Alterra

ASX CODE: 1AG

27 MAY 2024

ASX Announcement 497

Appendix 4D and Interim Financial Report for the Period ended 31 March 2024

Alterra Limited (ASX:1AG) ("Alterra" or "the Company") hereby encloses Appendix 4D as required under ASX Listing Rule 4.2A.3 and a copy of the Interim Report for the activities of Alterra Limited for the 6 month period ended 31 March 2024.

This announcement has been authorised by the Board of Directors of Alterra.

- ENDS -

For enquiries, please contact:
Steve Ledger, Chief Financial Officer & Company Secretary
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About Alterra Limited

Alterra is developer of the Carpenters avocado project located between Manjimup and Pemberton in Western Australia's south-west.

The Carpenters Project currently consists of circa 100ha of Hass avocados represented by an initial Stage 1 (5ha) planting in 2020, followed by Stage 2 planting (2021) (7ha) and Stage 3 planting (85ha) (2023).

Alterra is also a 15% shareholder in Carbon Conscious Investments Limited, which manages large scale projects registered with the Clean Energy regulator that generate Australian Carbon Credit Units.

Alterra continues to assess additional horticultural opportunities to add value for shareholders.

Visit alterra.com.au for more information.

Details of Reporting Period

The reporting period is from 1 October 2023 through to 31 March 2024.

Results for Announcement to the Market

		Half-Year to March 2024 $'000	Half-Year to March 2023 $'000
Revenue from ordinary activities	Up 18 %	194	165
Loss before income tax from continuing operations	Down 7%	(968)	(1,037)
Loss before income tax from all operations	Down 7%	(968)	(1,037)
Loss after tax attributable to members	Down 7%	(968)	(1,037)
EBITDA	Down 25%	(660)	(884)
EBITDA from continuing operations	Down 25%	(660)	(884)

Operational Highlights

Orchard

- Maintenance work continued during the period as part of the normal annual routine.
- The company completed its first harvest for Stage 1 resulting in 22 Bins (8,471kg) of fruit, of which 84% was premium grade fruit, 13% was Class 1 grade fruit, and 3% was Class 2 grade fruit. The company has receipted net revenue from the harvest of $16K. There were no issues reported with the process which appears robust for scaling up operations.
- Preparation for a Stage 4 development is continuing with clearance of the proposed planting area well advanced.

Dam and Infrastructure Construction

- Dam 1 construction has progressed to the final stages with the construction team taking advantage of the ideal dry summer and autumn conditions.
- During the previous winter the collection of runoff and partial stream flow allowed the dam to fill to the 596.5ML
- The dam level is approximately 400ML. The Dam has capacity to fill to 3.2GL with a spillway installed to regulate this level in accordance with the water license.
- Additional infrastructure including on site accommodation facilities and operational buildings have been commissioned.

Safety

- There were no reportable incidents during the period (LTIFR – zero).

Corporate

- During the period, the company initiated an accelerated non renounceable 1 for 4 entitlement offer at $0.008 per new share and raised $1.084m from institutional investors and a further $308K from retail investors.
- With a new stage of funding and development for the company, Mark Clements and John Palermo resigned as Directors and Paul Jensen (Independent Non Executive Chairperson) and Andrew Young (Independent Non Executive Director) were appointed.
- On 9 December 2023, 20,000,000 unlisted options at various exercise prices lapsed without exercise.
- The company also commenced the process to delist and announced a minimum shareholder buyback. The buy back completed post period end acquiring 8,544,239 shares at an aggregate cost of $51,265.49.

Net Tangible Assets per Security

Net tangible assets per ordinary share is $0.01 as at 31 March 2024 (as at 31 March 2023: $0.02).

Net assets per ordinary share is $0.01 as at 31 March 2024 (as at 31 March 2023: $0.02).

Material Investments in Associates

The Company has the following investments in associates:

	31 March 2024	31 March 2023
Carbon Conscious Investments Limited		
Carrying value of Group's interest in associate	$1,152,883	$1,130,899
Group's ownership interest in associate	15%	15%

Dividends

No dividends have been paid or declared by Alterra Limited since the start of the financial period and the directors do not recommend the payment of a dividend in respect of the financial period.

The results should be read in conjunction with the Interim Financial reports for the period lodged with the ASX on 27 May 2024.

Authorised by the Board of Alterra Limited.

Greg Harvey
Executive Director
Date: 27 May 2024

Alterra Limited

ABN 20 129 035 221

and

Controlled Entities

Interim Financial Report

For the Half-Year Ended 31 March 2024

CONTENTS

COMPANY DIRECTORY

ABN 20 129 035 221

Directors

MR GREGORY HARVEY, Executive Director
MR ANDREW YOUNG, Non-Executive Director
MR PAUL JENSEN, Non-Executive Director and Chairman

Share Registry

AUTOMIC PTY LTD
LEVEL 5, 191 ST GEORGES TERRACE
PERTH WA 6000

Company Secretary

MR STEVE LEDGER

Solicitors

STEINEPRESS PAGININ
THE READ BUILDINGS
LEVEL 4, 16 MILLIGAN ST
PERTH WA 6000

Principal and Registered Office

LEVEL 3, 150 ST GEORGES TCE
PERTH WA 6000
TELEPHONE: (08) 9204 8400

Securities Exchange Listing

AUSTRALIAN SECURITIES EXCHANGE
(HOME EXCHANGE: PERTH, WA)
LEVEL 40, 152-158 ST GEORGES TCE
PERTH WA 6000
ASX CODE: 1AG

Auditors

HLB MANN JUDD (WA PARTNERSHIP)
LEVEL 4, 130 STIRLING STREET
PERTH WA 6000

DIRECTORS' REPORT

Your Directors submit the interim financial report of Alterra Limited for the half-year ended 31 March 2024.

