



LANTHANEIN

RESOURCES

ABN 96 095 684 389

ANNUAL REPORT

FOR THE YEAR ENDED 30 JUNE 2024

LANTHANEIN RESOURCES LTD

ABN 96 095 684 389

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CORPORATE DIRECTORY

Non-Executive Chairman David Frances	Registered Office Level 8 99 St Georges Terrace Perth, WA, 6000 Australia Telephone: (08) 9486 4036 Facsimile: (08) 9486 4799 Email: matt.foy@ftcorporate.com.au Website: www.lanthanein.com	Share Registry Automatic Group Pty Ltd Level 5,191 St Georges Terrace Perth, Western Australia 6000
Non-Executive Directors Brian Thomas Anees Sabet		Auditors Moore Australia Audit (WA) Level 15, 2 The Esplanade Perth, WA, 6000 Australia
Company Secretary Matthew Foy		Bankers Westpac Banking Corp. Level 13, 109 St Georges Tce Perth, WA, 6000 Australia
Stock Exchange Australian Securities Exchange – LNR	Postal Address: PO Box 5638 St Georges Terrace Perth, WA, 6831 Australia	

DIRECTORS' REPORT

Your Directors present their report together with the financial statements of the Group consisting of Lanthanein Resources Ltd (“**Lanthanein**” or “**the Company**”) and its controlled entities for the financial year ended 30 June 2024, the notes to the financial statements and the auditor’s report thereon.

DIRECTORS

The following persons were Directors of Lanthanein Resources Ltd during the financial year and up to the date of this report unless otherwise stated:

David Frances (Non-Executive Chairman)

Brian Thomas (Non-Executive Director)

Peter Swiridiuk (Non-Executive Director) (Resigned 23 April 2024)

Thomas Langley (Non-Executive Director) (Appointed 26 October 2023, resigned 16 August 2024)

Anees Sabet (Non-Executive Director) (Appointed 6 December 2023)

PRINCIPAL ACTIVITIES

The principal activities of the Group during the financial year were exploration and evaluation of economic minerals in Australia.

RESULTS AND DIVIDENDS

The consolidated profit of the Group after tax (including discontinued operations) amounted to \$664,325 (2023: \$769,111 loss). There were no dividends paid or recommended during the financial year ended 30 June 2024.

REVIEW OF OPERATIONS

During the year the Company has progressed exploration projects and activities across all three of its project focus areas being the:

- Lady Grey Lithium-Tantalum Project, Western Australia
- Gascoyne Rare Earth Elements (REE) Project, Western Australia; and
- Murraydium REE Project, South Australia.

Lady Grey Project, Western Australia

During the period on 6 December 2023 the Company advised that it had entered into a transaction to earn up to a 70% interest in the Lady Grey Lithium Project (**Lady Grey**) directly adjacent to Covalent Lithium’s (SQM 50% & Wesfarmers 50%) Earl Grey Mine, 189Mt @1.53% Li₂O¹ at Mount Holland in the Forrestania Greenstone Belt.

The project is located on the Southern Cross - Forrestania Greenstone Belt a proven Tier 1 lithium and gold mining district. Neighbours are major miners/developers including Covalent Lithium (Wesfarmers-SQM 50/50 JV) – 189Mt @ 1.5% Li₂O at the Earl Grey Mine. IGO acquired WSA’s high grade nickel mines at Flying Fox & Spotted Quoll, and are exploring for lithium, and the historic Bounty gold mine that produced ~1.3Moz gold.

Applications for Programmes of Work (PoW) to enable the drilling of approximately 4-5,000 metres of Aircore and Reverse Circulation drill holes over known anomalies have been lodged with the Department of Energy, Mines, Industry Regulation and Safety.

The Company has also engaged with the representatives of both of the Traditional Owner groups that are represented in the Mount Holland area, one of whom has granted Native Title with the other being a claimant group progressing a claim. Planning for heritage clearances for the areas is underway.

Significant Gold, Copper and Nickel Soil Anomalies at Lady Grey Project

During the period the Company announced gold and base metal results from a tenement wide Ultrafine+ soil sampling programme at Lady Grey. The programme collected 1,893 samples and has identified multiple coincident gold, copper and nickel anomalies.

DIRECTORS' REPORT

A number of gold soil anomalies are considered highly anomalous using this soil sampling technique. The largest gold anomaly extends over 2km of strike and is located in a highly favourable structural setting. Copper and nickel anomalies are spatially adjacent to each other along with the high sulphur with a peak value of 5.33% and 50 samples >0.05% which would indicate the presence of weathered sulphides. Exploration reconnaissance and further geochemical sampling is planned to investigate the potential for magmatic sulphides and the presence of gossanous outcrop or subcrop.

Gascoyne Rare Earth Elements (REE) Project, Western Australia

The Lyons Project is located adjacent to the Yangibana REE deposit, owned by Hastings Technology Metals Ltd (ASX.HAS). This is an advanced project which has completed a Definitive Feasibility Study and is advancing to construction. Mineralisation at Yangibana is hosted in the same Yangibana Ironstones which hosts mineralisation at Lyons.

Following the completion of an extensive infill drilling programme in H2 last year at the Company's Lyons Rare Earth Elements (REE) Project in the Gascoyne Region of Western Australia (**Lyons Project**), the Company announced a Maiden Mineral Resource Estimate (**MRE**) for the Lyons 11, 12 & 13 Prospects during the period. The drill program targeted high-grade rare earth mineralisation previously discovered at the outcropping ironstones at Lyons 11, 12 and 13 by high grade rock chips sampling and RC drilling carried out in 2022. This year's programme generated sufficient additional data points to complete this initial Inferred MRE.

Murraydium Rare Earths Project, South Australia

During the period the Company announced significant assay results from the roadside drilling programme at the Murraydium Project in the Southeast of South Australia (ASX 14/9/2023). In addition the Company applied for additional tenure to the east and north. The drill program targeted ionic clay hosted rare earths within the Loxton-Parilla Sands unit which is present throughout the Murray Basin in South Australia and Victoria.

Tolukuma Project, PNG

During November 2023, the Company advised that the conditions relating to the 100% sale of the Company's subsidiary Frontier Copper PNG Ltd, the holder of the Tolukuma exploration licence EL2531 have been met by Tolu Minerals Limited (**Tolu Minerals**) (refer ASX announcement 18 March 2022) (**Agreement**). Tolu Minerals commenced trading on ASX on 10 November 2023 under ticker code (ASX:TOK). Pursuant to the Agreement the Company received consideration of A\$2 million comprising A\$500,000 equivalent cash and A\$1.5 million by way of issue of 3 million fully paid ordinary shares in Tolu Minerals escrowed for 12 months.

ESG Update

Environmental

As part of our ongoing dedication to environmental stewardship, we have been diligently working on the development of disclosures and metrics in line with the World Economic Forum (WEF) framework.

Social

We continue to conduct Heritage Avoidance Surveys in collaboration with all of the Native Title Groups present on the project areas. This ongoing engagement ensures that our operations are sensitive to the cultural heritage and traditions of the communities we operate in.

Governance

The annual review of Lanthanein's Governing Policies has been successfully completed. As a result, we have identified areas for improvement, and two additional policies are currently in draft format, set to be presented to the Board for review. These policies will further strengthen our governance framework and ensure we are aligned with the highest ethical standards.

DIRECTORS' REPORT

We remain dedicated to embedding ESG principles into every aspect of our operations. We will continue to engage with stakeholders, seek feedback, and incorporate best practices to drive meaningful change and sustainable impact.

CORPORATE

Board Changes

On 26 October 2023 the Company announced the appointment of Mr Thomas Langley as Non-Executive Director of the Company.

In conjunction with the Company's announcement regarding the Lady Grey Lithium Project, the Company also advised that Mr Anees Sabet has been appointed Non-Executive Director of the Company (as the nominee director of Syndicate).

Mr Peter Swiridiuk resigned as Non-Executive Director of the Company effective 23 April 2024. Peter had been a Director of Lanthanein since 2014 and was instrumental in the development of the Company's interests in Papua New Guinea as well as significantly contributing to the exploration efforts on the Company's Australian projects

Capital Raisings

The Company advised in December 2023 that it had received firm commitments from sophisticated investors to raise \$2 million (before costs) via a two-tranche placement (**Placement**) of approximately 666,666,667 million shares at an issue price of \$0.003 per Share (**Placement Shares**). Newly pointed director, Mr Anees Sabet, committed to subscribing for \$200,000 of Placement Shares on the same terms as the Placement, subject to shareholder approval which was received in February 2024.

In addition, on 8 March 2024 the Company issued 100,000,000 new ordinary shares pursuant to the terms of the Gondwana Option Agreement announced to the market on 6 December 2023.

On 3 May 2024 the Company announced it had received firm commitments from sophisticated investors to raise \$2,200,000 (before costs) via a placement of 488 million shares at an issue price of 0.45¢ per share. The funds raised from the placement will be used primarily to fund exploration at the Lady Grey lithium Project, Western Australia. Allotment of a total of 488,727,225 placement shares occurred as planned on 15 May 2024

Schedule 1 – Lanthanein Resources Limited Tenement Information (Australia) as at 30 June 2024

Tenement Number and Name	Ownership	Sub-blocks	Area (sq.km)	Application /Grant Date	Expiry Date
E 09/2515 - Gascoyne (WA)	100% LNR via Dalkeith Capital Pty Ltd	47	147.02	17-Dec-21	16-Dec-26
E 09/2516 - Gascoyne (WA)	100% LNR via Dalkeith Capital Pty Ltd	25	78.35	17-Dec-21	16-Dec-26
E 77/2796 - Koolya (WA)	100% LNR via Dalkeith Capital Pty Ltd	47	138.78	05-Nov-21	04-Nov-26
E 77/2797 - Koolya (WA)	100% LNR via Dalkeith Capital Pty Ltd	28	82.68	05-Nov-21	04-Nov-26
E 52/4012 - Mt Clere (WA)	100% LNR via Dalkeith Capital Pty Ltd	191	591.63	23-Mar-22	22-Mar-27
EL6717 - Murraydium (SA)	100% LNR via Southern Rare Earths Pty Ltd	78	876.00	06-Apr-22	05-Apr-28
EL6969 – Murraydium (SA)	100% LNR via Southern Rare Earths Pty Ltd	671km2	671.00	17 Jan 24	16 Jan 30
E77/2143 – Lady Grey Project (WA)	Earning up to a 70% interest Current interest in Stage 1: 0%	47		5 Nov 21	4 Nov 26

LANTHANEIN RESOURCES LTD

The information in this announcement that relates to Exploration Results and other geological information has been compiled under the supervision of Mr Thomas Langley. Mr Langley is a member of the Australian Institute of Geoscientists and the Australasian Institute of Mining and Metallurgy and is a consultant to the Company. Mr Langley has sufficient experience which is relevant to the style of mineralisation and type 23 of deposit under consideration and the activity he is undertaking 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 ('the JORC Code')". Mr

DIRECTORS' REPORT

Langley consents to the inclusion in the report of the matters based on his information in the form and context in which it appears. The Company confirms that it is not aware of any new information or data that materially affects the information in the original reports, and that the form and context in which the Competent Person's findings are presented have not been materially modified from the original reports.

The information in this press release relating to Mineral Resources is based on information compiled, reviewed and assessed by Mr. Bill Oliver, who is a Member of the Australasian Institute of Mining and Metallurgy and the Australian Institute of Geoscientists. Mr. Oliver is a consultant to the Company and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined by the 2012 Edition of the Australasian Code for reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code). Mr. Oliver consents to the inclusion of the information in the form and context in which it appears.

