



ABN 96 649 477 734

Annual Report - 30 June 2025

Osmond Resources Limited

Contents

30 June 2025

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Osmond Resources Limited
Corporate Directory
30 June 2025

| | |
|--|---|
| Directors | Mr Anthony Hall – Managing Director Mr Daniel Eddington – Non-Executive Director Mr Lachlan Rutherford – Executive Director |
| Company secretary | Mr Adrien Wing |
| Registered office and Principal place of business | Level 2 480 Collins Street Melbourne VIC 3000 Phone: +61 9614 0600 |
| Share register | Automic Proprietary Limited Level 5 126 Phillip Street Sydney NSW 2000 Phone: 1300 288 664 |
| Auditor | RSM Australia Partners Level 27 120 Collins Street Melbourne VIC 3000 |
| Bankers | National Australia Bank 800 Bourke Street Melbourne VIC 3000 |
| Stock exchange listing | Osmond Resources Limited shares are listed on the Australian Securities Exchange (ASX code: OSM) |
| Website | www.osmondresources.com.au |

REPORT OF ACTIVITIES

Osmond is focused on fast-tracking the development of EU Critical Minerals Projects – in particular, its flagship project, the Orion EU Critical Minerals Project. This Project has the potential for very high-grade, high-value and high-tonnage EU Critical Minerals. Drilling activities to confirm continuity, grade and scale are expected to commence shortly and could quickly establish this Project as a Tier One global project. The Company is looking to fast-track development activities to take advantage of EU regulatory support given the Project has three of 17 strategic critical materials as designated by the EU.

Highlights

Spain - Orion EU Critical Minerals Project

- On 5 August 2025 Osmond confirmed the acquisition of 80% of Iberian Critical Minerals Pty Ltd which in turn has the right to move to 95% ownership of the Orion EU Critical Minerals Project upon completion of a Scoping Study.
- The Project, located in Southern Spain, has the potential for very high grade rutile, zircon and rare earths as demonstrated from initial exploration results including geochemical results from 150kg in bulk samples, with Total Heavy Metals in two of three samples over 30%¹

| Select Modals and Oxides from Bulk Sample Results | | | | | |
|---|---------------------------------|------|----------|----------|----------|
| Element | Mineral | Unit | Sample 1 | Sample 2 | Sample 3 |
| Titanium | Rutile | % | 13.26 | 13.16 | 15.22 |
| | Ilmenite | % | 6.02 | 4.69 | 5.05 |
| Zirconium | Zircon | % | 9.28 | 8.44 | 9.37 |
| Rare Earths | Monazite | % | 1.54 | 1.50 | 1.72 |
| | Allanite | % | 0.30 | 0.02 | 0.03 |
| | Xenotime | % | 0.03 | 0.03 | 0.03 |
| | TREO [†] | ppm | 11,817 | 10,732 | 11,710 |
| Element | Oxides | Unit | Sample 1 | Sample 2 | Sample 3 |
| Hafnium | HfO ₂ | ppm | 1,204 | 1,178 | 1,295 |
| Neodymium | Nd ₂ O ₃ | ppm | 2,049 | 1,858 | 2,039 |
| Praseodymium | Pr ₆ O ₁₁ | ppm | 575 | 520 | 568 |
| Samarium | Sm ₂ O ₃ | ppm | 366 | 331 | 364 |
| Gadolinium | Gd ₂ O ₃ | ppm | 259 | 232 | 256 |
| Terbium | Tb ₄ O ₇ | ppm | 33 | 30 | 33 |
| Dysprosium | Dy ₂ O ₃ | ppm | 155 | 142 | 154 |
| Lutetium | Lu ₂ O ₃ | ppm | 13 | 12 | 13 |
| Yttrium | Y ₂ O ₃ | ppm | 689 | 628 | 684 |

- The Project covers an area of 228km² with mineralised outcrops confirmed over 12kms apart
- Supportive EU backdrop with new May 2024 EU Critical Minerals Legislation
- Titanium (Rutile), magnet rare earths and silicon-metal are all classified as "strategic" critical minerals
- Maiden drilling program is expected to commence in September 2025.

¹ Refer ASX Release dated 23 April 2025.

Spain - Iberian One Project

- Osmond acquired 100% of the Iberian One Project, which is prospective for alumina products, including high purity aluminium (**HPA**), potassium sulfate and graphite
- A confirmatory five drill hole program was completed during the Year with the results including²:
 - S24-03 – 6.9m at 22.4% Al₂O₃ from 16.2m below surface;
 - S24-03 – 3.6m at 25.4% Al₂O₃ from 62.1m below surface; and
 - S24-05 – 6.6m at 25.8% Al₂O₃ from 72.2m below surface.
- The Company is currently considering options for an HPA study given high-grades of alumina.

Yumbarra Project

- The Yumbarra Project is located in South Australia and is a target for uranium and platinum group elements (**PGE**)
- The Company completed sufficient exploration activities during the Year to move to a 51% interest in the Project.
- Osmond is currently seeking partners to progress the project.

Corporate

- Experienced EU mining executive, Mr Anthony Hall was appointed Managing Director and CEO, replacing Mr Andrew Shearer effective 9 September 2024
- Global industrial minerals expert, mining executive and corporate finance specialist, Mr Tolga Kumova was also appointed Strategic Advisor
- Experienced geologist Dr Lachlan Rutherford appointed to the Board as an Executive Director
- The Company had cash reserves as at 30 June 2025 of \$4.3m.

Orion EU Critical Minerals Project (Spain)

Overview

On 5 August 2025, Osmond confirmed the acquisition of an 80% interest in the capital of Iberian Critical Minerals Pty Ltd (**ICM**). ICM currently holds a 100% interest in the capital of Omnis Mineria SL (**Omnis**) which in turn holds a 75.5% interest in the capital of Green Mineral Resources SL (**GMR**). Omnis has the right to increase its interest in GMR to at least 95% upon completion of a JORC Code compliant Scoping Study. GMR holds a 100% interest in the rights and title to the Orion EU Critical Minerals Project.

The Orion EU Critical Minerals Project (the Project) is located in Jaén Province, Andalucía, Southern Spain (refer Figure 1 below). The Project includes 756 Spanish mining units (cuadrículas mineras) covering an area of 228km².

It is a siliciclastic geological system with various layers rich in critical minerals including rutile (titanium), zircon, hafnium, and rare earth elements. The Project area was explored for thorium and uranium in the 1950s and 1960s and includes a historic galena mine.

² refer Table 1 in ASX Announcement 3 September 2024, noting that results do not distinguish between size fractions

Extensive geological mapping activities have been completed across the three target zones of the Orion permit. The activities have identified multiple Ti-Zr-REE rich layers across a wide area of the Project (refer ASX announcements dated 6 September 2024, 19 November 2024, 28 January 2025, 7 April 2025 and 19 June 2025).

The activities have also established mineralised outcrops over a 12km lateral extent (refer Figure 2 below)

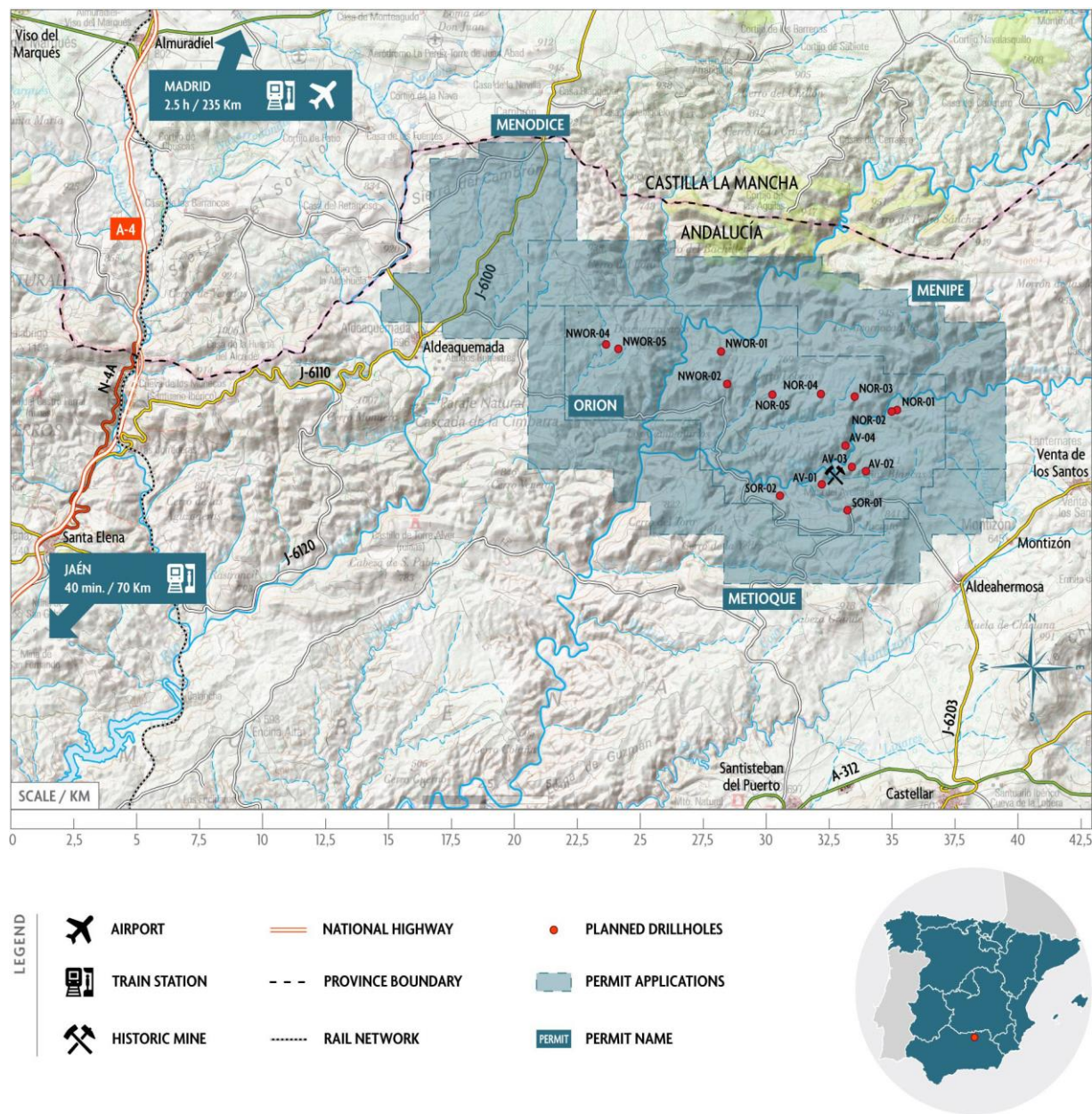


Figure 1 – Map showing Orion EU Critical Minerals Project location

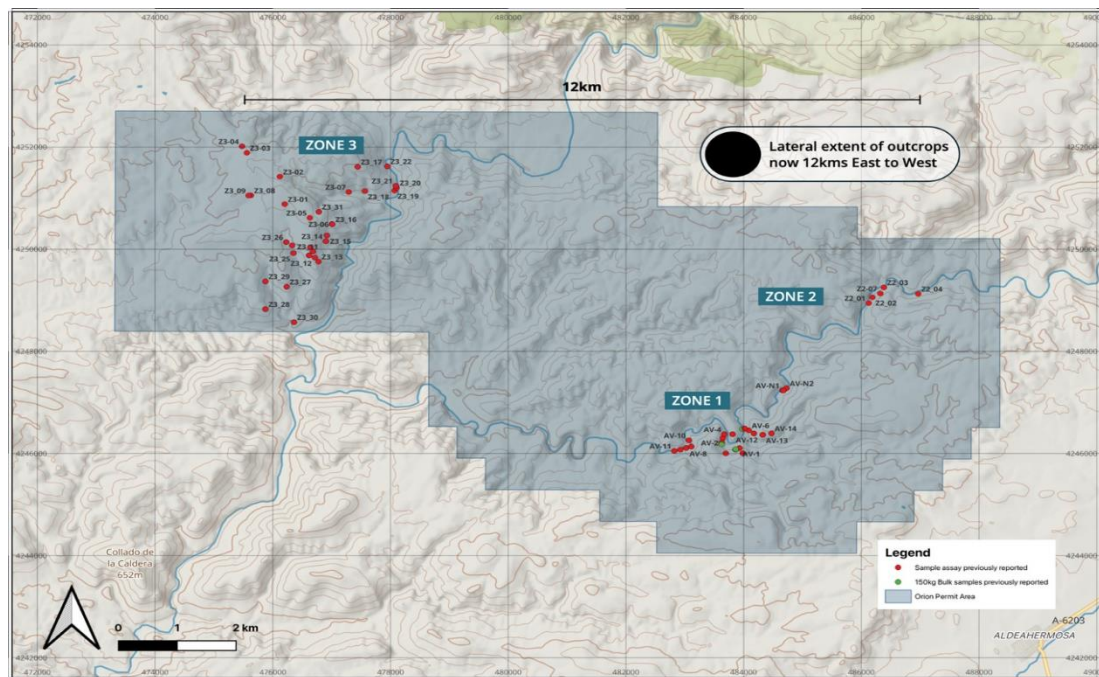


Figure 2 – Map showing lateral extent of mineralised outcrops

Project Expansion

As a direct result of geological mapping activities and the assay results, the Company's geological team believes there is the possibility the mineralised layers may continue to the north, south and west of the current Orion permit. With this in mind, the Company was successful in making application for three additional permits covering these areas. The additional permits total 468 Spanish mining units or 142 km². This increased the Project area by 160% to 227.8km².

