretarial support as the sole Company Secretary[3].

Matador also announced the appointment of Ryan Finkelstein as interim Chief Financial Officer in April 2023, succeeding David Gurvey[4].

During the year, the Company investigated various options to obtain a Toronto Stock Exchange (TSX) listing, including a Reverse Take-Over (RTO) structure, with an aim to redomicile as a Canadian business. The strategic rationale for a transaction was to effectively gain new access to new capital markets particularly in an economic environment such as the one the industry has been in for the past 18 months. The Company will continue to explore new ways to achieve the broader strategic objective.

1 Refer to ASX Announcement 25 October 2023 - Oversubscribed Equity Financing Of A$5.8 Million
2 Refer to ASX Announcement 8 December 2023 - Matador Announces Heavily Oversubscribed SPP
3 Refer to ASX Announcement 28 February 2023 - Carol Marinkovich Joins Matador Board of Directors
4 Refer to ASX Announcement 28 April 2023 - Appointment of Interim CFO

REVIEW OF OPERATIONS

Throughout 2023, Matador made significant advancements in gold exploration and drilling across the Company's wholly owned CRSZ and Hermitage gold belts.

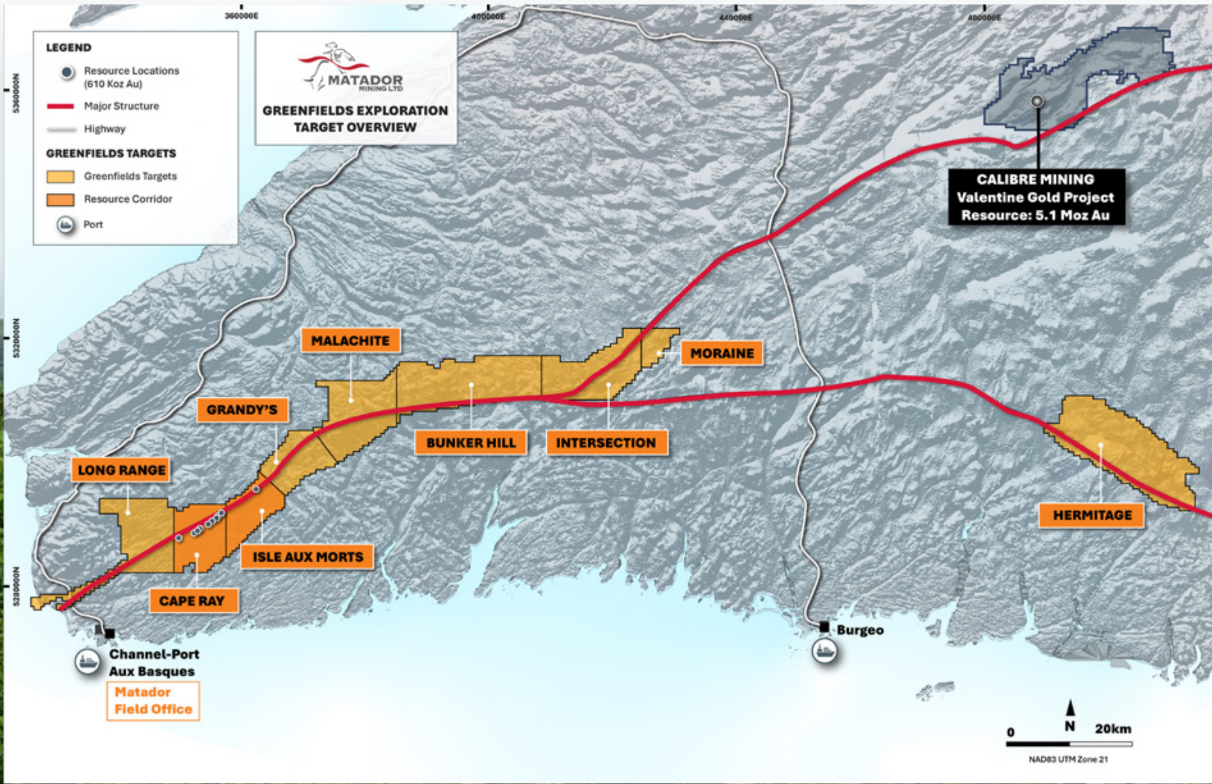


Figure 1: General overview of Matador's greenfield target areas

Cape Ray Shear Zone

Cape Ray Gold Project

In May 2023, the Company announced an updated JORC Mineral Resource estimate ("**MRE**") for the Cape Ray Gold Project along the CRSZ[5]. The total Mineral Resource is now estimated to be **9.7 million tonnes grading 1.96 g/t gold for a total of 610,000 ounces of gold**, composed of Indicated and Inferred Resources (Table 1).

The updated MRE incorporated approximately 36,000 metres of diamond drilling since the last published estimate from May 2020[6]. The overall grade is comparable to the 2020 MRE, despite the decrease in open pit and underground cut-off grades from a higher assumed gold price and higher input costs.

An additional 50,000 ounces was included through the discovery of Angus and contact zones at Window Glass Hill, and PW at Central Zone (Figure 2).

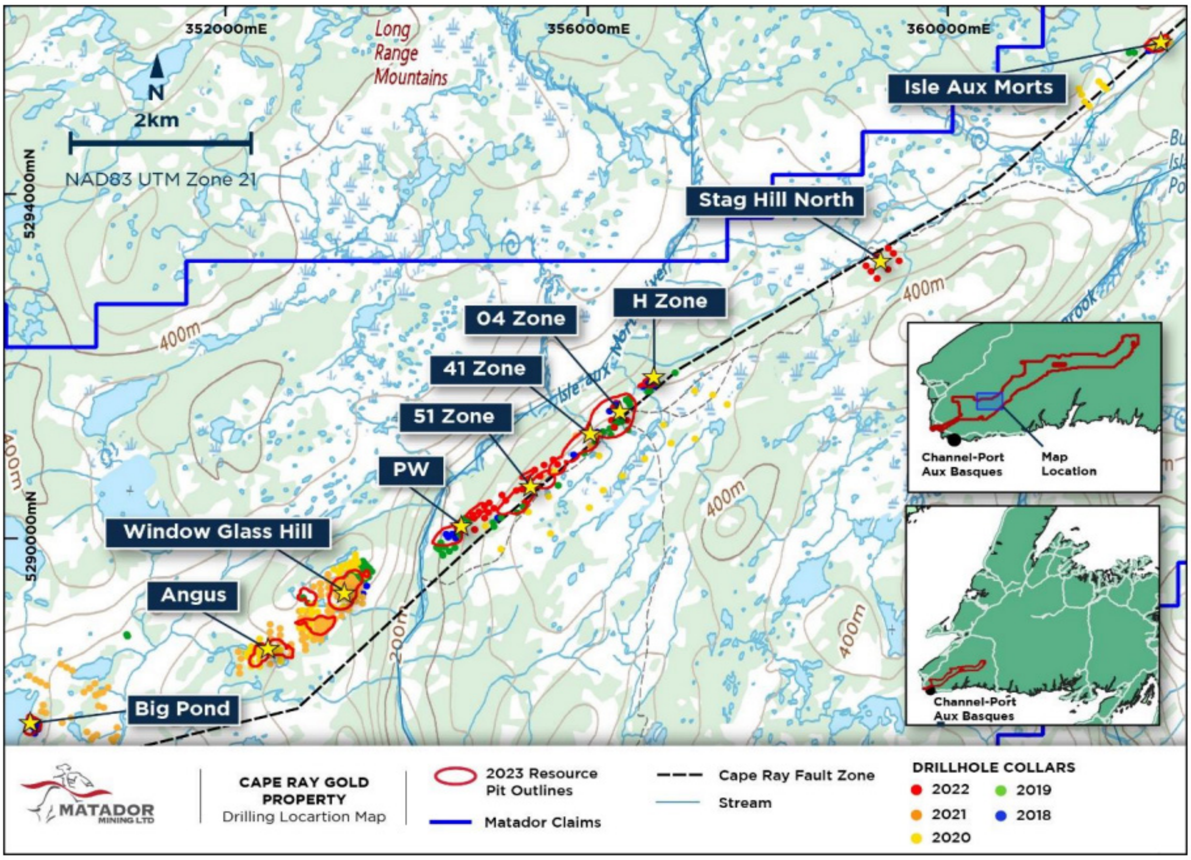


Figure 2: Map of 2023 resource locations

5 Refer to ASX Announcement 30 May 2023 - Matador Updates Mineral Resource Estimates for Cape Ray
6 Refer to ASX Announcement 4 February 2020 - Increase in Gold Mineral Resource at Cape Ray

2023 Mineral Resource Estimate				
	Cut-off Grade	Tonnes	Grade	Contained Metal
	g/t Au	Mt	g/t Au	koz Au
OPEN PIT – TOTAL INDICATED & INFERRED MINERAL RESOURCES				
Central Zone	0.30	4.2	2.82	377
Window Glass Hill	0.30	4.5	0.96	140
Isle Aux Morts	0.30	0.5	2.35	35
Big Pond	0.30	0.1	3.01	9
TOTAL OPEN PIT	**0.30**	**9.3**	**1.88**	**560**
UNDERGROUND – TOTAL INDICATED & INFERRED MINERAL RESOURCES				
Central Zone	2.00	0.4	3.8	49
TOTAL UNDERGROUND	**2.00**	**0.4**	**3.8**	**49**
OVERALL – TOTAL INDICATED & INFERRED MINERAL RESOURCES				
TOTAL RESOURCE		**9.7**	**1.96**	**610**

Table 1: Updated 2023 Mineral Resource Estimate

Mineral Resource Notes

- Mineral Resources are reported using a cut-off grade of 0.30 g/t gold for open pit and 2.00 g/t gold for underground and a gold price of US$1,750 per ounce.
- The open pit Mineral Resource is constrained using an optimised pit that has been generated using Lerchs Grossman algorithm.
- The underground Mineral Resources are constrained using a 2.00 g/t gold grade shell below the optimised pit.
- The Mineral Resource Statement for the Cape Ray Gold Project has been prepared by Travor Rabb, P.Geo. who is a Competent Person as defined by JORC (2012).
- Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability.
- The Mineral Resources for the Cape Ray Gold Project has been prepared in accordance with JORC (2012).
- The number of metric tonnes and contained gold ounces are rounded to the nearest thousand. Any discrepancies in the totals are due to rounding.
- Mineral Resources for the Cape Ray Gold Project have an effective date of 22 February 2023.

Malachite Project

Malachite is a top ranking project located approximately 30 kilometres northeast of the Cape Ray mineral resource area.

In January 2023, the Company announced the confirmation of gold mineralisation at depth[7] following an inaugural diamond drilling program. The drill program included eleven drillholes for 1,740 metres of diamond drilling, with anomalous gold mineralisation identified in four holes, with intercepts including:

- **1.72 g/t gold** over one metre from 34 metres (CRD361)
- **1.21 g/t gold** over one metre from 74 metres (CRD357)
- **0.73 g/t gold** over one metre from 80 metres (CRD360)
- **0.50 g/t gold** over one metre from 112 metres (CRD358)

The drilling also identified the first known occurrence of gold in basement in the CRSZ hanging wall rocks south of the mineralised structure.

In early 2024, the Company commenced a maiden Reverse Circulation (RC) drilling program to collect bottom-of-hole and basal till samples, which is a technique not widely used in Canada but used in other jurisdictions with many associated discoveries of major mineral deposits.

Long Range & Grandy's Projects

In February 2023, Matador discovered anomalous gold mineralisation at the Long Range target area[8] following the 2022 prospecting program, ranking the area as a high-grade, in-situ, gold-bearing diamond drill target. Prospecting yielded a peak gold value of 0.77 g/t gold (MR001131 – float) along with anomalous pathfinder elements including silver, bismuth, copper, lead and tellurium.

Gold mineralisation at Long Range was discovered eight kilometres away from multigram historical samples, extending the strike extent of anomalous gold mineralisation to 11 kilometres.

Assay results from Long Range were announced in August 2023[9], including the discovery of further anomalous gold mineralisation near 2022 prospecting activities (Figure 3). A peak gold value of 4.38 g/t gold (MR001585) was returned from a float rock sample, and eight samples returned gold values greater than 100 ppb gold.

The Company announced results from diamond drilling in October 2023, which confirmed gold in basement at Long Range and Grandy's[10]. The results expanded gold mineralisation across a 60-kilometre corridor along the CRSZ from the eastern side of Long Range to the western side of Malachite.