The Company confirms that all material assumptions and technical parameters underpinning the mineral resource estimates announced 25 October 2023 continue to apply and have not materially changed. The Company confirms that the form and context in which the mineral resource estimates are presented have not been materially modified.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

In the opinion of the Directors there were no significant changes in the state of affairs of the Group that occurred during the financial year not otherwise disclosed in this report.

MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

On 16 August 2024 the Company announced the resignation of Mr Thomas Langley as Non-Executive Director of the Company.

Other than the above there were no matters or circumstance that has arisen since 30 June 2024 that has significantly affected, or may significantly affect:

- (i) the Group's operations in future financial years; or
- (ii) the results of those operations in future financial years; or
- (iii) the Group's state of affairs in future financial years.

CORPORATE GOVERNANCE

The Company's Corporate Governance Statement is available on its website www.lanthanein.com

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

Likely future developments in the operations of the Group and the expected results of those operations in subsequent financial years are consistent with those reported for the current period.

ENVIRONMENTAL REGULATIONS

The Group is subject to significant environmental regulation in respect of its mineral exploration activities.

The Group has exploration and mining tenements in Australia. The Group is not aware of any breach of environmental regulations during or since the end of the financial year.

The Directors have considered the National Greenhouse and Energy Reporting Act 2007 (the NGER Act) which introduces a single national reporting framework for the reporting and dissemination of information about the greenhouse gas emissions, greenhouse gas projects, and energy use and production of corporations. At the current stage of development, the directors have determined that the NGER Act will have no effect on the company for the current, nor subsequent, financial years. The Directors will reassess this position as and when the need arises.

DIRECTORS' REPORT

INFORMATION ON DIRECTORS

Director and Experience

David Frances (appointed 4 February 2022)

Non-Executive Chairman

Mr Frances is an international executive of nearly 30 years with a track record of transacting, discovering, funding, developing and operating assets in Australia and Africa. He has been a key figure in the transformation of several companies including Province Resources and their proposed 8GW green hydrogen project in Western Australia.

Mr Frances has served as Chairman both Executive and Non-Executive, President, Managing Director and Non-Executive Director for a variety of ASX and TSX listed and private Companies across a diverse range of business. He has dealt with multiple governments at all levels and specialises in the delivery of tough projects in complex jurisdictions. He is committed to seeing companies move towards adopting the global standard for Environmental, Social and Governance (ESG) metrics and disclosures as released by the World Economic Forum.

Mr Frances is currently Managing Director of Province Resources Ltd and Non-Executive Director of Southern Hemisphere Mining Ltd.

Particulars of Directors Interest in Securities in the Company:
11,250,000 options exercisable at \$0.045 expiring 13/05/2025
15,000,000 options exercisable at \$0.03 expiring 31/12/2025
15,000,000 options exercisable at \$0.02 expiring 31/12/2025

Brian Thomas (appointed 22 October 2021)

Non-Executive Director

Mr Thomas is a very experienced Director and Corporate Executive with significant domestic and international resources management experience. He is the principal of a boutique corporate advisory practice working with small to mid-market capitalisation companies and investor groups predominantly in the resources industry overseeing market oriented technical reviews plus advising on corporate finance, mergers & acquisitions and investor relations. He has held both Executive and Non-Executive Director roles with numerous ASX listed and unlisted companies after an extensive career in the financial services sector in corporate stockbroking, investment banking, funds management and corporate banking. He has more than 35 years of mining and exploration industry experience in a broad range of commodities from precious and base metals, bulk and industrial minerals, diamonds plus oil and gas.

Mr Thomas graduated from the University of Adelaide with a BSc in Geology and Mineral Economics, the University of Western Australia Business School with an MBA and the Securities Institute of Australia (now FinSIA) with a certificate in Applied Finance and Investment.

Mr Thomas is currently Non-Executive Chairman of Peregrine Gold Ltd.

Particulars of Directors Interest in Securities in the Company:
7,500,000 options exercisable at \$0.03 expiring 31/12/2024
15,000,000 options exercisable at \$0.03 expiring 31/12/2025
15,000,000 options exercisable at \$0.02 expiring 31/12/2025

DIRECTORS' REPORT

Thomas Langley (appointed 26 October 2023, resigned 16 August 2024)

Non-Executive Director

Mr Langley holds a BSc Geology from the University of Western Australia and a MSc Economic Geology from the University of Tasmania (CODES). He has >10 years experience working for several resource companies including BHP Nickel West, Northern Star Resources and Creasy Group.

Mr Langley has extensive experience in both exploration and mining geology, including overseeing large scale resource definition drill programs, early-stage project evaluation, project generation and grassroots exploration programs across multiple commodities and deposit types in the Proterozoic Albany - Fraser Range, Proterozoic Paterson Province and the Archean Yilgarn Craton.

Mr Langley is currently Technical Director of Lycaon Resources Ltd as well as a Member of The Australasian Institute of Mining and Metallurgy (MAusIMM), the Australian Institute of Company Directors (MAICD) and the Australian Institute of Geoscientists (MAIG).

Particulars of Directors Interest in Securities in the Company:

12,250,000 options exercisable at \$0.03 expiring 31/12/2024

6,250,000 class D performance shares expiring 04/01/2027

10,000,000 options exercisable at \$0.03 expiring 31/12/2025

10,000,000 options exercisable at \$0.02 expiring 31/12/2025

Anees Sabet (appointed 6 December 2023)

Non-Executive Director

Mr Sabet is an established businessman with a track record of identifying and developing resources projects. He is the founder and CEO of Syndicate Minerals Pty, a globally diversified private exploration company focused on exploring large mineral systems for metals crucial to the energy transition.

Mr Sabet is currently a Non-Executive Director at Peregrine Gold Ltd.

Particulars of Directors Interest in Securities in the Company:

110,666,666 Fully paid ordinary shares

10,000,000 options exercisable at \$0.03 expiring 31/12/2025

10,000,000 options exercisable at \$0.02 expiring 31/12/2025

Peter Swiridiuk (resigned 23 April 2024)

Non-Executive Director

Peter Swiridiuk holds a BSc (Hons), DipEd, MAIG. Peter has over 32 years' experience exploring for copper, gold, diamonds, coal, REE and base metals. In 2007 he spent six years as Managing Director of ASX listed Coppermoly Limited where he attracted over \$32 million through an IPO, capital raisings and joint venture partner Barrick Gold Corp. While leading Coppermoly, over 2 billion pounds of copper, in two separate JORC resources, were delineated on New Britain Island, Papua New Guinea.

Since 1997, he spent substantial amounts of time managing exploration, discovery and resource definition for projects in Australia, PNG, Solomon Islands, Philippines, Cyprus, Mexico and Oman, where his exploration led to the discovery of two copper mines. Peter has acted as a technical consultant to Lanthanein Resources since 2003. He has authored numerous independent technical reports for the purpose of capital raisings.

Peter was geophysicist for DeBeers diamond services during the 1990's where he managed geophysical surveys for the exploration of diamonds in Australia. Peter was previously a Director of Coppermoly Ltd.

Mr Swiridiuk does not currently hold any other listed directorship.

Particulars of Directors Interest in Securities in the Company at resignation:

770,000 ordinary shares

7,500,000 options exercisable at \$0.03 expiring 31/12/2024

DIRECTORS' REPORT

COMPANY SECRETARY

Matthew Foy - BCom, GradDipAppFin, GradDipACG, SAFin, FGIA, FCG

Matthew is a professional company secretary with over 16 years' experience facilitating Public Company compliance with core strengths in the ASX Listing Rules, operational and governance disciplines.

DIRECTORS' MEETINGS

The number of Directors' meetings (including meetings of committees of Directors) and number of meetings attended by each of the Directors of the Company during the financial year (and the number each Director was entitled to attend):

	Directors' Meetings	
	Number eligible to attend	Number attended
David Frances	4	4
Brian Thomas	4	4
Peter Swiridiuk	4	4
Thomas Langley	3	2
Anees Sabet	1	1

REMUNERATION REPORT (Audited)

The information in this remuneration report has been audited as required by s.308 (3C) of the *Corporations Act 2001*.

(a) Principles used to determine the nature and amount of remuneration

The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. As there is no remuneration committee the role is assumed by the full Board of Directors. The Board ensures that director and executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness;
- acceptability to shareholders;
- transparency; and
- capital management.

The Group has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the organisation.

Alignment to shareholders' interests:

- has economic profit as a core component of plan design;
- focuses on sustained growth in share price and delivering constant return on assets as well as focusing the executive on key non-financial drivers of value;
- attracts and retains high calibre executives;
- rewards capability and experience;
- reflects competitive reward for contribution to shareholder growth;
- provides a clear structure for earning rewards; and
- provides recognition for contribution.

DIRECTORS' REPORT

REMUNERATION REPORT (continued)

(a) Principles used to determine the nature and amount of remuneration (continued)

Relationship between remuneration and Group performance

During the past year and since listing on 9 April 2003 the Group has generated losses because it is still involved in mineral exploration, not in production.

Given that the remuneration is commercially, the link between remuneration, Group performance and shareholder wealth generation is tenuous, particularly in the exploration stage of a minerals company. Since listing the Group has recorded significant losses as it carries out exploration activities on its tenements, and no dividend has been paid. Share prices are subject to the influence of international metal prices and market sentiment toward the sector, and increases or decreases may occur quite independent of executive performance or remuneration. Share prices, largely unrelated to profit and loss, have fluctuated between \$0.011 and \$0.06 during the last twelve months, and at 30 June 2024 the price was \$0.004.

Non-Executive Directors

Fees and payments to Non-Executive Directors reflect their responsibilities and the demands placed on individual Directors. Non-Executive Directors' fees and payments are reviewed annually by the Board. The Board seeks to ensure Non-Executive Directors' fees and payments are appropriate and in line with the market.

Directors' fees

The current base remuneration was last reviewed with effect from February 2022. Directors' fees are inclusive of committee fees.

Non-Executive Directors' fees are determined within the Non-Executive Directors' fee pool limit, which is periodically recommended for approval by shareholders. The pool currently stands at \$300,000 per annum for Non-Executive Directors has approved at the Company's Annual General Meeting on 26 November 2019.

Retirement allowances for Directors

The Company provides no retirement allowances for Non-Executive Directors.

Executive pay

The executive pay and reward framework has four components:

- base pay and benefits;
- short-term incentives;
- long-term incentives through Directors options (refer Note 19); and
- other remuneration such as superannuation.

The combination of these comprises the executive's total remuneration.

Base pay

Structured as a total employment cost package which may be delivered as a mix of cash and prescribed non-financial benefits at the executive's discretion.

Executives are offered a competitive base pay that comprises the fixed component of pay and rewards. Base pay for senior executives is reviewed annually by the Board to ensure the executive's pay is competitive with the market. An executive's pay is also reviewed on promotion.

There are no guaranteed base pay increases fixed in any senior executives' contracts.

Benefits

Executives receive no benefits outside of the base pay, options and superannuation disclosed in this report.

DIRECTORS' REPORT

REMUNERATION REPORT (continued)

(a) Principles used to determine the nature and amount of remuneration (continued)

Retirement benefits

Other than statutory superannuation contributions, no retirement benefits are provided for executives except statutory entitlements.

Short-term incentives

Key management personnel are entitled to short term incentives (STI's) based on performance that is agreed by the board from time to time.

Performance Conditions

There are no performance conditions on remuneration. The Board may from time to time pay a cash bonus to employees on the achievement of agreed individual performance indicators.

