



# **CARBINE RESOURCES** LIMITED

ABN 81 122 976 818

**FINANCIAL REPORT FOR THE HALF-YEAR ENDED**  
**30 JUNE 2024**

**CORPORATE DIRECTORY**

<b>Directors</b>	Mr Kumar Arunachalam	(Non-Executive Director)
	Mr Brett Grosvenor	(Non-Executive Director)
	Mr James Pearse	(Non-Executive Director)
	Mr Glenn Whiddon	(Non-Executive Director)
<b>Company Secretary</b>	Ms Oonagh Malone	
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## **DIRECTORS' REPORT**

The Directors present their report on the consolidated entity consisting of Carbine Resources Limited ("the Company") and the entities it controlled ("the Group") for the half-year ended 30 June 2024.

### **DIRECTORS**

The names of Directors who held office during or since the end of the half-year and until the date of this report period is set out below. Directors were in office for the entire period unless otherwise stated.

Mr Brett Grosvenor	Non-Executive Director
Mr James Pearce	Non-Executive Director
Mr Glenn Whiddon	Non-Executive Director
Mr Selvakumar (Kumar) Arunachalam	Non-Executive Director (appointed 31 May 2024)

### **REVIEW OF OPERATIONS**

The loss for the half-year after income tax was \$513,983 (30 June 2023: loss of \$890,191). The \$376,208 reduction in the loss from the comparative period was mostly due to reduced share-based payments and remuneration, with no executive director employed during the period, along with a reduction in exploration and evaluation costs while Mining Lease Application MLA70/1422 is being progressed.

During the half year ended 30 June 2024:

- Kumar Arunachalam was appointed Non-Executive Director of the Company at the Annual General Meeting on 31 May 2024.
- Mining lease application MLA70/1422 at the Muchea West Silica Sand Project was progressed.
- Ongoing work at the Muchea West Silica Sand Project outside the area of MLA70/1422 included preparation for a hand auger drilling program.
- The Company lodged new exploration license applications over previously surrendered ground at the Muchea West Silica Sand Project and reached agreements with competing applicants to withdraw their exploration licence applications.
- The Company resolved disputes with royalty holders for the Muchea West Silica Sand Project with outstanding claims settled on a conditional basis and with no admission of liability.
- The Company delayed commencement of proposed exploration activities at the Muchea West Silica Sand Project and Bunbury Silica Sand Project following the appointment of Kumar Arunachalam who has extensive experience with these Projects while the proposed exploration activities were reviewed.

### **SUBSEQUENT EVENTS**

There were no events subsequent to the end of the half-year ended 30 June 2024 that would have a material effect on these financial statements.

**AUDITOR'S INDEPENDENCE DECLARATION**

A copy of the Auditor's Independence Declaration as required under section 307C of the Corporations Act 2001 is attached to this half-year financial report.

Dated at Perth this 13<sup>th</sup> day of September 2024.

Signed in accordance with a resolution of the Directors.

A handwritten signature in black ink, appearing to be 'JP' or similar, written in a cursive style.

**James Pearse**  
Non-Executive Director

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE HALF-YEAR ENDED 30 JUNE 2024**

