LABYRINTH RESOURCES

Annual **Report**

30 JUNE 2024

ABN 45 008 740 672

Directors	Dean Hely Simon Lawson Kelvin Flynn Alex Hewlett
Chief Executive Officer	Charles Hughes
Company secretary	Kelly Moore
Contact	PO Box 1473, Subiaco WA 6904 Ph:+61 8 6149 1573 Email: admin@labyrinthresources.com
Registered office	Suite 5, Level 1, 460 Roberts Road, Subiaco WA 6008
Principal place of business	Suite 5, Level 1, 460 Roberts Road, Subiaco WA 6008
Share register	Automic Registry Services Level 5, 191 St Georges Terrace, Perth WA 6000 Ph Within Australia: 1300 288 664 Ph Outside of Australia: +61 2 9698 5414
Auditor	Moore Australia Audit (WA) Level 15 Exchange Tower, 2 The Esplanade, Perth WA 6000
Solicitors	Lavan Legal Level 20 1 William Street, Perth WA 6000
Stock exchange listing	Australian Securities Exchange (ASX code: LRL)
Website	www.labyrinthresources.com
ACN	008 740 672

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Labyrinth Resources Limited (referred to hereafter as the 'Company' or 'parent entity' or 'Labyrinth') and the entities it controlled at the end of, or during, the year ended 30 June 2024.

Directors

The following persons were Directors of the Company during the whole of the financial year and up to the date of this report, unless otherwise stated:

Dean Hely (Non-Executive Chairman)
Simon Lawson (Non-Executive Director)
Kelvin Flynn (Non-Executive Director - appointed 20 September 2024)
Alex Hewlett (Non-Executive Director - appointed 20 September 2024)
Matt Nixon (former Non-Executive Director - appointed 1 July 2023, resigned 20 September 2024)

Information on Directors

Name:	Dean Hely
Title:	Independent Non-Executive Chairman - appointed 17 October 2019 (length of service 4 years, 11 months). Mr Hely transitioned from his role as Non-Executive Director to Non-Executive Chairman effective 9 June 2021.
Experience and expertise:	Mr Hely is the Managing Partner of the independent West Australian legal firm Lavan and a partner in the Corporate and Reconstruction group. Mr Hely has more than 28 years' experience working in corporate reconstruction, insolvency and commercial litigation. Mr Hely was admitted as a Partner of Lavan's predecessor firm, Phillips Fox Perth, in 1999, Deputy Managing Partner of that firm and then of Lavan from 2002 to 2013, and became Managing Partner of Lavan in 2013. In 2016, Mr Hely and others established Quadrant Advisory, a debt advisory practice that assists clients ranging from mid-sized companies though to ASX listed companies with their debt requirements.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	36,250,001
Interests in options:	5,000,000

Name:	Simon Lawson
Title:	Non-Executive Director - appointed 11 November 2021 (2 years and length of service 10 months)
Experience and expertise:	Mr Lawson is a professional geoscientist with more than 15 years' experience spanning multiple commodities and jurisdictions and was a founding team member of Northern Star Resources Limited that transformed a small WA gold mine into a multi-billion dollar gold heavyweight. Currently Mr Lawson is the Managing Director of ASX-listed Spartan Resources Limited (formerly Gascoyne Resources Limited), a West-Australian gold-producer, and has personally visited and reviewed the acquired Canadian gold properties.
Other current directorships:	Spartan Resources Limited
Former directorships (last 3 years):	None
Interests in shares:	14,900,000

Name: Kelvin Flynn
Title: Non-Executive Director - appointed 20 September 2024 (length of service 1 month).
Experience and expertise: Mr Flynn is a qualified Chartered Accountant with more than 30 years' experience in investment banking and corporate advisory roles including financing, M&A, private equity and special situations investments in the mining and resources sector. He has held various leadership positions in Australia and Asia, having previously held the position of Executive Director/Vice President with Goldman Sachs and Managing Director of Alvarez & Marsal in Asia. He is the Executive Chairman of Harvis, which is a specialist private lender and corporate advisory firm in Western Australia.

Mr Flynn (via Harvis) advised on Wildcat’s acquisition of Tabba Tabba, was previously a ~14 year Director of Mineral Resources Limited (ASX: MIN), a 13 year Director of Global Advanced Metals Pty Ltd and is currently a Non-Executive Director of Red 5 Limited. Prior to Red 5’s recent merger with Silver Lake Resources (ASX: SLR), Mr Flynn had been a Director of Silver Lake for 8.5 years.
Other current directorships: Red 5 Limited
Former directorships (last 3 years): Mineral Resources Limited, Silver Lake Resources Limited
Interests in shares: 468,213,058
Interests in options: -
Interests in rights: 56,701,032

Name: Alex Hewlett
Title: Non-Executive Director - appointed 20 September 2024 (length of service 1 month).
Experience and expertise: Mr Hewlett is a qualified geologist who is highly skilled at project identification and acquisition. Previously Chairman of Spectrum Metals Limited, Mr Hewlett oversaw its growth from mid-2018 to being taken over by established goldminer Ramelius Resources Ltd in early 2020.

More recently, Mr Hewlett led the identification and acquisition of Tabba Tabba (from GAM owned by RCF) for Wildcat Resources Limited and the acqusition and development of the Mt Ida project (from Ora Banda) for Delta Lithium Limited.
Other current directorships: None
Former directorships (last 3 years): TNT Mines Limited, Red Dirt Metals Limited, Wildcat Resources Limited
Interests in shares: 561,855,670
Interests in options: -
Interests in rights: 68,041,236

Name:	Matthew Nixon
Title:	Former Non-Executive Director - appointed 1 July 2023, resigned 20 September 2024 (length of service 1 year and 3 months)
Experience and expertise:	Mr Nixon is a qualified mining engineer with more than 12 years of experience in successful underground and open pit operations working for both mining contractor and mine owner companies across gold and other commodities. Mr Nixon is currently the Chief Operating Officer of Genesis Minerals Limited and has worked as the Mining Manager at Northern Star Resources Limited flagship Jundee Operations. He has also held operational and senior positions with Labyrinth Resources, St Barbara Ltd and Redpath Australia. Mr Nixon holds a Bachelor of Mining Engineering with Honours from the University of NSW and a WA First Class Mine Manager's Certificate.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	10,046,372

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

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

Company secretary
Ms Kelly Moore (appointed 13 February 2018)

Ms Moore is a Fellow Chartered Accountant and qualified Company Secretary with extensive experience in providing accounting and secretarial advice to public companies. Ms Moore holds a Bachelor of Commerce degree from the University of Western Australia, is a Fellow of the Institute of Chartered Accountants Australia and New Zealand, is a graduate of the Australian Institute of Company Directors and an associate member of the Governance Institute of Australia.

Meetings of Directors
The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2024, and the number of meetings attended by each Director were:

	Full Board	
	Attended	Held
Dean Hely	4	4
Simon Lawson	4	4
Matthew Nixon	4	4

Held: represents the number of meetings held during the time the Director held office.

Principal activities
The principal activity of the Group is a gold development and exploration company, with a focus on sourcing, developing and managing stranded, high grade gold assets into production with projects in Western Australia and Canada.

Review of operations
AUSTRALIAN ACTIVITIES

In the 12 months to 30 June 2024, the Company progressed its strategy to strengthen its exploration focus back at the Comet Vale Project. Labyrinth currently holds 51% of Comet Vale Mine which is located 100km north of Kalgoorlie and 32km south of Menzies. During the year Labyrinth made an effort to acquire the option to purchase 100% of Comet Vale within a 12 month period from Sand Queen Gold Mines Pty Ltd.

Comet Vale was first mined in the early 1900s with the majority of production ceasing by 1929. The historical production is reported as 204koz at 20g/t. Labyrinth mined underground at Comet Vale until January 2021 under the name Orminex Ltd.

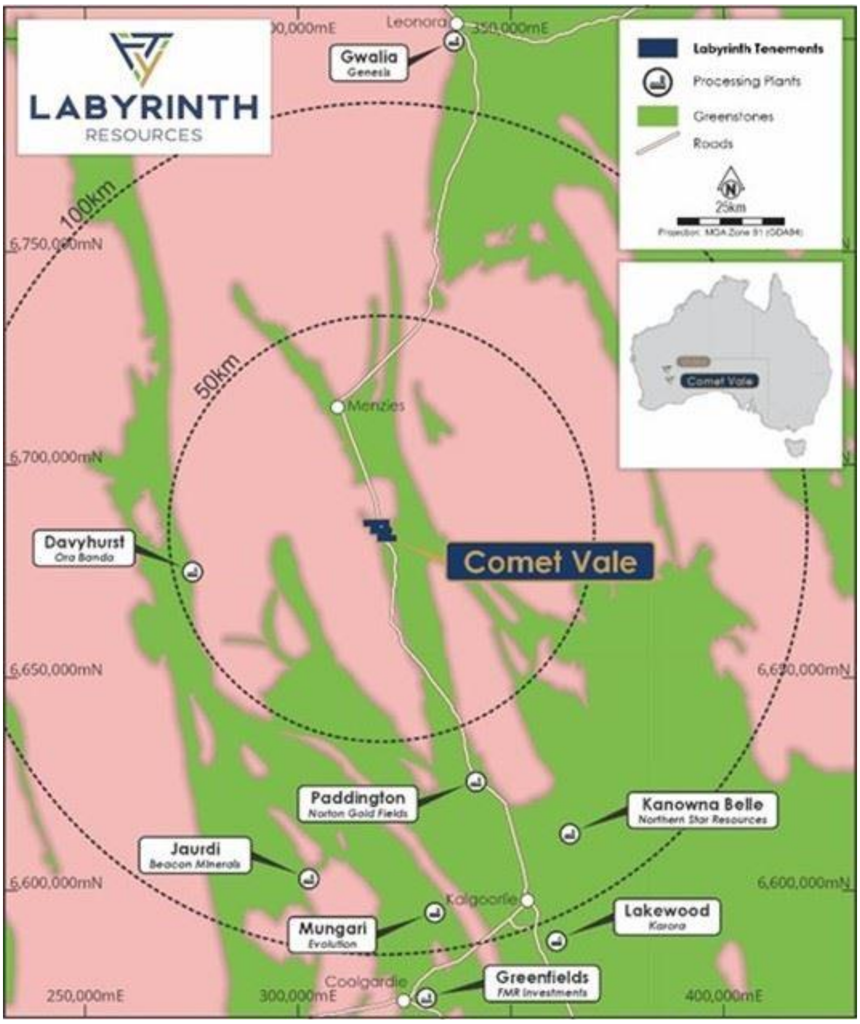

Figure 1 – Comet Vale Project location, WA with nearby gold projects.

Comet Vale

Exploration at Comet Vale focussed on detailed compilation of historical files which led to an update of the geochemical and drillhole database. Preliminary reconnaissance work at Comet Vale yielded 34 rock chip samples to look at the wider commodity potential. To add to this work, a 200m grid spaced soil sampling program took place to look for subtle anomalies of multiple elements with a focus on Lithium, Rare Earth Elements, gold, copper, tungsten and nickel.

At the beginning of the year, LRL announced the commitment to refocus exploration activities at the Comet Vale Project near Menzies, Western Australia (Figure 1). The project is a joint venture project between Labyrinth (51%) and Sand Queen Gold Mines Pty Ltd (49%). In the preceding year LRL had begun the first genuine surface exploration in 15 years.

Prior to 2023 the focus had been on underground ('UG') mining activities on the Sand Queen lodes. Labyrinth sought to confirm interpreted shallow gold lodes and define extensions.

The 18-hole RC drilling program that took place in April 2023 (see ASX Announcement dated 2 May 2023, High Grade Gold Results Received at Comet Vale Project) targeting the down dip extensions of the Sand George Lodes with favourable results such as:

- **5m @ 15g/t Au from 46m, including 2m @ 35.6g/t Au from 49m, in hole CVRC23_008; and**
- **3m @ 11.41g/t Au from 46m in hole CVRC23_007, with both results down-dip of the existing Princess Grace open pit**
- **5m @ 15g/t Au from 46m, including 2m @ 35.6g/t Au from 49m, in hole CVRC23_008; and**
- **3m @ 11.41g/t Au from 46m in hole CVRC23_007, with both results down-dip of the existing Princess Grace open pit**

Just prior to this, an updated Mineral Resource Estimate was completed on the Comet Vale UG and Open Pit ('OP') historic resource (see Table 1 and 2 in ASX Announcement dated 11 April 2023, Comet Vale Mineral Resource Estimate[1]). The combined reported Indicated and Inferred Mineral Resource is **620Kt at 4.81g/t for 96Koz of gold** (**Au**).

- The global inferred mineral resource estimate for open pit, at a reporting cut-off value of 0.5g/t:
  - 369 Kt at 3.33 g/t for 39 Koz of Au (Table 1).
- The global indicated and inferred mineral resource estimate for underground, at a reporting at a cut-off value of 2.5g/t:
  - 250 Kt at 6.98 g/t for 56 Koz of Au (Table 2).

The global indicated and inferred mineral resource has been reported at two cut-off values to support both open pit and underground operations. A reporting cut-off value of 0.5g/t has been utilised for open pit (100m below surface) reporting while a reporting cut-off value of 2.5g/t has been utilised for underground.

Table 1: Comet Vale March 2023 Depleted Open Pit Resource (Au>=0.5g/t OP)

Comet Vale Depleted Resource, Au>=0.5g/t (OP)

Category	Tonnage	Au Grade (g/t)	Au Ounces
Indicated	182,478	4.34	25,455
Inferred	186,482	2.34	14,022
	368,960	6.68	39,477

Table 2: Comet Vale March 2023 Depleted Underground Resource (Au>=2.5 g/t OP)

Comet Vale Depleted Resource, Au>=2.5g/t (UG)

Category	Tonnage	Au Grade (g/t)	Au Ounces
Indicated	128,390	7.41	30,572
Inferred	122,138	6.53	25,661
	250,528	13.94	56,233

The 18-hole program targeted the Sovereign Gold Trend, host to previous underground and open pit mining, and produced multiple significant high-grade results.

[1] See ASX Announcement 11 April 2023, Comet Vale Mineral Resource Estimate

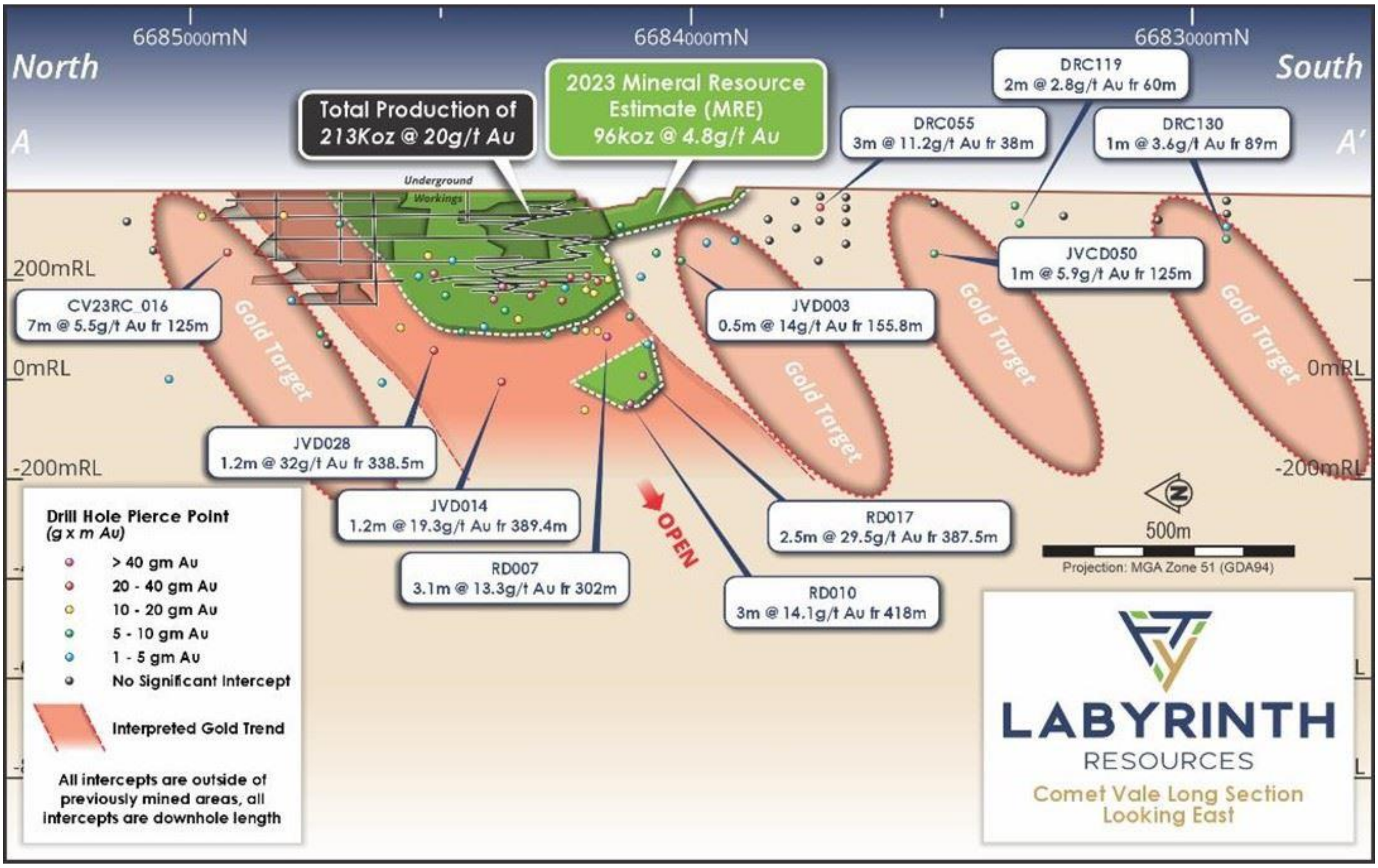

Figure 2. Long section of Comet Vale Mine including position of 2023 Mineral Resource

Comet Vale Near Mine Exploration

In September 2023, a reconnaissance mapping program took place. LRL took 34 rock chip samples across the tenement package targeting all types of mineralisation and geology (see ASX Announcement dated 20 September 2023, Gold Lithium and Nickel Exploration at Comet Vale)[2].