DIRECTORS

The names of Directors who held office during or since the end of the period and until the date of this report are noted below. Directors were in office for this entire period unless otherwise stated.

Mr Paul Jensen	-	Independent Non-Executive Director and Chairman (appointed 7 December 2023)
Mr Gregory Harvey	-	Executive Director
Mr Andrew Young	-	Independent Non-Executive Director (appointed 7 December 2023)
Mr Mark Clements	-	Company Secretary and Chairman (resigned 7 December 2023)
Mr John Palermo	-	Non-Executive Director (resigned 7 December 2023)

COMPANY SECRETARY

Mr Steve Ledger

REVIEW OF OPERATIONS

Operational Highlights

Orchard

During the period the orchard workforce completed scheduled maintenance and replanting of trees. This includes the addition of several beehives to assist in pollination across the orchard. Maintenance work continued during the period as part of the normal annual routine. In addition, the company completed its first harvest for Stage 1 resulting in 22 Bins (8,471kg) of fruit, of which 84% was premium grade fruit, 13% was Class 1 grade fruit, and 3% was Class 2 grade fruit. The company has receipted net revenue from the harvest of $16K. While the harvest itself was expected to only yield a relatively low tonnage, as the maiden crop it tested important logistics chains both on-site within the Alterra operation and with the downstream collection and sales. There were no issues reported with the process which appears robust for scaling up operations.

Preparation for a Stage 4 development is continuing with clearance of the proposed planting area well advanced. Due to commercial considerations the company will not proceed with planting in 2024 however an investment decision on the final scale and timing of Stage 4 will be made for the following year closer to the time and subject to routine commercial considerations.

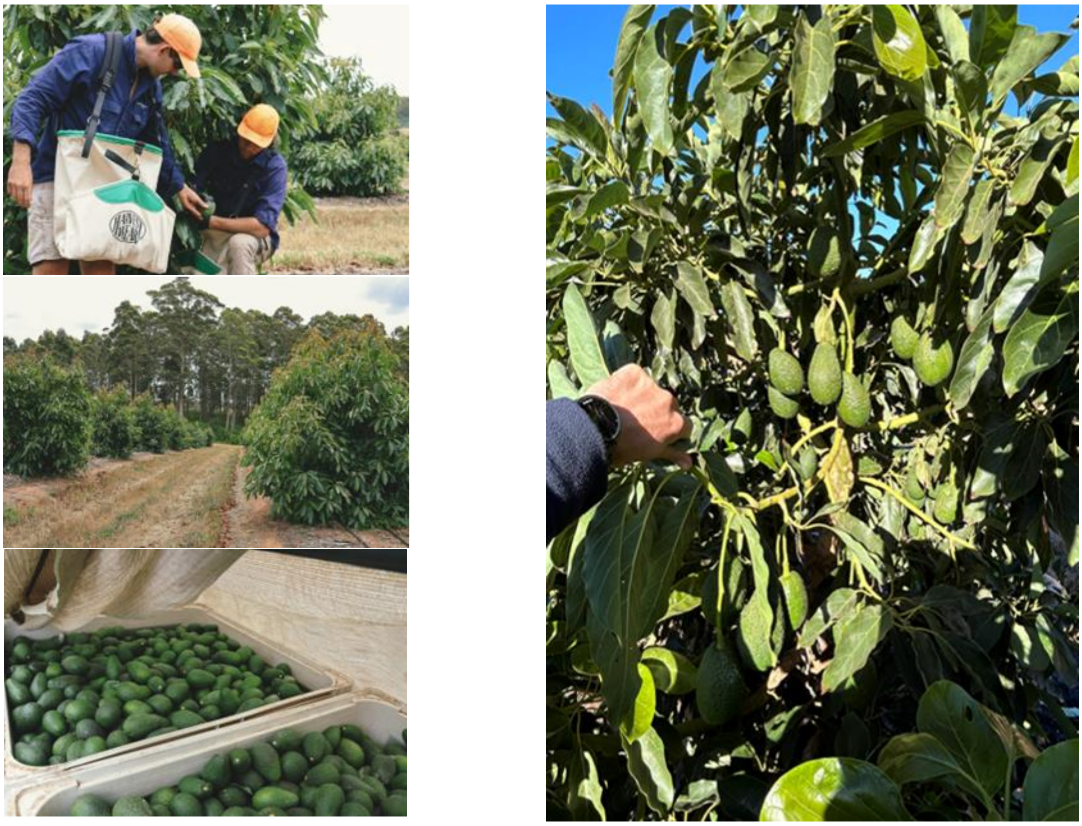

Figure 1:First Harvest and fruit set

Dam and Infrastructure Construction

Dam 1 construction has progressed to the final stages with the construction team taking advantage of the ideal dry summer and autumn conditions.