Exploration Result Highlights

Green Mineral Resources SL completed two rounds of modern exploration activities in Zone 1 (refer to Figure 2 above):

1. Sixteen rock chip samples (chip sampling) from outcrops across more than 2kms; and
2. Three channel samples across the complete layer thickness weighing 150kg to get a bulk sample.

Figure 3 shows the locations of the chip samples and bulk samples within Zone 1.

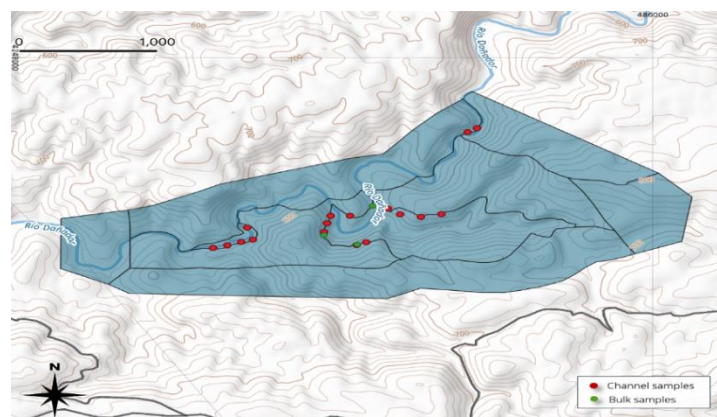


Figure 3 – Map showing chip sampling (red points) and Channel Bulk Channel Sample locations (green points) within Avellanar Zone

The rock chip sampling was designed to test relevant element and oxide grades in the outcrops detected by a scintillometer. Samples of approximately 500 grams were collected, prepared and sent to ALS Labs in Seville, Spain for crushing and splitting prior to being shipped to ALS Labs in Galway, Ireland for assay. A full summary of results is shown in Appendix 1 in ASX Announcement 6 September 2024.

The bulk sampling across three different outcrops at the main sandstone layer was designed to confirm grades along the complete seam, determine mineral species and to consider initial processing routes with respect to grinding size and liberation. 150kgs of material was taken from three different outcrops. Samples were collected, bagged in plastic and sent to SGS Labs in Galicia, Spain to be shipped to SGS Labs in Toronto, Canada for crushing, pulverizing and splitting before geochemical and technical assessment. Results are shown in Table 1 below.

Table 1 – Select Modals and Oxide Results from 150kg Bulk Sample Program

| Select Modals and Oxides from Bulk Sample Results | | | | | |
|---|---------------------------------|------|----------|----------|----------|
| Element | Mineral | Unit | Sample 1 | Sample 2 | Sample 3 |
| Titanium | Rutile | % | 13.26 | 13.16 | 15.22 |
| | Ilmenite | % | 6.02 | 4.69 | 5.05 |
| Zirconium | Zircon | % | 9.28 | 8.44 | 9.37 |
| Rare Earths | Monazite | % | 1.54 | 1.50 | 1.72 |
| | Allanite | % | 0.30 | 0.02 | 0.03 |
| | Xenotime | % | 0.03 | 0.03 | 0.03 |
| | TREO [†] | ppm | 11,817 | 10,732 | 11,710 |
| Element | Oxides | Unit | Sample 1 | Sample 2 | Sample 3 |
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| Neodymium | Nd ₂ O ₃ | ppm | 2,049 | 1,858 | 2,039 |
| Praseodymium | Pr ₆ O ₁₁ | ppm | 575 | 520 | 568 |
| Samarium | Sm ₂ O ₃ | ppm | 366 | 331 | 364 |
| Gadolinium | Gd ₂ O ₃ | ppm | 259 | 232 | 256 |
| Terbium | Tb ₄ O ₇ | ppm | 33 | 30 | 33 |
| Dysprosium | Dy ₂ O ₃ | ppm | 155 | 142 | 154 |
| Lutetium | Lu ₂ O ₃ | ppm | 13 | 12 | 13 |
| Yttrium | Y ₂ O ₃ | ppm | 689 | 628 | 684 |

¹ refer ASX release dated 6 September 2024

[†] TREO: Total Rare Earth Oxides - Y₂O₃, La₂O₃, CeO₂, Pr₆O₁₁, Nd₂O₃, Sm₂O₃, Eu₂O₃, Gd₂O₃, Tb₄O₇, Dy₂O₃, Ho₂O₃, Er₂O₃, Tm₂O₃, Yb₂O₃, Lu₂O₃

Metallurgical Test Works

In anticipation of positive drilling results designed to confirm continuity of the two primary high-grade seams across the three target zones, the Company progressed metallurgical test works using material from the 150kg bulk sample sent to SGS in Canada.

These test works are designed to ensure the Company is able to fast track development activities, removing the flow sheet from the critical path to deliver a Scoping Study.

The Company is exploring options to monetise the waste streams as silicon metal, given the nature of the mineralisation with quartz (silica) contributing around 50% of the bulk material. Silicon metal is also a Strategic Critical Raw Material in the EU. Osmond believes it will have a considerable potential advantage in the production of silicon metal through currently available process routes given quartz is likely to be ground down as part of initial processing and there are significant locational advantages likely to aid in commercial production.

Given the strategic nature to the EU of light and heavy rare earths and considering the relatively high-grades, the Company intends to progress activities associated with confirming appropriate flow sheets to monetise rare earth credits. These test works are even more important given the recently announced export bans by the Chinese Government on seven rare earth oxides.

Drilling Set to Confirm Continuity and Grade

The current geological interpretation is subject to drilling success and the maiden drill program planned to confirm continuity of mineralised seams across all three target zones. The total financial commitment is not expected to exceed A\$1.5m.

The Company expects to commence the initial drilling program of 15 drill holes in September 2025. Drill hole locations are shown in Figure 1 (in Red) and cover a wide area of the permit.

Assuming drilling success, the Company will seek to fast-track development activities initially focused on a Mineral Resource Estimate to support a Scoping Study. Importantly, as noted above, metallurgical testworks are advanced given the 150kg bulk sample and relatively homogenous nature of the material across the three outcrops.

Iberian One Project

Overview

The Company owns a 100% interest in the Iberian One Project. The project is located in a historic kaolin, iron, and graphite mining district between the villages of Madriguera and El Negredo in Segovia, Spain, approximately 100 km NNW of the major city of Madrid. The project includes multiple historic mines that appear to have focused on alunite and kaolin mineralisation.

The project consists of the Grafenal Investigation Permit (47.5km²), the Becerril Mining Permit (1.6km²), and a small aggregates Mining Permit called "Paula," which mostly overlaps with the Becerril Mining Permit, totalling approximately 50km² (refer Figure 4 below).

The Company is currently considering options with respect to high purity aluminum (HPA).

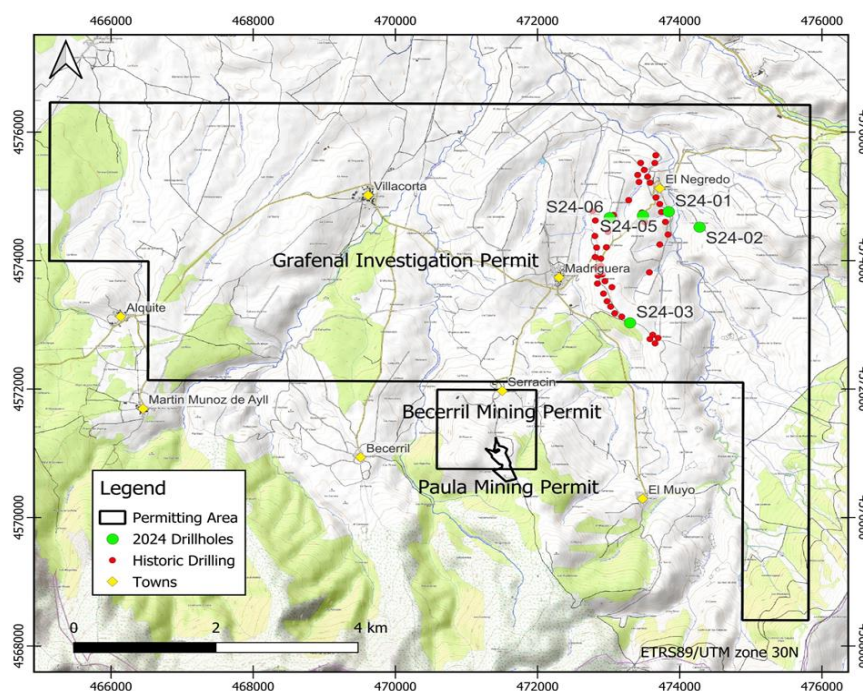


Figure 4 - Map of permit area showing drill hole locations for Osmond's 2024 drilling campaign

Yumbarra Project (EL 6417)

Overview

The Yumbarra Project is located in South Australia and is a target for uranium and platinum group elements (PGE). The Company has completed sufficient exploration activities to have a 51% interest in the project confirmed in December 2024. The Company is currently seeking partners to progress the project.

Corporate Activities

New Managing Director Appointment

The Company announced the appointment of Mr Anthony Hall as Managing Director effective Monday 9 September 2024. Mr Hall replaced the Company's founding Executive Director, Mr Andrew Shearer. Mr Hall has significant experience to progress the Company's next phase of activities having lived in Spain while acting as Managing Director and CEO of ASX listed potash developer, Highfield Resources Limited (ASX:HFR). Mr Hall has been founding Managing Director and CEO of two ASX listed companies that successfully transitioned from IPO to inclusion in the ASX300. Mr Hall's key employment terms are described in Appendix 4 in ASX Announcement 6 September 2024.

Executive Director Appointed

Effective 23 April 2025, Dr Lachlan Rutherford has been appointed to the Board as an Executive Director. Dr Rutherford is a geologist with over 20 years of commercial and exploration experience in industrial mineral, precious metal, and base metal projects. He has held positions in venture capital, public companies and stockbroking, focusing on business development, corporate strategy, project management and analytical roles. His international experience includes work on critical mineral projects in Spain and Finland.

Dr Rutherford holds a Doctorate of Philosophy, a Masters of Business Administration, and a Bachelor of Science with Honours. He is also a member of the Australian Institute of Mining and Metallurgy.

With the appointment of Dr Rutherford, the Company's founding Chairman, Mr Rhod Grivas has elected to step off the Board to enable him to focus on other opportunities. Mr Grivas was instrumental in the Company's successful IPO and the acquisition of the Company's flagship Spanish projects. The Company is grateful for his contribution, and in particular, his stewardship of the Board through IPO to the current date.

Strategic Advisor Appointment

In addition to the new Managing Director appointment, the Company also appointed Mr Tolga Kumova as Strategic Advisor. Mr Kumova has extensive global experience in industrial minerals. He is a resource industry entrepreneur and corporate finance specialist with broad experience from financing early-stage explorers through to managing ASX listed companies and raising hundreds of millions of dollars to finance mining activities.