43 samples returned results greater than 100 ppb gold, with key intercepts at Long Range including:

- **3 metres at 0.5 g/t gold** from 99.0 metres (CRD369)
- **3.4 metres at 0.5 g/t gold** from 32.2 metres (including **0.6 metres at 1.4 g/t gold** from 33.0 metres), and
- **4.5 metres at 0.3 g/t gold** from 51.6 metres (CRD366)

7 Refer to ASX Announcement 25 January 2023 - Matador Confirms Basement Gold Mineralisation at Malachite
8 Refer to ASX Announcement 23 February 2023 - Matador Identifies New Greenfield Target Area at Long Range
9 Refer to ASX Announcement 24 August 2023 - Matador Announces Results of Long Range Prospecting
10 Refer to ASX Announcement 11 October 2023 - Matador Confirms Gold in Basement at Long Range and Grandys

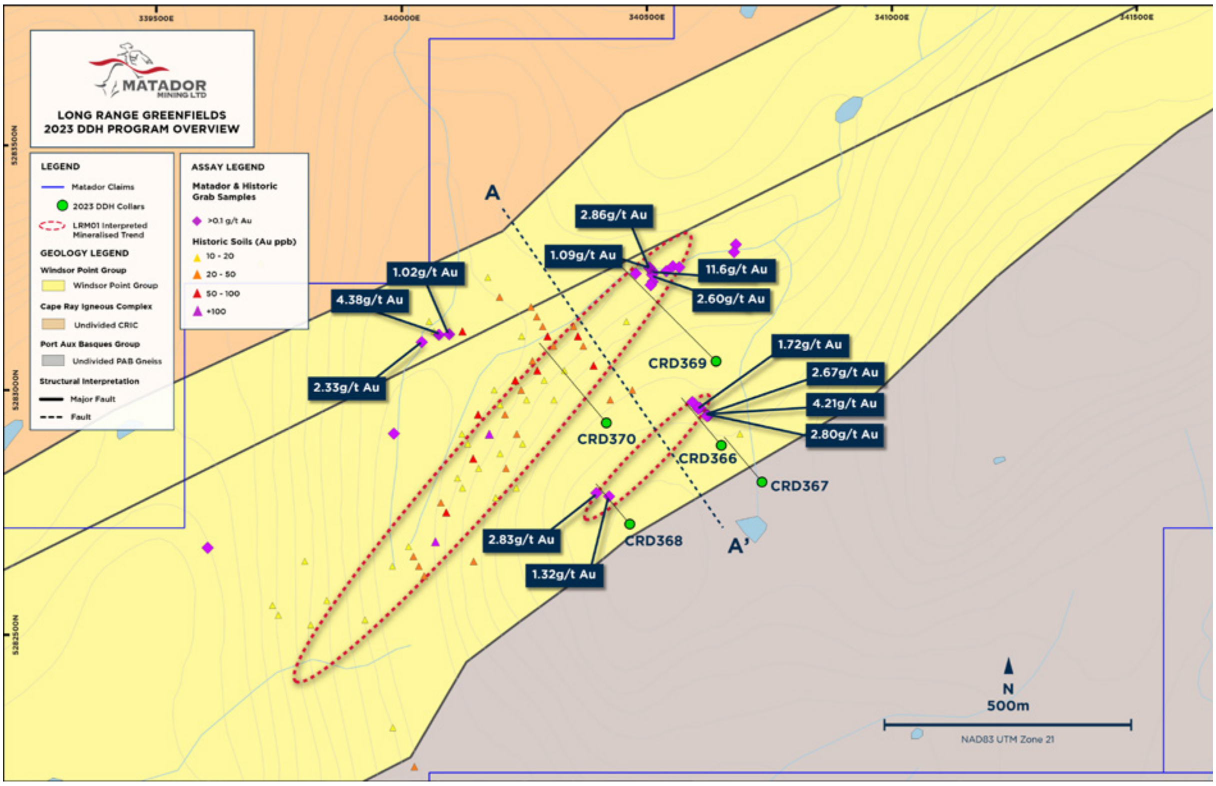


Figure 3: 2023 map of Long Range diamond drillhole locations

Broad zones of intense alteration consistent with gold mineralising systems and anomalous pathfinder mineralisation were identified at the Grandy's target, with highlights including:

- Gold and pathfinder element association confirmed (Au +/- Ag-Bi-Mo-Pb-Te-Zn)
- Broad zones of ankerite-sericite and chlorite-carbonate alteration: indicative of orogenic gold mineral systems globally
- 18 samples greater than 100 ppb gold

For 2024, the western side of Grandy's is targeted for follow-up bottom-of-hole / basal till sampling with the RC drill.

Bunker Hill Project

In March 2023, the Company discovered multigram anomalous gold mineralisation[11] at the Bunker Hill target area following receipt of assays from its 2022 prospecting program. Anomalous gold mineralisation was identified in four prospecting samples:

3.52 g/t gold (MR001250 – float sample)

2.51 g/t gold (MR001150 – float sample)

1.72 g/t gold (MR000644 – float sample)

1.57 g/t gold (MR001149 - float sample)

The peak gold assay received of 3.52 g/t gold was collected 900 metres from the historic BHL01 high-grade sample.

The results are consistent with historic assays and sample descriptions, increasing the Company's confidence in the areas potential for a significant discovery. Historic gold samples have included multi-gram gold samples that returned 18.6 g/t gold, 17.1 g/t old, 12.2 g/t gold along with high-grade copper in boulders (57% copper) and high-grade silver including one sample with 407.5 g/t silver.

An additional mineral licence was staked within the Bunker Hill target area[12], consolidating the along strike structural trend that's proximal to the high-grade rock samples identified in the BHL01 target (Figure 4). In addition to this, the eastward continuation of the complex structural trend from the Malachite target area is also wholly under ownership of the Company.

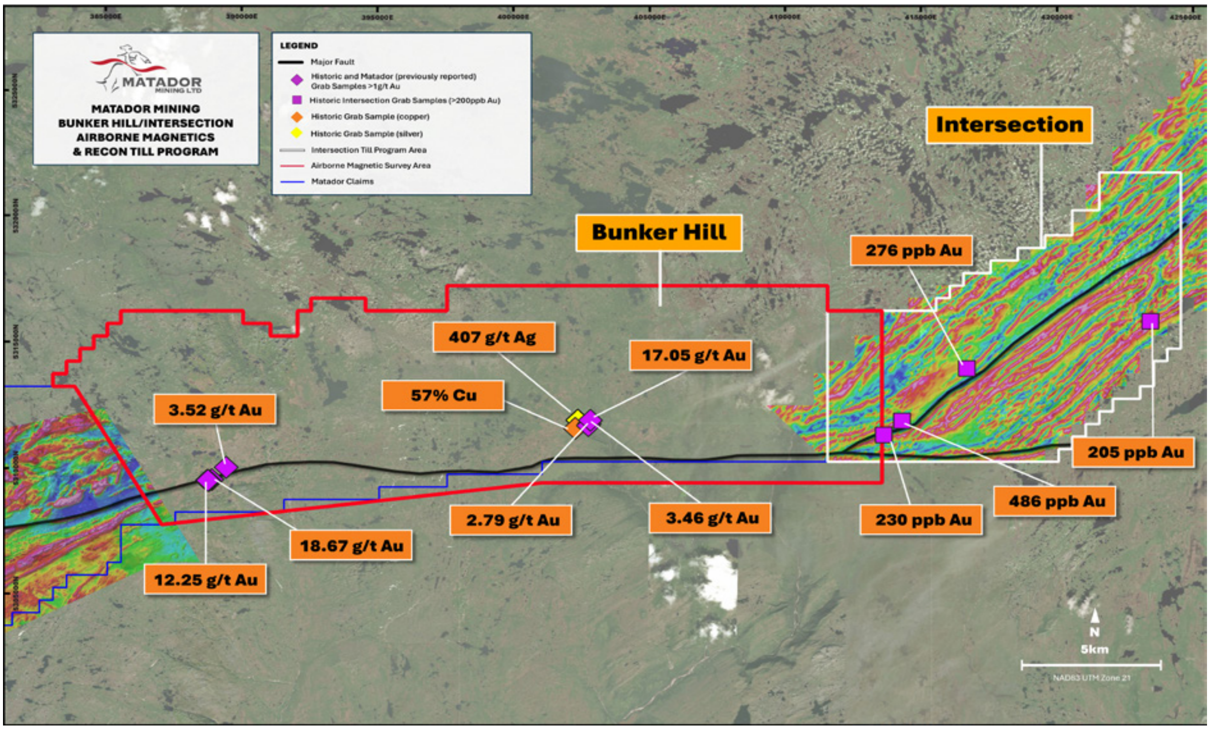


Figure 4: Bunker Hill target area overview with newly acquired land highlighted

11 Refer to ASX Announcement 22 March 2023 - Multigram Samples from Bunker Hill Greenfields Target
12 Refer to ASX Announcement 6 April 2023 - Multigram Samples from Bunker Hill Greenfields Target

Hermitage Flexure

Hermitage Project

In May 2023, the Company released results from a limited prospecting and sampling program at its Hermitage tenements also in Newfoundland, Canada. The results from 101 field samples confirmed the first-known presence of significant gold in bedrock mineralisation for the Company at Hermitage[13], building upon anomalous historical samples within the broader mineral tenements.

The sample results identified an anomalous gold trend 400 metres across strike and located over five kilometres along strike from an anomalous historical grab sample. Key anomalous gold mineralisation prospecting samples included:

- **7.31 g/t gold** (MR001252 – in situ sample)
- **2.10 g/t gold** (MR000861 – in situ sample)
- **1.04 g/t gold** (MR001259 – in situ sample)

In September 2023, the Company announced results from the first project-scale reconnaissance prospecting, mapping and sampling program at Hermitage[14].

Prospecting and geological mapping was carried out from May through August 2023 with a total of 709 grab samples collected over nearly the entire 27-kilometre strike area.

The results demonstrated multi-gram gold across a wide area through the presence of two separate gold showings. Seventeen samples returned greater than 100 ppb gold, validating postulated arsenic-gold and antimony-gold associations in this geological domain. Key samples included:

- **2.15 g/t gold** (MR001835 – outcrop sample) with 72.73 ppm bismuth
- **1.39 g/t gold** (MR001833 – outcrop sample) with 135 ppm bismuth
- Six samples greater than 100 ppb gold over seven kilometres away from the Company's 2022 high-grade discovery[15]

Results from the second phase of the 2023 broad prospecting program at the eastern portion of Hermitage were returned in November 2023[16], further validating strong antimony-gold and arsenic-gold associations across the entire Hermitage property. Key anomalous gold mineralisation prospecting samples included 897 ppb gold in MR002786 (outcrop) with 1.44% arsenic and 66.58 ppm antimony, and 215 ppb gold in MR002592 with 0.80% arsenic.

During the reporting period, Matador announced two new option agreements for additional mineral licences adjacent to the Company's Hermitage property[17]. The licences are contiguous with the most eastern portion of the Company's existing Hermitage mineral licences.

13 Refer to ASX Announcement 18 May 2023 - MZZ Announces High-Grade Results from Hermitage Prospecting
14 Refer to ASX Announcement 13 September 2023 - Prospecting Results Demonstrate Strong Potential at Hermitage
15 Refer to ASX Announcement 20 April 2022 - Till Sampling Identifies Numerous Gold Targets at Malachite
16 Refer to ASX Announcement 13 November 2023 - Additional Positive Results Phase 2 Prospecting at Hermitage
17 Refer to ASX Announcement 28 August 2023 - Matador Mining Acquires Option Agreements For Hermitage

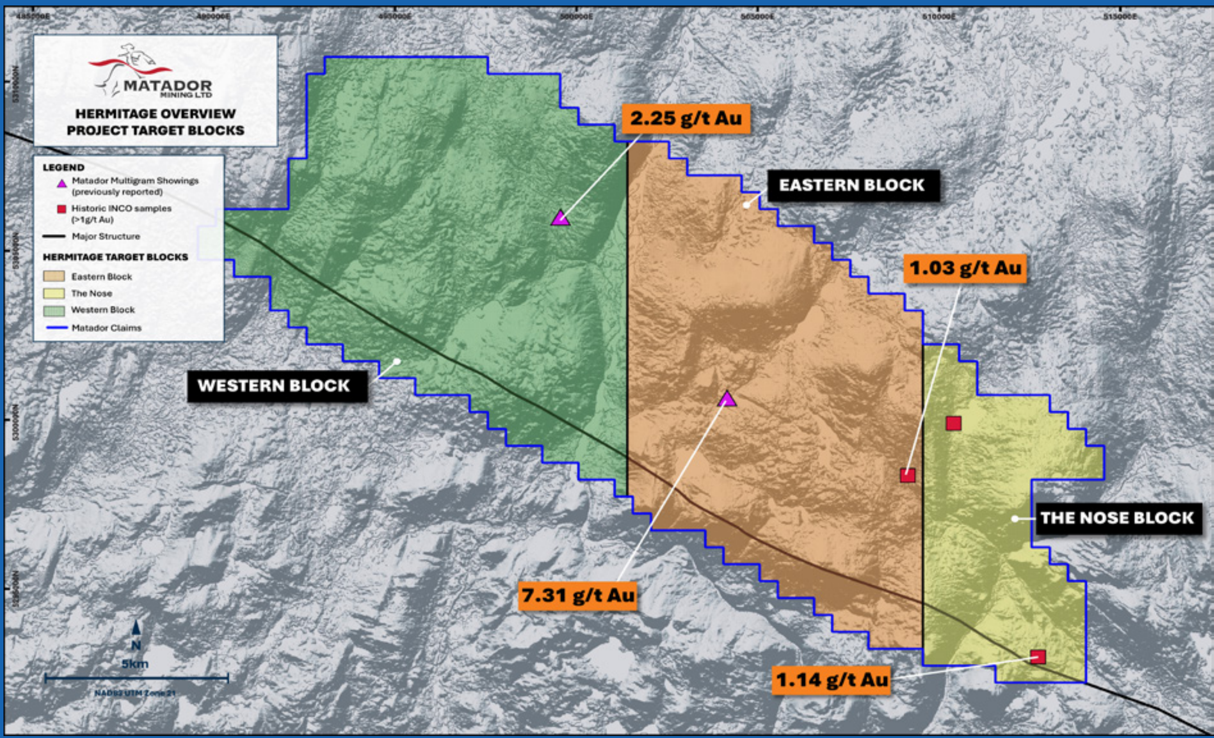


Figure 5: Option agreement locations

In 2024, the Company staked additional mineral licences that it did not previously hold within the Hermitage Project area. The Company now holds the entire ground within the Project area. For 2024, the Company plans on completing high-resolution airborne magnetics over the entire project area as well as build the first-ever regional geological model while continuing to prospect new areas.

