

Annual Report

30 June 2023

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native
mineral
resources

Corporate Directory

Directors

James Walker - Non-Executive Chair
Blake Cannavo - Managing Director & CEO
Philip Gardner - Non-Executive Director

Company Secretary

Hasaka Martin
Source Governance

Australian Company Number

643 293 716

Registered Office

Suite 4201, Level 42, Australia Square
264 George Street,
Sydney NSW 2000

Principal Office

Suite 10, 6-14 Clarence Street
Port Macquarie NSW 2444

Website

www.nmresources.com.au

ASX code

NMR

Auditors

HLB Mann Judd Assurance (NSW) Pty Ltd
ABN 96 153 077 215
Level 19, 207 Kent Street Level
Sydney NSW 2000

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Our primary objective is to become a *leading* **gold** and **copper**-focused exploration and mining company.



Through our continuous strategic acquisitions and dedicated efforts, we aim to *unlock* the immense **potential** of these regions and make significant contributions to the mining industry.

01 Company Profile

Native Mineral Resources Holding Ltd is an Australian ASX listed public company under ticker “NMR”, established on 7th August 2020 to acquire Native Mineral Resources Pty Ltd. Our primary objective is to become a leading gold and copper-focused exploration and mining company. Through our continuous strategic acquisitions and dedicated efforts, we aim to unlock the immense potential of these regions and make significant contributions to the mining industry.

Vision

The Company’s vision is to create significant shareholder value through the exploration and development of gold and copper deposits in Queensland and gold deposits in Western Australia.

Mission

To explore NMR’s current and future tenement portfolio to realise potential for the development of commercially viable mineral resources.

Values

1. Shareholder Value:

We prioritise the interests of our shareholders by pursuing exploration opportunities with the potential for substantial returns. We seek to provide consistent growth in shareholder value through the responsible discovery and development of natural resources.

2. Excellence in Exploration:

We strive for excellence in all aspects of our exploration endeavours. We maximise the likelihood of discovering economically viable and strategically important mineral deposits by leveraging advanced technologies, conducting exhaustive research, and employing highly skilled professionals.

3. Integrity and Transparency:

We conduct all of our business operations with the utmost integrity and transparency. We adhere to ethical practices, maintain open communication with stakeholders, and ensure legal and regulatory compliance.

4. Safety and Sustainability:

We place highest focus on the health and safety of our employees, contractors, and local communities. Our exploration activities are conducted responsibly and sustainably, minimising environmental impact and fostering the long-term health and vitality of the regions in which we operate.

5. Collaboration and Partnerships:

We actively pursue collaborative partnerships with industry experts, local communities, and government entities to capitalise on their knowledge, experience, and resources. By fostering relationships that are mutually beneficial, we hope to improve our exploration capabilities and contribute to the socioeconomic growth of the regions in which we operate.

6. Innovation and Adaptability:

We embrace innovation and continuously investigate new technologies and methodologies to enhance our exploration efficacy and efficiency. We remain adaptable to shifting market conditions and industry developments, ensuring that our strategies align with the evolving mineral exploration industry’s requirements. safe environment

02 FY23 Snapshot

Exploration Successes and Growth Prospects

FY 2023 marked a period of significant exploration accomplishments and forward momentum. On the Nullarbor Project, Nullarbor Central Diamond Drilling revealed the complexity of a multiphase hydrothermal alteration. Phase 2 Nullarbor Northern (Helios) Diamond Drilling brought to light an expansive IOCG-style alteration stretching over 1000m, with DDH002 assay grades up to 211 ppm Cu. Over to North Queensland, the Phase 1 Maneater Diamond Drilling had intersected extensive sulphides over 440m, yielding assays of up to 17.9 g/t Au. With the completion of the Maneater Geophysical Airborne Magnetic and PDIP Survey, a 2000-metre target anomaly featuring a new 900-metre chargeability high anomaly has been discovered.

The anticipated Phase 2 Maneater diamond drilling is scheduled for late Q3 2023 to further explore this newfound anomaly. On the Palmerville Project, the Regional Geophysical Airborne Magnetic Survey observed the pivotal role of the Palmerville fault structure in shaping the Fairlight and Glenroy deposits. An important stride in our journey, with the recent acquisition of an initial 51% ownership (with the option to reach 75%) in the Mclaughlin Lake Lithium Project with New Age Metals, Canada, reinforces our strategic expansion into clean energy metal. This transformative year underscores our unwavering commitment to exploration, innovation, and strategic growth.

Activity Type	Unit	Completed in FY23	Cumulative Complete
Drilling - Reverse Circulation	Meter	0	756
Drilling - Diamond Core	Meter	2,592.6	4,298.8
Geophysical - Airborne Survey	Line-KM	31,413	44,033
Geophysical - Gravity Survey	Reading Nos	0	884
Geophysical - PDIP Survey	KM	2Km x 4 lines	8
Geochemistry - Bulk / Rock Chips Sampling	Samples Nos	0	582
EIS/CEI Funding	Nos	Application - 1 ² Granted - 1 ³ Reimbursed - 2 ¹	Application - 4 Granted -3 Reimbursed - 3
New Tenement	Nos	Application - 1 ² Granted - 1 ³	Application - 7 Granted - 4
Asset Acquisition (Australia)	Nos	0	4
Asset Acquisition (Oversea)	Nos	1 ⁴	1
Tenement Divestment / Relinquish	Nos	0	1

Note:

- 1 E69-3852 Nullarbor North Phase 2 Diamond Drilling - EIS \$220,000 Reimbursed in Feb 2023, Regional Palmerville Airborne Magnetics Survey CEI \$200,000 Reimbursed in June 2023.
- 2 EPM28847 Wrotham Application in Jun 2023
- 3 EPM28038 Maneater Hill in July 2022
- 4 MEL1208A Mclaughlin Lake in Aug 2023

Financial Summary

Native Mineral Resources has effectively navigated capital markets to secure funding for strategic growth initiatives, reinforcing our financial position:

July 18, 2022: A rights issue offer saw the issuance of 16,521,407 shares at \$0.13 per share, generating \$2,147,783. This capital infusion has been instrumental in advancing our projects and expansion plans.

February 01, 2023: A well-timed share placement of 4,488,887 shares at \$0.09 per share further bolstered our financial standing. Accompanied by options exercisable at \$0.20, this placement raised \$403,999 (before costs), enhancing both liquidity and potential.

May 01, 2023: Another rights offer garnered significant interest, resulting in a total of 26,826,134 shares being secured at \$0.03 per share. The impressive response generated \$804,784.02 (before costs), reflecting robust investor engagement.

These strategic capital-raising endeavors have positioned us to advance our exploration and drilling activities while solidifying our foundation for sustainable growth. We remain committed to responsible resource utilization and value creation for our stakeholders.

	FY2023	FY 2022
Operating Net Profit/Loss	\$ (3,425,720)	\$ (4,547,605)
Net Cash	\$ 306,837	\$ 449,962
Share Capital	\$ 12,541,979	\$ 9,268,187
Share Based Payment Reserve	\$ 645,160	\$ 495,040
Retained Earnings	\$ (12,992,436)	\$ (9,265,183)
Total Equity	\$ 194,703	\$ 498,044
Current Assets	\$ 419,769	\$ 559,580
Fixed Assets	\$ 146,202	\$ 164,390
Total Assets	\$ 565,971	\$ 723,970
Current Liabilities	\$ 371,268	\$ 225,926
Non Current Liabilities	\$ -	\$ -
Total Liabilities	\$ 371,268	\$ 225,926
Fully Paid Ordinary Shares	\$ 12,541,979	\$ 9,268,187
Number of Shares Issued	146,964,869	99,128,441

02 FY23 Snapshot

Continued

\$565,971

Net Assets

vs \$723,970 (FY22)

\$306,837

Cash

vs \$449,962 (FY22)

\$12,541,979

**Fully Paid
Ordinary Shares**

vs \$9,268,187 (FY22)

146,969,869

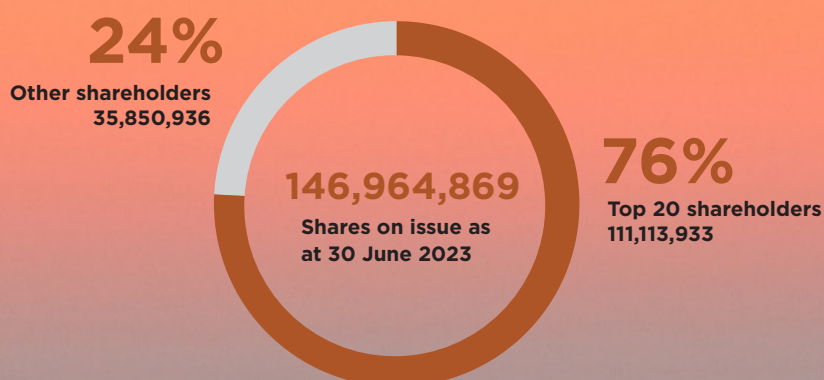
Total Shares Issued

vs 99,128,441 (FY22)

Subsequent to FY23

Completed share placement on 21st Aug 2023 and raised \$640,913 by issuing 21,363,767 fully paid ordinary shares (new shares) at \$0.03 Share.

03 Shareholder Information



	NAME	NO OF SHARES	%
1	BOC HOLDINGS PTY LTD <BOC FAMILY A/C>	69,881,692	47.55%
2	SIACH PTY LTD	6,681,517	4.54%
3	ROBBIE HUNT PTY LTD <ROBBIE HUNT SUPER A/C>	3,828,000	2.60%
4	DROHL PTY LTD	3,340,759	2.27%
5	SUTTON GARDNER PTY LIMITED <SUTTON GARDNER SF A/C>	3,150,000	2.14%
6	SYMPALL PTY LTD	3,069,311	2.08%
7	DOUBLEDAY AUSTRALIA PTY LTD	2,807,499	1.91%
8	MR PHILIP PATRICK GARDNER	2,722,223	1.85%
9	BURRILL SKIES PTY LIMITED <BURRILL SKIES A/C>	2,004,587	1.36%
10	MISS BELINDA SUSAN RODGER	1,989,740	1.35%
11	SYMPALL PTY LIMITED <DARREN PEARSON S/FUND A/C>	1,875,000	1.27%
12	ALTOR CAPITAL MANAGEMENT PTY LTD <ALTOR ALPHA FUND A/C>	1,839,649	1.25%
13	CHELSEA ON THE PARK PTY LIMITED	1,173,489	0.79%
14	MR DAMIAN JAMES MCILROY	1,156,595	0.78%
15	MR DAMIAN JAMES MCILROY & MRS NICOLE M MCILROY <MCILROY SF A/C>	1,125,000	0.76%
16	MR BERTRAND LALANNE	1,000,000	0.68%
17	AZZOP PTY LTD	1,000,000	0.68%
18	MR BENJAMIN WECHSLER	895,000	0.60%
19	MR RICHARD BENJAMIN ALVARES	851,107	0.57%
20	VSP INVESTMENTS PTY LTD	722,765	0.49%
	SUBTOTAL	111,113,933	75.60%
	OTHER SHAREHOLDERS	35,850,936	24.40%
	TOTAL	146,964,869	100%

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“*The consistent dedication to exploration and collaboration with traditional owners, contractors, and the local community led to notable achievements and progression in exploration in both Western Australia and North Queensland. Our organisation is well-prepared to engage in responsible exploration, employing strategic data analysis techniques. Through this approach, we aim to generate long-lasting value for our shareholders while fostering innovation in the field of exploration.*”

James Walker
Non-Executive Chair

04 Chair Letter

Dear Shareholder,

FY23 was another highly accomplished year, during which NMR completed multiple drilling and geophysical campaigns. Our commitment to discovery, shareholder value, and teamwork has yielded these results. The year has been a journey of challenges and achievements, and I am proud to share the highlights of our collective efforts.

In FY23, Native Mineral Resources demonstrated unyielding dedication through significant achievements. Notably, we confirmed IOCG and porphyry-style mineralisation post two successful Nullarbor drilling campaigns, unveiled the polymetallic potential of Maneater Peak Breccia and completed two comprehensive airborne surveys fueling strategic exploration, with the Maneater PDIP survey steered a phase 2 drilling program to uncover the newly found anomaly. Our journey exemplifies commitment to advancement and strategic vision. All these campaigns were achieved while prioritising safety and operational excellence without any Lost Time Incidents (LTI), underscoring our commitment to safety.

In the upcoming FY24, NMR anticipates a significant exploration undertaking as it prepares for a suite of exploration campaigns planned for both the Maneater and Palmerville projects. The company maintains a strong commitment to its core business operations and strives to ensure that its exploration endeavours are in line with strategic objectives for discovery. The Board continues to emphasise exploration strategy, workplace culture, compliance, community partnerships, relationships with traditional owners, and investor outreach in FY24.

I also like to take this opportunity to thank Dr. Simon Richards for his time and effort and extend a warm welcome to Mr. Greg Curnow, NMR's new Chief Geologist. Our team's dedication and expertise have illuminated our path forward. I extend my gratitude to our exceptional team for their unwavering commitment, led by Managing Director and CEO Blake Cannavo. Finally, I'd like to thank our suppliers, contractors, communities, and shareholders for their continued support of NMR as we continue our critical work towards expansion and discovery.

As we anticipate an eagerly anticipated phase 2 Maneater diamond drilling campaign, Native Mineral Resources remains steadfast in creating enduring value for our shareholders while fostering innovation in the industry.

Thank you for your continued trust and support.



James Walker

Non-Executive Chair

“*Native Mineral Resources has demonstrated significant accomplishments due to focused endeavours to fast-track discovery. Notable accomplishments include the completion of the phase 1 drilling campaign in the Maneater Peak Breccia, the successful completion of a substantial geophysical campaign in the Palmerville region, and the ability to make progress despite encountering various challenges. Our dedication to ensuring safety, achieving operational excellence, and fostering sustainable growth serves as the impetus for our continued progress.*”

Blake Cannavo
Managing Director & CEO

05 CEO Letter

Dear Shareholder,

I am delighted to present to you our annual report for the past year, which has been one of remarkable progress and achievement. Throughout FY23, Native Mineral Resources (NMR) has pushed boundaries, seized opportunities, and upheld our commitment to growth, innovation, and responsible exploration. While there have undoubtedly been challenges throughout the year, our incredible team has shown the strength of working together towards a common goal.