EU Initiatives to Support Critical Minerals' Projects

On 23 May 2024, the European Critical Raw Materials Act came into force. The legislation is designed to enhance the EU's capabilities in sourcing, processing and recycling critical raw materials. The EU has identified 34 critical minerals. It has also identified a subset of 17 critical minerals referred to as "strategic" raw materials. This list includes titanium, and light and heavy rare earths.

Under the Act, the EU is targeting at least 10% of its annual consumption for internal EU extraction and at least 40% of its annual consumption for internal EU processing. Selected strategic projects that include strategic raw materials are legislated to benefit from support for access to finance and shorter permitting timeframes (a maximum of 27 months for extraction projects).

The EU currently extracts no titanium, no light or heavy rare earths and less than 20% of its annual consumption of zircon.

In addition to the above, the Spanish Government has grant schemes for critical minerals projects, the European Investment Bank has project finance support initiatives and European Development Bank has grant schemes.

Annual General Meeting

Osmond held the Annual General Meeting of shareholders on 29 October 2024. The resolutions considered at the Annual General Meeting were put to a vote on a Poll, called by the Chairman, and were passed.

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), details of the resolution and proxies received for the meeting held are set out in the attached proxy summary.

Osmond Resources Limited
Activities report
30 June 2025

| | | | Proxy Votes | | | | Poll Results (if applicable) | | | Results |
|---|--|--|-----------------------|------------|-----------|--------------------|------------------------------|------------|-----------|---------|
| Resolution | Decided by Show of Hands (S) or Poll (P) | Total Number of Proxy Votes exercisable by proxies validly appointed | FOR | AGAINST | ABSTAIN | PROXY'S DISCRETION | FOR | AGAINST | ABSTAIN | OUTCOME |
| 1 ADOPTION OF REMUNERATION REPORT | P | 14,352,683 | 14,352,683 100.00% | 0 0.00% | 0 | 0 0.00% | 21,365,183 100.00% | 0 0.00% | 0 | - |
| 2 RE-ELECTION OF DIRECTOR – RHODERICK GRIVAS | P | 17,436,016 | 17,436,016 100.00% | 0 0.00% | 2,609,517 | 0 0.00% | 27,906,850 100.00% | 0 0.00% | 2,609,517 | Passed |
| 3 APPROVAL OF 7.1A MANDATE | P | 20,045,533 | 20,045,533 100.00% | 0 0.00% | 0 | 0 0.00% | 30,516,367 100.00% | 0 0.00% | 0 | Passed |
| 4 APPROVAL TO ISSUE SHARES IN CONSIDERATION FOR THE ACQUISITION OF THE IBERIAN ONE PROJECT | P | 19,645,533 | 19,645,533 100.00% | 0 0.00% | 0 | 0 0.00% | 30,116,367 100.00% | 0 0.00% | 0 | Passed |
| 5 APPROVAL TO ISSUE OPTIONS IN CONSIDERATION FOR THE ACQUISITION OF THE IBERIAN ONE PROJECT | P | 19,645,533 | 19,645,533 100.00% | 0 0.00% | 0 | 0 0.00% | 30,116,367 100.00% | 0 0.00% | 0 | Passed |
| 6 APPROVAL TO ISSUE SHARES IN CONSIDERATION FOR THE ACQUISITION OF THE ORION EU CRITICAL MINERALS PROJECT | P | 19,645,533 | 19,645,533 100.00% | 0 0.00% | 0 | 0 0.00% | 26,658,033 100.00% | 0 0.00% | 0 | Passed |
| 7 ISSUE OF OPTIONS TO RELATED PARTY – ANTHONY HALL | P | 19,645,533 | 19,645,533 100.00% | 0 0.00% | 0 | 0 0.00% | 30,116,367 100.00% | 0 0.00% | 0 | Passed |
| 8 ISSUE OF OPTIONS TO RELATED PARTY – ANDREW SHEARER | P | 17,477,533 | 17,477,533 100.00% | 0 0.00% | 0 | 0 0.00% | 27,948,367 100.00% | 0 0.00% | 0 | Passed |

| | | | Proxy Votes | | | | Poll Results (if applicable) | | | Results |
|--|--|--|-----------------------|------------|-----------|--------------------|------------------------------|------------|-----------|---------|
| Resolution | Decided by Show of Hands (S) or Poll (P) | Total Number of Proxy Votes exercisable by proxies validly appointed | FOR | AGAINST | ABSTAIN | PROXY'S DISCRETION | FOR | AGAINST | ABSTAIN | OUTCOME |
| 9 ISSUE OF OPTIONS TO RELATED PARTY – RHODERICK GRIVAS | P | 17,436,016 | 17,436,016 100.00% | 0 0.00% | 2,609,517 | 0 0.00% | 27,906,850 100.00% | 0 0.00% | 2,609,517 | Passed |
| 10 ISSUE OF OPTIONS TO RELATED PARTY – DANIEL EDDINGTON | P | 17,362,200 | 17,362,200 100.00% | 0 0.00% | 2,683,333 | 0 0.00% | 27,833,034 100.00% | 0 0.00% | 2,683,333 | Passed |
| 11 APPROVAL TO ISSUE OPTIONS TO TOLGA KUMOVA IN CONSIDERATION FOR SERVICES | P | 20,045,533 | 20,045,533 100.00% | 0 0.00% | 0 | 0 0.00% | 24,516,367 100.00% | 0 0.00% | 6,000,000 | Passed |
| 12 APPROVAL TO ISSUE OPTIONS TO ADRIEN WING IN CONSIDERATION FOR SERVICES | P | 20,045,533 | 20,045,533 100.00% | 0 0.00% | 0 | 0 0.00% | 27,058,033 100.00% | 0 0.00% | 3,458,334 | Passed |
| 13 APPROVAL TO ISSUE OPTIONS TO GONZALO MAYORAL ROBERTO FERNANDEZ IN CONSIDERATION FOR SERVICES | P | 20,045,533 | 20,045,533 100.00% | 0 0.00% | 0 | 0 0.00% | 30,516,367 100.00% | 0 0.00% | 0 | Passed |
| 14 APPROVAL TO ISSUE SECURITIES TO RELATED PARTY IN CONSIDERATION FOR AN ACQUISITION WHERE THE BOARD IS ABLE TO FORM QUORUM TO DETERMINE THAT THE ISSUE FALLS WITHIN THE ARMS'S LENGTH EXCEPTION | P | 19,645,533 | 19,645,533 100.00% | 0 0.00% | 0 | 0 0.00% | 30,116,367 100.00% | 0 0.00% | 0 | Passed |
| 15 APPROVAL TO ISSUE SECURITIES TO UNRELATED PARTIES UNDER AN INCENTIVE PLAN | P | 14,352,683 | 14,352,683 100.00% | 0 0.00% | 0 | 0 0.00% | 21,365,183 100.00% | 0 0.00% | 0 | Passed |

Schedule of Tenements

In accordance with ASX Listing Rule 5.3.3, Osmond Resources Limited provides its list of mining tenements.

| Licence Number | Project | Country | Osmond Holdings Interest | Joint venture Partner/ Farm-in Partner/Farm-Out Partner |
|----------------|------------------|-----------------|--------------------------|---|
| 1357 | Iberian One | Spain | 100% | - |
| 1062 | Iberian One | Spain | 100% | - |
| 194 | Iberian One | Spain | 100% | - |
| EL6417 | Yumbarra Project | South Australia | 51% | Fowler Resources Pty Ltd Earning 80% |

The Directors present their report, together with the financial statements, the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Osmond Resources Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2025.

Directors

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

Anthony Hall – Managing Director and CEO (appointed 9 September 2024)
Daniel Eddington – Non-Executive Director
Lachlan Rutherford – Executive Director (appointed 23 April 2025)
Rhoderick Grivas – former Non-Executive Chair (resigned 23 April 2025)
Andrew Shearer – former Executive Director and CEO (resigned 9 September 2024)

Principal activities

During the financial year the principal continuing activities of the consolidated entity consisted of exploration and development focused on gold, base metals and rare earth discoveries.

Dividends

No dividends were paid during the financial period.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to \$13,839,916 (2024: \$1,424,013).

Significant changes in the state of affairs

On 6 September 2024, the Company issued 10,000,000 shares raising \$700,000 before costs. Refer to Note 11 for further details on shares issued. There were no other significant changes in the state of affairs of the Company during the financial year.

Environmental regulation

The consolidated entity is currently not subject to any significant environmental regulation.

The consolidated entity's exploration activities are in Australia and the Spain and are subject to environmental regulations. The Board maintains responsibility that the consolidated entity is in compliance with all relevant environmental legislation and maintains a high standard of environmental care. During the year, there were no known breaches of tenement conditions, and no such breaches have been notified by any government agencies.

Matters subsequent to the end of the financial year

On 25 July 2025 the Company issued 1,000,000 Options to third party consultants. The Options are able to be exercised at a share price of \$1.50 with an expiry date of 30 June 2028.

On 25 July 2025 the Company issued 691,914 Shares following the exercise of Options raising \$128,374.

On 29 July 2025 the Company confirmed the award of the Orion Investigation Permit (registration number 16271) in Spain.

On 5 August 2025 the Company issued 25,000,000 ordinary shares as consideration for the acquisition of an 80% interest in Iberian Critical Minerals Pty Ltd. This entity holds a 100% interest in the capital of Omnis Minería SL (Omnis). Omnis owns 75.5% of the Orion EU Critical Minerals Project with the right to move to 95% on completion of a scoping study. The final 5% requires pro-rata capital contributions post the scoping study or may be traded for a project royalty which can be purchased at any time for US\$750,000.

Under the terms of the acquisition, there are an additional two tranches of shares totalling 85m shares (42.5m each) that can be issued by the Company when the following Milestones are triggered if it wishes to

Osmond Resources Limited
Directors' report
30 June 2025

continue to progress the Project. Importantly the Company has full discretion with respect to the issue of the two tranches. The Milestones are as follows:

Milestone 1 – 30 days from the earlier of OSM announcing a Mineral Resource Estimate to the ASX with a component of Indicated Resource or 24 months from the date of completion of the initial acquisition; and

Milestone 2 – 30 days from the earlier of OSM announcing a Scoping Study to the ASX or 48 months from the date of completion of the initial acquisition.

On 5 August 2025 the Company issued 2,250,000 Options to third party consultants. The Options are able to be exercised at a share price of \$1.50 with an expiry date of 30 June 2028.

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations

The consolidated entity will continue to conduct exploration and development activities focused on precious, base metals and energy metals discoveries.

Risks and Uncertainties

The business and operations of Osmond are subject to numerous risks, many of which are beyond Osmond's control. Osmond considers the risks set out below to be some of the most significant to the consolidated entity, but not all of the risks associated with the consolidated entity. If any of these risks materialise into actual events or circumstances or other possible additional risks and uncertainties of which Osmond is currently unaware or which it considers to be material in relation to Osmond's business actually occur, the consolidated entity's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects, are likely to be materially and adversely affected.