(b) Details of remuneration

Details of the nature and amount of each element of the emoluments of each of the key management personnel of the Group are set out in the following tables:

	Short-term employee benefits			Post-employment benefits		Share-based payment		Total \$
	Cash salary and fees \$	Cash bonus \$	Non-Monetary benefits \$	Super-annuation \$	Retirement benefits \$	Options* \$	Shares \$	
2024								
<i>Non-Executive Directors</i>								
David Frances	60,000	-	-	-	-	44,372	-	104,372
Brian Thomas (ii)	108,750	-	-	-	-	44,372	-	153,122
Anees Sabet	35,186	-	-	-	-	29,581	-	64,767
Peter Swiridiuk (iii)	109,773	-	-	-	-	-	-	109,773
Tom Langley (i)	26,000	-	-	-	-	29,580	-	55,580
Total	339,709	-	-	-	-	147,905	-	487,614

(i) Appointed 26 October 2023

(ii) Appointed 5 December 2023

(iii) Resigned 23 April 2024

	Short-term employee benefits			Post-employment benefits		Share-based payment		Total \$
	Cash salary and fees \$	Cash bonus \$	Non-Monetary benefits \$	Super-annuation \$	Retirement benefits \$	Options* \$	Shares \$	
2023								
<i>Non-Executive Directors</i>								
David Frances	60,000	-	-	-	-	-	-	60,000
Brian Thomas	240,000	-	-	-	-	-	-	240,000
Peter Swiridiuk	239,996	-	-	-	-	-	-	239,996
Total	539,996	-	-	-	-	-	-	539,996

DIRECTORS' REPORT

REMUNERATION REPORT (continued)

Remuneration that is performance based % is that percentage of remuneration that consisted of options.

The relative proportions of remuneration that are linked to performance and those that are fixed are as follows:

	Fixed Remuneration		At risk - STI		At risk – LTI *	
	2024	2023	2024	2023	2024	2023
Peter Swiridiuk (iii)	100%	100%	-	-	-	-
David Frances	57%	100%	-	-	43%	-
Brian Thomas	71%	100%	-	-	29%	-
Tom Langley (i)	47%	-	-	-	53%	-
Anees Sabet (ii)	54%	-	-	-	46%	-

* Long-term incentives reflect the value of remuneration consisting of options expensed during the year.

(i) Appointed 26 October 2023

(ii) Appointed 5 December 2023

(iii) Resigned 23 April 2024

(c) Service agreements

The Company has in place with each Director a Non-Executive Director appointment letter. There are no service agreements in place for executive or non-executive Directors.

(d) Share-based Compensation

Options

Options may be granted to key management personnel under the Lanthanein Resources Ltd Long Term Incentive Plan (the **Plan**) last approved by shareholders on 10 November 2023.

In the last three years the Company has issued the following options pursuant to the Plan:

1. 33,000,000 options exercisable at \$0.03 expiring 31/12/2024 granted on 23 December 2021
2. 11,250,000 options exercisable at \$0.045 expiring 3/05/2025 granted on 13 May 2022
3. 50,000,000 options exercisable at \$0.02 expiring 31/12/2025 granted on 22 March 2023
4. 50,000,000 options exercisable at \$0.03 expiring 31/12/2025 granted on 22 March 2023

Options granted under the Plan carry no dividend or voting rights. All options were provided at no cost to the recipients. When exercisable, each option is convertible into one ordinary share of Lanthanein Resources Ltd. Further information on options is set out in Note 22 to the Financial Statements.

DIRECTORS' REPORT

REMUNERATION REPORT (continued)

(e) Equity Instrument disclosures relating to KMP

(i) Options provided as remuneration and shares issued on exercise of such options

Details of options over ordinary shares in the Company provided as remuneration and shares issued on the exercise of such options, together with terms and conditions of the options, can be found in the Remuneration Report, if applicable.

(ii) Option holdings

The number of options over ordinary shares held by each KMP of the Group during the financial year is as follows:

2024	Balance at the start of the year	Granted during the year as remuneration	Exercised during the year	Other changes during the year	Balance at the end of the year	Vested and exercisable at the end of the year
Name						
Directors -						
David Frances	11,250,000	30,000,000	-	-	41,250,000	41,250,000
Brian Thomas	7,500,000	30,000,000	-	-	37,500,000	37,500,000
Anees Sabet (ii)	-	20,000,000	-	-	20,000,000	20,000,000
Tom Langley (i)	-	20,000,000	-	-	20,000,000	20,000,000
Peter Swiridiuk (iii)	7,500,000	-	-	(7,500,000)	-	-
Total	26,250,000	100,000,000	-	(7,500,000)	118,750,000	118,750,000

(i) Appointed 26 October 2023

(ii) Appointed 5 December 2023

(iii) Resigned 23 April 2024

The number of options over ordinary shares held by each KMP of the Group during the previous financial year is as follows:

2023	Balance at the start of the year	Granted during the year as remuneration	Exercised during the year	Other changes during the year	Balance at the end of the year	Vested and exercisable at the end of the year
Name						
Directors -						
David Frances	11,250,000	-	-	-	11,250,000	11,250,000
Brian Thomas	7,500,000	-	-	-	7,500,000	7,500,000
Peter Swiridiuk	7,500,000	-	-	-	7,500,000	7,500,000
Total	26,250,000	-	-	-	26,250,000	26,250,000

(iii) Share holdings

The numbers of shares in the Company held during the financial year by each Director of Lanthanein Resources Ltd and other key management personnel of the consolidated group are set out below.

DIRECTORS' REPORT

REMUNERATION REPORT (continued)

(e) Equity Instrument disclosures relating to KMP (continued)

2024	Balance at the start of the year	Received during the year on the exercise of options	Purchases of Securities	Other changes during the year	Balance at the end of the year
<i>Directors</i>					
David Frances	-	-	-	-	-
Brian Thomas	-	-	-	-	-
Anees Sabet (ii)	-	-	-	110,666,666	110,666,666
Tom Langley (i)	-	-	-	-	-
Peter Swiridiuk (iii)	770,000	-	-	(770,000)	-
Total	770,000	-	-	(109,896,666)	110,666,666

(i) Appointed 26 October 2023

(ii) Appointed 5 December 2023

(iii) Resigned 23 April 2024

2023	Balance at the start of the year	Received during the year on the exercise of options	Purchases of Securities	Other changes during the year	Balance at the end of the year
<i>Directors</i>					
David Frances	-	-	-	-	-
Brian Thomas	-	-	-	-	-
Peter Swiridiuk	770,000	-	-	-	770,000
Total	770,000	-	-	-	770,000

(f) Loans to Directors and executives

No loans were made to Directors of Lanthanein Resources Ltd or other key management personnel of the consolidated group, including their personally-related entities (2023: Nil).

(g) Other transactions with Directors and other key management personnel

Director, Anees Sabet, has a controlling interest in Syndicate Minerals Pty Ltd. The Company issued 44,000,000 ordinary shares to Syndicate Minerals at a value of \$220,000 in respect to the acquisition of the Gondwana Vendor Option which was approved by shareholders on 23 February 2024.

No other transactions occurred between the Group and other key management personnel except for the reimbursement at cost of expenditure incurred on behalf of the Group.

DIRECTORS' REPORT

REMUNERATION REPORT (continued)

(h) Additional information

The Company has a share trading policy which imposes basic trading restrictions on all employees of the Company with 'insider information', and additional trading restrictions on the Directors of the Company.

Full details of the Share Trading Policy can be found on the Company's website.

No options provided as remuneration were exercised during the year.

Relationship between remuneration and the Group's performance

The following table shows key performance indicators for the Group over the last five years:

	2024	2023	2022	2021	2020
Profit/(Loss) for the year	\$664,325	(\$769,111)	(\$2,101,860)	(\$801,389)	(\$783,940)
Closing Share Price	0.4 cents	1.5 cents	1.7 cents	1.4 cents	1.1 cents
KMP Incentives	\$147,905	\$nil	\$447,421	\$nil	\$nil
Total KMP Remuneration	\$487,614	\$539,996	\$789,200	\$227,025	\$293,381

Remuneration Consultants

The Group did not engage the services of any remuneration consultants during the year.

END OF AUDITED REMUNERATION REPORT

DIRECTORS' REPORT

SHARES UNDER OPTION

The following unissued ordinary shares of Lanthanein Resources Ltd under option are on issue as at the date of this report:

1. 192,000,011 options exercisable at \$0.03 expiring 31 December 2024
2. 11,250,000 options exercisable at \$0.045 expiring 31 May 2025
3. 100,000,000 options exercisable at \$0.006 expiring 1 March 2027
4. 50,000,000 options exercisable at \$0.02 expiring 31 December 2025
5. 50,000,000 options exercisable at \$0.03 expiring 31 December 2025

SHARES ISSUED ON THE EXERCISE OF OPTIONS

During the financial year ended 30 June 2024, there were nil shares of Lanthanein Resources Ltd issued upon the exercise of options. None have been issued since the end of the financial year.

INSURANCE OF OFFICERS

Since the end of the previous financial year the consolidated group has paid insurance premiums in respect of directors' and officers' legal expenses and liability insurance. The policies prohibit disclosure of details of the policies or the premiums paid. The Company has not otherwise, during or since the end of the year, except at the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the company or any of its controlled entities against a liability incurred as such an officer or auditor.

NON-AUDIT SERVICES

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 Consolidated Group are important.

Details of the amounts paid or payable to the auditor (Moore Australia Audit (WA)) for audit and non-audit services provided during the year are set out below.

The Board of Directors has considered the position and is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the provision of non-audit services by the auditor, as set out below, did not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- All non-audit services have been reviewed by the Board in its capacity as the Audit Committee to ensure they do not impact the impartiality and objectivity of the auditor; and
- None of the services undermine the general principles relating to the auditor independence as set out in APES 110 Code of Ethics for Professional Accountants, including reviewing or auditing the auditor's own work, acting in a management or a decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risk and rewards.

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 18.

DIRECTORS' REPORT

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

	2024 \$	2023 \$
Assurance services		
Audit Services		
Moore Australia Audit (WA)	31,474	30,596
Sinton Spence Chartered Accountants (PNG)	-	-
<i>Total remuneration for audit and assurance services</i>	31,474	30,596
Taxation and Accounting Services		
Moore Australia (WA)	3,500	6,000
Sinton Spence Chartered Accountants (PNG)	2,516	1,207
<i>Total remuneration for taxation services</i>	6,016	7,207

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 the company, or to intervene in any proceedings to which the company is a party, for the purpose of taking responsible on behalf of the company for all or part of those proceedings.

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

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



David Frances
Non-Executive Chairman

26 September 2024

Auditor's Independence Declaration

Under Section 307c of the Corporations Act 2001

To the directors of Lanthanein Resources Limited

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2024, there have been:

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



Suan Lee Tan
Partner – Audit and Assurance
[Moore Australia Audit \(WA\)](#)
Perth
26th day of September 2024



Moore Australia Audit (WA)
Chartered Accountants

FINANCIAL REPORT – 30 JUNE 2024

This financial report includes the consolidated financial statements and notes of Lanthanein Resources Ltd and its controlled entities ('Consolidated Group' or 'Group'). The financial report is presented in the Australian currency.

Lanthanein Resources Ltd is a company limited by shares, incorporated and domiciled in Australia. Its principal place of business is:

Lanthanein Resources Ltd
Level 8, 99 St Georges Terrace
Perth WA 6000

Its registered office is:

Lanthanein Resources Ltd
Level 8, 99 St Georges Terrace
Perth WA 6000

A description of the nature of the Group's operations and principal activities is included in the Managing Director's Review of Operations in the Directors' report.