		<b>CONSOLIDATED</b>	
	<b>Notes</b>	<b>30 June 2024</b>	<b>30 June 2023</b>
		<b>\$</b>	<b>\$</b>
<b>Revenue from continuing operations</b>		<b>20,480</b>	<b>31,500</b>
<b>Other Income</b>		<b>-</b>	<b>-</b>
Exploration and evaluation costs	2	<b>(49,552)</b>	(245,453)
Depreciation	4	<b>(1,452)</b>	(1,540)
Employee, director and consultant expenses		<b>(126,500)</b>	(200,275)
General and administration expenses		<b>(270,585)</b>	(252,731)
Share-based payments expense	8	<b>(86,374)</b>	(221,692)
Loss on disposal of plant and equipment		-	-
(Loss)/ profit before income tax		<b>(513,983)</b>	(890,191)
Income Tax		-	-
(Loss)/ profit after income tax from continuing operations attributable to members of Carbine Resources Limited		<b>(513,983)</b>	(890,191)
<b>(Loss)/ profit for the half year</b>		<b>(513,983)</b>	(890,191)
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss</i>		-	-
Total other comprehensive (loss) / income		-	-
<b>Total comprehensive (loss)/ profit attributable to members of Carbine Resources Limited</b>		<b>(513,983)</b>	(890,191)
<b>Loss per share attributable to the ordinary equity holders of the company</b>		<b>Cents</b>	<b>Cents</b>
Basic (loss)/ profit per share		<b>(0.09)</b>	(0.18)
Diluted (loss)/ profit per share		<b>(0.09)</b>	(0.18)
<b>Loss per share from continuing operations attributable to the ordinary equity holders of the company</b>		<b>Cents</b>	<b>Cents</b>
Basic (loss)/ profit per share		<b>(0.09)</b>	(0.18)
Diluted (loss)/ profit per share		<b>(0.09)</b>	(0.18)

This Consolidated Statement of Profit or Loss and Other Comprehensive Income is to be read in conjunction with the condensed notes to the consolidated financial statements.

**CARBINE RESOURCES LIMITED**  
*HALF-YEAR FINANCIAL REPORT*

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 30 JUNE 2024**

Notes	CONSOLIDATED	
	30 June 2024	31 December 2023
	\$	\$
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	851,304	1,267,957
Trade and other receivables	9,094	10,099
Other current assets	35,242	16,916
<b>TOTAL CURRENT ASSETS</b>	<b>895,640</b>	<b>1,294,972</b>
<b>NON-CURRENT ASSETS</b>		
Plant and equipment	-	1,452
Exploration and evaluation expenditure	8,421,350	8,421,350
Financial assets	50,000	50,000
<b>TOTAL NON-CURRENT ASSETS</b>	<b>8,471,350</b>	<b>8,472,802</b>
<b>TOTAL ASSETS</b>	<b>9,366,990</b>	<b>9,767,774</b>
<b>CURRENT LIABILITIES</b>		
Trade and other payables	91,081	47,427
Provisions	-	-
<b>TOTAL CURRENT LIABILITIES</b>	<b>91,081</b>	<b>47,427</b>
<b>TOTAL LIABILITIES</b>	<b>91,081</b>	<b>47,427</b>
<b>NET ASSETS</b>	<b>9,275,909</b>	<b>9,720,347</b>
<b>EQUITY</b>		
Issued Capital	40,912,729	40,929,558
Reserves	4,964,924	4,878,550
Accumulated losses	(36,601,744)	(36,087,761)
<b>TOTAL EQUITY</b>	<b>9,275,909</b>	<b>9,720,347</b>

This Consolidated Statement of Financial Position is to be read in conjunction with the condensed notes to the consolidated financial statements.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE HALF-YEAR ENDED 30 JUNE 2024**

	<b>CONSOLIDATED</b>			
	<b>Issued Capital</b>	<b>Accumulated Losses</b>	<b>Share Based Payments Reserve</b>	<b>Total Equity</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Balance at 1 January 2024</b>	<b>40,929,558</b>	<b>(36,087,761)</b>	<b>4,878,550</b>	<b>9,720,347</b>
Loss for the half year from continuing operations	-	(513,983)	-	(513,983)
<b>Total comprehensive income for the half year</b>	<b>-</b>	<b>(513,983)</b>	<b>-</b>	<b>(513,983)</b>
<b>Transactions with owners in their capacity as owners:</b>				
Capital raising	-	-	-	-
Capital raising costs	(16,829)	-	-	(16,829)
Share based payments - expensed	-	-	86,374	86,374
	(16,829)	-	86,374	69,545
<b>Balance at 30 June 2024</b>	<b>40,912,729</b>	<b>(36,601,744)</b>	<b>4,964,924</b>	<b>9,275,909</b>