In addition, targets on the NNW-SSE shear (Rambo Trend), E-W shears (Lake View/Long Tunnel Trend) and WNW trending Coonega (recently renamed 'Cheer') showed significant gold and copper mineralisation Quartz reefs 0.5m to 4m in width were identified within the Walter Williams Formation ultramafic and Siberia Komatiites. Results from high grade gold and copper rock chip sampling along a 3km N-S trend included[3]:

- LCV0029: 129 g/t Au, 0.1% Cu
- LCV0033: 39.1g/t Au, 6.3% Cu and 271 g/t Ag
- LCV0028: 28.9 g/t Au, 3.0% Cu, 0.07% Co and 0.5% Ni
- LCV0017: 3.6 g/t Au, 8.4% Cu and 9.2 g/t Ag
- LCV0021: 8.5 g/t Au, 0.3% Cu
- LC0029: 1.2% Ni and 0.06% Co

The Rambo Trend, Lake View/Long Tunnel Trends and Cheer trend remain highly prospective with only minimal drilling over the last 100 years. Several kilometers of historic workings are found along these shears, which has allowed for detailed geological measurements and lending to 3D modelling. Follow up mapping was completed during the year and infill soil sampling as well as checking of geological interpretation, historic and planned drillhole positions and geophysical anomalies (See Figure 3).

[2] ASX Announcement dated 20 September 2023, Gold Lithium and Nickel Exploration at Comet Vale
[3] ASX Announcement dated 05 February 2024, High Grade Gold and Copper Assays

A second goal of the reconnaissance program was to look at the pegmatitic and granitic rocks of the western portion of the tenement. Geology is dominated by Goongarrie Monzogranite, Comet Vale Monzogranites and Missouri basalts. Lesser occurrences of Walter Williams ultramafics and Fortune Granites are also found. This area is largely blanketed by a thin cover of wind-blown sands and underlying lateritic gravel. Satellite gold pits in the area were investigated, geology and structure are poorly understood. Historic RC drilling chips showed more complicated geology which is supported by geophysics.

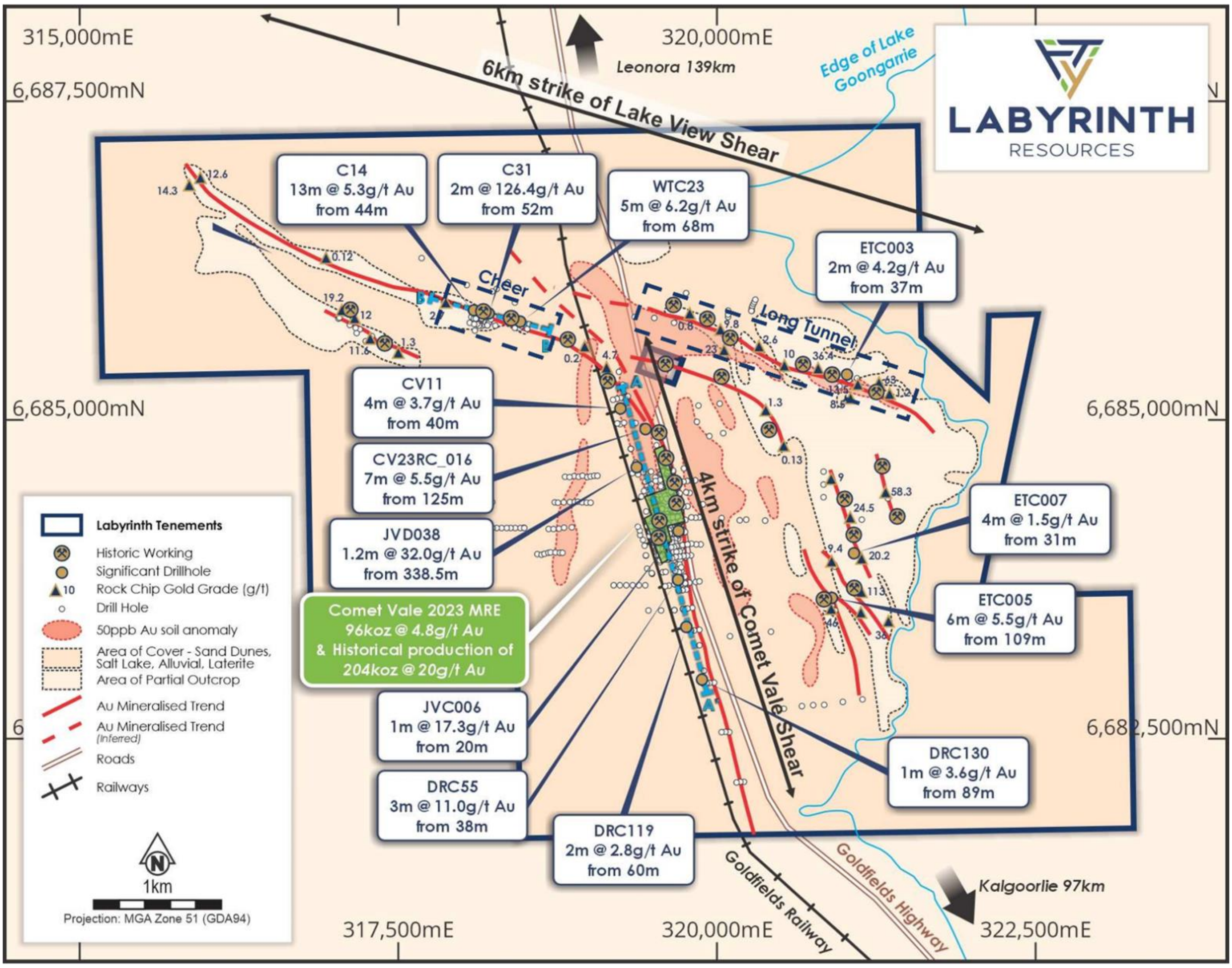

Figure 3. Comet Vale Location Map with high grade intersections along multiple trends including Cheer, Lake View/Long Tunnel and Comet Vale Shear (Sovereign Trend).

The acquisition of historic geophysical data and subsequent reprocessing of radiometric, magnetics and gravity data was an important step. During the ten-year gap since its original acquisition processing technologies have improved. There are indications that the satellite pit locations are controlled by late-stage N-S trending faults likely related to the intrusion of the Comet Vale Monzogranite, a very important observation to finding additional mineralisation. Granitoid intrusions were identified on the property including pegmatite ridges which sparked interest in the Li-Cs-Ta potential by Third Parties.

Soil Sampling

In late-November 2023, the first part of a soil sampling program included 386 samples mainly to the west of the highway to better understand geochemical signatures[4]. In March/April 2024 a further sampling program was completed in order to better understand positions of fertile structures and intersections with main trends leading to high grade targets, this was completed on a tighter grid to provide the required resolution (See Figure 4 for all positions of soils and rock chips).

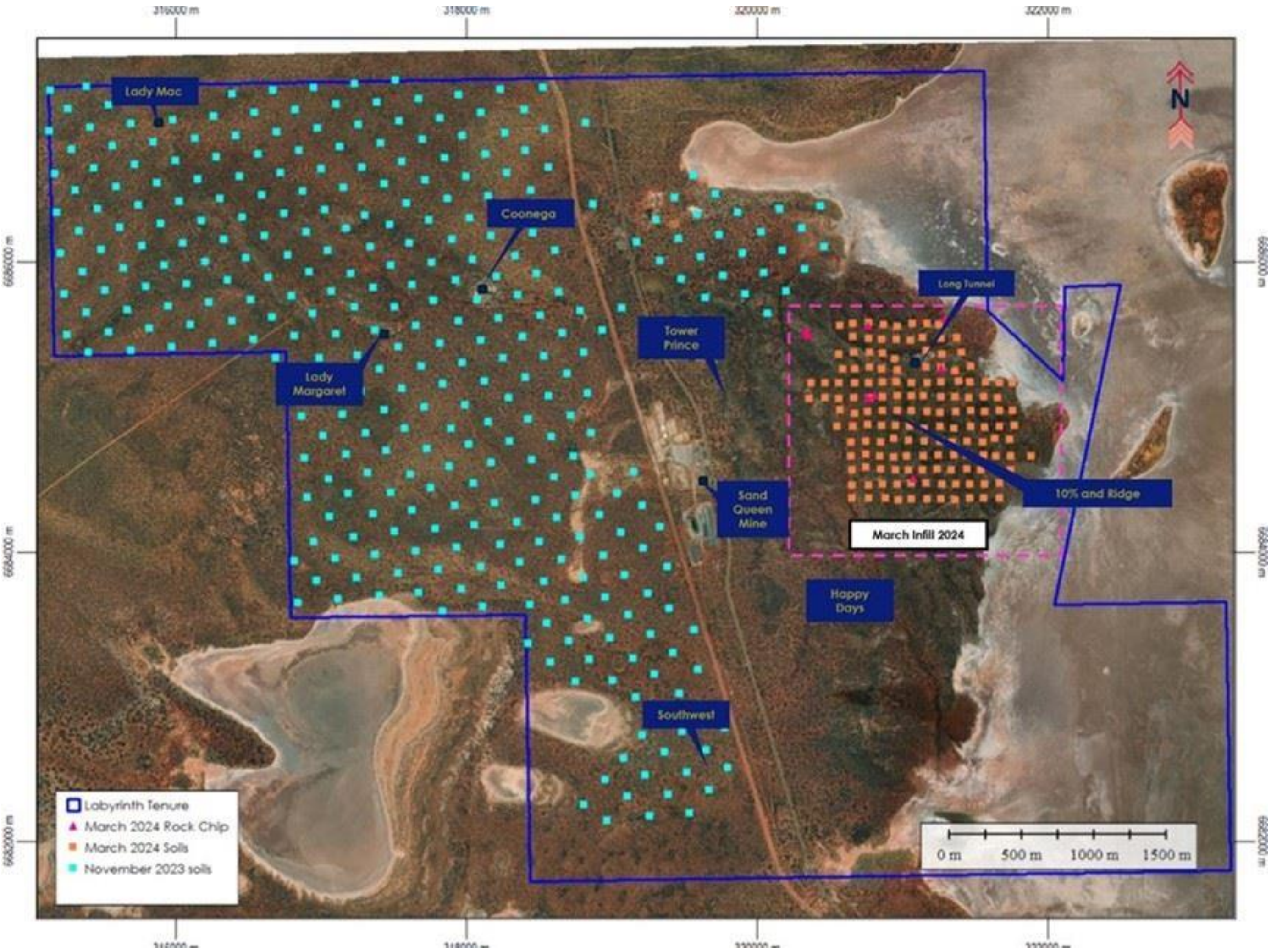

Figure 4. Location map of soil samples and rock chip samples. Map is in MGA GDA 94 zone. Area within pink box still to be evaluated.

CANADIAN ACTIVITIES

Labyrinth and Denain Gold Project

The high-grade Labyrinth Gold Project is located in the prolific Abitibi Greenstone Belt and was last mined in the early 1980s, when production stopped amid the depressed gold price. Very limited exploration has been conducted on the project since. LRL finalised the Project Acquisition Agreement in late 2021 and took the opportunity to further define the resource with diamond drilling, undertake metallurgical testing and provide a conservative updated Mineral Resource Estimate.

[4] ASX Announcement dated 9 August 2024, More High Grade Gold and Copper at Comet Vale

Labyrinth has a high-grade maiden JORC 2012 Mineral Resource completed in 2022 of 500,000oz at 5g/t Au (refer Table 3) The Inferred Mineral Resource includes mineralisation within five lodes: Boucher, McDowell, Talus, Shaft and Front West.

Table 3 – Labyrinth Inferred Mineral Resource.

	Lode	Tonnes (Mt)	Au (g/t)	Au (oz)
Inferred	Boucher	1	5.7	190,000
	McDowell	1	4.5	150,000
	Talus	0.7	5.3	110,000
	Front West	0.2	2.7	20,000
	Shaft	0.1	5.5	30,000
	Total	3	5.0	500,000

Notes:

(1) Reported at a 3 g/t.m accumulation (grade x vein thickness) cut-off and depleted for historical mining.
(2) The Mineral Resource is classified in accordance with the JORC Code (2012).
(3) The effective date of the Mineral Resource estimate is 25 August 2022.
(4) Estimates are rounded to reflect the level of confidence in the Mineral Resource at present. All resource tonnages have been rounded to the first significant figure. Differences may occur in totals due to rounding.

Early in the year, the Company finalised negotiations to amend terms of the deferred 450oz gold payment that was to be made by 31 December 2023 as per the Project Acquisition Agreement ('PAA'). The agreement known as the Side Letter replaces Clause 2.6 of the agreement with key terms as follows:

- LRL will provide the 31 December 2023 payable gold payment to GETT the cash equivalent of 200 ounces based on the prevailing 28 day moving average gold.
- The remaining 250 ounces will be added to the remaining payable gold (4,050 ounces), which is to be repaid upon profitable production from the Labyrinth Gold Project.
- Labyrinth paid the 31 December 200oz payment in cash satisfying the cash component of the Purchase Price outlined in the 2021 Project Acquisition Agreement.
- The payment ensured execution of the first order mortgage (hypothec) with GETT and transfer of Mining Rights to Labyrinth Resources Canada Pty Ltd, a wholly owned subsidiary of Labyrinth Resources Ltd.

Also in January 2024, LRL announced the intention to divest the Labyrinth Gold Project by entering into a Sales Project Acquisition ('SPA') with GPWA for USD $3.5M.

In April 2024, LRL announced that the conditions precedent of the SPA were satisfied or waived, resulting in a deposit of USD $175,000 paid by the purchaser, GPWA, to Labyrinth becoming non-refundable. The agreement was terminated in May 2024.

The Company is assessing strategic options at the Project, including leveraging the geological skill set of the Company to further evaluate the prospectivity of the deposit at depth and along strike.

CORPORATE UPDATE

Capital Raising Activities and Acquisitions

Post period end, on 17 July 2024 Labyrinth announced its intentions to acquire Sand Queen Gold Mine Pty Ltd's 49% interest in Comet Vale and acquire the Viven Gold Mine near Leinster, WA[5]. The Transactions are consistent with the Company's strategy to consolidate and grow underexplored high grade gold mines across the Menzies, Leonora and Leinster corridor that are close to infrastructure and are detailed as:

[5] ASX Announcement dated 17 July 2024, LRL Set to Acquire Vivien Mine and 100% of Comet Vale

- a binding option agreement with Sand Queen whereby Labyrinth has been granted a 12-month option (commencing on completion of the Distilled Acquisition) to acquire Sand Queen's 49% interest in Comet Vale for $3M in cash:
- the option fee is payable to Sand Queen of $200k and was paid on 26 September 2024 via shares at the election of Sand Queen.
- on 20 September 2024, Labyrinth issued approximately 1,816.7 million ordinary shares and 220.0 million Vendor Performance Rights to the Distilled Vendors under the binding share sale agreement to acquire 100% of Distilled.

As part of the acquisitions, Labyrinth announced an equity raising structured as follows:

(1) Tranche 1 Placement to raise $0.40 million at $0.0030 by the issue of approximately 133.3 million new shares utilising the Company's existing placement capacity under ASX Listing Rule 7.1 ('Tranche 1 Placement');
(2) Tranche 2 Placement to raise $1.60 million at $0.0030 by the issue of approximately 533.3 million new shares, subject to shareholder approval ('Tranche 2 Placement), with shareholder approval being received on 13 September 2024; and
(3) A 1 for 1.9813 Entitlement Offer to raise up to approximately $2.0 million at $0.0030 by the issue of approximately 666.7 million new shares.

The issue price for the Equity Raising of $0.0030 per share (at the time of announcement) represents:

- A 40% discount to the last traded price of Labyrinth shares prior to announcement; and
- A 33% discount to the 20-day volume weighted average market price of Labyrinth shares.

The Proceeds from the Equity Raising are intended to be used to fund:

- Exploration at Labyrinth's Comet Vale gold project in WA;
- Exploration at the acquired Vivien gold project in WA;
- Tenement and holding costs at the Labyrinth Gold Project in Quebec, Canada; and
- Corporate and general working capital.

The Tranche 1 Placement of $400,000 was successfully completed on 25 July 2024.
The Tranche 2 Placement of $1,600,000 was successfully completed on 23 September 2024[6].
The Entitlement Offer opened on 24 September 2024 and will close 10 October 2024.
The Completion of the Acquisition was announced 23 September 2024.

On the 13 September 2024, the Extraordinary General Meeting ('EGM') was held where all resolutions were voted through including the consolidation of its issued capital at a ratio of 10:1 (see ASX Release dated 13 September 2024[7]). The purpose of the consolidation is to reduce the Company's issued capital to a more appropriate and effective capital structure to facilitate continued growth and investor interest. The consolidation is expected to be carried out following the issue of securities under the Transactions and Equity Raising.