The financial report was authorised for issue by the Directors on 26 September 2024. The Company has the power to amend and reissue the financial report.

Through the use of the internet, we have ensured that our corporate reporting is timely, complete, and available globally at minimum cost to the Company. All press releases, financial reports and other information are available on our website: www.lanthanein.com.

For queries in relation to our reporting please call +61 8 9486 4036 or email matt.foy@ftcorpbrate.com.au.

LANTHANEIN RESOURCES LTD
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024 \$	2023 \$
Revenue from Continuing Operations			
Revenue	4	31,168	42,258
Other income	5	1,529,253	-
		1,560,421	42,258
Exploration expenditure		(6,389)	(38,307)
Administration and insurance expenses		(171,470)	(338,095)
Corporate compliance and shareholder		(345,942)	(248,559)
Gross employee benefit expense		(175,598)	(139,996)
Directors benefits expense		(147,905)	-
Depreciation	10	(10,346)	-
Consultancy		(3,700)	(30,450)
Unrealised FX losses		(34,746)	-
Travelling expenses		-	(15,962)
Profit/(Loss) before income tax		664,325	(769,111)
Income tax expense/(benefit)	6	-	-
Profit/(Loss) after tax from continuing		664,325	(769,111)
Profit/(Loss) for the year attributable to ordinary equity holders of Lanthanein		664,325	(769,111)
Other comprehensive income			
Items that may be subsequently reclassified to profit or loss:			
Movement in foreign currency translation		-	1,962
Other comprehensive income for the year		-	1,962
Total comprehensive profit/(loss) for the year attributable to ordinary equity holders of Lanthanein		664,325	(767,149)
Profit/(Loss) per share for the year attributable to members of Lanthanein			
Continuing operations		0.05	(0.07)
Total basic and diluted profit/(loss) per share	18	0.05	(0.07)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

LANTHANEIN RESOURCES LTD
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2024

	Notes	2024	2023
		\$	\$
ASSETS			
Current Assets			
Cash and cash equivalents	7	2,793,474	2,892,216
Trade and other receivables	8	139,647	266,988
Deposits held in trust	9	465,253	-
Total Current Assets		<u>3,398,374</u>	<u>3,159,204</u>
Non-Current Assets			
Trade and other receivables	8	-	158
Plant and equipment	10	41,669	52,015
Exploration and evaluation expenditure	11	11,419,642	7,746,794
Investments	12	1,650,000	-
Total Non-Current Assets		<u>13,111,311</u>	<u>7,798,967</u>
Total Assets		<u>16,509,685</u>	<u>10,958,171</u>
LIABILITIES			
Current Liabilities			
Trade and other payables	13	165,202	621,382
Total Current Liabilities		<u>165,202</u>	<u>621,382</u>
Total Liabilities		<u>165,202</u>	<u>621,382</u>
Net Assets		<u>16,344,483</u>	<u>10,336,789</u>
EQUITY			
Contributed equity	16	51,781,027	48,043,643
Reserves	17	6,428,449	4,822,464
Accumulated losses	17	(41,864,993)	(42,529,318)
Total Equity		<u>16,344,483</u>	<u>10,336,789</u>

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

LANTHANEIN RESOURCES LTD
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2024

	Contributed Equity	Accumulated Losses	Share Based Payment Reserve	Options Premium Reserve	Foreign Currency Translation Reserve	Total
	\$	\$	\$	\$	\$	\$
Balance at 1 July 2022	44,247,249	(41,760,207)	4,277,362	965,190	(607,729)	7,121,865
Loss attributable to ordinary equity holders of Lanthanein Resources Ltd	-	(769,111)	-	-	-	(769,111)
Other comprehensive income						
Foreign currency translation	-	-	-	-	1,962	1,962
Total comprehensive loss for the year	-	(769,111)	-	-	1,962	(767,149)
Transaction with owners, in their capacity as owners -						
Options issued during the year	-	-	-	339,065	-	339,065
Performance rights issued during the year	153,386	-	(153,386)	-	-	-
Shares issued during the year, net of costs	3,643,008	-	-	-	-	3,643,008
Balance at 30 June 2023	48,043,643	(42,529,318)	4,123,976	1,304,255	(605,767)	10,336,789
Balance at 1 July 2023	48,043,643	(42,529,318)	4,123,976	1,304,255	(605,767)	10,336,789
Profit attributable to ordinary equity holders of Lanthanein Resources Ltd	-	664,325	-	-	-	664,325
Other comprehensive income						
Write back of reserve – disposal of foreign subsidiary	-	-	-	-	605,767	605,767
Total comprehensive loss for the year	48,043,643	(41,864,993)	4,123,976	1,304,255	-	11,606,881
Transaction with owners, in their capacity as owners -						
Options issued during the year	-	-	-	1,000,218	-	1,000,218
Performance rights issued during the year	-	-	-	-	-	-
Shares issued during the year, net of costs	3,737,384	-	-	-	-	3,737,384
Balance at 30 June 2024	51,781,027	(41,864,993)	4,123,976	2,304,473	-	16,344,483

The above Consolidated Statement of Changes in Equity
Should be read in conjunction with the accompanying notes.

LANTHANEIN RESOURCES LTD
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024 \$	2023 \$
Cash Flows From Operating Activities			
Payments to suppliers and employees		(552,948)	(922,084)
Interest received		31,168	42,259
Interest paid		(9,144)	-
Payments to exploration expenditure		(12,566)	(37,826)
Net cash outflow from operating activities	24	(543,490)	(917,651)
Cash Flows From Investing Activities			
Tenement payments		(1,500,000)	-
Payments for exploration and evaluation		(2,250,636)	(4,199,427)
Receipt of drilling co-funding payment		113,687	-
Net cash inflow/(outflow) from investing activities		(3,636,949)	(4,199,427)
Cash Flows From Financing Activities			
Proceeds from the issue of shares and options		4,399,272	4,270,265
Payments for capital raising costs		(317,575)	(288,192)
Proceeds from borrowings		250,000	-
Repayment of borrowings		(250,000)	-
Net cash inflow/(outflow) from financing activities		4,081,697	3,982,073
Net increase/(decrease) in cash and cash equivalents		(98,742)	(1,135,005)
Cash at 1 July		2,892,216	4,026,924
Effect of exchange rates on cash holdings in foreign currencies		-	297
Cash at 30 June	7	2,793,474	2,892,216

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial report includes the consolidated financial statements and notes of Lanthanein Resources and controlled entities ('Consolidated Group' or 'Group').

Basis of preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards and Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the *Corporations Act 2001*. Lanthanein Resources Ltd is a for profit entity for the purposes of preparing the financial statements.

Compliance with IFRS

These consolidated 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 under the historical cost convention, as modified by the revaluation of certain classes of plant and equipment.

Critical accounting estimates

The directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

(a) Principles of consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Lanthanein Resources Ltd) and all of the subsidiaries (including any structured entities). Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 25.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealized gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

Equity interests in a subsidiary not attributable, directly or indirectly, to the Group are presented as "non-controlling interests". The Group initially recognizes non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary's net assets on liquidation at either fair value or at the non-controlling interests' proportionate share of the subsidiary's net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(b) Cash and cash equivalents

For statement of cash flows presentation purposes, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the statement of financial position.

(c) Exploration and evaluation expenditure

Exploration, evaluation and development expenditures incurred are capitalised in respect of each identifiable area of interest. These costs are only capitalised to the extent that they are expected to be recovered through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full against profit or loss in the period in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to capitalise costs in relation to that area.

Costs of site restoration are provided for over the life of the project from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with local laws and regulations and clauses of the permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Any changes in the estimates for the costs are accounted for on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly, the costs have been determined on the basis that the restoration will be completed within one year of abandoning the site.

(d) Plant and equipment

All plant and equipment is stated at historical cost less depreciation. 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 Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of profit or loss and other comprehensive income during the financial period in which they are incurred.

Items of plant and equipment are depreciated over their estimated useful lives. The diminishing balance method is used. Assets are depreciated from the date of acquisition or, in respect of internally constructed assets, from the time an asset is completed and held ready for use. Estimates of useful lives are made at the time of acquisition and varied as required.

Expected useful lives are: Plant and Equipment between 4 years and 7 years.

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(d) Plant and equipment (continued)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each statement of financial position date.

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 the statement of profit or loss and other comprehensive income.

(e) Impairment of assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

(f) Employee benefits

Short-term employee benefits

Provision is made for the Group's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The Group's obligations for short-term employee benefits such as wages, salaries and sick leave are recognised as a part of current trade and other payables in the statement of financial position. The Group's obligations for employees' annual leave and long service leave entitlements are recognised as provisions in the statement of financial position.

Other long-term employee benefits

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service. Other long-term employee benefits are measured at the present value of the expected future payments to be made to employees. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee departures and are discounted at rates determined by reference to market yields at the end of the reporting period on government bonds that have maturity dates that approximate the terms of the obligations. Any remeasurements for changes in assumptions of obligations for other long-term employee benefits are recognised in profit or loss in the periods in which the changes occur.

The Group's obligations for long-term employee benefits are presented as non-current provisions in its statement of financial position, except where the Group does not have an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case the obligations are presented as current provisions.

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(f) Employee benefits (continued)

Defined contribution superannuation benefits

All employees of the Group other than those that receive defined benefit entitlements receive defined contribution superannuation entitlements, for which the Group pays the fixed superannuation guarantee contribution (currently 11.50% of the employee's average ordinary salary) to the employee's superannuation fund of choice. All contributions in respect of employees' defined contribution entitlements are recognised as an expense when they become payable. The Group's obligation with respect to employees' defined contribution entitlements is limited to its obligation for any unpaid superannuation guarantee contributions at the end of the reporting period. All obligations for unpaid superannuation guarantee contributions are measured at the (undiscounted) amounts expected to be paid when the obligation is settled and are presented as current liabilities in the Group's statement of financial position.

Termination benefits

When applicable, the Group recognises a liability and expense for termination benefits at the earlier of: (a) the date when the Group can no longer withdraw the offer for termination benefits; and (b) when the Group recognises costs for restructuring pursuant to AASB 137: *Provisions, Contingent Liabilities and Contingent Assets* and the costs include termination benefits. In either case, unless the number of employees affected is known, the obligation for termination benefits is measured on the basis of the number of employees expected to be affected. Termination benefits that are expected to be settled wholly before 12 months after the annual reporting period in which the benefits are recognised are measured at the (undiscounted) amounts expected to be paid. All other termination benefits are accounted for on the same basis as other long-term employee benefits.

Equity-settled compensation

Share-based payments to employees are measured at the fair value of the instruments issued and amortised over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using the Black-Scholes pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.

(g) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

Revenue from the drilling contract is recognised based on the terms of the contract that provide for revenue recognition on the basis of actual meters drilled at contract rates. Revenue from ancillary charges, primarily relating to extra services to the customer, is recorded when the services are rendered. Revenue in relation to the reimbursable expenditure is recognised in the period in which the expenditure was incurred,

All revenue is stated net of the amount of goods and services tax (GST).

(h) Interest income

Interest income is recognised on a time proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(i) Income tax

The income tax expense (benefit) for the year comprises current income tax expense (income) and deferred tax expense (income).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at the end of the reporting period. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense (income) is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates enacted or substantively enacted at the end of the reporting period. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur.

Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(j) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

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

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

(k) Provisions

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

(l) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit after tax attributable to equity holders of the company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share

Potential shares as a result of options outstanding at the end of the year are not dilutive and therefore have not been included in the calculation of diluted earnings per share.