	<b>CONSOLIDATED</b>			
	<b>Issued Capital</b>	<b>Accumulated Losses</b>	<b>Share Based Payments Reserve</b>	<b>Total Equity</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Balance at 1 January 2023</b>	<b>39,922,037</b>	<b>(34,795,372)</b>	<b>4,601,558</b>	<b>9,728,223</b>
Loss for the half year from continuing operations	-	(890,191)	-	(890,191)
<b>Total comprehensive income for the half year</b>	<b>-</b>	<b>(890,191)</b>	<b>-</b>	<b>(890,191)</b>
<b>Transactions with owners in their capacity as owners:</b>				
Capital raising	-	-	-	-
Capital raising costs	-	-	-	-
Share based payments - expensed	-	-	221,692	221,692
Share based payments – acquisition of mineral exploration interests	1,007,521	-	-	1,007,521
	1,007,521	-	221,692	1,229,213
<b>Balance at 30 June 2023</b>	<b>40,929,558</b>	<b>(35,685,563)</b>	<b>4,823,250</b>	<b>10,067,245</b>

This Consolidated Statement of Changes in Equity is to be read in conjunction with the condensed notes to the consolidated financial statements.



**CARBINE RESOURCES LIMITED**  
*HALF-YEAR FINANCIAL REPORT*

**CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE HALF-YEAR ENDED 30 JUNE 2024**

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>30 June 2023</b>
	<b>\$</b>	<b>\$</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Payments to suppliers and employees	(376,265)	(447,522)
Exploration expenditure, prospects, management fees	(54,207)	(284,082)
Interest received	20,527	30,886
<b>Net cash (outflow) from operating activities</b>	<b>(409,945)</b>	<b>(700,718)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from sale of plant and equipment	-	-
<b>Net cash (outflow) from investing activities</b>	<b>-</b>	<b>-</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Funds received for shares to be issued	-	-
Capital raising costs	(6,708)	-
<b>Net cash (outflow) from financing activities</b>	<b>(6,708)</b>	<b>-</b>
<b>Net (decrease) in cash and cash equivalents held</b>	<b>(416,653)</b>	<b>(700,718)</b>
Cash and cash equivalents at the beginning of the period	1,267,957	2,343,305
<b>Cash and cash equivalents at the end of the period</b>	<b>851,304</b>	<b>1,642,587</b>

This Consolidated Statement of Cash Flows is to be read in conjunction with the condensed notes to the consolidated financial statements.

**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**1. BASIS OF PREPARATION**

These general purpose interim financial statements of Carbine Resources Limited (**the Group**) for the half-year reporting period ended 30 June 2024 have been prepared in accordance with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Act 2001. Carbine Resources Limited (**the Company**) is a listed public company, incorporated and domiciled in Australia and limited by shares, which are publicly traded on the Australian Securities Exchange. The consolidated financial report of the Company for the half- year ended 30 June 2024 comprises the Company and its subsidiary (together, referred to as **the Group**).

This half-year report was authorised for issue in accordance with a resolution of the Board of Directors.

The interim financial statements do not include all notes of the type normally included within the annual financial statements. Accordingly, this report is to be read in conjunction with the annual report for the year ended 31 December 2023 and any public announcements made by Carbine Resources Limited during the interim financial reporting period in accordance with the continuous disclosure obligations arising under the *Corporations Act 2001*.

For the purpose of preparing these half-year financial statements, the half-year has been treated as a discrete reporting period.

The same accounting policies and methods of computation have been followed in the interim financial report as were applied in the most recent annual financial statements except in relation to the matters discussed below.

