



ASX **R8R**

ANNUAL REPORT
FOR THE YEAR ENDED
30 JUNE 2024



CORPORATE DIRECTORY

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Robert Boston *Non-Executive Chairman*
Petar Tomasevic *Non-Executive Director*

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Stock Exchange Listing

Australian Securities Exchange
ASX Code – **R8R**

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The Directors present their financial report for the entity Regener8 Resources NL (Company or Regener8) at the end of, or during, the period ended 30 June 2024.

REVIEW OF OPERATIONS

East Ponton Future Metals Project

On 6 July 2023, the Company executed an option to acquire the Grasshopper and Seven Sisters prospects, the Company confirmed the presence of REE enrichment in historical drilling on the Grasshopper prospect (**Figure 1**) which appears co-incident with strong geophysical anomalies and carbonatite pathfinder elements. By mutual agreement during the period the parties agreed to extend the term of the option agreement by a further six months providing the Company to the 4th of January 2025 to exercise its option to acquire the prospects.

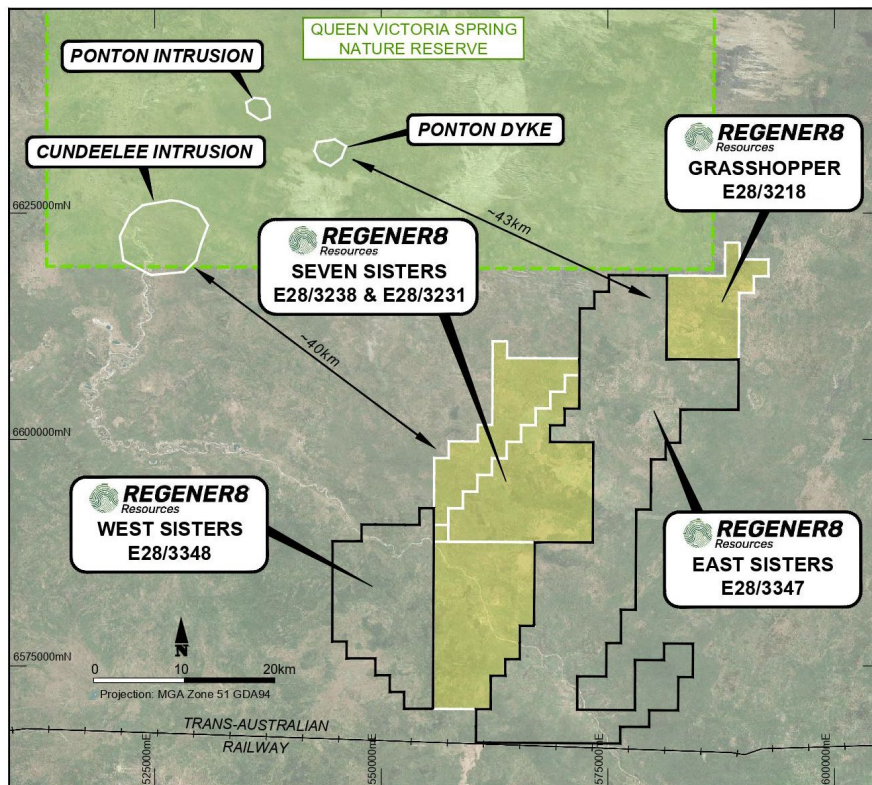


Figure 1: East Ponton Future Metals Project Map

During the period, the Company also advised that it had applied to, and been granted by DMIRS, further exploration blocks adjacent to and between the optioned tenements, named as East and West Sisters (E28/3347 & E28/3348) (**Figure 1**). The now granted tenements provide district scale critical metals tenement package with a combined size of 1,300 km².

The combined tenements consolidate the area into a contiguous package that spans the potential for multiple commodities. As previously announced, this includes potential for:

- **Rare Earths** at the Grasshopper prospect, with **elevated rare earth enrichment found** across multiple historic drillholes, including **1,698ppm TREO** from 40-42m at end of hole GHA208 (ASX Announcement 20 July 2023)
- **Lithium** at Seven Sisters, with **pegmatites found** in multiple historic drillholes (never assayed for Li) offset from significant magnetic anomalies (ASX Announcement 2 August 2023)
- **Precious Metals** at the Corona prospect, with **historic intercepts found of up to 3m @ 2.55g/t Au**, which is approximately 100km down strike SE from the Camaro Prospect that returned **3m @ 40.33g/t Au** (ASX Announcement 2 August 2023)
- **Base Metals** across the tenement package, with numerous geophysical anomalies and historical exploration indicating elevated base metals including IOCG potential, and adjacent proximity to the Albany Fraser Orogen with numerous base metal discoveries

On 19 September 2023, the Company announced the results of a review of historical data at the East Ponton Future Metals Project. This review resulted in the identification of significant Ni and Co mineralisation intercepted during historic drilling at the Hatlifter prospect by Dominion Mining in 2008 that have not received any follow up exploration.

Historical exploration within tenement application E28/3347 (East Sisters) includes gold-focussed exploration performed by Dominion Mining/Quadrio Resources during 2009-2010, testing several favourable structural positions underlying gold in soil anomalism at the Hatlifter prospect. Interface drilling was undertaken for 138 holes over 5 lines. Every metre was assayed for Au (either as 3m composite or individual metre samples) and the final sample from every drill hole was analysed for Ag, As, Co, Cr, Cu, Mo, Ni, Pb, Sb, Sn, Ti, W and Zn alongside the Au.

Lithologies encountered in the transported cover were largely clays, sands, and silcrete with basement intercepted between 20-60m depth.

Only mild gold anomalism was encountered from the drilling campaign with the peak result of 1m @ 0.44g/t Au returned between 35-36m depth in hole 10CUAC740 on the western side of the northernmost fence line, and the prospect was not followed up in subsequent years. Although the gold results were disappointing, the end of hole multielement results for hole 10CUAC740 (57 – 60m) returned **highly anomalous Ni (12,666 ppm or 1.26%) and Co (6,086 ppm or 0.61%)**. These results have not been followed up by Dominion, or subsequent explorers.

Reprocessing of available geophysical datasets has outlined numerous, untested anomalies in the southern part of the Seven Sisters tenement block that share similarities in shape and detail to the nearby Cundeelee Intrusion ~40km to the northeast. The Cundeelee complex displays a highly magnetic outer zone surrounding an inner zone of lower magnetism, as do a number of other Australian and global carbonatite complexes such as Mt Weld. This similar magnetic signature is present in a number of the southern anomalies on the Seven Sisters tenements.

The Company also completed detailed 3D magnetic inversion modelling over potential targets.

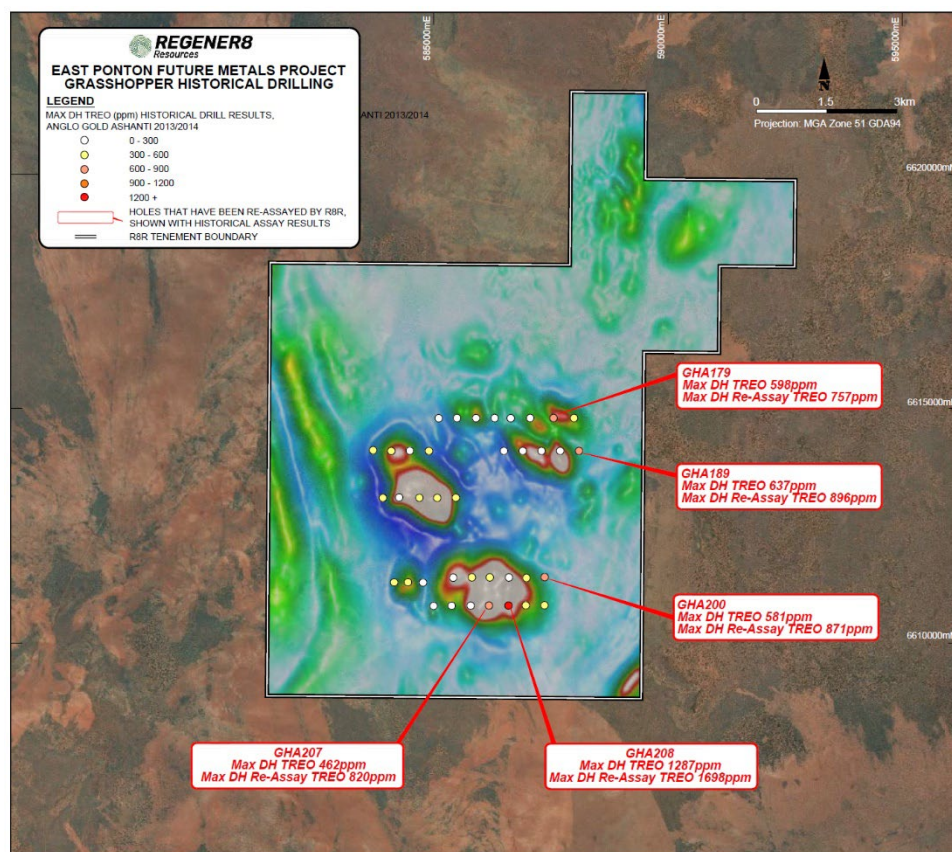


Figure 2: Grasshopper - Max Downhole TREO values from historical AGA assays and R8R re-assay >500ppm TREO, with Total Magnetic Intensity (RTP) (ASX Ann: 20/07/2023)

The Grasshopper Prospect (E28/3218) is located within the eastern Biranup Zone of the north-eastern Albany Fraser Orogen (AFO) where the AFO contacts the Yilgarn Terrain. The Biranup is largely composed of late Paleoproterozoic granitic gneisses and metagabbros, along with fragments of Archean crust interpreted as having rifted off the Yilgarn Craton in a back-arc environment during active subduction in the late Paleoproterozoic (Kirkland et al., 2011)¹.

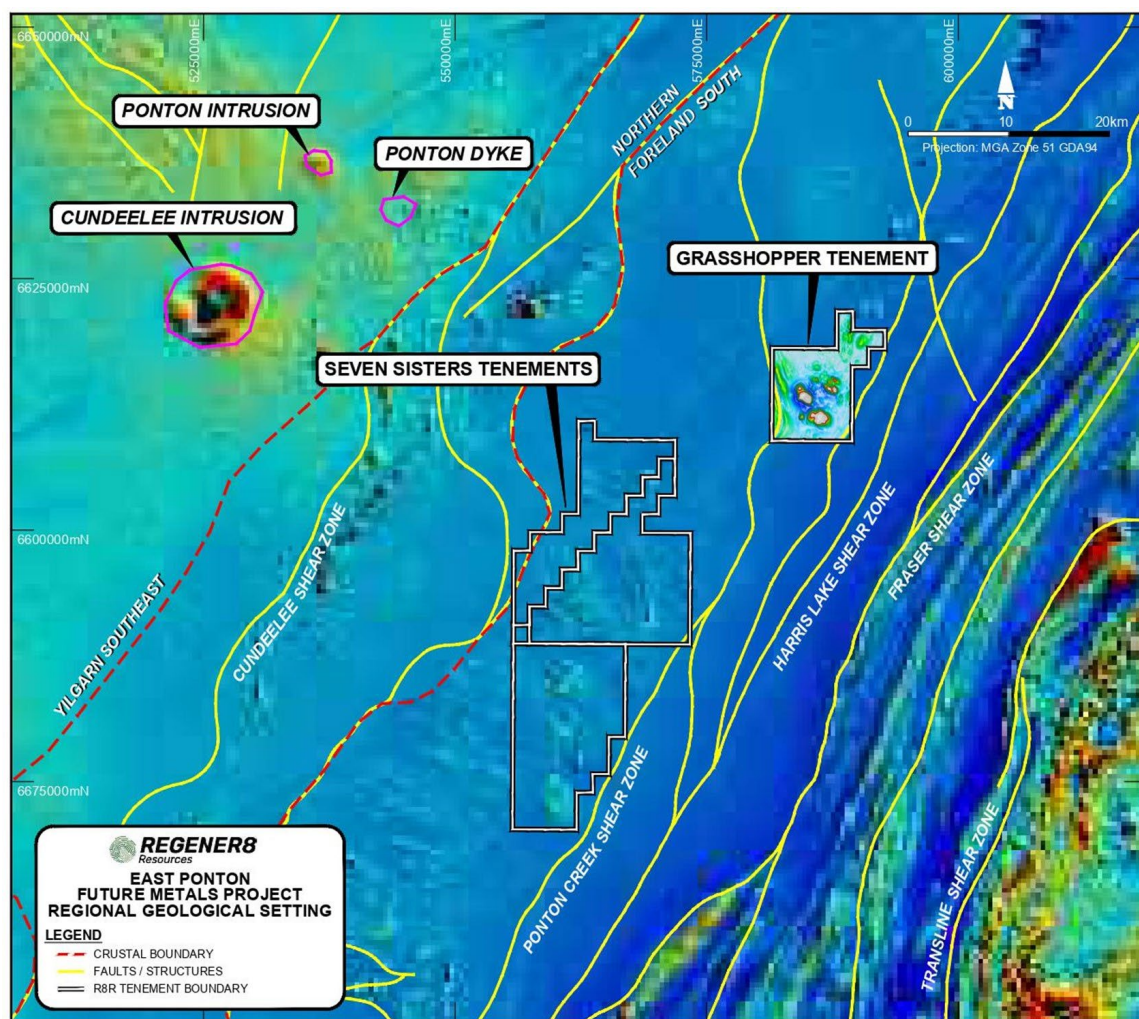


Figure 3: East Ponton Future Metals Project, Regional Geological setting over Total Magnetic Intensity (80m) RTP (DMIRS-069)

The prospect presents in aeromagnetic imagery as intense, discrete magnetic highs (**Figure 2**) associated with regional NE-SW trending fault zones (**Figure 3**).

Detailed public domain and multi-client aeromagnetic data over the Grasshopper prospect area was collated and inversion modelled by Southern Geoscience Consultants. The 3D models confirm the aeromagnetic interpretation of distinct, strongly-magnetic bodies which are likely to represent discrete intrusions within the non-magnetic country-rock gneisses.

The modelled bodies display significant complexity, with multiple fingers or lobes protruding upwards from larger stock features (**Figures 3, 4 and 5**). The modelled depth to the top of the magnetic bodies ranges between 80 to 150m, with the south-eastern body (underlying the REE anomalism encountered in historical hole GHA208) extending to >1km depth (**Figure 5**).

¹ Kirkland, C. L., Spaggiari, C. V., Pawley, M. J., Wingate, M. T. D., Smithies, R. H., Howard, H. M., ... & Poujol, M. (2011). On the edge: U–Pb, Lu–Hf, and Sm–Nd data suggests reworking of the Yilgarn craton margin during formation of the Albany-Fraser Orogen. *Precambrian Research*, 187(3-4), 223-247.