The Nullarbor Project has been a testament to our dedication and commitment towards discovery. The completion of two critical drilling campaigns targeting the central IOCG and phase 2 Helios areas stands as a milestone. The confirmation of significant alterations indicative of IOCG and porphyry-style mineralization underscores the immense potential we are unlocking in this region.

The Maneater Project has been a highlight of the year. The successful drill campaign of the polymetallic Maneater Peak Breccia has revealed the presence of abundant sulphides over substantial lengths. Notably, the 446-meter-long intersection of polymetallic mineralization from drillhole MPD003 has added depth to this promising target. Exceptional gold assays, including 1m @ 17.9g/t Au and 1m @ 6.32g/t Au, from an 11-meter intersection @ 2.22g/t Au, have only heightened our excitement for what lies ahead. NMR completed an 894-line-kilometer airborne magnetic survey in preparation for phase 2 maneater drilling, confirming a sizable Ag-Pb-Zn-Au target at Maneater. In addition to this success, a ground magnetic Pole-Dipole Induced Polarisation (PDIP) survey has been initiated to improve our understanding of mineralisation size and style to guide our definition of the phase 2 drill target, which is scheduled for Q3 2023.

The completion of a 30,000 line-kilometer regional airborne magnetic survey at Palmerville has illuminated fault structures and inspired a strategic path forward. The Fairlight and Glenroy deposits have been influenced by the clear delineation of the Palmerville fault structure's northern section. As we delve into analysis and 3D modelling in Q3 2023, we are poised to embark on geophysical surveys, field mapping, and targeted sampling, all aimed at propelling our exploration endeavors. Our dedication to growth is further demonstrated by the application for EPM 28847 Wrotham, a testament to our commitment to extending our footprint and embracing new opportunities. While work on NMR's WA tenements (Eastern Goldfields and Nullarbor) was deferred in favor of prioritizing budget for Maneater and Palmerville project, the pursuit of strategic partnerships in these WA assets reflects our adaptable approach to growth.

In conclusion, I'd like to thank the Board for consistently guiding and supporting our exploration strategy and discovery efforts. My gratitude to our dedicated employees who approach each day with exceptional enthusiasm, expertise, and alignment with our purpose and strategy. The appointment of Mr. Greg Curnow as our new Chief Geologist has fortified our team with over 35 years of industry experience. His vast expertise will undoubtedly steer us towards new horizons, and we extend our deepest gratitude to Dr. Simon Richards for his contributions. In addition, I appreciate the invaluable contributions of our consultants, contractors, the involvement of our communities, traditional landowners and the unwavering support of our shareholders who believe in what we do.

Our pursuit of growth and value creation for shareholders remains unwavering. We owe our successes to the resilience, dedication, and exceptional teamwork exhibited by each member of the Native Mineral Resources family.

Thank you for your trust and support.



Blake Cannavo

Managing Director & CEO

06 NMR Milestones

NOV 2020

- NMR ASX Listing on 16th Nov 2020
- **E37-1362 & E37-1363 Music Wells** - Acquisition of two exploration licenses in the Eastern Goldfields.

DEC 2020

- **EPM11980 Leane** - Completed Sampling & Drilling Campaign 756m (RC) and 195m (Diamond).



- **E31-1203 Arcoona** - Acquisition of one exploration license in the Eastern Goldfields.

FEB 2021

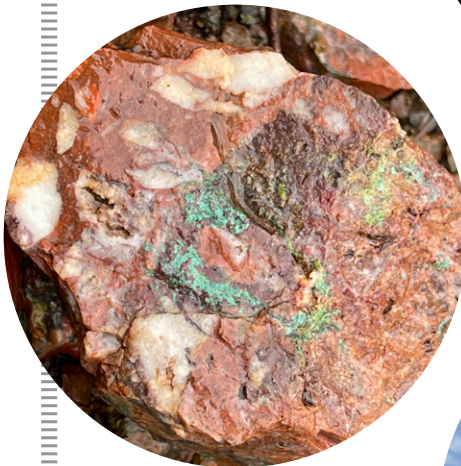
- **EPM27452 East Palmerville South** - Permit Granted

MAR 2021

- **E37-1362 Music Well East** - Completed Rock Chip & Bulk Sampling Campaign.

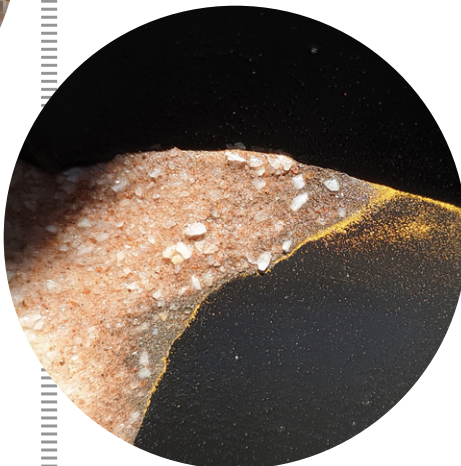
APR 2021

- **EPM27396 East Palmerville North** - Completed Sampling on Glenroy / Fairlight prospect.



MAY 2021

- **E37-1362 Music Well East** - Completed Sampling Campaign.



JUL 2021

- **E37-1362/1363 Music Well** - Pastoral Lease Agreement Signed
- **EPM17850 Mt Morgan** - Divestment of Mt Morgan Project to GBM Resources
- **E24-210 Mt Vettors** - Acquisition of one exploration license in the Eastern Goldfields.

AUG 2021

- **E37-1362 Music Well East** - Completed EIS Co-Funded 456.7m Diamond Drilling



SEP 2021

- **E37-1362 Music Well East** - Completed 1,000t Qtz Toll Treating



OCT 2021

- **E69-3849 / 3850 / 3852 Nullarbor South / Central / North** - Grant of the Nullarbor Tenements
- **E69-3850 Central Nullarbor** - Completed 693 line-km Drone-based Magnetic Survey

NOV 2021

- **E69-3852 North Nullarbor** - Completed 831 line-km Drone-based Magnetic Survey.

DEC 2021

- **E37-1363 Music Well West** - Completed 6,464 line-km Fixed Wing Airborne Survey.
- **E31-1203 Arcoona** - Completed 4,632 line-km Fixed Wing Airborne Survey.

FEB 2022

- **Palmerville Project** - NMR awarded \$200,000 CEI Grant for Regional Geophysical Survey

MAR 2022

- **E69-3852 North Nullarbor** - Completed Helios EOH Diamond Drilling (DDH001 - 500.9m)



AUG 2022

- **E69-3850 Central Nullarbor** - Completed Diamond Drilling (DDHC003 - 551.4m).



SEP 2022

- **E69-3852 North Nullarbor** - Completed EIS-Co Funded Phase 2 Diamond Drilling (DDH002 - 1020.3m).



MAY 2022

- **E69-3852 North Nullarbor** - NMR awarded \$220,000 EIS Grant for Phase 2 Diamond Drilling.
- **E31-1203 Arcoona** - Completed 352 Soil Samples. Highest soil sample assays include 24.5ppb Au, 288ppm Cu, 110ppm Co, 234ppm Ni.
- **E69-3852 North Nullarbor** - Completed 884 Readings for Gravity Survey. Results revealed a gravity anomaly to the west of the magnetic high to refine the phase 2 diamond drilling location.

NOV 2022

- **EPM28038 Maneater** - Completed Phase 1 Diamond Drilling (MPD002 - 477.6m, MPD003 - 543.3m).



JUL 2022

- **EPM28038 Maneater** - Tenement Granted

APR 2023

- **EPM28038 Maneater** - Geophysical Airborne Magnetic Survey (894 Line KM).

MAY 2023

- **EPM27396 East Palmerville North** - Field Mapping & Sampling on Glenroy / Fairlight

JUN 2023

- **EPM28847 Wrotham** - Application of new tenement adjacent to existing Palmerville tenement due to the presence of two significant magnetics anomalies.
- **Palmerville Project** - Completed CEI Co-funded Regional Geophysical Airborne Magnetic Survey (30,519 Line KM).

JUL 2023

- **EPM28038 Maneater** - Completed Geophysical Induced Polarisation Survey PDIP (2Km x 4 lines). Discovered new 900m long chargeability high anomaly. Phase 2 Diamond Drilling Planning underway.

AUG 2023

- **MEL 1208A Mclaughlin Lake** - Signed Term Sheet with New Age Metals & Lithium Canada Development to acquire 51% ownership (up to 75%) of Mclaughlin Lake Lithium Project located in Manitoba, Canada. Phase 1 Geophysical and Geochemistry exploration planning underway.

6 MONTHS LOOKAHEAD

AUG 2023 TO DEC 2023

- **EPM28038 Maneater Hill** - Completion of Phase 2 Maneater Diamond Drilling (Planned 2400m of total 6 holes) including Assaying

SEP 2023 TO DEC 2023

- **MEL 1208A Mclaughlin Lake** - Completion of Geophysical Survey including 3D Mag Inversion
- **MEL 1208A Mclaughlin Lake** - Completion of 14 days Field Work Program comprising Mapping / Prospecting / Litho-geochemistry / Channel Sampling & Assaying

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07 | Our People



Blake Cannavo



James Walker



Philip Gardner



Hasaka Martin



Andrew Chung



Chris Jacobs



Greg Curnow



Rebecca Pritchard

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Blake Cannavo

Managing Director and Chief Executive Officer

Blake is an accomplished Chief Executive Officer with more than 25 years' experience in the mining and construction sectors with companies including Fortescue Metals Group, Lihir Gold Limited and Aquila Resources.

He has been responsible for delivering a diverse range of projects valued up to \$10B in Asia Pacific, South Africa, the UK and Europe. A competent strategist, Blake has a proven track record in developing innovative plans and activities to ensure that projects are delivered on schedule and budget.

James Walker

GAICD, FCA, B.Comm

Non-Executive Chair

James has over 25 years' experience as a Chartered Accountant, company secretary and senior executive of various high growth private companies. James has successfully completed multiple ASX IPOs, corporate acquisition transactions, secondary round raises on both the ASX and UK AIM markets and private capital raises.

James thrives on scaling businesses, commercialising technology and building new global markets, with extensive experience across a wide range of international high growth businesses, including deal-tech, data-driven customer experience, sensor systems, mining technology services, automotive, aviation, biotechnology, hotel telemarketing, drone detection and security sectors.

Philip Gardner

FAICD, CPA, B.Comm

Non-Executive and Independent Director

With over 28 years' experience as a CEO and 20 years as a director of public, private, government and not for profit organisations, he brings the oversight and risk management experience to support the NMR team through its listing and life as a public company. Philip has had a non-executive director career across the health, infrastructure and tourism industries.

He spent twelve years on the NIB Limited (ASX NHF) board from its listing as a small cap health insurer to become, at the time of his resignation, an organisation with a market cap of over three billion AUD and substantial international operations. Philip is currently the CEO of The Wests Group Australia and the Knights Rugby League Pty Ltd.

Hasaka Martin

M Comm Law.

Company Secretary

Hasaka has over 16 years' Company Secretarial experience working with listed companies across a number of industries both internally and through corporate service providers. Hasaka is the appointed Company Secretary for a number of listed and unlisted companies. He is a Chartered Secretary and a Fellow of the Governance Institute of Australia and holds a Graduate Diploma in Applied Corporate Governance and postgraduate qualifications in corporate and securities law.

Andrew Chung

PMP, PMI-SP, PMI-RMP

Project Services Manager

Andrew is an accomplished, seasoned, detail-oriented, multilingual Project Control / Planning Lead. He is highly regarded for managing complex engineering projects that meet demanding restraints. Project management expertise combined with in-depth knowledge of resource/cost control, contract administration, scheduling, team leadership, stakeholder management, risk management, and negotiations. Adept at working on projects from the initial vision to execution- gathering requirements, managing technical developments and delivering stellar results.

Chris Jacobs

CPA, MBS, BBus & BAS

Chief Financial Officer

Chris is a CPA accountant with over 20 years of multi-industry experience. He started his career working for KPMG and then owned his own Consulting business. Chris has a wealth of experience in business analysis and is interested in the development and implementation of process and system improvements. He worked for 3 years in a mining services manufacturing business as a Business Systems Manager. In recent years he has held the position of Chief Financial Officer in several family-owned businesses where he has been integral in driving the strategic and financial goals of these organisations.

Greg Curnow

PhD, MAusIMM, MAIG

Chief Geologist

Greg is an experienced geologist with over 35 years' experience in both mining and exploration roles across Australia and overseas. Mr Curnow has worked for several junior and major exploration and mining companies including Western Mining Company, Dominion Mining and Paradigm Gold. Mr Curnow's roles have covered both operations and senior management having worked as a mine and exploration geologist, across both open cut and underground projects, prior to moving into executive roles. Key commodities Mr Curnow has worked across include gold, silver, base metals, iron ore and battery minerals. Prior to joining NMR, Mr Curnow was a Senior Consultant (Gold, Base Metals and Iron Ore) at Geos Mining Mineral Consultants, where he focussed on project management, geological modelling and resource definition, across numerous gold, copper, iron ore, lithium and nickel projects in Australia and overseas. Mr Curnow is a member of the Australian Institute of Mining and Metallurgy (AusIMM) and is a Competent Person as defined by the JORC Code (2012).