ENVIRONMENT AND SOCIAL

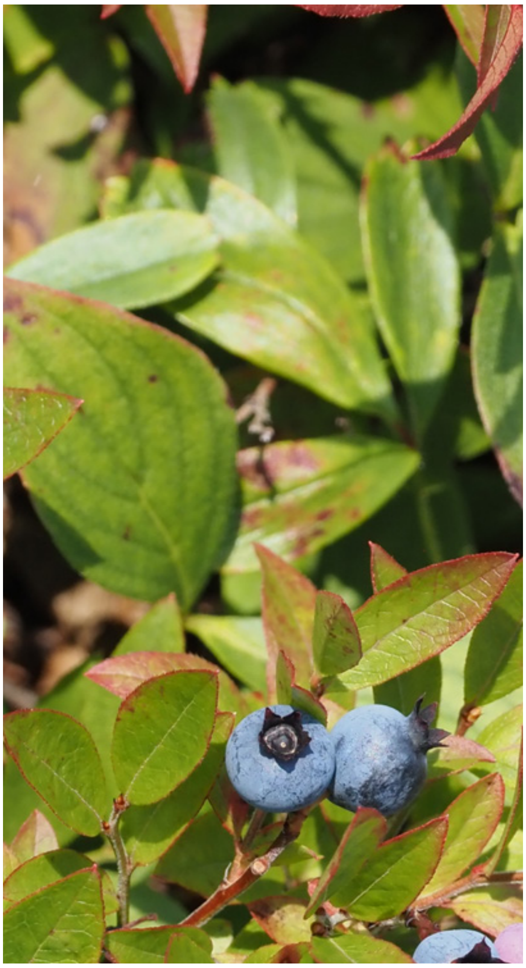
Environment

The Company remains fully committed to meeting or exceeding its environment requirements through progressive rehabilitation and completion of outstanding environmental programs. The Company delivered another strong year of environmental performance as measured by its key performance indicators.

Social

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

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



DIRECTORS' REPORT

The directors present their report, together with the financial statements, on Matador Mining Ltd (referred to hereafter as the 'Matador', 'Company' or 'parent entity') and the entities it controlled (referred to hereafter as the 'consolidated entity') at the end of, or during, the period ended 31 December 2023.

Information on directors

Name:	**Justin Osborne BSc (Hons), MAICD, FAusIMM, FSEG**
Title:	**Non-executive Chair**
Experience and expertise:	Mr Osborne has over 30 years' experience as an exploration geologist and is a Fellow of the Australasian Institute of Mining and Metallurgy and holds a Bachelor of Science, Honours (First Class) from La Trobe University of Victoria. In addition to his role at Matador, Mr Osborne was an Executive Director at Gold Road Resources Ltd (GOR.ASX) and played a pivotal role in the rapid and effective resource development of the world class Gruyere Gold deposit (6.6 million ounces of gold) which currently produces approximately 300,000 ounces of gold per annum. He has also previously held senior positions on the exploration executive team of Gold Fields Ltd, including Vice President Development Strategy – Growth and International Projects, and General Manager Near Mine Exploration covering all international mining operations. Appointed 2 June 2020.
Other current directorships:	Hamelin Gold Ltd – Non-executive Director (ASX) Astral Resources NL – Non-executive Director (ASX) Independence Group Ltd - Non executive Director (ASX)
Former directorships (last 3 years):	Gold Road Resources Limited (ASX) – Executive Director (Until June 2021)
Interests in shares:	1,690,870
Interests in options:	824,175

Name:	**Mr Sam Pazuki P.Eng, M.Fin**
Title:	**Managing Director and Chief Executive Officer**
Experience and expertise:	Mr Pazuki is based in Toronto and has over 20 years of mining industry experience in senior leadership positions. He joined Matador as Managing Director and Chief Executive Officer after nearly ten years with dual-listed OceanaGold Corporation (ASX: OGC; TSX: OGC) where he led the Investor Relations and Corporate Development functions most recently as Senior Vice President, Corporate Development. Prior to OceanaGold, Mr. Pazuki advised major mining companies, including BHP Billiton, as a management consultant within Ernst & Young's Advisory Services practice in Toronto, and was part of a team that helped establish a Climate Change and Sustainability practice for the firm. Mr. Pazuki is a member of the Professional Engineers of Ontario and has a Bachelor's Degree in Engineering and a Masters of Finance. Mr. Pazuki's extensive global capital markets network and gold industry leadership expertise will assist Matador in leveraging its current and future success as it grows the business in Newfoundland, Canada. Appointed 1 May 2022.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interests in shares:	2,270,922
Interests in options:	8,730,856

Name:	**Mrs Carol Marinkovich AGIA, ACG(CS)**
Title:	**Non-executive Director**
Experience and expertise:	Mrs Marinkovich has over 25 years' experience in the mining industry. She has extensive experience in Company Secretary and Corporate Governance Practices both within Australia and internationally working with companies in the ASX200, ASX300 and for other listed and unlisted junior explorers. Mrs Marinkovich is a Member of the Governance Institute of Australia and the Institute of Chartered Secretaries and Administrators in London. Appointed 1 March 2023.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interests in shares:	324,503
Interests in options:	1,428,507

Name:	**Mr Kerry Sparkes M.Sc, P.Geo**
Title:	**Non-executive Director**
Experience and expertise:	Mr. Sparkes has over 30 years experience in the mineral exploration business as both an exploration geologist and executive. His career has included the exploration, delineation and development of two major Canadian deposits, both of which were the subject of takeovers. Mr. Sparkes is currently President of Sparrowhawk Consulting, having recently retired after seven years as Vice President Geology for Franco-Nevada Corporation. Previous positions included Vice President Exploration, at Rainy River Resources Ltd., Vice President Exploration, at Messina Minerals Inc., Senior Geologist at Voisey's Bay Nickel Co. Ltd., Exploration Manager of Archean Resources Ltd. as well as President of Sparkes Consulting Inc. Mr. Sparkes has previously held a number of board seats, including the board of directors of Sphinx Resources Ltd., Knight Metals Ltd., and was a founder and director of Orla Mining Ltd. Mr. Sparkes currently sits as a director of Aurion Resources Ltd and Prime Mining Corp. He received both his undergraduate and graduate degrees from the Memorial University of Newfoundland and started his career as an exploration geologist for Noranda Exploration Company Ltd. Appointed on 1 September 2022.
Other current directorships:	Aurion Resources Ltd – Non-executive Director (TSX) Prime Mining Corp - Non-executive Director (PRYM – TSX)
Former directorships (last 3 years):	Nil
Interests in shares:	Nil
Interests in options:	412,088

Name:	**Dr Nicole Adshead-Bell PhD**
Title:	**Non-executive Director**
Experience and expertise:	Dr Adshead-Bell is an experienced mining executive and non-executive director with a successful career spanning over 29 years. She was most recently the CEO and Managing Director of Beadell Resources Ltd, an ASX-listed company prior to its acquisition by TSX/NYSE American listed Great Panther Mining Ltd in March 2019. Prior to this, Dr Adshead-Bell was Director of Mining Research at Sun Valley Gold LLC, a global precious metals fund and Managing Director, Investment Banking at Haywood Securities Inc. In addition to her position at Matador, Dr Adshead-Bell is

	President of Cupel Advisory Corporation, a company she established to focus on investments in the natural resources sector and provide strategic advisory, due diligence and research services to issuers and natural resources equity and debt funds.
	Appointed 5 October 2020.
Other current directorships:	Altius Minerals Corporation (TSX) – Non-executive Director
	Hot Chilli Limited (ASX/TSX) – Non-executive Chair
	Dundee Precious Metals (TSX) – Non-executive Director
Former directorships (last 3 years):	Bravo Mining Corp (TSX) – Lead Director (Until July 2023)
Interests in shares:	1,201,739
Interests in options:	Nil

'Other current directorships' quoted above are current directorships for listed entities only and exclude directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and exclude directorships of all other types of entities, unless otherwise stated.

Company secretary
Mrs Carol Marinkovich AGIA, ACG(CS)
Experience and qualifications included in table above.

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

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

Review of operations
The loss for the consolidated entity after providing for income tax amounted to $6,630,286 (31 December 2022 of 6-months period end: $1,889,766).

Cape Ray Shear Zone ("CRSZ"):

In May 2023, the Company announced an updated JORC MRE for the Cape Ray Gold Project along the CRSZ[1]. The total Mineral Resource is now estimated to be 9.7 million tonnes grading 1.96 g/t Au for a total of 610,000 ounces of gold, composed of Indicated and Inferred Resources.

The updated MRE incorporated approximately 36,000 metres of diamond drilling since the last published estimate from May 2020[2]. The overall grade is comparable to the 2020 MRE, despite the decrease in open pit and underground cut-off grades from a higher assumed gold price and higher input costs.

An additional 50,000 ounces was included through the discovery of Angus and contact zones at Window Glass Hill, and PW at Central Zone.

Capital raising:

The Company announced the successful raising of approximately A$5.8 million[3] (before costs) (C$5.2 million) through an oversubscribed financing to institutional, professional and sophisticated investors. The equity raising was completed through three components; ~A$3.8 million (C$3.4 million) flow through placement to Canadian investors priced at A$0.056 per New Share, ~A$1.0 million (C$0.9 million) flow-through placement to Canadian investors priced at A$0.042 per New Share, and A$1.0 million (C$0.9 million) traditional “hard dollar” placement to sophisticated, professional and institutional investors priced at A$0.040 per New Share.

In conjunction with the equity raising, the Company offered eligible shareholders in Australia and New Zealand the opportunity to participate in a Share Purchase Plan at A$0.040 per New Share. The Share Purchase Plan was heavily oversubscribed with applications received totalling approximately A$4.1 million[4] (C$3.7 million), exceeding the Company’s initial SPP target raise of A$1.5 million (C$1.4 million).

Corporate:

During the reporting period, Carol Marinkovich was appointed to the Board of Directors as Non-Executive Director effective from 1 March 2023, whilst continuing to provide company secretarial support as the sole Company Secretary[5].

Matador also announced the appointment of Ryan Finkelstein as interim Chief Financial Officer in April 2023, succeeding David Gurvey[6].

During the year, the Company investigated various options to obtain a Toronto Stock Exchange ("TSX") listing, including a Reverse Take-Over ("RTO") structure, with an aim to redomicile as a Canadian business. The strategic rationale for a transaction was expand access to additional capital markets opportunities, particularly in an economic environment such as the one the industry has been in for the past 18 months. The Company will continue to explore ways to achieve this broader strategic objective.

(1) Refer to ASX Announcement 30 May 2023 - Matador Updates Mineral Resource Estimates for Cape Ray.
(2) Refer to ASX Announcement 4 February 2020 - Increase in Gold Mineral Resource at Cape Ray.
(3) Refer to ASX Announcement 25 October 2023 - Oversubscribed Equity Financing Of A$5.8 Million
(4) Refer to ASX Announcement 8 December 2023 - Matador Announces Heavily Oversubscribed SPP
(5) Refer to ASX Announcement 28 February 2023 - Carol Marinkovich Joins Matador Board of Directors
(6) Refer to ASX Announcement 28 April 2023 - Appointment of Interim CFO

Business risks

The following represent the material business risks.

Financing risks

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

Community and stakeholder relations

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

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

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

Sovereign risks

The Company will be subject to the risks associated in operating in a foreign country. These risks include ability to obtain key approvals on a timely basis, economic, social or political instability or change, changes of law affecting foreign ownership, taxation, working conditions, rates of exchange, exchange control, exploration licensing, export duties, repatriation of income or return of capital, environmental protection and labour relations.

The Company and its advisers will undertake all reasonable due diligence in assessing and managing the risks associated with mineral exploration and production in Newfoundland, Canada. However, any future material adverse changes in government policies or legislation in foreign jurisdictions in which the Company may have projects is outside the control of the Company. Such changes may affect the foreign ownership, exploration, development or activities of companies involved in mining exploration and production and in turn may affect the viability and profitability of the Company.