*Going Concern*

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

The Company has incurred a net loss after tax for the half year ended 30 June 2024 of \$513,983 (30 June 2023: \$890,191) and experienced net cash outflows from operating activities of \$409,945 (30 June 2023: \$700,718). As at 30 June 2024, the Company had net current assets of \$804,559 (31 December 2023: \$1,247,545).

The Directors recognise that additional funding either through the issue of further shares, the sale of assets, or a combination of these activities will be required for the Group to continue to actively develop and explore its mineral exploration interests and fund corporate administration. The Directors are also aware that the Group can relinquish or defer expenditure on projects in order to maintain cash at appropriate levels.

The Directors have reviewed the business outlook and the assets and liabilities of the Group and are of the opinion that the use of the going concern basis of accounting is appropriate, as the Directors believe the Group will be able to pay its debts when they fall due.

In forming this view, the Directors have taken into consideration:

- The Group's ability to reduce expenditure as and when required including, but not limited to, reviewing all expenditure for deferral or elimination, until the Group has sufficient funds;
- Potential assets sales; and
- The ability to raise additional capital.

The financial report does not include any adjustments relating to the recoverability or classification of recorded asset amounts, nor the amounts or classification of liabilities that might be necessary should the Group not be able to continue as a going concern.

Should the Group be unsuccessful with the initiatives detailed above then, there is a material uncertainty as to whether the Group will be able to continue as a going concern and may therefore be required to realise assets and extinguish liabilities other than in the ordinary course of business with amounts realised being different from those shown in the financial statement.

**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**1. BASIS OF PREPARATION (CONTINUED)**

*New and Amended Accounting Standards*

None of the new standards, amendments to standards or interpretations that are mandatory for the first time for the financial year beginning 1 January 2024 affected any of the amounts recognised in the current period or any comparative period.

The Group has not elected to adopt any new Accounting Standards or Interpretations prior to their applicable date of implementation.

**2. EXPLORATION AND EVALUATION EXPENDITURE**

Exploration expenditure – costs carried forward in respect of areas of interest:

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>31 December 2023</b>
	<b>\$</b>	<b>\$</b>
Carrying amount at beginning of period	<b>8,421,350</b>	7,413,829
Acquisition of Bunbury Silica Sands Project*	-	1,007,521
<b>Carrying amount at the end of period</b>	<b>8,421,350</b>	<b>8,421,350</b>
Exploration and evaluation incurred	<b>49,552</b>	305,425
Exploration costs expensed	<b>(49,552)</b>	(305,425)
	<b>-</b>	<b>-</b>

\* On 26 May 2023, the Group completed the acquisition of Down South Silica Pty Ltd (**DSS**), which owns the Bunbury Silica Sands Project, with the following transactions and judgements:

- Issue of 71,965,794 fully paid ordinary shares to former DSS shareholders whom are all unrelated parties of the Group. The shares are valued at a total of \$1,007,521 based on an agreed value of \$0.014 per share in the acquisition agreement. No other acquisition costs have been capitalised because the Group's accounting policy is to capitalise acquisition values less any subsequent impairment, as described in the annual report for the year ended 31 December 2023. The acquisition was accounted for as an asset acquisition.
- A 1% net smelter royalty over all minerals extracted from the Down South Silica Sands Project.
- Following completion, the Company 100% owns and controls DSS which 100% owns and controls the Bunbury Silica Sands Project.

No impairment has been recognised for either project held, the Bunbury Silica Sands Project or the Muchea West Silica Sands Project, because the Group has ongoing rights to explore both projects, with ongoing planned substantive expenditure on exploration and evaluation, with no intention to discontinue either project, and no evidence existing that indicates development is likely to proceed but with less value than the book value of either project.

**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**3. TRADE AND OTHER RECEIVABLES**

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>31 December 2023</b>
	<b>\$</b>	<b>\$</b>
<b>Current</b>		
Net GST refundable	<b>7,412</b>	3,386
Other receivable	<b>1,682</b>	6,713
<b>Total trade and other receivables</b>	<b>9,094</b>	10,099

Due to the short term nature of the receivables, their carrying value is assumed to approximate their fair value. The maximum exposure to credit risk at the end of the reporting period is interest receivable on term deposits held with Australian banks.

