

31 July 2024

QUARTERLY ACTIVITIES REPORT FOR PERIOD ENDING 30 JUNE 2024

Avenira Limited (ASX: AEV) (“Avenira” or “the Company”) is pleased to provide its Activities Report for the quarter ending on 30 June 2024 (“the Quarter”).

Highlights

- Advanced Lithium Electrochemistry Ltd (“Aleees”) and Avenira agreed to deferral of two remaining USD\$750,000 tranches owing until 1 January 2025 and 1 April 2025
- Aleees and the Northern Territory (“NT”) Government have agreed to further extend and amend the existing Memorandum of Understanding (“MOU”)
- Completion of \$1.2m placement that settled early in April 2024
- Scoping Study on the development of the Yellow Phosphorus Plant (“YP Project”) that is being jointly evaluated by Avenira and our major shareholder, Sichuan Hebang Biotechnology Corporation Limited (“Hebang”) is well progressed

Events Subsequent to the Quarter

- Avenira has issued 70m shares as part of the annual payment to the Arruwurra Aboriginal Corporation and Arruwurra Pty Limited (“Arruwurra”) under the Mining Agreement.¹
- Avenira has secured a strategic investment from Hebang, comprising:
 - A\$4.5 million 2-tranche Placement at an issue price of A\$0.006 per new share, with tranche 2 subject to shareholder approval and other required regulatory approvals
 - Pending shareholder approval for Tranche 2, Hebang will provide an unsecured loan from the Tranche 2 proceeds
 - As part of the investment, Hebang will have the right to appoint three directors to the board, as well as a Chief Executive Officer and Chief Financial Officer to the management team.²

Yellow Phosphorus Project

Hebang and Avenira are currently jointly conducting a scoping study for a yellow phosphorus plant at Wonarah (“YP Project”). The study will leverage on Hebang’s extensive experience and capabilities in building, commissioning and operating plants around the world.

Aleees Binding Agreement

¹ ASX Announcement dated 26 July 2024 – Annual Payment to Arruwurra Aboriginal Corporation

² ASX Announcement date 30 July 2024 – Strategic Investment from Sichuan Hebang Biotechnology

During the June Quarter, Avenira and Aleees agreed to the deferral of the two remaining USD \$750,000 tranches owing under the License and Technology Transfer Agreement entered into on 26 September 2023 until 1 January 2025 and 1 April 2025, respectively.

Avenira and Aleees have made no changes to the Licence Agreement other than the deferral of the tranche payment dates referred to above, and there are no new or additional obligations on Avenira as a result of the payment deferrals agreed with Aleees.

The deferral of the Aleees payments has no impact on the work program for the Lithium Ferro (Iron) Phosphate (LFP) project.³

Aleees, at its own cost, made the decision to undertake work to improve the strategic value of their LFP product with Avenira as one of the three licensee partners globally, supporting this work on an as needed basis.

Aleees and NT Government MOU Extension

Aleees and the NT Government have agreed to further extend and amend the MOU initially executed in September 2022 and extended in July 2023.

Parties have now agreed a revised project development timeline below:

No.	Project Milestone	Milestone Completion Date
1	Commence Bankable Feasibility Study	1 December 2024
2	Complete and Submit Revised Project Proponent Proposal (PPP)	1 March 2025
3	Execute Interim Agreement (IA) for Plant Site Allocation	1 June 2025

Avenira continues to pursue the LFP battery manufacturing project following the completion of a positive Scoping Study, which demonstrated the strong economic and technical viability of the project.

Under the September 2022 announcement, a tripartite non-binding MOU was signed whereby Avenira, Aleees and the NT Government would work towards the development of a LFP battery cathode manufacturing facility, with the NT Government assisting and advising where appropriate in relation to necessary infrastructure including water, energy, power, telecommunications, road, port and rail access and service requirements.⁴

The MOU builds on the ongoing project development workstreams undertaken by Avenira, Aleees and the NT Government. The extension is valid until 30 June 2025 and allows the NT Government to continue providing Aleees and Avenira support through to the completion of the next study stages.

Jundee South Gold Project

The Jundee South Project area is located within 3km of the Jundee Mine and covers more than a 60km strike of highly prospective greenstone stratigraphy. The Project area contains major regional structures interpreted to control gold mineralisation throughout the Yandal Greenstone Belt and contains several historically defined gold occurrences.