Governmental approvals

Exploration and mining activities are dependent upon the grant of appropriate licences, concessions, leases, permits and regulatory consents, which may be withdrawn or made subject to limitations. The maintaining of tenements, obtaining renewals, or getting tenement granted often depends on the Company being successful in obtaining statutory approvals for the proposed activities and that the licences concessions, leases, permits or regulatory consents the Company hold will be renewed as and when required. There is no assurance that such renewals will be given as a matter of course and there is no assurance that new conditions will not be imposed in connection therewith.

Title to Properties

The acquisition of title to mineral properties is a very detailed and time-consuming process. The Company’s Claims may be affected by undetected defects in title, such as the reduction in size of the Claims and other third-party claims affecting the Company’s interests. Mineral claims sometimes contain claims or transfer histories which examiners cannot verify.

A successful claim that the Company does not have title to any one of its mineral properties could cause the Company to lose any rights to explore, develop and mine any minerals on that property, without compensation for its prior expenditures relating to such property, or the Company might be required to compensate other persons. Also, in any such case, the investigation and resolution of title issues would divert management’s time from ongoing exploration and development programs. Although the Company believes it has taken reasonable measures to ensure proper title to its properties, there is no guarantee that title to its properties will not be challenged or impaired.

Maintenance of the Company’s interests in its Claims is subject to ongoing compliance with the terms governing its Claims. The Company is required to make certain payments and actions in order to keep its Claims in good standing. If the Company defaults with respect to making payments or completing assessment work as required, the Company may lose it rights to the properties underlying its Claims.

The Claims do not grant a right to enter upon or use the surface of the mineral properties. Additional amounts may have to be paid to surface rights owners in connection with any development of mining activity.

Environmental

The Company intends to conduct its activities in an environmentally responsible manner and in accordance with applicable laws. The cost and complexity of complying with the applicable environmental laws and regulations may prevent the Company from being able to develop potentially economically viable mineral deposits.

The Company may require additional approvals from the relevant authorities before it can undertake activities that are likely to impact the environment, particularly if mine development proceeds. Failure to obtain such approvals will prevent the Company from undertaking its desired activities. The Company is unable to predict the effect of additional environmental laws and regulations, which may be adopted in the future, including whether any such laws or regulations would materially increase the Company's cost of doing business or affect its operations in any area.

Environmental laws and policies are under constant legislative scrutiny and regulation. There can be no assurances that new environmental laws, regulations or stricter enforcement policies, once implemented, will not oblige the Company to incur significant expenses and undertake significant investments in such respect which could have a material adverse effect on the Company's business, financial condition and results of operations.

Significant changes in the state of affairs
There were no significant changes in the state of affairs of the consolidated entity during the financial period.

Matters subsequent to the end of the financial period
No matter or circumstance has arisen since 31 December 2023 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

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

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

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

Compliance with environmental obligations is monitored by the Directors. No environmental breaches have been notified to the Group by any government agency during the period ended 31 December 2023.

Meetings of directors
The number of meetings of the Company's Board of Directors ('the Board') and of each Board committee held during the period ended 31 December 2023, and the number of meetings attended by each director were:

	Full Board		Nomination and Remuneration Committee		Audit and Risk Committee	
	Attended	Held	Attended	Held	Attended	Held
Mr Justin Osborne	6	6	2	2	2	2
Mr Sam Pazuki	6	6	-	-	-	-
Mrs Carol Marinkovich *	5	5	-	-	-	-
Mr Kerry Sparkes	6	6	2	2	2	2
Dr Nicole Adshead-Bell	6	6	2	2	2	2

* Appointed 1 March 2023

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

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

	Ordinary shares	Options over ordinary shares
Justin Osborne	1,690,870	1,124,175
Sam Pazuki	2,270,922	8,730,856
Carol Marinkovich	324,503	1,428,507
Kerry Sparkes	-	412,088
Nicole Adshead-Bell	1,201,739	-

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

KMP are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly. They are:

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

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

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

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

Principles used to determine the nature and amount of remuneration
The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders. The Board of Directors ("the Board") ensures that executive reward satisfies the following key criteria for good reward governance practices:

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

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

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

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

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

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

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

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

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

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

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

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

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

Use of Remuneration Consultants
During the financial year, the Group, engaged PCI Compensation Consulting, remuneration consultants, to review its existing remuneration policies and to benchmark executive remuneration. PCI Compensation Consulting is finalised and they have been paid $40,000 to date for these services.

These consultants performed the following:

- finalised changes to the remuneration structure;
- performed stock option calculations; and
- facilitated the implementation of health insurance.

An agreed set of protocols were put in place to ensure that the remuneration recommendations would be free from undue influence from KMP. This included ensuring that those KMP impacted by the recommendations were not present when the recommendations were approved by the Board. The Board is also required to make inquiries of the consultant's processes at the conclusion of the engagement to ensure that they are satisfied that any recommendations made have been free from undue influence. The Board is satisfied that these protocols were followed and as such there was no undue influence.

Details of remuneration

Amounts of remuneration
Details of the remuneration of KMP of the consolidated entity are set out in the following tables.

	Short-term benefits		Post-employment benefits	Share-based payments	Termination benefits ***	
31 December 2023	**Cash salary and fees $**	**Cash bonus $**	**Super-annuation $**	**Equity-settled $**	**$**	**Total $**
Non-Executive Directors:						
Justin Osborne	72,987	-	7,846	64,396	-	145,229
Carol Marinkovich *	40,548	14,347	4,379	33,603	-	92,877
Kerry Sparkes	53,889	-	-	32,553	-	86,442
Nicole Adshead-Bell	54,735	-	-	3,567	-	58,302
Executive Directors:						
Sam Pazuki	385,000	93,844	38,500	214,736	-	732,080
Other KMP:						
Crispin Pike (Vice President of Exploration)	180,000	-	-	5,568	-	185,568
Warren Potma (Chief Geologist) **	162,527	-	11,762	-	61,782	236,071
David Gurvey (CFO)**	31,580	-	-	-	-	31,580
	981,266	108,191	62,487	354,423	61,782	1,568,149

* Appointed 1 March 2023.
During the period there was $97,891 paid to GCM Corporate Services Pty Ltd for Company Secretarial services, a Company controlled by Carol Marinkovich.

** Both Warren and David resigned 31 March 2023.

*** Warren Potma received good leaver status and termination benefits relate to vesting of options.

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

* Appointed as a Director on 1 September 2022

** Resigned as a Director on 31 October 2022

*** David Gurvey was appointed as CFO on 1 August 2022, with the resignation of Chris Bath on the same date.

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

Name	Fixed remuneration: 31 December 2023	Fixed remuneration: 6 months ended 31 December 2022	At risk: 31 December 2023	At risk: 6 months ended 31 December 2022
Non-Executive Directors:				
Justin Osbourne	56%	80%	44%	20%
Carol Marinkovich	48%	-	52%	-
Kerry Sparkes	62%	88%	38%	12%
Nicole Adshead-Bell	94%	81%	6%	19%
Executive Directors:				
Sam Pazuki	58%	100%	42%	-
Other KMP:				
Crispin Pike	97%	-	3%	-
David Gurvey	100%	100%	-	-
Warren Potma	74%	80%	26%	20%

Service agreements

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

Name:	Sam Pazuki
Title:	Managing Director & Chief Executive Officer
Term of agreement:	No fixed term
Details:	Base salary per annum: C$385,000 *
Retirement Savings Plan: 1	0% of base salary
Termination Conditions:	6 months' notice

* On 1 January 2024 base salary was reduced to C$325,000

Name:	Crispin Pike
Title:	Vice President of Exploration
Term of agreement:	No fixed term
Details:	Base salary per annum: C$180,000 *
Termination Conditions:	3 months' notice

* On 1 January 2024 base salary was increased to C$198,000

Name:	David Gurvey
Title:	Chief Financial Officer (Resigned 31 March 2023)
Agreement commenced:	Contract role with a term of no less than six months.
Details:	Base salary per annum including any superannuation: C$4,000 per month
Termination Conditions:	3 months' notice.

Name:	Warren Potma (Resigned 31 March 2023)
Title:	Chief Geologist
Term of agreement:	No fixed term.
Details:	Base salary per annum excluding any superannuation: A$250,000
Termination Conditions:	3 months' notice

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

Share-based compensation

Issue of shares

There were no shares issued to directors and other KMP as part of compensation during the period ended 31 December 2023 (six months ended 31 December 2022: nil)

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other KMP in this financial period or future reporting years are as follows:

December 2023 unlisted options

Name	Type	Grant Date	Number of options issued	Fair value	Exercise price	Expiry date	Vesting Date	Total value of options	Options expensed in 2023
Carol Marinkovich	NED Options	31/05/2023	189,873	0.070	-	1/03/2029	1/03/2024	13,291	10,343
Carol Marinkovich	NED Options	31/05/2023	189,873	0.070	-	1/03/2029	1/03/2025	13,291	4,444
Carol Marinkovich	NED Options	31/05/2023	189,874	0.070	-	1/03/2029	1/03/2026	13,291	2,830
Crispin Pike	ESS STI	13/08/2021	80,201	0.383	-	1/02/2023	13/08/2021	30,717	(5,183)
Crispin Pike	ESS STI	1/07/2021	45,150	0.426	-	1/07/2024	30/06/2022	19,234	(3,168)
Crispin Pike	ESS LTI	1/07/2021	258,000	0.426	-	1/07/2026	30/06/2024	27,477	(16,016)
Crispin Pike	Retention options	18/02/2022	45,000	0.284	-	18/02/2027	1/07/2023	12,780	12,780
Crispin Pike	Retention options	18/02/2022	45,000	0.284	-	18/02/2027	1/07/2024	12,780	10,073
Crispin Pike	Retention options	18/02/2022	45,000	0.284	-	18/02/2027	1/07/2025	12,780	7,082
Justin Osborne	NED Options	18/11/2020	60,000	0.349	-	18/11/2023	2/02/2023	20,940	(1,714)
Justin Osborne	Incentive options	9/12/2022	274,725	0.129	-	1/08/2029	1/08/2023	35,440	31,556
Justin Osborne	Incentive options	9/12/2022	274,725	0.129	-	1/08/2029	1/08/2024	35,440	21,302
Justin Osborne	Incentive options	9/12/2022	274,725	0.129	-	1/08/2029	1/08/2025	35,440	13,253
Kerry Sparkes	Incentive options	9/12/2022	137,363	0.129	-	1/09/2029	1/09/2023	17,720	16,004
Kerry Sparkes	Incentive options	9/12/2022	137,363	0.129	-	1/09/2029	1/09/2024	17,720	10,129
Kerry Sparkes	Incentive options	9/12/2022	137,362	0.129	-	1/09/2029	1/09/2025	17,720	6,420
Nicole Adshead-Bell	NED Options	18/11/2020	60,000	0.349	-	18/11/2023	5/10/2023	20,940	3,567
Sam Pazuki	Incentive options	1/05/2022	916,667	0.059	0.26	1/05/2029	1/05/2023	54,083	19,952
Sam Pazuki	Incentive options	1/05/2022	916,667	0.077	0.26	1/05/2029	1/05/2024	70,583	41,761
Sam Pazuki	Incentive options	1/05/2022	916,666	0.088	0.26	1/05/2029	1/05/2025	80,667	33,456
Warren Potma	ESS LTI	21/08/2020	450,000	0.420	-	1/07/2025	1/07/2023	189,000	10,662
Warren Potma	Retention options	18/02/2022	60,000	0.284	-	18/02/2027	1/07/2023	17,040	17,040
Warren Potma	Retention options	18/02/2022	60,000	0.284	-	18/02/2027	1/07/2024	17,040	17,040
Warren Potma	Retention options	18/02/2022	60,000	0.284	-	18/02/2027	1/07/2025	17,040	17,040
Sam Pazuki	2023 ESS STI*	15/12/2023	1,654,300	0.045	-	31/12/2027	1/01/2024	74,551	74,551
Carol Marinkovich	2023 ESS STI*	15/12/2023	252,915	0.045	-	31/12/2027	1/01/2024	11,398	11,398
Sam Pazuki	2023 ESS LTI*	15/12/2023	4,326,556	0.031	0.11	31/12/2028	1/01/2024	135,047	45,016
Carol Marinkovich	2023 ESS LTI*	15/12/2023	440,972	0.031	0.11	31/12/2028	1/01/2024	13,761	4,587
			12,498,977					1,037,211	416,205

* These options have not been issued as at 31 December 2023 as they are subject to shareholder approval at the next AGM.

December 2022 unlisted options

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

(1) Employee Share Scheme ("ESS")
(2) Short Term Incentive ("STI")
(3) Long Term Incentive ("LTI")
(4) Non-executive Director ("NED")

Vesting Conditions – ESS STI

The vesting conditions include:

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

There are no service conditions with this plan and the plan will be equity settled.

Vesting Conditions – ESS LTI

The vesting conditions include:

- Share price growth over the period between specific price targets;
- Identification of new Greenfield mineralised zone(s) to support material increase in mineral resource;
- Environmental assessment completed and submitted to regulators; and
- Completion of a scoping study that demonstrated the economic viability of the Cape Ray Gold Project.

There are no service conditions with this plan and the plan will be equity settled.