- (a) Osmond has limited financial resources and limited operating revenues. To earn and/or maintain its interest in its mineral projects, the consolidated entity has contractually agreed or is required to make certain payments and expenditures for and on such projects. Osmond's ability to continue as a going concern is dependent upon, among other things, Osmond establishing commercial quantities of mineral reserves on its projects and obtaining the necessary financing and permits to develop and profitably produce such minerals or, alternatively, disposing of its interests on a profitable basis, none of which is assured.
- (b) Osmond has only generated losses to date and will require additional funds to further explore its projects. The only sources of funds for exploration programs, or if such exploration programs are successful for the development of economic ore bodies and commencement of commercial production thereon, presently available to Osmond are the sale of equity or farming out its mineral projects to a third party for further exploration or development. Osmond's ability to arrange financing in the future will depend, in part, upon the prevailing capital market conditions as well as its business performance. There is no assurance such additional funding will be available to Osmond when needed on commercially reasonable terms or at all. Additional equity financing may also result in substantial dilution thereby reducing the marketability of Osmond's shares. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and the possible, partial or total loss of the consolidated entity's interest in its projects.
- (c) Mineral exploration is subject to a high degree of risk, which even a combination of experience, knowledge and careful evaluation may fail to overcome. These risks may be even greater in Osmond's case given its formative stage of development and the fact that its mineral projects are still in their exploration stage. Furthermore, exploration activities are expensive and seldom result in the discovery of a commercially viable resource. There are no known resources or reserves on its mineral projects and the consolidated entity's proposed exploration programs are exploratory searches for commercial quantities of ore. There is no assurance that Osmond's exploration will result in the discovery of an economically viable mineral deposit.
- (d) Osmond activities are subject to the risks normally encountered in the mining exploration business. The economics of exploring, developing and operating resource projects are affected by many factors including the cost of exploration and development operations, variations of the grade of any ore mined and the rate of resource extraction and fluctuations in the price of resources produced, government regulations relating to royalties, taxes and environmental protection and title defects.
- (e) Osmond's mineral projects may be subject to prior unregistered agreements, interests or land claims and title may be affected by undetected defects. In addition, the consolidated entity's exploration activities will require certain licenses and permits from various governmental authorities. There is no assurance that Osmond will be successful in obtaining the necessary licenses and permits on a timely basis or at all to undertake its exploration activities in the future or, if granted, that the licenses and permits will be on the basis applied or remain in force as granted.
- (f) Osmond must comply with environmental laws and regulations governing air and water quality and land disturbance and provide for reclamation and closure costs in addition to securing the necessary permits to advance exploration activities at its mineral projects. Environmental legislation is evolving in a manner that will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects, and a heightened

degree of responsibility for companies and their officers, directors and employees. Compliance with environmental laws and regulations may require significant capital outlays on behalf of the consolidated entity and may cause material changes or delays in the consolidated entity's intended activities. Furthermore, environmental hazards may exist on the consolidated entity's projects that are unknown to the consolidated entity at present and that have been caused by the consolidated entity or by previous owners or operators of the projects, or that may have occurred naturally. The consolidated entity may be liable for remediating such damages.

- (g) Although the consolidated entity's immediate focus will be on the Projects, as with most exploration entities, it will pursue and assess other new business opportunities in the resource sector over time which complement its business. These new business opportunities may take the form of direct project acquisitions, joint ventures, farm-ins, acquisition of tenements/permits, and/or direct equity participation. The acquisition of projects (whether completed or not) may require the payment of monies (as a deposit and/or exclusivity fee) after only limited due diligence or prior to the completion of comprehensive due diligence. There can be no guarantee that any proposed acquisition will be completed or be successful. If the proposed acquisition is not completed, monies advanced may not be recoverable, which may have a material adverse effect on the consolidated entity. If an acquisition is completed, the Directors will need to reassess at that time, the funding allocated to current Projects and new projects, which may result in the consolidated entity reallocating funds from the Projects and/or raising additional capital (if available). Furthermore, notwithstanding that an acquisition may proceed upon the completion of due diligence, the usual risks associated with the new project/business activities will remain.
- (h) Several of the Tenements overlap with certain third-party interests that may limit or impose conditions on the consolidated entity's ability to access the Tenements to conduct exploration and mining activities or that may cause delays in the consolidated entity's activities. In particular, under South Australia and Commonwealth legislation and in Spain, the consolidated entity may be required to obtain the consent of and/or pay compensation to the holders of third-party interests, including private land, pastoral leases, petroleum tenure and other mining tenure which overlay areas within the Tenements in respect of any proposed exploration or mining activities on the Tenements. The consolidated entity is also required to obtain the consent of the relevant Minister in relation to activities on certain areas of the Tenements.
- (i) The consolidated entity is reliant on a number of key personnel and consultants, including members of the Board. The loss of one or more of these key contributors could have an adverse impact on the business of the consolidated entity. It may be particularly difficult for the consolidated entity to attract and retain suitably qualified and experienced people given the current high demand in the industry and relatively small size of the consolidated entity, compared with other industry participants.
- (j) Climate change is a risk the consolidated entity has considered, particularly related to its operations in the mining industry. The climate change risks particularly attributable to the consolidated entity include:
 - a. the emergence of new or expanded regulations associated with the transitioning to a lower-carbon economy and market changes related to climate change mitigation. The consolidated entity may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the consolidated entity and its profitability. While the consolidated entity will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the consolidated entity will not be impacted by these occurrences; and
 - b. climate change may cause certain physical and environmental risks that cannot be predicted by the consolidated entity, including events such as increased severity of weather patterns and incidence of extreme weather events and longer term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the consolidated entity operates.

The above list of risks, uncertainties and other factors is not exhaustive.

Information on directors

| | |
|--------------------------------------|--|
| Name: | Anthony Hall |
| Title: | Managing Director (appointed 9 September 2024) |
| Experience and expertise: | Mr Hall is well placed to progress the consolidated entity's next phase of activities having lived in Spain while acting as Managing Director and CEO of ASX listed potash developer, Highfield Resources Limited (ASX Code: HFR). He has been founding Managing Director and CEO of two ASX listed companies that successfully transitioned from IPO to inclusion in the ASX300. Mr Hall holds a Bachelor of Laws (Honors), Bachelor of Business (Accounting and Finance), a Graduate Diploma of Applied Finance and Investment, and is an Associate of the Governance Institute of Australia. |
| Other current directorships: | Megado Minerals Ltd (Executive Director) |
| Former directorships (last 3 years): | None |
| Interests in shares: | 4,455,755 |
| Interests in options: | 8,350,719 |
| Name: | Daniel Eddington |
| Title: | Non-executive Director |
| Experience and expertise: | Mr Eddington has over 20 years' experience in the financial markets with experience across multiple sectors including the resource, energy, and industrial sectors. He specialises in equity capital markets and has been responsible for IPO's, placements, reverse takeovers, underwritings, corporate negotiations, and corporate advisory for companies predominantly in the resource sector. Mr Eddington has a Bachelor of Commerce Degree from The University of South Australia and a Graduate Diploma in Applied Finance & Investment from the Securities Institute of Australia. |
| Other current directorships: | Sparc Technologies Ltd (Non-Executive Director) Jade Gas Holdings Ltd (Non-Executive Director) New Age Exploration Ltd (Non-Executive Director) |
| Former directorships (last 3 years): | None |
| Interests in shares: | 3,193,001 |
| Interests in options: | 2,000,000 |
| Name: | Lachlan Rutherford |
| Title: | Executive Director (appointed 23 April 2025) |
| Experience and expertise: | Mr Rutherford is a geologist with over 20 years of commercial and exploration in industrial mineral, precious metal and base metal projects. He has held positions in venture capital, public companies and stockbroking, focusing on business development, corporate strategy, project management and analytical roles. His international experience includes work on critical mineral projects in Spain and Finland. |
| Other current directorships: | None |
| Former directorships (last 3 years): | None |
| Interests in shares: | Nil |
| Interests in options: | 2,000,000 |

Osmond Resources Limited
Directors' report
30 June 2025

Name: Andrew Shearer
Title: Former Executive Director and CEO (resigned 9 September 2024)
Experience and expertise: Andrew is a seasoned executive with over 28 years' experience in the resource and finance sectors, with an ability to combine technical, management, strategic and financial experience.
Andrew holds a bachelor's degree in Geology from University of South Australia, Honours in Geophysics from Adelaide University and an MBA from the University of Adelaide.

Name: Rhoderick Grivas
Title: Former Non-Executive Chair (resigned 23 April 2025)
Experience and expertise: Mr Grivas is a geologist with over 30 years of experience in the resource industry, including 20 years of board experience on ASX listed companies. Mr Grivas has held several director and management positions with publicly listed mining and exploration companies, including Managing Director of ASX and TSX listed gold miner Dioro Exploration NL (ASX: DIO), where he oversaw the discovery and development of a gold resource through feasibility to production. Mr Grivas has a strong combination of equity market, M&A, commercial, strategic, and executive management capabilities.
Mr Grivas holds a Bachelor of Science degree from the University of Sydney and is a member of the Australian Institute of Mining and Metallurgy.

'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

Mr Adrien Wing (B.Bus, CPA) was the company secretary of the Company during the whole of the financial year and up to the date of this report. Mr Wing is CPA qualified. He practised in the audit and corporate divisions of a chartered accounting firm before working with a number of public companies listed on the ASX as a corporate/accounting consultant and Company Secretary.

Meetings of directors

The number of meetings of the Company's Board of Directors ('the Board') and of each Board committee held during the year ended 30 June 2025, and the number of meetings attended by each director were:

| | Full board | |
|--------------------|------------|------|
| | Attended | Held |
| Rhoderick Grivas | 8 | 8 |
| Anthony Hall | 11 | 11 |
| Andrew Shearer | 1 | 1 |
| Daniel Eddington | 11 | 11 |
| Lachlan Rutherford | 3 | 3 |

Held: represents the number of meetings held (4) and circular resolutions (7) during the time the director held office. The Board manages the function of the audit committee.

Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the consolidated entity, 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:

- A Principles used to determine the nature and amount of remuneration
- B Details of remuneration
- C Service agreements
- D Share-based compensation
- E Additional information

A Principles used to determine the nature and amount of remuneration

The Board practice for determining the nature and amount of remuneration of directors and other key management personnel is agreed by the Board of Directors as a whole. The Board obtains professional advice where necessary to ensure that the consolidated entity attracts and retains talented and motivated Directors and employees who can enhance consolidated entity performance through their contributions and leadership.

Remuneration consists of a fixed remuneration, performance-based bonuses and long-term share options as considered appropriate. The Board believes that options are an effective remuneration tool which preserves the cash reserves of the consolidated entity whilst providing valuable remuneration.

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

Executive Director Remuneration

Due to the limited size of the consolidated entity and of its operations and financial affairs, the use of a separate remuneration committee is not considered appropriate. In determining the level and make-up of the Executive Director remuneration, the Board negotiates a remuneration to reflect the market salary for a position and individual of comparable responsibility and experience.

Remuneration is periodically compared to relevant external market conditions. This is done based on surveys of peer companies' Managing Director remuneration and also taking into account the increase in consumer price index. If required, the Board may engage an external consultant to provide independent advice in the form of a written report detailing market levels of remuneration for comparable executive roles.

No external consultant was engaged during the year for the purpose of remuneration review.

Non-Executive Directors remuneration

Non-Executive Directors' fees are paid within an aggregate limit which is approved by the shareholders from time to time. Retirement payments, if any, are agreed to be determined in accordance with the rules set out in the Corporations Act at the time of the Directors retirement or termination. Non-Executive Directors remuneration may include an incentive portion consisting of bonuses and/or options, as considered appropriate by the Board, which may be subject to shareholder approval in accordance with the ASX Listing Rules.

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst directors is reviewed annually. The Board considers the amount of Director fees being paid by comparable companies with similar responsibilities and the experience of the Non-Executive Directors when undertaking the annual review process.

Company performance, shareholder wealth and director and other key management personnel remuneration

The remuneration policy has been tailored to increase goal congruence between shareholders, Directors and other key management personnel through successfully achieving its primary objectives. During exploration project development phase, these objectives are not linked to earnings. Instead, the successful discovery or acquisition of mineral resources and progress with project development are the primary means of value creation and thus, are the primary objectives of the consolidated entity. The achievement of this aim has been through the issue of options to Directors to encourage the alignment of personal and shareholder interests. The recipients of the options are responsible for growing the consolidated entity and increasing shareholder value. If they achieve this goal, the value of the options granted to them will also increase. Therefore, the options provide an incentive to the recipients to remain with the consolidated entity and to continue to work to enhance the consolidated entity's value.