During the previous winter the collection of runoff and partial stream flow allowed the dam to fill to the 596.5ML Class A licence volume that is permitted above the latent capacity. After reaching this level early during the season, all streamflow was diverted around the dam wall with a temporary bypass. Despite the comparatively dry summer and autumn the dam level is approximately 400ML. The Dam has capacity to fill to 3.2GL with a spillway installed to regulate this level in accordance with the water license.

Additional infrastructure including on site accommodation facilities and operational buildings have been commissioned.

Safety

There were no reportable incidents during the period (LTIFR – zero).

Corporate

With a new stage of funding and development for the company, Mark Clements and John Palermo resigned as Directors and Paul Jensen (Independent Non Executive Director & Chairperson) and Andrew Young (Independent Non Executive Director) were appointed in December 2023.

In December 2023, the company initiated an accelerated non renounceable 1 for 4 entitlement offer at $0.008 per new share and raised $1.084m from institutional investors and a further $308K from retail investors.

On 9 December 2023, 20,000,000 unlisted options at various exercise prices lapsed without exercise.

In March 2024, the Company announced

- An unmarketable parcel share buyback was conducted. The buy back was completed post period end and the Company acquired 8,544,239 shares at an aggregate cost of $51,265.49.
- It is the current intention of the board to delist from the Australian Stock Exchange. The process to delist from the ASX is currently being worked through and it is expected to occur prior to 30 June 2024. It is anticipated that shareholder approval to delist will be sought at an EGM in June 2024.

Subsequent to 31 March 2024,

- Sandon Capital Investments Limited (Sandon) made an offer to acquire all of the issued shares in Carbon Conscious Investments Limited (CCIL) and CCIL announced that it had entered into a merger implementation agreement with Sandon.

Alterra Limited owns ~15% of the issued shares in CCIL and the Company has advised that it intends to accept the Offer in the absence of a superior offer. The Company will seek shareholder approval to accept the Offer at an EGM anticipated to be held in June 2024.

Financial Results

The loss of the Company for the half-year after providing for income tax was $968,666 (2023: $1,036,676) which reflected the costs associated with the further development of the Carpenters Project. The Company recorded revenue and other income of $193,532 (2023:$ 164,829) including a performance fee guarantee fee, apprenticeship recoveries and fuel tax credits.

Net assets of the Company are $10,692,628 including cash on hand of $711,194 and capitalised work in progress costs of the Carpenters Project which has increased during the period by $997,789 to $10,074,697 (2023: $9,076,908).

Carbon Conscious Investments Limited ("CCIL")(Alterra 15%)

Alterra Limited owns a 15% interest in CCIL, a manager of large-scale carbon projects.

CCIL is currently subject to an off market takeover bid from Sandon Capital Investments Limited. The purchase price is $0.0667 per share. For further detail, refer to note 17 of the Interim Financial Report.

ESG Commitment and Framework

The Carpenters Project is now firmly on the path to building a sustainable agribusiness operation of scale. The key features of the Carpenters include;

- Responsible use of increasingly scarce arable land and water resources;
- Modern irrigation and fertilisation techniques applied by experienced management to allow for low cost of production;
- Management decisions are backed with data to ensure operations are sustainable for the life of the project; and,
- Infrastructure development has been taken with an environmentally sustainable view to ensure best in sector performance

In addition, as part of the Company's commitment to a positive social and economic impact at its developments, Alterra has implemented five sustainability outcomes modelled off the United Nations global goals. These outcomes will help the Company to measure its contribution to the community and responsible use of resources in the regions in which it operates.

These goals include the following:

- Zero Hunger: Create sustainable food production systems that strengthen the industry's resilience against climate change, extreme weather events and drought through the use of methodologies that improve land and soil quality.

- Clean Water: Substantially increase water storage to reduce stress on existing freshwater resources and improve water-use efficiencies across the development. In addition, support and strengthen the Company's participation in local communities to improve water management.

- Economic Growth: Support local businesses wherever possible through local contracts, employment, and seasonal labour hire in the community. Ensure Alterra's operations contribute positively to the local economy. Implement best practice frameworks to ensure the safety of its local employees and seasonal staff.

- Industry, Innovation and Infrastructure: Enhance scientific research, upgrade the technological capabilities of industrial sectors and encourage innovation through Alterra's R&D claim for its innovative avocado growing methodology. Apply new practices from other horticultural sectors to avocados to improve growing techniques and water efficiencies.

- Responsible Consumption and Production: Ensure responsible and sustainable management of natural resources, notably water.

On behalf of the Board
Greg Harvey
Executive Director

LEAD AUDITOR’S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

The lead auditor’s independence declaration for the period ended 31 March 2024 is set out on page 8.

This report is signed in accordance with a resolution of the Board of Directors made pursuant to s306(3) of the Corporations Act 2001.

Greg Harvey
Executive Director
Dated: 27 May 2024

HLB MANN JUDD
ADVISORY AND ACCOUNTING

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the consolidated financial report of Alterra Limited for the half-year ended 31 March 2024, I declare that to the best of my knowledge and belief, there have been no contraventions of:

a) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

b) any applicable code of professional conduct in relation to the review.