(m) Foreign currency transactions and balances

The functional currency of each of the group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

Transaction and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the statement of profit or loss and other comprehensive income, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in the statement of profit or loss and other comprehensive income.

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(m) Foreign currency transactions and balances (continued)

Group companies

The financial results and position of foreign operations whose functional currency is different from the group's presentation currency are translated as follows:

- a. Assets and liabilities are translated at year-end exchange rates prevailing at that reporting date;
- b. Income and expenses are translated at average exchange rates for the period; and
- c. Share capital and retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations are transferred directly to the group's foreign currency translation reserve in the statement of financial position. These differences are recognised in the statement of profit or loss and other comprehensive income in the period in which the operation is disposed.

(n) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors.

(o) Comparative Figures

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

(p) New, revised or amending Accounting Standards and Interpretations adopted

The Group has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. These standards did not materially affect the Group.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

(q) New Accounting Standards and Interpretations Not Yet Mandatory or Early Adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 30 June 2024. Management is currently assessing the impact of these standards on the Group's financial statements in the year of initial application.

(r) Financial Instruments

The Group 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.

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(r) Financial Instruments (continued)

The Group subsequently measures all equity investments at fair value. The Group has not elected to present fair value gains and losses on equity investments in OCI, where there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the group's right to receive payments is established.

As per AASB 9, an expected credit loss model is applied, not an incurred credit loss model as per AASB 139. To reflect changes in credit risk, this expected credit loss model requires the Group to account for expected credit loss since initial recognition.

For trade receivables, the Group applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. In measuring the expected credit loss, a provision matrix for trade receivables was used taking into consideration various data to get to an expected credit loss (i.e. diversity of customer base, appropriate groupings of historical loss experience, etc).

NOTE 2 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks; market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group is engaged in mineral exploration and evaluation, and does not currently sell product and derives only limited revenue from interest earned.

Risk management is carried out by the board as a whole and no formal risk management policy has been adopted but is in the process of development.

(a) Market risk

(i) Foreign exchange risk

Foreign exchange risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the entity's functional currency.

The Group operates internationally and is exposed to foreign exchange risk arising from currency exposures to the PNG Kina. Since the Group has not yet commenced mining operations or to sell products the exposure is limited to the movement in loan accounts between the Parent and the Subsidiaries located in Papua New Guinea.

The Group limits its foreign currency risk by limiting funds held in overseas bank accounts and paying its creditors promptly. The Group's exposure to foreign currency risk on PNG Kina, translated into Australian Dollars at 30 June, was as follows:

	2024	2024	2023	2023
	AUD	Kina	AUD	Kina
Foreign currency assets and liabilities				
Cash and cash equivalents	-	-	5,326	12,492
Trade and other receivables	-	-	-	-
Prepayments	-	-	-	-
Trade and other payables	-	-	(1,558)	(4,100)

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 2 FINANCIAL RISK MANAGEMENT (continued)

(ii) Interest rate risk

From time to time the Group has significant interest bearing assets, but they are as a result of the timing of equity raising and capital expenditure rather than a reliance on interest income. Exposure to interest rates is limited to the cash and cash equivalents balances.

The Group's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates, and the effective weighted average interest rate for each class of financial assets and financial liabilities comprises:

2024	Floating Interest Rate \$	Non-interest bearing \$	Total \$
Financial assets			
Cash and cash equivalents	2,793,474	-	2,793,474
Trade and other receivables	-	139,647	139,647
Deposits held in trust	-	465,253	465,253
	<u>2,793,474</u>	<u>604,900</u>	<u>3,398,374</u>
Financial liabilities			
Trade and other payables	-	165,202	165,202
	<u>-</u>	<u>165,202</u>	<u>165,202</u>
Net financial assets	<u>2,793,474</u>	<u>439,698</u>	<u>3,233,172</u>
2023	Floating Interest Rate \$	Non-interest bearing \$	Total \$
Financial assets			
Cash and cash equivalents	2,892,216	-	2,892,216
Trade and other receivables	-	266,988	266,988
Prepayments	-	-	-
	<u>2,892,216</u>	<u>266,988</u>	<u>3,159,204</u>
Financial liabilities			
Trade and other payables	-	621,382	621,382
	<u>-</u>	<u>621,382</u>	<u>621,382</u>
Net financial assets	<u>2,892,216</u>	<u>(354,394)</u>	<u>2,537,822</u>

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 2 FINANCIAL RISK MANAGEMENT (continued)

Sensitivity analysis

The following table illustrates sensitivities of the Group's exposure to changes in interest rates. The table indicates the impact on how profit reported at balance date would have been affected by changes in the interest rate risk variable that management considers to be reasonably possible.

	2024	2023
	\$	\$
Net financial assets subject to variable interest rates	2,793,474	2,892,216
Increase in profits resulting from a 1% pa increase in variable interest rates	27,935	28,922
Decrease in profits resulting from a 1% pa decrease in variable interest rates	(27,935)	(28,922)

The following table illustrates sensitivities of the Group's exposure to changes in foreign exchange rates. The table indicates the impact on how other comprehensive income reported at balance date would have been affected by changes in the foreign exchange rate variable that management considers to be reasonably possible.

	2024	2023
	\$	\$
Decrease in other comprehensive income resulting from a 10% increase in Australian Dollar against the Kina	-	(533)
Increase in other comprehensive income resulting from a 10% decrease in Australian Dollar against the Kina	-	533

The entity is not exposed to material price risk.

Net Fair Value

Cash and cash equivalents, trade and other receivables, and trade and other payables are short-term investments in nature whose carrying value is equivalent to fair value.

(b) Credit risk

Credit risk exposure represents the extent of credit related losses that the Group may be subject to on amounts to be received from financial assets. Credit risk arises principally from trade and other receivables including intercompany loans and cash. The objective of the Group is to minimise the risk of loss from credit risk. Although revenue from operations is minimal, the Group trades only with creditworthy third parties. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is insignificant. Credit terms are generally 30 days from the invoice date. The Group has no concentrations of credit risk, other than holding all its cash with Westpac Bank. The Group's maximum credit risk exposure is limited to the carrying value of its financial assets as indicated on the statement of financial position, which has not changed materially from the prior year.

Receivables also include \$nil (2023: \$158) in bonds, primarily mines department deposits.

Credit risk exposures

Credit risks related to balances with bank and other financial institutions is managed by the Board in accordance with Board policy. Such policy requires that surplus funds are only invested with counterparties with a Standard and Poor's rating of at least AA-. Cash is held with Westpac Banking Corporation, which is AA Rated.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 2 FINANCIAL RISK MANAGEMENT (continued)

(b) Credit risk (continued)

The maximum exposure to credit risk is as follows:

	2024	2023
	\$	\$
Current Assets:		
Cash and cash equivalents	2,793,474	2,892,216
Trade and other receivables	139,647	266,988
Deposits held in trust	465,253	-
Non-Current Assets:		
Trade and other receivables	-	158
	3,398,374	3,159,362

(c) Liquidity risk

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities.

The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and ensuring sufficient cash and marketable securities are available to meet the current and future commitments of the Group. Due to the nature of the Group's activities, being mineral exploration, the Group does not have ready access to credit facilities, with the primary source of funding being equity raisings. The Board of Directors constantly monitor the state of equity markets in conjunction with the Group's current and future funding requirements, with a view to initiating appropriate capital raisings as required. Any surplus funds are invested with major financial institutions.

The Group's current financial assets and liabilities are summarised as follows:

	2024	2023
	\$	\$
Cash and cash equivalents	2,793,474	2,892,216
Trade and other receivables	139,647	266,988
Deposits held in trust	465,253	-
Trade and other payables	(165,202)	(621,382)
	3,233,172	2,537,822

The financial liabilities of the Group are confined to trade and other payables as disclosed in the statement of financial position. All trade and other payables are non-interest bearing and due within 30 days from the reporting date.

The contractual amounts payable are equal to the carrying amounts in the accounts.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Judgements, estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Group makes assumptions concerning the future. All judgments, estimates and assumptions made are believed to be reasonable based on the most current set of circumstances available to management. The resulting accounting estimates will, by definition, seldom equal the related actual results. The judgments, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts and assets and liabilities within the next financial year are discussed below.

(a) Impairment of assets

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates.

(b) Share based payments

The Group measures the cost of equity settled transactions with employees by reference to the fair value of equity instruments at the date at which they are granted. The fair value is determined by an external valuer using a Black-Scholes option pricing model, using the assumptions detailed in Note 22.

	2024	2023
	\$	\$
NOTE 4 REVENUE		
From continuing operations		
Interest – unrelated parties	31,168	42,258
Total Revenue	<u>31,168</u>	<u>42,258</u>

	2024	2023
	\$	\$
NOTE 5 OTHER INCOME		
Gain on shares held	150,000	-
Gain on disposal of Tolukuma project (i)	1,379,253	-
Total Other Income	<u>1,529,253</u>	<u>-</u>

- (i) On 10 November 2023, the Company announced that it had completed the 100% sale of the Company's subsidiary Frontier Copper PNG Ltd, the holder of the Tolukuma exploration licence to Tolu Minerals Limited ("Tolu") for a total consideration of \$2 million comprising \$500,000 equivalent cash (Note 9) and \$1.5 million by way of 3 million fully paid shares in Tolu (Note 12). Details of the disposal are tabled below:

	2024	2023
	\$	\$
Consideration received	2,000,000	-
Less:		
Net assets/(liabilities) disposed	(14,980)	-
Disposal costs/writeback of foreign translation reserve on disposal	(605,767)	-
Total Other Income	<u>1,379,253</u>	<u>-</u>

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 6: INCOME TAX EXPENSE

	2024	2023
	\$	\$
a. The components of tax expense comprise:		
Current tax	-	-
Deferred tax	-	-
Income tax expense / (benefit) reported in Statement of Profit and Loss and Other Comprehensive Income	-	-
lb. The prima facie tax benefit on loss from ordinary activities before income tax is reconciled to the income tax as follows:		
Profit/(Loss) from continuing operations before income tax	664,325	(769,111)
Prima facie tax benefit on loss from continuing operations at 30% (2022: 30%)	199,298	(230,733)
Add / (less) tax effect of:		
- Other non-allowable items	44,488	11,671
- Revenue losses not recognised	412,477	253,890
- Other deferred tax balances not recognised	(59,449)	(34,828)
- Disposal of Frontier Copper PNG	(596,814)	-
Income tax expense / (benefit) reported in the consolidated statement of Profit and Loss and Other Comprehensive Income from ordinary operations	-	-
c. Deferred tax recognised at 30% (2023: 30%) (Note 1):		
Deferred tax liabilities:		
Capitalised exploration	(2,112,700)	(1,480,846)
Property, plant & equipment	(189,677)	(115,054)
Deferred tax assets:		
Revenue losses	2,302,377	1,579,900
Net deferred tax	-	-
d. Unrecognized deferred tax assets at 30% (2023: 30%) (Note 1):		
Carry forward revenue losses	4,970,257	4,737,502
Carry forward capital losses	529,850	529,850
Financial assets	304,840	304,840
Other	154,437	115,187
	5,959,384	5,687,379

The tax benefits of the above deferred tax assets will only be obtained if:

- (a) the company derives future assessable income of a nature and of an amount sufficient to enable the benefits to be utilised;
- (b) the company continues to comply with the conditions for deductibility imposed by law; and
- (c) no changes in income tax legislation adversely affect the company in utilising the benefits.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 6: INCOME TAX EXPENSE (continued)

Note 1 - the corporate tax rate for eligible companies will reduce from 30% to 25% by 30 June 2022 providing certain turnover thresholds and other criteria are met. Deferred tax assets and liabilities are required to be measured at the tax rate that is expected to apply in the future income year when the asset is realised or the liability is settled. The Directors have determined that the deferred tax balances be measured at the tax rates stated.