Rebecca Pritchard

Executive Assistant

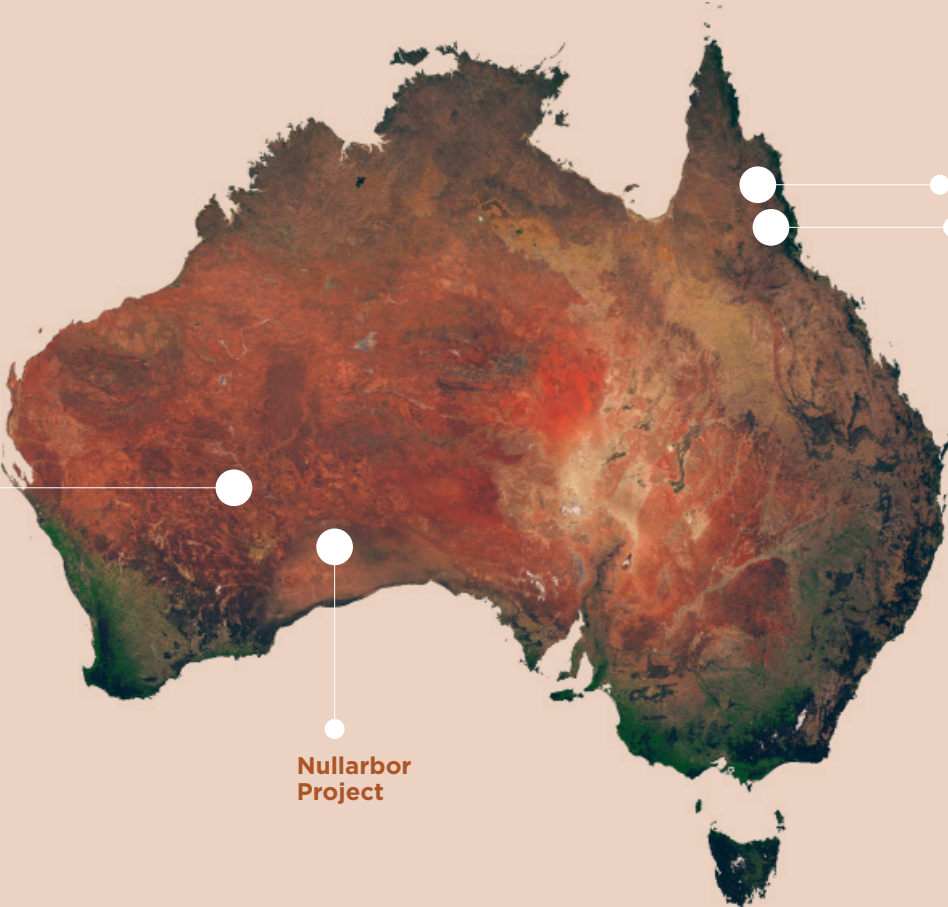
Rebecca is an accomplished executive assistant with extensive experience providing high-level support to Senior Management Teams and Board of Directors. Proficient in providing executive, secretarial and administrative support services across a range of complex issues to support the achievement of organisational objectives. Skilled in coordinating Board meetings, AGMs, ensuring timely submission of reports, and developing policies and procedures. Provides exceptional administrative support to team members and maintains efficient operations and deadlines for audits, company returns, and day-to-day operational requirements.

08 Project Overview

Location	Tenement ID	Tenement Name	Sub-Block (Sqkm)	Granted	Expiry	Key Commodity
Maneater Hill,	EPM28038	Maneater Hill	19 (62.51)	25th Jul 2022	24th Jul 2027	Cu, Au, Ag, Pb
	EPM11980	Limestone	4 (13.2)	3rd Jun 2017	2nd Jun 2025	Cu, Au
	EPM18325	Bald Hills	15 (49.4)	30th Jul 2018	29th Jul 2024	Cu, Au
	EPM19537	Mitchell River	33 (108.6)	21st Jan 2019	20th Jan 2024	Cu, Au
	EPM26891	Palmerville	63 (207.27)	29th Jan 2019	28th Jan 2024	Cu, Au
	EPM26893	Palmerville	100 (329)	29th Jan 2019	28th Jan 2024	Cu, Au
	EPM26894	Palmerville	84 (276.36)	1st Apr 2019	31st Mar 2024	Cu, Au
	EPM26895	Palmerville	63 (292.81)	31st Jan 2019	30th Jan 2024	Cu, Au
	EPM27396	East	100 (329)	4th Jun 2020	3rd Jun 2025	Cu, Au
	EPM27452	East	65 (213.85)	2nd Feb 2021	1st Feb 2026	Cu, Au
Palmerville, QLD	EPM28847	Wrotham	18 (51)	Application Submitted	16th Jun 2024	Cu, Au
	E37/1362	Music Well	58 (162)	17th Sep 2019	16th Sep 2024	Au, Li
	E37/1363	Music Well	39 (109)	17th Sep 2019	16th Sep 2024	Au, Li
	E31/1203	Arcoona	61 (171)	19th Nov 2020	18th Oct 2025	Ni, Au, Li, REE
Eastern Goldfields, WA	E24/210	Mt Veters	35 (98)	26th Jul 2021	25th Jul 2026	Ni, Au, Li, REE
	E69/3852	North	41 (114.8)	13th Oct 2021	12th Oct 2026	Au, Cu (IOCG)
Nullarbor, WA	E69/3850	Central	26 (72.8)	26th Oct 2021	25th Oct 2026	Au, Cu (IOCG)
	E69/3849	South	25 (70)	13th Oct 2021	12th Oct 2026	Au, Cu (IOCG)
	E69/4035	Mundra East	196 (548.8)	Application Submitted	25th Mar 2024	Au, Cu (IOCG)
	E69/4036	Mundra West	151 (422.8)	Application Submitted	25th Mar 2024	Au, Cu (IOCG)
Manitoba, Canada	MEL1208A	Mclaughlin Lake	(192.45)	18th Aug 2023	17th Aug 2028	Li
TOTAL			(3,894.65)			

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Australia



Eastern Goldfields Project

Nullarbor Project

Palmerville Project

Maneater Breccia Project

Canada



Mclaughlin Lake Lithium Project

Exploration Overview

PALMERVILLE QLD

Palmerville Project - Overview

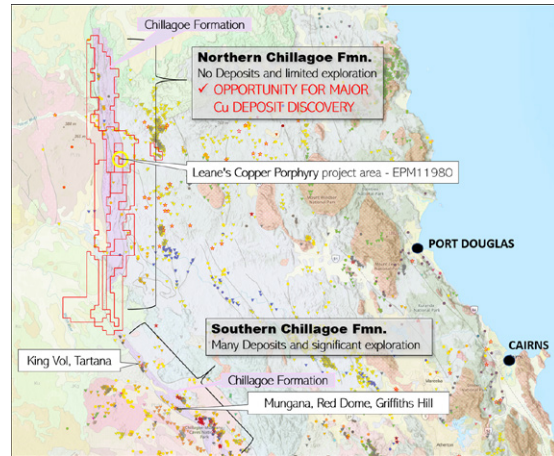
Strategic Location

- 130-kilometer-long tenement package covering almost the entire northern Chillagoe Formation
- Most underexplored part of the Chillagoe Formation = increased opportunity for discovery
- Close to existing mines and infrastructure
- One of the fastest growing areas of exploration for copper and gold in Queensland
- Tenements cover part of the extremely rich Palmerville Goldfields

Prospect

- Existing copper targets at Leane's, Fairlight-St George (historical copper mining), Glenroy (Historical copper mining), Pinnacle Hill, etc
- Multiple potential copper breccias (e.g. Pinnacle Hill) identified for immediate follow-up.

Figure 1: Palmerville Tenements



Palmerville - NMR Priority Prospects

St George - Fairlight (Copper)

- The Fairlight mine is an ~30m deep shaft at the contact between red jaspers and altered mafic intrusives.
- Historical mining with grades reported to be 30% copper
- Initial NMR samples returning positive results of up to 7.99% Cu with 9ppm Ag.

Leane's Copper (Copper)

- Copper already identified at Leane's prospect
- NMR's best rock chip samples are 31.1% Cu, 23.9% Cu, 1.29% Cu, 1.32% Cu, 3.55% Cu and 5.53% Cu.
- Previous shallow drill intercepts of 33m @ 0.49% Cu including 2m @1.1% Cu (LRC04)
- NMR's Initial shallow drilling has produced some encouraging results leading to the planning of a deeper drill hole. 28m @ 0.55% Cu, 4m @0.55% Cu, 11m @ 0.32% Cu.
- NMR's 2 separate drill holes intersect multiphase porphyry intrusives with disseminated and massive sulphides evident.

Glenroy (Copper)

- Glenroy also associated with historical mine shafts
- Samples from NMR's recent field campaign returned grades of 19.9% Cu

Bald Hills (Gold)

- Located on major, prospective regional aeromagnetic anomaly
- Same copper belt as Leane's copper breccia project
- Also contains historical copper workings.
- Anomalous gold and copper values from soil and rock chip sampling, 8.1 g/t Au and 0.575% Cu.

Pinnacle Hill (Copper)

- Possible Cu-Au breccia pipe containing historical workings
- Rock Chip samples of 13.8 and 11.3% Cu
- Initial multispectral results pointing towards multiple copper targets
- Under explored target with high potential

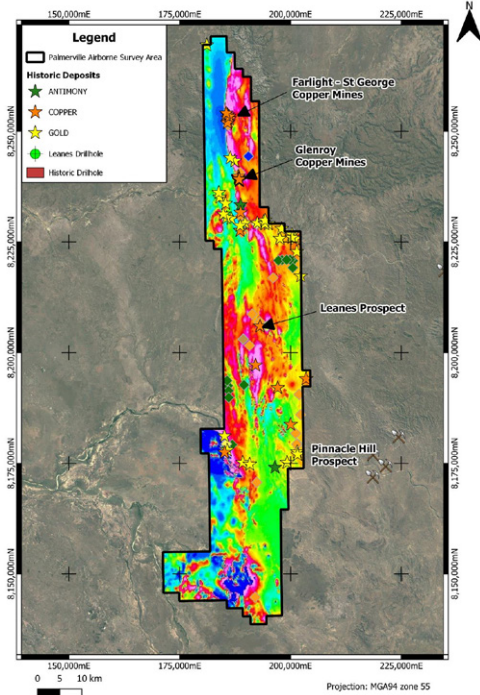
Palmerville - NMR's Regional Airborne Geophysical Survey

30,519 Line-Km Airborne Survey

Note: Completed on 25th May 2023

- NMR completed geophysical data acquisition covering 2,162km² of the Palmerville Copper Project in QLD.
- Survey is partly funded by the QLD Government as part of the Collaborative Exploration Initiative (CEI).
- Initial observations show the clear delineation of the Palmerville fault structure in the northern section of the project area which controls the Fairlight and Glenroy deposits.
 - » Possible dislocation and offsetting of the Palmerville fault between Glenroy & Leanes Prospect.
 - » Possible faulting and large circular structures south of Leanes Prospect.
 - » Two high/low mag anomalies in the southern portion of the Palmerville region with one of them being related to the flexure of the Palmerville fault between the southern and northern Chillagoe formations.
- Interpretation and modelling of the survey data is expected to be completed later in FY24 and results from the survey will be used to define high-priority drill targets or further ground geophysics.

Figure 2: Palmerville Airborne Magnetic data (RTP) and Major Prospects



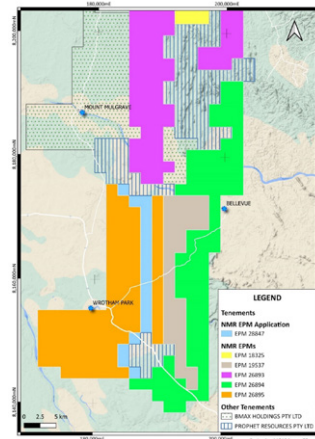
Palmerville - NMR's New EPM Application

New Application EPM 28847 Wrotham

Note: Submitted on 16th June 2023

- EPM application lodged covering key ground at Palmerville Copper Project in QLD adjacent to NMR's existing EPM 26895
- EPM 28847 Wrotham is 17 sub-block units in size and covers approximately 51km²
- EPM 28847 is located in the southern part of the Palmerville Project area and covers the edges of two significant magnetic anomalies highlighted by recent airborne magnetic survey.
- Initial interpretation of the survey data has highlighted up to six new targets at Palmerville including Fish Creek, Bonanza, Boomerang Creek, Jug Waterhole and Big Bend.

Figure 3: EPM 28847 Application Location Plan



Palmerville - NMR's Upcoming Works

Stage 1a - 3D Inversion and Modeling

- Completion of 3D Inversion and Modeling of the Airborne Geophysical Survey data acquired in June 2023 to assist target ranking and further ground geophysics survey.

Stage 1b - Field Works and Sampling for Target Ranking

- Completion geological mapping and rock chip sampling across Palmerville prospective tenements.

Stage 2 - Ground Geophysics Survey to refine Drill Target

- EPM27396 - East Palmerville North
- EPM26894 - Palmerville East
- EPM11980 - Limestone Creek

Stage 3 - Drilling and Assaying

- EPM27396 - Fairlight / Glenroy prospect Reverse Circulation (RC) Drilling (est. 1500m)

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Exploration Overview

MANEATER

EPM28038 Maneater - Overview

- Historical rock chips samples point towards large mineral system e.g. sample Q26178 Au 1.07g/t and 1.21g/t, Ag 640 ppm, Cu 175 ppm, Pb 7.4%, Zn 1800 ppm, Mo 3.5ppm, Bi 3.7ppm, Sb 2.31%.
- Historical diamond drillhole (MPD001)- assays showed an impressive intersection of 94m @ 4.45g/t of Ag.
- Very positive results already obtained from NMR's phase 1 diamond drilling campaign.
 - » Increasing gold with depth. MPD003 reached max gold assay of 1m @ 17.9g/t Au, well above previous drilling.
 - » Predicted "Increasing metal abundance with depth". Increasing copper (chalcopyrite) with depth. A composite of all results SUPPORTS the proposed "metal zoning" model for Maneater with anticipated gold at depth.
 - » >440m of massive, semi-massive and disseminated sulphides intersected in MPD003.
 - » MPD003 intersected 446m @ 5.5g/t Ag.
 - » Intrusive porphyry present in all drill holes indicating porphyry at depth.