Perth, Western Australia	**D I Buckley**
27 May 2024	**Partner**

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CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE HALF-YEAR ENDED 31 MARCH 2024

	Note	Half-Year to 31 March 2024	Half-Year to 31 March 2023
Continuing Operations		**$**	**$**
Revenue	2a	45,142	37,769
Other income	2a	148,390	127,060
Operating expenses - asset management	15	(15,057)	-
Administrative expenses		(468,792)	(482,962)
Business development expenses		(6,717)	(13,590)
Employee benefits expense		(362,027)	(502,778)
Occupancy expenses		(516)	(9,525)
Financing expenses		(210,343)	(47,693)
Depreciation and amortisation expense	2b	(98,746)	(104,812)
Share-based payments		-	(40,145)
Loss before income tax income		**(968,666)**	**(1,036,676)**
Income tax expense		-	-
Loss from continuing operations		**(968,666)**	**(1,036,676)**
Loss attributable to members of the parent entity		**(968,666)**	**(1,036,676)**
Other comprehensive income		-	-
Other comprehensive income / (loss) for the period		-	-
Total comprehensive loss attributable to members of the parent entity		**(968,666)**	**(1,036,676)**
Basic and Diluted loss per share (cents per share) from continuing operations	3	(0.12)	(0.15)

The accompanying notes form part of these financial statements.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2024

	Note	31 March 2024 $	30 September 2023 $
Current Assets			
Cash and cash equivalents		711,194	1,141,927
Trade and other receivables	4	63,497	48,362
Other assets	5	119,426	482,958
Total Current Assets		**894,117**	**1,673,247**
Non-Current Assets			
Intangibles	6	89,325	93,259
Property, plant and equipment	8	15,875,987	14,725,730
Investment in associates	14	1,152,883	1,151,046
Right of use assets	7	11,921,293	12,156,722
Other assets	5	7,347	9,315
Total Non-Current Assets		29,046,835	28,136,072
Total Assets		**29,940,952**	**29,809,319**
Current Liabilities			
Trade and other payables	10	496,567	637,793
Financial Liabilities	18	3,700,000	-
Other liabilities		184,629	188,753
Lease liabilities	11	502,317	457,061
Total Current Liabilities		**4,883,513**	1,283,607
Non-Current Liabilities			
Financial Liabilities	18	-	3,700,000
Other liabilities		380,852	459,532
Lease liabilities	11	13,983,959	14,023,190
Total Non-Current Liabilities		14,364,811	18,182,722
Total Liabilities		19,248,324	**19,466,329**
Net Assets		**10,692,628**	**10,342,990**
Equity			
Issued capital	12	21,043,400	19,725,096
Reserves		1,469,392	1,586,149
Accumulated losses		(11,820,164)	(10,968,255)
Total Equity		**10,692,628**	**10,342,990**

The accompanying notes form part of these financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES OF EQUITY

FOR THE HALF-YEAR ENDED 31 MARCH 2024

	Issued Capital	Accumulated Losses	Share-based Payment Reserve	Total
	$	$	$	$
Balance at 1 October 2022	19,715,471	(8,724,789)	1,542,715	12,533,397
Loss attributable to members	-	(1,036,676)	-	(1,036,676)
Total comprehensive loss for the period	-	(1,036,676)	-	(1,036,676)
Conversion of performance rights	11,000	18,981	(29,981)	-
Capital raising expenses	(1,375)	-	-	(1,375)
Share-based payments	-	-	40,145	40,145
Balance at 31 March 2023	**19,725,096**	**(9,742,484)**	**1,552,879**	**11,535,491**
Balance at 1 October 2023	19,725,096	(10,968,255)	1,586,149	10,342,990
Loss attributable to members	-	(968,666)	-	(968,666)
Total comprehensive loss for the period	-	(968,666)	-	(968,666)
Issued capital	1,393,105	-	-	1,393,105
Capital raising expenses	(74,801)	-	-	(74,801)
Share-based payments expired	-	116,757	(116,757)	-
Balance at 31 March 2024	**21,043,400**	**(11,820,164)**	**1,469,392**	**10,692,628**

The accompanying notes form part of these financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE HALF-YEAR ENDED 31 MARCH 2024

	Half-Year to 31 March 2024 $	Half-Year to 31 March 2023 $
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers and government subsidies received	203,469	1,459,621
Payments to suppliers and employees	(1,105,470)	(1,228,241)
Interest received	11,122	-
Interest paid	(189,708)	(47,456)
Net cash provided (used in)/by operating activities	**(1,080,587)**	**183,924**
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(388,650)	(514,904)
Expenditure on development assets	(451,992)	(2,141,964)
Dividends received	108,515	175,555
Net cash used in investing activities	**(732,127)**	**(2,481,313)**
CASH FLOWS FROM FINANCING ACTIVITIES		
Issues shares	1,373,000	-
Bank loan drawdowns	-	3,700,000
Debt service payments held on deposit	352,240	(352,240)
Principal repayment of leases	(343,259)	(113,950)
Net cash provided by financing activities	**1,381,981**	**3,233,810**
Net (decrease)/increase in cash and cash equivalents	(430,730)	936,421
Cash and cash equivalents at beginning of half-year	1,141,927	2,345,832
Cash and cash equivalents at end of half-year	**711,194**	**3,282,253**

The accompanying notes form part of these financial statements.