Limited work was undertaken at Jundee South during the Quarter, comprising data compilation and planning for surface sampling activities.

³ ASX Announcement dated 5 April 2024 – Operational and Financial Update

⁴ ASX Announcement dated 25 June 2024 – Further MOU Extension with Aleees and NT Government

Corporate Information

Placement Details

Avenira completed a capital raising announced in April 2024 to raise gross proceeds of \$1.251 million and net proceeds to AEV of \$1.193 million ("**Placement**").

137,125,000 fully paid ordinary shares will be issued under the Company's existing Listing Rule 7.1A placement capacity at an issue price of A\$0.008 per share to raise approximately A\$1million, before costs.

Proceeds from the Placement were used to replace working capital that was utilised to repay the outstanding secured convertible loan of A\$3.7 million (including capitalised interest) from Au Xingao Investment Pty Limited that matured on 8 March 2024.⁵

Cash Position

At the end of the June 2024 Quarter, Avenira had a cash balance of \$434,000.

Other

Expenditure incurred on exploration activities during the quarter was approximately \$247,000. No expenditure was incurred on mining production or development activities during the Quarter.

Payments of approximately \$110,000 were made to related parties of the Company, as shown in the Appendix 5B. These payments related to current salary and fees paid to directors.

This quarterly report has been authorised for release by the Board of Avenira Limited.

For further information, contact:

Brett Clark

Chairman and Chief Executive Officer
 +61 8 9264 7000

Media/Investor Queries

Michael Weir 0402 347 032

⁵ ASX Announcement dated 18 March 2024 – Avenira Completes Placement

Appendix 1

COMPETENT PERSON STATEMENT

Competent Persons Statement - Wonarah

The information in this report that relates to Mineral Resources is based on information compiled by Mr Jonathon Abbott, a Competent Person who is a Member of the Australian Institute of Geoscientists. Mr. Abbott is a director of Matrix Resource Consultants Pty Ltd and provides geological consulting services to the Company. Mr. Abbott has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Abbott consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Competent Persons Statement - Jundee South

The details contained in this report that pertain to exploration results are based upon information compiled by Mr Steve Harrison, a full-time employee and option-holder of Avenira, from the DMIRS WAMEX database or Avenira-acquired drilling data. He is satisfied that previous pertinent exploration in the project area has been accessed and reflects, in general, the prospective nature of the tenements being considered. Mr Harrison is a Member of the Australian Institute of Geoscientists (AIG) and has sufficient experience in the activity which he is undertaking to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code). Mr Harrison consents to the inclusion in the report of the matters based upon his information in the form and context in which it appears.

Forward-Looking Statements

This release may include forward-looking statements. Forward-looking statements may generally be identified by the use of forward-looking verbs such as anticipate, aim, expect, intend, plan or similar words, which are only predictions and are subject to risks, uncertainties and assumptions which are outside the control of Avenira Limited. Actual values, results or events may be materially different to those expressed or implied in this release. Given these uncertainties, recipients are cautioned not to place reliance on forward-looking statements. Any forward-looking statements in this release speak only at the date of issue. Subject to any continuing obligations under applicable law and the ASX Listing Rules, Avenira Limited does not undertake any obligation to update or revise any information or any of the forward-looking statements in this release or any changes in events, conditions or circumstances on which any such forward-looking statement is based.