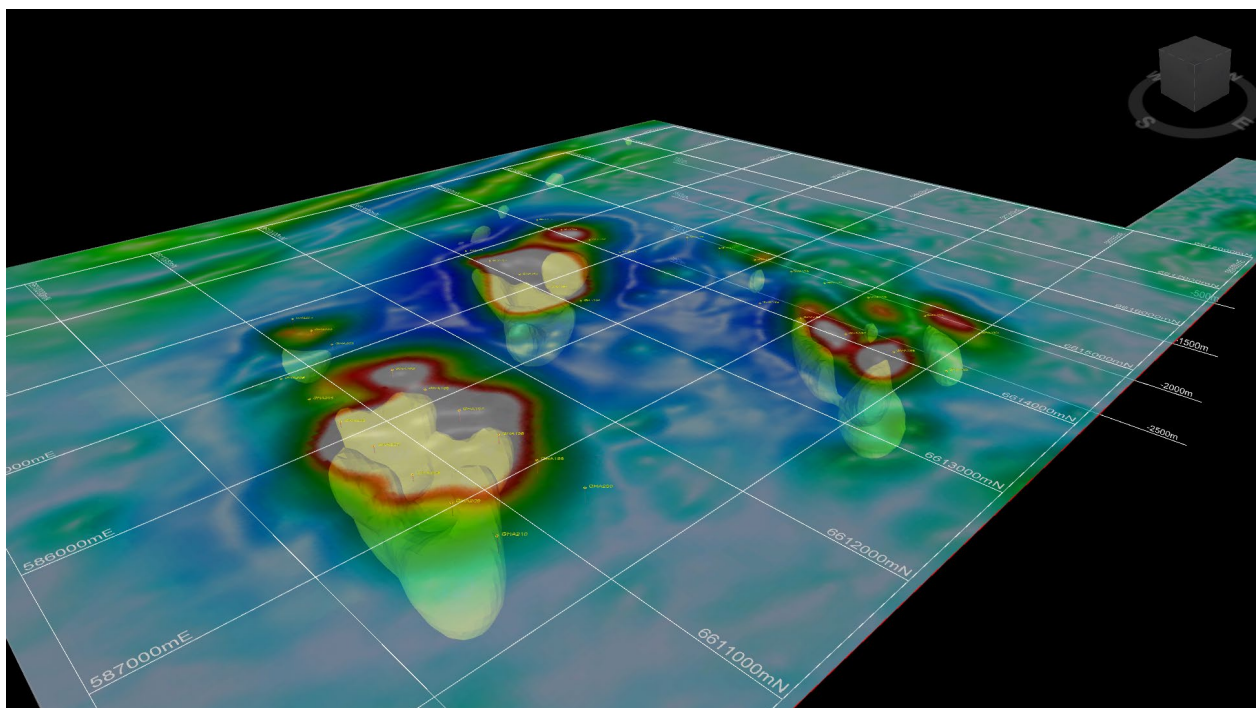


Figure 4: 3D Magnetic Inversion model with TMI and historical drillhole collars (looking north-west)

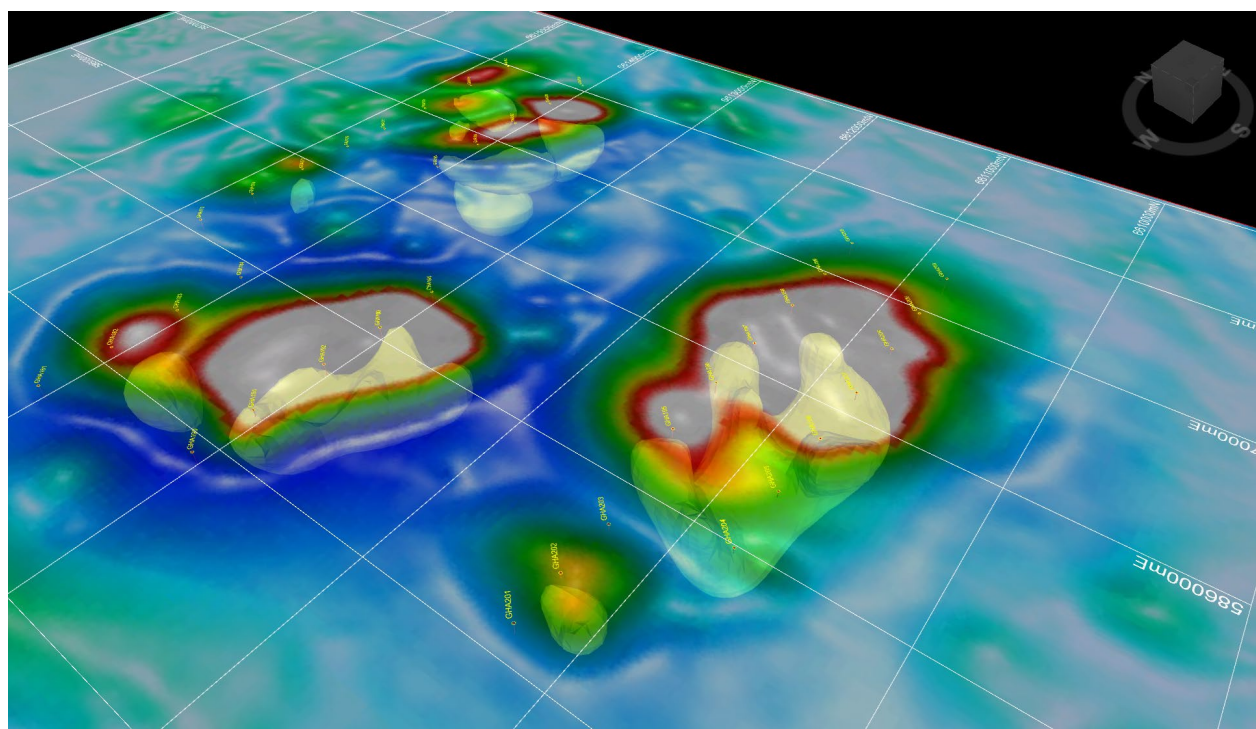


Figure 5: 3D Magnetic Inversion model with TMI and historical drillholes (looking north-east)



Magnetic Bodies Untested by Historical Drilling

The results of the 3D modelling demonstrate that the 2013 drilling by AngloGold Ashanti/ IGO did not intersect the main magnetic bodies which occur within the basement country-rock gneisses (refer ASX Announcement 20 July 2023).

Although this historical drilling was undertaken directly over the anomalies, the maximum drilling depths attained were approximately 20 to 90m. This was largely because the air-core (AC) drilling technique could only penetrate the easily drilled transported cover sequences and hence, only limited sampling of the basement was possible.

The occurrence of elevated REE and the carbonatite pathfinders Sr, Ba and P in EOH GHA208 (refer ASX Announcement 20 July 2023) in the upper-basement overlying a strong discrete magnetic anomaly suggests that historical drilling may have intercepted the distal alteration zone of a deeper, buried carbonatite system. This is highly encouraging considering the proximity of Grasshopper to the Cundeelee and Ponton Creek carbonatite intrusions ~40km to the west within the Queen Victoria Springs Nature Reserve. Like Grasshopper, these intrusions are discrete magnetic highs associated with REE, Sr, and P anomalies and proximal to large ~NE-SW trending structures that act as potential conduits allowing REE-enriched and mantle-sourced melts to be emplaced in the upper crust.

This new magnetic modelling and the historical drillhole geochemistry provide a compelling target for the Company to investigate. The work completed in the period establishes the basis for further targeting and drill planning.

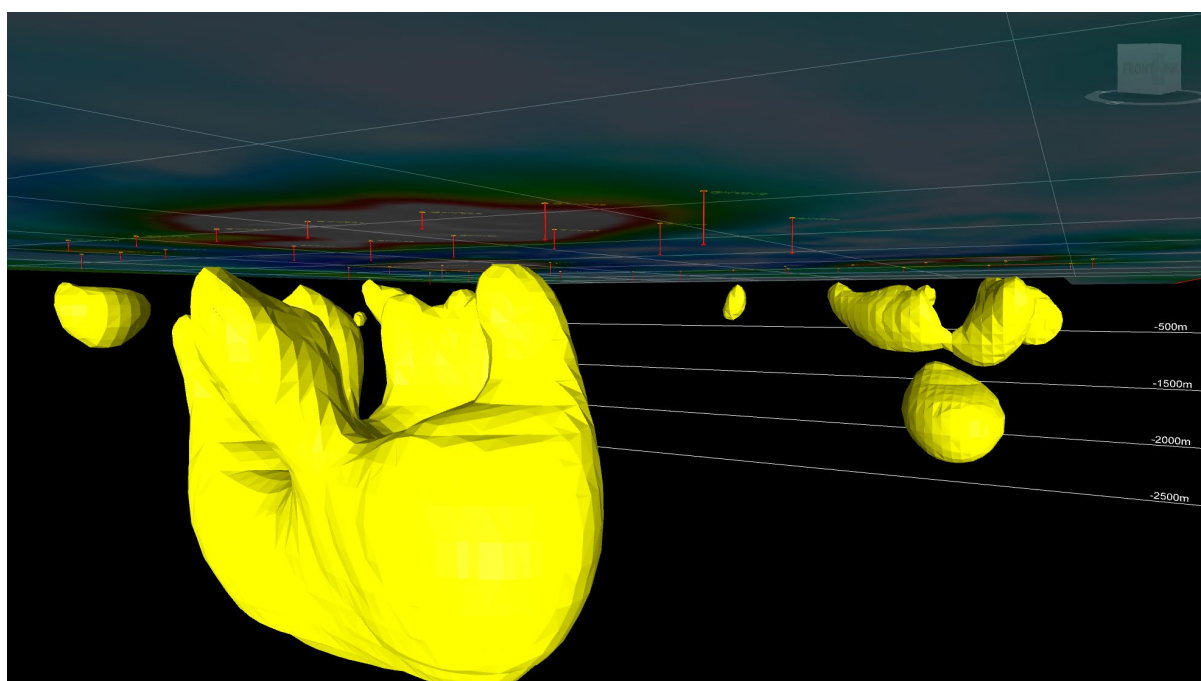


Figure 6: 3D Magnetic Inversion model with TMI and historical drillholes (looking under surface, north-east)

Hatlifter Targets (Ni & Co)

Further review and targeting on the historical Hatlifter prospect was undertaken during the period. The Company considers this a high priority and compelling target due to the high-grade nature of historical drilling (**3m @ 1.3% Ni, 0.61% Co** intercepted at end of hole 10CUAC740, ASX Release 19 September 2023) with exciting potential for thickness and strike extensions. Notably the EOH interval was the only sample from the drillhole that underwent multi-element geochemical analysis, with the historic logging suggesting potential for mineralised thickness to be significantly greater than the 3m interval assayed. In addition to this, logging descriptions of neighbouring drillholes indicate potential for a broad horizontal extent of the prospective unit.

Regener8's interpretation of the Ni/Co mineralisation encountered during this historical drilling of Hatlifter as being paleochannel-hosted multielement mineralisation, where reduced units within paleochannels that present as black organic carbon and pyrite-rich sands act as effective redox boundaries, causing the precipitation of metals transported by oxidised groundwaters.

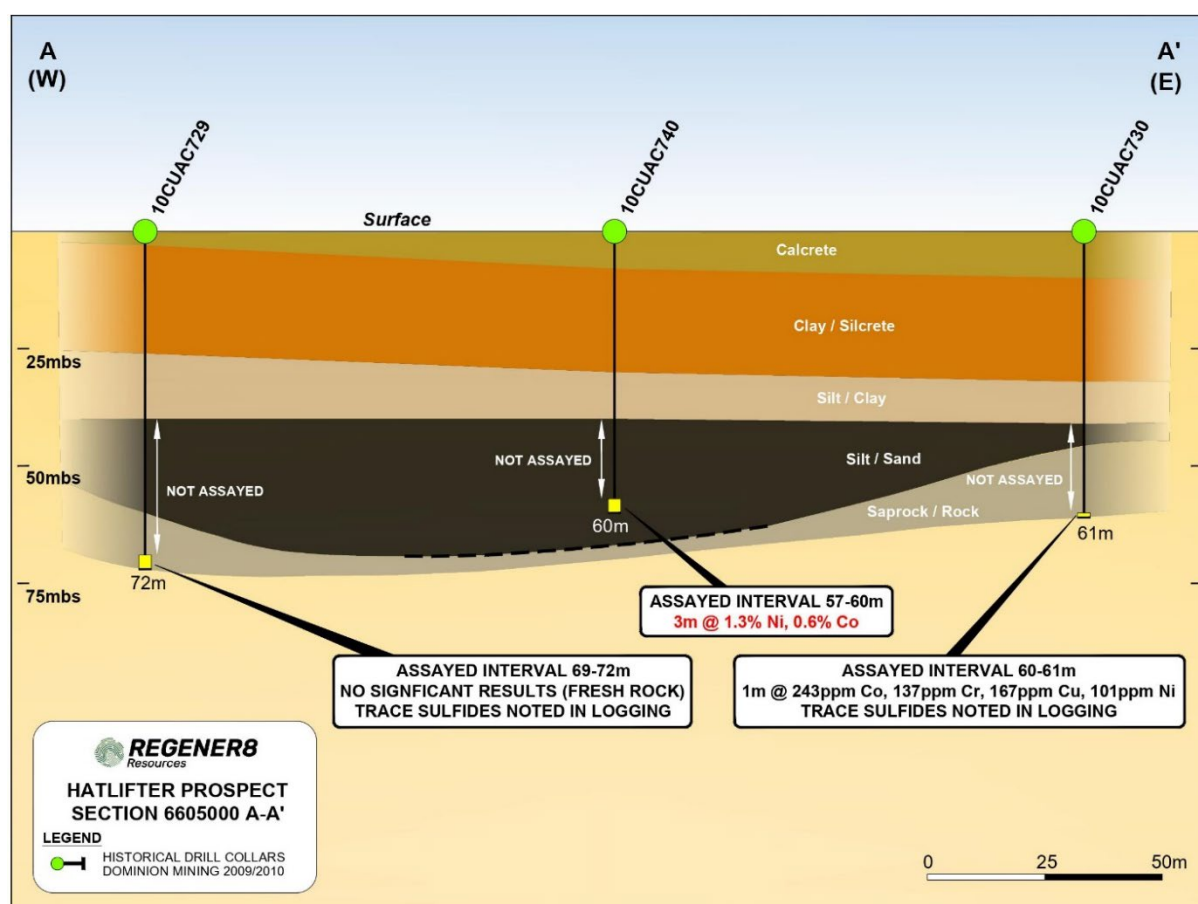


Figure 7: Section A-A' of interpreted historical AC drillhole logging at Hatlifter Prospect, East Ponton Future Metals Project (Refer ASX Release 19 September 2023)

East Ponton Heritage Agreement Executed

Further to the Company announcing the extension of the option to acquire the Grasshopper and Seven Sisters prospects, the Company advised that a Heritage Agreement had been executed with the Upurli Upurli Nguratja Aboriginal Corporation (**UUNAC**). UUNAC is the registered native title body corporate determined to hold native title rights and interests in the area within the East Ponton project tenements are located.

A key provision of the agreement enables Regener8 to follow an established protocol and pathway to access the tenements and advance cultural heritage surveys in anticipation of drilling at the project's priority targets as soon as practicable.

As part of the compensation associated with the Heritage Agreement, UUNAC are eligible to be issued up to 1 million shares in Regener8 upon milestone conditions being achieved as follows:

- 100,000 shares upon signing of heritage agreement;
- 100,000 shares upon completion of 5,000m of drilling within the project area;
- 150,000 shares upon exercising the Company's option agreement with Beau Resources to acquire the Grasshopper and Seven Sisters tenements;
- 250,000 shares upon completion of 15,000m of drilling within the project area; and
- 400,000 shares upon declaring an inferred resource estimate in any commodity within the project area.

All shares are subject to a 12-month escrow period from the date of issue and will be issued pursuant to the Company's placement capacity under ASX Listing Rule 7.1.

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Further to the execution of the Heritage Agreement, the Company immediately submitted all documentation as required by the agreement to seek feedback on heritage survey requirements of the proposed drilling program. The Company is communicating frequently with UUNAC in an effort to expedite this process as promptly as possible, in order to schedule a maiden drilling program targeted for the September quarter 2024.

Kookynie Gold Project

Following on from the Company's successful maiden drilling campaign at the Kookynie Gold project (ASX Release 13 June 2023), the Company has been undertaking further review and discussion with independent geological consultants regarding follow up targeting at Niagara West prospects. Encouraging results from the campaign included 5m @ 3.18g/t Au (hole NGRC017) at the May prospect, which was nearby to numerous historical high-grade intersections of 2m @ 70.5g/t Au (hole RC38), 2m @ 15.4g/t Au (hole RC315) and 2m @ 11.32g/t Au (hole RC391). Additionally, the Company has been undertaking a review of emerging Green Bullet prospect for further targeting.

May Prospect

Regener8's 2023 maiden drilling campaign at the May prospect (**Figure 9**) focused on testing and extending historical high-grade intersections that included:

- **2m @ 70.5 g/t Au** (RC38);
- **2m @ 15.4 g/t Au** (RC315); and
- **2m @ 11.32 g/t Au** (RC391).

The 2023 program found encouraging results which included **5m @ 3.18 g/t Au** (NGRC017) and **2m @ 7.77g/t Au** (including **1m @ 14.8 g/t Au** in NGRC037), respectively (ASX release 13 June 2023).

Based on a detailed review of the data which included geophysical information, soil geochemistry, historical and current results, Newexco found that the combination of the high-grade intersection in NGRC037 (1m @ 14.8 g/t Au) coincident with an untested gold in soil anomaly, warrants further drilling to assess the continuity of the mineralisation.