FOR THE HALF-YEAR ENDED 31 MARCH 2024

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

Significant Accounting Policies

These interim consolidated financial statements are general purpose financial statements prepared in accordance with the requirements of the Corporations Act 2001, Accounting Standard AASB 134 'Interim Financial Reporting', Australian Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with AASB 134 ensures compliance with IAS 34 'Interim Financial Reporting'.

The interim financial statements comprise the condensed interim financial statements for the Group. For the purposes of preparing the interim financial statements, the Group is a for-profit entity.

The interim report does not include full disclosures of the type normally included in an annual financial report. Therefore, it cannot be expected to provide a full understanding of the financial performance, financial position and cash flows of the Group as in the full financial report.

It is recommended that this financial report be read in conjunction with the annual financial report for the year ended 30 September 2023 and any public announcements made by Alterra Limited during the half-year in accordance with continuous disclosure requirements arising under the *Corporations Act 2001* and the ASX Listing Rules.

The accounting policies and methods of computation adopted in the preparation of the interim financial report are consistent with those adopted and disclosed in the Group's annual financial report for the year ended 30 September 2023.

The Company is domiciled in Australia and all amounts are presented in Australian dollars, unless otherwise noted.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the policies stated below.

Going Concern

This financial report has been prepared on the going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the normal course of business. There is a working capital deficit due to the NAB financial liability being classified as current liability. The Group has incurred a loss for the interim financial period ended 31 March 2024 of $968,666 (31 March 2023: $1,036,676) and net cash outflows from operating and investing activities of $(1,812,714) (31 March 2023: $(2,297,389)). At 31 March 2024, the Group had $711,194 of cash and cash equivalents.

The Company has sufficient cash reserves to continue on a going concern basis if development does not proceed in the near term however given the long dated nature of orchard yield and uncertain economic conditions there is material uncertainty as to whether the Company could continue as a going concern under the forecast development plan if funding was not available from capital and debt markets. The existing $3.7m debt provided by NAB is subject to 30/70 debt/equity covenant requirements which continue to be monitored. The Board continues to monitor available capital and development plans accordingly. The Directors believe that the going concern basis is appropriate for the following reasons;

- The Group's assets exceed liabilities by $10.693M;
- The Company has historically been successful in raising equity and has the ability under ASX Listing Rule 7.1 and 7.1A to place securities to raise equity;
- The Company expects to realise non core assets including the sale of Carbon Conscious shares (refer to note 17 for further details);
- The Company has successfully secured a $3.7m debt facility with a major Australian bank and subsequently temporarily increased the facility by $500K (refer note 18 for further details). Discussions with the debt provider will ensue as the debt approached maturity in February 2025; and
- The Company continues to assess additional horticultural opportunities to add value for shareholders.

The Directors believe that the above indicators demonstrate the Group will be able to pay its debts as and when they become due and payable and continue as a going concern. Should the Group not be successful in generating sufficient funds from the above initiatives there will exist a material uncertainty that may cast significant doubt on the ability of the Group to continue as a going concern and, therefore, whether it will be able to realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets and liabilities that might exist be necessary should it not continue as a going concern.

1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (continued)

New or Amended Accounting Standards and Interpretations Adopted

New and Revised Accounting Standards and Interpretations on issue
The Group has reviewed all of the new and revised Standards and Interpretations applicable to the half-year ended 31 March 2024. As a result of this review, the Group has determined that there is no material impact and therefore no change is necessary to its accounting policies.

Standards and Interpretations in issue not yet mandatory
The Group has also reviewed all of the new and revised Standards and Interpretations in issue not yet mandatory for the half-year ended 31 March 2024. As a result of this review, the Group has determined that there is no material impact of the Standards and Interpretations in issue not yet mandatory on the Group and therefore no change is necessary to its accounting policies.

Reporting Basis and Conventions

The interim report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied. Cost is based on the fair value of the consideration given in exchange for assets.

Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

Significant Accounting Judgements and Key Estimates

The preparation of interim financial reports requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from the estimates.

In preparing this interim report, the significant judgements made by management in applying the Group's accounting policies and key sources of estimation uncertainty were the same as those that applied to the consolidated financial report for the year ended 30 September 2023.

2(a). REVENUE AND OTHER INCOME

The Group derives its revenue from the provision of services at a point in time and over time in the following major categories. This is consistent with the revenue information that is disclosed for each reportable segment under AASB 8 (see Note 18).

	Half-Year to 31 March 2024 $	Half-Year to 31 March 2023 $
Over time		
Land license / management fees	4,602	4,283
Operational income and recoveries	40,540	33,486
	45,142	**37,769**
Other Income		
Share of net profit of associates accounted for using the equity method	110,352	88,410
Other income	38,038	38,650
	148,390	**127,060**

Other income of $38,038 (2022: $38,650) includes performance guarantee fees and interest.