**4. PLANT AND EQUIPMENT**

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>31 December 2023</b>
	<b>\$</b>	<b>\$</b>
Opening net book value	<b>1,452</b>	4,557
Depreciation charge for the period	<b>(1,452)</b>	(3,105)
Disposals	-	-
<b>Closing net book value</b>	<b>-</b>	1,452
Cost	<b>9,247</b>	9,247
Accumulated depreciation and impairment	<b>(9,247)</b>	(7,795)
<b>Net book value</b>	<b>-</b>	1,452

**5. FINANCIAL ASSETS**

**Non-current financial assets**

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>31 December 2023</b>
	<b>\$</b>	<b>\$</b>
Term deposit held as a security bond	<b>50,000</b>	50,000
<b>Total non-current financial assets at fair value</b>	<b>50,000</b>	50,000

All term deposits have been valued based on the balance of the term deposit, with any accrued interest receivable recognised in trade and other receivables.

There have been no transfers between measurement levels during the half-year and there are currently no financial assets in any categories other than tier 1 financial assets.

**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**6. TRADE AND OTHER PAYABLES - CURRENT**

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>31 December 2023</b>
	<b>\$</b>	<b>\$</b>
Trade payables - unsecured	<b>53,779</b>	13,934
Other payables and accruals – unsecured	<b>37,302</b>	33,493
<b>Total trade and other payables</b>	<b>91,081</b>	<b>47,427</b>

The Group had no foreign currency transactions or balances during the half-year.

**7. ISSUED CAPITAL**

	<b>30 June 2024</b>		<b>31 December 2023</b>	
	<b>No. of</b>		<b>No. of</b>	
<b>(a) Ordinary shares fully paid</b>	<b>Shares</b>	<b>\$</b>	<b>Shares</b>	<b>\$</b>
Balance at beginning of period	551,737,756	40,929,558	479,771,962	39,922,037
Issue of shares in shares in consideration for the DSS acquisition (see note 2)	-	-	71,965,794	1,007,521
Costs of capital raising	-	(16,829)	-	-
<b>Balance at end of year</b>	<b>551,737,756</b>	<b>40,912,729</b>	<b>551,737,756</b>	<b>40,929,558</b>

Fully paid ordinary shares entitle the holder to participate in dividends and to one vote per share.

**(b) Options on issue**

Options granted during 2021 and on issue at balance dates are as follows. No options were issued, exercised or forfeited during 2023 or the half-year.

<b>Date and details of grant/exercise/forfeit</b>	<b>No. of Options</b>	<b>Weighted Average Exercise Price</b>
Issued options opening balance 1 January 2024	75,000,003	\$0.06
Options granted	-	-
<b>Balance at 30 June 2024</b>	<b>75,000,003</b>	<b>\$0.06</b>

The options issued in prior years have an exercise price of \$0.06 and expire 14 July 2026. The weighted average remaining contractual life is 2 years (2.5 years at 31 December 2023).

At the annual general meeting held on 31 May 2024, shareholders approved the issue of 22,500,000 share options exercisable at \$0.02 (7,500,000 per director) and 22,500,000 share options exercisable at \$0.04 (7,500,000 per director) and expiring 14 July 2026 with an issue price of \$0.001 to each of directors James Pearce, Glenn Whiddon and Brett Grosvenor. Subsequent to the approval, all proposed recipients revoked their rights to be issued these options and the 45,000,000 options were not issued.