Acquisitions

Vivien, previously owned and operated by Ramelius Resources Limited (ASX: RMS) ('Ramelius'), will provide Labyrinth a near-term opportunity to:

- Define a JORC mineral resource across the Vivien Main Pit and Vivien Gem Prospect from the existing project drill database; and
- To consolidate high grade gold projects within greenstone belts in the region between Menzies and Leinster.

[6] ASX Announcement dated 23 September 2024, Acquisition Completion & New Board / Management Appointments
[7] ASX Announcement dated 13 September 2024, Results of General Meeting

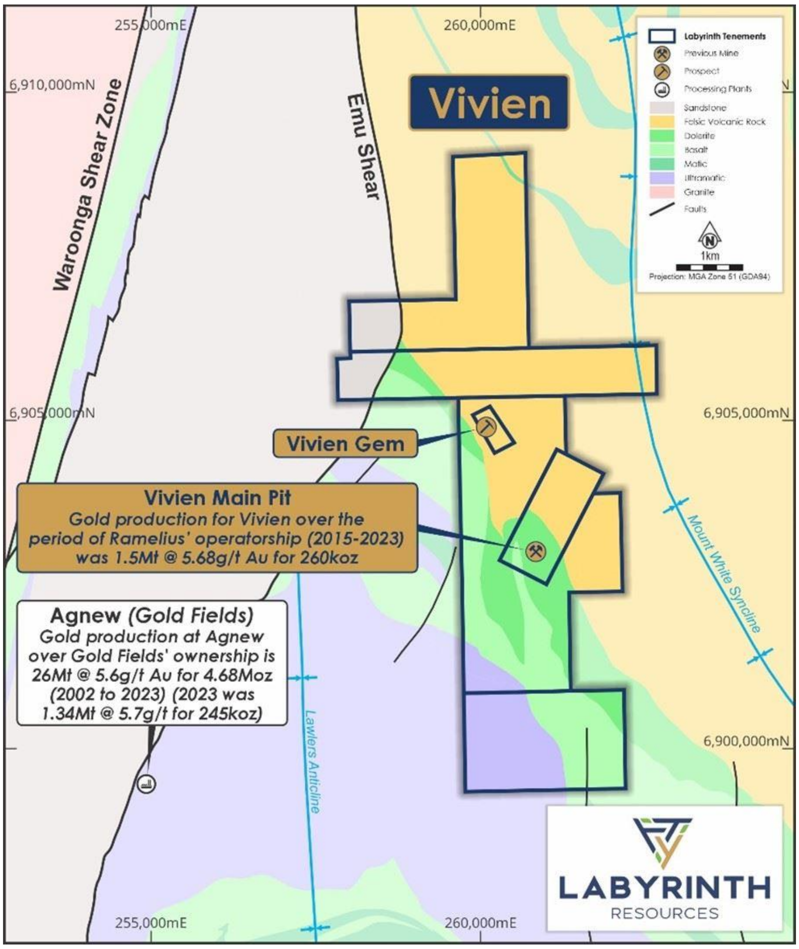

Figure 5. Geology of Vivien area

Historical underground production from the Vivien leases between 1902 and 1911 totalled 76,000oz at an average grade of 12.4 g/t Au. The Vivien open pit was mined between 1997 and 1998 and produced 410,000 tonnes at 2.70 g/t Au for 35,600oz[8].

Ramelius ceased mining at Vivien in early 2023, with the last ore load coming to surface on 11 January 2023. Gold production for Vivien over the period of Ramelius' operatorship (2015-2023) was 1.5Mt at 5.68g/t Au for 260koz[9] processed through its Mt Magnet Mill situated 296km west of Vivien. Vivien was acquired by Ramelius in 2013 from Gold Fields at a cost of $10 million and, over its life, generated net cash flows of $130 million for Ramelius.

Board and Executive Change

During the year, no changes were made to the corporate structure of the Company. However, on 23 September 2024 significant changes were installed with regard to Board and management.

In June 2023, Mr Matt Nixon resigned from the role of Chief Executive Officer and was appointed to the role of Non-Executive Director. Post the annual reporting period, Mr Nixon resigned as Non-Executive Director on 23 September 2024 in order to focus on his role as Chief Operating Officer at Genesis Minerals Ltd.

Incoming Directors include Mr. Alex Hewlett and Mr Kelvin Flynn effective 20 September 2024.

[8] See ASX Announcement dated 13 September 2024, EGM Presentation
[9] See ASX Announcement dated 13 September 2024, EGM Presentation

To support the exploration and growth activities of Labyrinth, the Company appointed Mr Charles Hughes to the role of Chief Executive Officer commencing in September 2024. Mr Hughes is a professional geologist with 17 years of experience in the resources industry, during which time he has held executive positions at Delta Lithium and senior management positions at Bellevue Gold, Northern Star and Saracen. Mr Hughes is highly skilled at identifying growth opportunities, developing and leading aggressive resource growth and development strategies, and delivering results.

Ms Jennifer Neild transitioned into the role of Chief Development Officer (CDO) at this time.

Financial results and condition
The loss for the Group after providing for income tax amounted to $3,267,097 (2023: $6,178,057).

The Group has a working capital deficit of $935,735 (2023: surplus $1,750,766) and net cash inflows of $128,833 (2023: outflows $1,945,499).

Summary of results

	2024 $	2023 $
Revenue from ordinary activities	-	-
Other income	404,828	1,304,253
	404,828	1,304,253
Loss before income tax	(3,527,029)	(6,042,951)
Income tax expense	259,932	(135,106)
Loss attributable to owners	(3,267,097)	(6,178,057)
Other comprehensive loss	12,355	(3,975)
Underlying loss per share (cents)	(0.28)	(0.68)
Shares on issue at reporting date	1,187,543,702	959,487,343
Weighted average number of shares	1,172,374,780	912,553,406

Forward Looking Information
This report contains forward-looking information about the Company and its operations. In certain cases, forward-looking information may be identified by such terms as "anticipates", "believes", “should”, "could", "estimates", “target”, “likely”, “plan”, "expects", "may", “intend”, "shall", "will", or "would". These statements are based on information currently available to the Company and the Company provides no assurance that actual results will meet management's expectations. Forward-looking statements are subject to risk factors associated with the Company’s business, many of which are beyond the control of the Company. It is believed that the expectations reflected in these statements are reasonable but they may be affected by a variety of variables and changes in underlying assumptions which could cause actual results or trends to differ materially from those expressed or implied in such statements. There can be no assurance that actual outcomes will not differ materially from these statements.

Cautionary Statement
Certain information in this report contains references to visual results. The Company draws attention to the inherent uncertainty in reporting of visual results.

Competent Persons Statement

The information in this report that relates to Mineral Resources is based on information and supporting documentation compiled under the supervision of Mr Rene Sterk, a Competent Person, who is a Fellow and Chartered Professional of The Australasian Institute of Mining and Metallurgy (AusIMM). Mr Sterk is Managing Director of RSC, independent resource development consultants. The full nature of the relationship between Mr Sterk and Labyrinth Resources Limited, including any issue that could be perceived by investors as a conflict of interest, has been disclosed. Mr Sterk has sufficient experience that 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 in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Sterk has consented to the inclusion of information pertaining to the Labyrinth Mineral Resource Estimation in this Annual Report.

The information in this report that relates to Comet Vale JORC 2012 Mineral Resource is based on information and supporting documentation compiled under the supervision of Ms Jacinta Blincow, a Competent Person, who is Member of the Australian Institute of Geoscientists (AIG). Ms Blincow is a Senior Resource Geologist at Right Solutions Australia Pty Ltd, independent resource development consultants. The full nature of the relationship between Ms Blincow and Labyrinth Resources Limited, including any issue that could be perceived by investors as a conflict of interest, has been disclosed. Ms Blincow has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity which she 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'. Ms. Blincow has consented to the inclusion of information pertaining to the Comet Vale Mineral Resource Update in this Annual Report.

The information has been reviewed and approved by Jennifer Neild, who is an employee of Labyrinth Resources Limited. Ms. Neild is a professional geoscientist and a Member of the Australian Institute of Geoscientists (AIG). Ms. Neild has sufficient experience relevant tot eh style of mineralisation and type of deposits under consideration, and to the activities which have been undertaken to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Ms. Neild consents to the inclusion in this announcement of the matters based on this information in the form and context in which it appears.

Specific Company ASX Announcements

Specific exploration results referred to in this report were originally reported in the following Company announcements in accordance with ASX Listing Rule 5.7:

Title	**Date**
Labyrinth Maiden Mineral Resource Estimate	27 September 2022
Comet Vale Mineral Resource Estimate	11 April 2023
High grade gold results received at Comet Vale Project	2 May 2023
Gold, Lithium and Nickel Exploration at Comet Vale	20 September 2023
Revised acquisition terms provide strong start to 2024	4 January 2024
Sale of Labyrinth Gold Project, Canada	8 January 2024
High Grade Gold and Copper Assays	5 February 2024
Labyrinth Project Sale Conditions Satisfied	8 April 2024
Termination of Labyrinth Gold Project Sale	16 May 2024
LRL Set to Acquire Vivien Project and 100% of Comet Vale	17 July 2024
More High Grade Gold and Copper at Comet Vale	9 August 2024
Results of General Meeting	13 September 2024
Acquisition Completion & New Board / Management Appointments	23 September 2024

The Company confirms that it is not aware of any information or data that materially affects the information included in the said original announcements and the form and context in which the Competent Persons' findings are presented have not materially modified from the original market announcements.

Significant changes in the state of affairs

There were no other significant changes in the state of affairs of the Group during the financial year.

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

Likely developments and expected results of operations
Likely developments in the operations of the Group are set out in the above review of operations in this annual report. Any future prospects are dependent upon the results of future exploration and evaluation.

Risk overview
The Company's activities have inherent risk and the Directors are unable to provide certainty of the expected results of these activities. The material business risks that the Company faces that could influence the Company's future prospects and how these are managed, are outlined below.

Exploration and operational
Mineral exploration and development is a speculative undertaking. There can be no assurance that the exploration on the Company's projects will result in the discovery of an economic mineral resource or that it can be economically exploited. In the event that exploration programmes prove to be unsuccessful this could lead to diminution in the value of the projects, a reduction in cash reserves and possible relinquishment of the mineral exploration licences associated with the projects.

The Company's future exploration activities may be affected by a range of factors including geological conditions, adverse weather and unanticipated operational or technical difficulties beyond the control of the Company. This is managed where possible by undertaking exploration activities when more favourable seasonal weather patterns are expected and extensive planning and completion of the work by experienced professionals.

Tenure
Applications
A number of the Company's tenements are under application. While the Company does not anticipate there to be any issue with the grant of these applications, there can be no assurance that the applications will be granted. While the risk is considered to be low, there is no assurance that when the tenement is granted it will be granted in its entirety.

Access
A number of the Western Australian tenements overlap certain pastoral, historical or general leases. The Company is not aware of any factors that would prevent the Company from undertaking its proposed activities on these tenements. Should the Company commence mining operations on these tenements the Company may need to consider entering into compensation or access agreements with the leaseholders to ensure the requirements of the *Mining Act 1978* (WA) are satisfied.

Capital
The development of the Company's projects may require additional funding. Previous capital raises have been well-supported, however there can be no assurance that additional capital or favourable financing options will be available. If the Company is unable to obtain additional funding as needed, it may be required to scale back its exploration programmes.

Government regulations
The future development of the Company's projects will be subject to obtaining approvals from relevant government authorities. Any material adverse changes in government policies or legislation in Western Australia and Australia that affect mining, processing, development and mineral exploration activities, income tax laws, royalty regulations, and environmental issues may affect the viability and profitability of any future development of the Company's projects. No assurance can be given that new regulations will not be enacted or that the existing rules and regulations will not be applied in a manger which could adversely impact the Company's mineral properties.

Global market and financial conditions
The mineral resource industry and other industries are impacted by global market and financial conditions. Some of the key impacts of market uncertainty caused by the COVID-19 pandemic, global geopolitical tensions and inflationary economic environments may result in contraction in credit markets resulting in widening of credit risk, devaluations and volatility in global equity, commodity, foreign exchange and precious metal markets. Due to the current nature of the Company's activities a slowdown in the financial markets or other economic conditions may adversely affect the Company's share price, growth potential and ability to finance its activities.

Climate risk
There are a number of climate-related factors that may affect the operations and proposed activities of the Company. The climate change risks particularly attributable to the Company include:

- the emergence of new or expanded regulations associated with the transition to a lower-carbon economy and market changes related to climate change mitigation. While the Company endeavours to manage these risks and limit any consequential impacts, there can be no guarantee that the Company will not be impacted by these occurrences; and
- climate change may cause certain physical and environmental risks that cannot be predicted by the Company, including events such as increased severity of weather patterns, extreme weather events and longer term physical risks such as sifting climate patterns. These risks may significantly change the industry in which the Company operates.

Matters subsequent to the end of the financial year
On 17 July 2024, the Company announced that it had signed:
- a binding option agreement with Sand Queen whereby Labyrinth has been granted a 12-month option (commencing on completion of the Distilled Acquisition) to acquire Sand Queen's 49% interest in Comet Vale for $3m in cash; and
- a binding share sale agreement to acquire 100% of Distilled which owns the Vivien Gold Project for circa 1,816.7m ordinary shares and 220m Vendor Performance rights.

The Company also announced an equity raising to support the acquisitions of $2m (before costs) via a two tranche private placement and $2m (before costs) via a non-renounceable entitlement issue. Tranche 1 of the placement, the issue of 133,333,333 new shares at $0.003 per share to raise $400,000, was completed on 25 July 2024.

On 13 September 2024, the Company received the necessary shareholders' approval for the above transactions. As such, the Distilled Acquisition completed on 20 September 2024 with the Company issuing the following securities:
- 1,816,666,667 vendor shares;
- 220,000,000 vendor performance rights;
- 533,333,333 tranche 2 placement shares to raise $1,600,000 (before costs);
- 133,333,333 adviser shares;
- 90,000,000 advisor options; and
- 40,000,000 shares to Directors and key executives.

On 20 September 2024, the Company also announced that Mr Kelvin Flynn and Mr Alex Hewlett would be joining the Board as Non-Executive Directors and Mr Matthew Nixon would be resigning. Further, Mr Charles Hughes was appointed as CEO of the Company, with Ms Jennifer Neild taking on the role of Chief Development Officer.

On 24 September 2024, the Company announced the rights issue to raise circa $2m had officially commenced with an expected closing date of 10 October 2024.

On 26 September 2024, the Company announced it had successfully completed the grant of the 12 month option to acquire Sand Queen's 40% interest in Comet Vale via the issue of 66,666,667 shares to Sand Queen.

On 27 September 2024, the Company announced the issue of 40,000,000 performance rights to newly appointed CEO Charles Hughes. Refer to announcement of his appointment released on the ASX on 23 September 2024 for further details on the milestones and conditions of the performance rights.

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Environmental regulation
The Group is subject to environmental regulation in relation to its exploration activities. It aims to ensure that the highest standard of environmental care is achieved, and that it complies with all relevant environmental legislation. The Directors are not aware of any breaches during the period covered by this report.

Shares under option
Unissued ordinary shares of Labyrinth Resources Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
8 November 2021	7 November 2024	$0.0450	36,500,000
20 September 2024	19 September 2029	$0.0038	30,000,000
20 September 2024	19 September 2029	$0.0058	30,000,000
20 September 2024	19 September 2029	$0.0084	30,000,000

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

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

During the financial year, the Company paid an insurance premium to insure the directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings. This does not include such liabilities that arise from conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else or to cause detriment to the Group. It is not possible to apportion the premium between amounts relating to the insurance against legal costs and those relating to other liabilities.

The Group has agreed to indemnify each of the Directors and the Company Secretary of the Company and its controlled entity, against all liabilities to another person (other than the Company or a related body corporate) that may arise from their position as Directors and Company Secretary of the company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. The agreement stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses. No agreements have been entered into to indemnify the Group’s auditors against any claims by third parties arising from their report on the Annual Financial Statements.

Indemnity and insurance of auditor
The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Non-audit services
Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 31 to the financial statements.

The Directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The Directors are of the opinion that the services as disclosed in note 31 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:
- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risks and rewards.

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

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

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all Directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service contracts
- Share-based compensation
- Consequences of performance on shareholder wealth
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration
Remuneration levels for key management personnel of the Group are set to attract, retain and motivate appropriately qualified and experienced Directors and Executives. As the Group’s principal activities during the year were new ventures and exploration / evaluation, measurement of remuneration policies against financial performance is not considered relevant. The measurement of remuneration policies considered a range of factors including budget performance, delivery of results and timely completion of development programmes.

The objective of the Group's reward framework is to ensure that remuneration policies and structures are fair and competitive. The Board of directors ("the Board") ensures that remuneration satisfies the following criteria for reward:
- competitiveness and reasonableness
- Transparency
- attracts and retains high calibre executives
- rewards capability and experience.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 24 November 2011, where the shareholders approved a maximum annual aggregate remuneration of $500,000.

Director remuneration
The combination of these comprises the director's total remuneration.

Fixed remuneration
Fixed remuneration consists of base remuneration plus employer contributions to superannuation funds (unless otherwise stated). Remuneration levels are reviewed annually by the Board through a process that considers individual and overall performance of the Group and compares remuneration to ensure it is comparable and competitive within the market in which the Group operates.

Fixed remuneration is not "at risk" but is appropriately benchmarked and set with reference to role, responsibilities, skills and experience.