Appendix 2

TENEMENT SCHEDULE AND MINERAL RESOURCE STATEMENT

Schedule of Avenira Limited Tenements as at 30 June 2024

Location	Tenement Name	Tenement	Nature of Company's Interest
Western Australia	Bronzewing North	E 36/1021	100%
Western Australia	McKenzies Bore	E 36/1029	100%
Western Australia	Ockerburry Hill	E36/1049	100%
Western Australia	Ockerburry Hill	E36/1050	100%
Western Australia		E36/1074 (Application)	100%
Western Australia	Darlot	E 37/1474	100%
Western Australia		E37/1546 (Application)	100%
Western Australia	Langfords Find	E37/1547 (Application)	100%
Western Australia	Jundee South	E 53/1856	100%
Western Australia	Jundee South	E 53/1859	100%
Western Australia	Jundee South	E 53/2078	100%
Western Australia	Jundee South	E 53/2079	100%
Western Australia	Jundee South	E 53/2204	100%
Western Australia	Bullock Well	E 53/2205	100%
Western Australia	Jundee South	E 53/2208	100%
Western Australia	Jundee South	E 53/2209	100%
Western Australia	Bullock Well	E 53/2210	100%
Western Australia	Bronzewing North	E 53/2211	100%
Western Australia	Jundee South	E 53/2216	100%
Western Australia	Jundee South	E 53/2218	100%
Western Australia	Jundee South	E 53/2219	100%
Western Australia	Jundee South	E 53/2220	100%
Western Australia	Jundee South	E 53/2250	100%
Western Australia	Jundee South	E 53/2253	100%
Western Australia	Jundee South	E 53/2272 (Application)	100%
Western Australia	Bronzewing North	E 53/2280 (Application)	100%
Western Australia	Jundee South	E53/2288	100%
Western Australia	Jundee South	E53/2289	100%
Western Australia	Jundee South	E53/2290 (Application)	100%
Western Australia	Jundee South	E53/2291 (Application)	100%
Western Australia	Jundee South	E53/2296	100%
Western Australia	Jundee South	E53/2297	100%
Western Australia	Jundee South	E53/2298 (Granted 20/5/24)	100%
Western Australia	Jundee South	E53/2299 (Granted 10/4/24)	100%
Western Australia	Jundee South	E53/2308 (Granted 10/4/24)	100%
Western Australia	Jundee South	E53/2317 (Application)	100%
Western Australia	Jundee South	E53/2318 (Application)	100%
Western Australia	Bungarra Bore	E 69/4020	100%
Western Australia	Darlot	P 37/9539	100%
Western Australia	Mount Stirling	P 37/9593	100%
Western Australia	Mount Stirling	P 37/9594	100%
Western Australia	Mount Stirling	P 37/9595	100%
Western Australia	Mount Stirling	P 37/9596	100%
Western Australia	Darlot	P 37/9630	100%
Western Australia	Darlot	P 37/9631	100%
Western Australia	Jundee South	P 53/1712	100%
Western Australia	Jundee South	P 53/1713	100%
Northern Territory	Arruwurra	EL29840	100%
Northern Territory	Dalmore	EL32359	100%
Northern Territory		EL33062	100%
Northern Territory		EL33192	100%
Northern Territory		EL33193	100%
Northern Territory		EL33610	100%
Northern Territory	Arruwurra	ML33343	100%
Northern Territory	Dalmore	ML33344	100%
Northern Territory		AA33669 (granted 3/11/23)	100%

Mineral Resource Statement

WONARAH PROJECT, NORTHERN TERRITORY, AUSTRALIA												
Cut off P ₂ O ₅ %	Resource Category	Tonnes	P ₂ O ₅	Al ₂ O ₃	CaO	Fe ₂ O ₃	K ₂ O	MgO	MnO	Na ₂ O	SiO ₂	TiO ₂
		Mt	%	%	%	%	%	%	%	%	%	%
10	Measured	78.3	20.8	4.85	28	1.11	0.43	0.25	0.04	0.1	39.7	0.21
	Indicated	222	17.5	4.75	23.2	1.49	0.47	0.2	0.04	0.09	48.3	0.22
	M+I	300	18.3	4.77	24.4	1.4	0.46	0.21	0.04	0.09	46.1	0.22
	Inferred	512	18	4.8	24	2.1	0.5	0.2	0.08	0.05	46	0.2
	Total	812	18	4.8	24	1.8	0.5	0.2	0.07	0.06	46	0.2
15	Measured	64.9	22.4	4.47	30	1.1	0.37	0.19	0.04	0.09	37	0.19
	Indicated	133	21.1	4.77	28	1.53	0.47	0.21	0.04	0.09	39.7	0.22
	M+I	198	21.5	4.67	28.7	1.39	0.44	0.2	0.04	0.09	38.8	0.21
	Inferred	335	21	4.5	28	2.0	0.5	0.2	0.10	0.06	39	0.2
	Total	533	21	4.6	28	1.8	0.5	0.2	0.1	0.07	39	0.2
27	Measured	3.4	30.9	3.14	42.1	0.85	0.18	0.19	0.05	0.08	18.0	0.14
	Indicated	9.6	30.0	3.43	38.8	1.14	0.28	0.11	0.03	0.08	24.7	0.15
	M+I	13.4	30.2	3.35	39.7	1.07	0.26	0.13	0.04	0.08	22.9	0.15
	Inferred	53	30	3.1	40	1.3	0.3	0.1	0.1	0.06	22	0.1
	Total	66	30	3.1	40	1.3	0.3	0.1	0.1	0.06	22	0.1