NOTE 7 CASH AND CASH EQUIVALENTS	2024	2023
	\$	\$
Cash and cash equivalents	2,793,474	2,892,216
Reconciliation of Cash		
Cash at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:		
Cash at bank	2,793,474	2,892,216
Bank deposits at call	-	-
Cash on hand	-	-
Cash and cash equivalents	<u>2,793,474</u>	<u>2,892,216</u>

Cash at bank earns an interest rate of 2.25% (2023: 2.00%). Refer to note 2 for the Group's exposure to interest rate risk.

NOTE 8 TRADE AND OTHER RECEIVABLES

CURRENT

Other receivables (a)	139,647	266,988
	<u>139,647</u>	<u>266,988</u>

NON-CURRENT

Deposits – tenements and premises	-	158
	<u>-</u>	<u>158</u>

(a) Other current receivables are all non-interest bearing.

No receivables were past due but not impaired.

NOTE 9 DEPOSITS HELD IN TRUST

Reconciliation:

Balance at beginning of the period		
Transfer of funds to solicitors trust account – Papua New Guinea	500,000	-
Currency revaluation	(34,747)	-
Balance at end of the period	<u>465,253</u>	<u>-</u>

On 10 November 2023, the Company announced that it had completed the 100% sale of the Company's subsidiary Frontier Copper PNG Ltd, the holder of the Tolukuma exploration licence to Tolu Minerals Limited ("Tolu") which included the equivalent of \$500,000 cash held in trust in solicitor's trust account in Papua New Guinea Kina ('PGK'). These funds were transferred into the Company's bank account in July 2024.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

	2024 \$	2023 \$
NOTE 10 PLANT AND EQUIPMENT		
Plant and equipment		
Plant and equipment at cost	52,015	54,185
Less accumulated depreciation	(10,346)	(2,170)
Carrying amount at the end of the financial year	<u>41,669</u>	<u>52,015</u>

Reconciliation

Reconciliations of the carrying amount of plant and equipment at the beginning and end of the financial year are set out below:

Carrying amount at the beginning of the financial year	52,015	-
Additions	-	52,015
Depreciation expense	(10,346)	-
Carrying amount at the end of the financial year	<u>41,669</u>	<u>52,015</u>

NOTE 11 EXPLORATION AND EVALUATION EXPENDITURE

Exploration and evaluation assets	11,419,642	7,746,794
Reconciliation:		
Balance at beginning of the year	7,746,794	3,314,638
Issue of ordinary shares – project acquisitions	-	-
Issue of performance rights – project acquisitions	-	-
Farm-in acquisition costs	1,500,000	-
Exploration expenditure	2,172,848	4,432,156
	<u>11,419,642</u>	<u>7,746,794</u>

The recoverability of the carrying amount of these capitalised assets is dependent on successful development or commercial exploitation, or alternatively, sale of the respective area of interest.

NOTE 12 INVESTMENTS

Reconciliation:

Balance at beginning of the period	-	-
Issue of shares in ASX-listed company – Tolu Minerals Limited	1,500,000	-
Market revaluation	150,000	-
Carrying amount at the end of the financial year	<u>1,650,000</u>	<u>-</u>

On 10 November 2023, the Company announced that it had completed the 100% sale of the Company's subsidiary Frontier Copper PNG Ltd, the holder of the Tolukuma exploration licence to Tolu Minerals Limited ("Tolu") which included \$1.5 million by way of 3 million fully paid shares in Tolu.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

	2024 \$	2023 \$
NOTE 13		
TRADE AND OTHER PAYABLES		
CURRENT		
Trade and sundry creditors (a)	125,506	582,382
Accrued expenses	39,700	39,000
	165,202	621,382

(a) All creditors are non-interest bearing and are normally settled on 30 day terms.

Refer to note 2 for the Group's exposure to liquidity risk.

NOTE 14 **COMMITMENTS**

Exploration Expenditure Commitments

In order to maintain rights of tenure to exploration tenements the Group is required to perform exploration work to meet the minimum expenditure requirements as specified by various governments.

Outstanding obligations are not provided for in the accounts and are payable:

Not later than 1 year	349,059	1,181,751
Later than 1 year but not later than 5 years	-	491,751
Any greater than 5 years	-	-
	349,059	1,673,502

NOTE 15 **CONTINGENT LIABILITIES**

The Group had the following contingent liabilities at 30 June 2024 (2023: nil) in relation the farm-in agreement to earn up to 70% of the Lady Grey Lithium-Tantalum Project:

- If the Company has not withdrawn from the Agreement, 100,000,000 ordinary shares on the first anniversary of the execution date of the Agreement;
- If the Company has not withdrawn from the Agreement, 166,666,666 ordinary shares on the second anniversary of the execution date of the Agreement; and
- If the Company has not withdrawn from the Agreement, 166,666,666 ordinary shares on the third anniversary of the execution date of the Agreement.
- A milestone payment of \$500,000 cash on the earlier to occur of:
 - o the first anniversary of the Stage 1 Start Date; and
 - o the date on which the aggregate of exploration expenditure incurred by the Company reaches \$1,000,000.
- A second milestone payment of \$500,000 cash on the earlier to occur of:
 - o the second anniversary of the Stage 1 Start Date; and
 - o the date on which the aggregate of exploration expenditure incurred by the Company reaches \$3,500,000
- In the event the Company withdraws from the Agreement prior to the first anniversary of the Stage 1 Start Date (which the Company may do, in its discretion) paying to Gondwana a cash payment of \$1,000,000 less any exploration expenditure up to the date of withdrawal.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 16	CONTRIBUTED EQUITY	2024 Shares	2023 Shares	2024 \$	2023 \$
(a) Paid Up Capital					
	Ordinary shares – fully paid of no-par value	2,443,636,128	1,121,575,570	51,781,027	48,043,643

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company 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 in a poll each share is entitled to one vote.

(b) Movements in ordinary share capital of the Company:

Date	Details	Number of Shares	Issue Price \$	\$
30 Jun 2022	Closing Balance	837,825,570		44,247,249
10 Aug 2022	Shares issued – placement	125,000,000	0.014	1,750,000
16 Dec 2022	Conversion of Class C performance rights	18,750,000	0.008	153,385
10 Feb 2023	Shares issued – placement	140,000,000	0.018	2,520,000
	Share capital raising costs			(626,991)
30 June 2023	Closing Balance	1,121,575,570		48,043,643
6 Dec 2023	Shares issued – placement	168,236,335	0.003	504,709
1 March 2024	Shares issued – placement	565,096,998	0.003	1,695,290
8 March 2024	Shares issued – placement	100,000,000	0.005	500,000
14 May 2024	Shares issued – placement	488,727,225	0.0045	2,199,273
	Share capital raising costs			(1,161,888)
30 June 2024	Closing Balance	2,443,636,128		51,781,027

(c) Option Issues

Options to purchase ordinary shares	Jun 2024 Options	Jun 2023 Options
Balance at 1 July	223,250,011	64,250,000
Issue of directors and consultant's options	100,000,000	-
Issue of brokers options	173,200,000	26,500,000
Issue of placement options	-	132,500,011
Less expired options	-	-
Balance at 30 June	496,450,011	223,250,011

(d) Option Exercise

During the financial year nil options were exercised.

(e) Option Expiry

During the financial year no options expired unexercised.

(f) Option Cancellation and Lapse

During the financial year nil options lapsed.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 16 CONTRIBUTED EQUITY (continued)

(g) Performance Rights Issues

Options to purchase ordinary shares	Jun 2024 Rights	Jun 2023 Rights
Balance at 1 July	45,673,076	64,423,076
Vesting of Class C Performance Rights	-	(18,750,000)
Balance at 30 June	<u>45,673,076</u>	<u>45,673,076</u>

(h) Capital Management

The Group's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they may continue to provide returns for shareholders and benefits for other stakeholders.

The capital structure of the Group consists of equity attributable to equity holders of the parent comprising issued capital, reserves and accumulative losses.

Due to the nature of the Group's activities, being mineral exploration, the Group does not have ready access to credit facilities, with the primary source of funding being equity raisings. Therefore, the focus of the Group's capital risk management is the current working capital position against the requirements of the Group to meet exploration programmes and corporate overheads. The Group's strategy is to ensure appropriate liquidity is maintained to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required.

The working capital position of the Group at 30 June 2024 and 30 June 2023 was as follows:

	2024	2023
	\$	\$
Cash and cash equivalents	2,793,474	2,892,216
Trade and other receivables	604,900	266,988
Trade and other payables	(165,202)	(621,382)
Working capital position	<u>3,233,172</u>	<u>2,537,822</u>

The Group is not subject to any externally imposed capital requirements.

Refer to note 2 for Financial Risk Management.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

	2024	2023
	\$	\$
NOTE 17 RESERVES AND ACCUMULATED LOSSES		
(a) Reserves		
Share based payment reserve	4,123,976	4,123,976
Options premium reserve	2,304,473	1,304,255
Foreign currency translation reserve	-	(605,767)
	<u>6,428,449</u>	<u>4,822,464</u>
Movements		
<i>Share based payment reserve</i>		
Balance 1 July	4,123,976	4,277,362
Option expense	-	-
Vesting of performance rights to ordinary shares	-	(153,386)
Balance 30 June	<u>4,123,976</u>	<u>4,123,976</u>
<i>Options premium reserve</i>		
Balance 1 July	1,304,255	965,190
Options issued	1,000,218	339,065
Balance 30 June	<u>2,304,473</u>	<u>1,304,255</u>
<i>Foreign currency translation reserve</i>		
Balance 1 July	(605,767)	(607,729)
Currency translation – disposal of subsidiary (i)	605,767	-
Currency translation differences arising during the year	-	1,962
Balance 30 June	<u>-</u>	<u>(605,767)</u>
(i) On 10 November 2023, the Company announced that it had completed the 100% sale of the Company’s subsidiary Frontier Copper PNG Ltd, the holder of the Tolukuma exploration licence to Tolu Minerals Limited (“Tolu”)		
(b) Accumulated losses		
Movements in accumulated losses were as follows:		
Balance 1 July	(42,529,318)	(41,760,207)
Net profit/(loss) for the year	664,325	(769,111)
Balance 30 June	<u>(41,864,993)</u>	<u>(42,529,318)</u>

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 17 RESERVES AND ACCUMULATED LOSSES (continued)

(c) Nature and purpose of reserves

Share based payment reserve

This reserve is used to recognise the fair value of share-based payments.

Options premium reserve

This reserve is used to recognise the fair value of options issued.

Foreign currency translation reserve

Exchange differences arising on translation of the foreign controlled entity are taken to the foreign currency translation reserve, as described in Note 1(n). The reserve is recognised in profit or loss when the net investment is disposed of.

	2024 \$	2023 \$
NOTE 18 LOSS PER SHARE ("EPS")		
<i>Earnings per share from continuing operations</i>		
Loss after income tax	664,325	(769,111)
Weighted average number of shares used in the calculation of the basic EPS.	1,322,060,558	1,012,945,433
The number of potential ordinary shares relating to options not exercised at the end of the year. These potential ordinary shares are anti-dilutive in both years and so have not been included in the EPS calculations.		-
Basic and diluted profit/(loss) per share	0.05 cents	(0.07) cents

NOTE 19 DIVIDENDS

There were no dividends paid or recommended during the financial year ended 30 June 2024 (2023: nil).