Figure 4: Maneater Tenement

- Abundant sulfides over hundreds of meters
- Phyllic altered Porphyry intrusives throughout

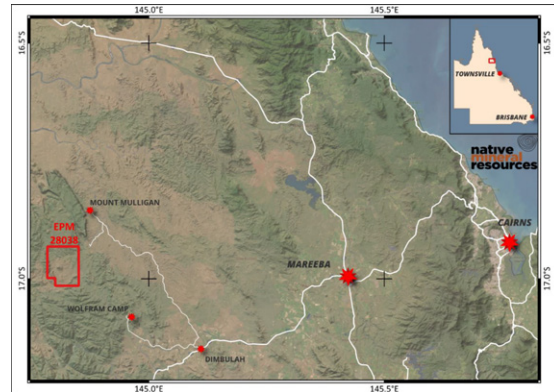
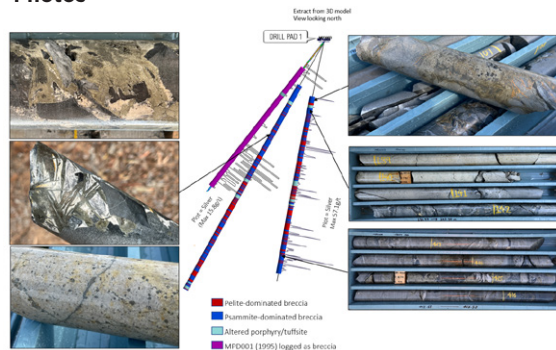


Figure 5: Maneater NMR's MPD002 & MPD003 Core Photos



EPM28038 Maneater - NMR's Phase 1 Drilling in FY23

Drill Hole MPD002

Note: Completed on 30th Oct 2022

- Best results from drill hole MPD002 include multiple 1m intervals recording grades up to 2.14 g/t Au, 1.7% Zn, 0.5% Sb, 57.1g/t Ag, 0.75% Pb and 0.35% Cu including;
 - » 1m (414-415m) at 57.1 g/t Ag, 0.1 g/t Au, 0.51% Zn, 0.12% Cu, 0.23% Pb and 204 g/t Sb)
 - » 1m (284-285m) @ 24.8g/t Ag, 0.3% Pb, 789ppm Sb, 0.54% Zn
 - » 5m (202-207m) at 0.4 g/t Au, 21.5g/t Ag, 226 ppm Cu, 1834 ppm Pb, 410ppm Sb and 0.31% Zn
- Drill hole MPD002 intersected massive, semi-massive, and disseminated sulfides for over 370m from approximately 107m depth downhole (edge of the breccia) to the EOH at 477.6m.
- The grades for Au, Zn, Sb, Ag, Pb and Cu are significantly higher than the previous drill hole MPD001* drilled in 1995. * Historical best values are 0.1g/t Au, 0.9 % Zn, 0.01% Sb, 15.8g/t Ag, 0.3% Pb and 0.18% Cu.

Drill Hole MPD003

Note: Completed on 21st Nov 2022

- The Silver (Ag) intercept of over 446m @ 5.5g/t Ag in MPD003 ranked #6 among ASX and TSX-listed companies based on the chart published by "MinerDeck".
- Other positive intercepts in MPD003 including;
 - » 11m @ 2.22g/t Au (from 478m depth)
 - » including 1m @ 6.32g/t Au (478m Depth)
 - » Including 1m @ 17.9g/t Au (from 488m depth)
 - » 1m sample interval grades up to 2.8% Zn, 0.19% Sb, 59.4g/t Ag, 0.72% Pb
 - » 54m @ 12.2 g/t Ag and 0.33% Zn (from 239m depth)

* Drill hole was terminated early due to difficulties maintaining trajectory towards target. The drill hole did not reach its target depth and remains open below the current EOH at 477m

EPM28038 Maneater – NMR’s Airborne Survey in FY23

894 Line-KM Airborne Magnetic Survey

Note: Completed on 16th Apr 2023

- Survey data indicates the Maneater Hill target is bigger and structurally more complex than originally estimated, target anomaly is now 2,000 metres in diameter
- Modelling indicates further shallow targets over 600 metre zone to the south of Maneater Hill

Figure 6: RTP High Pass Tilt Derivative Image

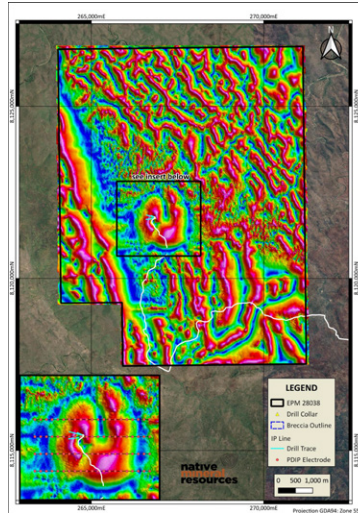
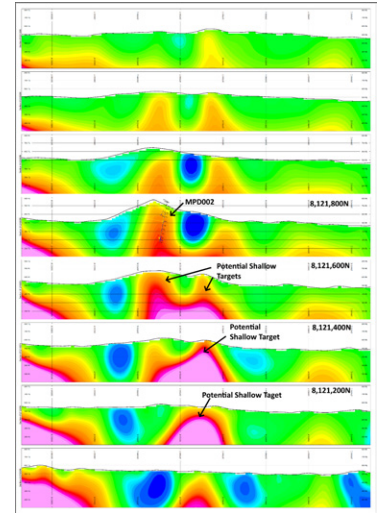


Figure 7: E-W Stacked Magnetic Susceptibility Sections Maneater Hill



EPM28038 Maneater – NMR’s PDIP Survey in FY23

Pole Dipole Induced Polarisation (PDIP) Survey

Note: Completed after FY23 (19th July 2023)

- Pole Dipole Induced Polarisation (PDIP) has delineated a new 900m long chargeability high anomaly over magnetic anomaly.
- Survey consisted of four 2km long lines with a line spacing of 300m, Dipole spacing of 100m and an expected depth of 500m.
- New eastern anomaly is characterised by high chargeability gradient with associated structurally controlled resistivity low.
- Part of the chargeability anomaly is associated with a magnetic susceptibility high in the southern zone and remnant magnetic susceptibility in the northern zone.
- Chargeability high is open to both the north and south, up to 400 metres deep, up to 150 metres wide and located near to surface.

Figure 8: Maneater Hill Chargeability Sections

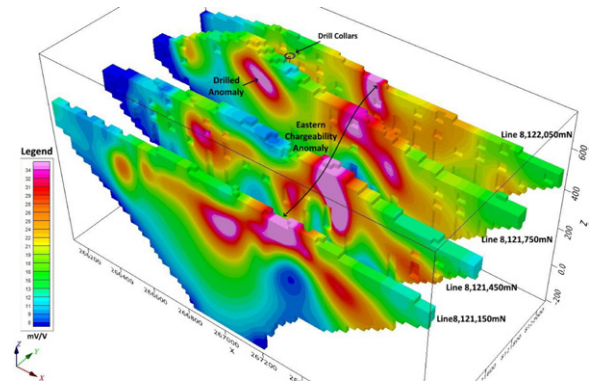
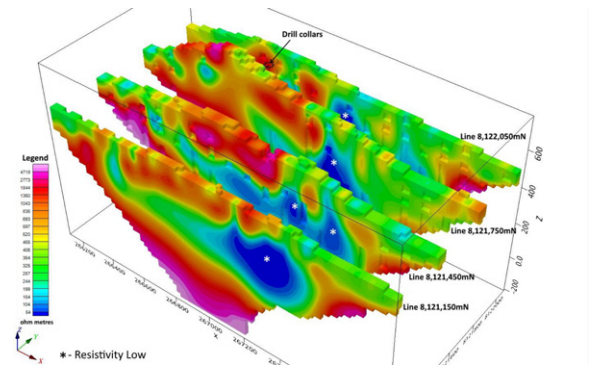


Figure 9: Maneater Hill Resistivity Sections



EPM28038 Maneater – NMR’s Upcoming Work

Phase 2 Diamond Drilling

Note: Scheduled to commence in Q3 2023

- Drilling will test priority targets of the 900m long chargeability high anomaly at Maneater Hill revealed from the successful Pole Dipole Induced Polarisation (PDIP) survey¹
- Drilling comprised of 6 diamond holes of approx. 300-400m depth of total 2,000m
- In discussion with Nguddaboolgan Native Title Aboriginal Corporation RNTBC for Cultural Heritage Survey

¹ PDIP results released post FY23

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Exploration Overview

MUSIC WELL

E37/1362-1363 Music Well - Overview

Strategic Location

- Highly competitive & prospective area surrounded by tenements held by Northern Star, FMG, Aeris Resources, Darlot Mining Co (Red 5) and other large competitive companies.
- Strategic position located along-strike from existing >1Moz mines and projects.

Prospect

- Targets under cover & under explores especially on E37/1363.
- NMR's target areas contains multiple gold-bearing quartz veins with varying grades and are all hosted within granite.
- Rock chip sampling within E37/1362 has returned positive results, including visible gold recovered from panned crushed samples and rock chip samples up to 147g/t Au.
- NMR's sampling in E37/1362 has verified anomalous results of previous explorers.
- Multiple targets exists on both tenements with only T1 followed up with fieldwork.
- NMR's field mapping has identified a significant number of pegmatite-type dykes cutting across the tenement which highlights the possibility of lithium (spodumene) bearing rocks on Music Well.

Visible & Coarse Gold

- Multiple samples have been collected by different NMR personnel containing visible gold and it is considered to be relatively abundant as seen in the photo adjacent.

Figure 10: Music Well Tenements

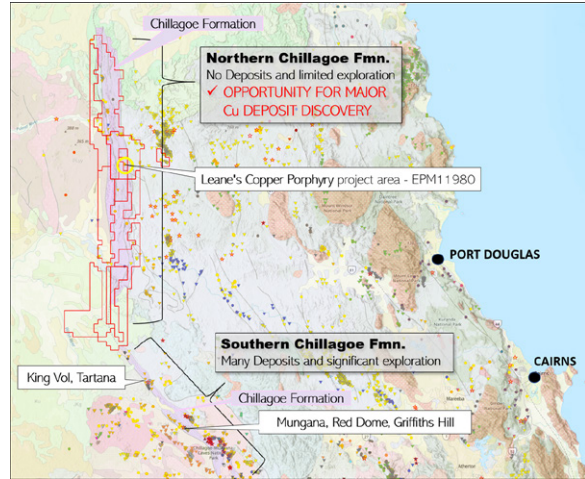


Figure 11: Visible, coarse gold found during crushing and in rock samples

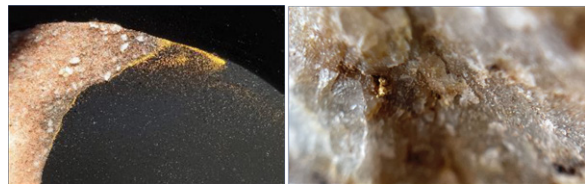


Figure 12: Sample of pegmatitic rocks found at the surface on E37/1362

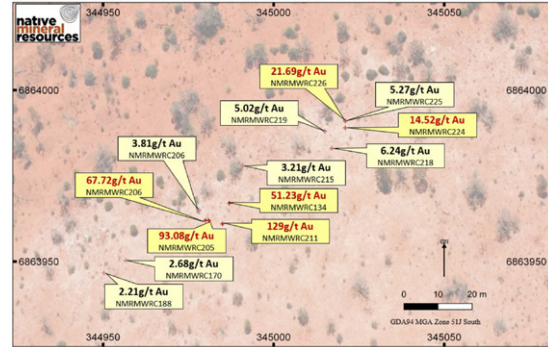


E37/1362 Music Well East – NMR’s Previous Works

Trench 1 (T1) – NMR’s Bulk Sampling & Drilling

- Replicated historical rockchip samples with multiple grades > 3/t Au with the best result being >100g/t Au.
- The vein is approximately 1.5-2m in width and shows along-strike variability in the grade.
- Diamond drilled at T1 confirms the presence of the quartz vein at depth.
- The average grade of all NMR rock chip samples collected and assayed from the T1 area is 4.32g/t Au from 156 samples.

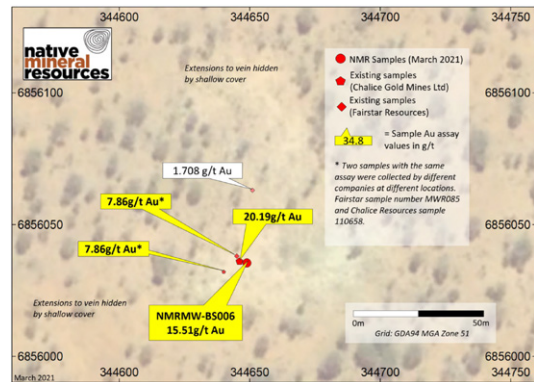
Figure 13: NMR Au sampling at T1 on E37/1362



Trench 2 (T2) – NMR’s Bulk Sampling

- Rockchip sampling at T2 has successfully repeated previous explorers sampling results.
- A 20-30kg bulk sample from T2 returned an assay of 15.51g/t Au.
- Further work needed to fully understand the
- Additional targets including the SK1 vein are still to be tested with fieldwork.

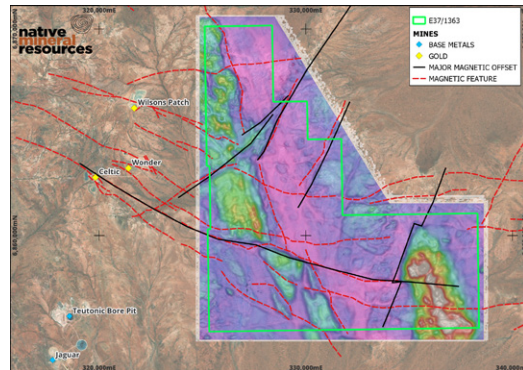
Figure 14: NMR & previous Au sampling at T2 on E37/1362



Airborne Magnetics

- Delineated structures & lineaments from the airborne magnetics that strike to known granite hosted gold mines including Northern star’s Bundarra project.
- Bundarra project” is located immediately to the west of NMR’s tenements and includes the Wonder, Celtic and Great Western areas.
- Bundarra has a reported JORC-compliant resource of 9.7 million tonnes @ 2.1 g/t (660,000 ozs of gold) and an estimated combined total resource of over 1 million ounces of gold.
- Many of the structures that host mineralisation are continuous onto E37/1363 and even extend as far as E37/1362 indicating that there could be a potential link to the same source rocks.
- Interpreted drill ready targets.
- Targets under cover & under explored.