Performance-linked remuneration
Performance-linked remuneration can consist of both short-term and longer-term remuneration. Performance-linked remuneration is not based on specific financial indicators such as earnings or dividends as the Group is at the exploration and development stage. Vesting of long term incentives is based on the share price performance of the Group, which is considered an appropriate measure of the outcome of overall performance. There is no separate profit-share plan.

Long-term incentive
Long-term incentives ('LTI') can comprise share options and/or performance rights ('PR'), which are granted from time to time to encourage sustained performance in the realisation of strategic outcomes and growth in shareholder value. Options and rights are granted for no consideration and do not carry voting rights or dividend entitlements.

Employee Incentive Option Plan
The Company adopted an Employee Incentive Option Plan ('EIOP') effective 29 October 2021. Under the EIOP, the Company may grant options to Company eligible employees to motivate and reward their performance in their respective roles up to a maximum of 5% of the Company's total issued ordinary shares at the date of the grant. The fair value of share options granted is estimated using the Black-Scholes Simulation model. The Company has not awarded options to Directors and Consultants under the EIOP to date.

Performance Rights granted as remuneration
Performance rights have been granted to eligible executives and external consultants and are subject to vesting conditions related to achieving a matrix of performance targets measured over a three-year period. On vesting, each right automatically converts to one ordinary share. Prior to to their conversion into ordinary shares, rights do not entitle the holder to any dividends.

Performance Rights granted during the year are as follows:
- 2,500,000 performance rights issued on 5 December 2023 were issued to Jennifer Nield and subject only to remaining employed by LRL at 30 June 2024.

Details of remuneration

Amounts of remuneration
Details of the remuneration of key management personnel of the Group are set out in the following tables.

2024	Short-term benefits Director fees* $	 Consult-ing $	 Non-mone - tary $	Post-employment benefits Super-annuation $	Long term benefits Long service leave $	Share-based payments Performance rights $	 Options and shares $	 Total $
Non-Executive Directors:								
Dean Hely	60,000	-	-	6,600	-	-	-	66,600
Simon Lawson	45,000	-	-	-	-	-	-	45,000
Matthew Nixon	60,000	12,225	-	1,345	-	-	-	73,570
	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-
Senior Executives:								
Jennifer Neild	207,692	-	-	22,846	-	15,000	-	245,538
	372,692	12,225	-	30,791	-	15,000	-	430,708

* Director fees have not been paid during the year and full balances remain payable as at 30 June 2024.

2023	Short-term benefits Director fees $	 Cash bonus $	 Non-monetary $	Post-employment benefits Super-annuation $	Long term benefits Long service leave $	Share-based payments Performance rights $	 Options and shares $	 Total $
Non-Executive Directors:								
Dean Hely	60,000	-	-	6,300	-	-	-	66,300
Mel Ashton	60,000	-	-	-	-	-	-	60,000
Simon Lawson	72,000	-	-	-	-	45,600	40,800	158,400
Senior Executives:								
Matthew Nixon	303,635	75,000	-	27,627	-	379,547	-	785,809
	495,635	75,000	-	33,927	-	425,147	40,800	1,070,509

Consequences of performance on shareholder wealth

	2024 $	2023 $	2022 $	2021 $	2020 $
Loss after income tax, excluding asset write-offs*	(3,267,097)	(2,626,865)	(6,098,478)	(1,065,661)	(549,122)

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

	2024	2023	2022	2021	2020
Share price at financial year end ($)	0.004	0.01	0.02	0.04	0.04
Basic earnings per share, excluding asset write-offs* (cents per share)	(0.28)	(0.29)	(0.80)	(0.20)	(0.10)

*Excludes exploration and evaluation asset write-offs of $nil for the year ended 30 June 2024 (2023: $5,857) and receivables asset write offs of $nil for the year ended 30 June 2024 (2023: $31,606).

During the financial years noted above, there were no dividends paid or other returns of capital made by the Company to shareholders. The Group's financial performance is impacted by a number of factors.

As the Group is still in the exploration and development phase of its operations, the share price and thus the Company's market capitalisation is the only indicator of the Group's overall performance.

Service contracts

On appointment to the Board, all Directors enter into a letter of appointment with the Company specifying their functions and duties as a Director.

Remuneration and other terms of employment for key management personnel are formalised in service agreements. The service agreements outline the components of remuneration paid to the Executives and key management personnel ('KMPs') but do not prescribe how remuneration levels are modified year by year. Remuneration levels are reviewed each year to take into account cost of living changes, any change in the scope of the role performance by KMPs and any changes required to meet the principles of the remuneration policy. Details of these agreements are as follows:

Name:	Jennifer Neild
Title:	Chief Executive Officer
Term of agreement:	Ms Neild is entitled to participate in the Performance Incentive Plan. Any participation in a Performance Incentive Plan is subject to the necessary approvals. The remuneration package will be reviewed annually. Employment may be terminated by either herself or the Company by providing 12 weeks' notice in writing.
Details:	Base fee: $225,000 p.a. plus superannuation

Share-based compensation

Issue of shares
There were no shares issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2024.

Options
There were no options over ordinary shares issued to Directors and other key management personnel as part of compensation that were outstanding as at 30 June 2024.

There were no options over ordinary shares granted to or vested by Directors and other key management personnel as part of compensation during the year ended 30 June 2024.

Performance rights
During the year, 2,500,000 performance rights over ordinary shares were issued to Jennifer Neild subject only to remaining as employed by Labyrinth at 30 June 2024. These performance rights vested on 30 June 2024.

There were no other performance rights over ordinary shares granted to or vested by Directors and other key management personnel as part of compensation during the year ended 30 June 2024.

Additional disclosures relating to key management personnel

Shareholding
The number of shares in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions*	Disposals/ other**	Balance at the end of the year
Ordinary shares					
Dean Hely	13,000,000	-	3,250,001	-	16,250,001
Simon Lawson	7,400,000	-	-	-	7,400,000
Matthew Nixon	9,046,372	-	1,000,000	-	10,046,372
	-	-	-	-	-
	-	-	-	-	-
Senior Executives:	-	-	-	-	-
Jennifer Neild	-	-	-	-	-
	29,446,372	-	4,250,001	-	33,696,373

* Includes shares held at respective Director's or KMP's appointment date
** Shares held at respective Director's or KMP's resignation date

Option holding
The number of options over ordinary shares in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other*	Balance at the end of the year
Options over ordinary shares					
Dean Hely	5,000,000	-	-	-	5,000,000
	5,000,000	-	-	-	5,000,000

* Options held at respective Director's appointment date or resignation date

Performance rights holding
The number of performance rights over ordinary shares in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted as part of remuneration	Vested	Expired/ forfeited/ other	Balance at the end of the year
Performance rights over ordinary shares					
Jennifer Neild	-	2,500,000	-	-	2,500,000
	-	2,500,000	-	-	2,500,000

Other transactions with key management personnel and their related parties
Details of other transactions with key management personnel are disclosed in note 26.

Loans to Directors and executives
There were no loans from Directors during the current financial year.

Shares under performance rights
Unissued ordinary shares of Labyrinth Resources Limited under performance rights at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under rights
5 December 2023	30 June 2024	$0.0000	2,500,000
20 September 2024	Various dates linked to milestones	$0.0000	220,000,000

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

Shares issued on the exercise of performance rights
There were no ordinary shares of Labyrinth Resources Limited issued on the exercise of performance rights during the year ended 30 June 2024 and up to the date of this report.

Voting and comments at the Company’s 2022/23 Annual General Meeting
The Company received 99.47% of “yes” votes on its remuneration report for the 30 June 2023 financial year. The Company did not receive any specific feedback at the annual general meeting or throughout the year on its remuneration practices.

This concludes the remuneration report, which has been audited.

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

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

On behalf of the Directors

____
Dean Hely
Non-Executive Chairman

30 September 2024
Perth

Moore Australia Audit (WA)

Level 15, Exchange Tower,
2 The Esplanade, Perth, WA 6000

PO Box 5785, St Georges Terrace, WA 6831

T +61 8 9225 5355
F +61 8 9225 6181

www.moore-australia.com.au

Auditor's Independence Declaration

Under Section 307c of the Corporations Act 2001

To the directors of Labyrinth 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.

Neil Pace
Partner – Audit and Assurance
Moore Australia Audit (WA)
Perth
30th day of September 2024

Moore Australia Audit (WA)
Chartered Accountants

Labyrinth Resources Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2024

	Note	2024 $	2023 $
Revenue			
Other income	5	404,828	1,304,253
Expenses			
Professional fees	6	(657,371)	(465,203)
Foreign exchange gains/losses		406,949	(55,350)
Loss from financial instrument at fair value through profit or loss	7	(3,065,964)	(4,996,793)
Share based payments expense	24	(15,000)	(727,023)
Employee benefits expense		(254,698)	(353,436)
Write off of assets - receivables	12	-	(31,606)
Write off of assets - exploration and evaluation	15	-	(5,857)
Listed entity expenses		(70,050)	(63,575)
Travel expenses		(1,965)	(46,190)
Stamp duty		(8,326)	(8,488)
Exploration expenditure		-	(290)
Other expenses		(228,994)	(491,734)
Finance costs		(36,438)	(101,659)
Loss before income tax (expense)/benefit		(3,527,029)	(6,042,951)
Income tax (expense)/benefit	8	259,932	(135,106)
Loss after income tax (expense)/benefit for the year attributable to the owners of Labyrinth Resources Limited		(3,267,097)	(6,178,057)
Other comprehensive income/(loss)			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		12,355	(3,975)
Other comprehensive income/(loss) for the year, net of tax		12,355	(3,975)
Total comprehensive loss for the year attributable to the owners of Labyrinth Resources Limited		(3,254,742)	(6,182,032)
		Cents	**Cents**
Basic loss per share	9	(0.28)	(0.68)
Diluted loss per share	9	(0.28)	(0.68)

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

Labyrinth Resources Limited
Statement of financial position
As at 30 June 2024

	Note	2024 $	2023 $
Assets			
Current assets			
Cash and cash equivalents	10	287,071	418,163
Trade and other receivables	12	15,733	242,531
Other		82,180	104,246
		384,984	764,940
Non-current assets classified as held for sale	16	20,728,887	-
Total current assets		21,113,871	764,940
Non-current assets			
Investments	13	128,122	159,500
Property, plant and equipment	14	-	171,555
Exploration and evaluation	15	3,965,272	24,764,563
Total non-current assets		4,093,394	25,095,618
Total assets		25,207,265	25,860,558
Liabilities			
Current liabilities			
Trade and other payables	17	477,330	1,025,367
Income tax		-	160,066
Other liabilities	18	-	1,330,273
		477,330	2,515,706
Liabilities directly associated with assets classified as held for sale	19	19,700,806	-
Total current liabilities		20,178,136	2,515,706
Non-current liabilities			
Other liabilities	18	-	16,655,586
Total non-current liabilities		-	16,655,586
Total liabilities		20,178,136	19,171,292
Net assets		5,029,129	6,689,266
Equity			
Issued capital	20	307,812,363	306,232,758
Reserves	21	1,913,671	1,886,316
Accumulated losses		(304,696,905)	(301,429,808)
Total equity		5,029,129	6,689,266

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

Labyrinth Resources Limited
Statement of changes in equity
For the year ended 30 June 2024

	Issued capital $	Foreign currency translation reserve $	Share-based payments reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2022	304,910,838	(7,637)	1,215,955	(295,251,751)	10,867,405
Loss after income tax expense for the year	-	-	-	(6,178,057)	(6,178,057)
Other comprehensive loss for the year, net of tax	-	(3,975)	-	-	(3,975)
Total comprehensive loss for the year	-	(3,975)	-	(6,178,057)	(6,182,032)
Contributions of equity, net of transaction costs (note 20)	1,276,870	-	-	-	1,276,870
Share-based payments (note 24)	45,050	-	681,973	-	727,023
Balance at 30 June 2023	306,232,758	(11,612)	1,897,928	(301,429,808)	6,689,266

	Issued capital $	Foreign currency translation reserve $	Share-based payments reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2023	306,232,758	(11,612)	1,897,928	(301,429,808)	6,689,266
Loss after income tax benefit for the year	-	-	-	(3,267,097)	(3,267,097)
Other comprehensive income for the year, net of tax	-	12,355	-	-	12,355
Total comprehensive income/(loss) for the year	-	12,355	-	(3,267,097)	(3,254,742)
Contributions of equity, net of transaction costs (note 20)	1,563,395	-	-	-	1,563,395
Share-based payments (note 24)	33,000	-	15,000	-	48,000
Issue of shares (note 20)	(16,790)	-	-	-	(16,790)
Balance at 30 June 2024	307,812,363	743	1,912,928	(304,696,905)	5,029,129

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

	Note	2024 $	2023 $
Cash flows from operating activities			
Payments to suppliers and employees (inclusive of GST)		(836,056)	(1,704,525)
Interest received		26,516	17,399
Other income		267,885	-
Interest and other finance costs paid		(76,826)	(64,379)
Income taxes refunded		158,966	606,130
Income taxes paid		-	(202,600)
Net cash used in operating activities	11	(459,515)	(1,347,975)
Cash flows from investing activities			
Payments for property, plant and equipment	14	-	(40,990)
Payments for exploration and evaluation	15	(584,805)	(2,371,678)
Payments for acquisition of Canadian projects		(1,278,408)	(1,103,535)
Proceeds on sale of tenements	15	-	626,800
Proceeds from tax refunds		723,545	774,641
Net cash used in investing activities		(1,139,668)	(2,114,762)
Cash flows from financing activities			
Proceeds from issue of shares	20	1,563,395	1,283,000
Proceeds from borrowings		-	744,454
Share issue transaction costs		(16,790)	(6,130)
Payment of borrowings		(76,255)	(504,086)
Net cash from financing activities		1,470,350	1,517,238
Net decrease in cash and cash equivalents		(128,833)	(1,945,499)
Cash and cash equivalents at the beginning of the financial year		418,163	2,360,814
Effects of exchange rate changes on cash and cash equivalents		(2,259)	2,848
Cash and cash equivalents at the end of the financial year	10	287,071	418,163

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

Note 1. General information

The financial statements cover Labyrinth Resources Limited as a Group consisting of Labyrinth Resources Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Labyrinth Resources Limited's functional and presentation currency.

Labyrinth Resources Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Suite 5, Level 1, 460 Roberts Road, Subiaco WA 6008

The Group is a gold development and exploration company, with a focus on sourcing, developing and managing stranded, high grade gold assets into production with projects in Western Australia and Canada.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 30 September 2024.

Note 2. Material accounting policy information

The accounting policies that are material to the Group are set out either in the respective notes or below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

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

Going concern

The consolidated financial statements have been prepared on a going concern basis.

During the year ended 30 June 2024, the Group has recorded a loss of $3,267,097 (30 June 2023: $6,178,057) and experience net cash outflow for operating and investing activities of $1,599,183 (30 June 2023: $3,462,737). At 30 June 2024, the Group had a net current assets of $935,735 (net liabilities 30 June 2023: $1,750,766). As at 30 June 2024 the cash balance was $287,071 (30 June 2023: $418,163).

The ability of the Group to continue as a going concern is dependent on securing additional equity funding to continue to fund its operational and exploration activities. These conditions indicate a material uncertainty that may cast a significant doubt about the Group’s ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The Directors believe there are sufficient funds to meet the entity’s working capital requirements and as at the date of this report. The financial report has been prepared on the basis that the Group is a going concern, which contemplates the continuity of normal business activity, realisation of assets and settlement of liabilities in the normal course of business for the following reasons:

- The Directors have the ability to reduce expenditure in order to preserve cash if required;
- the Company has raised approx. $2 million in cash via an issue of capital subsequent to 30 June 2024 and currently has a rights issue open to raise a further $2million (before costs); and
- The Group has historically demonstrated its ability to raise funds to satisfy its immediate cash requirements.

Should the Group not be able to continue as a going concern, it may be required to realise is assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial report. This financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the Group not be able to continue as a going concern.

Note 2. Material accounting policy information (continued)

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

Historical cost convention
The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment, share based payments and derivative financial instruments.

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

Parent entity information
In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in note 28.

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Labyrinth Resources Limited ('Company' or 'parent entity') as at 30 June 2024 and the results of all subsidiaries for the year then ended. Labyrinth Resources Limited and its subsidiaries together are referred to in these financial statements as the 'Group'.

Subsidiaries are all those entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

Foreign currency translation
The financial statements are presented in Australian dollars, which is Labyrinth Resources Limited's functional and presentation currency.

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

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

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

Note 2. Material accounting policy information (continued)

Revenue recognition
The Group recognises revenue as follows:

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

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

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

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:
- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

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

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

Labyrinth Resources Limited (the 'head entity') and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime. The head entity and each subsidiary in the tax consolidated group continue to account for their own current and deferred tax amounts. The tax consolidated group has applied the 'separate taxpayer within group' approach in determining the appropriate amount of taxes to allocate to members of the tax consolidated group.

In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from each subsidiary in the tax consolidated group.

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts receivable from or payable to other entities in the tax consolidated group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of each tax consolidated group member, resulting in neither a contribution by the head entity to the subsidiaries nor a distribution by the subsidiaries to the head entity.

Note 2. Material accounting policy information (continued)

Derivative financial instruments
Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

Derivatives are classified as current or non-current depending on the expected period of realisation.