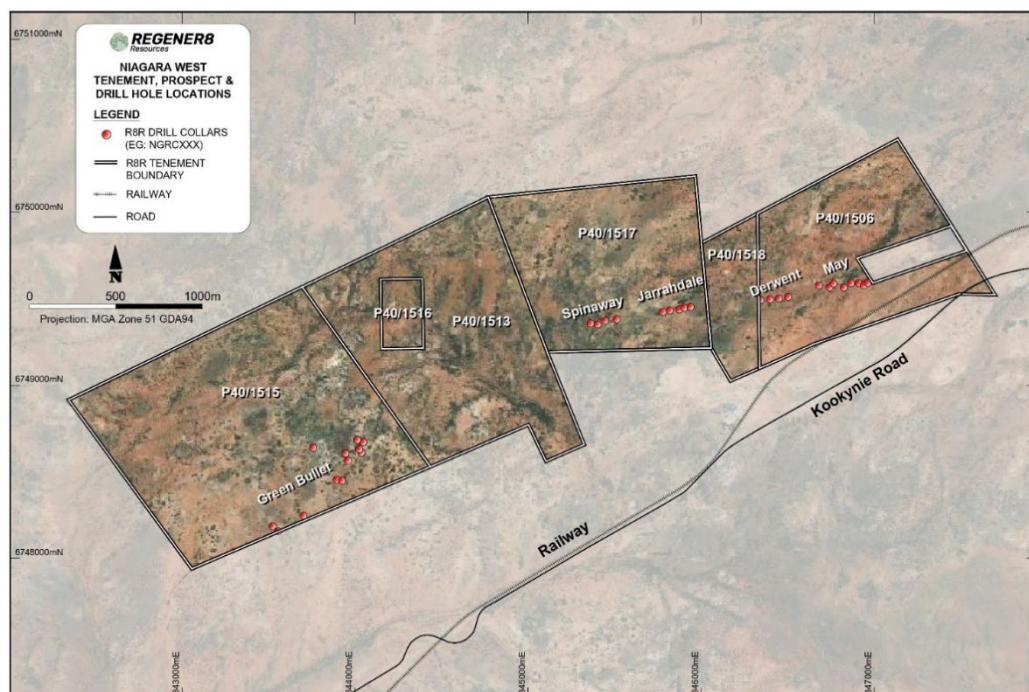


Figure 8: Niagara West Prospects, Kookynie Gold Project

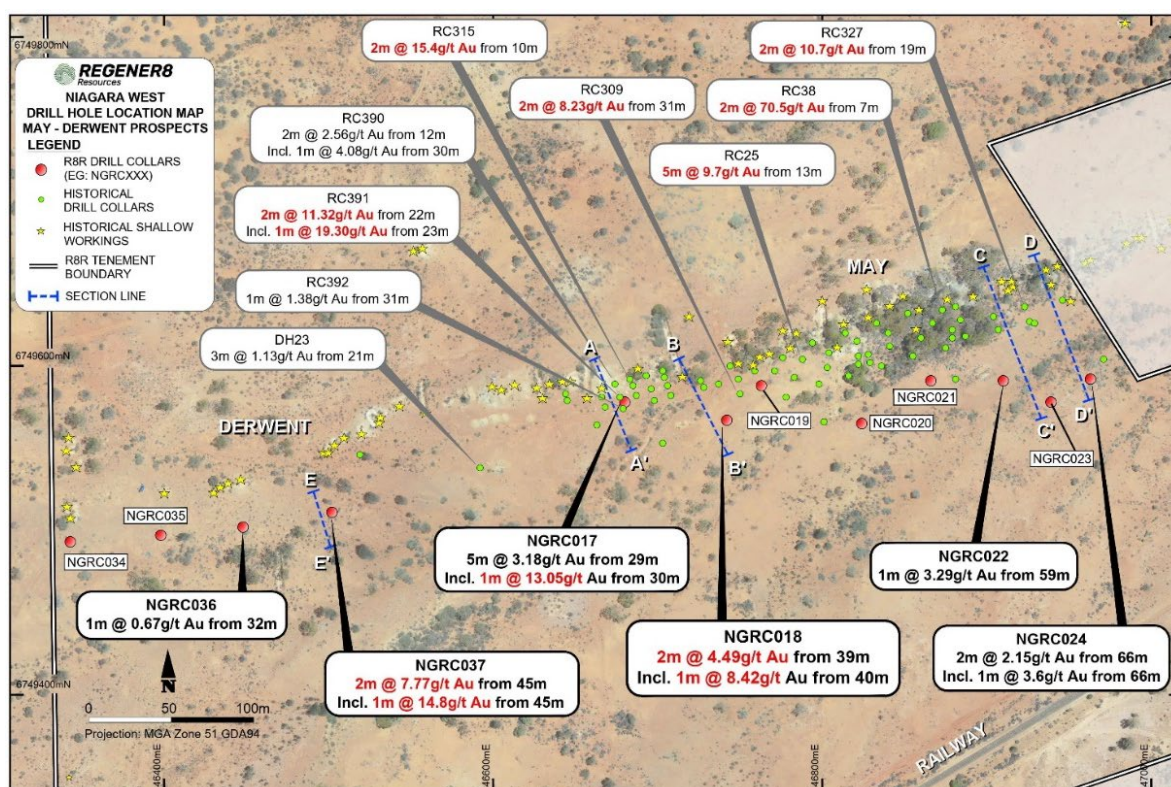


Figure 9: Current and Historical Results, May Prospect, Kookynie Gold Project

In addition, targeting of deeper extensions of the mineralisation with diamond drilling and oriented core to better understand texture, composition, style and structural attitude of the quartz veining was recommended as part of any planned follow-on program.

Green Bullet Prospect

Regener8 previously identified the Green Bullet prospect through soil geochemistry anomaly (PCA Soil Anomaly NW1 & NW2) (ASX Announcement 31 January 2023), that was followed up through 12 RC drill holes (ASX Announcement 13 June 2023) (**Figure 10**).

Newexco's review noted the flat lying intersections of historical RAB drilling suggest horizon of supergene enrichment in weathered zone that "needs to be investigated", having not been followed up previously.

Principal Component Analysis (PCA) of the auger data identified a new Au (As, Sb and Te) anomaly, NW7 in the northern part of the Green Bullet prospect. NW7 was not tested in Regener8's maiden drilling campaign. Newexco suggests this should be considered a near term follow up target as its co-incident with an interpreted ESE trend from Regener8's geophysical data.

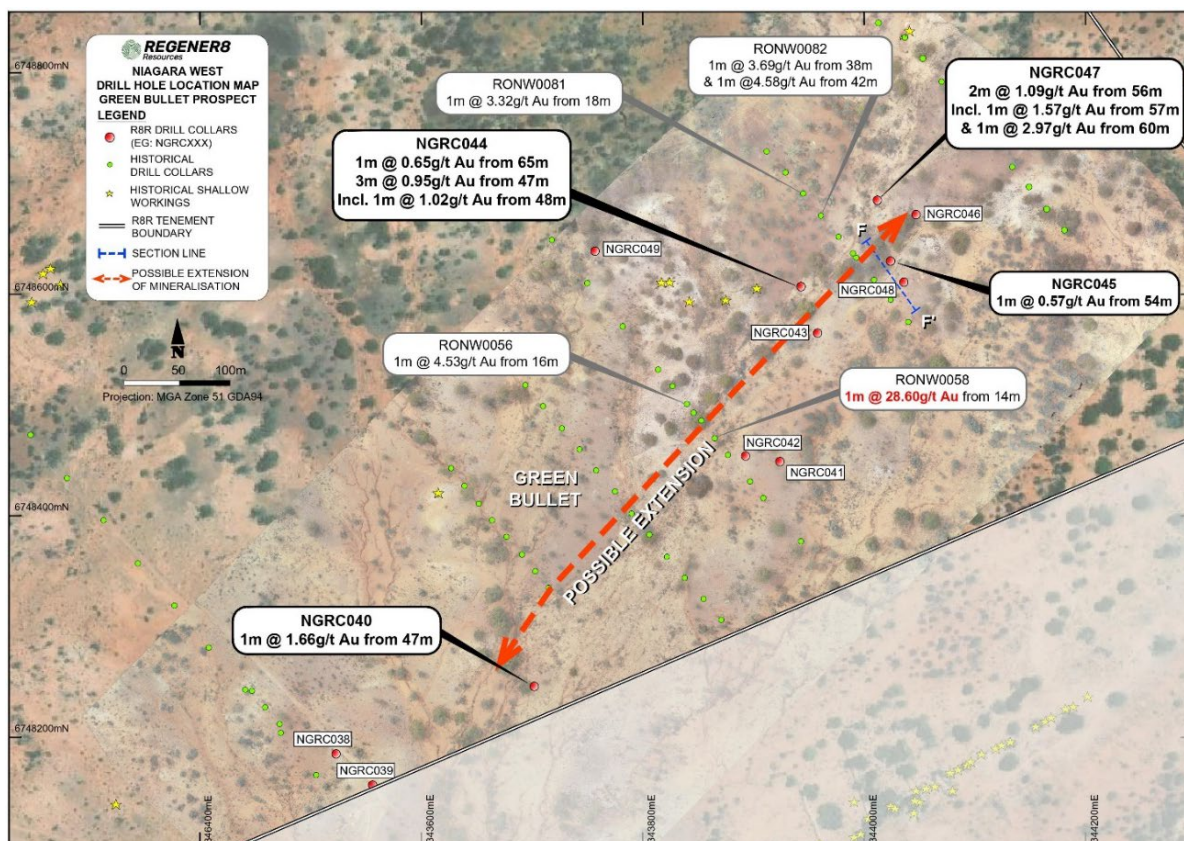


Figure 10: Current and Historical Results, Green Bullet Prospect, Kookynie Gold Project

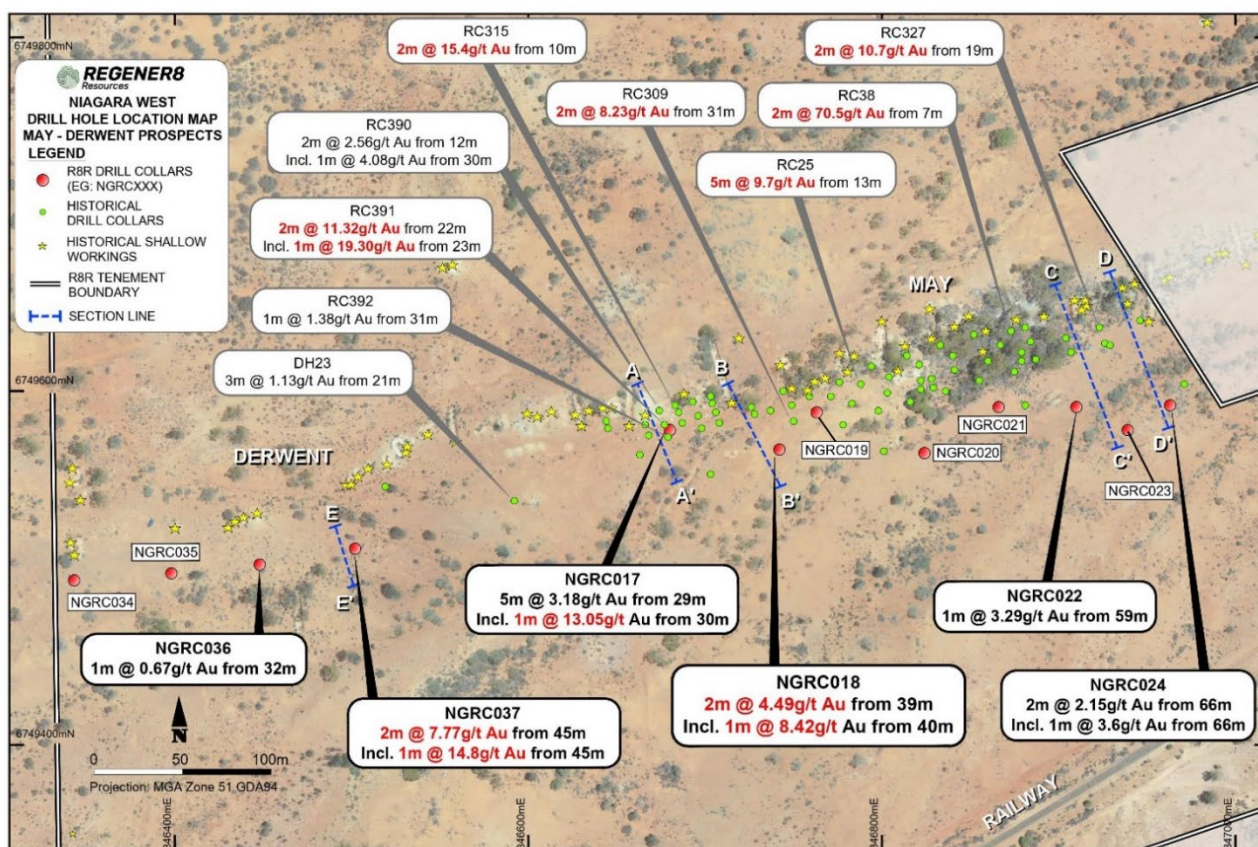


Figure 11: Location of drill hole collars and significant results of Regener8's maiden drilling campaign and May and Derwent prospects, including historical drill results and workings. (Refer ASX Release 13 June 2023)

Achilles North Tenement Application Acquisition

Subsequent to the period end on 30 July 2024, the Company advised it had entered into an agreement to acquire tenement application ELA6755, known as Achilles North.

The tenement application is located immediately adjacent and abutting tenements held by Australian Gold and Copper (ASX:AGC) where approximately 2.2km south, the Achilles discovery was recently made (**Figures 12 & 14**). This discovery displays outstanding drill results including:

- **5 metres @ 16.9g/t Au, 1,667g/t Ag, 0.4% Cu & 15% Pb + Zn** (A3RC030 - AGC ASX Ann. 04.06.2024)
 - Peak grades of **45g/t Au, 3,970g/t Ag and 38.8% Pb + Zn**
- **24 metres @ 13.0% Pb + Zn, 64g/t Ag, 0.6g/t Au & 0.7% Cu** (A3RC038 – AGC ASX Ann. 17.06.2024)

AGC's continuing exploration of Achilles demonstrates that the strike of the mineralisation remains open to the north and south, with lookalike IP and geochemical targets extending north of the discovery towards ELA6755 (AGC ASX Ann 10.07.2024). Drilling of these northern targets some 1.7km from ELA6755 are underway following AGC's recent \$11M capital raising (AGC ASX Ann 29.05.2024).

ELA6755 is located in the world-class South Cobar region of NSW (**Figure 13**) which hosts outstanding high grade polymetallic discoveries and long life mines, including the CSA Copper Mine acquired in 2024 by Metals Acquisition Corp (ASX:MAC) and the Peak and Hera polymetallic (Au-Cu-Ag-Zn-Pb) mines operated by Aurelia Metals Ltd (ASX:AMI). The region is renowned for small footprint, high grade deposits which have supported local mining for over a century.