NOTE 20 RELATED PARTY TRANSACTIONS

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

Directors and specified executives

Disclosures relating to Directors and specified executives are set out in Directors' Remuneration Report.

Wholly-owned group

The consolidated group consists of Lanthanein Resources Ltd and its wholly-owned subsidiaries, Southern Rare Earths Pty Ltd and Dalkeith Capital Pty Ltd. Ownership interests in these subsidiaries are set out in Note 25.

Other related parties

Director, Anees Sabet, has a controlling interest in Syndicate Minerals Pty Ltd. The Company issued 44,000,000 ordinary shares to Syndicate Minerals at a value of \$220,000 in respect to the acquisition of the Gondwana Vendor Option which was approved by shareholders on 23 February 2024.

No other transactions occurred between the Group and other key management personnel except for the reimbursement at cost of expenditure incurred on behalf of the Group.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 21 KEY MANAGEMENT PERSONNEL DISCLOSURES

Key Management Personnel (KMP) Compensation

Refer to the Remuneration Report contained in the Director's Report for details of the remuneration paid to each member of the Group's KMP for the year ended 30 June 2024.

The totals of remuneration paid to KMP during the year are as follows:

	2024	2023
	\$	\$
Short term employee benefits	339,709	539,996
Post-employment benefits	-	-
Share based payments	147,905	-
	<u>487,614</u>	<u>539,996</u>

NOTE 22 SHARE-BASED PAYMENTS

The total expense arising from share-based payment transactions recognised during the period in relation to the performance rights was \$nil, options issued to directors and consultants was \$147,905, and options issued to brokers was \$852,313, totaling \$1,000,218 in share based payment expenses for the year (2023: \$339,065). Full details of any performance rights and share options issued in the previous financial year are detailed in the 2023 financial statements.

Director Options– 23 February 2024

On 23 February 2024, the Company issued 50,000,000 options to Directors, each exercisable at \$0.02 with a 1.85 year expiry period. These options were valued using a Black-Scholes valuation model and the cost recognised in full at their issue date is \$74,753. For the options issued during the period, a Black-Scholes valuation model was used with the valuation model inputs used to determine the fair value at the grant date as follows:

Grant date	Expiry date	Share price at grant date	Exercise Price	Expected volatility	Risk free rate	Dividend yield	Number of options	Value per Option	Total Value \$	Vesting terms
23/02/2024	31/12/25	\$0.005	\$0.02	283%	0.25%	0%	50,000,000	\$0.001495	74,753	12 months

Director Options– 23 February 2024

On 23 February 2024, the Company issued 50,000,000 options to Directors, each exercisable at \$0.03 with a 1.85 year expiry period. These options were valued using a Black-Scholes valuation model and the cost recognised in full at their issue date is \$73,152. For the options issued during the period, a Black-Scholes valuation model was used with the valuation model inputs used to determine the fair value at the grant date as follows:

Grant date	Expiry date	Share price at grant date	Exercise Price	Expected volatility	Risk free rate	Dividend yield	Number of options	Value per Option	Total Value \$	Vesting terms
23/02/2024	31/12/25	\$0.005	\$0.03	283%	0.25%	0%	50,000,000	\$0.001463	73,152	12 months

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 22 SHARE-BASED PAYMENTS (continued)

Broker Options– 23 February 2024

On 23 February 2024, the Company issued 100,000,000 options to brokers, each exercisable at \$0.006 with a 3.02 year expiry period. These options were valued using a Black-Scholes valuation model and the capital-raising cost recognised in full at their issue date is \$492,366. For the options issued during the period, a Black-Scholes valuation model was used with the valuation model inputs used to determine the fair value at the grant date as follows:

Grant date	Expiry date	Share price at grant date	Exercise Price	Expected volatility	Risk free rate	Dividend yield	Number of options	Value per Option	Total Value \$	Vesting terms
23/02/2024	1/03/27	\$0.005	\$0.0006	283%	0.25%	0%	100,000,000	\$0.00492	492,366	Immediately

Broker Options– 14 May 2024

On 14 May 2024, the Company issued 73,200,000 options to brokers, each exercisable at \$0.00675 with a 3 year expiry period. These options were valued using a Black-Scholes valuation model and the capital-raising cost recognised in full at their issue date is \$359,947. For the options issued during the period, a Black-Scholes valuation model was used with the valuation model inputs used to determine the fair value at the grant date as follows:

Grant date	Expiry date	Share price at grant date	Exercise Price	Expected volatility	Risk free rate	Dividend yield	Number of options	Value per Option	Total Value \$	Vesting terms
14/05/2024	14/05/27	\$0.005	\$0.00676	283%	0.25%	0%	73,200,000	\$0.00491	359,947	Immediately

NOTE 23 OPERATING SEGMENTS

Identification of reportable segments

The Company has identified its operating segments based on the internal reports that are reviewed and used by the board of directors (chief operating decision makers) in assessing performance and determining the allocation of resources. The financial statements presented above are the same as the reports the directors review. The Company operates exclusively in one segment, which is mineral exploration in Australia.

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 24 RECONCILIATION OF LOSS AFTER INCOME TAX TO NET CASH INFLOW FROM OPERATING ACTIVITIES

(a) Reconciliation of operating loss after income tax to the net cash flow from operations:	2024	2023
Operating profit/(loss) after income tax	664,325	(769,111)
Adjustment for non-cash items:		
- Share-based payments expense	147,905	-
- Depreciation expense	10,346	-
- Gain on shares held	(150,000)	-
- Gain on disposal of Frontier Copper PNG	(1,379,253)	-
Change in operating assets and liabilities:		
- Trade and other payables and provisions	(174,725)	(308,985)
- Trade and other receivables	337,912	160,445
Net cash outflow from operating activities	(543,490)	(917,651)

There were no non-cash financing and investing activities during the year (2023: nil).

NOTE 25 SUBSIDIARIES

Name of Entity	Country of Incorporation	Class of Shares	Equity Holding	
			2024	2023
			%	%
Frontier Copper (PNG) Ltd ¹	Papua New Guinea	Ordinary	nil	100
Southern Rare Earths Pty Ltd	Australia	Ordinary	100	100
Dalkeith Capital Pty Ltd	Australia	Ordinary	100	100

¹ Entity was disposed of on 10 November 2023

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

	2024	2023
	\$	\$
NOTE 26 PARENT ENTITY DISCLOSURES		
(a) Financial Position of Lanthanein Resources Ltd		
CURRENT ASSETS		
Cash and cash equivalents	2,793,474	2,886,891
Trade and other receivables	604,900	266,988
TOTAL CURRENT ASSETS	3,398,374	3,153,879
NON-CURRENT ASSETS		
Other financial assets	-	10,622
Plant and equipment	41,669	52,015
Investments	1,650,000	-
Exploration and evaluation expenses	11,419,642	7,746,794
TOTAL NON-CURRENT ASSETS	13,111,311	7,809,431
TOTAL ASSETS	16,509,685	10,963,310
CURRENT LIABILITIES		
Trade and other payables	165,202	619,824
TOTAL CURRENT LIABILITIES	165,202	619,824
TOTAL LIABILITIES	165,202	619,824
NET ASSETS	16,344,483	10,343,486
EQUITY		
Contributed equity	51,781,027	48,209,554
Reserves	6,428,449	5,262,320
Accumulated losses	(41,864,993)	(43,128,388)
TOTAL EQUITY	16,344,483	10,343,486

(b) Financial Performance of Lanthanein Resources Ltd

	2024	2023
	\$	\$
Profit/(Loss) for the year	664,325	(768,508)
Total comprehensive profit/(loss)	664,325	(768,508)

(c) Guarantees entered into by Lanthanein Resources Ltd to the debts of its subsidiaries

There are no guarantees entered into by Lanthanein Resources Ltd for the debts of its subsidiaries as at 30 June 2024 (2023: none).

(d) Contingent liabilities of Lanthanein Resources Ltd

Refer to Note 15 for details of contingent liabilities as at 30 June 2024 (2023: none).

(e) Commitments Lanthanein Resources Ltd

There are no commitments as at 30 June 2024 (2023: none).

**NOTE TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

NOTE 27 REMUNERATION OF AUDITORS

During the year the following fees were paid or payable for services provided by the auditors of the Group, their related practices and non-related audit firms.

	2024	2023
	\$	\$
Assurance services		
Audit Services		
Moore Australia Audit (WA)	31,474	30,596
Total remuneration for audit services	<u>31,474</u>	<u>30,596</u>
Non-Assurance services		
Taxation and Accounting Services		
Moore Australia Audit (WA)	3,500	6,000
Sinton Spence Chartered Accountants (PNG)	2,516	1,207
Total remuneration for taxation services	<u>6,016</u>	<u>7,207</u>

NOTE 28 EVENTS OCCURRING AFTER THE BALANCE DATE

On 16 August 2024 the Company announced the resignation of Mr Thomas Langley as Non-Executive Director of the Company.

Other than the above there were no matters or circumstance that has arisen since 30 June 2024 that has significantly affected, or may significantly affect:

- (iv) the Group's operations in future financial years; or
- (v) the results of those operations in future financial years; or
- (vi) the Group's state of affairs in future financial years.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

30 June 2024

Name	Entity type	Body corporate country of incorporation	Country of tax residence	Body corporate % of ownership interest	
				2024 %	2023 %
Frontier Copper (PNG) Ltd ¹	Body Corporate	Papua New Guinea	Papua New Guinea	nil	100
Southern Rare Earths Pty Ltd	Body Corporate	Australia	Australia	100	100
Dalkeith Capital Pty Ltd	Body Corporate	Australia	Australia	100	100

¹ Entity was disposed of on 10 November 2023

DIRECTORS' DECLARATION

The directors of the company declare that:

1. The financial statements, comprising the statement of profit or loss and other comprehensive income, statement of financial position, statement of cash flows, statement of changes in equity and accompanying notes, are in accordance with the Corporations Act 2001 and:
 - a. comply with Accounting Standards and the Corporations Regulations 2001, and other mandatory professional reporting requirements; and
 - b. give a true and fair view of the financial position as at 30 June 2024 and of the performance of the year ended on that date of the consolidated group.
2. In the directors' opinion, there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.
3. In the directors' opinion, the financial statements and notes are prepared in compliance with International Financial Reporting Standards and interpretations adopted by the International Accounting Standards Board.
4. The remuneration disclosures included in pages 9 to 15 within the directors' report (as part of the audited Remuneration Report), for the year ended 30 June 2024, comply with section 300A of the *Corporations Act 2001*.
5. The consolidated entity disclosure statement for Lanthanein Resources Ltd and its controlled entities as at 30 June 2024 is true and correct.
6. The directors have been given the declarations by the chief executive officer and chief financial officer required by section 295A.