Investments and other financial assets
Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at amortised cost
A financial asset is measured at amortised cost only if both of the following conditions are met: (i) it is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and (ii) the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Investments
Investments includes non-derivative financial assets with fixed or determinable payments and fixed maturities where the Group has the positive intention and ability to hold the financial asset to maturity. This category excludes financial assets that are held for an undefined period. Investments are carried at amortised cost using the effective interest rate method adjusted for any principal repayments. Gains and losses are recognised in profit or loss when the asset is derecognised or impaired.

Impairment of financial assets
The Group recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the Group's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Impairment of non-financial assets
Non-financial assets, other than deferred tax assets ("DTAs") 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.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

An impairment loss is recognised if the carrying amount of an asset exceeds it recoverable amount. Impairment losses are recognised in profit or loss.

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. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 3. Critical accounting judgements, estimates and assumptions

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

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

Allowance for expected credit losses
The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

Income tax
The Group is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax audit issues based on the Group's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Recovery of deferred tax assets
Deferred tax assets are recognised for deductible temporary differences only if the Group considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred consideration
Deferred consideration liability relates to the gold and other amounts payable for the acquisition of the Labyrinth Gold Project in Canada that has been classified as financial liabilities at fair value through profit and loss. At each reporting date, the deferred consideration liability is reassessed using a net present value of expected future payments model (“NPV”) using revised assumptions or inputs on which the liability calculation is based. These assumptions include estimated delivery dates/timing of instalments due, future gold prices, foreign exchange rate movements and discount rates. Any increase or decrease in the net present value of the liability will result in a corresponding gain or loss to profit of loss. Further details of the gain or loss are set out in note 7, whilst further details of the deferred consideration liability can be found in note 18.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Exploration and evaluation costs

Exploration and evaluation costs have been capitalised on the basis that either exploration and evaluation activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves or alternatively the Group has assessed that it will be able to commence commercial production in the future, from which it will be able to recoup those costs. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made. Further details of capitalised exploration and evaluation costs are set out in note 15.

Note 4. Operating segments

Identification of reportable operating segments

The Group is organised into one operating segment being gold exploration and evaluation. The operating segment is based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources.

Reportable segments disclosed are based on aggregating leases where the evaluation and exploration interests are considered to form a single project. This is indicated by:

- having the same ownership structure;
- exploration being focused on gold; and
- exploration programs targeting the leases as a group, indicated by the use of the same exploration team, shared geological data and knowledge across the leases.

There have been no changes to the basis of segmentation or the measurement basis for the segment profit or loss during the year ended 30 June 2024.

Accounting policy for operating segments

Unless otherwise stated, all amounts reported to the Board of Directors as the CODM with respect to operating segments, are determined in accordance with AASB 8 Operating Segments.

Note 5. Other income

	2024 $	2023 $
Net gain on disposal of tenements	-	1,096,112
Other income	366,744	190,453
Interest income	38,084	17,688
	404,828	1,304,253

Other income includes a non-refundable deposit of $255,885 received related to the potential sale of exploration assets, which was unsuccessful.

Note 6. Professional fees

	2024 $	2023 $
Accountancy and audit cost	199,086	170,609
Consultant fees	12,445	46,897
Directors' remuneration	189,600	198,300
Legal fees	256,240	49,397
	657,371	465,203

Note 7. Loss from financial instrument at fair value through profit or loss

	2024 $	2023 $
Loss from revaluation of deferred consideration*	3,034,586	4,894,556
Loss from revaluation of investments**	31,378	102,237
	3,065,964	4,996,793

* Refer to note 18 for further details.
** Refer to note 13 for further details.

Note 8. Income tax expense/(benefit)

	2024 $	2023 $
Income tax expense/(benefit)		
Current tax expense	(160,374)	160,374
Adjustment recognised for prior periods	(99,558)	(25,268)
Aggregate income tax expense/(benefit)	(259,932)	135,106
Numerical reconciliation of income tax expense/(benefit) and tax at the statutory rate		
Loss before income tax (expense)/benefit	(3,527,029)	(6,042,951)
Tax at the statutory tax rate of 25%	(881,757)	(1,510,738)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Share-based payments	3,750	181,756
Sundry items	-	(220)
	(878,007)	(1,329,202)
Adjustment recognised for prior periods	(99,558)	(25,268)
Prior year tax losses not recognised now recouped	(160,374)	(64,189)
Difference in tax rates	(793)	25,772
Temporary differences not recognised	878,800	1,527,993
Income tax expense/(benefit)	(259,932)	135,106

Note 8. Income tax expense/(benefit) (continued)

	2024 $	2023 $
Tax losses not recognised		
Unused tax losses for which no deferred tax asset has been recognised	8,911,135	7,912,257
Potential tax benefit @ 25%	2,227,784	1,978,064

These tax losses can only be utilised in the future if future assessable income is derived of a nature and of an amount sufficient to enable the benefit to be realised, the conditions for deductibility imposed by tax legalisation continue to be complied with, no changes in tax legislation adversely affect the Group in realising the benefit and, the continuity of ownership test is passed, or failing that, the same business test is passed.

Note 9. Earnings per share

	2024 $	2023 $
Loss after income tax attributable to the owners of Labyrinth Resources Limited	(3,267,097)	(6,178,057)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	1,172,374,780	912,553,406
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,172,374,780	912,553,406
	Cents	**Cents**
Basic loss per share	(0.28)	(0.68)
Diluted loss per share	(0.28)	(0.68)

At 30 June 2024, 36,500,000 options and 2,500,000 performance rights (30 June 2023: 12,800,000 performance rights) were excluded from diluted weighted average number of ordinary shares calculation as their effect would have been anti-dilutive.

Note 10. Cash and cash equivalents

	2024 $	2023 $
Current assets		
Cash at bank	287,071	418,163

Note 11. Cash flow information

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

	2024 $	2023 $
Loss after income tax (expense)/benefit for the year	(3,267,097)	(6,178,057)
Adjustments for:		
Impairment of non-current assets	-	37,463
Share-based payments (note 24)	15,000	727,023
Gain on sale of tenements	-	(1,096,112)
Gain on sale of property, plant and equipment	(13,514)	-
Loss on financial instruments on fair value through profit and loss	3,065,964	4,996,793
Foreign exchange loss	(422,280)	62,014
Other	(149)	(138,536)
Change in operating assets and liabilities:		
Decrease in trade and other receivables	77,571	323,072
Increase in other current assets	91,540	161,951
Increase/(decrease) in trade and other payables	153,516	(176,092)
Decrease in provision for income tax	(160,066)	(67,494)
Net cash used in operating activities	(459,515)	(1,347,975)

Note 12. Trade and other receivables

	2024 $	2023 $
Current assets		
Deposit	2,987	3,098
Other receivables	12,746	239,433
	15,733	242,531

Under the general approach to impairment, the Group has assessed there was no impairment to the working capital facility for the year.

The Group uses the general approach to impairment, as applicable under AASB 9: Financial Instruments. Under the general approach, at each reporting period, the Group assesses whether the financial instruments are credit-impaired, and if:

- the credit risk of the financial instrument has increased significantly since initial recognition, the Group measures the loss allowance of the financial instruments at an amount equal to the lifetime expected credit losses; or
- there is no significant increase in credit risk since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

Note 13. Investments

	2024 $	2023 $
Non-current assets		
Shares held in Horizon Minerals Ltd*	105,000	120,000
Shares held in Richmond Vanadium Technology Ltd**	23,122	39,500
	128,122	159,500

Reconciliation
Reconciliation of the fair values at the beginning and end of the current and previous financial year are set out below:

	2024 $	2023 $
Opening fair value	159,500	-
Additions	-	261,736
Fair value revaluation	(31,378)	(102,236)
Closing fair value	128,122	159,500

* The Group holds 3,000,000 fully paid ordinary shares in Horizon Minerals Limited. These shares are classified as financial assets at fair value through profit or loss.

** The Company holds 96,341 RVT shares. These shares are classified as financial assets at fair value through profit or loss.

Refer to note 23 for further information on fair value measurement.

Accounting policy for financial assets at fair value through profit or loss
Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

Note 14. Property, plant and equipment

	2024 $	2023 $
Non-current assets		
Motor vehicles - at cost	-	112,520
Less: Accumulated depreciation	-	(79,443)
	-	33,077
Equipment - at cost	-	189,350
Less: Accumulated depreciation	-	(50,872)
	-	138,478
	-	171,555

Note 14. Property, plant and equipment (continued)

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

	Motor vehicles $	Equipment $	Total $
Balance at 1 July 2022	88,445	132,887	221,332
Additions	-	40,990	40,990
Exchange differences	(467)	1,445	978
Depreciation expense	(54,900)	(36,845)	(91,745)
Balance at 30 June 2023	33,078	138,477	171,555
Exchange differences	(315)	(4,075)	(4,390)
Classified as held for sale (refer to note 16)	-	(96,894)	(96,894)
Depreciation expense	(32,763)	(37,508)	(70,271)
Balance at 30 June 2024	-	-	-

Accounting policy for property, plant and equipment
Plant and equipment is stated at cost less accumulated depreciation and any accumulated impairment losses. The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year end.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives which for plant and equipment (including motor vehicles) is between 2 and 5 years depending on the type of asset.

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

Note 15. Exploration and evaluation

	2024 $	2023 $
Exploration assets		
Opening balance	24,764,563	23,558,142
Exploration expenditure capitalised	547,602	1,935,103
Write off of capitalised exploration	-	(5,857)
Disposal of Penny's Find's tenements	-	(3,198)
Classified as held for sale (refer to note 16)	(20,631,993)	-
Canadian mining tax credit	(571,022)	(793,839)
Exchange differences	(143,878)	74,212
Closing balance	3,965,272	24,764,563

Disposal of Penny's Find
On 30 August 2022, the Company complete the sale of the remaining 50% interest in the Penny's Find gold project to Black Mountain Gold Limited, a wholly subsidiary of Horizon Minerals Limited (ASX: HRZ).

Note 15. Exploration and evaluation (continued)

Canadian Mining Tax Credits
During the period, the Company received refundable credits on duties for losses under the Mining Tax Act. Those refundable credits on duties for losses are applicable on exploration costs incurred in the Province of Quebec. Furthermore, the Company received refundable tax credits for resources for mining companies on qualified exploration expenditures incurred. The credits are recorded against the exploration costs incurred as stated in AASB 120, Government Assistance, when a notice of assessment is received due to the uncertainty around the timing and amount of any tax credits.

Accounting policy for exploration and evaluation assets
Exploration and evaluation expenditure incurred by or on behalf of the Company is accumulated separately for each area of interest. Such expenditure comprises net direct costs and an appropriate portion of related overhead expenditure but does not include general overheads or administrative expenditure not having a specific nexus with a particular area of interest.

Each area of interest is limited to a size related to a known or probable mineral resource capable of supporting a mining operation.

Exploration and evaluation expenditure for each area of interest is carried forward as an asset provided that one of the following conditions is met:
- such costs are expected to be recouped through successful development and exploitation of the area of interest or, alternatively, by its sale; or
- exploration and evaluation activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and
- active and significant operations in relation to the area are continuing.

Expenditure which fails to meet the conditions outlined above is written off, furthermore, the directors regularly review the carrying value of exploration and evaluation expenditure and make write downs if the values are not expected to be recoverable.

Identifiable exploration assets acquired are recognised as assets at their cost of acquisition. Exploration assets acquired are reassessed on a regular basis and these costs are carried forward provided that at least one of the conditions referred to above is met.

Exploration and evaluation expenditure incurred subsequent to acquisition in respect of an exploration asset acquired, is accounted for in accordance with the policy outlined above for exploration expenditure incurred by or on behalf of the entity.

When an area of interest is abandoned, any expenditure carried forward in respect of that area is written off. Expenditure is not carried forward in respect of any area of interest unless the Group's right of tenure to that area of interest is current.

The ultimate recovery of the carrying values of the exploration and evaluation expenditure is dependent upon the successful development and commercial exploitation or, alternatively, sale of the interest in the tenements.

Note 16. Non-current assets classified as held for sale

The Company has the intention to sell the Labyrinth and Denain Gold Projects along with related assets and mining information. The assets held for sale are as follows:

Note 16. Non-current assets classified as held for sale (continued)

	2024 $	2023 $
Current assets		
Plant and equipment	96,894	-
Exploration and evaluation assets - Denain and Labyrinth Gold Project	20,631,993	-
	20,728,887	-

Accounting policy for non-current assets classified as held for sale
Non-current assets held for sale are measured at the lower of carrying amount and fair value less costs to sell. Non-current assets are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Note 17. Trade and other payables

	2024 $	2023 $
Current liabilities		
Trade payables	286,806	264,424
Accruals	135,000	703,782
Provision for annual leave	16,033	25,380
Other payables	39,491	31,781
	477,330	1,025,367

Refer to note 22 for further information on financial risk management.

Note 18. Other liabilities

	2024 $	2023 $
Current liabilities		
Deferred consideration	-	1,330,273
Non-current liabilities		
Deferred consideration	-	16,655,586

Reconciliation
Reconciliation of the fair values at the beginning and end of the current and previous financial year are set out below:

	2024	2023
Opening balance	17,985,859	12,960,370
Payment made	(701,852)	-
Fair value movement	3,034,586	4,894,557
Exchange differences	(617,787)	130,932
Classified as held for sale	(19,700,806)	-
Closing balance	-	17,985,859

Note 18. Other liabilities (continued)

Deferred consideration relates to the acquisition of the Labyrinth Gold Project in Canada. The terms of payment were revised in May 2023 and comprise:

- delivery of 4,300oz gold payable to the vendor over a 48 month period commencing from the date that profitable production activities commence at the Project. There is considerable uncertainty as to the timing of these gold payments and as a result the deferred consideration payable has been calculated on the basis of the Company's assessment of the earliest expected dates that payments will need to be made. The delivery dates used are as follows;
  - November 2026: 1,110oz gold
  - November 2027: 1,290oz gold
  - November 2028: 1,900oz gold.

The deferred consideration liability is recognised at fair value through profit or loss with changes in the fair value recognised in the consolidated statement of profit or loss. In the current period, a loss on fair value revaluation of $3,034,586 has been recognised in the consolidated statement of profit or loss, which has resulted from the revision of assumptions or inputs on which the liability calculation is based.

Accounting policy for financial liabilities at fair value through profit or loss (FVTPL)
Financial liabilities at FVTPL are measured at fair value, with any gains or losses arising on changes in fair value recognised in profit or loss to the extent that they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the in profit or loss.

However, for financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. The remaining amount of change in the fair value of liability is recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are not subsequently reclassified to profit or loss; instead, they are transferred to retained earnings upon derecognition of the financial liability.

Note 19. Liabilities directly associated with assets classified as held for sale

	2024 $	2023 $
Current liabilities		
Deferred consideration	19,700,806	-

*Deferred consideration relates to 4,300oz gold payable to the vendor as part of the consideration payable for the Canadian Projects. See note 18 for further details.

Note 20. Issued capital

	2024 Shares	2023 Shares	2024 $	2023 $
Share capital	1,187,543,702	959,487,343	307,812,363	306,232,758

Note 20. Issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2022	873,366,755		304,910,838
Issue of shares under performance rights		8,000,000	$0.0000	-
Issue of shares as employee remuneration		2,650,000	$0.0170	45,050
Issue of shares under share placement		75,470,588	$0.0170	1,283,000
Capital raising costs		-	$0.0000	(6,130)
Balance	30 June 2023	959,487,343		306,232,758
Issue of shares under share placement		228,056,359	$0.0000	1,596,395
Capital raising costs		-	$0.0000	(16,790)
Balance	30 June 2024	1,187,543,702		307,812,363

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

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

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

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

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

The Group would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current Company's share price at the time of the investment.

The Group is not subject to any financing arrangements or covenants.

The capital risk management policy remains unchanged from the 30 June 2023 Annual Report.

Note 21. Reserves

	2024 $	2023 $
Foreign currency reserve	743	(11,612)
Share-based payments reserve	1,912,928	1,897,928
	1,913,671	1,886,316

Note 21. Reserves (continued)

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

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees and Directors as part of their remuneration, and other parties as part of their compensation for services.

Note 22. Financial risk management

Financial risk management objectives
The Group's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board is responsible for developing and monitoring the Group's risk management policies.

The Board oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

Market risk

Foreign currency risk
The Group's Statement of Financial Position and Statement of Profit or Loss and Other Comprehensive Income can be affected by movements in exchange rates. The Group's exposure to foreign currency risk throughout the year primarily arose from Company transactions and balances such as the deferred consideration that are denominated in Canadian Dollars ("CAD"). The Group's also has foreign currency risk arising on the translation of the net assets of Canadian subsidiary which is included in the consolidated results whose functional currency is CAD to Australian Dollars ("AUD"). In the Group accounts, the foreign currency gains or losses arising from this risk are recorded through the foreign currency translation reserve.

At the reporting date, the AUD equivalent of the Group's exposure to financial instruments denominated in CAD was:

	2024 $	2023 $
Cash and cash equivalents	17,317	187,003
Trade and other receivables (current and non-current)	17,622	204,948
Trade and other payables	(41,359)	(635,703)
Deferred consideration (current and non-current)	(19,700,806)	(14,347,249)
	(19,707,226)	(14,591,001)

Price risk
The Group is not exposed to any significant price risk.

Interest rate risk
The Group only has interest rate risk relating to its funds on deposit with banking institutions. Accordingly, the Group does not hedge its interest rate risk exposure.

Note 22. Financial risk management (continued)

At the reporting date the Group hold variable rate financial assets and did not hold any variable rate financial liabilities.