Figure 15: NMR airborne magnetics & derived targets on E37/1363on E37/1362



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Exploration Overview

ARCOONA

E31/1203 Arcoona - Overview

Proven Gold Anomalies in Under Explored Terrain

- Soil geochemical sampling shows gold occurrences above regions where greenstones are found on the tenement.
- Northern Star's Carouse Dam gold mine located only 5km to the east.

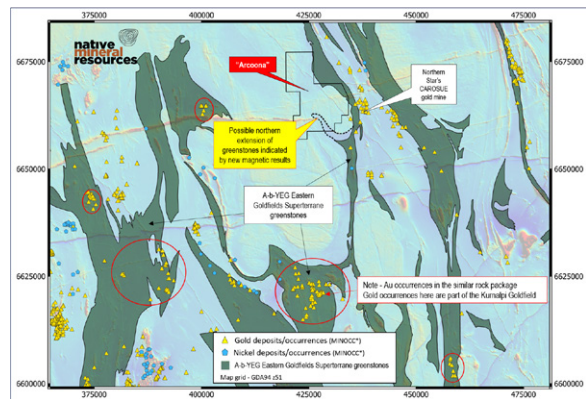
New Opportunities Arising from New Data

- Buried greenstones (main gold bearing rocks of the Yilgarn) extending into tenement and un-tested!
- Gold and Nickel targets hosted within the recently interpreted extension of greenstones into the Arcoona tenement.
- NMR's nickel targets on the eastern margin of the tenement are in line with the same exploration targeting and success had by Blaze Minerals Ltd in identifying prospective nickel (1m@ 0.76%), cobalt (1m@ 860ppm) and chromium (1m @ 6,270ppm) in drilling.

Regional Yilgarn Deposits

- Arcoona covers part of the greenstone unit that is host to the famous Kurnalpi goldfields which is located 45km to the south
- Arcoona lies along the northern structural continuation of this same greenstone belt.
- Northern Star's Carouse Dam gold mine (>1.2Moz resource) is located 5km to the west.
- Arcoona surrounded by some of the largest gold explorers & producers including Northern Star, FMG & St Barbara.

Figure 16: Arcoona Tenement

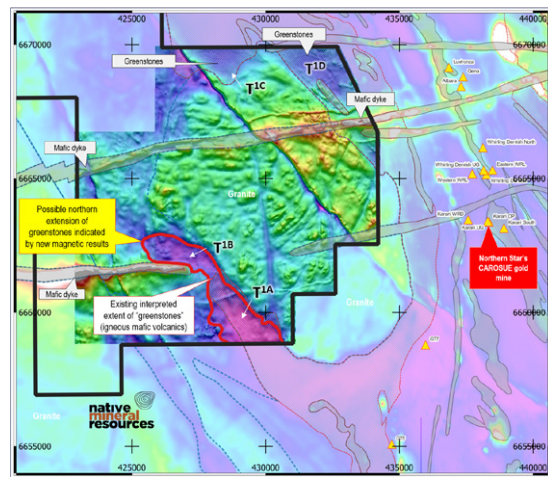


E31/1203 Arcoona - NMR's Previous Works

NMR's High Resolution Airborne Magnetics

- A 4,600-line km airborne magnetic and radiometric survey has been completed over the southern Arcoona tenement area providing unprecedented geophysical knowledge of the area.
- The survey has added additional support to the interpretation that greenstones extend beneath the cover at Arcoona.
- The data has reinforced and expanded the geological interpretation of a major greenstone belt extending north-west, into the southern part of the tenement & has generated 8 new targets.
- Delineates inferred greenstone units in the tenement (T1A - T1D).
- Southern greenstone targets (T1A & T1B) extend 5.5 km into the tenement and have not been tested by historical drilling.
- The buried greenstone belt extends to the Kurnalpi goldfield 40km to the south.
- Shows two narrow, NW-trending features interpreted to be faults & 2 E-W trending features that align with previous interpretations of the Widgiemooltha Dyke Swarm.

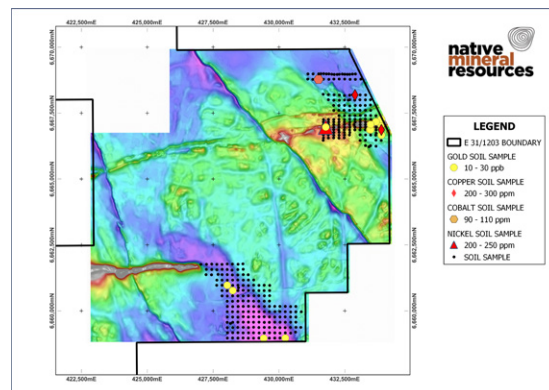
Figure 17: Map highlighting the interpreted "finger" of greenstones interpreted to extend to the NW into the southern part of the Arcoona tenement.



NMR's Ultrafine Soil Sampling

- NMR conducted an Ultrafine soil sampling program over the inferred greenstone target, T1A and the dyke targets T2B & T2c using LabWest's Ultrafine clay soil sampling technique.
- The results from the soil sampling were inconclusive, as the assays may have been affected by a calcrete layer located below the clay horizon that was sampled.
- Highest soil sample assays were 24.5ppb Au, 288ppm Cu, 110ppm Co & 234ppm Ni.
- Most of the anomalous results plot over targets T2B & T2c while four anomalous Au samples overlay the inferred greenstone in the south at T1A.

Figure 18: Soil samples points & results overlaying NMR magnetic survey image



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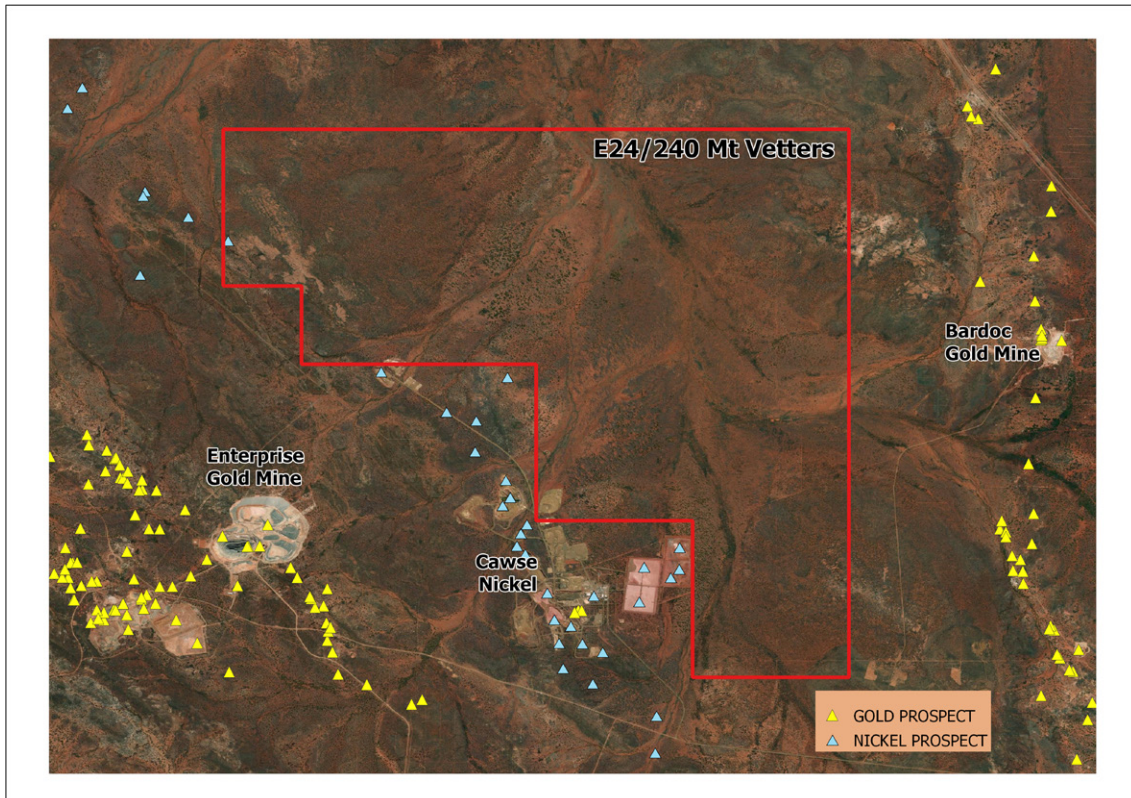
Exploration Overview

MT VETTERS

E24/210 Mt Vettters - Overview

- Mt Vettters lies 50KM north of Kalgoorlie & lies adjacent to multiple Ni mines and in an area prospective for granite hosted Gold & ultramafic related Ni.
- Also prospective for Lithium, Rare Earth Elements (REE) including the lanthanide series elements where Kalgoorlie Nickel (Ardea Resources) have highlighted significant TREO results in aircore drilling just located 15km north of the Mt Vettters. Ardea's best drilling results are:
 - » 28m @ 1,329ppm TREO* (from 24m)
 - » Inc 12m @ 2,487ppm TREO (from 40m)
- Bounded by two greenstone belts - to the west by the Ora Banda Greenstone Belt and to the east Bardoc Tectonic Zone, a shear system that is connected along strike to the Boulder - Lefroy Shear Zone which contains is most of Kalgoorlie's gold mineralization which has produced more than 60 Moz gold.
- Historical exploration has mainly focused on nickel laterite mineralisation associated with the Cawse nickel deposit.
- Exploration for gold has been limited to minor drilling programs.
- Previous drilling has shown anomalous Au mineralisation present within the granite host rock over a 250 m length, with best results of 7 m @ 2.3 g/t Au.
- The tenement is close to both nickel laterite treatment plant, as well as the Kalgoorlie nickel refinery.
- Area dominated by Kalgoorlie Nickel (Ardea Resources)
- The area is split between nickel and gold focussed companies.
- Kalgoorlie Nickel are currently completing a Prefeasibility Study for its Goongarie Hub which has a resources of 78MT @ 1.0% Ni & 0.069% Co.

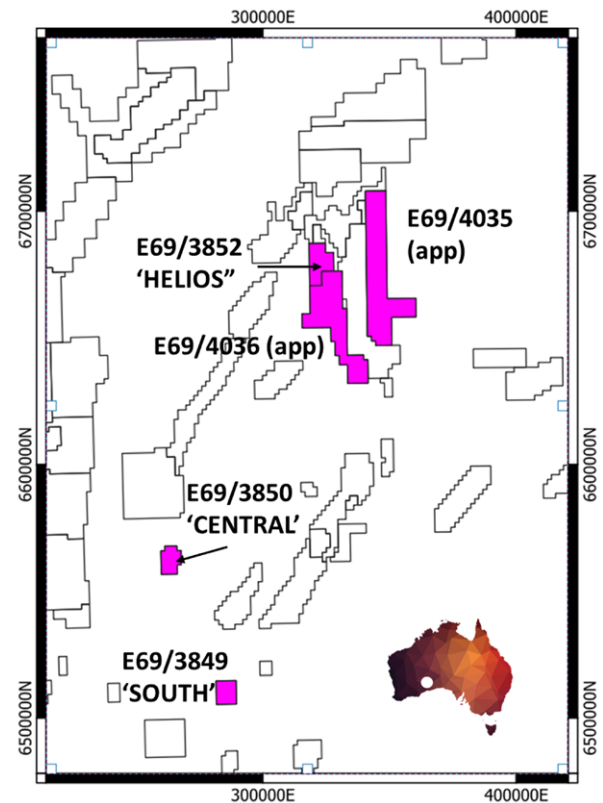
Figure 19: Mt Vettters Tenement



Nullarbor Project - Overview

- NMR had a first explorer advantage in new frontier terrain and picked up the best targets
- Significant financial support from the government for drilling at Helios through the EIS grant for Phase 2 diamond drilling
- NMR have completed three geophysics surveys and three drill holes:
 - » E69/3850 Central Drone Magnetic Survey 693 Line-KM in Oct 2021
 - » E69/3852 Helios Drone Magnetic Survey 831 Line-KM in Dec 2021
 - » E69/3852 Helios Phase 1 Diamond Drilling (500m EOH DDH_001) in March 2022
 - » E69/3852 Helios Gravity Survey in June 2023
 - » E69/3850 Central drilling (551.4m EOH DDHC_003) in Aug 2022
 - » E69/3852 Helios Phase 2 Drilling (1020.3m EOH DDH_002) in Sep 2022
- Impressive magnetics and gravity survey results have helped focus drill holes to help pinpoint potential mineralisation associated with positive identification of IOCG-style alteration
- Assay results meet most of the geological and geochemical targeting criteria for IOCG deposits.
- Comparable to the alteration associated with Ernest Henry and Olympic Dam IOCG deposits
- Further exploration on these assets being reviewed to define the next step to be aligned with NMR exploration strategy.