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:



David Frances
Non-Executive Chairman

26 September 2024

Independent Audit Report

To the members of Lanthanein Resources Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Lanthanein Resources Ltd (the Company) and its subsidiaries (the “Group”), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors’ declaration. The Group consists of the Company and the entities it controlled at the year-end or from time to time during the financial period

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

- i. giving a true and fair view of the Group’s financial position as at 30 June 2024 and of its financial performance for the year then ended; and
- ii. complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Report section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board’s APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the “Code”) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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

Key Audit Matters

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

Key audit matter	How the matter was addressed in our audit
Exploration and Evaluation	
Refer to Note 3(a) - Impairment of Assets and Note 11 – Exploration and Evaluation Expenditure	
<p>The Group's total exploration and evaluation expenditure capitalized for the year was \$11.42 million at balance date, being its single largest asset.</p> <p>The ability to recognise and defer exploration and evaluation assets under AASB 6: Exploration and Evaluation for Mineral Resources is impacted by the Group's ability and intention to continue to explore the tenements or its ability to realise this value through development or sale.</p> <p>Due to the significance of these assets and the subjectivity involved in assessing the ability to continue to defer these assets, this is considered a key audit matter</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> • Ensuring the Group has the ongoing right to explore in the relevant exploration areas of interests which included performing ownership searches of the tenements to Department of Mines WA & other agreements. • Tested a sample of exploration & evaluation expenditures capitalised during the year to supporting documentation including acquisition agreements. • Ensuring the Group is committed to continue exploration and evaluation activity in the relevant exploration areas of interest by assessing their exploration and future development expenditures that have been budgeted for and reviewing minutes of Board meetings and other internal reports. • Assessing the carrying value of these assets for any indicators of impairment including comparing against the Company's market capitalisation. • We also assessed the appropriateness of the disclosures contained in the financial report.
Valuation of Share-Based Payments	
Refer to Note 3(b) Critical Accounting Judgements, Estimates & Assumptions, and Note 22 Share-Based Payments	
<p>During the year ended 30 June 2024, the Group transacted with Key Management Personnel (KMPs) and other parties (as capital raising costs) including:</p> <ul style="list-style-type: none"> • Awarded share-based payments (SBP) in the form of shares or options valued at approximately \$1 million <p>SBP is a key audit matter due to it being a material transaction, the valuation of which involved several key assumptions and judgements adopted by management during the year.</p>	<p>Our procedures included, amongst others:</p> <ul style="list-style-type: none"> • Enquiring and obtaining confirmations from KMPs regarding SBP transactions. • Reviewing minutes of meetings, ASX announcements (specifically notice of shareholder meetings that describe the full terms and conditions of the SBPs and shareholder approval) during the year. • Assessing the valuation methodology used by management to estimate the fair value of equity instruments issued, including testing the integrity of the information supplied, assessing the appropriateness of key assumptions input into the valuation model. • Assessing whether these and any potential future SBP liabilities have been appropriately disclosed and reported in the financial statements.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Group'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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and will request that it is corrected. If it is not corrected, we will seek to have the matter appropriately brought to the attention of users for whom our report is prepared.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

- a) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and
- c) for such internal control as the directors determine is necessary to enable the preparation of:
 - i. the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
 - ii. the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located on the Auditing and Assurance Standards Board website at:

https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf. This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report as included in the directors' report for the year ended 30 June 2024.

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

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



SUAN LEE TAN
Partner – Audit and Assurance
[Moore Australia Audit \(WA\)](#)
Perth
26th day of September 2024



Moore Australia Audit (WA)
Chartered Accountants

ADDITIONAL INFORMATION

Information required by Australian Securities Exchange Limited and not shown elsewhere in this report is as follows:-

STATEMENT OF QUOTED SECURITIES

The Company has the following quoted securities on issue:

- a) Fully Paid Ordinary Shares: Distribution of Shareholders as at 21 August 2024.

Holding Ranges	No of Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	141	18,744	0.00%
above 1,000 up to and including 5,000	37	97,195	0.00%
above 5,000 up to and including 10,000	94	855,294	0.04%
above 10,000 up to and including 100,000	1,702	84,230,223	3.45%
above 100,000	1,761	2,358,434,672	96.51%
Totals	3,735	2,443,636,128	100.00%

- b) Based on the price per security of \$0.003, there were 2,307 holders with an unmarketable holding amounting to 5.30% of Issued Capital.

- c) Listed Options: Distribution of Option holders as at 21 August 2024

Holding Ranges	No of Holders	Total Units	% Issued Share Capital
above 0 up to and including 1,000	1	1	-
above 1,000 up to and including 5,000	1	1,395	0.00%
above 5,000 up to and including 10,000	-	-	-
above 10,000 up to and including 100,000	26	1,672,962	0.87%
above 100,000	106	190,325,653	99.13%
Totals	134	192,000,011	100.00%

- d) There were no shareholders who hold 5% or more of the issued capital of the Company as per substantial shareholder notices lodged with ASX.

The Company has the following unquoted securities on issue at 21 August 2024.

Number	Class
11,250,000	UNL OPTS EXP 13/05/25 @ \$0.045
100,000,000	UNL OPTS EXP 01/3/2027 @ \$0.006
40,000,000	UNL OPTS EXP 31/12/2025 @ \$0.02
40,000,000	UNL OPTS EXP 31/12/2025 @ \$0.03
13,461,538	CLASS B PERFORMANCE SHARES
18,750,000	CLASS D PERFORMANCE SHARES

Distribution of Unquoted Equities

Holding Ranges	CLASS B and D PERFORMANCE SHARES		UNL OPTS EXP 13/05/25 @ \$0.045	
	No of Holders	% Issued Capital	No of Holders	% Issued Capital
above 0 up to and including 1,000	-	-	-	-
above 1,000 up to and including 5,000	-	-	-	-
above 5,000 up to and including 10,000	-	-	-	-
above 10,000 up to and including 100,000	-	-	-	-
above 100,000	6	100.00%	1	100.00%
Totals	6	100.00%	1	100.00%

Holding Ranges	UNL OPTS EXP 01/3/2027 @ \$0.006		UNL OPTS EXP 31/12/2025 @ \$0.02 and @\$0.03	
	No of Holders	% Issued Capital	No of Holders	% Issued Capital
above 0 up to and including 1,000	-	-	-	-
above 1,000 up to and including 5,000	-	-	-	-
above 5,000 up to and including 10,000	-	-	-	-
above 10,000 up to and including 100,000	-	-	-	-
above 100,000	3	100.00%	3	100.00%
Totals	3	100.00%	3	100.00%

- e) Twenty largest shareholders as at 21 August 2024.

Position	Holder Name	Holding	% IC
1	SYNDICATE MINERALS PTY LTD	110,666,666	4.53%
2	DC & PC HOLDINGS PTY LTD <DC & PC NEESHAM SUPER A/C>	87,500,000	3.58%
3	OXLEY PROPERTY NOMINEES PTY LTD <OXLEY FAMILY A/C>	40,000,000	1.64%
4	10 BOLIVIANOS PTY LTD	39,254,056	1.61%
5	MR LEIGH DAVID KALAZICH	39,000,000	1.60%
6	PHEAKES PTY LTD <SENATE A/C>	33,333,334	1.36%

7	MR HOSSEIN SABET	33,333,333	1.36%
8	CITICORP NOMINEES PTY LIMITED	31,955,353	1.31%
9	MR ZHIFENG ZHANG	31,000,000	1.27%
10	MR JACKRIT TONTHOW	27,000,000	1.10%
11	BEACH 302 PTY LIMITED	23,000,000	0.94%
12	MR ADAM MITCHELL HOLLYOCK	22,000,000	0.90%
13	MR TERRY CAMPION	20,000,000	0.82%
13	ENDJUA PTY LTD <SALLAG S F A/C>	20,000,000	0.82%
14	EILONWY FINANCE PTY LTD	18,727,993	0.77%
15	FINCLEAR SERVICES PTY LTD <SUPERHERO SECURITIES A/C>	18,584,840	0.76%
16	MRS MIN HUANG	17,728,037	0.73%
17	MR GRAHAM REGINALD CREASEY	15,000,000	0.61%
17	MR BRUCE GRAHAM	15,000,000	0.61%
17	PYEONGSAN INVESTMENTS PTY LTD	15,000,000	0.61%
	Total	658,083,612	26.93%
	Balance of Register	1,785,552,516	73.07%
	Total issued capital - Fully Paid Ordinary Shares	2,443,636,128	100.00%

f) Twenty Largest Option holders as at 21 August 2024.

Position	Holder Name	Holding	% IC
1	IRIS SYDNEY HOLDINGS PTY LTD	19,000,000	9.90%
2	MR TERRY CAMPION	15,000,000	7.81%
3	MR BENJAMIN DAVID MCENTEE	13,000,000	6.77%
4	BEACH 302 PTY LIMITED	11,500,000	5.99%
5	REFORM PTY LTD <GILMARTIN FAMILY A/C>	8,719,190	4.54%
6	ACP INVESTMENTS PTY LTD <THE ACP INVESTMENT A/C>	7,500,000	3.91%
6	MR PETER SWIRIDIUK	7,500,000	3.91%
6	LANGHETTI INVESTMENT PTY LTD <TLE SUPERANNUATION A/C>	7,500,000	3.91%
6	MS SABINA MARIE SCHLINK <HENSMAN FAMILY A/C>	7,500,000	3.91%
7	MISS LAUREN KILLMISTER	6,489,482	3.38%
8	MR CHRISTOPHER MEDER	6,000,000	3.13%
9	BAOWIN INVESTMENTS PTY LTD	5,020,000	2.61%
10	MR THOMAS EDWARD LANGLEY <LANGLEY MINERAL HOLDINGS A/C>	4,750,000	2.47%
11	MR JASON ANDREW BIAGIONI	4,250,000	2.21%
12	S3 CONSORTIUM HOLDINGS PTY LTD <NEXTINVESTORS DOT COM A/C>	4,000,000	2.08%
12	MR PETER MURRAY JACKSON	4,000,000	2.08%
13	M & K KORKIDAS PTY LTD <M & K KORKIDAS PTY LTD A/C>	3,859,659	2.01%
14	ACP INVESTMENTS PTY LTD	2,250,000	1.17%
15	EILONWY FINANCE PTY LTD	2,055,556	1.07%
16	MR MARK WILLIAM KIRK	1,835,000	0.96%
	Total	141,728,887	73.82%
	Total Balance of register	50,271,124	26.18%
	Total issued capital – Listed Options	192,000,011	100.00%

g) Voting Rights

Registered holders of ordinary shares in the capital of the Company may attend and vote at general meetings of the Company in person or by proxy and may exercise one vote for each share held. Every person present at a general meeting as an ordinary shareholder shall have one vote on a show of hands.

h) There are currently no on-market buybacks in process.

i) There are nil securities currently subject to escrow.

- j) As at 21 August 2024 the following class of unquoted securities had a holder with greater than 20% of the class on issue:

Class/Name	Number of Securities Held	% Held
<i>Unquoted options exercisable at \$0.045 expiring 13 May 2025</i>		
PUISSANCE HOLDINGS PTY LTD <THE GIRO TRUST>	11,250,000	100.00%
Class/Name	Number of Securities Held	% Held
<i>Unquoted options exercisable at \$0.002 and \$0.003 expiring 13 December 2025</i>		
MS SABINA MARIE SCHLINK <HENSMAN FAMILY A/C>	15,000,000	37.50%
PUISSANCE HOLDINGS PTY LTD <THE NYANG SUPER A/C>	15,000,000	37.50%
SYNDICATE MINERALS PTY LTD	10,000,000	25.00%
Class/Name	Number of Securities Held	% Held
<i>Unquoted options exercisable at \$0.006 and expiring 1 March 2027</i>		
INYATI FUND PTY LTD	75,000,000	75.00%
Class/Name	Number of Securities Held	% Held
<i>Class B Performance Shares</i>		
PROJECT RISK PTY LTD	4,487,183	33.33%
Class/Name	Number of Securities Held	% Held
<i>Class D Performance Shares</i>		
LANGHETTI INVESTMENT PTY LTD <TLE SUPERANNUATION A/C>	6,250,000	33.33%