B Details of remuneration

Details of the remuneration of the Directors and other key management personnel (defined as those who have the authority and responsibility for planning, directing and controlling major activities) of the consolidated entity are set out in the following tables.

| | Short-term benefits | Post- employment benefits | Share-based payments | |
|---------------------------------|-------------------------|---------------------------------|-------------------------|------------------|
| | Cash salary and fees | Super- annuation | Options | Total |
| | \$ | \$ | \$ | \$ |
| 2025 | | | | |
| <i>Non-Executive Directors:</i> | | | | |
| Rhoderick Grivas | 53,812 | 6,188 | 340,000 | 400,000 |
| Daniel Eddington | 53,812 | 6,188 | 340,000 | 400,000 |
| <i>Executive Directors:</i> | | | | |
| Anthony Hall | 206,000 | - | 2,633,000 | 2,839,000 |
| Andrew Shearer | 81,942 | 7,188 | 170,000 | 259,130 |
| Lachlan Rutherford | 34,000 | - | 599,000 | 633,000 |
| <i>Company Secretary:</i> | | | | |
| Adrien Wing | 60,000 | - | 825,000 | 885,000 |
| | <u>489,566</u> | <u>19,564</u> | <u>4,907,000</u> | <u>5,416,130</u> |

| | Short-term benefits | Post- employment benefits | Share-based payments | |
|---------------------------------|-------------------------|---------------------------------|-------------------------|----------------|
| | Cash salary and fees | Super- annuation | Options | Total |
| | \$ | \$ | \$ | \$ |
| 2024 | | | | |
| <i>Non-Executive Directors:</i> | | | | |
| Rhoderick Grivas | 64,865 | 7,135 | 40,000 | 112,000 |
| Daniel Eddington | 54,054 | 5,946 | 40,000 | 100,000 |
| <i>Executive Director:</i> | | | | |
| Andrew Shearer | 150,000 | 16,500 | 40,000 | 206,500 |
| <i>Company Secretary:</i> | | | | |
| Adrien Wing | 60,000 | - | 40,000 | 100,000 |
| | <u>328,919</u> | <u>29,581</u> | <u>160,000</u> | <u>518,500</u> |

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

| Name | Fixed remuneration | | At risk - STI | |
|---------------------------------|--------------------|------|---------------|------|
| | 2025 | 2024 | 2025 | 2024 |
| <i>Non-Executive Directors:</i> | | | | |
| Rhoderick Grivas | 15% | 64% | 85% | 36% |
| Daniel Eddington | 15% | 60% | 85% | 40% |
| <i>Executive Directors:</i> | | | | |
| Anthony Hall | 7% | n/a | 93% | n/a |
| Andrew Shearer | 34% | 81% | 66% | 19% |
| Lachlan Rutherford | 5% | n/a | 95% | n/a |
| <i>Company Secretary:</i> | | | | |
| Adrien Wing | 7% | 60% | 93% | 40% |

C Service agreements

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

Managing Director Appointment

The Company announced the appointment of Mr Anthony Hall as Managing Director effective Monday 9 September 2024. Mr Hall replaced the Company's founding Executive Director, Mr Andrew Shearer.

| | |
|----------------------|---|
| Name: | Anthony Hall |
| Title: | Managing Director and Chief Executive Officer |
| Agreement commenced: | 9 September 2024 |
| Details: | <p>\$180,000 inclusive of superannuation per annum. Effective 1 July 2025, salary increased to \$396,000 inclusive of superannuation per annum.</p> <p>Short term incentives to be determined by the Board. A bonus of \$60,000 inclusive of superannuation was approved for the financial year ended 30 June 2025.</p> <p>Long term incentives: 8,000,000 options with a 15c strike price and 31 December 2028 expiry date. 4,000,000 vested on shareholder approval and 4m vesting if shares trade at over 50c for a continuous period of 20 trading days.</p> <p>The Company or the executive may terminate the contract without cause by providing 3 months written notice or making payment in lieu of notice.</p> |
| Name: | Lachlan Rutherford |
| Title: | Executive Director |
| Agreement commenced: | 23 April 2025 |
| Details: | <p>\$180,000 inclusive of superannuation per annum. Effective 1 July 2025, salary increased to \$198,000 inclusive of superannuation per annum.</p> <p>Short term incentives to be determined by the Board.</p> <p>Long term incentives: 2,000,000 options with a 75c strike price and 23 April 2029 expiry date.</p> <p>The Company or the executive may terminate the contract without cause by providing 3 months written notice or making payment in lieu of notice.</p> |

D Share-based compensation

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in the current or prior financial year or future reporting years are as follows:

| Name | Number of options | | Vesting date and exercisable date | | Expiry date | Exercise price | Fair value per option at grant date |
|--------------|-------------------|------------|-----------------------------------|--|-------------|----------------|-------------------------------------|
| | granted | Grant date | | | | | |
| R Grivas | 1,000,000 | 15.12.2023 | 15.12.2023 | | 15.12.2026 | \$0.30 | \$0.04 |
| A Shearer | 1,000,000 | 15.12.2023 | 15.12.2023 | | 15.12.2026 | \$0.30 | \$0.04 |
| D Eddington | 1,000,000 | 15.12.2023 | 15.12.2023 | | 15.12.2026 | \$0.30 | \$0.04 |
| A Wing | 1,000,000 | 15.12.2023 | 15.12.2023 | | 15.12.2026 | \$0.30 | \$0.04 |
| A Hall | 4,000,000 | 29.10.2024 | 29.10.2024 | | 31.12.2028 | \$0.15 | \$0.34 |
| A Hall | 4,000,000 | 29.10.2024 | (i) | | 31.12.2028 | \$0.15 | \$0.32 |
| A Shearer | 500,000 | 29.10.2024 | 29.10.2024 | | 31.12.2028 | \$0.15 | \$0.34 |
| D Eddington | 1,000,000 | 29.10.2024 | 29.10.2024 | | 31.12.2028 | \$0.15 | \$0.34 |
| R Grivas | 1,000,000 | 29.10.2024 | 29.10.2024 | | 31.12.2028 | \$0.15 | \$0.34 |
| A Wing | 1,000,000 | 29.10.2024 | 29.10.2024 | | 31.12.2028 | \$0.15 | \$0.34 |
| L Rutherford | 2,000,000 | 23.04.2025 | 23.04.2025 | | 23.04.2029 | \$0.75 | \$0.30 |
| A Wing | 1,000,000 | 17.06.2025 | 17.06.2025 | | 06.06.2029 | \$0.90 | \$0.49 |

(i) vested upon shares trading at over 50c for a continuous period of 20 trading days.

Options granted carry no dividend or voting rights.

All options were granted over unissued fully paid ordinary shares in the company. The number of options granted was determined having regard to the satisfaction of performance measures and weightings as described above in the section 'consolidated entity performance and link to remuneration'. Options vest based on the provision of service over the vesting period whereby the executive becomes beneficially entitled to the option on vesting date. Options are exercisable by the holder as from the vesting date. There has not been any alteration to the terms or conditions of the grant since the grant date. There are no amounts paid or payable by the recipient in relation to the granting of such options other than on their potential exercise.

E Additional information

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

| | 2025 | 2024 | 2023 |
|--|---------|--------|--------|
| Share price at financial year end (\$) | 0.73 | 0.069 | 0.19 |
| Total dividends declared (cents per share) | - | - | - |
| Basic earnings per share (cents per share) | (16.70) | (2.25) | (1.67) |

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 consolidated entity, including their personally related parties, is set out below:

| | Balance at the start of the year | Held at appointment | Additions | Disposals/ resignation | Balance at the end of the year |
|------------------------|--|------------------------|------------------|---------------------------|--------------------------------------|
| <i>Ordinary shares</i> | | | | | |
| A Hall | - | 400,000 | 2,302,158 | - | 2,702,158 |
| R Grivas | 2,609,517 | - | 750,000 | (3,359,517) | - |
| D Eddington | 2,693,334 | - | 500,000 | - | 3,193,334 |
| A Shearer | 2,568,000 | - | - | (2,568,000) | - |
| L Rutherford | - | - | - | - | - |
| A Wing | 3,458,334 | - | 890,587 | - | 4,348,921 |
| | <u>11,329,185</u> | <u>400,000</u> | <u>4,442,745</u> | <u>(5,927,517)</u> | <u>10,244,413</u> |

Options 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 consolidated entity, including their personally related parties, is set out below:

| | Balance at the start of the year | Held at appointment | Granted | Expired/ exercised/ resignation | Balance at the end of the year |
|-------------------------------------|--|------------------------|-------------------|---------------------------------------|--------------------------------------|
| <i>Options over ordinary shares</i> | | | | | |
| A Hall | - | 1,250,000 | 8,350,719 | (1,250,000) | 8,350,719 |
| R Grivas | 1,750,000 | - | 1,000,000 | (2,750,000) | - |
| D Eddington | 1,500,000 | - | 1,000,000 | (500,000) | 2,000,000 |
| A Shearer | 1,750,000 | - | 500,000 | (2,250,000) | - |
| L Rutherford | - | - | 2,000,000 | - | 2,000,000 |
| A Wing | 1,500,000 | - | 2,000,000 | (500,000) | 3,000,000 |
| | <u>6,500,000</u> | <u>1,250,000</u> | <u>14,850,719</u> | <u>(7,250,000)</u> | <u>15,350,719</u> |

Related Party Transactions

During the year, the consolidated entity incurred an expense of \$4,680 (2024: \$15,600) for office rent provided by Jade Gas Pty Ltd, a director-related entity of Mr Dan Eddington. The rent provided was based on commercial market terms and conditions.

This concludes the remuneration report, which has been audited.

Shares under option

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

| Grant date | Expiry date | Exercise price | Number under option |
|------------|-------------|----------------|---------------------|
| OSMAL | 10.7.2026 | \$0.25 | 1,555,000 |
| OSMAM | 15.12.2026 | \$0.30 | 4,500,000 |
| OSMAN | 30.11.2027 | \$0.30 | 4,658,273 |
| OSMAO | 31.12.2028 | \$0.15 | 25,500,000 |
| OSMAP | 23.4.2029 | \$0.75 | 4,000,000 |
| OSMAQ | 6.6.2029 | \$0.90 | 1,500,000 |
| OSMAR | 30.6.2028 | \$1.50 | 1,000,000 |
| | | | <u>42,713,273</u> |

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 a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

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.

Proceedings on behalf of the company

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

Non-audit services

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 16 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 15 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 consolidated entity, acting as advocate for the consolidated entity or jointly sharing economic risks and rewards.

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



Anthony Hall
Managing Director

1 September 2025
Melbourne

RSM Australia Partners

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F +61 (0) 3 9286 8199

www.rsm.com.au**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the audit of the financial report of Osmond Resources Limited for the year ended 30 June 2025, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

**RSM AUSTRALIA PARTNERS****R J MORILLO MALDONADO**

Partner

Melbourne, Victoria

Dated: 1 September 2025

THE POWER OF BEING UNDERSTOOD
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RSM Australia Partners is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

RSM Australia Partners ABN 36 965 185 036

Liability limited by a scheme approved under Professional Standards Legislation

Osmond Resources Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2025

| | Note | Consolidated 2025 \$ | 2024 \$ |
|---|------|----------------------------|--------------------|
| Revenue from continuing operations | | | |
| Interest Income | | 143,465 | - |
| Other income | | 30,744 | 157,679 |
| Expenses | | | |
| Legal expenses | | (90,463) | (33,029) |
| Employee benefits expense | | (365,870) | (127,934) |
| Share based payments – Options | 13 | (10,570,000) | (180,000) |
| Exploration and evaluation expenses | | (245,542) | (6,876) |
| Administration expenses | | (607,957) | (400,048) |
| Exploration costs impaired | 9 | (966,982) | (832,575) |
| Depreciation expense | | - | (1,230) |
| Investor relations | | (293,159) | - |
| Consulting and professional costs | | (874,152) | - |
| Loss before income tax expense from continuing operations | | (13,839,916) | (1,424,013) |
| Income tax expense | 5 | - | - |
| Loss after income tax expense for the year | | (13,839,916) | (1,424,013) |
| Other comprehensive income | | | |
| <i>Items that may be reclassified subsequently to profit or loss</i> | | | |
| Foreign currency translation | | 14,152 | - |
| Total comprehensive loss for the year | | <u>(13,825,764)</u> | <u>(1,424,013)</u> |
| | | | |
| | | Cents | Cents |
| Earnings/(loss) per share attributable to the owners of Osmond Resources Limited | | | |
| Basic earnings per share | 20 | (16.70) | (2.25) |
| Diluted earnings per share | 20 | (16.70) | (2.25) |