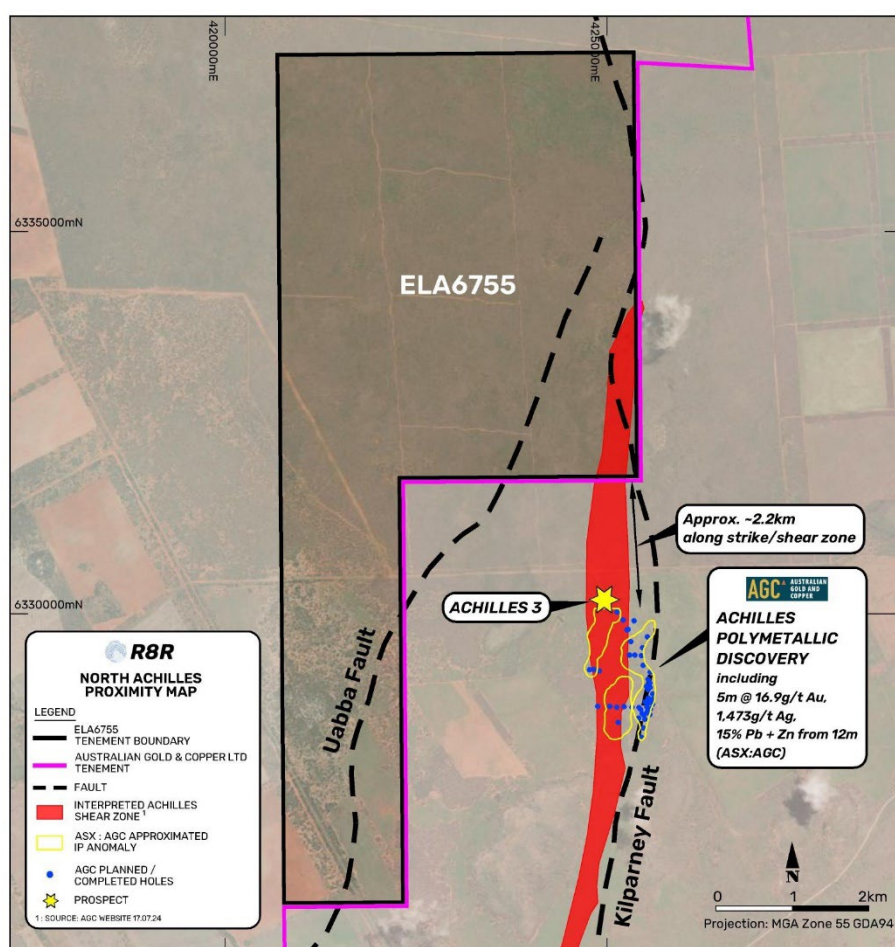


Figure 12: Local Proximity, North Achilles Project

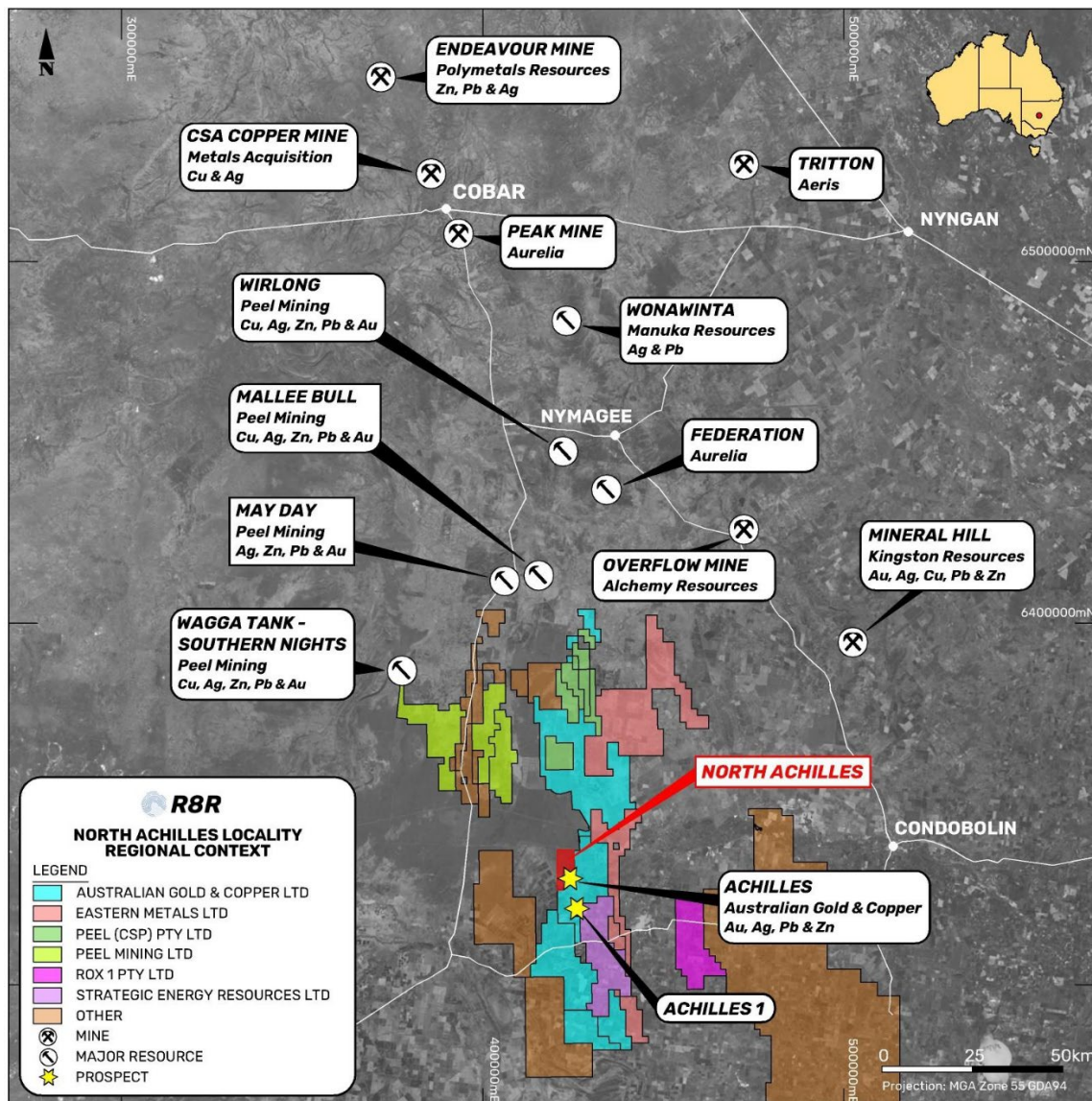


Figure 13: Regional Proximity, North Achilles Project

Achilles geological background

The Achilles prospect is hosted in the Achilles Shear within the Rast Trough of the southern Cobar Basin. The Rast Trough is dominated by felsic volcanism with minor sediments and is bounded to the west by the Uabba Fault (**Figures 12 and 14**).

The potential for polymetallic, Cobar-style mineralisation within the Achilles Shear was first identified by Santa Fe Mining in the late 1990s. The Achilles Shear (**Figures 12 and 14**) is a 15 km long structure that has been interpreted as a southern, along-strike equivalent of the Rookery Fault system which controls the distribution of the central Cobar district polymetallic deposits at Hera and Peak (AGC Prospectus, 2021).

Subsequent exploration of the Achilles Shear by Santa Fe Mining, Savage Resources, Thomson Resources, Western Plains Gold and New South Resources has defined 3 main prospect areas – Achilles 1, 2 and 3. Achilles 3 (approximately 1.5 km south of ELA6755) was initially defined by a distinct lead-in soils anomaly closely related to the outcropping Devonian basement (**Figure 13**), and further refined by moving loop EM surveys (AGC Prospectus, 2021).

Since listing on the ASX in 2021, AGC has been exploring the Achilles 3 prospect area with the discovery of significant mineralisation approximately 1 km south of the historic Achilles 3 prospect in April 2024 (AGC ASX Ann. 23.04.2024). Subsequent exploration has defined the sulphide mineralisation as occurring within a loosely N-S striking and east-dipping package of sheared and foliated rhyolites that remains open at depth and to the north and south.

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Approximately 8km south of Achilles 3, is the Achilles 1 prospect. This is currently being explored by Strategic Energy Resources Ltd (ASX:SER) for a similar style of mineralisation (**Figure 13**).

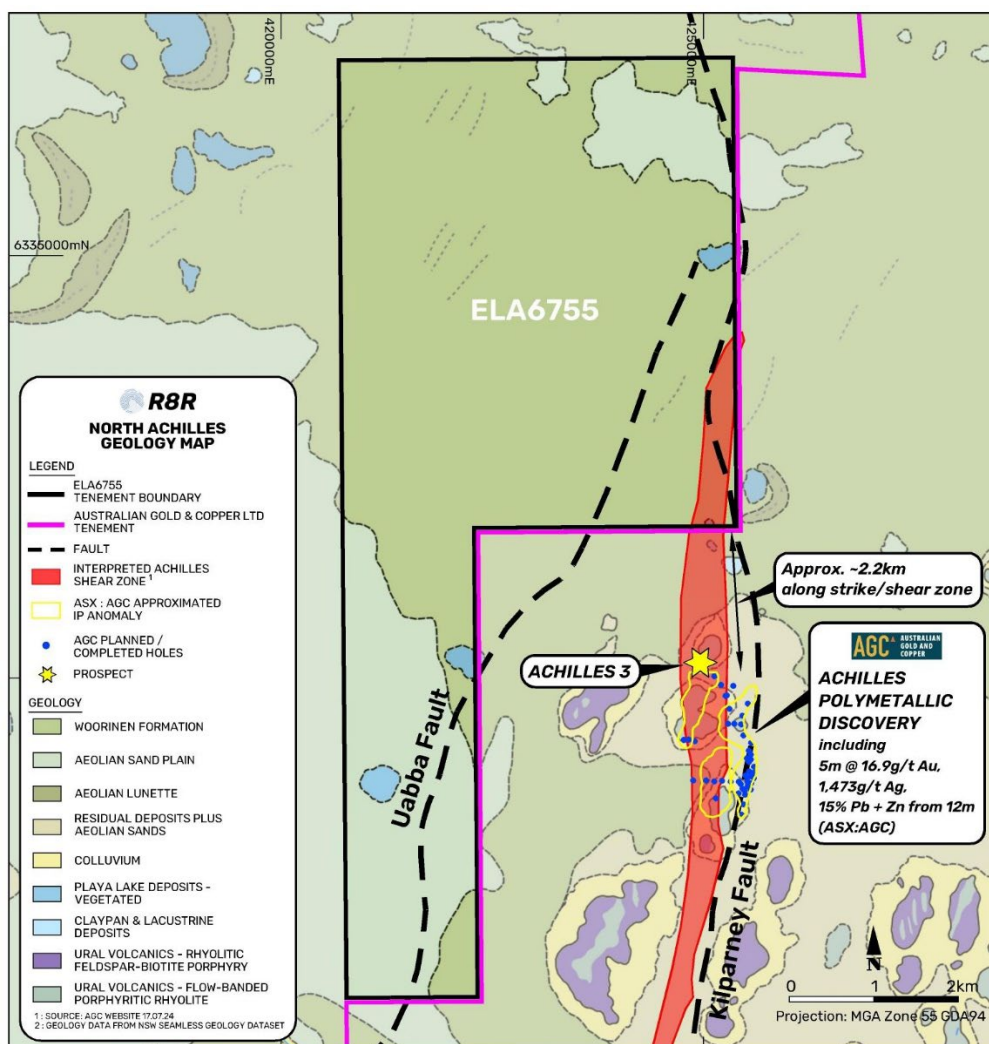


Figure 14: Local Geology, North Achilles Project

North Achilles ELA6755

The North Achilles tenement application area overlies the northernmost extent of the Achilles Shear, near the convergence of Uabba and Kilparney Fault (**Figures 12 and 14**). While the Devonian basement that hosts mineralisation outcrops in the Achilles 3 area, the North Achilles project area is concealed by shallow Cenozoic dune fields and sediments of the Woorinen Formation (**Figure 14**). This cover renders surface geochemical sampling, which has been integral to the discovery of the Achilles prospects and many other deposits in the Cobar region, ineffective. As a result, the tenement area has seen very little historic exploration and remains effectively unexplored.

The location of the tenement and neighbouring exploration success presents an opportunity to undertake targeted and systematic exploration of the North Achilles tenement area. Regener8 intends to leverage the growing geological and exploration understanding of the local mineralisation to explore the northern Achilles Shear for similar occurrences.

Moving Forward

The Company will continue to pursue its maiden exploration campaign at the East Ponton project over the coming months whilst the Achilles North tenement moves through the grant process. Regener8 will commence development of exploration strategy for North Achilles, to deliver high impact exploration outcomes effectively whilst continuing its approach to explore on country in a climate, community and culturally sensitive manner.

CORPORATE

Tenement Acquisition

Subsequent to the period end on 30 July 2024, the Company advised it had entered into an agreement to acquire tenement application ELA6755 from Mr Ross Chandler for consideration comprising 1 million ordinary shares, \$50,000 cash and a 1% gross smelter return royalty.

Release from Escrow

Subsequent the period the following securities were released from escrow:

ASX Code	Securities	Restriction Period Ended
R8RAC	5,846,250 Fully Paid Ordinary Shares	8 July 2024
R8RAF	7,600,000 Partly Paid Shares	8 July 2024
R8RAG	3,000,000 Class A, B, C and D Performance Rights	8 July 2024

MATERIAL BUSINESS RISK

The Group makes every effort to identify materials risks and to manage these effectively. This section does not attempt to provide an exhaustive list of risks faced by the Group or by investors in the Group, nor are they in order of significance. Actual events may be different to those described.

The Board aims to manage these risks by carefully planning its activities and implementing risk control measures. Some of the risks are, however, highly unpredictable and the extent to which the Board can effectively manage them is limited.

Exploration and evaluation risks

The Tenements of the Company are at an early stage of exploration, and potential investors should understand that mineral exploration and development are high-risk undertakings. There can be no assurance that exploration of these Tenements, or any other tenements that may be acquired in the future, will result in the discovery of an economic ore deposit. Even if an apparently viable deposit is identified, there is no guarantee that it can be economically exploited.

The future exploration activities of the Company may be affected by a range of factors including geological conditions, limitations on activities due to seasonal weather patterns, unanticipated operational and technical difficulties, industrial and environmental accidents, changing government regulations and many other factors beyond the control of the Company.

This is managed where possible by the employment of competent personnel and reputable consultants with the relevant skills and experience to deal with these issues, extensive technical analysis and planning, and undertaking field exploration activities during more favourable seasonal weather patterns.

Native Title and Aboriginal heritage and Access to Tenure

There is a substantial level of regulation and restriction on the ability of exploration and mining companies to have access to land in Australia. Negotiations with both Native Title and landowners/occupiers are generally required before the Company can access land for exploration or mining activities. Further, activities can be restricted by the Aboriginal heritage sites that may be present. Inability to access, or delays experienced in accessing the land, may adversely impact on the Company's activities.

If native title rights do exist the ability of the Company to gain access to tenements (through obtaining consent of the native title claimants or holders, or any relevant landowners as applicable), or to progress from the exploration phase to the development and mining phases of operations may be adversely affected.

The Company contacts relevant stakeholders prior to commencing activities as per requirements of regulations, guidelines and codes of practice. Heritage surveys are undertaken as required in accordance with regulations and agreements to ensure positive working relationships with key stakeholders are maintained.

Reliance on key personnel

The Company's future depends, in part, on its ability to attract and retain key personnel. It may not be able to hire and retain such personnel at compensation levels consistent with its existing compensation and salary structure. Its future also depends on the continued contributions of its executive management team and other key management and technical personnel, the loss of whose services would be difficult to replace. In addition, the inability to continue to attract appropriately qualified personnel could have a material adverse effect on the Company's business. The Company remunerates and incentivises at appropriate market rates to reduce the risk of losing key personnel.

Commodity price volatility and exchange rate risks

If the Company achieves success leading to mineral production, the revenue it will derive through the sale of product exposes the potential income of the Company to commodity price and exchange rate risks. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand fluctuations for precious and base metals, technological advancements, forward selling activities and other macro-economic factors.

Furthermore, international prices of various commodities are denominated in United States dollars, whereas the income and expenditure of the Company will be taken into account in Australian currency, exposing the Company to the fluctuations and volatility of the rate of exchange between the United States dollar and the Australian dollar as determined in international markets.

Inherent exploration and mining risks

The Company's business operations are subject to risks and hazards inherent in the mining industry. The exploration for and the development of mineral deposits involves significant risks, including: environmental hazards; industrial accidents; metallurgical and other processing problems; unusual or unexpected rock formations; structure cave-in or slides; flooding; fires and interruption due to inclement or hazardous weather conditions. These risks could result in damage to, or destruction of, mineral properties, production facilities or other properties, personal injury or death, environmental damage, delays in mining, increased production costs, monetary losses and possible legal liability.

Whether income will result from projects undergoing exploration and development programs depends on the successful establishment of mining operations. Factors including costs, actual mineralisation, consistency and reliability of ore grades and commodity prices affect successful project development.

This is managed where possible by the employment of competent personnel and reputable consultants with the relevant skills and experience to deal with these issues, extensive technical analysis and planning, and undertaking field exploration activities during more favourable seasonal weather patterns.

Future capital requirements

The Company's continued ability to operate its business and effectively implement its business plan over time will depend in part on its ability to raise additional funds for future operations. There is a risk that Regener8 may not be able to access equity or debt capital markets to support its business objectives. Management and the Board constantly monitor and optimise non-discretionary expenditure and critically assess discretionary spend to ensure alignment with strategy. Cash flow forecasts are reviewed approximately monthly in order to assess future funding requirements and the optimal time and methods to access capital when required.

Economic

General economic conditions, introduction of tax reform, new legislation, movements in interest rates, inflation and currency exchange rates may have an adverse effect on the Company's exploration, development and production activities, as well as on its ability to fund those activities.

Competent Persons' Statements:

Information in this release that relates to Exploration Results at the Kookynie Project is based on information reviewed by Dr Peter Neumayr. Dr Neumayr is a full-time employee of CSA Global. Dr Neumayr is engaged by Regener8 Resources NL as an independent consultant. Dr Neumayr has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral



Resources and Ore Reserves'. Dr Neumayr is a Member of AIG. Dr Neumayr consents to the inclusion in this release of the matters based on his information in the form and context in which it appears.

Information in this release that relates to Exploration Results at the East Ponton Project is based on information reviewed by Neil Hutchison of Geolithic Geological Services. Mr Hutchison is engaged by Regener8 Resources NL as an independent consultant. Mr Hutchison has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Hutchison is a Member of AIG. Mr Hutchison consents to the inclusion in this release of the matters based on his information in the form and context in which it appears.

The Company confirms that all material assumptions and technical parameters underpinning the exploration results in this report continue to apply and have not materially changed. The Company is not aware of any new information or data that materially affects the information included in this release.