**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**7. ISSUED CAPITAL (CONTINUED)**

**(c) Performance rights on issue**

<b>Date and details of grant/exercise/forfeit</b>	<b>No. of Performance rights</b>	<b>Weighted Average Exercise Price</b>	<b>Weighted Average Remaining contractual life (years)</b>
Issued performance rights opening balance 1 January 2024	5,000,000	-	2.5
Performance rights issued and granted	30,000,000	-	2
<b>Balance at 30 June 2024</b>	<b>35,000,000</b>	-	<b>1.9</b>

5,000,000 performance rights were issued in 2021 to former director, Peter Batten, which expire on 14 July 2026. The Board exercised its discretion not to cancel these following his resignation as a director effective 10 November 2023. Mr Batten received 1,000,000 of each of the below tranches with the following vesting conditions relating to the volume weighted average price (VWAP) of fully paid ordinary shares in the Company.

<b>Tranche No.</b>	<b>Performance Rights</b>	<b>Vesting condition</b>
1	1,000,000	20-day VWAP of Shares is equal to or greater than \$0.06
2	1,000,000	20-day VWAP of Shares is equal to or greater than \$0.09
3	1,000,000	20-day VWAP of Shares is equal to or greater than \$0.15
4	1,000,000	20-day VWAP of Shares is equal to or greater than \$0.25
5	1,000,000	20-day VWAP of Shares is equal to or greater than \$0.35

The Company issued 10,000,000 performance rights to each of directors James Pearce, Glenn Whiddon and Brett Grosvenor on 26 June 2024, following shareholder approval at the annual general meeting on 31 May 2024, for a total of 30,000,000 performance rights. These performance rights had nil issue price and expire on 31 May 2026. For each of these directors, 5,000,000 performance rights vested on the director's appointment dates, being 27 June 2023 for James Pearce and Glenn Whiddon, and 7 September 2023 for Brett Grosvenor. The remaining 5,000,000 performance rights for each of these directors vest on 12 months service as a non-executive director, being 27 June 2024 for James Pearce and Glenn Whiddon, and 7 September 2024 for Brett Grosvenor.

No other performance rights were on issue, issued, lapsed, ceased or converted during the half-year or during 2023.

**8. SHARE-BASED PAYMENTS AND RESERVE**

**(a) Employee Securities Incentive Plan**

On 31 May 2024, the Company received shareholder approval to establish the Employee Securities Incentive Plan (**ESIP**) under which the Company may issue equity securities to attract, motivate and retain key employees and other eligible participants, and provide them with the opportunity to participate in the future growth of the Company. Participation in the ESIP is at the discretion of the Board and no individual has or had a contractual right to participate in the plan or to receive any guaranteed benefits. No equity securities have been issued under this ESIP.

**(b) Share-based payments reserve**

The following share-based payments have been recognised in the share-based payments reserve during the period. These amounts have been fully expensed, for a total share-based payments expense recognised of \$86,374 (June 2023: \$221,692) with \$26,899 expensed for share-based payments to director James Pearce, \$26,899 expensed for share-based payments to director Glenn Whiddon, and \$32,576 for share-based payments to director Brett Grosvenor. These share-based payments and their valuations are disclosed in note 8(c). The share-based payments reserve is the only reserve recognised in equity.

**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**8. SHARE-BASED PAYMENTS AND RESERVE (CONTINUED)**

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>31 December 2023</b>
	<b>\$</b>	<b>\$</b>
Balance at beginning of period	<b>4,878,550</b>	4,601,558
5,000,000 performance rights vesting on James Pearse's appointment	-	55,000
5,000,000 performance rights vesting on Glenn Whiddon's appointment	-	55,000
5,000,000 performance rights vesting on Brett Grosvenor's appointment	<b>25,000</b>	-
5,000,000 performance rights vesting on 12 months of service by James Pearse	<b>26,899</b>	28,101
5,000,000 performance rights vesting on 12 months of service by Glenn Whiddon	<b>26,899</b>	28,101
5,000,000 performance rights vesting on 12 months of service by Brett Grosvenor	<b>7,576</b>	-
15,000,000 proposed options vesting immediately with \$0.02 exercise price	-	67,290
15,000,000 proposed options vesting immediately with \$0.04 exercise price	-	43,500
<b>Balance at the end of period</b>	<b>4,964,924</b>	<b>4,878,550</b>

**(c) Share-based payments**

The following performance rights were agreed to be issued in 2023 to each of the new directors James Pearse and Glenn Whiddon, pending shareholder approval that was to be sought at the next annual general meeting. This shareholder approval was received on 31 May 2024 as disclosed in note 7(c).