Figure 20: Nullarbor Tenements



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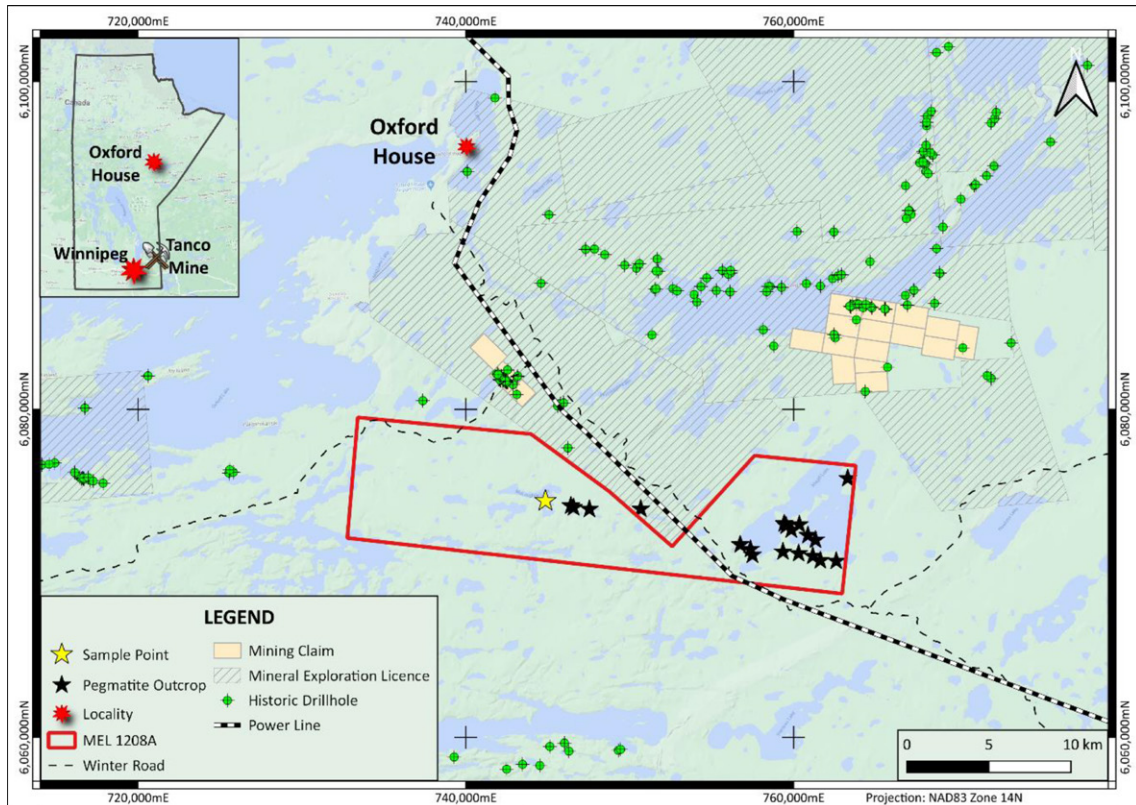
Exploration Overview

McLAUGHLIN LAKE

MEL1208A McLaughlin Lake - Overview

- High-Grade Lithium Project¹
- MEL 1208A encompasses 19,321 Ha in area and is approximately 30 km in length and up to 7.5 km in width and straddles the east-west contact between the Bayly Lake gneiss and the Oxford Lake belt.
- McLaughlin Lake Project is located in the Superior Province of the Canadian Shield, which is host to a number of significant lithium resources.
- Previous work has mapped a 400m long outcropping pegmatite dyke with a width of up to 2.2m wide.
- A 1.5m long channel sample from across the dyke assayed 1.32% Li₂O.
- Grab sampling of a 2nd dyke returned assays of 0.98% & 2.87% Li₂O.
- Numerous pegmatite dyke outcrops have been mapped.
- NMR's upcoming work comprised of geophysical survey, heli-assisted channel sampling and diamond drilling.

Insert Figure 21: McLaughlin Lake Tenement

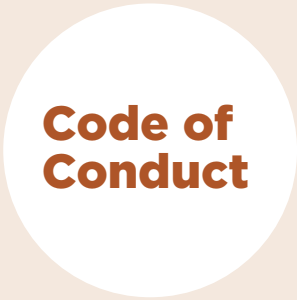


¹ This acquisition took place after FY23 (17th Aug 2023)

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We *embrace* innovation and continuously investigate **new technologies** and **methodologies** to *enhance* our exploration efficacy and efficiency.

09 Corporate Governance



- 1 Lay solid foundations for management and oversight
- 2 Structure the board to be effective and add value
- 3 Instil a culture of acting lawfully, ethically, and responsibly
- 4 Safeguard the integrity of corporate reports
- 5 Make timely and balanced disclosure
- 6 Respect the rights of security holders
- 7 Recognise and manage risk
- 8 Remunerate fairly and responsibly

Native Mineral Resources is a firm believer in sound corporate governance as a means of enhancing long-term shareholder value. Native Mineral Resources' board of directors is happy to announce that the Company has followed the policies principles and requirements.

Chair's Responsibilities

- Lead the Board to ensure effectiveness on all aspects of its role
- Promote a culture of openness in the Board
- Encourage constructive relations within the Board and between the Board and Management
- Facilitate effective contributions of Non-Executive Directors

Director's Responsibilities

- Set values, mission, and vision statements
- Provide guidance to Management
- Set strategic objectives
- Review Management's performance
- Establish a framework of prudent and effective internal controls
- Consider sustainability issues

Executive/ Board Committee

- 2 Independent Directors
- 1 Executive Director
- 1 Company Secretary

Key Responsibilities

Assist the Board in reviewing and approving matters as required under the Company's policies

Audit & Risk Committee

- 2 Independent Directors

Key Responsibilities

Assist the Board in discharging its statutory and other responsibilities relating to internal controls, financial and accounting matters, and business and financial risk management to safeguard shareholders' interests and the Company assets

Nomination & Remuneration Committee

- 2 Independent Directors

Key Responsibilities

Assist the Board in evaluating the performance of the Board, its committees, and directors; make recommendations on directors' appointments, renominations, and retirements

The Company's Corporate Governance Plan can be found on the website:
<https://nmresources.com.au/wp-content/uploads/2022/08/20220830-NMR-Corporate-Governance-Statement-FINAL-1.pdf>

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10 Sustainability



Business Growth

We actively address the values, needs and priorities of our stakeholders in managing our long-term growth and sustainability



Social Growth

We create positive impact on our communities and for our stakeholders through our business and corporate social responsibility activities



Environmental Sustainability

We mitigate our environment impact by improving resource and operational efficiency



Corporate Governance

We are committed to regulatory compliance, transparency, accountability, and proactive risk management culture with high ethical standards

Native Mineral Resources is dedicated to providing long-term value to all of its stakeholders. We are committed to minimising our negative environmental effect and helping our communities while achieving good financial performance, economic development, and high standards of governance by incorporating sustainability into all parts of our operations.

We acted quickly once the COVID-19 epidemic broke out to ensure the safety and well-being of our workers and stakeholders. To stop the virus from spreading, we took significant efforts, such as establishing strict safe management procedures at workplaces. In order to secure company continuity and safe, long-term operations, we also implemented proactive measures and actively engaged our key stakeholders.

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11

Directors' Report

Directors' Report

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Native Mineral Resources Holdings Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the financial year ended 30 June 2023.

Directors

The following persons were directors of Native Mineral Resources Holdings Limited during the whole of the financial period and up to the date of this report, unless otherwise stated:

- James Walker
- Phil Gardner
- Blake Cannavo

Principal Activities

During the financial year the principal continuing activities of the consolidated entity consisted of exploration and development activities at the consolidated entity's mining tenements predominately situated in Queensland and Western Australia.

Dividends

No dividends were paid or declared during the financial year.

Review of Operations

Native Mineral Resources (NMR) has a clear focus on delivering exploration success. The company will focus on rapid target delineation in order to fast track towards mine development and operations ensuring the best value return for investors. The company plans to achieve this goal by building a world-class tenement portfolio and adopting modern techniques and technologies for exploration.

NMR plans to continue to add value to the company by quickly building on its already impressive exploration results.

Tenement Grants

No new tenement granted during the FY23 financial year. E69/4035 Mundra East & E69/4036 Mundra West still in application since 25th March 2022.

Tenement Applications

One additional tenement application was lodged with DMRNE for adjoining tenements to NMR's existing Palmerville project. New tenement EPM28847 Wrotham cover 51 km² of total 17 Sub-blocks.

Maneater Breccia in QLD

During FY23, NMR conducted the following three (3) exploration campaigns for the tenement / project:

EPM 28038 Maneater Diamond Drilling:

Our diamond drilling initiatives, namely MPD002 and MPD003, yielded impressive results. MPD002 reached a depth of 477.6 meters, while MPD003 went even deeper to 543.3 meters. These drilling operations, conducted from October to November 2022, provided crucial insights into the geological composition and potential resource deposits within the target area.

EPM 28038 Maneater Geophysical Airborne Magnetic Survey:

In April 2023, we successfully completed an extensive airborne magnetic survey over the Maneater region, covering a distance of 894 line kilometres. This survey utilized advanced geophysical techniques to map magnetic variations in the area, contributing to our understanding of subsurface geological structures and potential mineralization zones.

EPM 28038 Maneater Geophysical Induced Polarisation Survey:

Our commitment to comprehensive exploration continued with the Geophysical Induced Polarisation Survey in the Maneater region. Executed from June to July 2023, this survey consist of 4x2 km length line with 300m spacing. By evaluating the electrical response of subsurface materials, this survey has provided valuable information for identifying potential mineral deposits and refining our exploration strategy.

Palmerville Project in QLD

During FY23, NMR conducted the following two (2) exploration campaigns for the tenement / project:

Regional Palmerville Geophysical Airborne Magnetic Survey:

From April to June 2023, we successfully executed a comprehensive geophysical airborne magnetic survey, covering an extensive distance of 30,112 line-kilometres across the Regional Palmerville area. This high-resolution survey allowed us to capture detailed magnetic variations within the region, contributing to the identification of subsurface geological structures and potential resource zones.

EPM 27396 Glenroy/Fairlight Field Mapping & Sampling:

In May 2023, we undertook meticulous field mapping and sampling efforts in the Glenroy and Fairlight regions. Through these initiatives, we collected and analysed 13 samples, each offering valuable insights into the geological composition and mineralization potential of the area. These findings serve as integral components in shaping our exploration strategies and refining our understanding of the resource landscape.

Nullarbor Project in WA

During FY23, NMR conducted the following two (2) exploration campaigns for the tenement / project:

E69/3850 Nullarbor Central Phase 1 Diamond Drilling:

As part of our Phase 1 exploration campaign, we conducted diamond drilling activities at Nullarbor Central. These efforts resulted in the successful drilling of DDHC to depths of 290.4 meters and 551.4 meters. These operations, undertaken with precision and expertise, provided crucial geological insights and laid the foundation for our understanding of the subsurface resources within this area.

E69/3852 Nullarbor Northern Phase 2 Diamond Drilling:

From August to September 2022, our Phase 2 exploration campaign focused on the Nullarbor Northern region. During this phase, we executed diamond drilling operations on DDH002, achieving an impressive depth of 1020.3 meters. These drilling efforts were conducted meticulously, allowing us to gather essential geological data that will play a pivotal role in shaping our exploration strategy moving forward.

Government Grants

No new government grants applied during the FY23. However the CEI grant of AUD\$200,000 back in February 2022 has been reimbursed to NMR in June 2023 upon completing the Airborne Magnetic and comply to DMRNE submissions.

Competent Person's Statement

The information in this report that relates to Exploration Results and Minerals Resources is based on information compiled by Mr Greg Curnow, MAUSIMM, a Competent Person who is a member of the Australian Institute of Geoscientists. Mr Curnow has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken 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 Curnow consents to the inclusion in this report of the matters based upon the information in the form and context in which it appears.

Financial Position

At 30 June 2023, the consolidated entity had net assets of \$194,703 (30 June 2022: \$498,044) and \$306,837 in cash (30 June 2022: \$449,962).

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the consolidated entity during the financial year.

Matters subsequent to the end of the financial year

On 17 August 2023, NMR announced it had acquired 51% of the highly prospective McLaughlin Lake Lithium project (MEL 1028A) located in the Oxford Lake region of Manitoba, Canada. In order to complete this purchase, NMR has entered into a Share Placement to raise \$640,913 at an issue price of \$0.03 (with attaching 1-for-3 Options exercisable at \$0.06).

No other matters or circumstance has arisen since 30 June 2023 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 intends to continue its exploration, development and production activities on its existing projects and to acquire further suitable projects for exploration as opportunities arise.

Environmental regulation

The consolidated entity is subject to and is compliant with all aspects of environmental regulation of its exploration and mining activities. The directors are not aware of any environmental law that is not being complied with.

Information on Directors

Name:	James Walker
Title:	Non-Executive Independent Chair
Qualifications:	GAICD, FCA, B.Comm (UNSW)
Experience and expertise:	James has over 25 years' experience as a Chartered Accountant, non-executive director and senior executive of various high growth companies. James has successfully completed multiple ASX IPOs, corporate acquisition transactions, secondary round raises on both the ASX and UK AIM markets and private capital raises. James thrives on scaling businesses, commercialising technology and building new global markets, with extensive experience across a wide range of international high growth businesses, including deal-tech, data-driven customer experience, sensor systems, mining technology services, automotive, aviation, biotechnology, hotel telemarketing, drone detection and security sectors.
Other current directorships:	Executive Chair of BluGlass (ASX: BLG) and a non-executive Director of
Former directorships (last 3 years):	Digital Wine Ventures (ASX: DW8) resigned in May 2023
Special responsibilities:	Member of the Nomination and Remuneration Committee Member of the Audit and Risk Committee
Interests in shares:	2,694,599 (Indirect)

Interests in options: 756,000 Employee Share Options
 Contractual rights to shares: None

Name: Phil Gardner
 Title: Non-Executive Independent Director
 Qualifications: FAICD, CPA, B.Comm (Newcastle)
 Experience and expertise: Philip brings a long and diverse range of experience to his position as non-executive director of the company. As a CPA and Fellow of the AICD, he has the technical skills to provide balance to the board's strong industry-specific competencies. With 29 years' experience as a CEO and 21 years as a director of public, private, government and not for profit organisations, he brings the oversight and risk management experience to support the NMR team through its listing and life as a public company. Philip has had a non-executive director career across the health, infrastructure and tourism industries.

Other current directorships: None
 Former directorships (last 3 years): None
 Special responsibilities: Chair of the Nomination and Remuneration Committee
 Chair of the Audit and Risk Committee
 Interests in shares: 5,872,223 (Direct)
 Interests in options: 756,000 Employee Share Options
 Contractual rights to shares: None

Name: Blake Cannavo
 Title: Managing Director and Chief Executive Officer
 Qualifications: None
 Experience and expertise: Blake is an accomplished Chief Operating Officer with more than 25 years' experience in the mining and construction sectors with companies including Fortescue Metals Group, Lihir Gold Limited and Aquila Resources.
 He has been responsible for delivering a diverse range of projects valued up to \$10B in Asia Pacific, South Africa, the UK and Europe. A competent strategist, Blake has a proven track record in developing innovative plans and activities to ensure that projects are delivered on schedule and budget.