2(b). DEPRECIATION AND AMORTISATION EXPENSE

	Half-Year to 31 March 2024 $	Half-Year to 31 March 2023 $
Depreciation on plant and equipment	118,768	120,670
Amortisation of right of use asset	228,451	228,186
Amortisation of avocado genetics and data asset	10,911	10,910
Capitalised costs	(259,384)	(254,954)
	98,746	**104,812**

3. EARNINGS PER SHARE

	Half-Year to 31 March 2024 Cents per share	Half-Year to 31 March 2023 Cents per share
Basic and diluted loss per share from continuing operations	(0.12)	(0.15)
The earnings and weighted average number of Ordinary Shares used in the calculation of basic earnings per share is as follows:	$	$
Loss for the period after income tax from continuing operations	(968,666)	(1,036,676)
Loss for the period after income tax from discontinued operations	-	-
	No.	No.
Weighted average number of Ordinary Shares outstanding during the year used in calculating basic and diluted EPS	784,748,966	696,552,548

4. TRADE AND OTHER RECEIVABLES

	31 March 2024 $	30 September 2023 $
Trade receivables	770	-
GST receivable	62,727	48,362
	63,497	48,362

5. OTHER ASSETS

	31 March 2024 $	30 September 2023 $
Current		
Debt Service payments held on deposit	-	352,240
Prepayments and accrued income	119,426	130,718
	119,426	**482,958**
Non-Current		
Other	7,347	9,315
	7,347	**9,315**

Unsecured loans to third parties are costs incurred and recoverable from the lessor under the terms of the Carpenters lease agreement.

6. INTANGIBLES

	31 March 2024 $	30 September 2023 $
Avocado genetics and data asset	118,000	118,000
Less: Accumulated amortisation	(28,675)	(24,741)
	89,325	**93,259**

The Avocado genetics and data asset are being amortised over 15 years in line with the contractual terms and anticipated pattern of economic benefits.

7. RIGHT OF USE ASSETS

	31 March 20234 $	30 September 2023 $
Motor vehicle – right of use	72,098	72,098
Less: Accumulated depreciation	(30,235)	(23,257)
Land - Carpenters - right of use	13,707,035	13,707,035
Less: Accumulated depreciation	(1,827,605)	(1,599,154)
	11,921,293	**12,156,722**

8. PROPERTY, PLANT AND EQUIPMENT

	31 March 2024 $	30 September 2023 $
Capitalised work in progress (Property) (Note 9)	10,074,697	9,076,908
Plant and equipment at cost	5,957,697	5,685,489
Less: Accumulated depreciation	(431,156)	(347,253)
Vehicles at cost	505,378	507,015
Less: Accumulated depreciation	(230,629)	(196,429)
	15,875,987	**14,725,730**

Property, plant and equipment are recorded at cost, less any impairment losses.

9. CARPENTERS PROJECT UNDER DEVELOPMENT

	31 March 2024 $	30 September 2023 $
Carpenters Beedelup - capitalised work in progress	10,074,697	9,076,908
	10,074,697	**9,076,908**

The capitalised work in progress (property) relate solely to expenditures incurred by Alterra's wholly owned subsidiary, Carpenters Beedelup Pty Ltd, on the development of the Company's Carpenters project in Beedelup. These expenditures include various tangible and intangible items required to be invested to support Stages 1,2 and 3 of the development and planting of avocado trees. Costs continue to be capitalised in respect of the development of the site as the crop is considered early stage and cannot yet be fair valued.

10. TRADE AND OTHER PAYABLES

	31 March 2024 $	30 September 2023 $
Current		
Trade payables	392,097	521,916
Employee benefits accrual	22,570	28,526
Sundry payables and accruals	81,900	87,351
	496,567	**637,793**

11. LEASE LIABILITY

	31 March 2024	30 September 2023
Current	**$**	**$**
Lease Liability	502,317	457,061
	502,317	**457,061**
Non-Current		
Lease Liability	13,983,959	14,023,190
	13,983,959	**14,023,190**

12. ISSUED CAPITAL

	31 March 2024 $	30 September 2023 $
870,690,685 (30 Sept 2023: 696,552,548) fully paid Ordinary Shares	21,043,400	19,725,096

	31 March 2024 No.	31 March 2024 $	30 September 2023 No.	30 September 2023 $
Movement in Ordinary Shares on issue				
At beginning of the period	696,552,548	19,725,096	695,552,548	19,715,471
Shares issued	174,138,137	1,393,105	-	-
Conversion of performance rights	-	-	1,000,000	11,000
Capital raising costs	-	(74,801)	-	(1,375)
At end of reporting period	870,690,685	21,043,400	696,552,548	19,725,096

13. OPTIONS AND PERFORMANCE RIGHTS

Options

	31 March 2024 No.	31 March 2024 Weighted average exercise price	30 September 2023 No.	30 September 2023 Weighted average exercise price
Movement in Options over Ordinary Shares on issue				
At beginning of the period	20,000,000	$0.043	29,000,000	$0.050
Granted during the period	-	-	-	-
Exercised over the period	-	-	-	-
Expired during the period	(20,000,000)	$0.043	(9,000,00)	$0.070
Exercisable at end of reporting period	-	-	20,000,000	$0.040

13. OPTIONS AND PERFORMANCE RIGHTS (continued)

Options (continued)

The following options expired during the period:

- 14,000,000 options over Ordinary Shares with an exercise price of $0.04 each, expiring on 9 December 2023
- 6,000,000 options over Ordinary Shares with an exercise price of $0.05 each, expiring on 9 December 2023 (tranches 1a,2a,3a,and 4a)

The Company has no options on issue as at 31 March 2024.