Tenement Schedule as at 30 June 2024

Tenement	Registered Holder	% Held	Grant Date	Expiry Date	Area
E40/342	Regener8 Resources NL	100	08/05/2015	07/05/2025	2 BL
P40/1506	Regener8 Resources NL	100	03/02/2021	02/02/2025	94.07 Ha
P40/1513	Regener8 Resources NL	100	03/12/2020	02/12/2024	9.71 Ha
P40/1515	Regener8 Resources NL	100	03/02/2021	02/02/2025	182.64 Ha
P40/1516	Regener8 Resources NL	100	03/02/2021	02/02/2025	127.67 Ha
P40/1517	Regener8 Resources NL	100	03/02/2021	02/02/2025	102.82 Ha
P40/1518	Regener8 Resources NL	100	03/12/2020	02/12/2024	24.78 Ha
P40/1492	Regener8 Resources NL	100	04/07/2019	03/07/2023	184.00 Ha
P40/1536	Regener8 Resources NL	100	09/12/2021	08/12/2025	193.64 Ha
EL28/3347	Regener8 Resources NL	100	01/02/2024	31/01/2029	200 BL
EL28/3348	Regener8 Resources NL	100	01/02/2024	31/01/2029	63 BL

DIRECTORS

The names of Directors who held office during the period and up to the date of signing this report, unless otherwise stated are:

Stephen Foley	Managing Director	(appointed 24 November 2021)
Robert Boston	Non-Executive Chairman	(appointed 22 March 2022)
Petar Tomasevic	Non-Executive Director	(appointed 22 June 2022)

PRINCIPAL ACTIVITIES

The activities of the Company and its subsidiaries during the period ended 30 June 2024 was to explore mineral tenements in Western Australia.

DIVIDENDS

No dividends have been declared, provided for, or paid in respect of the financial period ended 30 June 2024 (30 June 2023:Nil).

FINANCIAL SUMMARY

The Group made a net loss after tax of \$550,471 for the financial period ended 30 June 2024 (30 June 2023: \$474,946). At 30 June 2024, the Group had net assets of \$4,563,750 (30 June 2023: \$5,066,710) and cash and cash equivalents of \$1,817,602 (30 June 2023: \$2,777,910).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

The significant changes in the state of affairs of the Entity during the financial period and to the date of this report are set out in the review of operations above.

EVENTS SUBSEQUENT TO END OF THE REPORTING PERIOD

Subsequent to the period end:

- on 30 July 2024, the Company advised it had entered into an agreement to acquire tenement application ELA6755 from Mr Ross Chandler for consideration comprising 1 million ordinary shares, \$50,000 cash and a 1% gross smelter return royalty. Approval from shareholder to issue the acquisition shares was received on 12 September 2024.

There have been no other events of a material nature or transaction, that have arisen since year end and the date of this report that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or its state of affairs.

INFORMATION ON DIRECTORS

The following information is current as at the date of this report.

Mr Stephen Foley	Managing Director (appointed 24 November 2021)
Qualifications	FIEAust, CPEng, NER, IntPE, BEng, GAICD
Experience	Mr Foley is a chartered professional engineer and Fellow of Engineers Australia (FIEAust) with substantial experience across mining and resources, infrastructure, commercial, transport, energy, and environmental sectors. Stephen has nearly a decade of gold sector experience from exploration and scoping phase through brown and greenfields studies to FID and execution, within operational, sustaining and study/ project development roles across Asia Pacific for Newmont Mining. In recent years, he has been responsible for development and investment of large-scale environmental restoration programs delivering positive social, cultural, environmental and climate outcomes in Australia. Stephen holds a Bachelor of Engineering (civil) and is a graduate of Australian Institute of Company Directors.
Equity Interests	300,000 Class A Performance Rights 300,000 Class B Performance Rights 300,000 Class C Performance Rights
Other ASX listed directorships	None
Former directorships in the last three years of ASX listed companies	None

Mr Robert Boston	Non-Executive Chairman (appointed 22 March 2022)
Qualifications	GraddipAppFin, B.LLB, B.Comm, DipMngt
Experience	Mr Boston is an experienced resources corporate executive having worked in legal, business development, strategy, marketing and commercial positions with BHP Billiton, Rio Tinto Exploration and Poseidon Nickel Limited. Robert holds a law degree having worked with a several national law firms. Robert has multi commodity expertise in particular exploration, early stage resource development, M&A, joint ventures and marketing. Robert also holds a Bachelor of Commerce, Bachelor of Laws, a Post Graduate Diploma in Applied Finance (FINSIA), and a Diploma of Management.
Equity Interests	206,250 Fully Paid Ordinary Shares 600,000 Partly Paid Shares 133,334 Class A Performance Rights 133,333 Class B Performance Rights 133,333 Class C Performance Rights
Other ASX listed directorships	- Non-Executive Chairman - Peak Minerals Limited – appointed 2018
Former directorships in the last three years of ASX listed companies	None
Mr Petar Tomasevic	Non-Executive Director (appointed 22 June 2022)
Qualifications	BSc, Dip.Fin.Planning
Experience	Mr Tomasevic is the Managing Director of Vert Capital Pty Ltd, a financial services company specialising in mineral acquisition and asset implementation. He has worked with a number of ASX listed companies in marketing and investor relations roles. Mr Tomasevic is fluent in 5 languages and is currently appointed as a French and Balkans language specialist to assist in project evaluation for ASX listed junior explorers. Mr Tomasevic was most recently a director at Fenix Resources Ltd (ASX: FEX) which is now moving into the production phase. Petar was involved in the company's restructuring (when formerly Emergent Resources), the Iron Ridge asset acquisition, the RTO financing and then the development phase of FEX's Iron Ridge project.
Equity Interests	66,666 Class A Performance Rights 66,667 Class B Performance Rights 66,667 Class C Performance Rights
Other ASX listed directorships	- Non-Executive Director - GTI Energy Ltd – appointed May 2020 - Non-Executive Director – Lykos Metals Ltd – appointed August 2023, transitioned to Executive Director from April 2024.
Former directorships in the last three years of ASX listed companies	None

Company Secretary

Mr Matthew Foy, Appointed 21 February 2022

Mr Foy is an active member and Fellow of Governance Institute Australia (GIA) and has over 15 years of facilitating ASX listing rule compliance with core competencies in publicly listed company secretarial, operational and governance disciplines.

Audit Committee

At the date of this report, the Company does not have a separately constituted Audit Committee as all matters normally considered by an audit committee are dealt with by the full Board.

The audit committee oversees accounting and reporting practices and is also responsible for:

- reviewing and approving statutory financial reports and all other financial information distributed externally;
- co-ordination and appraisal of the quality of the audits conducted by the external auditor;
- determination of the independence and effectiveness of the external auditor and assessment of whether non-audit services have the potential to impair the auditor independence;
- reviewing the adequacy of the reporting and accounting controls of the Group.

Remuneration Committee

At the date of this report, the Company does not have a separately constituted Remuneration Committee and as such, no separate committee meetings were held during the period. All resolutions made in respect of remuneration matters were dealt with by the full Board.

Meetings of Directors

During the financial period, five (5) meetings of Directors were held. The Directors have met regularly throughout the period in an informal capacity with a number of substantive matters being resolved via circular resolutions. Attendances by each Director during the period were as follows:

	Directors' Meetings	
	Number eligible to attend	Number attended
S Foley	5	5
R Boston	5	5
P Tomasevic	5	4

REMUNERATION REPORT (AUDITED)

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

- A. Introduction
- B. Remuneration governance
- C. Key management personnel
- D. Remuneration and performance
- E. Remuneration structure
 - Executive
 - Non-Executive directors
- F. Executive service agreements
- G. Details of remuneration
- H. Share based compensation
- I. Other information

This report details the nature and amount of remuneration for each Director and key management personnel of Regener8 Resources NL.

REMUNERATION REPORT (AUDITED) (continued)**A. INTRODUCTION**

The remuneration policy of the Company has been designed to align director and management objectives with shareholder and business objectives by providing a fixed remuneration component, and offering specific long-term incentives, based on key performance areas affecting the Group's financial results. Key performance areas include cash flow management, growth in share price and successful exploration and subsequent exploitation of the Group's tenements. The Company believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best management and Directors to run and manage the Group, as well as create goal congruence between Directors, Executives and Shareholders.

During the period the Company did not engage remuneration consultants.

B. REMUNERATION GOVERNANCE

The Board retains overall responsibility for remuneration policies and practices of the Company. Due to the Company's size and current stage of development, the Board has not established a separate nomination and remuneration committee. This function (Remuneration Function) is performed by the Board.

At the 2023 annual general meeting, the Company's remuneration report was passed by the requisite majority of Shareholders (99% by way of poll).

The Board aims to ensure that the remuneration practices are:

- competitive and reasonable, enabling the Company to attract and retain key talent;
- aligned to the Company's strategic and business objectives and the creation of shareholder value;
- transparent and easily understood, and
- acceptable to Shareholders.

C. KEY MANAGEMENT PERSONNEL

The key management personnel in this report are as follows:

Executive

- S Foley (Managing Director) – appointed 24 November 2021

Non-Executive Directors

- R Boston (Non-Executive Chairman) – appointed 22 March 2022
- P Tomasevic (Non-Executive Director) – appointed 22 June 2022

D. REMUNERATION AND PERFORMANCE

The following table shows the gross revenue, net (losses)/profit attributable to members of the Company and share price of the Company at the end of the current.

	30 June 2024 \$	30 June 2023 \$
Revenue from continuing operations	-	11
Net (loss)/profit attributable to members of the Company	(550,471)	(474,946)
Share price	\$0.10	\$0.16

REMUNERATION REPORT (AUDITED) (continued)

E. REMUNERATION STRUCTURE

Executive remuneration structure

The Board's policy for determining the nature and amount of remuneration for senior executives of the Group is as follows. The remuneration policy, setting the terms and conditions for executive directors and other senior executives, was developed and approved by the Board. All executives receive a base salary (which is based on factors such as length of service and experience), superannuation, fringe benefits, options and performance incentives. The Board reviews executive packages annually by reference to the Group's performance, executive performance, and comparable information from industry sectors and other listed companies in similar industries.

Executives are also entitled to participate in the employee share option and performance rights plans. If an executive is invited to participate in an employee share option or performance rights plan arrangement, the issue and vesting of any equity securities will be dependent on performance conditions relating to the executive's role in the Group and/or a tenure-based milestone.

The employees of the Group receive a superannuation guarantee contribution required by the Government, which for the period ended 30 June 2024 is 11%, from 1 July 2024 the rate increased to 11.5%, and do not receive any other retirement benefits.

Non-Executive remuneration structure

In line with corporate governance principles, Non-Executive Directors of the Company are remunerated primarily by way of fees and statutory superannuation. Non-Executive Directors fees are set at the lower end of market rates for comparable companies for time, responsibilities and commitments associated with the proper discharge of their duties as members of the Board. As the fees are set at the lower end of market rates, Non-Executive Directors are able to participate in the employee share option or performance rights plans.

Non-Executive Directors' fees and payments are reviewed annually by the Board. For the period ended 30 June 2024, remuneration for a Non-Executive Director/Chairman ranged between \$36,000 to \$60,000 per annum exclusive of superannuation. There are no termination or retirement benefits paid to Non-Executive Directors (other than statutory superannuation). The maximum aggregate amount of fees that can be paid to Non-Executive Directors is \$500,000 per annum.

In order to align their interests with those of shareholders, the Non-Executive Directors are encouraged to hold shares in the Company.

F. EXECUTIVE SERVICE AGREEMENTS

Remuneration and other terms of employment for directors and key management personnel are formalised in service agreements. The service agreements specify the components of remuneration, benefits and notice periods. Participation in the share and performance rights plans are subject to the Board's discretion. Other major provisions of the agreements relating to remuneration are set out below. Termination benefits are within the limits set by the *Corporations Act 2001* such that they do not require shareholder approval.

The Company has entered into a consultant services agreement with Collective Logic Pty Ltd and Stephen Foley, pursuant to which Mr Foley has been appointed as Managing Director of the Company. Mr Foley agrees to devote such number of hours as necessary to satisfactorily perform his role as Managing Director of the Company, which hours are to be no less than three days per week. A fee of \$1,000 per day (plus GST) will be payable.

Name	Effective date	Term of agreement	Notice period	Base salary per annum \$	Superannuation	Termination payments
Stephen Foley	6-Jul-22	-	3 months	156,000	11%	6 months

REMUNERATION REPORT (AUDITED) (continued)

G. DETAILS OF REMUNERATION

The following table sets out each Key Management Personnel's (KMP) relevant interest in fully paid ordinary shares and options to acquire shares in the Company, as at 30 June 2024:

Name	Fully paid ordinary shares	Partly paid ordinary shares	Options	Performance Rights A	Performance Rights B	Performance Rights C
S Foley	-	-	-	300,000	300,000	300,000
R Boston	206,250	600,000	-	133,334	133,333	133,333
P Tomasevic	-	-	-	66,666	66,667	66,667

Remuneration of the Directors for the 2024 financial period is set out below:

	Short-term benefits			Post-employment benefits		Share based payments	Total	
	Director fees / salaries	Consulting fees	Other benefits	Annual leave	Super-annuation	Termination		Performance Rights
	\$	\$	\$	\$	\$	\$		\$
Executive Directors								
S Foley	167,100	-	1,800	-	-	-	28,506	197,406
Non-Executive Directors								
R Boston	73,600	-	-	-	-	-	12,669	86,269
P Tomasevic	39,960	-	-	-	-	-	6,335	46,295
Total	280,660	-	1,800	-	-	-	47,510	329,970

Remuneration of the Directors for the 2023 financial period is set out below:

	Short-term benefits			Post-employment benefits		Share based payments	Total	
	Director fees / salaries	Consulting fees	Other benefits	Annual leave	Super-annuation	Termination		Performance Rights
	\$	\$	\$	\$	\$	\$		\$
Executive Directors								
S Foley ⁽¹⁾	159,000	-	900	-	-	-	28,428	188,328
Non-Executive Directors								
R Boston ⁽²⁾	60,000	1,000	-	-	6,300	-	12,635	79,935
P Tomasevic ⁽³⁾	39,117	-	-	-	-	-	6,317	45,434
Total	258,117	1,000	900	-	6,300	-	47,380	313,697

¹ S Foley (Managing Director) – appointed 24 November 2021.

² R Boston (Non-Executive Chairman) – appointed 22 March 2022.

³ P Tomasevic (Non-Executive Director) – appointed 22 June 2022.

REMUNERATION REPORT (AUDITED) (continued)

H. SHARE BASED COMPENSATION

Performance rights

For the year ended 30 June 2024, the following performance rights were granted, on issue, vested and/or lapsed to KMP:

Grant date	Grant value ⁽¹⁾ \$	Number	Number of vested during the period	Number cancelled during the period	Expense recognised during the period \$	Maximum value yet to expense \$
<i>S Foley – Managing Director</i>						
23-Jun-22	143,153	900,000	-	-	28,506	85,374
<i>R Boston - Non-Executive Director</i>						
23-Jun-22	63,624	400,000	-	-	12,669	38,077
<i>P Tomasevic – Non-Executive Director</i>						
23-Jun-22	31,812	200,000	-	-	6,335	19,039

1 The value of performance rights is calculated as the fair value of the rights at grant date and allocated to remuneration equally over the period from grant date to expected vesting date.

The performance rights were split equally across three tranches and will convert into Shares on a 1:1 basis subject to the satisfaction of any of the Milestone as set out below:

- Class A Performance Rights vesting upon the later of the date that the Shares have a 20-day VWAP of at least \$0.30 and the date that is 12 months after ASX admission date;
- Class B Performance Rights vesting upon the later of the date that the Shares have a 20-day VWAP of at least \$0.40 and the date that is 24 months after ASX admission date; and
- Class C Performance Rights vesting upon the later of the date that the Shares have a 20-day VWAP of at least \$0.50 and the date that is 36 months after ASX admission date.

Key inputs used in the fair value calculation of the performance rights which have been granted during the period ended 30 June 2024 were as follows:

Inputs	Class A	Class B	Class C
Number of performance rights	500,000	500,000	500,000
Share price at issue date	\$0.20	\$0.20	\$0.20
Exercise price	\$nil	\$nil	\$nil
Share price targets	\$0.30	\$0.40	\$0.50
Consecutive days price must remain above target	20 days	20 days	20 days
Term	5 years	5 years	5 years
Performance measurement	5 years	5 years	5 years
Volatility	100%	100%	100%
Risk free rate	2.00%	2.00%	2.00%
Dividend Yield	-	-	-
Fair value	\$0.1545	\$0.1606	\$0.1621
Total fair value	\$77,250	\$80,313	\$81,026
Model	Hybrid ESO Model	Hybrid ESO Model	Hybrid ESO Model
Vesting conditions	12 months	24 months	36 months

REMUNERATION REPORT (AUDITED) (continued)*Relative proportions of fixed vs variable remuneration expense*

The following table shows the relative proportions of remuneration that are linked to performance and those that are fixed, based on the amounts disclosed as statutory remuneration expense for the 2024 financial period:

	Fixed remuneration	At risk Short-term Incentive	At risk Long-term Incentive	Fixed remuneration	At risk Short-term Incentive	At risk Long-term Incentive
	2024			2023		
Executives – Current						
S Foley ⁽¹⁾	86%	-	14%	85%	-	15%
Non-Executive Directors – Current						
R Boston ⁽²⁾	84%	-	16%	84%	-	16%
P Tomasevic ⁽³⁾	86%	-	14%	86%	-	14%

1. Mr Foley was appointed as Managing Director on 24 November 2021.

2. Mr Boston was appointed Non-Executive Chairman on 22 March 2022.

3. Mr Tomasevic was appointed as Non-Executive Director on 22 June 2022.

Reconciliation of equity instruments held by KMP

The following table sets out a reconciliation of each KMP's relevant interest in ordinary shares and options to acquire shares in the Company:

	Balance at the start of the year	Granted	Acquired	Exercised/ Vested	Lapsed	Other changes	Balance at year end
Executive Directors							
S Foley							
Performance Rights	900,000	-	-	-	-	-	900,000
Non-Executive Directors							
R Boston							
Fully paid ordinary shares	206,250	-	-	-	-	-	206,250
Partly paid ordinary shares	600,000	-	-	-	-	-	600,000
Performance Rights	400,000	-	-	-	-	-	400,000
P Tomasevic							
Performance Rights	200,000	-	-	-	-	-	200,000

None of the fully paid ordinary shares above are held nominally by the Directors or any other KMP.