Exposure to interest rate risk
As at the reporting date, the Group had the following variable rate financial assets as reported to management for the Group as follows

	2024 Balance $	2023 Balance $
Cash and cash equivalents	287,071	418,163
Net exposure to cash flow interest rate risk	287,071	418,163

Fair value sensitivity analysis for fixed rate instruments
The Group does not account for any other fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments
A change of basis points in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables remain constant. The analysis is performed on the same basis as for twelve months ended 30 June 2024.

	Basis points increase			Basis points decrease		
2024	**Basis points change**	**Effect on profit before tax**	**Effect on equity**	**Basis points change**	**Effect on profit before tax**	**Effect on equity**
Variable rate instruments	100	2,871	2,871	(100)	(2,871)	(2,871)

	Basis points increase			Basis points decrease		
2023	**Basis points change**	**Effect on profit before tax**	**Effect on equity**	**Basis points change**	**Effect on profit before tax**	**Effect on equity**
Variable rate instruments	100	4,168	4,168	(100)	(4,168)	(4,168)

Credit risk
Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group and arises principally from the Group’s receivables from customers and investments in debt securities. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements.

Cash and cash equivalents
The Group held cash and cash equivalents of $287,071 at 30 June 2024 (2023: $418,163). The cash and cash equivalents are held with authorised banking institutions and only with counterparties that have an acceptable credit rating.

Other receivables
As the Group operates primarily in exploration activities, it does not have material trade receivables and therefore is not exposed to credit risk in relation to trade receivables.

Currently, the Group undertakes exploration and evaluation activities in Australia and Canada. There are no financial assets past due and there is no management of credit risk through performing an aging analysis; therefore, an aging analysis has not been disclosed.

Note 22. Financial risk management (continued)

By geographic regions, there was no exposure to credit risk for other receivables in Australia as at 30 June 2024 (2023: $376,060).

Allowance for expected credit losses
The Group has not recognised a loss in profit or loss in respect of the expected credit losses for the year ended 30 June 2024. Refer to note 12 for detail. No allowances have been made for further expected credit losses.

Liquidity risk
Vigilant liquidity risk management requires the Group to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group ensures that it has sufficient cash on demand to meet expected operational expenses. This excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

	Carrying Amount $	Contractual Cash Flows $	12 Months or Less $
30 June 2024			
Non-derivative financial liabilities			
Trade and other payables	(477,330)	(477,330)	(477,330)
Cash and cash equivalents	287,071	287,071	287,071
Trade and other receivables	15,733	15,733	15,733
	(174,526)	(174,526)	(174,526)
30 June 2023			
Non-derivative financial liabilities			
Trade and other payables	(1,025,367)	(1,025,367)	(1,025,367)
Cash and cash equivalents	418,163	418,163	418,163
Trade and other receivables	242,531	242,531	242,531
	(364,673)	(364,673)	(364,673)

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

2024	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	477,330	-	-	-	477,330
Deferred consideration	-	-	-	19,700,806	-	19,700,806
Total non-derivatives		477,330	-	19,700,806	-	20,178,136

Note 22. Financial risk management (continued)

2023	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	1,025,367	-	-	-	1,025,367
Deferred consideration	-	1,330,273	-	16,655,586	-	17,985,859
Total non-derivatives		2,355,640	-	16,655,586	-	19,011,226

Note 23. Fair value measurement

Fair value hierarchy
A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair value measurement
As information on the investment's value is readily available in the market, therefore the fair value of the investments is determined using the quoted prices on the Australian Stock Exchange at year-end.

The fair value of the gold deferred consideration is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar financial liabilities.

The fair value for cash and cash equivalents, trade and other receivables, trade creditors, other creditors, accruals and employee entitlements has been assumed to equal to their carrying values.

Note 24. Share-based payments

Share-based payments recognised during the financial year within the consolidated statement of profit or loss and other comprehensive income were as follows:

	2024	2023
Shares issued as employee remuneration	-	45,050
Performance rights issued	15,000	681,973
	15,000	727,023

Employee Incentive Scheme
An Employee Incentive Scheme has been established by the Group and approved by shareholders at a general meeting, whereby the Group may, at the discretion of the Board, grant ordinary shares, options or performance rights over ordinary shares in the Company to employees and contractors of the Group. The securities are issued for nil consideration and are granted in accordance with performance guidelines established by the Board.

Shares issued
The following shares were issued as part of share based payments during the current and prior financial year:
- On 9 December 2022, 250,000 shares at $0.017 per shares have been issued under the Employee Incentive Scheme.
- On 9 December 2022, 2,400,000 shares at $0.017 have been issued to Simon Lawson as part of his remuneration as Director of the Company.

Note 24. Share-based payments (continued)

Options issued

On 8 November 2021, 36,500,000 options were granted to Directors and corporate advisors, including the Lead Manager of the capital raising placement, at an issue price of $0.045 expiring on 7 November 2024 and have a fair value of $671,208 on issue. The options have been valued using the Black Scholes method with the following assumptions:

- Exercise price of $0.045
- Volatility of 100%
- Implied life of 3 years
- Risk free rate of 0.85%
- Dividend yield of nil

Set out below are summaries of options granted:

	Number of options 2024	Number of options 2023
Outstanding at the beginning of the financial year	36,500,000	36,500,000
Outstanding at the end of the financial year	36,500,000	36,500,000

2024

Grant date	**Expiry date**	**Exercise price**	**Balance at the start of the year**	**Granted**	**Exercised**	**Expired/ forfeited/ other**	**Balance at the end of the year**
08/11/2021	07/11/2024	$0.0450	36,500,000	-	-	-	36,500,000
			36,500,000	-	-	-	36,500,000

2023

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
08/11/2021	07/11/2024	$0.0450	36,500,000	-	-	-	36,500,000
			36,500,000	-	-	-	36,500,000

Set out below are the options exercisable at the end of the financial year:

Grant date	**Expiry date**	**2024 Number**	**2023 Number**
08/11/2021	07/11/2024	36,500,000	36,500,000
		36,500,000	36,500,000

The weighted average remaining contractual life of options outstanding at the end of the financial year was 0.36 years (2023: 1.36 years).

Performance Rights issued

Performance Rights granted during the year are as follows:

- 2,500,000 performance rights issued on 5 December 2023 were issue to Jennifer Nield and subject only to remaining employed by LRL at 30 June 2024.

Note 24. Share-based payments (continued)

Set out below are summaries of performance rights granted under the plan:

	Number of rights 2024	Weighted average exercise price 2024	Number of rights 2023	Weighted average exercise price 2023
Outstanding at the beginning of the financial year	-	$0.0000	32,800,000	$0.0000
Granted	2,500,000	$0.0000	3,600,000	$0.0000
Cancelled	-	$0.0000	(28,400,000)	$0.0000
Exercised	-	$0.0000	(8,000,000)	$0.0000
Outstanding at the end of the financial year	2,500,000	$0.0000	-	$0.0000

The weighted average remaining contractual life of performance rights outstanding at the end of the financial year was nil (2023: nil).
The weighted average fair value at the end of the period was $0.006 per right (2023: nil per right). The Performance Rights over ordinary shares are granted under the Employee Incentive Scheme for nil cash consideration. Further details of the Employee Incentive Scheme including terms of grants and performance hurdles are provided in the remuneration report.

For the performance rights granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
05/12/2023	30/06/2024	$0.0060	$0.0000	100.00%	-	3.03%	$0.006

Accounting policy for share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees.

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

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using an option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Group receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

Market conditions are taken into consideration in determining fair value. Therefore, any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

Note 24. Share-based payments (continued)

If the non-vesting condition is within the control of the Group or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Group or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Note 25. Related party transactions

Parent entity
Labyrinth Resources Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 27.

Key management personnel
Disclosures relating to key management personnel are set out in note 26 and the remuneration report included in the Directors' report.

Transactions with related parties
Other than the transactions disclosed in note 25, there were no other transactions with related parties during the current and previous financial year.

Receivable from and payable to related parties
The following balances are outstanding at the reporting date in relation to transactions with related parties:

	2024 $	2023 $
Current payables:		
Trade payables to key management personnel*	126,792	88,407

* This includes trade payable to entities where key management personnel have control or significant influence on.

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

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 26. Key management personnel disclosures

Compensation
The aggregate compensation made to Directors and other members of key management personnel of the Group is set out below:

	2024 $	2023 $
Short-term employee benefits	384,917	570,635
Post-employment benefits	30,791	33,927
Share-based payments	15,000	465,947
	430,708	1,070,509

Other key management personnel transactions
A number of these companies transacted with the Group during the year. The terms and conditions of these transactions were no more favourable than those available, or which might reasonably be expected to be available, in similar transactions to non-key management personnel related companies on an arm's length basis.

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

	2024 $	2023 $
Lavan Legal - legal fees	201,286	29,942

Note 27. Interests in subsidiaries

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

		Ownership interest	
Name	Principal place of business / Country of incorporation	2024 %	2023 %
Orminex West Pty Ltd	Australia	100%	100%
Golden Lode Pty Ltd	Australia	100%	100%
Orminex Penny's Find Pty Ltd	Australia	100%	100%
Labyrinth Resources Canada Pty Ltd	Canada	100%	100%

Note 28. Parent entity information

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

Statement of profit or loss and other comprehensive income

	Parent	
	2024 $	2023 $
Loss after income tax	(3,238,766)	(7,150,193)
Total comprehensive loss	(3,238,766)	(7,150,193)

Note 28. Parent entity information (continued)

Statement of financial position

	Parent	
	2024 $	2023 $
Total current assets	227,444	270,246
Total non-current assets	28,069,641	28,451,827
Total assets	28,297,085	28,722,073
Total current liabilities	20,111,435	2,237,617
Total non-current liabilities	-	16,655,586
Total liabilities	20,111,435	18,893,203
Equity		
Issued capital	307,812,362	306,232,757
Share-based payments reserve	1,912,928	1,897,928
Accumulated losses	(301,539,640)	(298,301,815)
Total equity	8,185,650	9,828,870

Note 29. Commitments

The Group has the following commitments principally relating to the minimum expenditure requirements for Golden Lode Project and Comet Vale Project tenements.

	2024 $	2023 $
Exploration expenditure		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	173,298	173,298
One to five years	693,192	693,192
	866,490	866,490

Note 30. Contingent liabilities

There are no contingent liabilities as at 30 June 2024.

Note 31. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Moore Australia Audit (WA), the auditor of the Company:

	2024 $	2023 $
Audit services - Moore Australia Audit (WA)		
Audit or review of the financial statements	45,500	44,553
Other services - Moore Australia Audit (WA)		
Preparation of the tax return and tax advice	17,400	4,698
	62,900	49,251

Note 32. Events after the reporting period

On 17 July 2024, the Company announced that it had signed:
- a binding option agreement with Sand Queen whereby Labyrinth has been granted a 12-month option (commencing on completion of the Distilled Acquisition) to acquire Sand Queen’s 49% interest in Comet Vale for $3m in cash; and
- a binding share sale agreement to acquire 100% of Distilled which owns the Vivien Gold Project for circa 1,816.7m ordinary shares and 220m Vendor Performance rights.

The Company also announced an equity raising to support the acquisitions of $2m (before costs) via a two tranche private placement and $2m (before costs) via a non-renounceable entitlement issue. Tranche 1 of the placement, the issue of 133,333,333 new shares at $0.003 per share to raise $400,000, was completed on 25 July 2024.

On 13 September 2024, the Company received the necessary shareholders’ approval for the above transactions. As such, the Distilled Acquisition completed on 20 September 2024 with the Company issuing the following securities:
- 1,816,666,667 vendor shares;
- 220,000,000 vendor performance rights;
- 533,333,333 tranche 2 placement shares to raise $1,600,000 (before costs);
- 133,333,333 adviser shares;
- 90,000,000 advisor options; and
- 40,000,000 shares to Directors and key executives.

On 20 September 2024, the Company also announced that Mr Kelvin Flynn and Mr Alex Hewlett would be joining the Board as Non-Executive Directors and Mr Matthew Nixon would be resigning. Further, Mr Charles Hughes was appointed as CEO of the Company, with Ms Jennifer Neild taking on the role of Chief Development Officer.

On 24 September 2024, the Company announced the rights issue to raise circa $2m had officially commenced with an expected closing date of 10 October 2024.

On 26 September 2024, the Company announced it had successfully completed the grant of the 12 month option to acquire Sand Queen's 40% interest in Comet Vale via the issue of 66,666,667 shares to Sand Queen.

On 27 September 2024, the Company announced the issue of 40,000,000 performance rights to newly appointed CEO Charles Hughes. Refer to announcement of his appointments released on the ASX on 23 September 2024 for further details on the milestones and conditions of the performance rights.

Note 32. Events after the reporting period (continued)

No other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;

- the attached financial statements and notes give a true and fair view of the Group's financial position as at 30 June 2024 and of its performance for the financial year ended on that date;

- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

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

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

On behalf of the Directors

Dean Hely
Non-Executive Chairman

30 September 2024
Perth

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Labyrinth Resources Ltd	Body corporate	Australia	100.00%	Australia
Orminex West Pty Ltd	Body corporate	Australia	100.00%	Australia
Golden Lode Pty Ltd	Body corporate	Australia	100.00%	Australia
Orminex Penny's Find Pty Ltd	Body corporate	Australia	100.00%	Australia
Labyrinth Resources Canada Pty Ltd	Body corporate	Canada	100.00%	Australia

Moore Australia Audit (WA)
Level 15, Exchange Tower
2 The Esplanade, Perth, WA 6000
PO Box 5785, St Georges Terrace, WA 6831

T +61 8 9225 5355
F +61 8 9225 6181
www.moore-australia.com.au

Independent Audit Report

To the members of Labyrinth Resources Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Labyrinth Resource Limited (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.

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

Emphasis of Matter - Material Uncertainty related to Going Concern

We draw attention to Note 2 Going Concern in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

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
Carrying value of capitalised exploration & evaluation assets & valuation of associated deferred consideration	
Refer to Note 3 Critical accounting judgements, estimates and assumptions, Note 7 Loss from financial instrument at fair value through profit or loss, Note 16 Non-current assets classified as held for sale, Note 19 liabilities associated with the non-current assets classified as held for sale and Note 23 Fair Value Measurement	
Non-current assets classified as held for sale of approximately $20.73 million, being in respect of the Labyrinth and Denain gold projects in Canada, represents the Group's single largest asset. The Group's largest liability of $19.70 million is associated with the deferred consideration payable for the Canadian assets acquired during the 2022 financial year. Asset classification and valuation is considered a key audit matter as the ability to recognise and to continue to carry this asset at current book value is impacted by the Group's ability to realise this value through development or sale. We considered it necessary to assess whether facts and circumstances existed to suggest that the carrying value of these assets may exceed their recoverable amount. In addition, we considered the appropriateness of the asset amount recognised for the Canadian tenements and subsequent fair value accounting adjustments in respect of the deferred consideration payable under the purchase agreement. As detailed in Notes 18 and 23, the deferred consideration comprises of physical gold payable to the vendor. This liability is recognised at fair value through profit or loss with changes in the fair value recognised in profit or loss. The valuation of this liability is considered a key audit matter given this material balance is subject to the following significant judgements/estimations: • estimated delivery/repayment dates • estimated future gold prices • estimated future FX rates • discount rates	Our procedures included, amongst others: • We addressed the Group's assessment of the ability to continue to defer the exploration and evaluation assets under AASB 6 • Ensuring that the Group has the ongoing right to explore in the relevant exploration areas of interests by performing a sample of tenement searches and discussions with management. • Assessing the carrying value of these assets for any indicators of impairment through discussions with management, review of ASX announcements to-date on the Group's current activities and review of other documents. • We assessed the appropriateness of the classification of this asset as "held for sale", based on the Company's intention and plans to dispose of the asset. • Considered the Group's market capitalisation at balance date for any further indicators of impairment. • We reviewed the terms of the original signed purchase agreement of the Canadian assets and assessed the methodology and key assumptions adopted in the Group's valuation model for recording the initial acquisition cost. • We reviewed the terms of the revised purchase agreement (revised in May 2023) in respect of the Canadian assets and assessed the revised measurement and related far value adjustment of the deferred consideration liability. We also assessed the key assumptions/inputs adopted in the model for reasonableness to ensure the fair value loss of $3.0 million reported in Note 7 was appropriately quantified. • We also assessed the appropriateness of the disclosures contained in the financial report.

Key audit matter	How the matter was addressed in our audit
Valuation of Share-Based Payments	
Refer to Note 3 Critical accounting judgements, estimates and assumptions, Note 15 Exploration & Evaluation Assets	
Capitalised exploration and evaluation assets of approximately $3.96 million represents a significant asset of the Group. Asset valuation is considered a key audit matter as the ability to recognise and to continue to defer exploration and evaluation assets under AASB 6: Exploration for and Evaluation of Mineral Resource is impacted by the Group's ability, and intention, to continue with the operating activities or its ability to realise this value through development or sale. We considered it necessary to assess whether facts and circumstances existed to suggest that the carrying value of these assets may exceed its recoverable amount.	Our procedures included, amongst others: • We addressed the Group's assessment of the ability to continue to defer the exploration and evaluation assets under AASB 6 • Ensuring that the Group has the ongoing right to explore in the relevant exploration areas of interests by performing a sample of tenement searches and discussions with management. • Assessing the carrying value of these assets for any indicators of impairment through discussions with management, review of ASX announcements to-date on the Group's current activities and review of other documents. • We substantiated a sample of exploration expenditures incurred during the year against supplier invoices or agreements • Ensuring the Group is committed to continue exploration and evaluation activity in the relevant areas of interest including assessing their expenditures that have been planned or budgeted for. • Considered the Group's market capitalisation at balance date for any further indicators of impairment • We also assessed the appropriateness of the disclosures contained in the financial report.