The following illustrates the number and valuation of the Performance Rights on issue at balance dates (issued in prior years), including the following milestones attached to them:

Performance Rights	Class E	Class F	Total
At beginning of the period	6,500,000	2,000,000	8,500,000
Granted during the period	-	-	-
Exercised over the period	-	-	-
Expired during the period	-	-	-
Cancelled during the period	-	-	-
Total	6,500,000	2,000,000	8,500,000

- **Class E Performance Rights**: 6,500,000 to vest on the date that the 30-day VWAP for the Shares on the ASX is $0.30 or higher during the period to the 12 months ending on 30 September 2024 (**Milestone 5**);
- **Class F Performance Rights**: 2,000,000 to vest upon execution of a binding term sheet for the development or purchase of a minimum of 50 hectares **(Condition 1 relating to 1,000,000 performance rights)** and 200 hectares **(Condition 2 relating to 1,000,000 performance rights)** of crops at the Carpenters Project.

14. INVESTMENT ACCOUNTED FOR USING THE EQUITY METHOD

	31 March 2024	30 September 2023
	$	$
Investment in associate	1,152,883	**1,151,046**
	1,152,883	**1,151,046**

Associate

Details of the Group's material associate at the end of the reporting period is as follows:

	Principal Activity	Country	Ownership Interest		Carrying Amount	
			31 March 2024	30 September 2023	31 March 2024	30 September 2023
			%	%	$	$
Carbon Conscious Investments Limited	Management of agroforestry estates for carbon sequestration on behalf of clients	Australia	15	15	1,152,883	1,151,046

14. INVESTMENT ACCOUNTED FOR USING THE EQUITY METHOD (continued)

Carbon Conscious Investments Limited became an associate as at 1 January 2019 post the demerger of the Carbon Business from Alterra Limited.

The Group has determined that it has significant influence over Carbon Conscious Investments Ltd as it holds 15% of the voting power in combination with Alterra also having a contractual obligation to provide a performance guarantee to a Carbon Conscious Investments Limited's customer, in addition to board representation.

Summarised Financial Information

	31 March 2024 $	31 March 2023 $
Statement of comprehensive income		
Revenue	1,559,173	1,522,430
Profit for the period	735,681	589,403
Other comprehensive expenses for the period	-	-
Total comprehensive income	**735,681**	**589,403**
Dividends received by Alterra	108,515	175,555
Statement of financial position		
Current assets	2,647,659	2,569,806
Non-current assets	2.073.362	2,204,385
Total assets	4,721,021	4,774,191
Current liabilities	174,770	417,877
Non-current liabilities	373,570	332,111
Total liabilities	548,340	749,988
Net assets of the associate	4,172,681	4,024,203
Proportion of the Group's ownership interest in associate	15%	15%
Group's share of associate's net assets	625,902	603,630
Goodwill on associate	526,981	527,269
Carrying value of the Group's interest in associate	**1,152,883**	**1,130,899**

15. SEGMENT REPORTING

Alterra's core business of developing agricultural land and water opportunities continued during the period, with a focus on the Carpenters. As such, the segment reporting remains consistent with prior year.

- Asset Management – relates to the management of operating assets including the contract to manage the demerged Carbon Business;
- Asset Development – relates to assets owned or being developed by the Company;
- Business Development – relates to the development of potential assets and or opportunities;
- Corporate.

Information regarding the results of each reportable segment is included in this note. Performance is measured on net profit / loss before taxation as detailed in the management reports presented to the Board of Directors. Segmented cashflows are not regularly provided to the Board of Directors and as such are not reported for in these accounts.

In the tables below, revenue is disaggregated by reportable segment and represents services transferred at a point in time as well as over time.

15. SEGMENT REPORTING (continued)

Half-Year ended 31 March 2024	Asset Management	Asset Development	Corporate	Consolidated
	$	$	$	$
Revenue and Other Income				
Fees from external customers	16,821	-	-	16,821
Other revenues from external customers	-	-	176,711	176,711
Total segment revenue	16,821	-	176,711	193,532
Expenses				
Operating costs	15,057	-	-	15,057
Financing expenses	-	-	210,343	210,343
Depreciation and amortisation	-	-	98,746	98,746
Other costs	-	-	838,052	838,052
Total segment expenses	15,057		1,147,141	1,162,198
Income tax benefit / (expense)	-	-	-	-
Net profit / (loss) after tax from continuing operations	**1,764**	**-**	**(970,430)**	**(968,666)**
Timing of revenue and other income recognition:				
At a point in time	-	-	-	-
Over time	16,821	-	176,711	193,532
Total revenue	16,821	-	176,711	193,532

Half-Year ended 31 March 2024	Asset Management	Asset Development	Corporate	Consolidated
	$	$	$	$
Current assets	-	178,958	715,159	894,117
Non-current assets	-	27,132,346	1,914,489	29,046,835
Total segment assets	-	27,311,304	2,629,648	29,940,952
Segment liabilities				
Current liabilities	-	779,088	4,104,425	4,883,513
Non-current liabilities	-	13,957,711	407,100	14,364,811
Total segment liabilities	-	14,736,799	4,511,525	19,248,324
Net segment assets	**-**	**12,574,505**	**(1,881,877)**	**10,692,268**