I. OTHER INFORMATION*Payment of fees*

- Mr Stephen Foley, Managing Director, is a Director of Collective Logic Pty Ltd which received Mr Foley's Director fees during the period. At year end the Company had an outstanding payable \$15,550 (ex GST) (30 June 2023: \$18,591 (ex GST)).
- Mr Robert Boston, Non-Executive Director, is a Director of RAB Nominees Pty Ltd ATFT RAB Family Trust which received Mr Boston's Director fees during the year. At year end the Company had no outstanding payable invoice (30 June 2023: \$5,525 (ex GST)).

REMUNERATION REPORT (AUDITED) (continued)

- Mr Petar Tomasevic, Non-Executive Director, is a Director of Cattaro Capital Partners Pty Ltd which received Mr Tomasevic's Director fees during the year. At year end the Company had no outstanding payable.

Unissued ordinary shares

Unissued ordinary shares under option at the date of this report are 3,000,000 and broken-down as follows:

- Performance rights issued to Directors 1,500,000
- Performance rights issued to vendors 1,500,000

Performance rights are subject to various performance milestones.

This concludes the Remuneration Report which has been audited.

ENVIRONMENTAL REGULATIONS

The Company's policy is to comply with, or exceed, its environmental obligations in each jurisdiction in which it operates. No known environmental breaches have occurred.

INDEMNIFYING OFFICERS

During the financial period, the Company paid a premium in respect of a policy insuring the Company's Directors, Secretaries, Executive Officers and any related body corporate against a liability incurred as such a Director, Secretary or Officer to the extent permitted by the *Corporations Act 2001*. The policy of insurance prohibits disclosure of the nature of the liability and the amount of the premium. The Company has entered into Deeds of Indemnity, Insurance and Access with the Company's Directors, Secretary and Executive Officers.

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or any of the related body corporates against a liability incurred as such an officer or auditor.

PROCEEDINGS ON BEHALF OF COMPANY

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of Regener8, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of Regener8 for all or part of these proceedings.

No proceedings have been brought or intervened in on behalf of REGENER8 with leave of the Court under section 237 of the *Corporations Act 2001*.

AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration, as required under section 307C of the *Corporations Act 2001* for the period ended 30 June 2024 has been received and can be found on page 27.

AUDITOR'S REMUNERATION

During the financial period no fees were paid or payable for other services provided by related entities of Hall Chadwick WA Audit Pty Ltd (30 June 2023: no fees).

The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important. The Board considers the non-audit services the auditor independence requirements of the *Corporations Act 2001* (Cth) and whether the non-audit services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants which prevents an auditor reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards. The Company did not engage or approve such non-audit services during the year ended 30 June 2024.



This report is signed in accordance with a resolution of the Board of Directors made pursuant to section 295(5) of the *Corporations Act 2001*.

A handwritten signature in black ink, appearing to read "Robert Boston".

Robert Boston
Non-Executive Chairman
Perth, Western Australia
23 September 2024



To the Board of Directors,

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

As lead audit director for the audit of the financial statements of Regener8 Resources NL for the year ended 30 June 2024, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours Faithfully

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

Mark Delaurentis

MARK DELAURENTIS CA
Director

Dated this 23rd day of September 2024
Perth, Western Australia

	Note	2024 \$	2023 \$
Revenue			
Other income		99,991	93,571
Expenses			
Other administrative expenses	2	(601,757)	(520,851)
Share-based payments	11a	(47,510)	(47,380)
Depreciation expense		(1,195)	(285)
Loss before income tax		(550,471)	(474,946)
Income tax benefit	3	-	-
Loss attributable to the owners of the Company		(550,471)	(474,946)
Other comprehensive loss			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign operations		-	-
Other comprehensive loss for the period, net of tax		-	-
Total comprehensive loss for the period attributable to the owners of Regener8 Resources NL		(550,471)	(474,946)
Loss per share for loss from continuing operations attributable to the ordinary equity holders			
Basic and diluted loss per share (cents per share)	14	(1.14)	(0.98)

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



	Note	2024 \$	2023 \$
Current assets			
Cash and cash equivalents	4	1,817,602	2,777,910
Other receivables and prepayments	5	41,268	107,912
Total current assets		1,858,870	2,885,822
Non-current assets			
Property, plant and equipment		1,507	2,704
Exploration and evaluation	6	2,833,396	2,296,764
Total non-current assets		2,834,903	2,299,468
Total assets		4,693,773	5,185,290
Current liabilities			
Trade and other payables	7	130,024	118,580
Provisions		-	-
Total current liabilities		130,024	118,580
Total liabilities		130,024	118,580
Net assets		4,563,749	5,066,710
Equity			
Issued capital	9a	5,651,995	5,651,995
Share based payment reserve	9c	317,799	270,289
Accumulated losses	9b	(1,406,045)	(855,574)
Total equity		4,563,749	5,066,710

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



STATEMENT OF CHANGES IN EQUITY
For the period ended 30 June 2024



	Notes	Issued Capital \$	Reserves \$	Accumulated Losses \$	Total Equity \$
As at 01 July 2022		5,651,995	222,909	(380,628)	5,494,276
Loss for the period		-	-	(474,946)	(474,946)
Other comprehensive loss		-	-	-	-
Total comprehensive loss for the period		-	-	(474,946)	(474,946)
Transactions with owners in their capacity as owners					
Shares issued during the period	9a	-	-	-	-
Share issue expenses	9a	-	-	-	-
Performance rights expense	9c	-	47,380	-	47,380
		-	-	-	-
As at 30 June 2023		5,651,995	270,289	(855,574)	5,066,710
As at 01 July 2023		5,651,995	270,289	(855,574)	5,066,710
Loss for the period		-	-	(550,471)	(550,471)
Other comprehensive loss		-	-	-	-
Total comprehensive loss for the period		-	-	(550,471)	(550,471)
Transactions with owners in their capacity as owners					
Shares issued during the period	9a	-	-	-	-
Share issue expenses	9a	-	-	-	-
Performance rights expense	9c	-	47,510	-	47,510
As at 30 June 2024		5,651,995	317,799	(1,406,045)	4,563,749

This above statement of changes in equity should be read in conjunction with the accompanying notes.



	Note	2024 \$	2023 \$
Cash flows from operating activities			
Payments in the normal course of business		(561,392)	(656,883)
Interest received		100,921	88,351
Net cash (used in) operating activities	19	(460,471)	(568,532)
Cash flows from investing activities			
Payments for exploration and evaluation expenditure		(439,837)	(865,556)
Property, Plant and Equipment		-	(2,989)
Tenements		(60,000)	(150,000)
Net cash (used in) investing activities		(499,837)	(1,018,545)
Cash flows from financing activities			
Share issue costs		-	(265,380)
Net cash generated from financing activities		-	(265,380)
Net increase in cash and cash equivalents		(960,308)	(1,852,457)
Cash and cash equivalents at the beginning of the period		2,777,910	4,630,367
Net cash and cash equivalents at the end of the financial year	4	1,817,602	2,777,910

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



1. SEGMENT INFORMATION

Management has determined that the Group had two reportable segments, being exploration of:

- the Kookynie Gold Project in Western Australia and
- the East Ponton Project in Western Australia.

This determination is based on the internal reports that are reviewed and used by the Board (chief operating decision maker) in assessing performance and determining the allocation of resources. The Board monitors the Group based on actual versus budgeted expenditure incurred by segment. This internal reporting framework is the most relevant to assist the Board with making decisions regarding the Group and its ongoing activities, while also taking into consideration the results that has been performed to date.

	Revenue from external sources \$	Reportable segment profit/(loss) \$	Reportable segment assets ⁽¹⁾ \$	Reportable segment liabilities \$
<i>For period ended 30 June 2024</i>				
Exploration activity				
Kookynie Gold Project	-	-	2,782,079	1,543
East Ponton Project	-	-	51,317	68,624
Corporate activities	99,992	(550,471)	1,860,378	59,857
Total	99,992	(550,471)	4,693,774	130,024
<i>For period ended 30 June 2023</i>				
Exploration activity				
Kookynie Gold Project	-	-	2,316,764	53,827
Corporate activities	93,571	(474,946)	2,868,526	64,753
Total	93,571	(474,946)	5,185,290	118,580

¹ Corporate activities include cash held of \$1,817,602 for the period ended 30 June 2024 (30 June 2023: \$2,777,910).

2. OTHER EXPENSES

	2024 \$	2023 \$
(Loss)/Profit before income tax includes the following specific items:		
Administrative expenses		
Advisory Costs	134,256	99,060
Compliance Costs	65,857	55,181
Consultants	122,237	127,796
Employee benefits expense	179,795	170,917
Other administrative expenses	99,612	67,898
	601,757	520,851

3. TAXATION

	2024 \$	2023 \$
Income tax benefit		
Current tax	-	-
Deferred tax	-	-
Income tax benefit	-	-
Reconciliation of income tax to prima facie tax payable		
Loss before income tax	(550,471)	(474,945)
Income tax benefit at 30% (30 June 2023: 30%)	(165,141)	(142,484)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Share-based payments	14,253	14,214
Other	309	733
Net timing differences not recognised	151,179	240,359
Adjustments in respect of previous deferred income tax	(600)	(112,822)
Total income tax benefit	-	-
Unrecognised deferred tax assets		
Deferred tax assets not recognised relate to the following:		
Tax losses	876,115	534,803
Net deferred tax assets unrecognised	876,115	534,803

Significant accounting judgment

Deferred tax assets

The Company expects to have carried forward tax losses, which have not been recognised as deferred tax assets, as it is not considered sufficiently probable that these losses will be recouped by means of future profits taxable in the relevant jurisdictions. The utilisation of the tax losses in Australia is subject to the Company passing the required Continuity of Ownership and Same Business Test rules at the time the losses are utilised. Net deferred tax assets have not been brought to account as it is not probable within the immediate future that taxable profits will be available against which deductible temporary difference can be utilised.

4. CASH AND CASH EQUIVALENTS

	2024 \$	2023 \$
Cash at bank and on hand	1,817,602	2,777,910

Risk exposure

Refer to Note 12 for details of the risk exposure and management of the Group's cash and cash equivalents.

5. OTHER RECEIVABLES AND PREPAYMENTS

The Group has no impairments to other receivables or have receivables that are past due but not impaired.

Due to the short-term nature of the current trade and other receivables, their carrying amount is assumed to be the same as their fair value.

Other receivables are generally due for settlement within 30 days and are therefore classified as current.

Refer to Note 12 for details of the risk exposure and management of the Group's trade and other receivables.

	2024 \$	2023 \$
<i>Current</i>		
Other receivables	28,533	71,654
Prepayments	12,735	36,258
	41,268	107,912

6. EXPLORATION AND EVALUATION

	2024 \$	2023 \$
Balance at 01 July 2023	2,296,764	1,407,113
Exploration expenditure incurred	536,632	889,651
Balance at 30 June 2024	2,833,396	2,296,764

Significant accounting estimates and assumptions

Impairment of capitalised exploration and evaluation expenditure

The future recoverability of capitalised exploration and evaluation expenditure is dependent on a number of factors, including whether the Group decides to exploit the related asset itself or, if not, whether it successfully recovers the related exploration and evaluation asset through sale.

Factors that could impact the future recoverability include the level of reserves and resources, future technological changes, costs of drilling and production, production rates, future legal changes (including changes to environmental restoration obligations) and changes to commodity prices.

Significant accounting judgement

Capitalisation of exploration and evaluation expenditure

The Group has capitalised significant exploration and evaluation expenditure on the basis that this is expected to be recouped through future successful development (or alternatively sale) of the areas of interest concerned or on the basis that it is not yet possible to assess whether it will be recouped.

7. TRADE AND OTHER PAYABLE

Trade and other payables are normally settled within 30 days from receipt of invoice. All amounts recognised as trade and other payables, but not yet invoiced, are expected to settle within 12 months.

The carrying value of trade and other payables are assumed to be the same as their fair value, due to their short-term nature. Refer to Note 12 for details of the risk exposure and management of the Group's trade and other receivables.

	2024 \$	2023 \$
Trade payables	101,245	100,080
Other payables and accruals	28,779	18,500
	130,024	118,580

8. FAIR VALUES OF FINANCIAL INSTRUMENTS

This note provides an update on the judgements and estimates made by the Group in determining the fair values of the financial instruments since the last annual financial report.

Fair value hierarchy

To provide an indication about the reliability of the inputs used in determining fair value, the Group classifies its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

The Company did not have any financial assets and financial liabilities measured and recognised at fair value on a recurring basis as at 30 June 2024.

There was no transfer between levels for recurring fair value measurements during the period. The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

The fair value of financial assets and liabilities held by the Group must be estimated for recognition, measurement and/or disclosure purposes. The Group measures fair values by level, per the following fair value measurement hierarchy:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Group's policy is to recognise transfers into and out of fair value hierarchy levels as at the end of the reporting period.

Valuation techniques used to determine fair values

The Group did not have any financial instruments that are recognised in the financial statements where their carrying value differed from the fair value. The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The carrying amounts of cash and cash equivalents, trade and other receivables and trade and other payables approximate their fair values largely due to the short-term maturities of these payments

9. EQUITY

(a) Issued capital

	2024 Shares	2023 Shares	2024 \$	2023 \$
Fully paid ordinary shares (i)	31,502,501	31,502,501	5,567,620	5,567,620
Partly paid ordinary shares (ii)	16,875,000	16,875,000	84,375	84,375
			5,651,995	5,651,995

i. Fully paid ordinary shares

Fully paid ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Group in proportion to the number of shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote. At 30 June 2024, 7,083,750 fully paid ordinary shares are subject to escrow.

There were no movements in fully paid ordinary share capital during the current or prior periods.

ii. Partly paid ordinary shares

Partly paid ordinary shares have an issue price of \$0.20 of which \$0.005 is paid. The balance of the issue price is payable at the election of the holder at any time by the issue of a payment notice in writing and delivered to the registered office of the Group. Partly paid shares participate in any dividends on the basis of the paid amount. At 30 June 2024, 16,875,000 partly paid ordinary shares are subject to escrow.

There were no movements in partly paid ordinary share capital during the current or prior periods.

(b) Accumulated losses

	2024 \$	2023 \$
Opening balance	(855,574)	(380,628)
Net loss attributable to owners of the Company	(550,471)	(474,946)
Balance at 30 June	(1,406,045)	(855,574)

(c) Reserves

The following table shows a breakdown of the reserves and the movements in these reserves during the period. A description of the nature and purpose of each reserve is provided.

	Note	2024 \$	2023 \$
Share-based payments reserve			
Opening balance		270,289	222,909
Performance rights expense	11a	47,510	47,380
Balance at 30 June		317,799	270,289

9. EQUITY (continued)

Share-based payments reserve

The share-based payments reserve is used to recognise: (a) the grant date fair value of options granted but not exercised; (b) the grant date fair value of market-based performance rights granted to Directors, Employees, Consultants and Vendors but not yet vested; and (c) the fair value non-market based performance rights granted to Directors, Employees, Consultants and Vendors but not yet vested.

10. DIVIDENDS

No dividends have been declared or paid for the period ended 30 June 2024 (2023:nil).

11. SHARE-BASED PAYMENTS

Share-based payment transactions are recognised at fair value in accordance with AASB 2.

The total movement arising from share-based payment transactions recognised during the period were:

	Note	2024 \$	2023 \$
Recognised as a share-based payment expense			
Performance rights	11a	47,510	47,380
		47,510	47,380

During the period the Group had the following share-based payments:

(a) Performance rights

Each performance right will vest as an entitlement to one fully paid ordinary share upon achievement of certain performance milestones. If the performance milestones are not met, the performance rights will lapse, and the eligible participant will have no entitlement to any shares.