Vesting Conditions – 2023 ESS STI

The vesting conditions include:

- Share price growth over the period between specific price targets;
- Enhanced shareholder register with institutional investors;
- Strengthen balance sheet through raising capital;
- Health and safety - year on year improvements with no major incidents;
- Finance and execution - Deliver activities within budget; and
- Advance exploration activities that generate shareholder value.

The 2023 ESS STI plan is 50% cash settled and 50% equity settled.

Vesting Conditions – 2023 ESS LTI

The LTI options vest as to 33.3% on the first anniversary, 33.3% on the second anniversary and 33.3% on the third anniversary.

2023 ESS LTI options are equity settled.

Vesting Conditions – Incentive Options & Retention Options

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

Incentive & retention options are equity settled.

Performance rights

There were no performance rights over ordinary shares issued to Directors and other KMP as part of compensation that were outstanding as at 31 December 2023 (31 December 2022: nil).

There were no performance rights over ordinary shares granted to or vested by Directors and other KMP as part of compensation during the period ended 31 December 2023 (31 December 2022: nil).

Additional information

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	December 2023	6 months ended December 2022	June 2022	June 2021	June 2020
Loss after income tax attributable to shareholders - C$	(6,630,286)	(1,889,766)	(5,054,251)	(4,702,660)	(2,241,476)
Share price at financial year end - A$	0.047	0.115	0.135	0.450	0.300
Movement in share price for the year- A$	(0.068)	(0.020)	(0.315)	0.150	0.020
Basic loss per share (C$ cents per share)	(1.29)	(0.76)	(2.35)	(2.79)	(2.11)

Additional disclosures relating to KMP

Shareholding

The number of shares in the Company held during the financial period by each director and other members of KMP of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals / other	Balance at the end of the year
Ordinary shares					
Justin Osborne	980,870	-	710,000	-	1,690,870
Sam Pazuki	847,826	-	1,423,096	-	2,270,922
Carol Marinkovich	-	-	250,000	74,503	324,503
Kerry Sparkes	-	-	-	-	-
Nicole Adshead-Bell	641,739	-	560,000	-	1,201,739
Crispin Pike	-	-	-	80,201	80,201
Warren Potma	300,000	-	-	(300,000)	-
	2,770,435	-	2,943,096	(145,296)	5,568,235

Option holding

The number of options over ordinary shares in the Company held during the financial period by each director and other members of KMP of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the period	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the period
Options over ordinary shares					
Justin Osborne	1,184,175	-	(60,000)	(300,000)	824,175
Sam Pazuki *	2,750,000	5,980,856	-	-	8,730,856
Carol Marinkovich **	-	1,263,507	-	165,000	1,428,507
Kerry Sparkes	412,088	-	-	-	412,088
Nicole Adshead-Bell	360,000	-	(60,000)	(300,000)	-
Crispin Pike	-	135,000	(80,201)	303,150	357,949
Warren Potma	450,000	180,000	-	(630,000)	-
	5,156,263	7,559,363	(200,201)	(761,850)	11,753,575

* 5,980,856 options have not been issued and are subject to shareholder approval at the next AGM.

** 693,887 options have not been issued and are subject to shareholder approval at the next AGM.

	Vested and exercisable	Vested and unexercisable	Balance at the end of the year
Options over ordinary shares			
Justin Osborne	274,725	-	274,725
Sam Pazuki	-	916,667	916,667
Carol Marinkovich	-	-	-
Kerry Sparkes	137,363	-	137,363
Nicole Adshead-Bell	-	-	-
Crispin Pike	90,150	-	90,150
	502,238	916,667	1,418,905

This concludes the remuneration report, which has been audited.

Shares under option

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

Expiry date	Exercise price	Number under option
1/07/2024	$0.00	185,850
15/07/2024	$0.00	17,787
1/07/2025	$0.00	881,667
1/07/2026	$0.00	1,552,577
18/02/2027	$0.00	315,000
01/01/2029 *	$0.00	4,767,527
31/01/2029 *	$0.00	1,907,215
01/03/2029	$0.00	569,620
1/05/2029	$0.26	2,750,000
1/08/2029	$0.00	824,175
1/09/2029	$0.00	412,088
15/12/2030	$0.04	1,792,810
		15,976,316

* **These options have not been issued and are subject to shareholder approval at the next AGM.**

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options

The following ordinary shares of Matador Mining Ltd were issued during the period ended 31 December 2023 and up to the date of this report on the exercise of options granted:

Date options granted	Exercise price	Number of shares issued
21/08/2020	$0.00	8,000
18/11/2020	$0.00	120,000
13/08/2021	$0.00	80,201
		208,201

Indemnity and insurance of officers

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

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

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

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

Proceedings on behalf of the Company
No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services
There were no non-audit services provided during the financial period by the auditor.

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

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

Auditor
Ernst & Young continues in office in accordance with section 327 of the Corporations Act 2001.

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

On behalf of the directors

Justin Osborne
Non-executive Chair

28 March 2024
Perth, Western Australia

Corporate Governance

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

The 2024 Corporate Governance Statement is dated as at 27 March 2024 and reflects the corporate governance practices in place throughout the 2023 fiscal year. The 2024 Corporate Governance Statement was approved by the Board on 4 March 2024. A description of the Company's current corporate governance practices is set out in the Company's Corporate Governance Statement which can be viewed on the Company’s website at www.matadormining.com.au.

Ernst & Young
11 Mounts Bay Road
Perth WA 6000 Australia
GPO Box M939 Perth WA 6843

Tel: +61 8 9429 2222
Fax: +61 8 9429 2436
ey.com/au

Building a better working world

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

As lead auditor for the audit of the financial report of Matador Mining Ltd for the financial year ended 31 December 2023, I declare to the best of my knowledge and belief, there have been:

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

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

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

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

Ernst & Young

Ernst & Young

Pierre Dreyer
Partner
28 March 2024

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE PERIOD ENDED 31 DECEMBER 2023

	Note	Consolidated 31 December 2023 $	6 months ended 31 December 2022 $
Income			
Other income	5	169,073	888,272
Expenses			
Administration expenses	6	(1,634,281)	(861,995)
Consultants and management expenses	7	(1,063,786)	(522,689)
Depreciation and amortisation		(138,926)	(62,992)
Share based payment expense	8	(408,501)	(156,416)
Business development costs		(379,866)	(113,098)
Write off of exploration and evaluation assets	15	(2,857,705)	-
Loss before income tax expense		**(6,313,992)**	**(828,918)**
Income tax expense	9	(316,294)	(1,060,848)
Loss after income tax expense for the period attributable to the owners of Matador Mining Ltd	21	**(6,630,286)**	**(1,889,766)**
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Exchange rate differences on translating foreign operations		-	783,688
Other comprehensive income for the period, net of tax		-	783,688
Total comprehensive loss for the period attributable to the owners of Matador Mining Ltd		**(6,630,286)**	**(1,106,078)**
		Cents	**Cents**
Basic loss per share	32	(1.29)	(0.76)
Diluted loss per share	32	(1.29)	(0.76)

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

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2023

	Note	Consolidated 31 December 2023 $	31 December 2022 $
Assets			
Current assets			
Cash and cash equivalents	10	8,951,529	8,326,388
Trade and other receivables	11	309,809	383,428
Other current assets	13	540,757	327,435
Total current assets		**9,802,095**	**9,037,251**
Non-current assets			
Property, plant and equipment	14	209,028	312,264
Right-of-use assets	12	114,136	145,264
Exploration and evaluation	15	43,514,245	42,349,364
Total non-current assets		**43,837,409**	**42,806,892**
Total assets		**53,639,504**	**51,844,143**
Liabilities			
Current liabilities			
Trade and other payables	16	1,597,659	714,565
Lease liabilities	17	22,829	32,062
Provisions		89,873	64,629
Total current liabilities		**1,710,361**	**811,256**
Non-current liabilities			
Lease liabilities	17	70,035	92,863
Deferred tax liabilities	18	6,827,812	6,511,519
Total non-current liabilities		**6,897,847**	**6,604,382**
Total liabilities		**8,608,208**	**7,415,638**
Net assets		**45,031,296**	**44,428,505**
Equity			
Issued capital	19	67,574,722	60,674,189
Reserves	20	543,095	918,411
Accumulated losses	21	(23,086,521)	(17,164,095)
Total equity		**45,031,296**	**44,428,505**

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

Consolidated	Issued capital $	Option Reserves $	Foreign currency translation reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2022	50,589,506	3,092,953	(1,246,932)	(16,596,394)	35,839,133
Loss after income tax expense for the period	-	-	-	(1,889,766)	(1,889,766)
Other comprehensive income for the period, net of tax	-	-	783,688	-	783,688
Total comprehensive income/(loss) for the period	-	-	783,688	(1,889,766)	(1,106,078)
Transactions with owners in their capacity as owners:					
Share issue costs	(402,265)	-	-	-	(402,265)
Share based payment expense	-	156,416	-	-	156,416
Exercise of Employee Share Scheme options	545,649	(545,649)	-	-	-
Expiry of Employee Share Scheme options	-	(1,322,065)	-	1,322,065	-
Placement of shares @ $0.13 (flow through)	2,225,420	-	-	-	2,225,420
Flow through share raise premium	(254,133)	-	-	-	(254,133)
Capital raise @ $0.115	2,600,427	-	-	-	2,600,427
Placement of shares @ $0.115	2,157,560	-	-	-	2,157,560
Placement of shares @0.116	3,212,025	-	-	-	3,212,025
Balance at 31 December 2022	**60,674,189**	**1,381,655**	**(463,244)**	**(17,164,095)**	**44,428,505**

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

Consolidated	Issued capital $	Option Reserves $	Foreign currency translation reserve $	Accumulated losses $	Total equity $
Balance at 1 January 2023	60,674,189	1,381,655	(463,244)	(17,164,095)	44,428,505
Loss after income tax expense for the period	-	-	-	(6,630,286)	(6,630,286)
Other comprehensive income for the period, net of tax	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	(6,630,286)	(6,630,286)
Transactions with owners in their capacity as owners:					
Share-based payments	-	408,501	-	-	408,501
Expiry of Employee Share Scheme options	-	(707,860)	-	707,860	-
Capital raise @ $0.0495	3,357,045	-	-	-	3,357,045
Flow through share raise premium	(1,003,057)	-	-	-	(1,003,057)
Placement of shares @ $0.0364	400,000	-	-	-	400,000
Placement of shares @ $0.042 AUD	510,839	-	-	-	510,839
Placement of shares @ $0.04 AUD	3,769,661	-	-	-	3,769,661
Share issue costs	(214,037)	-	-	-	(214,037)
Exercise of Employee Share Scheme options	80,082	(80,082)	-	-	-
Options issued for tenement acquisition	-	4,125	-	-	4,125
Balance at 31 December 2023	**67,574,722**	**1,006,339**	**(463,244)**	**(23,086,521)**	**45,031,296**

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

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE PERIOD ENDED 31 DECEMBER 2023

	Note	Consolidated 31 December 2023 $	6 months ended 31 December 2022 $
Cash flows from operating activities			
Payments to suppliers and employees (inclusive of GST)		(2,813,661)	(1,381,743)
Receipts from R&D		108,750	-
Interest received		29,436	1,260
Interest and other finance costs paid		(8,173)	(1,967)
Net cash used in operating activities	31	**(2,683,648)**	**(1,382,450)**
Cash flows from investing activities			
Payments for property, plant and equipment		(20,562)	(25,192)
Payments for exploration and evaluation		(4,573,105)	(2,765,250)
Refunds / (Payments) for security deposits		124,072	(67,955)
Net cash used in investing activities		**(4,469,595)**	**(2,858,397)**
Cash flows from financing activities			
Proceeds from issue of shares	19	8,037,545	10,195,433
Proceeds for shares issued after period end		262,472	-
Share issue transaction costs		(214,037)	(402,265)
Repayment of lease liabilities		(54,891)	(10,372)
Net cash from financing activities		**8,031,089**	**9,782,796**
Net increase in cash and cash equivalents		877,846	5,541,949
Cash and cash equivalents at the beginning of the financial period		8,326,388	2,762,790
Effects of exchange rate changes on cash and cash equivalents		(252,705)	21,649
Cash and cash equivalents at the end of the financial period	10	**8,951,529**	**8,326,388**

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

Note 1. General information

The financial statements cover Matador Mining Ltd as a consolidated entity consisting of Matador Mining Ltd and the entities it controlled at the end of, or during, the period.

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

24 Hasler Road
Osborne Park WA 6017

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 28 March 2024. The directors have the power to amend and reissue the financial statements.

Note 2. Material accounting policy information

The accounting policies that are material to the consolidated entity are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted
The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") and International Financial Reporting Standards issued by the International Accounting Standards Board that are mandatory for the current reporting period.

Basis of preparation
These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB").

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

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

Note 2. Material accounting policy information (continued)

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

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

Accordingly, the comparative financial period reported in these financial statements covers the six-month period from 1 July 2022 to 31 December 2022, whilst current figures cover the twelve-month period from 1 January 2023 to 31 December 2023. The results for the current period are therefore not directly comparable with the results for the prior period.

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

During the period ended 31 December 2023, the Group incurred a loss after income tax expense of 6,630,286 (six months ended 31 December 2022: 1,889,766), net operating cash outflows of $2,683,648 (six months ended 31 December 2022: $1,382,450) and year-end cash and cash equivalents balance of $8,951,529 (31 December 2022: $8,326,388).