Refer to ASX release dated 27 September 2023 for Mineral Resource estimate details. In accordance with ASX Listing Rule 5.23, the Company is not aware of any new information or data that materially affects the information included in this release and the Company confirms that, to the best of its knowledge, all material assumptions and technical parameters underpinning the estimates in this release continue to apply and have not materially changed.

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

AVENIRA LIMITED

ABN

48 116 296 541

Quarter ended ("current quarter")

30 JUNE 2024

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation (if expensed)	-	-
(b) development	-	-
(c) production	-	-
(d) staff costs	(316)	(1,334)
(e) administration and corporate costs	(289)	(1,134)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	37	91
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other – Net GST / VAT refund	54	256
1.9 Net cash from / (used in) operating activities	(514)	(2,121)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	-	-
(d) exploration & evaluation (if capitalised)	(247)	(3,298)
(e) investments	-	-
(f) other non-current assets	-	-

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
2.2 Proceeds from the disposal of:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	-	-
(d) investments	-	397
(e) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other (Cash received in advance from future disposal of assets)	-	-
2.6 Net cash from / (used in) investing activities	(247)	(2,901)

3. Cash flows from financing activities		
3.1 Proceeds from issues of equity securities (excluding convertible debt securities)	1,011	6,279
3.2 Proceeds from issue of convertible debt securities	-	-
3.3 Proceeds from exercise of options	-	-
3.4 Transaction costs related to issues of equity securities or convertible debt securities	-	(331)
3.5 Proceeds from borrowings	-	-
3.6 Repayment of borrowings	-	(3,707)
3.7 Transaction costs related to loans and borrowings	-	(53)
3.8 Dividends paid	-	-
3.9 Other (provide details if material)	-	-
3.10 Net cash from / (used in) financing activities	1,011	2,188

4. Net increase / (decrease) in cash and cash equivalents for the period		
4.1 Cash and cash equivalents at beginning of period	184	3,268
4.2 Net cash from / (used in) operating activities (item 1.9 above)	(514)	(2,121)
4.3 Net cash from / (used in) investing activities (item 2.6 above)	(247)	(2,901)
4.4 Net cash from / (used in) financing activities (item 3.10 above)	1,011	2,188

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	434	434

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	-	-
5.2	Call deposits	434	184
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	434	184

6. Payments to related parties of the entity and their associates

6.1	Aggregate amount of payments to related parties and their associates included in item 1	110
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

**Current quarter
\$A'000**

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments

7. Financing facilities

Note: the term "facility" includes all forms of financing arrangements available to the entity.

Add notes as necessary for an understanding of the sources of finance available to the entity.

	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1	Loan facilities	-
7.2	Credit standby arrangements	-
7.3	Other (please specify)	-
7.4	Total financing facilities	-

7.5 Unused financing facilities available at quarter end

-

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (Item 1.9)	(514)
8.2 Capitalised exploration & evaluation (Item 2.1(d))	(247)
8.3 Total relevant outgoings (Item 8.1 + Item 8.2)	(761)
8.4 Cash and cash equivalents at quarter end (Item 4.6)	434
8.5 Unused finance facilities available at quarter end (Item 7.5)	-
8.6 Total available funding (Item 8.4 + Item 8.5)	434
8.7 Estimated quarters of funding available (Item 8.6 divided by Item 8.3)	0.57

8.8 If Item 8.7 is less than 2 quarters, please provide answers to the following questions:

1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: Yes

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: As announced on 30 July, the Company is currently undertaking a strategic investment with its largest shareholder to raise \$4.5 million in a 2 Tranche Placement

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: -Yes as per the answer to 8.8.2

Compliance statement

- This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- This statement gives a true and fair view of the matters disclosed.

31 July 2024

Date:

Authorised by:By the Board.....
(Name of body or officer authorising release – see note 4)

Notes

- This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
- If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.