15. SEGMENT REPORTING (continued)

Half-Year ended 31 March 2023	Asset Management	Asset Development	Corporate	Consolidated
	$	$	$	$
Revenue and Other Income				
Fees from external customers	4,283	-	-	4,283
Other revenues from external customers	-	-	160,546	160,546
Total segment revenue	4,283	-	160,546	164,829
Expenses				
Operating costs	-	-	-	-
Financing expenses	-	-	47,693	47,693
Depreciation and amortisation	-	-	104,812	104,812
Other costs	-	-	1,049,000	1,049,000
Total segment expenses	-	-	1,201,505	1,201,505
Income tax benefit / (expense)	-	-	-	-
Net profit / (loss) after tax from continuing operations	**4,283**	**-**	**(1,040,959)**	**(1,036,676)**
Timing of revenue and other income recognition:				
At a point in time	-	-	-	-
Over time	4,283	-	160,546	164,829
Total revenue	4,283	-	**160,546**	164,829

Half-Year ended 31 March 2023	Asset Management	Asset Development	Corporate	Consolidated
	$	$	$	$
Current assets	-	298,734	3,414,388	3,713,122
Non-current assets	-	24,628,704	2,387,840	27,016,544
Total segment assets	-	24,927,438	5,802,228	30,729,666
Segment liabilities				
Current liabilities	-	516,064	426,849	942,913
Non-current liabilities	-	14,084,750	4,166,511	18,251,261
Total segment liabilities	-	14,600,814	4,593,360	19,194,174
Net segment assets	**-**	**10,326,624**	**1,208,868**	**11,535,492**

16. CONTINGENT LIABILITIES

The Group currently has no contingent liabilities.

17. EVENTS SUBSEQUENT TO REPORTING DATE

- On the 3 April 2024, the proposed delisting was due to Listing rule 10.1, and on 15 April 2024 Carbon Conscious Investments Limited announced it had entered into a merger implementation agreement with Sandon Capital Investments Limited. Sandon holds 26.1% of the issued shares in the Company.
- On 22 April 2024 the company temporarily increased it's loan facility with NAB by $500,000 to 18 June 2024 , with all terms remaining the same.
- On 24 April 2024 the company completed a minimum holding share buy back acquiring and cancelling 8,544,239 shares at 0.6 cents.

Other than the above, there have been no subsequent events since the reporting date.

18. FINANCIAL LIABILTIES

BORROWINGS

	31 March 2024	30 September 2023
	$	$
Non-Current		
Secured bank debt	3,700,000	-
Non-Current		
Secured bank debt	-	3,700,000
	3,700,000	3,700,000

The Company has a secured debt facility ("the Facility") for up to $3.7M with National Australia Bank Limited (NAB), to further advance the development of the Carpenters Project. Funds available under the Facility have supported the delivery of Stage 3 of the Carpenters Project and the commencement of planning for Stage 4, for which preparation work is already underway.

The Facility is repayable on an interest only basis for an initial two-year term, maturing in February 2025 at an interest rate of 9.52% per annum, with the possibility of extension. NAB has a first ranking security over the assets of the Company, a mortgage over the Carpenters Project lease and right-of-entry over leasehold premises from which the Carpenters Project operates. The Facility has a financial covenant based upon a maximum 30% debt/equity ratio and is subject to annual reporting obligations.

On 22 April 2024 the company temporarily increased it's loan facility with NAB by $500,000 to 18 June 2024, with all terms remaining the same.

OTHER LIABILITIES

As at 31 March 2024, the Group held no financial instruments at fair value.

The Group has a number of financial instruments which are not measured at fair value in the statement of financial position.

The carrying amounts of these financial assets and liabilities are considered to be a reasonable approximation of their fair value. The fair values of financial liabilities are estimated by discounting the remaining contractual maturities at the current market rate that is available for similar liabilities.

DIRECTORS' DECLARATION

The Directors of Alterra Limited declare that:

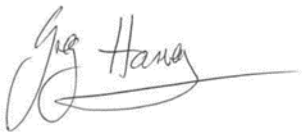
1. The financial statements and notes thereto are in accordance with the Corporations Act 2001 including:

   (a) complying with Accounting Standards and the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

   (b) giving a true and fair view of the Group's financial position as at 31 March 2024 and its performance for the half-year ended on that date.

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

This declaration is made in accordance with a resolution of the Board of Directors made pursuant to s303(5) of the Corporations Act 2001.



Greg Harvey
Executive Director
Dated: 27 May 2024

INDEPENDENT AUDITOR'S REVIEW REPORT
To the Members of Alterra Limited

Report on the Condensed Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of Alterra Limited ("the Company") and its controlled entities ("the Group"), which comprises the condensed consolidated statement of financial position as at 31 March 2024, the condensed consolidated statement of comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the half-year ended on that date, selected explanatory notes, and the directors' declaration, for the Group comprising the Company and the entities it controlled at the half-year end or from time to time during the half-year.

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

(a) giving a true and fair view of the Group's financial position as at 31 March 2024 and of its performance for the half-year ended on that date; and
(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for Conclusion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Responsibility of the Directors for the Financial Report

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

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Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 March 2024 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001.*

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

D I Buckley
Partner

Perth, Western Australia
27 May 2024