Other current directorships: None
 Former directorships (last 3 years): None
 Special responsibilities: None
 Interests in shares: 70,232,793 (Indirect)
 Interests in options: 13,750,000
 Contractual rights to shares: None

'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

Hasaka Martin has held the role of Company Secretary since 26 July 2021. He is a Chartered Secretary and a Fellow of the Governance Institute of Australia.

On 31 March 2023, Marika White resigned as one of the joint the company secretaries.

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 2023, and the number of meetings attended by each director were:

	Board of Directors		Nomination & Remuneration Committee		Audit & Risk Committee	
	Attended	Held	Attended	Held	Attended	Held
James Walker	6	6	1	1	2	2
Phil Gardner	6	6	1	1	2	2
Blake Cannavo	6	6				

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

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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:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

The Nomination and Remuneration Committee is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the consolidated entity depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The Nomination and Remuneration Committee has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the consolidated entity.

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:

- having economic profit as a core component of plan design
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value
- attracting and retaining high calibre executives

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

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

Non-executive directors' remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Nomination and Remuneration Committee. The Nomination and Remuneration Committee may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration.

Non-executive directors received 756,000 zero-priced options each as part of their remuneration package upon IPO in November 2020. The Board Chair also received a salary (see under "Details of Remuneration") during the 30 June 2023 financial year.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was contained in the IPO prospectus (page 282) where the maximum annual aggregate remuneration was set at \$500,000.

Executive remuneration

The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has four components:

- base pay and non-monetary benefits
- short-term performance incentives
- share-based payments
- other remuneration such as superannuation and long service leave

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

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Nomination and Remuneration Committee based on individual and business unit performance, the overall performance of the consolidated entity and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the consolidated entity and provides additional value to the executive.

The company has not yet finalised any short-term or long-term incentive program for key management personnel.

Use of remuneration consultants

No remuneration advisors were engaged during the year nor was any formal remuneration advice received during the year.

The company's 2022 Annual General Meeting ('AGM')

At the 2022 AGM, 94.82% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2022. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration*Amounts of remuneration*

Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.

The key management personnel of the consolidated entity consisted of the following directors of Native Mineral Resources Holdings Limited:

- James Walker - Non-Executive Chair
- Phil Gardner - Non-Executive Director
- Blake Cannavo - Managing Director and Chief Executive Officer

	Cash Salary and Fees \$	Superannuation \$	Employee entitlements accrued \$	Equity Settled Options \$	Total \$
2023					
<i>Non-Executive Directors</i>					
James Walker	50,000	5,250	-	50,400	105,650
Phil Gardner	-	-	-	50,400	50,400
<i>Executive Directors</i>					
Blake Cannavo	503,263	52,500	56,921	42,350	655,034
	<u>553,263</u>	<u>57,750</u>	<u>56,921</u>	<u>143,150</u>	<u>811,084</u>

	Cash Salary and Fees \$	Superannuation \$	Employee entitlements accrued \$	Equity Settled Options \$	Total \$
2022					
<i>Non-Executive Directors</i>					
James Walker	50,000	5,000	-	50,400	105,400
Phil Gardner	-	-	-	50,400	50,400
<i>Executive Directors</i>					
Blake Cannavo	301,784	30,000	16,843	41,800	390,427
	<u>351,784</u>	<u>35,000</u>	<u>16,843</u>	<u>142,600</u>	<u>546,227</u>

Cash bonuses are not currently part of the remuneration packages of staff. The maximum bonus values are established at the start of each financial year and amounts payable are determined in the final month of the financial year by the Nomination and Remuneration Committee.

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

Name	Fixed Remuneration		Share Based Remuneration	
	2023	2022	2023	2022
<i>Non-Executive Directors</i>				
James Walker	52%	52%	48%	48%
Phil Gardner	0%	0%	100%	100%
<i>Executive Directors</i>				
Blake Cannavo	94%	89%	6%	11%

Service agreements

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

Name:	Blake Cannavo
Title:	Managing Director and Chief Executive Officer
Agreement commenced:	1 August 2020
Term of agreement:	No fixed period
Details:	Base salary for the year ending 30 June 2023 of \$500,000 plus superannuation, to be reviewed annually by the Nomination and Remuneration Committee. 30 days termination notice by either party.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares

Details of shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2023 are set out below:

Name	Date
Blake Cannavo	None
James Walker	None
Phil Gardner	None

Options

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

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
James Walker	756,000	17 August 2020	01 December 2023	7 August 2025	\$0.00	\$0.20
Phil Gardner	756,000	17 August 2020	01 December 2023	7 August 2025	\$0.00	\$0.20
Blake Cannavo	8,250,000	31 January 2022	30 June 2024	21 December 2025	\$0.34	\$0.0001
Blake Cannavo	5,500,000	30 November 2022	30 June 2023	31 May 2026	\$0.26	\$0.06

Options granted carry no dividend or voting rights.

All options were granted over unissued fully paid ordinary shares in the company. 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.

Values of options over ordinary shares granted, exercised and lapsed for directors and other key management personnel as part of compensation during the year ended 30 June 2023 are set out below:

Name	Value of options granted or recognised as expense during the year \$	Value of options exercised during the year \$	Value of options lapsed during the year \$	Remuneration consisting of options for the year %
James Walker	50,400	-	-	48%
Phil Gardner	50,400	-	-	100%
Blake Cannavo	42,350	-	-	6%

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 start of the year	Received as part of remuneration	Additions	Disposals/ Other	Balance at end of the Year
<i>Ordinary shares</i>					
James Walker	2,169,266	-	525,333	-	2,694,599
Philip Gardner	4,133,334	-	1,738,889	-	5,872,223
Blake Cannavo	52,501,050	-	17,731,743	-	70,232,793
	58,803,650	-	19,995,965	-	78,799,615

Option holding

The number of options over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at end of the Year
<i>Options over ordinary shares</i>					
James Walker	756,000	-	-	-	756,000
Philip Gardner	756,000	-	-	-	756,000
Blake Cannavo	8,250,000	-	-	-	8,250,000
Blake Cannavo		5,500,000	-	(5,500,000)	-
	9,762,000	-	-	(5,500,000)	9,762,000

Other transactions with key management personnel and their related parties

During the year Bamford Engineering Pty Ltd (a company 100% owned by Blake Cannavo) charged the company \$72,600 (30 June 2022: \$66,000) for rental of offices owned by Bamford Engineering. In addition, \$228,117 (30 June 2022: \$223,454) was paid for consultancy work carried out by staff of Bamford Engineering. Assets purchased from Bamford for a total written-down value of \$0 (30 June 2022: \$71,609).

A portion of these funds, together with the cash component of wages from January to June were transferred to BOC Holdings (a company 100% owned by Blake Cannavo) and used to participate in the Rights Issue of shares on 27 June 2023. This comprised \$309,707, together with net cash of \$186,775. BOC Holdings were issued 16,549,412 shares.

This concludes the remuneration report, which has been audited.

Shares under option

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

Grant date	Expiry Date	Exercise Price	Number under option
17 August 2020	7 August 2025	\$0.00	1,512,000
17 August 2020	7 August 2025	\$0.00	110,000
11 November 2020	16 November 2023	\$0.25	2,500,000
31 January 2022	21 December 2025	\$0.34	8,250,000
31 January 2023	30 June 2024	\$0.20	2,244,443

Shares issued on the exercise of options

There were no ordinary shares of Native Mineral Resources Holdings Limited issued during the year ended 30 June 2023 and up to the date of this report on the exercise of options granted.

Indemnity and insurance of officers

The consolidated entity 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 consolidated entity paid a premium in respect of a contract to ensure 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 consolidated entity 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 consolidated entity 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 consolidated entity, or to intervene in any proceedings to which the consolidated entity is a party for the purpose of taking responsibility on behalf of the consolidated entity 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 19 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 19 to the financial statements do not compromise the external auditor's independence requirements of the *Corporations Act 2001* for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

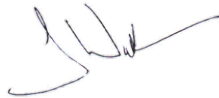
Officers of the company who are former partners of HLB Mann Judd

There are no officers of the company who are former directors of HLB Mann Judd Assurance (NSW) Pty Limited.

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

The Auditor's Independence Declaration is set out on page 16 and forms part of the Directors' Report for the full year ended 30 June 2023.

Pursuant to section 306 *Corporations Act 2001* this Directors' Report is made in accordance with a resolution of the Directors and is signed by James Walker on behalf of the directors.



James Walker
Non-executive chair

30 August 2023

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Auditor's Independence Declaration

To the directors of Native Mineral Resources Holdings Limited:

As lead auditor for the audit of the financial report of Native Mineral Resources Holdings Limited for the year ended 30 June 2023, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (a) the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- (b) any applicable code of professional conduct in relation to the audit.

This declaration is in relation to Native Mineral Resources Holdings Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'N J Guest'.

Sydney, NSW
30 August 2023

N J Guest
Director

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Consolidated Statement of Financial Position

NATIVE MINERAL RESOURCES HOLDINGS LIMITED			
	NOTES	30-Jun-23 \$	30-Jun-22 \$
Financial Assets			
Cash and cash equivalents	7	306,837	449,962
Trade and other receivables	8	112,932	109,618
		419,769	559,580
Fixed Assets			
Property, Plant and Equipment	9	146,202	164,390
Total Fixed Assets		146,202	164,390
Total Assets		565,971	723,970
Liabilities			
Current Liabilities			
Trade and other payables	10	244,371	158,993
Employee Entitlements	10	126,897	66,933
Total Current Liabilities		371,268	225,926
Total Liabilities		371,268	225,926
Net Assets (Liabilities)		194,703	498,044
Equity			
Share Capital	11	12,541,979	9,268,187
Share Based Payment Reserve	12	645,160	495,040
Accumulated Losses	13	(12,992,436)	(9,265,183)
Total Equity		194,703	498,044

Consolidated Statement of Profit or Loss and Other Comprehensive Income

NATIVE MINERAL RESOURCES HOLDINGS LIMITED

		30-Jun-23	30-Jun-22
		\$	\$
Sale of Gold	NOTES	-	30,667
Direct Expenses			
Operating expenses		-	(146,982)
Gross Profit		-	(116,315)
Interest Revenue		527	288
Government Grants		399,547	62,945
Sale of Tenements		-	235,000
Other Income		8,164	18,210
Board & Directors Expenses		(230,677)	(229,762)
Exploration Development		(1,766,249)	(2,070,663)
Exploration Management		(141,106)	(172,021)
Finance Related Fees & Charges		(725)	(2,783)
Office Expenses		(109,972)	(215,303)
Professional Services Fees		(453,851)	(547,650)
Depreciation		(44,467)	(37,904)
Property, Plant, Equipment Hire		(5,673)	(16,968)
Travel		(58,130)	(20,173)
Utilities		(17,598)	(13,685)
Wage Costs		(1,305,359)	(1,452,103)
Other expenses		(1,684)	(22,568)
Loss before income tax benefit		(3,727,253)	(4,601,455)
Income tax benefit		-	-
Loss for the period		(3,727,253)	(4,601,455)
Basic loss per share	22	(3.29)	(4.96)
Diluted loss per share	22	(3.29)	(4.96)

Consolidated Statement of Cash Flows

NATIVE MINERAL RESOURCES HOLDINGS LIMITED

		30-Jun-23	30-Jun-22
		\$	\$
	NOTES		
CASH FLOWS FROM OPERATING ACTIVITIES			
Proceeds from exploration and evaluation		-	64,928
Cash Inflow from Interest Income		527	288
Grant receipts		399,547	62,945
Other revenue		26,000	18,210
Payments for exploration and evaluation		(2,343,332)	(3,114,004)
Payments to suppliers and employees		(1,508,462)	(1,579,972)
NET CASH FLOW USED IN OPERATING ACTIVITIES	15	<u>(3,425,720)</u>	<u>(4,547,605)</u>
CASH FLOW FROM INVESTING ACTIVITIES			
Proceeds from Disposal of Tenements		-	177,938
Payment to acquire or for Property, Plant & Equipment		(26,280)	(165,173)
NET CASH FLOWS USED IN INVESTING ACTIVITIES		<u>(26,280)</u>	<u>12,765</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from the issue of shares and options		3,381,377	3,000,797
Transactions costs related to the issue of shares, options		(72,502)	(65,087)
NET CASH FLOWS PROVIDED BY FINANCING ACTIVITIES		<u>3,308,875</u>	<u>2,935,710</u>
Net change in cash held		(143,125)	(1,599,130)
Cash and cash equivalents at beginning of period		449,962	2,049,092
CASH AND CASH EQUIVALENTS AT END OF PERIOD	7	<u>306,837</u>	<u>449,962</u>

Consolidated Statement of Changes in Equity

Attributable to shareholders of Native Mineral Resources Holdings Limited

	Ordinary Shares	Accumulated Losses	Share Based Payment Reserve	Total Equity
	\$	\$	\$	\$
Balance at 1 July 2021	6,313,727	(4,664,278)	352,990	2,002,439
Loss for the year	-	(4,601,455)	-	(4,601,455)
Other comprehensive Income	-	-	-	-
	6,313,727	(9,265,733)	352,990	(2,599,016)
Transactions with shareholders in their capacity as shareholders				
Transfer from share based payment reserve to accumulated losses	-	550	(550)	-
Issue of Shares net of transaction costs	2,954,460	-	-	2,954,460
Share based payments	-	-	142,600	142,600
Balance at 30 June 2022	9,268,187	(9,265,183)	495,040	498,044
Balance at 1 July 2022	9,268,187	(9,265,183)	495,040	498,044
Loss for the year	-	(3,727,253)	-	(3,727,253)
Other comprehensive Income				
	9,268,187	(12,992,436)	495,040	(3,229,209)
Transactions with shareholders in their capacity as shareholders				
Issue of Shares net of transaction costs	3,273,792	-	-	3,273,792
Share based payments	-	-	150,120	150,120
Balance at 30 June 2023	12,541,979	(12,992,436)	645,160	194,703

Notes to Financial Statements

NOTE 1: CORPORATE INFORMATION

The financial statements of Native Mineral Resources Holdings Limited ("the company") and its controlled entities ("the Group" or the "consolidated entity") for the year ended 30 June 2023 are authorised for issue in accordance with the resolution of the Directors on 30 August 2023. Native Mineral Resources Holdings Limited is a company incorporated in Australia and limited by shares listed on the ASX.