The Group's cashflow forecasts for the 12 months ending 31 March 2025 indicate that the Group will be in a position to meet its committed operational and administrative expenditure and thus continue to operate as a going concern. In the Directors' opinion there are therefore reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable

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 parent entity is disclosed in note 28.

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Matador Mining Ltd ("Company" or "parent entity") as at 31 December 2023 and the results of all subsidiaries for the period then ended. Matador Mining Ltd and its subsidiaries together are referred to in these financial statements as the "consolidated entity".

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity 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. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

Note 2. Material accounting policy information (continued)

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

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

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

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

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

Foreign currency transactions
Foreign currency transactions are translated into Canadian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

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

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

Prior period change in functional and presentation currency
The parent entity changed its functional currency to Canadian Dollars, effective 31 December 2022.

The Group's changed presentation currency from Australian dollars to Canadian dollars, effective 31 December 2022.

Note 2. Material accounting policy information (continued)

Revenue recognition
The consolidated entity recognises revenue as follows:

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

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

Income tax
The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities; and they relate to the same taxable authority or either the same taxable entity or different taxable entities which intend to settle simultaneously.

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

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

Note 2. Material accounting policy information (continued)

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

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

Cash and cash equivalents
Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

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

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

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

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

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

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

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

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

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

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

Note 2. Material accounting policy information (continued)

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

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

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

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

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

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

- The Group still has the right to explore the tenements;
- To date there have been no adverse findings reported or identified from technical studies undertaken that would affect the Group or the exploration and evaluation expenditure assets of the Group; and
- Substantial further expenditure is forecast at 31 December 2023 and beyond, to continue to advance development for the tenements held by the Group.

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

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

Note 2. Material accounting policy information (continued)

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

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

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

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

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

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

Note 2. Material accounting policy information (continued)

Employee benefits

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

Share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

Option fair value is measured by use of either the Black-Scholes option pricing model or Monte-Carlo simulation model, depending on the requirements of the accounting standard. The number of equity instruments expected to vest has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest.

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

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

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

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

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

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

Note 2. Material accounting policy information (continued)

Earnings per share

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

Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Flow through shares
Flow-through shares may be issued to finance a portion of an exploration program. A flow-through share agreement transfers the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company divides the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognised as a liability, and ii) issued capital. Upon expenses being incurred, the Company derecognises the liability and the premium is recognised as other income. The exploration spend also gives rise a to a deferred tax liability which is recognised as the difference between the carrying value and tax base of the qualifying expenditure for the amount of the tax reduction renounced to the investors.

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

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

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

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

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations and International Financial Reporting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 31 December 2023. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 3. Critical accounting judgements, estimates and assumptions

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

Share-based payment transactions
The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Black-Scholes option pricing model or Monte-Carlo simulation model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

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

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

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

Note 4. Operating segments

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

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

Note 5. Other income

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Flow Through Premium Recognised	76,337	887,012
Government grants	63,300	-
Interest income	29,436	1,260
Other income	169,073	888,272

Note 6. Administration expenses

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Administration fees	316,328	149,475
Audit, taxation and accounting fees	165,202	218,462
Occupancy	25,213	47,331
Investor relations	239,055	93,946
Compliance	119,012	67,804
Other administration expenses	64,646	34,776
Net unrealised foreign exchange loss	137,279	124,693
Redomiciliation costs *	567,546	125,508
	1,634,281	861,995

* The Company was evaluating opportunities that were presented to expand access to additional capital markets, mainly through a listing on the TSX Venture Exchange ("TSXV"). One option under consideration was a reverse take-over of a Canadian shell company. Ongoing work identified that the Reverse Take Over ("RTO") process presents unnecessary challenges and complexities that may impede a successful transaction. As such, the Company will not proceed with an RTO and will continue to evaluate other options to expand capital markets access as a means to creating value for shareholders. There are no specific timelines driving this initiative.

Note 7. Consultants and management expenses

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Directors' fees and salaries	747,617	308,019
Salaries, wages and company secretarial fees	210,121	161,525
Other consultants and management expenses	106,048	53,145
	1,063,786	522,689

Note 8. Share based payments expense

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Share based payments	408,501	156,416

Note 9. Income tax expense

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(6,313,992)	(828,918)
Tax at the statutory tax rate of 30% (2022: 30%)	(1,894,198)	(248,675)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Non deductible expenses	979,862	46,925
Effect of tax rate differences between Australia and Canada	(37,454)	12,918
Temporary difference arising on exploration and evaluation assets on relinquishment of qualifying expenditure to investors	208,062	1,501,718
Tax effects for tax losses previously not recognised, now recognised	-	(260,020)
Deferred tax assets not bought to account	1,060,022	7,982
Income tax expense	316,294	1,060,848

Note 9. Income tax expense (continued)

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Deferred tax assets not recognised		
Deferred tax assets not recognised comprises temporary differences attributable to:		
Tax losses - in Australia	7,273,697	6,111,990
Total deferred tax assets not recognised	7,273,697	6,111,990

The above potential tax benefit, arising from tax losses in Australia has not been recognised in the consolidated statement of financial position as the recovery of this benefit is uncertain.

Note 10. Cash and cash equivalents

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Current assets		
Cash at bank	4,950,500	8,326,388
Cash on deposit	3,500,000	-
Cash - held in trust	501,029	-
	8,951,529	8,326,388

Note 11. Trade and other receivables

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Current assets		
GST/HST receivable	309,809	383,428

Note 12. Right-of-use assets

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Non-current assets		
Motor vehicles - right-of-use	155,640	155,640
Less: Accumulated depreciation	(41,504)	(10,376)
	114,136	145,264

Reconciliations

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

Consolidated	**Motor Vehicles** $	Total $
Balance at 1 July 2022	-	-
Additions	155,640	155,640
Depreciation expense	(10,376)	(10,376)
Balance at 31 December 2022	145,264	145,264
Depreciation expense	(31,128)	(31,128)
Balance at 31 December 2023	114,136	114,136

Note 13. Other current assets

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Current assets		
Prepayments	102,311	105,499
Security deposits	438,446	221,936
	540,757	327,435

Note 14. Property, plant and equipment

	Consolidated	
	31 December 2023 $	**31 December 2022 $**
Non-current assets		
Plant and equipment - at cost	321,575	321,575
Less: Accumulated depreciation	(193,415)	(119,982)
	128,160	201,593
Motor vehicles - at cost	115,016	115,016
Less: Accumulated depreciation	(57,842)	(36,642)
	57,174	78,374
Computer equipment - at cost	65,853	61,291
Less: Accumulated depreciation	(42,159)	(28,994)
	23,694	32,297
	209,028	312,264

Reconciliations

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

Consolidated	**Plant & Equipment** $	**Motor Vehicles** $	**Computer Equipment** $	**Total** $
Balance at 1 July 2022	230,031	85,991	37,583	353,605
Additions	18,950	-	6,242	25,192
Exchange differences	(12,777)	2,453	(3,593)	(13,917)
Depreciation expense	(34,611)	(10,070)	(7,935)	(52,616)
Balance at 31 December 2022	201,593	78,374	32,297	312,264
Additions	-	-	4,562	4,562
Exchange differences	402	7,388	(7,790)	-
Depreciation expense	(73,835)	(28,588)	(5,375)	(107,798)
Balance at 31 December 2023	128,160	57,174	23,694	209,028

Note 15. Exploration and evaluation

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Non-current assets		
Exploration and evaluation - at cost	43,514,245	42,349,364

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

Consolidated	$	Total $
Balance at 1 July 2022	38,722,197	38,722,197
Additions	3,627,167	3,627,167
Balance at 31 December 2022	42,349,364	42,349,364
Additions	4,018,461	4,018,461
Additions through issue of options	4,125	4,125
Write off of assets *	(2,857,705)	(2,857,705)
Balance at 31 December 2023	43,514,245	43,514,245

* Write off during the year relates to mining licences which have been allowed to lapse as they have been deemed to not be part of the Group's core licences.

Note 16. Trade and other payables

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Current liabilities		
Trade payables	35,063	424,242
Accrued expenses	173,728	143,074
Funds received for shares to be issued	262,472	-
Other payables	123,339	62,211
Flow through share premium liability	1,003,057	76,337
PAYG payable	-	8,701
	1,597,659	714,565

Refer to note 23 for further information on financial instruments.

Note 17. Lease liabilities

	Consolidated	
	31 December 2023 $	31 December 2022 $
Current liabilities		
Lease liability	22,829	32,062
Non-current liabilities		
Lease liability	70,035	92,863
	92,864	124,925

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

The following are the amounts recognised in profit or loss:

	Consolidated	
	31 December 2023 $	31 December 2022 $
Depreciation expense of right-of-use assets	31,128	10,376
Interest expense on lease liabilities	4,952	1,967
	36,080	12,343

The consolidated entity had total cash outflows for leases of $51,891 in 2023 (six months ended December 2022: 10,372).

Note 18. Deferred tax liabilities

	Consolidated	
	31 December 2023 $	31 December 2022 $
Non-current liabilities		
Deferred tax liability	6,827,812	6,511,519
Movements:		
Opening balance	6,511,519	5,209,978
Temporary difference arising on exploration and evaluation assets on relinquishment of qualifying expenditure to investors less current year tax losses	316,293	1,561,561
Tax effects for tax losses previously not recognised, recognised now	-	(260,020)
Closing balance	6,827,812	6,511,519

The deferred tax liability principally comprises assessable temporary differences of $7,109,493 (31 December 2022: $6,771,539) arising on the relinquishment of qualifying expenditure on exploration and evaluation assets to investors offset by Canadian tax losses of $281,681 (31 December 2022 $260,020).

Note 19. Issued capital

	Consolidated			
	31 December 2023 Shares	31 December 2022 Shares	31 December 2023 $	31 December 2022 $
Ordinary shares - fully paid	513,100,106	315,210,834	67,574,722	60,674,189

Note 19. Issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2022	217,019,505		50,589,506
Flow-through Securities	21-Jul-22	19,230,770	$0.12	2,225,420
Placement Securities	21-Jul-22	19,913,044	$0.10	2,038,485
Share purchase plan	18-Aug-22	25,217,241	$0.10	2,600,427
Options Exercised	19-Aug-22	155,950	$0.41	64,289
Options Exercised	26-Aug-22	54,619	$0.37	20,019
Options Exercised	08-Sep-22	66,000	$0.27	18,111
Options Exercised	08-Sep-22	15,330	$0.27	4,207
Options Exercised	08-Sep-22	52,500	$0.41	21,378
Options Exercised	30-Sep-22	500,000	$0.28	137,809
Placement Securities	02-Nov-22	18,000,000	$0.10	1,826,630
Options Exercised	08-Nov-22	29,050	$0.40	11,676
Options Exercised	08-Nov-22	636,100	$0.33	211,180
Options Exercised	10-Nov-22	120,000	$0.32	37,987
Options Exercised	10-Nov-22	60,000	$0.32	18,993
Placement Securities	06-Dec-22	13,010,290	$0.11	1,385,395
Placement Securities	06-Dec-22	347,826	$0.11	36,639
Placement Securities	06-Dec-22	260,870	$0.11	27,479
Placement Securities	06-Dec-22	521,739	$0.11	54,957
Flow through share raise premium				(254,133)
Transaction costs				(402,265)
Balance	31 December 2022	315,210,834		60,674,189
Exercise Options	20-Jan-23	8,000	$0.42	3,360
Options Exercised	20-Jun-23	80,201	$0.38	30,717
Options Exercised	20-Jun-23	60,000	$0.35	20,940
Shares issued for tenement acquisition	28-Aug-23	75,000	$0.60	4,126
Options Exercised	06-Oct-23	60,000	$0.35	20,940
Flow-through Securities	01-Nov-23	67,778,733	$0.05	3,357,045
Flow-through Securities	03-Nov-23	10,996,563	$0.04	400,000
Issued Shares - Share purchase plan	08-Dec-23	93,187,500	$0.04	3,331,844
Flow-through Securities	18-Dec-23	13,531,384	$0.04	510,839
Placement Securities	21-Dec-23	12,111,891	$0.04	437,816
Flow through share raise premium				(1,003,057)
Transaction costs				(214,037)
Balance	31 December 2023	513,100,106		67,574,722

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

Note 19. Issued capital (continued)

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

Share buy-back
There is no current on-market share buy-back (31 December 2022: nil).