<b>Class and Number</b>	<b>Issue Price</b>	<b>Vesting condition and exercise price</b>
5,000,000 performance rights each	Nil	Vesting on appointment as a Non-Executive Director
5,000,000 performance rights each	Nil	Vesting on 12 months service as a Non-Executive Director

Both of these tranches of performance rights were valued at the share price of \$0.011 per share on the grant date of 27 June 2023, giving total values of:

- \$110,000 for the total of 10,000,000 performance rights vesting on appointment as non-executive director.
- \$110,000 for the total of 10,000,000 performance rights vesting on 12 months service as non-executive director.

A further 10,000,000 performance rights were granted and issued to Brett Grosvenor with the following vesting conditions as disclosed in note 7(c).

<b>Class and Number</b>	<b>Issue Price</b>	<b>Vesting condition and exercise price</b>
5,000,000 performance rights	Nil	Vesting on appointment as a Non-Executive Director on 7 September 2023
5,000,000 performance rights	Nil	Vesting on 12 months service as a Non-Executive Director on 7 September 2024

Both of these tranches of performance rights were valued at the share price of \$0.005 per share on the grant date of 31 May 2024, giving total values of:

- \$25,000 for the 5,000,000 performance rights vesting on appointment as non-executive director.
- \$25,000 for the 5,000,000 performance rights vesting on 12 months service as non-executive director.

**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**8. SHARE-BASED PAYMENTS AND RESERVE (CONTINUED)**

The 30,000,000 options that were agreed to be issued in 2023 to James Pearse and Glenn Whiddon, but were not issued in 2024 as disclosed in note 7(b), were fully expensed during the prior year as they vested on appointment. The 15,000,000 options that shareholders agreed to issue to Brett Grosvenor on 31 May 2024 were not granted because no share-based payment arrangement for these options was agreed that entitled Brett Grosvenor to receive equity instruments.

No amount has been recognised or de-recognised in 2024 for these options because:

- The revocation by Brett Grosvenor meant that his proposed options never met the definition of a share-based payment arrangement.
- The revocations by James Pearse and Glenn Whiddon have no effect on \$110,790 expensed for these proposed options in 2023 because these proposed options were fully vested and fully granted with a cash alternative pursuant to their appointment agreements in 2023. Their revocations also remove the Company's liability for the proposed cash alternative, creating no possible increase in value for these share-based payments that would require recognition in 2024.

Expenses recognised for share-based payments are disclosed in note 7(b).

**9. SEGMENT INFORMATION**

The Board of Directors, which is the chief operating decision maker, has determined the operating segment based on geographical location. The Group has one reportable segment: mineral exploration and evaluation in Australia.

The Australian segment incorporates the Group's mineral exploration and evaluation in Australia along with head office and treasury functions. Consequently, financial information for the sole operating segment is identical to the information presented in these financial reports.

**10. COMMITMENTS**

No expense (2023: \$18,000) was recognised during the period under serviced office agreements. The serviced office agreements did not lead to the recognition of any right-of-use asset or associated lease liability because the serviced office agreements did not specify or effectively require any identified assets.

The administrative services agreement contracted for but not recognised in the financial statements creates the following commitment.