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 Labyrinth Resources Limited, 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.

Neil Pace

Neil Pace
Partner – Audit and Assurance
Moore Australia Audit (WA)
Perth
30th day of September 2024

Moore Australia

Moore Australia Audit (WA)
Chartered Accountants

LABYRINTH REOURCES LIMITED
ACN 008 740 672
(COMPANY)

CORPORATE GOVERNANCE STATEMENT

This Corporate Governance Statement is current as of 30 September 2024 and has been approved by the Board of the Company on that date.

This Corporate Governance Statement discloses the extent to which the Company follows the recommendations set by the ASX Corporate Governance Council in its publication "Corporate Governance Principles and Recommendations" 4th edition (**Recommendations**). The Recommendations are not mandatory, however, the Recommendations that will not be followed have been identified and reasons provided for not following them along with what (if any) alternative governance practices the Company intends to adopt in lieu of the recommendation.

The Company has adopted a Corporate Governance Plan that provides the written terms of reference for the Company's corporate governance duties that is available on the Company's website at www.labyrinthresources.com.

Due to the current size and nature of the existing Board, the Board has not established individual Board committees. Under the Board's Charter, the duties that would ordinarily be assigned to individual committees are currently carried out by the full Board under the written terms of reference for those committees.

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Principle 1: Lay solid foundations for management and oversight		
Recommendation 1.1 A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	YES	The Company has adopted a Board Charter that sets out the specific roles and responsibilities of the Board, the Chair and management and includes a description of those matters expressly reserved to the Board and those delegated to management. The Board Charter sets out the specific responsibility of the Board, requirements as to the Board's composition, the roles and responsibilities of the Chairman and Company Secretary, the establishment, operation and management of Board Committees, Directors' access to Company records and information, details of the Board's relationship with management, details of the Board's performance review and details of the Board's disclosure policy. A copy of the Company's Board Charter, which is part of the Company's Corporate Governance Plan, is available on the Company's website.

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 1.2 A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	YES	(a) The Company has guidelines for the appointment and selection of the Board in its Corporate Governance Plan. The Company's Nomination Committee Charter (in the Company's Corporate Governance Plan) requires the Nomination Committee (or, in its absence, the Board) to ensure appropriate checks (including checks in respect of character, experience, education, criminal record and bankruptcy history (as appropriate) are undertaken before appointing a person or putting forward to security holders a candidate for election, as a Director. (b) Under the Nomination Committee Charter, all material information relevant to a decision on whether or not to elect or re-elect a Director must be provided to security holders in the Notice of Meeting containing the resolution to elect or re-elect a Director.
Recommendation 1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	YES	The Company's Nomination Committee Charter requires the Nomination Committee (or, in its absence, the Board) to ensure that each Director and senior executive is a party to a written agreement with the Company which sets out the terms of that Director's or senior executive's appointment. The Company has written agreements with each of its Directors and senior executives.
Recommendation 1.4 The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	YES	The Board Charter outlines the roles, responsibility and accountability of the Company Secretary. In accordance with this, the Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.
Recommendation 1.5 A listed entity should:	PARTIALLY	(a) The Company has adopted a Diversity Policy which provides a framework for the Company to establish and achieve measurable diversity

<table>
<tr><th>RECOMMENDATIONS (4TH EDITION)</th><th>COMPLY</th><th>EXPLANATION</th></tr>
<tr><td>(a) have and disclose a diversity policy;
(b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and
(c) disclose in relation to each reporting period:
1) the measurable objectives set for that period to achieve gender diversity;
2) the entity's progress towards achieving those objectives; and
3) either:
i. the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or
ii. if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.
If the entity was in the S&P/ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.</td><td></td><td>objectives, including in respect of gender diversity. The Diversity Policy allows the Board to set measurable gender diversity objectives if considered appropriate and to assess annually both the objectives and the Company's progress in achieving them.
(b) The Diversity Policy is available, as part of the Corporate Governance Plan, on the Company's website.
(i) The Board does not presently intend to set measurable gender diversity objectives because, if it becomes necessary to appoint any new Directors or senior executives, the Board considered the application of a measurable gender diversity objective requiring a specified proportion of women on the Board and in senior executive roles will, given the small size of the Company and the Board, unduly limit the Company from applying the Diversity Policy as a whole and the Company's policy of appointing based on skills and merit; and
(ii) the respective proportions of men and women at the date of this statement:
No. female Board members: Nil (0%)
No. female employees: 2 (67%)
No. female employees in senior positions (Executive level): 1 (50%)
No. female contractors: 1 (50%)
No. female contractors in senior positions (Executive level): Nil (0%)</td></tr>
<tr><td>Recommendation 1.6
A listed entity should:</td><td>YES</td><td>(a) The Company's Nomination Committee (or, in its absence, the Board) is responsible for evaluating the performance of the Board, its committees, and</td></tr>
</table>

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.		individual Directors on an annual basis. It may do so with the aid of an independent advisor. The process for this is set out in the Company's Corporate Governance Plan, which is available on the Company's website. (b) The Company's Corporate Governance Plan requires the Company to disclose whether performance evaluations were conducted during the relevant reporting period. The Company intends to complete performance evaluations in respect of the Board, its committees (if any) and individual Directors for each financial year in accordance with the above process. Performance evaluations were not undertaken for FY2024 given change in key personnel but will be completed in future periods.
Recommendation 1.7 A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	YES	(a) The Company's Nomination Committee (or, in its absence, the Board) is responsible for evaluating the performance of the Company's senior executives on an annual basis. The Company's Remuneration Committee (or, in its absence, the Board) is responsible for evaluating the remuneration of the Company's senior executives on an annual basis. A senior executive, for these purposes, means key management personnel (as defined in the Corporations Act) other than a non-executive Director. The applicable processes for these evaluations can be found in the Company's Corporate Governance Plan, which is available on the Company's website. (b) The Company's Corporate Governance Plan requires the Company to disclose whether performance evaluations were conducted during the relevant reporting period. The Company intends to complete performance evaluations in respect of the senior executives (if any) for each

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		financial year in accordance with the applicable processes. Performance evaluations were not undertaken for FY2024 given change in key personnel but will be completed in future periods.
Principle 2: Structure the Board to add value		
Recommendation 2.1 The Board of a listed entity should: (a) have a nomination committee which: (i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	PARTIALLY	(a) The Company does not have a Nomination Committee. The Company's Nomination Committee Charter provides for the creation of a Nomination Committee (if it is considered it will benefit the Company), with at least three members, a majority of whom are independent Directors, and which must be chaired by an independent Director. (b) The Company does not have a Nomination Committee as the Board considers the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Nomination Committee under the Nomination Committee Charter, including the following processes to address succession issues and to ensure the Board has the appropriate balance of skills, experience, independence, and knowledge of the entity to enable it to discharge its duties and responsibilities effectively: (i) devoting time at least annually to discuss Board succession issues and updating the Company's Board skills matrix; and (ii) all Board members being involved in the Company's nomination process, to the maximum extent permitted under the Corporations Act and ASX Listing Rules.
Recommendation 2.2	NO	Under the Nomination Committee Charter (in the Company's Corporate Governance Plan), the Nomination Committee (or, in its absence, the Board)

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.		is required to prepare a Board skill matrix setting out the mix of skills and diversity that the Board current has (or is looking to achieve) and to review this at least annually against the Company's Board skills matrix to ensure the appropriate mix of skills and expertise is present to facilitate successful strategic direction. The Company intends to develop a Board skill matrix setting out the mix of skills and diversity that the Board currently has or is looking to achieve in its membership. A copy will be made available on the Company's website. The Board Charter requires the disclosure of each Board member's qualifications and expertise. Full details as to each Director's relevant skills and experience are available in the Annual Report.
Recommendation 2.3 A listed entity should disclose: (a) the names of the Directors considered by the Board to be independent Directors; (b) if a director has an interest, position or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each Director	YES	(a) The Board Charter requires the disclosure of the names of Directors considered by the Board to be independent. The Company will disclose those Directors it considers to be independent in its Annual Report. The Board considers that none of the current Directors are independent. (b) There are no independent Directors who fall into this category. The Company will disclose in its Annual Report any instances where this applies and an explanation of the Board's opinion why the relevant Director is still considered to be independent. (c) The Company's Annual Report will disclose the length of service of each Director, as at the end of each financial year.
Recommendation 2.4 A majority of the Board of a listed entity should be independent Directors.	NO	The Board Charter requires that, where practical, the majority of the Board must be independent. The Board currently comprises four directors, of which one is independent.

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 2.5 The chair of the Board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	YES	The Board Charter provides that, where practical, the Chair of the Board should be an independent Director and should not be the CEO/Managing Director. The Chair of the Board is an independent Director of the Company and not the same person as the CEO. The Board has taken the following steps to structure the Board to add value: (a) Board meetings are held with a flat structure allowing contribution from all Directors and senior management that allows for a diversity of views to be considered; (b) The Board has appointed a CEO who is not the same person as the Chair.
Recommendation 2.6 A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	YES	In accordance with the Company's Board Charter, the Nominations Committee (or, in its absence, the Board) is responsible for the approval and review of induction and continuing professional development programs and procedures for Directors to ensure that they can effectively discharge their responsibilities. The Chair is responsible for facilitating inductions and professional development.
Principle 3: Act ethically and responsibly		
Recommendation 3.1 A listed entity should articulate and disclose its values.	YES	(a) The Company and its subsidiary companies (if any) are committed to conducting all business activities fairly, honestly with a high level of integrity, and in compliance with all applicable laws, rules and regulations. The Board, management and employees are dedicated to high ethical standards and recognise and support the Company's commitment to compliance with these standards. (b) The Company's values are set out in its Code of Conduct (which forms part of the Corporate Governance Plan) and are available on the

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		Company's website. All employees and consultants are given appropriate training on the Company's values and senior executives will continually reference such values.
Recommendation 3.2 A listed entity should: (a) have a code of conduct for its Directors, senior executives and employees; and (b) disclose that code or a summary of it.	YES	(c) The Company's Corporate Code of Conduct applies to the Company's Directors, senior executives and employees. (d) The Company's Corporate Code of Conduct (which forms part of the Company's Corporate Governance Plan) is available on the Company's website.
Recommendation 3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	YES	(a) The Company's Whistleblower policy (which forms part of the Company's Corporate Governance Plan) is available on the Company's website. (b) All matters reported to the Whistleblower Protection and Investigation Officer (WPIO) will be reported to the Board or the relevant sub-committee, as appropriate. Should a matter be reported directly to a Board member, the matter will be communicated to the other Board members at the next Board meeting.
Recommendation 3.4 A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or a committee of the board is informed of any material breaches of that policy.	YES	The Company's Anti-Bribery and Anti-Corruption Policy (which forms part of the Corporate Governance Plan) is available on the Company's website. Any material breaches of the Anti-Bribery and Anti-Corruption Policy are to be reported to the Board or a committee of the Board.
Principle 4*: Safeguard integrity in financial reporting*		
Recommendation 4.1 The Board of a listed entity should:	PARTIALLY	(a) The Company currently does not have an Audit and Risk Committee. The Company's Corporate Governance Plan contains an Audit and Risk Committee Charter that provides for the creation of an Audit and Risk Committee (if it is considered

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(a) have an audit committee which: (i) has at least three members, all of whom are nonexecutive directors and a majority of whom are independent directors; and (ii) is chaired by an independent director, who is not the chair of the board, and disclose: (iii) the charter of the committee; (iv) the relevant qualifications and experience of the members of the committee; and (v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.		it will benefit the Company), with at least three members, all of whom must be independent Directors, and which must be chaired by an independent Director who is not the Chair. (b) The Company does not have an Audit and Risk Committee as the Board considers the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Audit and Risk Committee under the Audit and Risk Committee Charter including the following processes to independently verify and safeguard the integrity of its financial reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner: (i) the Board devotes time at annual Board meetings to fulfilling the roles and responsibilities associated with maintaining the Company's internal audit function and arrangements with external auditors; and (ii) all members of the Board are involved in the Company's audit function to ensure the proper maintenance of the entity and the integrity of all financial reporting.
Recommendation 4.2 The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	YES	These obligations of a Company's CFO or CEO (if any) are set out in the Company's Corporate Governance Plan. The Company's Audit and Risk Committee Charter requires the CEO and CFO (or, if none. the person(s) fulfilling those functions) to provide a sign off on these terms. The Company intends to obtain a sign off on these terms for each of its financial statements in each financial year.

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 4.3 A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	YES	All financial reports are reviewed by the full Board. Where a report does not require an audit or review by an external auditor, the report is prepared by the CFO and then reviewed by the CEO. Once the CEO has reviewed and is comfortable with the report content, it is circulated to the full Board for comment and approval prior to lodging with the ASX.
Principle 5: Make timely and balanced disclosure		
Recommendation 5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	YES	The Board Charter provides details of the Company's disclosure policy. In addition, Corporate Governance Plan details the Company's disclosure requirements as required by the ASX Listing Rules and other relevant legislation. The Corporate Governance Plan is available on the Company website.
Recommendation 5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	YES	The Board Charter provides details of the Company's protocol in relation to the review and release of ASX announcements and media releases. The Corporate Governance Plan is available on the Company website.
Recommendation 5.3 A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	YES	All substantive investor or analyst presentations will be released on the ASX Markets Announcement Platform ahead of such presentations.
Principle 6: ***Respect the rights of security holders***		
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	YES	Information about the Company and its governance is available in the Corporate Governance Plan which can be found on the Company's website.
Recommendation 6.2		The Company has adopted a Shareholder Communications Strategy which aims to promote and

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	YES	facilitate effective two-way communication with investors. The Strategy outlines a range of ways in which information is communicated to shareholders and is available on the Company's website as part of the Company's Corporate Governance Plan.
Recommendation 6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	YES	Shareholders are encouraged to participate at all EGMs and AGMs of the Company. Upon the despatch of any notice of meeting to Shareholders, the Company Secretary shall send out material in that notice of meeting stating that all Shareholders are encouraged to participate at the meeting.
Recommendation 6.4 A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	YES	All substantive resolutions passed by the Company are decided by a poll, rather than a show of hands. Upon the despatch of any notice of meeting to Shareholders, the Company Secretary shall send out material in that notice of meeting stating that resolutions will be decided by a poll.
Recommendation 6.5 A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	YES	The Shareholder Communication Strategy states that, securityholders can register with the Company to receive email notifications of when an announcement is made by the Company to the ASX, including the release of the Annual Report, half yearly reports and quarterly reports. Links are made available to the Company's website on which all information provided to the ASX is immediately posted. Shareholders queries should be referred to the Company Secretary at first instance.
Principle 7: Recognise and manage risk		
Recommendation 7.1 The Board of a listed entity should: (a) have a committee or committees to oversee risk, each of which:	PARTIALLY	(a) The Company does not have an Audit and Risk Committee. The Company's Corporate Governance Plan contains an Audit and Risk Committee Charter that provides for the creation of an Audit and Risk Committee (if it is considered it will benefit the Company). with at least three members, all of whom must be

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.		independent Directors, and which must be chaired by an independent Director. (b) The Company does not have an Audit and Risk Committee as the Board consider the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Audit and Risk Committee under the Audit and Risk Committee Charter including the following processes to oversee the entity's risk management framework: (i) the Board devotes time at quarterly Board meetings to fulfilling the roles and responsibilities associated with overseeing risk and maintaining the entity's risk management framework and associated internal compliance and control procedures.
Recommendation 7.2 The Board or a committee of the Board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose in relation to each reporting period, whether such a review has taken place.	YES	(a) The Audit and Risk Committee Charter requires that the Audit and Risk Committee (or. in its absence, the Board) should, at least annually, satisfy itself that the Company's risk management framework continues to be sound. (b) The Company's Corporate Governance Plan requires the Company to disclose at least annually whether such a review of the company's risk management framework has taken place.
Recommendation 7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.	YES	(a) The Audit and Risk Committee Charter provides for the Audit and Risk Committee to monitor the need for an internal audit function. (b) The Company does not have an internal audit function. The Company is committed to understanding and managing risk and to establishing an organisational culture that ensures risk management is included in all activities, decision making and business processes. The

<table>
<tr><th>RECOMMENDATIONS (4TH EDITION)</th><th>COMPLY</th><th>EXPLANATION</th></tr>
<tr><td></td><td></td><td>Company does not have a formal internal audit function due to its size.</td></tr>
<tr><td>Recommendation 7.4
A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.</td><td>YES</td><td>The Environmental, Social and Governance (ESG) Committee Charter requires the ESG Committee (or, in its absence, the Board) to assist in monitoring and reviewing any matters pertaining to the management of activities to minimise adverse workforce, community or environmental impacts in accordance with the Company’s ESG policy including how it manages or intends to manage those risks.
The Company's Corporate Governance Plan requires the Company to disclose whether it has any material exposure to economic, environmental, and social sustainability risks and, if it does, how it manages or intends to manage those risks. The Company will disclose this information in its Annual Report and on its website as part of its continuous disclosure obligations.</td></tr>
<tr><td colspan="3">Principle 8: Remunerate fairly and responsibly</td></tr>
<tr><td>Recommendation 8.1
The Board of a listed entity should:
(a) have a remuneration committee which:
(i) has at least three members, a majority of whom are independent Directors; and
(ii) is chaired by an independent Director,
and disclose:
(iii) the charter of the committee;
(iv) the members of the committee; and
(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</td><td>PARTIALLY</td><td>(a) The Company does not have a Remuneration Committee. The Company's Corporate Governance Plan contains a Remuneration Committee Charter that provides for the creation of a Remuneration Committee (if it is considered it will benefit the Company). with at least three members, all of whom must be independent Directors, and which must be chaired by an independent Director.
(b) The Company does not have a Remuneration Committee as the Board considers the Company will not currently benefit from its establishment. In accordance with the Company's Board Charter, the Board carries out the duties that would ordinarily be carried out by the Remuneration Committee under the Remuneration Committee Charter including the following processes to set the level and composition of remuneration for Directors and</td></tr>
</table>

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.		senior executives and ensuring that such remuneration is appropriate and not excessive: (i) the Board devotes time at the annual Board meeting to assess the level and composition of remuneration for Directors and senior executives
Recommendation 8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	YES	The Company's Corporate Governance Plan requires the Board to disclose its policies and practices regarding the remuneration of non-executive, executive and other senior Directors which is disclosed on the Company's website.
Recommendation 8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	YES	The Company has an equity based incentive remuneration scheme. The scheme includes a requirement that the holder does not enter into any transaction that will limit their economic exposure, whether by derivatives, swap, hedge or otherwise. A copy of the Company's incentive scheme is available on the Company's website.
Additional recommendations that apply only in certain cases		
Recommendation 9.1 A listed entity with a Director who does not speak the language in which Board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the Director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.		Not applicable.
Recommendation 9.2		Not applicable.