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

Osmond Resources Limited
Statement of financial position
As at 30 June 2025

| | Note | Consolidated 2025 \$ | 2024 \$ |
|--|------|----------------------------|-------------------------|
| Assets | | | |
| Current assets | | | |
| Cash and cash equivalents | 7 | 4,298,898 | 3,389,312 |
| Trade and other receivables | 8 | 75,971 | 44,045 |
| Prepayments | | 44,900 | 43,899 |
| Other financial assets – bank guarantees | | 53,856 | 51,250 |
| Total current assets | | <u>4,473,625</u> | <u>3,528,506</u> |
| Non-current assets | | | |
| Plant and equipment | | - | 1,573 |
| Exploration and evaluation | 9 | 8,882,582 | 1,742,154 |
| Trade and other receivables | | 40,510 | - |
| Security deposits | 10 | 168,333 | - |
| Total non-current assets | | <u>9,091,425</u> | <u>1,743,727</u> |
| Total assets | | <u>13,565,050</u> | <u>5,272,233</u> |
| Liabilities | | | |
| Current liabilities | | | |
| Trade and other payables | 11 | 158,475 | 64,850 |
| Employee benefits | | - | 33,688 |
| Total current liabilities | | <u>158,475</u> | <u>98,538</u> |
| Total liabilities | | <u>158,475</u> | <u>98,538</u> |
| Net assets | | <u><u>13,406,575</u></u> | <u><u>5,173,695</u></u> |
| Equity | | | |
| Issued capital | 12 | 17,377,517 | 7,307,873 |
| Reserves | 13 | 12,990,152 | 987,000 |
| Accumulated losses | | (16,961,094) | (3,121,178) |
| Total equity | | <u><u>13,406,575</u></u> | <u><u>5,173,695</u></u> |

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

Osmond Resources Limited
Statement of changes in equity
For the year ended 30 June 2025

| | Issued capital \$ | Reserves \$ | Accumulated losses \$ | Total equity \$ |
|--|----------------------------------|------------------------|--------------------------------------|----------------------------|
| Balance at 1 July 2023 | 6,368,769 | 807,000 | (1,697,165) | 5,478,604 |
| Loss after income tax expense for the year | - | - | | |
| Other comprehensive income for the year, net of tax | - | - | (1,424,013) | (1,424,013) |
| Total comprehensive loss for the year | - | - | (1,424,013) | (1,424,013) |
| <i>Transactions with owners in their capacity as owners:</i> | | | | |
| Contributions of equity, net of transaction costs | 939,104 | - | - | 939,104 |
| Options Issued | - | 180,000 | - | 180,000 |
| Balance at 30 June 2024 | <u>7,307,873</u> | <u>987,000</u> | <u>(3,121,178)</u> | <u>5,173,695</u> |

| Consolidated | Issued capital \$ | Reserves \$ | Accumulated losses \$ | Total equity \$ |
|--|----------------------------------|------------------------|--------------------------------------|----------------------------|
| Balance at 1 July 2024 | 7,307,873 | 987,000 | (3,121,178) | 5,173,695 |
| Loss after income tax expense for the year | - | - | (13,839,916) | (13,839,916) |
| Other comprehensive income for the year, net of tax | - | 14,152 | - | 14,152 |
| Total comprehensive loss for the year | - | 14,152 | (16,961,094) | (16,946,942) |
| <i>Transactions with owners in their capacity as owners:</i> | | | | |
| Contributions of equity, net of transaction costs | 10,069,644 | - | - | 10,069,644 |
| Options Issued | - | 11,989,000 | - | 11,989,000 |
| Balance at 30 June 2025 | <u>17,377,517</u> | <u>12,990,152</u> | <u>(16,961,094)</u> | <u>13,406,575</u> |

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

Osmond Resources Limited
Statement of cash flows
For the year ended 30 June 2025

| | Note | Consolidated 2025 \$ | 2024 \$ |
|--|-------------|-------------------------------------|-------------------------|
| Cash flows from operating activities | | | |
| Interest received | | 139,545 | 147,218 |
| Payments to suppliers and employees (inclusive of GST) | | <u>(1,386,896)</u> | <u>(605,501)</u> |
| Net cash used in operating activities | 19 | <u>(1,247,351)</u> | <u>(458,283)</u> |
| Cash flows from investing activities | | | |
| Payments for deposits | | (170,939) | (1,250) |
| Payments for loans (Spain) | | (40,510) | - |
| Payments for tenements | | (110,000) | - |
| Payments for exploration and evaluation | | <u>(265,255)</u> | <u>(1,246,352)</u> |
| Net cash used in investing activities | | <u>(586,704)</u> | <u>(1,247,602)</u> |
| Cash flows from financing activities | | | |
| Proceeds from issue of shares | | 2,742,645 | 1,009,000 |
| Payments for capital raising costs | | <u>-</u> | <u>(69,896)</u> |
| Net cash provided by financing activities | | <u>2,742,645</u> | <u>939,104</u> |
| Net increase/(decrease) in cash and cash equivalents | | 908,590 | (766,781) |
| Cash and cash equivalents at the beginning of the financial period | | 3,389,312 | 4,156,093 |
| Effects of exchange rate changes on cash and cash equivalents | | <u>996</u> | <u>-</u> |
| Cash and cash equivalents at the end of the financial period | 7 | <u><u>4,298,898</u></u> | <u><u>3,389,312</u></u> |

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

Note 1. General information

The financial statements cover Osmond Resources Limited as a consolidated entity. The financial statements are presented in Australian dollars, which is Osmond Resources Limited's functional and presentation currency.

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

Level 2
480 Collins Street
Melbourne VIC 3000

A description of the nature of the consolidated entity's operations and its principal activities are included in the Directors' report, which is not part of the financial statements. The financial report was authorised for issue, in accordance with a resolution of the Directors, on the date of the signing of the Directors' declaration.

Note 2. Material accounting policy information

The material accounting policies that are material to the consolidated entity are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') 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.

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 on an accrual basis under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss.

Critical accounting estimates

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

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 21.

Note 2. Material accounting policy information (continued)

Going concern

The financial report has been prepared on a going concern basis which assumes the realisation of assets and extinguishment of liabilities in the normal course of business at the amounts stated in the financial report.

The consolidated entity has incurred a net loss for the year ended 30 June 2025 of \$13,839,916 and had cash outflows from operating and investing activities of \$1,834,055. As at the reporting date, the consolidated entity had working capital, being current assets less current liabilities, of \$4,315,150. While the directors are satisfied that there is sufficient working capital to enable the consolidated entity to continue to meet its operational costs and financial obligations in a timely manner over the next 12 months, they are also aware that to continue to advance the exploration projects, significant capital expenditure will be required.

The above factors indicate a material uncertainty which may cast significant doubt as to whether the consolidated entity will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

The Directors have prepared a cash flow budget for the 12-month period after the signing of this financial report; and concluded that there are reasonable grounds to believe that the consolidated entity will be able to continue as a going concern. The Directors' conclusion on this matter considers the following factors:

- At 30 June 2025, the consolidated entity had cash and cash equivalents of \$4,298,898; and
- The Directors are of the opinion that the Company will be able to access equity capital markets to fund the planned further expansion of the exploration and development programs for at least 12 months after the date of this report, as has been demonstrated in the past via share issues.

Accordingly, the Directors believe that the consolidated entity will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

The financial report does not include any adjustments relating to the amounts or classification of recorded assets or liabilities that might be necessary if the consolidated entity does not continue as a going concern.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Osmond Resources Limited ('company' or 'parent entity') as at 30 June 2025 and the results of all subsidiaries for the year then ended. Osmond Resources Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

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

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

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

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Note 2. Material accounting policy information (continued)

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

Operating segments

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

Foreign currency translation

The financial statements are presented in Australian dollars, which is Osmond 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.

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 company for the annual reporting period ended 30 June 2024. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Cash and cash equivalents

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

Trade and other receivables

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

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.

Note 2. Material accounting policy information (continued)

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity 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 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.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

Impairment of financial assets

The consolidated entity 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 consolidated entity'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.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

Note 2. Material accounting policy information (continued)

Exploration and evaluation assets

Expenditure on acquisition, exploration and evaluation relating to an area of interest is carried forward at cost where rights to tenure of the area of interest are current and:

- It is expected that expenditure will be recouped through successful development and exploitation of the area of interest or alternatively by its sale; and/or
- Exploration and evaluation activities are continuing in an area of interest but at reporting date have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest. Where uncertainty exists as to the future viability of certain areas, the value of the area of interest is written off or impaired.

Impairment

The carrying value of capitalised exploration and evaluation expenditure is assessed for impairment at the cash generating unit level whenever facts and circumstances suggest that its carrying amount may exceed its recoverable amount.

An impairment exists when the carrying amount of an asset or cash-generating unit exceeds its estimated recoverable amount. The asset or cash-generating unit is then written down to its recoverable amount. Any impairment losses are recognised in the profit and loss.

Provisions

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

Trade and other payables

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Employee benefits

Wages and salaries, annual leave and sick leave

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave, long service leave, and sick leave when it is probable that settlement will be required, and they are capable of being measured reliably.

Liabilities recognised in respect of short-term employee benefits are measured at their nominal values using the remuneration rate expected to apply at the time of settlement. Liabilities recognised in respect of long-term employee benefits are measured as the present value of the estimated future cash outflows to be made by the consolidated entity in respect of services provided by employees up to reporting date

Short-term employee benefits

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

Note 2. Material accounting policy information (continued)

Other long-term employee benefits

Liabilities for annual leave and long service leave not expected to be settled within 12 months of the reporting date are deemed to be Other long-term employee benefits and therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

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 either the Binomial or Black-Scholes 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 consolidated entity 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.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

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 2. Material accounting policy information (continued)

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity 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.

Fair value measurement

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

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

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

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

Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Earnings per share

Basic earnings per share

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

Diluted earnings per share

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

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.

Exploration and evaluation costs

Exploration and evaluation costs have been capitalised on the basis that the consolidated entity will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the mineral resources. 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. In addition, costs are only capitalised that are expected to be recovered either through successful development or sale of the relevant mining interest. 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.

Share-based payment transactions

The consolidated entity 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. Refer to note 12 for further information.

Income tax

The consolidated entity 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 consolidated entity recognises liabilities for anticipated tax audit issues based on the consolidated entity'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.

Note 4. Expenses

| | 2025 \$ | 2024 \$ |
|---|---------------|---------------|
| Loss before income tax includes the following expenses: | | |
| Superannuation expense (defined contribution) | <u>11,295</u> | <u>13,280</u> |

Note 5. Income tax expense

| | 2025 \$ | 2024 \$ |
|--|-------------|------------|
| <i>Income tax expense</i> | | |
| Current tax | (784,566) | (301,454) |
| Deferred tax expense | 784,566 | 301,454 |
| | <u>-</u> | <u>-</u> |
| <i>Numerical reconciliation of income tax expense and tax at the statutory rate</i> | | |
| Loss before income tax expense | 13,839,916 | 1,424,013 |
| Tax at the statutory tax rate of 25% (2024: 25%) | 3,459,979 | 356,003 |
| Tax effect amounts which are not deductible/(taxable) in calculating taxable income: | | |
| Share-based payments | (2,642,500) | (45,000) |
| Other non-deductible items | (32,913) | (9,549) |
| | 784,566 | 301,454 |
| Deferred tax in respect of current year tax losses and temporary differences | (784,566) | (301,454) |
| Income tax expense | <u>-</u> | <u>-</u> |

Deferred tax assets not recognised

Deferred tax assets not recognised comprises unused tax losses for which no deferred tax asset has been recognised:

| | | |
|--|-----------|---------|
| Total deferred tax assets not recognised | 1,505,688 | 725,711 |
|--|-----------|---------|

Note 6. Operating segments

Identification of reportable operating segments

The consolidated entity is organised into one operating segment, being mining and exploration operations. This 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. The CODM reviews EBITDA (earnings before interest, tax, depreciation and amortisation). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements. The information reported to the CODM is on a monthly basis.

Types of products and services

The principal products and services of this operating segment are the mining and exploration operations predominately in Spain.

Geographical information

| | Geographical non- current assets | |
|-----------|---|------------------|
| | 2025 | 2024 |
| | \$ | \$ |
| Australia | 774,672 | 1,742,154 |
| Spain | 8,316,753 | - |
| | <u>9,091,425</u> | <u>1,742,154</u> |

Note 7. Current assets - cash and cash equivalents

| | 2025 \$ | 2024 \$ |
|--------------|-------------------|-------------------|
| Cash at bank | <u>4,298,898</u> | <u>3,389,312</u> |

Note 8. Current assets - trade and other receivables

| | 2025 \$ | 2024 \$ |
|---------------------|-------------------|-------------------|
| Interest receivable | 35,531 | 31,611 |
| GST receivable | 31,247 | 12,434 |
| Other receivables | 9,193 | - |
| | <u>75,971</u> | <u>44,045</u> |

Due to the short-term nature of the receivables, their carrying value is assumed to approximate their fair value. Given the nature of the receivables as detailed, exposure to credit risk is not considered material.