	<b>CONSOLIDATED</b>	
	<b>30 June 2024</b>	<b>31 December 2023</b>
	<b>\$</b>	<b>\$</b>
<b>Administrative services commitments</b>		
Due within 1 year	<b>60,000</b>	60,000
Due greater than 1 year and less than 5	-	-
<b>Total</b>	<b>60,000</b>	60,000

The Group has the following mineral exploration expenditure commitments for its tenements.

<b>Mineral exploration expenditure commitments</b>		
Due within 1 year	<b>55,007</b>	<b>49,095</b>
Due greater than 1 year and less than 5	-	-
<b>Total</b>	<b>55,007</b>	<b>49,095</b>



**CONDENSED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE HALF YEAR ENDED 30 JUNE 2024**

**11. CONTINGENT LIABILITIES**

The Group has royalties payable of \$0.75 per tonne of silica sand, other mineral sand or any other rock, stone, clay, sand or gravel extracted from the Muchea West Silica Sands Project.

Access by the Group to parts of the Muchea West Silica Sands Project that encroach upon the Muchea Air Weapons Range is permitted pursuant to an Access Deed with the Commonwealth of Australia, Department of Defence. This Access Deed may be terminated by the Commonwealth for a variety of reasons. The Company is not aware of any specific reason for the Department of Defence to terminate the Access Deed.

The Group has a 1% net smelter royalty over all minerals extracted from the Down South Silica Sands Project.

The Group has no other contingent liabilities.

**12. EVENTS OCCURRING AFTER THE REPORTING DATE**

There were no events subsequent to the end of the half-year ended 30 June 2024 that would have a material effect on these financial statements.

**DIRECTORS' DECLARATION**

In the Directors' opinion:

- (a) the financial statements and notes set out on pages 5 to 16 are in accordance with the Corporations Act 2001, including:
  - (i) complying with Accounting Standard AASB 134: Interim Financial Reporting, and
  - (ii) giving a true and fair view of the Company's financial position as at 30 June 2024 and of its performance for the half-year ended on that date; and
- (b) there are reasonable grounds to believe that Carbine Resources Limited will be able to pay its debts as and when they become due and payable.

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



**James Pearse**  
Non-executive Director

Dated at Perth this 13<sup>th</sup> day of September 2024



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13 September 2024

Board of Directors  
Carbine Resources Limited  
Suite 23, 513 Hay Street  
Subiaco, WA 6008

Dear Sirs

**RE: CARBINE RESOURCES LIMITED**

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Carbine Resources Limited.

As Audit Director for the review of the financial statements of Carbine Resources Limited for the half-year ended 30 June 2024, 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 review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours faithfully

**STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD**  
**(An Authorised Audit Company)**

**Eliya Mwale**  
**Director**

**INDEPENDENT AUDITOR'S REVIEW REPORT  
TO THE MEMBERS OF  
CARBINE RESOURCES LIMITED**

**Report on the Half-Year Financial Report**

**Conclusion**

We have reviewed the half-year financial report of Carbine Resources Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, condensed notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

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

- (a) giving a true and fair view of Carbine Resources Limited's financial position as at 30 June 2024 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

**Basis for Conclusion**

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual 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* has been given to the directors of the Company on 13 September 2024.

**Material Uncertainty Related to Going Concern**

As referred to in Note 1 to the interim financial statements, the financial statements have been prepared on the going concern basis. On 30 June 2024 the consolidated entity had cash and cash equivalents totalling \$851,304, incurred a net loss after tax for the half year of \$513,983 and incurred net cash outflows from operating activities of \$409,945. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1 indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern.

Our conclusion is not modified in respect of this matter.

***Responsibility of the Directors for the Financial Report***

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

***Auditor's Responsibility for the Review of the Financial Report***

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Company's financial position as at 30 June 2024 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

**STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD**  
**(An Authorised Audit Company)**

*Stantons International Audit and Consulting Pty Ltd*  
*Eliya Mwale*

**Eliya Mwale**  
Director  
West Perth, Western Australia  
13 September 2024