Performance rights are not listed and carry no dividend or voting rights. Upon exercise each performance right is convertible into one fully paid ordinary share to rank pari passu in all respects with existing fully paid ordinary shares.

Movement in the performance rights for the current period is shown below:

Grant date	Expiry date	Exercise price	Balance at start of the year	Granted during the year	Converted during the year	Cancelled during the year	Balance at year end	Vested at year end
22-Jun-22	21-Jun-27	-	1,500,000	-	-	-	1,500,000	-
23-Jun-22	05-Jul-27	-	1,500,000	-	-	-	1,500,000	-
Total		-	3,000,000	-	-	-	3,000,000	-

The weighted average remaining contractual life of performance rights outstanding at 30 June 2022 was 5.00 years.

11. SHARE-BASED PAYMENTS (continued)

Performance rights granted on 23 June 2022 were issued to Directors and future Directors. The performance rights were split equally across three tranches and will convert into Shares on a 1:1 basis subject to the satisfaction of any of the Milestone as set out below:

- Class A Performance Rights vesting upon the later of the date that the Shares have a 20-day VWAP of at least \$0.30 and the date that is 12 months after ASX admission date;
- Class B Performance Rights vesting upon the later of the date that the Shares have a 20-day VWAP of at least \$0.40 and the date that is 24 months after ASX admission date; and
- Class C Performance Rights vesting upon the later of the date that the Shares have a 20-day VWAP of at least \$0.50 and the date that is 36 months after ASX admission date.

Key inputs used in the fair value calculation of the performance rights which have been granted during the period ended 30 June 2022 were as follows:

Inputs	Class A	Class B	Class C
Number of performance rights	500,000	500,000	500,000
Share price at issue date	\$0.20	\$0.20	\$0.20
Exercise price	\$nil	\$nil	\$nil
Share price targets	\$0.30	\$0.40	\$0.50
Consecutive days price must remain above target	20 days	20 days	20 days
Term	5 years	5 years	5 years
Performance measurement	5 years	5 years	5 years
Volatility	100%	100%	100%
Risk free rate	2.00%	2.00%	2.00%
Dividend Yield	-	-	-
Fair value	\$0.1545	\$0.1606	\$0.1621
Total fair value	\$77,250	\$80,313	\$81,026
Model	Hybrid ESO Model	Hybrid ESO Model	Hybrid ESO Model
Vesting conditions	12 months	24 months	36 months

As at 30 June 2024, management believe that all other performance and service hurdles will be met and accordingly have recognised a share-based payment expense over the respective vesting periods.

The total performance rights expense arising from performance rights recognised during the reporting period as part of share-based payment expense were as follows:

	2024 \$	2023 \$
Performance rights expense	47,510	47,380

Significant accounting estimates, assumptions and judgements

Estimation of fair value of share-based payments

The Group measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of options is determined using the Black-Scholes model taking into account the assumptions detailed within this note.

11. SHARE-BASED PAYMENTS (continued)

Probability of vesting conditions being achieved

Inputs to pricing models may require an estimation of reasonable expectations about achievement of future vesting conditions. Vesting conditions must be satisfied for the counterparty to become entitled to receive cash, other assets, or equity instruments of the entity, under a share-based payment arrangement.

Vesting conditions include service conditions, which require the other party to complete a specified period of service, and performance conditions, which require specified performance targets to be met (such as a specified increase in the entity's profit over a specified period of time) or completion of performance hurdles. Where there are share-based payments with non-vesting conditions or no service conditions attached, they are expensed in full in the period granted.

The Group recognises an amount for the goods or services received during the vesting period based on the best available estimate of the number of equity instruments expected to vest and shall revise that estimate, if necessary, if subsequent information indicates that the number of equity instruments expected to vest differs from previous estimates. On vesting date, the entity shall revise the estimate to equal the number of equity instruments that ultimately vested.

The achievement of future vesting conditions are reassessed each reporting period.

12. FINANCIAL AND CAPITAL RISK MANAGEMENT

Overview

The financial risks that arise during the normal course of the Group's operations comprise market risk, credit risk and liquidity risk. In managing financial risk, it is policy to seek a balance between the potential adverse effects of financial risks on financial performance and position, and the "upside" potential made possible by exposure to these risks and by taking into account the costs and expected benefits of the various risk management methods available to manage them.

General objectives, policies, and processes

The Board is responsible for approving policies on risk oversight and management and ensuring management has developed and implemented effective risk management and internal control. The Board receives reports as required from the Managing Director in which they review the effectiveness of the processes implemented and the appropriateness of the objectives and policies it sets. The Board oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced.

These disclosures are not, nor are they intended to be an exhaustive list of risks to which the Group is exposed.

Financial Instruments

The Group has the following financial instruments:

	2024 \$	2023 \$
Financial assets		
Cash and cash equivalents	1,817,602	2,777,910
Other receivables	28,533	71,654
	1,846,135	2,849,564
Financial liabilities		
Trade and other payable	130,024	118,580
Net financial assets	1,716,111	2,730,984

12. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

(a) Market Risk

Market risk can arise from the Group's use of interest-bearing financial instruments, foreign currency financial instruments and equity security instruments and exposure to commodity prices. It is a risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk) and fluctuations in commodity prices (commodity price risk).

(i) Interest rate risk

The Board manages the Group's exposure to interest rate risk by regularly assessing exposure, taking into account funding requirements and selecting appropriate instruments to manage its exposure. As at the 30 June 2024 and 30 June 2023, the Group has interest-bearing assets, being cash at bank.

Sensitivity analysis

The Group's policy is to minimise interest rate cash flow risk exposures. Longer-term borrowings are therefore usually at fixed rates. At 30 June 2024, the Group is exposed to variable changes to cash invested on deposit with financial institutions.

A change in interest rate of weakening of +/- 1%, with all other variables held constant, would decrease the Group's equity and profit after taxation by \$1,000 (30 June 2023: \$9,357). These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

For the prior year the Group's does not consider this to be a material risk/exposure to the Group and have therefore not undertaken any further analysis.

The weighted average effective interest rate of funds on deposit is 4.83% (30 June 2023: 4.77%).

(ii) Commodity price risk

As the Group has not yet entered into mineral production, the risk exposure to changes in commodity price is not considered significant.

(b) Credit risk

Credit risk arises from cash and cash equivalents and deposits with financial institutions, as well as trade receivables. Credit risk is managed on a Group basis. For cash balances held with bank or financial institutions, only independently rated parties with a minimum rating of '-AA' are accepted.

The Board is of the opinion that the credit risk arising as a result of the concentration of the Group's assets is more than offset by the potential benefits gained.

The maximum exposure to credit risk at the reporting date is the carrying amount of the assets as summarised, none of which are impaired or past due.

Exposure to credit risk

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at the reporting date was:

	2024 \$	2023 \$
Cash and cash equivalents	1,817,602	2,777,910
Other receivables	28,533	71,654
	1,846,135	2,849,564

12. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates.

	2024 \$	2023 \$
Other receivables		
Counterparties with external credit ratings	24,243	66,433
Counterparties without external credit ratings ⁽¹⁾		
Group 1	-	-
Group 2	4,290	5,220
Group 3	-	-
Total	28,533	71,653

¹ Group 1 — new customers (less than 6 months)

Group 2 — existing customers (more than 6 months) with no defaults in the past

Group 3 — existing customers (more than 6 months) with some defaults in the past. All defaults were fully recovered.

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates.

	2024 \$	2023 \$
Cash at bank and short-term deposits		
Held with Tier 1 Australian banks and financial institutions		
AA- S&P rating	1,817,602	2,777,910
A+ S&P rating	-	-
Unrated	-	-
Total	1,817,602	2,777,910

(c) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Through continuous monitoring of forecast and actual cash flows the Group manages liquidity risk by maintaining adequate reserves to meet future cash needs. The decision on how the Group will raise future capital will depend on market conditions existing at that time.

Maturities of financial liabilities

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

12. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

	Less than 6 months \$	6 - 12 months \$	1 - 5 years \$	Over 5 years \$	Total contractual cash flows \$	Carrying amount of liabilities \$
At 30 June 2024						
Trade payables	130,024	-	-	-	130,024	130,024
Other payables and accruals	-	-	-	-	-	-
At 30 June 2023						
Trade payables	100,080	-	-	-	100,080	100,080
Other payables and accruals	18,500	-	-	-	18,500	18,500

(d) Capital risk management

The Group's objective when managing capital is to safeguard the ability to continue as a going concern. This is to provide returns for shareholders, benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Board monitors capital on an ad-hoc basis. No formal targets are in place for return on capital, or gearing ratios, as the Group has not derived any income from operations.

13. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

This Note provides an overview of the areas that involved a higher degree of judgement or complexity and items which are more likely to be materially adjusted. Detailed information about each of these estimates and judgements is included in the Notes together with information about the basis of calculation for each affected line item in the financial statements.

Significant accounting estimates and judgements

The areas involving significant estimates or judgements are:

- Recognition of deferred tax asset for carried forward tax losses — Note 3;
- Impairment of capitalised exploration and evaluation expenditure – Note 6;
- Classification of exploration and evaluation expenditure - Note 6;
- Estimation of fair value of share-based payments – Note 11.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

There have been no actual adjustments this period as a result of an error and of changes to previous estimates.

14. EARNINGS PER SHARE

	2024	2023
Basic and diluted loss per share		
Net loss after tax attributable to the members of the Company	\$ (550,471)	\$ (474,946)
Weighted average number of ordinary shares	48,377,501	48,377,501
Basic and diluted loss per share (cents)	(1.14)	(0.98)

Diluted earnings per share are calculated where potential ordinary shares on issue are diluted. As the potential ordinary shares on issue would decrease the loss per share in the current period, they are not considered dilutive and are not shown. The number of potentially ordinary shares is set out in Note 9.

Information concerning the classification of securities

(i) Partly paid ordinary shares

Partly paid ordinary shares carry the right to participate in dividends on the basis of the paid amount per share and have been recognised as ordinary share equivalents in the determination of earnings per share.

15. COMMITMENTS

Significant capital expenditure contracted for at the end of the reporting period but not recognised as a liability is as follows:

	2024 \$	2023 \$
Within one year	402,367	93,168
Later than one year but no later than five years	1,208,967	173,798
Later than five years	-	-
	1,611,334	266,966

Western Australian projects

In order to maintain current rights of tenure to exploration tenements, the Group is required to perform minimum exploration work to meet the minimum expenditure requirements specified by the Western Australian state government. These obligations are not provided for in the financial report.

If the Group decides to relinquish certain leases and/or does not meet these obligations, assets recognised in the statement of financial position may require review to determine the appropriateness of carrying values. The sale, transfer or farm-out of exploration rights to third parties may reduce or extinguish these obligations.

16. RELATED PARTY TRANSACTIONS

Transactions with related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Key management personnel compensation

	2024 \$	2023 \$
Short-term employee benefits	282,460	260,017
Long-term benefits	-	-
Superannuation	-	6,300
Post-employment benefits	-	-
Share-based payments	47,510	47,380
	329,970	313,697

Detailed remuneration disclosures are provided within the remuneration report.

Payment of fees

- Mr Stephen Foley, Managing Director, is a Director of Collective Logic Pty Ltd which received Mr Foley's Director fees during the period. At year end the Company had an outstanding payable \$15,550 (ex GST) (30 June 2023: \$18,591 (ex GST)).
- Mr Robert Boston, Non-Executive Director, is a Director of RAB Nominees Pty Ltd ATFT RAB Family Trust which received Mr Boston's Director fees during the year. At year end the Company had no outstanding payable invoice (30 June 2023: \$5,525 (ex GST)).
- Mr Petar Tomasevic, Non-Executive Director, is a Director of Cattaro Capital Partners Pty Ltd which received Mr Tomasevic's Director fees during the year. At year end the Company had no outstanding payable.

17. EVENTS SUBSEQUENT TO END OF THE FINANCIAL YEAR

Subsequent to the period end:

- on 30 July 2024, the Company advised it had entered into an agreement to acquire tenement application ELA6755 from Mr Ross Chandler for consideration comprising 1 million ordinary shares, \$50,000 cash and a 1% gross smelter return royalty. Approval from shareholder to issue the acquisition shares was received on 12 September 2024.

There have been no other events of a material nature or transaction, that have arisen since year end and the date of this report that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or its state of affairs.

18. CONTINGENCIES

(a) Contingent liabilities

There were no material contingent liabilities not provided for in the financial statements of the Company as at 30 June 2024 or 30 June 2023.

(b) Contingent assets

There were no material contingent assets as at 30 June 2024 or 30 June 2023.

19. RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES

	Note	2024 \$	2023 \$
Loss for the period		(550,471)	(474,946)
Add/(less) non-cash items:			
Share-based payments	11a	47,510	47,380
Depreciation		1,196	285
Changes in assets and liabilities during the financial period:			
Decrease/(increase) in other receivables and prepayments		46,190	(44,951)
Increase/(decrease) in payables		(4,896)	(96,300)
Net cash outflow from operating activities		(460,471)	(568,532)

20. REMUNERATION OF AUDITORS

From time to time the Entity may decide to employ an external auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Entity are important. These assignments are principally tax advice and due diligence on acquisitions, which are awarded on a competitive basis. It is the Company's policy to seek competitive tenders for all major consulting projects.

The Board is satisfied that the provision of non-audit services during the period is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

During the period, the following fees were paid or payable for services provided by the auditor of the parent entity, its related parties and non-related audit firms:

	2024 \$	2023 \$
<u>Hall Chadwick WA Audit Pty Ltd</u>		
<i>Audit and assurance services</i>		
Audit and review of financial statements	29,807	29,009
<i>Other services</i>		
Investigation Accountant Report	-	-
	29,807	29,009

21. MATERIAL ACCOUNTING POLICY INFORMATION

Regener8 Resources NL (**Company** or **Regener8**) is a company incorporated in Australia.

The financial statements of Regener8 Resources NL as at 30 June 2024.

Statement of compliance

These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Australian Accounting Group Interpretations and the *Corporations Act 2001*. Regener8 Resources NL is a for-profit entity for the purpose of preparing the financial statements.

The financial statements also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Historical cost convention

These financial statements have been prepared on an accruals basis and are based on historical costs and do not take into account changing money values or, except where stated, current valuations of non-current assets. Cost is based on the fair values of the consideration given in exchange for assets.

Critical accounting estimates and significant judgements

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires Management to exercise its judgment in the process of applying the Company's accounting policies. There were no areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates were significant to the financial statements.

New and amended standards adopted by the Company

The Company has adopted all of the new and revised Standards and Interpretations issued by the AASB that are relevant to their operations and effective for the current annual reporting period.

There was no material impact.

New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2024 reporting periods and have not been early adopted by the Company. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

There are no other standards that are not yet effective and that are expected to have a material impact on the Company in the current or future reporting period and in the foreseeable future.

Accounting policies

In order to assist in the understanding of the financial statements, the following summary explains the principal accounting policies that have been adopted in the preparation of the financial report. These policies have been applied consistently to all of the periods presented, unless otherwise stated.

(a) Principles of Consolidation

Subsidiaries

Consolidated financial statements incorporate the assets and liabilities of subsidiaries of the Company at the end of the reporting period. Subsidiaries are all those entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases. Where a subsidiary has entered or left the Group during the year, the financial performance of those entities is included only for the period of the year that they were controlled.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated in full on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred.

Non-controlling interests in the results and equity of subsidiaries are shown separately in a consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of financial position.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has

incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity-accounted investments is tested for impairment.

Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of Regener8 Resources NL.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

(b) Going Concern

The financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

(c) Segment Reporting

Operating segments are reported in a manner that is consistent with the internal reporting to the chief operating decision maker, which has been identified by the company as the Board.

(d) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Australian dollars, which is Regener8 Resources NL's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the dates of the transactions. Foreign currency monetary assets and liabilities at the reporting date are translated at the exchange rate existing at reporting date. Exchange differences are recognised in profit or loss in the period in which they arise.

Group companies

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

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that Statement of Financial Position;
- income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange difference is reclassified to profit or loss, as part of the gain or loss on sale where applicable.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(e) Revenue recognition

Other income is measured as the fair value of the consideration received or receivable. The Company recognises revenue when the amount of revenue can be

reliably measured, and it is probable that the future economic benefits will flow to the entity.

Other income for other business activities is recognised on the following basis:

Interest income

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

Other income

Other income is recognised in the accounting period in which the transaction occurred.

(f) Income Tax and Other Taxes

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provision where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

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.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(g) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of GST included.

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

Cash flows are included in the Statement of Cash Flows on a gross basis and the GST component of cash flow arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority are classified as operating cash flows.

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

(h) Exploration and evaluation expenditure

The Company capitalises expenses relating to exploration and evaluation expenditure in respect of each identifiable area of interest.