Note 9. Non-current assets - exploration and evaluation

| | 2025 \$ | 2024 \$ |
|--------------------------------------|-------------------|-------------------|
| Exploration and evaluation - at cost | <u>8,882,582</u> | <u>1,742,154</u> |

Reconciliations

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

| | Exploration and evaluation \$ | Total \$ |
|---|--|------------------|
| Balance at 30 June 2024 | 1,742,154 | 1,742,154 |
| Additions | 388,210 | 388,210 |
| Iberian One purchase – share based payments | 7,719,000 | 7,719,000 |
| Impairment expense | <u>(966,982)</u> | <u>(966,982)</u> |
| Balance at 30 June 2025 | <u>8,882,582</u> | <u>8,882,582</u> |

The consolidated entity acquired the Iberian One Project in Spain. The Iberian One Project is 100% owned by Iberian Alunite SL (IA) that is in turn 100% owned by Iberian Alumina Pty Ltd. The acquisition was renegotiated to a single share payment for a 100% interest and a 1% gross revenue royalty.

| Tranche | IIA Interest | Consideration | Conditions Precedent Satisfied |
|---------|--------------|------------------------------------|--|
| 1 | 100% | 15m ordinary shares and 5m options | a. Shareholder approval b. Confirmation Iberian Alunite SL is the registered holder of the relevant permits |

Note 10. Non-current assets – security deposits

| | 2025 | 2024 |
|-------|----------------|-------------|
| | \$ | \$ |
| Bonds | 168,333 | - |
| | <u>168,333</u> | <u>-</u> |

Note 11. Current liabilities - trade and other payables

| | 2025 | 2024 |
|------------------|----------------|---------------|
| | \$ | \$ |
| Trade payables | 109,330 | 20,368 |
| Other payables | 12,436 | 15,424 |
| Accrued expenses | 36,709 | 29,058 |
| | <u>158,475</u> | <u>64,850</u> |

Note 12. Equity - issued capital

| | | 2025 | 2024 | 2025 | 2024 |
|---|------------------|-------------------|-------------------|-------------------|-------------------|
| | | Shares | Shares | \$ | \$ |
| Ordinary shares - fully paid | | <u>98,146,520</u> | <u>63,362,707</u> | <u>17,377,517</u> | <u>7,307,873</u> |
| Movements in ordinary share capital | | | | | |
| Details | Date | Shares | | Issue price | \$ |
| Balance | 30 June 2023 | 56,155,562 | | | 6,368,769 |
| Issue of shares – Placement | 10 July 2023 | 7,207,145 | | \$0.14 | 1,009,000 |
| Capital raising costs | | | | | (69,896) |
| Balance | 30 June 2024 | <u>63,362,707</u> | | | <u>7,307,873</u> |
| Issue of shares – Placement | 6 September 2024 | 10,000,000 | | \$0.07 | 700,000 |
| Issue of shares – Iberian One project | 12 November 2024 | 15,000,000 | | \$0.42 | 6,300,000 |
| Issue of shares – consultants | 12 November 2024 | 400,000 | | \$0.42 | 168,000 |
| Exercise of Options | 24 January 2025 | 100,000 | | \$0.30 | 30,000 |
| Exercise of Options | 7 February 2025 | 100,000 | | \$0.30 | 30,000 |
| Exercise of Options | 14 February 2025 | 850,000 | | \$0.25 | 212,500 |
| Exercise of Options | 23 April 2025 | 4,750,000 | | \$0.25 | 1,187,500 |
| Issue of shares – Orion project acquisition | 23 April 2025 | 500,000 | | \$0.44 | 220,000 |
| Issue of shares – Orion project consulting | 23 April 2025 | 600,000 | | \$0.44 | 264,000 |
| Exercise of Options | 27 June 2025 | 500,000 | | \$0.15 | 75,000 |
| Exercise of Options | 27 June 2025 | 1,250,000 | | \$0.35 | 437,500 |
| Issue of shares – consultants | 30 June 2025 | 500,000 | | \$0.75 | 375,000 |
| Exercise of Options | 30 June 2025 | 233,813 | | \$0.30 | 70,144 |
| Balance | 30 June 2025 | <u>98,146,520</u> | | | <u>17,377,517</u> |

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

Capital is regarded as total equity, as recognised in the 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 company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Osmond Resources Limited
Notes to the financial statements
30 June 2025

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

The capital risk management policy remains unchanged from the 30 June 2024 Annual Report.

Note 13. Reserves

| | 2025 | 2024 |
|--------------------------------------|-------------------|----------------|
| | \$ | \$ |
| Share based payments reserve | 12,976,000 | 987,000 |
| Foreign currency translation reserve | 14,152 | - |
| | <u>12,990,152</u> | <u>987,000</u> |

Reconciliations

Movements in reserves are set out below:

| | Share-based payments \$ | Foreign currency \$ |
|--|-------------------------------|---------------------------|
| Balance at 30 June 2024 | 987,000 | - |
| Options issued – acquisition of Iberian One project (Consideration Options) | 1,419,000 | - |
| Options issued – directors, management, non-related advisors and consultants | 10,570,000 | - |
| Foreign currency translation movement | - | 14,152 |
| | <u>12,976,000</u> | <u>14,152</u> |
| Balance at 30 June 2025 | <u>12,976,000</u> | <u>14,152</u> |

Set out below are summaries of options granted:

| 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 |
|---------------------------------|-------------|----------------|----------------------------------|-------------------|--------------------|---------------------------|--------------------------------|
| 04/02/2022 | 22/04/2025 | \$0.25 | 3,000,000 | - | (3,000,000) | - | - |
| 22/02/2022 | 22/04/2025 | \$0.25 | 2,500,000 | - | (2,500,000) | - | - |
| 01/07/2022 | 30/06/2025 | \$0.35 | 1,250,000 | - | (1,250,000) | - | - |
| 20/02/2023 | 30/11/2025 | \$0.30 | 200,000 | - | (200,000) | - | - |
| 10/07/2023 | 10/07/2026 | \$0.25 | 1,739,000 | - | (100,000) | - | 1,639,000 |
| 29/11/2023 | 15/12/2026 | \$0.30 | 3,000,000 | - | - | - | 3,000,000 |
| 15/12/2023 | 15/12/2026 | \$0.30 | 1,500,000 | - | - | - | 1,500,000 |
| 29/10/2024 | 30/11/2027 | \$0.30 | - | 5,000,000 | (233,813) | - | 4,766,187 |
| 29/10/2024 | 31/12/2028 | \$0.15 | - | 26,000,000 | (500,000) | - | 25,500,000 |
| 23/04/2025 | 23/04/2029 | \$0.75 | - | 4,000,000 | - | - | 4,000,000 |
| 17/06/2025 | 06/06/2029 | \$0.90 | - | 1,500,000 | - | - | 1,500,000 |
| | | | <u>13,189,000</u> | <u>36,500,000</u> | <u>(7,783,813)</u> | <u>-</u> | <u>41,905,187</u> |
| Weighted average exercise price | | | \$0.27 | \$0.27 | \$0.26 | - | \$0.24 |

The weighted average remaining contractual life of options outstanding at the end of the financial year was 2.97 years (2024: 1.49 years).

Osmond Resources Limited
Notes to the financial statements
30 June 2025

For the options 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 |
|------------|-------------|---------------------------|----------------|---------------------|----------------|-------------------------|--------------------------|
| 29/11/2023 | 15/12/2026 | \$0.10 | \$0.30 | 100.00% | n/a | 4.16% | \$0.04 |
| 15/12/2023 | 15/12/2026 | \$0.10 | \$0.30 | 100.00% | n/a | 3.75% | \$0.04 |
| 29/10/2024 | 30/11/2027 | \$0.42 | \$0.30 | 100.00% | n/a | 3.95% | \$0.27 |
| 29/10/2024 | 31/12/2028 | \$0.42 | \$0.15 | 100.00% | n/a | 4.00% | \$0.34 |
| 23/04/2025 | 23/04/2029 | \$0.47 | \$0.75 | 100.00% | n/a | 3.33% | \$0.30 |
| 17/06/2025 | 06/06/2029 | \$0.73 | \$0.90 | 100.00% | n/a | 3.37% | \$0.49 |

Note 14. Financial instruments

Financial risk management objectives

The consolidated entity's activities expose it to a variety of financial risks: market risk (including interest rate risk), credit risk, and foreign currency risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity. The consolidated entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and foreign exchange risks, ageing analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

Risk management is carried out by the Board. The policies employed to mitigate risk include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits.

Market risk

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

Interest rate risk - The consolidated entity is not exposed to any significant interest rate risk.

Foreign currency risk - The consolidated entity is not exposed to any significant foreign currency risk.

Credit risk - The consolidated entity is not exposed to any significant credit risk.

Note 15. Key management personnel disclosures

Compensation

The aggregate compensation made to directors and other members of key management personnel is set out below:

| | 2025 | 2024 |
|------------------------------|------------------|----------------|
| | \$ | \$ |
| Short-term employee benefits | 489,566 | 328,919 |
| Post-employment benefits | 19,564 | 29,581 |
| Share-based payments | 4,907,000 | 160,000 |
| | <u>5,416,130</u> | <u>518,500</u> |

Note 15. Key management personnel disclosures (continued)

Related Party Transactions

During the year, the consolidated entity incurred an expense of \$4,680 (2024: \$15,600) for office rent provided by Jade Gas Pty Ltd, a director related entity of Mr Dan Eddington. The rent provided was based on commercial market terms and conditions.

Note 16. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by RSM Australia Partners, the auditor of the company:

| | 2025 | 2024 |
|--|-------------|-------------|
| | \$ | \$ |
| <i>Audit services – RSM Australia Partners</i> | | |
| Audit or review of financial statements | 40,216 | 30,000 |

Note 17. Commitments

The consolidated entity pays minimal annual licence and lease fees related to its tenements. These payments are discretionary; however, the consolidated entity intends to make these payments and maintain the licences in good standing.

Note 18. Events after the reporting period

On 25 July 2025 the Company issued 1,000,000 Options to third party consultants. The Options are able to be exercised at a share price of \$1.50 with an expiry date of 30 June 2028.

On 25 July 2025 the Company issued 691,914 Shares following the exercise of Options raising \$128,374.

On 29 July 2025 the Company confirmed the award of the Orion Investigation Permit (registration number 16271) in Spain.

On 5 August 2025 the Company issued 25,000,000 Shares as consideration for the acquisition of an 80% interest in Iberian Critical Minerals Pty Ltd. This entity holds a 100% interest in the capital of Omnis Mineria SL (Omnis). Omnis owns 75.5% of the Orion EU Critical Minerals Project with the right to move to 95% on completion of a scoping study. The final 5% requires pro-rata capital contributions post the scoping study or may be traded for a project royalty which can be purchased at any time for US\$750,000.

Under the terms of the acquisition, there are an additional two tranches of shares totalling 85m shares (42.5m each) that can be issued by the Company when the following Milestones are triggered if it wishes to continue to progress the Project. Importantly the Company has full discretion with respect to the issue of the two tranches. The Milestones are as follows:

Milestone 1 – 30 days from the earlier of OSM announcing a Mineral Resource Estimate to the ASX with a component of Indicated Resource or 24 months from the date of completion of the initial acquisition; and

Milestone 2 – 30 days from the earlier of OSM announcing a Scoping Study to the ASX or 48 months from the date of completion of the initial acquisition.

On 5 August 2025 the Company issued 2,250,000 Options to third party consultants. The Options are able to be exercised at a share price of \$1.50 with an expiry date of 30 June 2028.