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.		
Recommendation 9.3 A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.		Not applicable.

The shareholder information set out below was applicable as at 26 September 2024:

Distribution of equitable securities
Analysis of number of equitable security holders by size of holding:

	Ordinary shares Number of holders	Ordinary shares % of total shares issued	Options over ordinary shares Number of holders	Options over ordinary shares % of total options issued	Performance rights Number of holders	Performance rights % of total rights issued
1 to 1,000	87	-	-	-	-	-
1,001 to 5,000	66	0.01	-	-	-	-
5,001 to 10,000	64	0.01	-	-	-	-
10,001 to 100,000	767	0.89	-	-	-	-
100,001 and over	793	99.09	7	100.00	7	100.00
	1,777	100.00	7	100.00	7	100.00
Holding less than a marketable parcel	527	0.18	-	-	-	-

Equity security holders

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

	Ordinary shares Number held	Ordinary shares % of total shares issued
ELEFANTINO PTY LTD ATF TALULA A/C	561,855,670	14.36%
MR SAMUEL BAZELEY WILSON ATF SAM WILSON A/C	468,213,059	11.96%
SHARLIN NOMINEES PTY LTD ATF SHARLIN INVESTMENT A/C	468,213,058	11.96%
GENESIS MINERALS LIMITED	154,761,905	3.95%
STERNSHIP ADVISERS PTY LTD	149,333,333	3.82%
ROLEN PTY LTD ATF NO 2 A/C	120,564,581	3.08%
CHARLES EDWARD DAVID HUGHES ATF CRAPPAUD FAMILY A/C	93,642,612	2.39%
NAMEO PTY LTD	93,642,612	2.39%
CONTAINER SHIP PTY LTD ATF ITTLE CARGO DISC A/C	93,642,612	2.39%
MAKESUM SUPER PTY LTD ATF MAKESUM S/F A/C	84,666,987	2.16%
MR GREGORY JOHN SHARPLESS & MRS JENNIFER LEE SHARPLESS ATF SHARPLESS INVESTMENT A/C	68,092,894	1.74%
SAND QUEEN GOLD MINES PTY LTD	66,666,667	1.70%
SUSAN NAISMITH	37,457,044	0.96%
ROLEN PTY LTD ATF LR A/C	34,174,974	0.87%
DEAN PROSPER HELY & SANDRA MARIA HELY ATF THE HELY SUPERANNUATION FUND	34,166,667	0.87%
PT AMMAN MINERAL INTERNASIONAL MENARA KARYA	33,333,334	0.85%
PERTH SELECT SEAFOODS PTY LTD	30,000,000	0.77%
DEUTSCHE ROHSTOFF AG	28,700,000	0.73%
1202 MANAGEMENT PTY LTD	28,700,000	0.73%
NETWEALTH INVESTMENTS LIMITED ATF WRAP SERVICES A/C	25,527,068	0.65%
	2,675,355,077	68.36%

Unquoted equity securities

	Number on issue	Number of holders
Performance rights	220,000,000	7
Options	126,500,000	7

The following persons hold 20% or more of unquoted equity securities:

Name	Class	Number held
STERNSHIP ADVISERS PTY LTD	30m options over ordinary shares exercisable at $0.00375 30m options over ordinary shares exercisable at $0.00575 30m options over ordinary shares exercisable at $0.00840	90,000,000
ELEFANTINO PTY LTD ATF TALULA A/C	Vendor consideration performance rights	68,041,236
SHARLIN NOMINEES PTY LTD ATF SHARLIN INVESTMENT A/C	Vendor consideration performance rights	56,701,032
MR SAMUEL BAZELEY WILSON ATF SAM WILSON A/C	Vendor consideration performance rights	56,701,030

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

	Ordinary shares	
	Number held	% of total shares issued
ELEFANTINO PTY LTD ATF TALULA A/C	561,855,670	14.36%
SHARLIN NOMINEES PTY LTD ATF SHARLIN INVESTMENT A/C	468,213,058	11.96%
MR SAMUEL BAZELEY WILSON ATF SAM WILSON A/C	471,913,059	12.06%

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

Ordinary shares
On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll, every member present or by proxy shall have one vote for every share held.

Performance rights and options
No voting rights.

On-Market Buy Back
There is no current on-market buy back.

Restricted securities
The Company has no restricted securities on issue.

Securities subject to voluntary escrow

Class	Expiry date	Number of shares
Vendor consideration shares	20 September 2026	1,816,666,667
Shares issued under employee share scheme	20 September 2026	12,500,000
Shares issued under employee share scheme	25 July 2026	2,500,000
		1,831,666,667

INTERESTS IN MINING TENEMENTS

Tenement/ Claim	Location	Project	Group Interest Start of Year	Group Interest End of Year
M29/35	Western Australia	Comet Vale	51%	51%
M29/52	Western Australia	Comet Vale	51%	51%
M29/85	Western Australia	Comet Vale	51%	51%
M29/185	Western Australia	Comet Vale	51%	51%
M29/186	Western Australia	Comet Vale	51%	51%
M29/197	Western Australia	Comet Vale	51%	51%
M29/198	Western Australia	Comet Vale	51%	51%
M29/199	Western Australia	Comet Vale	51%	51%
M29/200	Western Australia	Comet Vale	51%	51%
M29/201	Western Australia	Comet Vale	51%	51%
M29/232	Western Australia	Comet Vale	51%	51%
M29/233	Western Australia	Comet Vale	51%	51%
M29/235	Western Australia	Comet Vale	51%	51%
M29/270	Western Australia	Comet Vale	51%	51%
M29/321	Western Australia	Comet Vale	51%	51%
CDC2438660	Quebec	Denain	85%	85%
CDC2438661	Quebec	Denain	85%	85%
CDC2438662	Quebec	Denain	85%	85%
CDC2438663	Quebec	Denain	85%	85%
CDC2438664	Quebec	Denain	85%	85%
CDC2438665	Quebec	Denain	85%	85%
CDC2438666	Quebec	Denain	85%	85%

CDC2438667	Quebec	Denain	85%	85%
CDC2438668	Quebec	Denain	85%	85%
CDC2438669	Quebec	Denain	85%	85%
CDC2438670	Quebec	Denain	85%	85%
CDC2438671	Quebec	Denain	85%	85%
CDC2438672	Quebec	Denain	85%	85%
BM869	Quebec	Labyrinth	100%	100%
CDC2477686	Quebec	Labyrinth	100%	100%
CDC2477687	Quebec	Labyrinth	100%	100%
CDC2477688	Quebec	Labyrinth	100%	100%
CDC2477689	Quebec	Labyrinth	100%	100%
CDC2477690	Quebec	Labyrinth	100%	100%
CDC2477691	Quebec	Labyrinth	100%	100%
CDC2477692	Quebec	Labyrinth	100%	100%
CDC2477693	Quebec	Labyrinth	100%	100%
CDC2477694	Quebec	Labyrinth	100%	100%
CDC2477695	Quebec	Labyrinth	100%	100%
CDC2477696	Quebec	Labyrinth	100%	100%
CDC2477697	Quebec	Labyrinth	100%	100%
CDC2477698	Quebec	Labyrinth	100%	100%
CDC2477699	Quebec	Labyrinth	100%	100%
CDC2477700	Quebec	Labyrinth	100%	100%
CDC2477701	Quebec	Labyrinth	100%	100%
CDC2477702	Quebec	Labyrinth	100%	100%

CDC2477703	Quebec	Labyrinth	100%	100%
CDC2477704	Quebec	Labyrinth	100%	100%
CDC2477705	Quebec	Labyrinth	100%	100%
CDC2477706	Quebec	Labyrinth	100%	100%
CDC2477707	Quebec	Labyrinth	100%	100%
CDC2477708	Quebec	Labyrinth	100%	100%
CDC2477709	Quebec	Labyrinth	100%	100%
CDC2477710	Quebec	Labyrinth	100%	100%
CDC2477711	Quebec	Labyrinth	100%	100%
CDC2477712	Quebec	Labyrinth	100%	100%
CDC2477713	Quebec	Labyrinth	100%	100%
CDC2477714	Quebec	Labyrinth	100%	100%
CDC2477715	Quebec	Labyrinth	100%	100%
CDC2477716	Quebec	Labyrinth	100%	100%
CDC2477717	Quebec	Labyrinth	100%	100%
CDC2477718	Quebec	Labyrinth	100%	100%
CDC2477719	Quebec	Labyrinth	100%	100%
CDC2776635	Quebec	Labyrinth	-	100%
CDC2776636	Quebec	Labyrinth	-	100%
CDC2786148	Quebec	Labyrinth	-	100%
CDC2786149	Quebec	Labyrinth	-	100%
CDC2786150	Quebec	Labyrinth	-	100%
CDC2786151	Quebec	Labyrinth	-	100%
CDC2786152	Quebec	Labyrinth	-	100%

CDC2786153	Quebec	Labyrinth	-	100%
CDC2786154	Quebec	Labyrinth	-	100%
CDC2786155	Quebec	Labyrinth	-	100%

ANNUAL MINERAL RESOURCE STATEMENT

In accordance with ASX Listing Rule 5.21, the Company reviews and reports its Mineral Resources at least annually. The date of reporting is 30 June each year, to coincide with the Company's end of financial year balance date. If there are any material changes to its Mineral Resources over the course of the year, the Company is required to promptly report these changes.

COMET VALE GOLD PROJECT

The previous Comet Vale Mineral Resource was reported in January 2018 under JORC 2012 Code and subsequently in the Company's Prospectus dated 13 February 2018. The resource for Sand Prince West and Princess Grace was subsequently mined prior to 2022 and it had been estimated that approximately 105,870 tonnes of material was mined by the Company with an average head grade of 4.1 g/t for 13,909 oz of contained gold.

An updated resource estimation was completed in March 2023 by Right Solutions Australia Pty Ltd to account for the depletion and to provide a framework for the April 2023 RC drilling program. The drilling has not been included in the current Mineral Estimate. The combined indicated and inferred open pit (OP) resource is estimated at 368,960 t for 39,477 oz at 3.33 g/t and the combined indicated and inferred underground (UG) resource is estimated at 250,528 t for 56,233 oz at 6.98 g/t.

The current Mineral Resource Statement for the Comet Vale Project is shown in the tables below:

Comet Vale March 2023 Depleted Resource as of 03/09/2020 (Au>=0.5g/t OP and >=2.5g/t UG)

Comet Vale Depleted Resource as of 03/09/2020, Au>=0.5g/t (OP) and Au>=2.5g/t (UG)			
Category	**Tonnage**	**Au Grade (g/t)**	**Au Ounces**
Indicated	310,868	5.61	56,027
Inferred	308,620	4.00	39,683
Total	***619,489***	**4.81**	***95,710***

Comet Vale March 2023 Depleted Resource as of 03/09/2020 (Au>=0.5g/t OP)

Comet Vale Depleted Resource as of 03/09/2020, Au>=0.5g/t (OP)			
Category	**Tonnage**	**Au Grade (g/t)**	**Au Ounces**
Indicated	182,478	4.34	25,455
Inferred	186,482	2.34	14,022
Total	***368,960***	**3.33**	***39,477***

Comet Vale March 2023 Depleted Resource as of 03/09/2020 (Au>=2.5g/t UG)

Comet Vale Depleted Resource as of 03/09/2020, Au>=2.5g/t (UG)			
Category	**Tonnage**	**Au Grade (g/t)**	**Au Ounces**
Indicated	128,390	7.41	30,572
Inferred	122,138	6.53	25,661
Total	***250,528***	**6.98**	***56,233***

Material Changes and Resource Statement Comparison

There have been no material changes to the Mineral Resource during the review period from 30 June 2023 to 30 June 2024.

The Company is not aware of any new information or data that materially affects the information as previously released on 11 April 2023 and all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

Competent Person's Statement

The information in this report that relates to Comet Vale JORC 2012 Mineral Resource is based on information and supporting documentation compiled under the supervision of Ms Jacinta Blincow, a Competent Person, who is Member of the Australian Institute of Geoscientists (AIG). Ms Blincow is a Senior Resource Geologist at Right Solutions Australia Pty Ltd, independent resource development consultants. The full nature of the relationship between Ms Blincow and Labyrinth Resources Limited, including any issue that could be perceived by investors as a conflict of interest, has been disclosed. Ms Blincow has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity which she 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'. Ms. Blincow has consented to the inclusion of information pertaining to the Comet Vale Mineral Resource Update in this Annual Report.

The information has been reviewed and approved by Jennifer Neild, who is an employee of Labyrinth Resources Limited. Ms. Neild is a professional geoscientist and a Member of the Australian Institute of Geoscientists (AIG). Ms. Neild has sufficient experience relevant tot eh style of mineralisation and type of deposits under consideration, and to the activities which have been undertaken to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Ms. Neild consents to the inclusion in this announcement of the matters based on this information in the form and context in which it appears.

LABYRINTH GOLD PROJECT

In September 2021, a historic, foreign Mineral Resource was first reported by the Company. In 2022, over 8,000m of diamond drilling was completed at the Labyrinth Gold Project to add to the over 32km of historical drilling and facilitate the conversion of the foreign estimate to mineral resources in accordance with the JORC Code. Highly regarded independent consultants RSC Mining and Mineral Exploration were engaged by the Company to produce the JORC Mineral Resource Estimate which was released in the September quarter of 2022 and now supersedes the historic, foreign Mineral Resource.

The Company is not aware of any new information or data that materially affects the information included in the 27 September 2022 release. All material assumptions and technical parameters continue to apply and have not materially changed.

In completing the annual review for the year ended 30 June 2024, the Labyrinth Gold Project has not been converted to an active operation yet and hence no resource depletion has occurred for the review period.

	Lode	Tonnes (Mt)	Au (g/t)	Au (oz)
Inferred	Boucher	1	5.7	190,000
	McDowell	1	4.5	150,000
	Talus	0.7	5.3	110,000
	Front West	0.2	2.7	20,000
	Shaft	0.1	5.5	30,000
	Total	3	5.0	500,000

Notes:

1. Reported at a 3 g/t.m accumulation (grade x vein thickness) cut-off and depleted for historical mining.
2. The Mineral Resource is classified in accordance with the JORC Code (2012).
3. The effective date of the Mineral Resource estimate is 25 August 2022.
4. Estimates are rounded to reflect the level of confidence in the Mineral Resource at present. All resource tonnages have been rounded to the first significant figure. Differences may occur in totals due to rounding.
5. Mineral Resource is reported as a global resource.

Pursuant to ASX Listing Rule 5.14, the Company notes the following:

Material Changes and Resource Statement Comparison

There have been no material changes to the Mineral Resource during the review period from 30 June 2023 to 30 June 2024.

The Company is not aware of any new information or data that materially affects the information as previously released on 27 September 2022 and all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

Competent Person's Statement

The information in this report that relates to Mineral Resources is based on information and supporting documentation compiled under the supervision of Mr Rene Sterk, a Competent Person, who is a Fellow and Chartered Professional of The Australasian Institute of Mining and Metallurgy (AusIMM). Mr Sterk is Managing Director of RSC, independent resource development consultants. The full nature of the relationship between Mr Sterk and Labyrinth Resources Limited, including any issue that could be perceived by investors as a conflict of interest, has been disclosed. Mr Sterk has sufficient experience that 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 in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Sterk has consented to the inclusion of information pertaining to the Labyrinth Mineral Resource Estimation in this Annual Report.

Governance Arrangements and Internal Controls

The Company has ensured that the Mineral Resources quoted are subject to good governance arrangements and internal controls. The Mineral Resources reported have been generated by an independent external consultant who is experienced in best practices in modelling and estimation methods. The consultant has also undertaken reviews of the quality and suitability of the underlying information used to determine the resource estimate. In addition, the Company management carry out regular reviews and audits of internal processes and external contractors that have been engaged by the Company or its joint venture partners.

Suite 5, Level 1, 460 Roberts Road, Subiaco WA 6008
T: +61 8 6149 1573
admin@labyrinthresources.com
www.labyrinthresources.com