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

Capital is regarded as total equity, as recognised in the consolidated statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

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

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

Note 20. Reserves

	Consolidated	
	31 December 2023 $	31 December 2022 $
Foreign currency reserve	(463,244)	(463,244)
Options reserve	1,006,339	1,381,655
	543,095	918,411

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

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

Note 20. Reserves (continued)

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

Consolidated	Foreign currency translation reserve $	Options reserve $	Total $
Balance at 1 July 2022	(1,246,932)	3,092,953	1,846,021
Foreign currency translation	783,688	-	783,688
Share based payments	-	156,416	156,416
Options expired	-	(1,322,065)	(1,322,065)
Exercise of Employee Share Scheme options	-	(545,649)	(545,649)
Balance at 31 December 2022	(463,244)	1,381,655	918,411
Share based payments	-	408,501	408,501
Options expired	-	(787,942)	(787,942)
Options issued as part of tenement acquisition	-	4,125	4,125
Balance at 31 December 2023	(463,244)	1,006,339	543,095

	Consolidated 31 December 2023	Consolidated 31 December 2022
Movement in Unlisted Options		
Opening balance	10,111,012	20,478,215
Granted	9,352,173	1,914,930
Exercised	(208,201)	(1,689,549)
Expired	(3,278,667)	(10,592,584)
	15,976,317	10,111,012

Note 20. Reserves (continued)

The following table represents the Company's outstanding balance of options as at 31 December 2023:

Grant date	Vesting date	Expiry date	Exercise price	Number of options	Options lapsed / forfeited	Options exercised	On issue	Vested
15/07/2019	1/07/2022	15/07/2024	-	17,787	-	-	17,787	17,787
5/06/2020	5/06/2023	5/06/2023	-	2,000,000	(2,000,000)	-	-	-
21/08/2020	1/07/2021	1/07/2023	-	8,000	-	(8,000)	-	-
13/08/2021	13/08/2021	1/02/2023	-	80,201	-	(80,201)	-	-
20/07/2021	1/07/2023	1/07/2025	-	214,667	-	-	214,667	214,667
21/08/2020	1/07/2023	1/07/2025	-	667,000	-	-	667,000	667,000
18/11/2020	18/11/2020	18/11/2023	-	600,000	(600,000)	-	-	-
18/11/2020	2/02/2023	18/11/2023	-	60,000	-	(60,000)	-	-
18/11/2020	5/10/2023	18/11/2023	-	60,000	-	(60,000)	-	-
1/05/2022	1/05/2023	1/05/2029	0.26	916,667	-	-	916,667	916,667
1/05/2022	1/05/2024	1/05/2029	0.26	916,667	-	-	916,667	-
1/05/2022	1/05/2025	1/05/2029	0.26	916,667	-	-	916,667	-
8/11/2022	1/07/2023	1/09/2023	-	678,667	(678,667)	-	-	-
9/12/2022	1/08/2023	1/08/2029	-	274,725	-	-	274,725	-
9/12/2022	1/08/2024	1/08/2029	-	274,725	-	-	274,725	-
9/12/2022	1/08/2025	1/08/2029	-	274,724	-	-	274,724	-
9/12/2022	1/09/2023	1/09/2029	-	137,363	-	-	137,363	-
9/12/2022	1/09/2024	1/09/2029	-	137,363	-	-	137,363	-
9/12/2022	1/09/2025	1/09/2029	-	137,362	-	-	137,362	-
1/07/2021	30/06/2022	1/07/2024	-	173,600	-	-	173,600	173,600
20/06/2022	30/06/2022	1/07/2024	-	12,250	-	-	12,250	12,250
1/07/2021	30/06/2024	1/07/2026	-	1,524,577	-	-	1,524,577	-
20/06/2022	30/06/2024	1/07/2026	-	28,000	-	-	28,000	-
18/02/2023	1/07/2023	18/02/2027	-	45,000	-	-	45,000	-
18/02/2023	1/07/2024	18/02/2027	-	45,000	-	-	45,000	-
18/02/2023	1/07/2025	18/02/2027	-	45,000	-	-	45,000	-
18/02/2023	1/07/2023	18/02/2027	-	60,000	-	-	60,000	-
18/02/2023	1/07/2024	18/02/2027	-	60,000	-	-	60,000	-
18/02/2023	1/07/2025	18/02/2027	-	60,000	-	-	60,000	-
31/05/2023	1/03/2024	1/03/2029	-	189,873	-	-	189,873	-
31/05/2023	1/03/2025	1/03/2029	-	189,873	-	-	189,873	-
31/05/2023	1/03/2026	1/03/2029	-	189,874	-	-	189,874	-
15/12/2023 **	31/01/2024	31/01/2029	-	1,907,215	-	-	1,907,215	-
15/12/2023 **	31/01/2024	1/01/2029	-	4,767,528	-	-	4,767,528	-
22/12/2023	22/12/2023	22/12/2028	0.04	1,792,810	-	-	1,792,810	1,792,810
				19,463,185	(3,278,667)	(208,201)	15,976,317	3,794,781

Note 20. Reserves (continued)

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

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

Retention options issued during the period ended 31 December 2023

	Retention options tranche one	Retention options tranche two	Retention options tranche three
Fair value of option	$0.28	$0.28	$0.28
Exercise price	nil	nil	nil
Grant date	18/02/22	18/02/22	18/02/22
Vesting date	01/07/23	01/07/24	01/07/25
Expiry date	18/02/27	18/02/27	18/02/27
Number of options	105,000	105,000	105,000
Expense during the year	$29,794	$24,391	$22,208
Expected volatility (%)	82%	82%	82%
Risk-free interest rate (%)	3.18%	3.18%	3.18%
Expected life of options (years)	0.02	1.02	2.02
Model used	Black-Scholes	Black-Scholes	Black-Scholes

Incentive options issued during the period ended 31 December 2023

	Incentive options tranche one	Incentive options tranche two	Incentive options tranche three
Fair value of option	$0.07	$0.07	$0.07
Exercise price	nil	nil	nil
Grant date	31/05/23	31/05/23	31/05/23
Vesting date	01/03/24	01/03/25	01/03/26
Expiry date	01/03/29	01/03/29	01/03/29
Number of options	189,873	189,873	189,874
Expense during the year	$1,450	$623	$397
Expected volatility (%)	82%	82%	82%
Risk-free interest rate (%)	3.18%	3.18%	3.18%
Expected life of options (years)	0.75	1.75	2.75
Model used	Black-Scholes	Black-Scholes	Black-Scholes

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

Note 20. Reserves (continued)

Consultant options issued during the period ended 31 December 2023

	Consultant options
Fair value of option	$0.0366
Exercise price	$0.04
Grant date	22/12/23
Vesting date	22/12/24
Expiry date	22/12/30
Number of options	1,792,810
Expense during the year	$60,767
Expected volatility (%)	82%
Risk-free interest rate (%)	3.18%
Expected life of options (years)	2
Model used	Black-Scholes

2023 STIP options issued during the period ended 31 December 2023

	STIP options tranche one	**STIP options tranche two**
Fair value of option *	$0.05	$0.05
Exercise price	nil	nil
Grant date	15/12/23	15/12/23
Vesting date	31/01/24	31/01/24
Expiry date	31/01/29	31/01/29
Number of options **	294,667	1,612,548
Expense during the year	$13,279	$72,669
Expected volatility (%)	70.00%	70.00%
Risk-free interest rate (%)	3.83%	3.83%
Expected life of options (years)	1	1
Model used	Black-Scholes	Black-Scholes

* This is the estimated fair value, which will be updated on grant date i.e. approval by shareholders at next AGM.
** These options have not been issued and are subject to approval at the next AGM.

Note 20. Reserves (continued)

2023 LTIP options issued during the period ended 31 December 2023

	LTIP options tranche one	LTIP options tranche two	LTIP options tranche three
Fair value of option *	$0.03	$0.03	$0.03
Exercise price	$0.122	$0.122	$0.122
Grant date	15/12/23	15/12/23	15/12/23
Vesting date	31/01/24	31/01/25	31/01/26
Expiry date	1/01/29	1/01/29	1/01/29
Number of options **	1,589,176	1,589,176	1,589,176
Expense during the year	$49,604	$49,604	$49,604
Expected volatility (%)	70.00%	70.00%	70.00%
Risk-free interest rate (%)	3.83%	3.83%	3.83%
Expected life of options (years)	1	2	3
Model used	Black-Scholes	Black-Scholes	Black-Scholes

* This is the estimated fair value, which will be updated on grant date i.e. approval by shareholders at next AGM.
** These options have not been issued and are subject to approval at the next AGM.

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

Total share-based payment expense recognised during the year was $408,501 (31 December 2022: $156,416).

Note 21. Accumulated losses

	Consolidated	
	31 December 2023 $	31 December 2022 $
Accumulated losses at the beginning of the financial period	(17,164,095)	(16,596,394)
Loss after income tax expense for the period	(6,630,286)	(1,889,766)
Transfer to options reserve	707,860	1,322,065
Accumulated losses at the end of the financial period	(23,086,521)	(17,164,095)

Note 22. Dividends

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

Note 23. Financial instruments

Financial risk management objectives
The consolidated entity's principal financial assets comprise cash and deposits held as security guarantees. The consolidated entity's principal financial liabilities comprise trade creditors and lease liabilities. The main purpose of these financial instruments is to manage cash flow and assist the consolidated entity in its daily operational requirements.

The consolidated entity is exposed to interest rate risk, liquidity risk and credit risk in respect to the financial instruments that it held at the end of the financial year.

This note presents information about the consolidated entity's exposure to each of the above risks

The Board has overall responsibility for the establishment and oversight of the risk management framework.

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

Market risk

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

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

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

	Assets		**Liabilities**	
Consolidated	**31 December 2023 $**	**31 December 2022 $**	**31 December 2023 $**	**31 December 2022 $**
Australian dollars - Trade & other payables	-	-	33,545	154,354
Australian dollars - Cash at bank	3,139,755	4,578,415	-	-
	3,139,755	4,578,415	33,545	154,354

	AUD strengthened			**AUD weakened**		
Consolidated - 31 December 2023	**% change**	**Effect on profit before tax**	**Effect on equity**	**% change**	**Effect on profit before tax**	**Effect on equity**
Australian Dollars	10%	310,621	310,621	(10%)	(310,621)	(310,621)

Note 23. Financial instruments (continued)

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

Price risk
The consolidated entity is not exposed to any significant price risk.

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

	Basis points increase			Basis points decrease		
Consolidated - 31 December 2023	**Basis points change**	**Effect on profit before tax**	**Effect on equity**	**Basis points change**	**Effect on profit before tax**	**Effect on equity**
Cash and cash equivalents	100	89,515	89,515	(100)	(89,515)	(89,515)

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

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

At 31 December 2023, the consolidated entity has significant funds on deposit with Royal Bank of Canada ("RBC"). RBC is one of Canada's largest banks, and among the largest in the world based on market capitalisation with a Moody’s rating of AA.

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

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

Note 23. Financial instruments (continued)

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

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

Remaining contractual maturities
The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the consolidated statement of financial position.

	Weighted average interest rate	**1 year or less**	**Between 1 and 2 years**	**Between 2 and 5 years**	**Over 5 years**	**Remaining contractual maturities**
Consolidated - 31 December 2023	%	$	$	$	$	$
Non-derivatives						
Non-interest bearing						
Trade payables	-	594,000	-	-	-	594,000
Interest-bearing - fixed rate						
Lease liability	4.49%	32,062	32,062	28,739	-	92,863
Total non-derivatives		626,062	32,062	28,739	-	686,863

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

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

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

Note 24. Key management personnel disclosures

Refer to the Remuneration Report contained in the Directors' Report for additional details of the remuneration paid or payable to each member of KMP for the period ended 31 December 2023.

Compensation
The aggregate compensation made to directors and other members of KMP of the consolidated entity is set out below:

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Short-term employee benefits	1,089,457	446,767
Post-employment benefits	62,487	33,269
Termination benefits *	61,782	-
Share-based payments	354,423	94,779
	1,568,149	574,815

* Relates to vesting of options for KMP given good leaver status on termination.

The consolidated entity's only related entities are the KMP. KMP are any people having authority and responsibility for planning, controlling and directing the activities of the entity, directly or indirectly, including any Director (whether executive or otherwise).

The Company has determined that the KMP are the Directors and executives as set out in the Remuneration report.

Note 25. Remuneration of auditors

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

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Audit services - Ernst & Young		
Audit or review of the financial statements	75,000	65,000

Note 26. Commitments

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

Note 26. Commitments (continued)

	Consolidated 31 December 2023 $	Consolidated 31 December 2022 $
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	791,285	513,946
One to five years	528,333	413,640
More than five years	267,391	277,226
	1,587,009	1,204,812

Note 27. Related party transactions

Parent entity
Matador Mining Ltd is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 29.

Key management personnel
Disclosures relating to key management personnel are set out in note 24 and the Remuneration Report included in the directors' report.

Transactions with related parties
During the current period there was $97,891 paid to GCM Corporate Services Pty Ltd for Company Secretarial services, a Company controlled by Carol Marinkovich.
There were no other transactions with related parties during the current and previous financial period.

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

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

Note 28. Parent entity information

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

Consolidated statement of profit or loss and other comprehensive income

	Parent	
	31 December 2023 $	6 months ended 31 December 2022 $
Loss after income tax	(6,630,286)	(1,889,766)
Total comprehensive loss	(6,630,286)	(1,889,766)

Consolidated statement of financial position

	Parent	
	31 December 2023 $	31 December 2022 $
Total current assets	9,802,095	9,037,320
Total assets	53,639,504	51,844,212
Total current liabilities	1,710,361	811,256
Total liabilities	8,608,208	7,415,638
Equity		
Issued capital	67,574,722	60,674,189
Foreign currency reserve	(463,244)	(463,244)
Options reserve	1,006,339	1,381,655
Accumulated losses	(23,086,521)	(17,164,026)
Total equity	45,031,296	44,428,574

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 31 December 2023 and 31 December 2022.