These costs are carried forward only if they relate to an area of interest for which rights of tenure are current and in respect of which:

- such costs are expected to be recouped through successful development and exploitation or from sale of the area; or
- exploration and evaluation activities in the area have not, at balance date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active operations in, or relating to, the area are continuing.

Accumulated costs in respect of areas of interest which are abandoned are written off in full against profit in the period

in which the decision to abandon the area is made. 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.

Notwithstanding the fact that a decision not to abandon an area of interest has been made, based on the above, the exploration and evaluation expenditure in relation to an area may still be written off if considered appropriate to do so.

(i) Impairment of Assets

The Company 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 Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell 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 values in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash generating unit to which it belongs.

When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount. 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 the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at re-valued amount (in which case the impairment loss is treated as a revaluation decrease).

As 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 the impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at the re-valued amount, in which case the reversal is treated as a revaluation increase. 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.

(j) Cash and Cash Equivalents

For the purposes of the statement of cash flows, cash and cash equivalents includes cash on hand, cash in bank accounts, money market investments readily convertible to cash within two working days, and bank bills but net of outstanding bank overdrafts.

(k) Trade and Other Receivables

Receivables are initially recognised at fair value and subsequently measured at amortised cost, less loss allowances. Current receivables for GST are due for settlement within 30 days and other current receivables within 12 months.

(l) Investments and other financial assets

Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI). The Company reclassifies debt investments when and only when its business model for managing those assets changes.

Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Impairment

The Company assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Company applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(m) Property, Plant and Equipment

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

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

Depreciation is calculated using straight-line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

(n) Acquisition of assets

Where an entity or operation is acquired, the identifiable assets acquired (and, where applicable, identifiable liabilities assumed) are to be measured at the acquisition date at their relative fair values of the purchase consideration.

Where the acquisition is a group of assets or net assets, the cost of acquisition will be apportioned to the individual assets acquired (and, where applicable, liabilities assumed). Where a group of assets acquired does not form an entity or operation, the cost of acquisition is apportioned to each asset in proportion to the fair values of the assets as at the acquisition date.

(o) Share-Based Payment Transactions

Benefits to Employees and consultants (including Directors)

The Company provides benefits to employees and consultants (including directors) of the Company in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares or options ("equity-settled transactions").

The costs of these equity settled transactions are measured by reference to the fair value of the equity instruments at

the date on which they are granted. The fair value of performance rights granted is determined using the single barrier share option pricing model. The fair value of options granted is determined by using the Black-Scholes option pricing technique.

The cost of these equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled (the vesting period).

At each subsequent reporting date until vesting, the cumulative charge to the profit or loss is the product of: (i) the fair value at grant date of the award; (ii) the current best estimate of the number of equity instruments that will vest, taking into account such factors as the likelihood of employee turnover during the vesting period and the likelihood of non-market performance conditions being met; and (iii) the expired portion of the vesting period.

The charge to the profit or loss for the period is the cumulative amount as calculated above less the amounts already charged in previous periods. There is a corresponding credit to equity.

Until an equity instrument has vested, any amounts recorded are contingent and will be adjusted if more or fewer equity instruments vest than were originally anticipated to do so. Any equity instrument subject to a market condition is valued as if it will vest irrespective of whether or not that market condition is fulfilled, provided that all other conditions are satisfied.

If the terms of an equity-settled award are modified, as a minimum, an expense is recognised as if the terms had not been modified. An additional expense is recognised for any modification that increases the total fair value of the share-based payment arrangement or is otherwise beneficial to the recipient of the award, as measured at the date of modification.

If an equity-settled transaction is cancelled (other than a grant cancelled by forfeiture when the vesting conditions are not satisfied), it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new equity instrument is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new equity instrument are treated as if they were a modification of the original award, as described in the preceding paragraph.

Benefits to Vendors

The Company provides benefits to vendors of the Company in the form of share-based payment transactions, whereby the vendor has rendered services in exchange for shares or rights over shares or options ("equity-settled transactions").

The fair value is measured by reference to the value of the goods or services received. If these cannot be reliably

measured, then by reference to the fair value of the equity instruments granted.

The cost of these equity-settled transactions is recognised over the period in which the service was received.

(p) Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

The carrying value less impairment provision of trade receivables and payables are assumed to approximately their fair value due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Company for similar financial instruments.

(q) Employee Entitlements

The Company's liability for employee entitlements arising from services rendered by employees to reporting date is recognised in other payables. Employee entitlements expected to be settled within one year together with entitlements arising from wages and salaries, and annual leave which will be settled within one year, have been measured at their nominal amount and include related on-costs.

(r) Provisions

Provisions are recognised when the entity has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that recovery will be received, and the amount of the receivable can be measured reliably.

(s) Loss/Earnings per share

Basic loss per share

Basic earnings per share is determined by dividing the operating loss attributable to the equity holder of the Company after income tax by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in determination of basic earnings per share by taking into

account amounts unpaid on ordinary shares and any reduction in earnings per share that will arise from the exercise of options outstanding during the year.

(t) Trade and other payables

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

(u) Contributed equity

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

(v) Dividends

No dividends were paid or proposed during the period.



Name of entity	Type of entity	Trustee partner or participant in JV	Share capital	Place of incorporation	Australian resident or foreign resident	Foreign jurisdiction of foreign residents
Regener8 Resources NL	Body Corporate	-	100%	Australia	Australian	-

Basis of preparation

Regner8 Resources NL has no controlled entities and, therefore, is not required by the Australian Accounting Standards to prepare consolidated financial statements. As a result, section 295(3A)(a) of the *Corporations Act 2001* does not apply to the entity.

Determination of tax residency

Section 295 (3A)(vi) of the *Corporation Act 2001* defines tax residency as having the meaning in the *Income Tax Assessment Act 1997*. The determination of tax residency involves judgement as there are different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the entity has applied the following interpretations:

- Australian tax residency

The entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Tax Ruling TR 2018/5

- Foreign tax residency

Where necessary, the entity has used independent tax advisers in foreign jurisdictions to assist in its determination of tax residency to ensure applicable foreign tax legislation has been complied with (see section 295(3A)(vii) of the *Corporations Act 2001*).

Partnerships and trusts

Australian tax law generally does not contain corresponding residency tests for partnerships and trusts and these entities are typically taxed on a flow-through basis.

Additional disclosures on the tax status of partnerships and trusts have been provided where relevant.

The Directors of the Group declare that:

1. The financial statements and accompanying notes, are in accordance with the *Corporations Act 2001* and:
 - (a) comply with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (b) give a true and fair view of the financial position of the Group as at 30 June 2024 and of its performance for the period ended on that date.
2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
3. The financial statements and notes also comply with International Financial Reporting Standards.
4. The consolidated entity disclosure statement on the previous page is true and correct.
5. The Directors have been given the declarations as required by section 295A of the *Corporations Act 2001*.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors by:

A handwritten signature in black ink, appearing to read 'Robert Boston', written over a horizontal line.

Robert Boston

Non-Executive Chairman

Perth, Western Australia

23 September 2024



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF REGENER8 RESOURCES NL

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Regener8 Resources NL ("the Company"), which comprises the statement of financial position as at 30 June 2024, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the director's declaration.

In our opinion:

- a. the accompanying financial report of the Company is in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Company's financial position as at 30 June 2024 and of its financial performance for the year then ended; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.
- b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 21.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the 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* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key Audit Matters

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

Key Audit Matter	How our audit addressed the Key Audit Matter
Exploration and Evaluation Expenditure As disclosed in note 6 to the financial statements, during the year ended 30 June 2024 the Company capitalised exploration \$2,833,396. The recognition and recoverability of the exploration and evaluation expenditure was considered a key audit matter due to: • The significance of the balance to the Consolidated Entity's financial position; • The level of judgement required in evaluating management's application of the requirements of AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i> ("AASB 6"). AASB 6 is an industry specific accounting standard requiring the application of significant judgements, estimates and industry knowledge. This includes specific requirements for expenditure to be capitalised as an asset and subsequent requirements which must be complied with for capitalised expenditure to continue to be carried as an asset; and • The assessment of impairment of mineral exploration expenditure being inherently difficult.	Our review procedures included but were not limited to: • Assessing management's determination of its areas of interest for consistency with the definition in AASB 6 <i>Exploration and Evaluation of Mineral Resources</i> ("AASB 6"); • For each area of interest, we assessed the Consolidated Entity's rights to tenure by corroborating to government registries; • We tested the additions to capitalised expenditure for the year by evaluating a sample of recorded expenditure for consistency to underlying records, the capitalisation requirements of the Consolidated Entity's accounting policy and the requirements of AASB 6; • We considered the activities in each area of interest to date and assessed the planned future activities for each area of interest by evaluating budgets for each area of interest. • We assessed each area of interest for one or more of the following circumstances that may indicate impairment of the capitalised expenditure: • the licenses for the right to explore expiring in the near future or are not expected to be renewed; • substantive expenditure for further exploration in the specific area is neither budgeted or planned • decision or intent by the Consolidated Entity to discontinue activities in the specific area of interest due to lack of commercially viable quantities of resources; and

Key Audit Matter	How our audit addressed the Key Audit Matter
	• data indicating that, although a development in the specific area is likely to proceed, the carrying amount of the exploration asset is unlikely to be recovered in full from successful development or sale • We also assessed the appropriateness of the related disclosures in note 6 to the financial statements.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2024, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error and the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error. In Note 21, the directors also state in accordance with Australian Accounting Standard *AASB 101 Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

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

Auditor's Responsibilities for the Audit of the Financial Report

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

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

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company'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 Company'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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2024. The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with s 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.

Auditor's Opinion

In our opinion, the Remuneration Report of the Company, for the year ended 30 June 2024, complies with section 300A of the *Corporations Act 2001*.



HALL CHADWICK WA AUDIT PTY LTD



MARK DELAURENTIS CA

Director

Dated this 23rd day of September 2024
in Perth, Western Australia

The following additional information is required by ASX in respect of listed public companies only.

Information as at 21 August 2024

1 Distribution of shareholders

Category	Ordinary Shares		Partly Paid Shares	
	Holders	% of securities in class	Holders	% of securities in class
1 - 1,000	10	0.01%	-	-
1,001 - 5,000	8	0.10%	-	-
5,001 - 10,000	70	2.14%	-	-
10,001 - 100,000	141	20.36%	-	-
100,001 and above	52	77.39%	11	100
Total	281	100%	11	100%

Based on the closing share price of \$0.105 on 20 August 2024, the number of shareholdings held in less than marketable parcels is 15, representing 0.06% of the Issued Capital.

2 Distribution of unquoted securities

Category	Class A, B and C Performance Rights		Class D Performance Rights	
	Holders	% of securities in class	Holders	% of securities in class
1 - 1,000	-	0.00	-	0.00
1,001 - 5,000	-	0.00	-	0.00
5,001 - 10,000	-	0.00	-	0.00
10,001 - 100,000	1	13.33	-	0.00
100,001 and above	2	86.67	1	100.00
Total	3	100.00	1	100.00

3 Voting rights

The voting rights attached to each class of equity security are as follows:

<i>Fully paid ordinary shares</i>	Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.
<i>Partly paid shares</i>	The holder will be entitled to exercise any vote attaching to a partly paid share at general meetings of members in accordance with the Constitution of the Company. Under the Constitution, a fraction of a vote for each partly paid share held by the member and in respect of which the member is entitled to vote, equivalent to the proportion which the amount paid (not credited) on the share bears to the total amounts paid and payable (excluding amounts credited) on the share.
<i>Options</i>	There are no voting rights attached to any class of options on issue.
<i>Performance rights</i>	There are no voting rights attached to any class of performance right on issue.



4 20 largest shareholders - ordinary shares as at 21 August 2024

Position	Holder Name	Holding	%
1	GTI ENERGY LTD	5,000,000	15.87%
2	ADVANTAGE VENTURES PTY LTD <THE ADVANTAGE VENTURES A/C>	2,726,277	8.65%
3	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED-GSI EDA	1,550,000	4.92%
4	ATELETA PTY LTD <G & G SUPERANNUATION A/C>	1,100,000	3.49%
5	BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	1,050,000	3.33%
6	GONDWANA INVESTMENT GROUP PTY LTD <KUMOVA FAMILY SUPER FUND A/C>	1,025,000	3.25%
7	GLOBAL CONSORTIUM HOLDINGS PTY LTD <FTW HOLDINGS A/C>	637,500	2.02%
8	MR WILLI RUDIN	602,500	1.91%
9	S3 CONSORTIUM HOLDINGS PTY LTD <NEXTINVESTORS DOT COM A/C>	500,000	1.59%
9	MR SYED KHALIL BIN SYED IBRAHIM	500,000	1.59%
10	SISU INTERNATIONAL PTY LTD	481,250	1.53%
10	DC & PC HOLDINGS PTY LTD <DC & PC NEESHAM SUPER A/C>	481,250	1.53%
11	RAT CONSULTING PTY LTD	475,000	1.51%
12	ZERO NOMINEES PTY LTD	450,000	1.43%
13	DC & PC HOLDINGS PTY LTD <DC & PC NEESHAM SUPER A/C>	430,646	1.37%
14	OKAWARI CONSORTIUM PTY LTD <THE OKA T A/C>	387,500	1.23%
15	ALITIME NOMINEES PTY LTD <HONEYHAM FAMILY A/C>	360,000	1.14%
16	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	313,125	0.99%
17	GULF NATURAL RESOURCES PTY LTD	300,000	0.95%
17	NICHE ELECTRICS PTY LTD <THOMAS ENSTON FAMILY A/C>	300,000	0.95%
Total		18,670,048	59.27%
Balance of Register		12,832,453	40.73%
Total issued capital – Fully paid ordinary shares		31,502,501	100.00%

5 Securities Subject to Escrow

There are no securities that are subject to ASX-imposed escrow.

6 Substantial Shareholders of Ordinary Shares

As at 21 August 2024 the following shareholders held more than 5% of issued capital in the company as per substantial shareholder notices lodged with ASX:

Holder of Fully Paid Ordinary Shares	N° of Shares	% held
GTI ENERGY LTD	5,000,000	15.66%
ADVANTAGE VENTURES PTY LTD <THE ADVANTAGE VENTURES A/C>	2,726,277	7.97%



7 Unquoted securities as at 21 August 2024

Set out below are the classes of unquoted securities currently on issue.

1. 16,875,000 Partly Paid shares with an issue price of \$0.20 of which \$0.05 was paid upon issue
2. 500,000 Class A Performance Rights – Expiring 23 June 2027
3. 500,000 Class B Performance Rights - Expiring 23 June 2027
4. 500,000 Class C Performance Rights - Expiring 23 June 2027
5. 1,500,000 Class D Performance Rights - Expiring 23 June 2027

8 Unquoted equity securities holders with greater than 20% of an individual class

As at 21 August 2024, the following classes of unquoted securities had holders with greater than 20% of the class on issue.

Partly paid shares (issue price of \$0.20 of which \$0.005 was paid upon issue)

Holder	N° securities held	% held
SISU INTERNATIONAL PTY LTD	3,500,000	20.74
DC & PC HOLDINGS PTY LTD <DC & PC NEESHAM SUPERA/C>	3,500,000	20.74

Class A Performance Rights

Expiry date	Holder	N° securities held	% held
23 June 2027	STEPHEN FOLEY	300,000	60.00
23 June 2027	R A B NOMINEES PTY LTD <THE RAB FAMILY A/C>	133,334	26.67

Class B Performance Rights

Expiry date	Holder	N° securities held	% held
23 June 2027	STEPHEN FOLEY	300,000	60.00
23 June 2027	R A B NOMINEES PTY LTD <THE RAB FAMILY A/C>	133,333	26.67

Class C Performance Rights

Expiry date	Holder	N° securities held	% held
23 June 2027	STEPHEN FOLEY	300,000	60.00
23 June 2027	R A B NOMINEES PTY LTD <THE RAB FAMILY A/C>	133,333	26.67

Class D Performance Rights

Expiry date	Holder	N° securities held	% held
23 June 2027	GTI ENERGY LTD	1,500,000	100.00

9 Other

The Company is not currently conducting an on-market buy-back. There are no issues of securities approved for the purposes of item 7 of section 611 of the Corporations Act which have not yet been completed. No securities were purchased on-market during the reporting period in respect of an employee incentive scheme. There are no holders with a substantial holding in the Company.



10 ASX Listing Rule 4.10.19

Pursuant to ASX Listing Rule 4.10.19, the Company confirms it has used its cash and assets that it had at the time of admission to the official list of ASX on 22 July 2024 in a way that is consistent with its business objectives for the whole reporting period.

11 Corporate Governance

Pursuant to the ASX Listing Rules, the Company's Corporate Governance Statement will be released in conjunction with this report. The Company's Corporate Governance Statement is available on the Company's website at:

<http://regener8resources.com.au/corporate-governance/>