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 19. Reconciliation of loss after income tax to net cash from operating activities

| | 2025 | 2024 |
|---|--------------------|------------------|
| | \$ | \$ |
| Loss after income tax expense for the year | (13,839,916) | (1,424,013) |
| Adjustments for: | | |
| Depreciation | - | 1,230 |
| Disposal of asset | 1,573 | - |
| Exploration impairment | 966,982 | 832,575 |
| Share-based payments – Options | 11,597,000 | 180,000 |
| Change in operating assets and liabilities: | | |
| Increase in trade and other receivables | (31,925) | (6,013) |
| (Decrease)/increase in prepayments | (1,001) | (662) |
| (Decrease)/increase in trade and other payables | 93,626 | (53,525) |
| (Decrease)/increase in employee benefits | (33,689) | 12,125 |
| Net cash used in operating activities | <u>(1,247,351)</u> | <u>(458,283)</u> |

Note 20. Earnings per share

| | 2025 \$ | 2024 \$ |
|---|--------------------------|--------------------------|
| <i>Earnings per share for profit from continuing operations</i> | | |
| Loss after income tax | (13,839,916) | (1,424,013) |
| | No. of Shares | No. of Shares |
| Weighted average number of ordinary shares used in calculating basic and diluted earnings per share | 82,857,457 | 63,183,531 |
| | Cents | Cents |
| Basic (loss)/earnings per share | (16.70) | (2.25) |
| Diluted (loss)/earnings per share | (16.70) | (2.25) |

| | 2025 \$ | 2024 \$ |
|---|--------------------------|-------------------------|
| Note 21. Parent entity information | | |
| Financial Position | | |
| Current assets | 4,432,727 | 3,528,506 |
| Non-current assets | <u>9,117,913</u> | <u>1,743,727</u> |
| Total assets | <u>13,550,640</u> | <u>5,272,233</u> |
| Current liabilities | <u>144,053</u> | <u>98,538</u> |
| Total liabilities | <u>144,053</u> | <u>98,538</u> |
| Net assets | <u><u>13,406,587</u></u> | <u><u>5,173,695</u></u> |
| Equity | | |
| Issued capital | 17,377,517 | 7,307,873 |
| Reserves | 12,976,000 | 987,000 |
| Accumulated losses | <u>(16,946,930)</u> | <u>(3,121,178)</u> |
| Total equity | <u><u>13,406,587</u></u> | <u><u>5,173,695</u></u> |
| Financial Performance | | |
| Loss for the year | (13,825,752) | (1,424,013) |
| Comprehensive loss for the year | (13,825,752) | (1,424,013) |

The parent entity, Osmond Resources Limited, has not entered into any guarantees in respect to its controlled entities.

Osmond Resources Limited
Consolidated Entity Disclosure Statement
30 June 2025

| Name of entity | Country of incorporation | Tax Residency | Equity holding % 2025 | Equity holding % 2024 |
|--------------------------|---------------------------------|----------------------|--------------------------------------|--------------------------------------|
| Osmond Resources Limited | Australia | Australia | n/a | n/a |
| Iberian Alumina Pty Ltd | Australia | Australia | 100 | n/a |
| Iberian Alunite SL | Spain | Spain | 100 | n/a |

Osmond Resources Limited
Directors' declaration
30 June 2025

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 consolidated entity's financial position as at 30 June 2025 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



Anthony Hall
Managing Director

1 September 2025
Melbourne

RSM Australia Partners

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INDEPENDENT AUDITOR'S REPORT To the Members of Osmond Resources Limited

REPORT ON THE AUDIT OF THE FINANCIAL REPORT

Opinion

We have audited the financial report of Osmond Resources Limited ('the Company') and its controlled entities (together 'the Consolidated entity'), which comprises the statement of financial position as at 30 June 2025, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

- (i) giving a true and fair view of the Consolidated entity's financial position as at 30 June 2025 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 Consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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

Material Uncertainty Related to Going Concern

We draw attention to Note 2 to the financial statements, which indicates that during the year ended 30 June 2025 the Consolidated entity incurred a loss of \$13,839,916 and had net cash outflows from operating and investing activities of \$1,834,055. As stated in Note 2, these events and conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Consolidated entity's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

THE POWER OF BEING UNDERSTOOD AUDIT | TAX | CONSULTING

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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. In addition to the matter described in the Material Uncertainty Related to Going concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

| Key Audit Matter | How our audit addressed this matter |
|---|--|
| Exploration and evaluation assets Refer to Note 9 in the financial statements | |
| <p>As at 30 June 2025, the carrying value of the Consolidated entity's capitalised Exploration and evaluation assets amounted to \$8.9 million.</p> <p>In accordance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i> ('AASB 6'), management conducted an assessment for potential impairment in the carrying value of these assets. This assessment involved significant estimates and judgements, including:</p> <ul style="list-style-type: none"> • Determination of whether expenditure can be associated with the exploration for and evaluation of mineral resources, and the basis on which that expenditure is allocated to an area of interest; • Assessment of whether the exploration and evaluation expenditures are expected to be recouped through successful development and exploitation or sale of the area of interest; and • Assessment as to whether indicators of impairment exist, and if so, the judgements applied to determine and quantify any impairment loss. <p>We determined this to be a key audit matter due to the significance of these assets in the statement of financial position and the significant estimates and judgements involved in the assessment for potential impairment on these assets.</p> | <p>Our audit procedures in relation to the carrying value of Exploration and evaluation assets included:</p> <ul style="list-style-type: none"> • Reviewing the Consolidated entity's accounting policy in relation to exploration and evaluation expenditure to confirm it is in accordance with AASB 6; • Agreeing a sample of additions to supporting documentation to ensure that the amounts were capital in nature and in line with the accounting policy; • Reviewing the rights to tenure of the areas of interest remain current at the reporting date; • Critically assessing and evaluating management's determination that no indicators of impairment existed as at 30 June 2025. This assessment included inquiring with management and reviewing budgets and plans to corroborate that the Consolidated entity is planning to incur substantive expenditure on further exploration for and evaluation of mineral resources in the specific areas of interest; • Assessing the rationale and the accuracy of the impairment recognised in Exploration and evaluation assets for \$966,982; • Reviewing ASX announcements, minutes of directors' meetings and other relevant documentation, to assess management's determination that exploration activities have not yet progressed to the point where the existence or otherwise of an economically viable mineral resource may be determined; and • Reviewing the related disclosures included in the financial report for their adequacy and completeness. |

Key Audit Matters (continued)

| Key Audit Matter | How our audit addressed this matter |
|---|--|
| Share based payment Refer to Note 12 and 13 in the financial statements | |
| <p>During the year, the Company has issued shares and options for \$18 million to directors, consultants, as well as their consideration for the acquisition of the Iberian One project. These Share-based payments transactions ('SBP') have been accounted for in accordance with AASB 2 <i>Share-based Payment</i> ('AASB 2'). The valuation of these instruments involves significant judgment and estimation, particularly in determining the fair value of options granted, including:</p> <ul style="list-style-type: none"> • Expected volatility • Risk-free interest rate • Expected life of the options • Probability of vesting conditions being met <p>We determined this to be a key audit matter due to the significance of these transactions and the significant estimates and judgements involved in the valuation of them.</p> | <p>Our audit procedures in relation to the valuation of the share-based payments included:</p> <ul style="list-style-type: none"> • Understanding the SBP arrangements and reviewing board minutes and agreements to confirm terms; • Evaluating the methodology used by management in the valuation of the options issued, including assessing the appropriateness of the Black-Scholes model. This included testing key inputs used in the valuation model, comparing the expected volatility to historical data of similar entities, verifying the risk-free rate against published government bond rates and assessing the reasonableness of the expected life of options; • Recalculating the fair value of a sample of options to verify accuracy; • Reviewing the appropriateness of the accounting journals in the general ledger; and • Assessing the adequacy of disclosures in the financial statements in accordance with AASB 2. |

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2025; but does not include the financial report and the auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

- the financial report (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
- the Consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

Responsibilities of the Directors for the Financial Report (continued)

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 Consolidated entity 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 Consolidated entity or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance; but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards 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 at 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 included in pages 17 to 21 of the directors' report for the year ended 30 June 2025.

In our opinion, the Remuneration Report of Osmond Resources Limited, for the year ended 30 June 2025, 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.

A handwritten signature in dark ink, appearing to read "RSM".

RSM AUSTRALIA PARTNERS

A handwritten signature in dark ink, appearing to read "R J Morillo Maldonado".

R J MORILLO MALDONADO
Partner

Melbourne, Victoria
Dated: 1 September 2025

Osmond Resources Limited
Shareholder information
30 June 2025

The shareholder information set out below was applicable as at 20 August 2025.

Distribution of equitable securities

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

| | Ordinary shares | |
|-------------------|--------------------------|---------------------------------|
| | Number of holders | % of total shares issued |
| 1 to 1,000 | 64 | 0.03 |
| 1,001 to 5,000 | 141 | 0.30 |
| 5,001 to 10,000 | 49 | 0.34 |
| 10,001 to 100,000 | 234 | 8.04 |
| 100,001 and over | 157 | 91.29 |
| | 645 | 100.00 |

There were 41 shareholders holding less than a marketable parcel.

Equity security holders

Twenty largest quoted equity security holders

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

| | Ordinary shares | |
|---|------------------------|---------------------------------|
| | Number held | % of total shares issued |
| KITARA INVESTMENTS PTY LTD | 9,597,122 | 7.75 |
| CANE ASSET MANAGEMENT PTY LTD | 3,385,705 | 2.73 |
| CITICORP NOMINEES PTY LIMITED | 3,288,769 | 2.66 |
| GOLDRIN STUDIO SOCIEDAD LLIMITADA | 3,237,410 | 2.61 |
| GONZALO ROBERTO MAYORAL FERNANDEZ | 3,237,410 | 2.61 |
| JAWAF ENTERPRISES PTY LTD | 3,205,755 | 2.59 |
| E & E HALL PTY LTD <E & E HALL P/L S/F A/C> | 3,192,222 | 2.58 |
| RDA ASSET MANAGEMENT LIMITED | 3,069,287 | 2.48 |
| J P MORGAN NOMINEES AUSTRALIA PTY LIMITED | 2,982,694 | 2.41 |
| FERNANDO PALERO FERNANDEZ | 2,697,842 | 2.18 |
| GOODHEART PTY LTD <GBH A/C> | 2,480,299 | 2.00 |
| CHEMBANK PTY LIMITED <CABAC SUPER FUND A/C> | 2,250,000 | 1.82 |
| VALAS INVESTMENTS PTY LTD | 2,167,887 | 1.75 |
| MR DANIEL EDDINGTON & MRS JULIE EDDINGTON | 2,033,333 | 1.64 |
| MR JOSEPH PATRICK BURKE | 2,008,131 | 1.62 |
| WING INVESTMENT HOLDINGS PTY LTD | 2,000,000 | 1.62 |
| BNP PARIBAS NOMS PTY LTD | 1,971,644 | 1.59 |
| GONZALO ROBERTO MAYORAL FERNANDEZ | 1,942,446 | 1.57 |
| MR AARON DEAN BERTOLATTI | 1,652,137 | 1.33 |
| VISION TECH NOMINEES PTY LTD | 1,606,834 | 1.30 |
| | 58,006,927 | 46.84 |
| Total Issued Capital | 123,838,434 | 100.00 |

Osmond Resources Limited
Shareholder information
30 June 2025

Unquoted equity securities

| | Number on issue | Number of holders |
|---|----------------------------|------------------------------|
| Options exercisable at 25 cents expiring 10/07/2026 | 1,555,000 | 12 |
| Options exercisable at 30 cents expiring 15/12/2026 | 4,500,000 | 5 |
| Options exercisable at 30 cents expiring 30/11/2027 | 4,658,273 | 15 |
| Options exercisable at 15 cents expiring 31/12/2028 | 25,000,000 | 9 |
| Options exercisable at 75 cents expiring 23/04/2029 | 4,000,000 | 4 |
| Options exercisable at 90 cents expiring 06/06/2029 | 1,500,000 | 2 |
| Options exercisable at \$1.50 expiring 30/06/2028 | 1,000,000 | 2 |

Substantial holders

Substantial holders in the company register are set out below:

| | Ordinary shares | % of total shares issued |
|----------------------------|------------------------|---|
| | Number held | |
| Kitara Investments Pty Ltd | 6,000,000 | 8.18 |

Voting rights

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

Ordinary shares

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

There are no other classes of equity securities.