Contingent liabilities
The parent entity had no contingent liabilities as at 31 December 2023 and 31 December 2022.

Capital commitments - Property, plant and equipment
The parent entity had no capital commitments for property, plant and equipment as at 31 December 2023 and 31 December 2022.

Note 28. Parent entity information (continued)

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

Note 29. Interests in subsidiaries

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

		Ownership interest	
Name	**Principal place of business / Country of incorporation**	**31 December 2023 %**	**31 December 2022 %**
Matador Canada Pty Ltd	Australia	100.00%	100.00%
Cape Ray Mining Limited	Nova Scotia, Canada	100.00%	100.00%

Note 30. Events after the reporting period

No matter or circumstance has arisen since 31 December 2023 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 31. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Loss after income tax expense for the period	(6,630,286)	(1,889,766)
Adjustments for:		
Depreciation and amortisation	138,926	62,992
Share-based payments	408,501	156,416
Settlement of flow through share liability	(76,337)	(887,011)
Movement in deferred tax liability	316,294	1,060,848
Net exchange differences	252,637	121,740
Write off of exploration and evaluation assets	2,857,705	-
Change in operating assets and liabilities:		
Increase in trade and other receivables	(2,136)	(9,253)
Decrease/(increase) in prepayments	3,081	(43,181)
Increase in trade and other payables	35,160	63,380
Increase/(decrease) in other provisions	12,807	(18,615)
Net cash used in operating activities	(2,683,648)	(1,382,450)

Note 32. Earnings per share

	Consolidated	
	31 December 2023 $	6 months ended 31 December 2022 $
Loss after income tax attributable to the owners of Matador Mining Ltd	(6,630,286)	(1,889,766)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	513,100,106	248,071,042
Weighted average number of ordinary shares used in calculating diluted earnings per share	513,100,106	248,071,042
	Cents	Cents
Basic loss per share	(1.29)	(0.76)
Diluted loss per share	(1.29)	(0.76)

In the directors' opinion:

the attached financial statements and notes of the consolidated entity are in accordance with the Corporations Act 2001, including:

- complying with Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- complying with International Financial Reporting Standards as issued by the International Accounting Standards Board; and
- giving a true and fair view of the consolidated entity's financial position as at 31 December 2023 and of its performance for the financial year ended on that date.
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

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

On behalf of the directors

Justin Osborne
Non-executive Chair

28 March 2024
Perth, Western Australia

Building a better working world

Ernst & Young
11 Mounts Bay Road
Perth WA 6000 Australia
GPO Box M939 Perth WA 6843

Tel: +61 8 9429 2222
Fax: +61 8 9429 2436
ey.com/au

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

Report on the audit of the financial report

Opinion

We have audited the financial report of Matador Mining Ltd (the Company) and its subsidiaries (collectively the Group), which comprises the statement of financial position as at 31 December 2023, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, and the directors' declaration.

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

a) giving a true and fair view of the consolidated financial position of the Group as at 31 December 2023 and of its consolidated financial performance for the year ended on that date;

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

c) complying with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Basis for opinion

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

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For the matter below, our description of how our audit addressed the matter is provided in that context.

EY
Building a better working world

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

1. Carrying amount of exploration and evaluation assets

Why significant	How our audit addressed the key audit matter
As set out in Note 15 to the financial report, as at 31 December 2023, the Group held capitalised exploration and evaluation assets of $43.5 million, representing 81.1% of the Group's total assets. The carrying amount of exploration and evaluation assets is assessed for impairment by the Group when facts and circumstances indicate that the exploration and evaluation assets may exceed their recoverable amount. The determination as to whether there are any indicators to require an exploration and evaluation asset to be assessed for impairment, involves a number of judgements including whether the Group has tenure, will be able to perform ongoing expenditure and whether there is sufficient information for a decision to be made that the area of interest is not commercially viable. The Group did not identify any impairment indicators as at 31 December 2023. This was considered a key audit matter because of the quantum of the balance and the significant judgment involved in determining whether any impairment indicators were present for the Group's capitalised exploration and evaluation asset balances.	We evaluated the Group's assessment as to whether there were any indicators of impairment to require the carrying amount of exploration and evaluation assets to be tested for impairment. In performing our audit procedures, we: ► Assessed whether the Group's right to explore was current, which included obtaining supporting documentation such as license agreements; ► Evaluated the Group's intention to carry out significant ongoing exploration and evaluation activities in the relevant areas of interest which included, assessing the Group's approved cash flow forecast and enquiring of management and the directors as to their intentions and the strategy of the Group; ► Assessed whether any exploration and evaluation data existed to indicate that the carrying amount of capitalised exploration and evaluation assets is unlikely to be recovered through development or sale; and ► Assessed the adequacy of the disclosures included in the Notes to the financial report.

EY
Building a better working world

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's 31 December 2023 annual report, other than the financial report and our auditor's report thereon. We have obtained the directors' report, the corporate governance statement, shareholder information and tenement listing that is to be included in the annual report, prior to the date of the auditor's report, and we expect to obtain the remaining sections of the annual report after the date of this auditor's report .

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

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

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

Responsibilities of the directors for the financial report

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

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

Auditor's responsibilities for the audit of the financial report

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

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

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

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

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

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

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

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

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

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

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

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 31 December 2023.

In our opinion, the Remuneration Report of Matador Mining Ltd for the year ended 31 December 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 and International Standards on Auditing.

Ernst & Young

Ernst & Young

Pierre Dreyer
Partner
Perth
28 March 2024

Additional information required by the ASX and not shown elsewhere in this report is as follows. The information is current as at 25 March 2024.

Distribution of equitable securities

There were 1,910 shareholders. All shares are fully paid ordinary shares. Each fully paid ordinary share carries one voting right.

	Ordinary shares	
	Number of holders	% of total shares issued
1 to 1,000	52	0.01
1,001 to 5,000	363	0.20
5,001 to 10,000	252	0.38
10,001 to 100,000	814	6.62
100,001 and over	429	92.79
	1,910	100.00
Holding less than a marketable parcel	3,646,080	-

Equity security holders

Twenty largest quoted equity security holders
The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares Number held	% of total shares issued
1 HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	53,847,704	10.26
2 J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	53,383,212	10.17
3 BNP PARIBAS NOMS PTY LTD DRP>	41,413,089	7.89
4 CITICORP NOMINEES PTY LIMITED	40,148,898	7.65
5 B2GOLD CORP	31,010,290	5.91
6 HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED GSCO CUSTOMERS A/C>	11,538,462	2.20
7 BNP PARIBAS NOMINEES PTY LTD IB AU NOMS RETAILCLIENT DRP>	11,287,823	2.15
8 EQUITY TRUSTEES LIMITED LOWELL RESOURCES FUND A/C>	10,698,836	2.04
9 MCNEIL NOMINEES PTY LIMITED	6,689,165	1.27
10 WINDHAGER HOLDING AG	5,124,783	0.98
11 4 J HOLDINGS INC	5,059,275	0.96
12 MR COLIN WEEKES	4,814,498	0.92
13 CITICORP NOMINEES PTY LIMITED 170839 MURRAY SUPE A/C>	4,559,785	0.87
14 GARBUTT INVESTMENT PTY LTD S+J GARBUTT INVESTMENT A/C>	4,250,000	0.81
15 HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	4,000,000	0.76
16 BUCKINGHAM INVESTMENT FINANCIAL SERVICES PTY LTD THE CAMPBELL S/F A/C>	3,829,817	0.73
17 IRONSIDE PTY LTD THE IRONSIDE SUPER FUND A/C>	3,579,496	0.68
18 MR ANDREA RICHARD BALLATI	2,730,000	0.52
19 BNP PARIBAS NOMINEES PTY LTD	2,727,788	0.52
20 ELPHINSTONE HOLDINGS PTY LTD	2,339,748	0.45
	303,032,669	57.74

Unquoted equity securities

	Number on issue
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	17,787
UNLISTED OPTIONS – STI	152,250
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	881,667
UNLISTED OPTIONS LTI	1,552,577
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	315,000
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	569,620
UNLISTED OPTIONS @ $0.26 EXERCISE PRICE	2,750,000
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	824,175
UNLISTED OPTIONS @ ZERO EXERCISE PRICE	412,088
UNLISTED OPTIONS @ $0.045 EXERCISE PRICE	1,792,810

Substantial holders
Substantial holders in the Company are set out below:

	Ordinary shares	
	Number held	% of total shares issued
B2GOLD CORP	31,010,290	5.91

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

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.

There are no other classes of equity securities.

Tenement listing

Licence No.	Project	No. of Claims	Area (km2)	Comments
025560M	Cape Ray	20	5.00	
025855M	Cape Ray	32	8.00	Royalty (d)
025856M	Cape Ray	11	2.75	Royalty (d)
025857M	Cape Ray	5	1.25	Royalty (d)
025858M	Cape Ray	30	7.50	Royalty (d)
026125M	Cape Ray	190	47.50	
030881M	Cape Ray	255	63.75	
030884M	Cape Ray	255	63.75	
030996M	Cape Ray	205	51.25	
030997M	Cape Ray	60	15.00	Royalty (d)
031557M	Cape Ray	154	38.50	
031558M	Cape Ray	96	24.00	
031559M	Cape Ray	32	8.00	
031562M	Cape Ray	37	9.25	
032060M	Cape Ray	81	20.25	Royalties (a) (b) (c)
032061M	Cape Ray	76	19.00	Royalties (a) (b) (c)
032062M	Cape Ray	72	18.00	Royalties (a) (b) (c)
032764M	Hermitage	256	64.00	
032770M	Hermitage	252	63.00	
032818M	Hermitage	95	23.75	
032940M	Cape Ray	255	63.75	
032941M	Cape Ray	256	64.00	
033080M	Cape Ray	190	47.50	
033083M	Cape Ray	256	64.00	
033085M	Cape Ray	256	64.00	
033110M	Hermitage	183	45.75	
034316M	Cape Ray	247	61.75	
032256M	Hermitage	8	3.00	Royalties (e)
032774M	Hermitage	12	2.00	Royalties (e)
036567M	Hermitage	44	11.00	
035822M	Cape Ray	38	9.50	
036749M	Hermitage	10	2.50	
037478M	Cape Ray	104	26.00	
037525M	Hermitage	10	2.50	To be issued formerly by March 20
037529M	Hermitage	4	1.00	To be issued formerly by March 20
037526M	Hermitage	4	1.00	To be issued formerly by March 20. Staked by Spencer Vatcher on behalf of Matador Mining
		4,091	1,022.75	

The Crown holds all surface rights in the Project area. None of the property or adjacent areas are encumbered in any way. The area is not in an environmentally or archeologically sensitive zone and there are no Aboriginal land claims or entitlements in this region of the province.

There has been no commercial production at the property as of the time of this report.

Royalty Schedule legend:

(a) 1.75% Net Smelter Return ("NSR") royalty held by Alexander J. Turpin pursuant to the terms of an agreement dated 25 June 2002, as amended 27 February 2003 and 11 April 2008. The agreement between Alexander J. Turpin, Cornerstone Resources Inc., and Cornerstone Capital Resources Inc., of which 1.0% NSR can be repurchased or $1,000,000 reducing such royalty to a 0.75% NSR. The agreement which royalty applies to Licences 14479M, 17072M, 9338M, 9339M and 9340M covering 229 claims, all as described in the foregoing agreements.

(b) 0.25% NSR royalty held by Cornerstone Capital Resources Inc. and Cornerstone Resources Inc. (collectively the "Royalty Holder") pursuant to the terms of an agreement dated 19 December 2012, as amended 26 June 2013, between the Royalty Holders and Benton, which royalty applies to Licence 017072M, as described in the foregoing agreement.

(c) Sliding scale NSR royalty held by Tenacity Gold Mining Company Ltd. pursuant to the terms of an agreement dated 7 October 2013 with Benton Resources Inc.:

i. 3% NSR when the quarterly average gold price is less than US$2,000 per once (no buy-down right).

ii. 4% NSR when the quarterly average gold price is equal to or greater than US$3,000 per ounce with the right to buy-down the royalty from 5% to 4% for CAD $500,000; On Licences 7833M, 8273M, 9839M and 9939M as described in Schedule C of the foregoing agreement.

(d) 1.0% NSR royalty held by Benton Resources Inc pursuant to the terms of the sale agreement between Benton and Matador of which 0.5% NSR can be repurchased for $1,000,000 reducing such royalty to a 0.5% NSR. The agreement which the royalty applies to covers licences 025854M, 025855M, 025858M, 025856M and 025857M covering 131 claims.

(e) 1.0% NSR royalty pursuant to an option agreement with Roland and Eddie Quinlan (50% each) with an option to repurchase 0.5% of the royalty at a later date for a sum of C$500,000. The Company retained a First Right of Refusal on the sale of the royalty .

THIS PAGE INTENTIONALLY LEFT BLANK

MATADOR
MINING LTD

ASX:MZZ

matadormining.com.au