The company is a for-profit entity for the purposes of preparing financial statements.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Preparation

These general-purpose financial statements for the financial year ended 30 June 2023 have been prepared in accordance with requirements of the *Corporations Act 2001* and Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

The financial statements have been prepared on a historical cost basis.

The principal accounting policies are set out below.

From 1 July 2022, the consolidated entity has adopted all Australian Accounting Standards and Interpretations effective for annual periods beginning on or before 1 July 2022. The adoption of new and amended standards and interpretations had no impact on the financial position or performance of the consolidated entity.

The consolidated entity has not elected to early adopt any new standards or amendments that are issued but not yet effective.

b) Critical accounting judgements, estimates and assumptions

The preparation of the financial statements may require management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Details of these are set out in Note 3.

c) Principles of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (i.e. subsidiaries). Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

Intercompany transactions, balances and unrealised gains on transactions between Group companies (if any) are eliminated. Accounting policies of all companies in the Group are consistent.

d) Income Tax

With the Company in a tax loss situation no income tax has been brought to account. Once profitable the income tax expense will comprise current income tax expense and deferred tax expense.

NOTES TO FINANCIAL STATEMENTS (cont.)

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

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in profit or loss except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that no adverse change will occur in income taxation legislation, that the Company will derive sufficient future assessable income to enable the benefit to be realised and that the Company will continue to comply with the conditions of deductibility imposed by the law.

e) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

f) 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.

g) Impairment of assets

At the end of each reporting period, the consolidated entity assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to profit or loss.

Where it is not possible to estimate the recoverable amount of an individual asset, the consolidated entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

NOTES TO FINANCIAL STATEMENTS (cont.)

h) Exploration and evaluation expenditure

The acquisition and maintenance costs of tenements are expensed in the period incurred.

i) Plant and Equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of plant and equipment over their expected useful lives as follows:

Plant	3-10 years
Equipment	2-5 years
Computers	3-5 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

j) 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.

k) 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.

l) Employee benefits

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.

Defined contribution superannuation expense

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

NOTES TO FINANCIAL STATEMENTS (cont.)

m) Share-based payments

Equity-settled share-based compensation benefits are provided to directors, the lead manager and employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to directors, the lead manager and employees in exchange for the rendering of services.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using the Black-Scholes or the Monte Carlo 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 the Black-Scholes or Monte Carlo 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 expense at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.

All changes in the liability are recognised in profit or loss.

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.

If the non-vesting condition is within the control of the consolidated entity, director 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.

NOTES TO FINANCIAL STATEMENTS (cont.)

n) Issued capital

Ordinary shares are classified as equity. Costs directly attributable to the issue of new shares are shown as a deduction from the equity proceeds.

o) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

p) Comparative Figures

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

q) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Native Mineral Resources Holdings 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.

r) 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 consolidated entity for the annual reporting period ended 30 June 2023. The consolidated entity considered that these will not have a material impact on the financial statements.

s) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the group and the revenue is capable of being reliably measured. Revenue from the rendering of a service is recognised upon the delivery of the service to the customers. Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. All revenue is stated net of the amount of goods and services tax (GST).

NOTES TO FINANCIAL STATEMENTS (cont.)

The consolidated entity recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the consolidated entity: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct

good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Sales of goods

Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Interest

Interest revenue is recognised using the effective interest method.

Grant income

Income from Government grants is recognised only when the conditions of the grant are satisfied.

Sale of tenements

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer.

t) Going concern

The consolidated entity has incurred operating losses of \$3,727,253 (2022: \$4,601,455) and negative operating cash flows of \$3,425,720 (2022: \$4,547,605) for the financial year ended 30 June 2023. As at 30 June 2023 the consolidated entity held cash of \$306,837 (2022: \$449,962), and net assets of \$194,703 (2022: \$498,044).

Notwithstanding the loss for the financial year, the financial statements have been prepared on an ongoing concern basis, which contemplates continuity of normal business activities and the realisation of assets and the discharge of liabilities in the normal course of business.

The Directors believe that there are reasonable grounds that the Company will be able to continue as a going concern, on the following basis:

- The Directors consider that the consolidated entity has the ability to continue to raise additional funds on a timely basis. The consolidated entity has raised funds in the past and the Directors have no reason to believe that it will not be able to continue to source equity or alternative funding if required; and
- The consolidated entity has the ability to scale back a significant portion of its expenditure activities if required

NOTES TO FINANCIAL STATEMENTS (cont.)

However, the consolidated entity's ability to continue as a going concern is dependent upon raising capital or loan funding, thus resulting in a material uncertainty that may cast doubt on the consolidated entity's ability to continue as a going concern and, therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business.

Based on the consolidated entity's forecasts, the consolidated entity will need to raise additional funds to meet its planned and budgeted exploration expenditure as well as regular corporate overheads during the next 6 months. The consolidated entity's capacity to raise additional funds will be impacted by the success of the ongoing exploration activities and market conditions.

NOTE 3: CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

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

Share-based payment transactions

The 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 the Black-Scholes model or the Monte Carlo 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 18 for further information.

NOTE 4: SEGMENT INFORMATION

The Group has identified its operating segments based on the internal reports that are reviewed and used by the board of directors (chief operating decision makers) in assessing performance and determining the allocation of resources. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, is the CEO.

The group operates in one operating segment being Exploration and Evaluation of Minerals, and one geographical segment, being Australia.

NOTES TO THE ACCOUNTS (cont.)

NOTE 5: COMMITMENTS AND CONTINGENCIES**a) Tenements**

The Group has certain obligations to perform minimum exploration work and to expend minimum amounts of money on such work on mining tenements. These obligations may be varied from time to time subject to approval and are expected to be fulfilled in the normal course of the operations of the Group. These commitments have not been provided for in the financial report. Due to the nature of the Group's operations in exploring and evaluating areas of interest, it is difficult to accurately forecast the nature and amount of future expenditure beyond the next year. Expenditure may be reduced by seeking exemption from individual commitments, by relinquishing of tenure. Expenditure may be increased when new tenements are granted.

The minimum expenditure commitment on the tenements is:

	Consolidated Group	
	30 June 2023	30 June 2022
	\$	\$
Not later than one year	1,071,301	737,247
Later than one year and less than five years	2,243,655	1,018,622

b) Employees

The Company has issued options to directors and employees as part of their total remuneration. Those issued in the current period are listed in Note 12 and 18.

NOTE 6: INCOME TAX EXPENSE

Numerical reconciliation of income tax expense and tax at the statutory rate

	Consolidated	
	2023	2022
	\$	\$
Prima facie income tax on operating loss at 25% (2021: 26%)	(931,813)	(1,150,364)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Share options issued	35,788	35,650
Shares issued to pay for tenement purchases	-	4,688
Other adjustments	(7,023)	
Deferred tax assets not recognised	903,048	1,110,026
Income tax expense	-	-

The consolidated entity has not recognised any deferred income tax asset which may arise from available tax losses. The consolidated entity has estimated its tax losses to be \$10,765,626 (2022: \$7,330,024) at 30 June 2023. A benefit of 25% (2022: 25%) of approximately \$2,691,407 (2022: \$1,832,506) associated with the tax losses carried forward will only be obtained if:

- The consolidated entity derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised;
- The consolidated entity continues to comply with the conditions for deductibility imposed by the law; and

NOTES TO FINANCIAL STATEMENTS (cont.)

- No changes in tax legislation adversely affect the consolidated entity in realising the benefit from the deductions for the losses.

NOTE 7: CASH AND CASH EQUIVALENTS

	Consolidated	
	2023	2022
	\$	\$
Cash at bank	305,837	448,962
Cash on hand	1,000	1,000
	306,837	449,962

NOTE 8: TRADE AND OTHER RECEIVABLES

	Consolidated	
	2023	2022
	\$	\$
Trade debtors	-	739
Prepayments	84,782	19,691
Other receivables	28,150	89,188
	112,932	109,618

NOTE 9: PLANT AND EQUIPMENT

	Consolidated	
	2023	2022
	\$	\$
Plant	137,769	124,105
Less: Accumulated Depreciation	(47,197)	(25,634)
	90,572	98,471
Equipment	73,859	67,608
Less: Accumulated Depreciation	(30,925)	(14,997)
	42,934	52,611
Computers	24,526	18,163
Less: Accumulated Depreciation	(11,830)	(4,855)
	12,696	13,308
	146,202	164,390

NOTES TO FINANCIAL STATEMENTS (cont.)

Reconciliations

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

Consolidated	Plant	Equipment	Computers	Total
	\$	\$	\$	\$
Balance at 30 June 2021	33,786	3,335	-	37,121
Additions	83,428	63,582	18,163	165,173
Disposals	-	-	-	-
Depreciation expense	(18,743)	(14,306)	(4,855)	(37,904)
Balance at 30 June 2022	<u>98,471</u>	<u>52,611</u>	<u>13,308</u>	<u>164,390</u>
Balance at 30 June 2022	98,471	52,611	13,308	164,390
Additions	13,664	6,252	6,363	26,279
Disposals	-	-	-	-
Depreciation expense	(21,563)	(15,929)	(6,975)	(44,467)
Balance at 30 June 2023	<u>90,572</u>	<u>42,934</u>	<u>12,696</u>	<u>146,202</u>

NOTE 10: TRADE AND OTHER PAYABLES AND EMPLOYEE ENTITLEMENTS

	Consolidated	
	2023	2022
	\$	\$
TRADE AND OTHER PAYABLES		
Trade Creditors	38,674	67,775
Other Payables	174,197	47,195
Accrued Expenses	31,500	44,023
	<u>244,371</u>	<u>158,993</u>
EMPLOYEE PROVISIONS		
Annual Leave Accrual	126,897	66,933
	<u>126,897</u>	<u>66,933</u>

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NOTES TO FINANCIAL STATEMENTS (cont.)

NOTE 11: ISSUED CAPITAL

	30-Jun-23	30-Jun-22	30-Jun-23	30-Jun-22
	\$	\$	Number	Number
Ordinary Shares				
Fully paid ordinary shares	12,541,979	9,268,187	99,128,441	99,128,441
Movement in contributed Equity for the period				
Balance at beginning of the period	9,268,187	6,313,727	99,128,441	85,288,500
Shares issued during the current financial year				
08 August 2022 (Rights Issue to shareholders)	481,141	-	3,701,083	-
05 October 2022 (Issued as part of Rights Issue shortfall)	322,037	-	2,477,206	-
31 October 2022 (Issued as part of Rights Issue shortfall)	1,344,606	-	10,343,118	-
31 January 2023 (Share Placement)	404,000	-	4,488,887	-
27 June 2023 (Rights Issue to shareholders)	804,784	-	26,826,134	-
Shares issued during the previous period				
30 June 2022	-	3,019,547	-	13,839,941
Less: Share issuance costs	(82,776)	(65,087)	-	-
Balance at end of period	<u>12,541,979</u>	<u>9,268,187</u>	<u>146,964,869</u>	<u>99,128,441</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.

Share buy-back

There is no current on-market share buy-back.

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.

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

The consolidated entity 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.

NOTES TO FINANCIAL STATEMENTS (cont.)

NOTE 12: SHARE BASED PAYMENT RESERVE

	Consolidated	
	2023	2022
	\$	\$
Share based payments reserve opening balance	495,040	352,990
Options issued to directors and employees	143,150	142,600
Options Issued to a third party	6,970	-
Transfer from share based payment reserve to accumulated losses	-	(550)
	<u>645,160</u>	<u>495,040</u>

NOTE 13: ACCUMULATED LOSSES

	Consolidated	
	2023	2022
	\$	\$
Accumulated losses at the beginning of the financial year	(9,265,183)	(4,663,728)
Loss after income tax expense for the year	<u>(3,727,253)</u>	<u>(4,601,455)</u>
Accumulated losses at the end of the financial year	<u>(12,992,436)</u>	<u>(9,265,183)</u>

NOTE 14. KEY MANAGEMENT PERSONNEL

Compensation

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

	Consolidated	
	2023	2022
	\$	\$
Short-term employee benefits	610,184	368,627
Post-employment benefits	57,750	35,000
Share-based payments	143,150	142,600
	<u>811,084</u>	<u>546,227</u>

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NOTES TO FINANCIAL STATEMENTS (cont.)

NOTE 15: RECONCILIATION OF PROFIT AFTER INCOME TAX TO NET CASH FROM OPERATING ACTIVITIES

	Consolidated	
	2023	2022
	\$	\$
Loss after income tax expense for the year	(3,727,253)	(4,601,455)
Adjustments for:		
Depreciation and amortisation	44,467	37,904
Provision for annual leave	59,964	27,471
Share-based payments	143,150	142,600
Shares issued to pay for Tenement purchases	-	18,750
Payments to acquire Tenements	-	-
Proceeds from Sale of Tenements	-	(177,938)
Payables associated with Equity accounts	10,888	-
Money held in Lieu of Shares	(39,000)	-
Change in operating assets and liabilities:		
(Increase)/Decrease in receivables	(3,314)	(51,2565)
Increase/(Decrease) in trade creditors and accruals	85,378	56,318
Net cash from operating activities	<u>(3,425,720)</u>	<u>(4,547,605)</u>

NOTE 16: FINANCIAL INSTRUMENTS

Overview

The Group has exposure to the following risks from use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note represents information about the Group's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk, and the management of capital.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks related to the operations of the Company through regular reviews of the risks.

(a) Credit Risk exposures

Credit risk is the risk of financial loss to the Group if a counterparty to a financial instrument fails to meet its contractual obligations. The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

The credit risk on financial assets of the Group which have been recognised on the statement of financial position is the carrying amount. The Group is not materially exposed to any individual debtor. As the Group operates in the mining exploration sector, it does not have trade receivables and therefore is not exposed to credit risk in relation to trade receivables. The Group undertakes exploration and evaluation activities exclusively in Australia. At the statement of financial position date there were no significant concentrations of credit risk.

NOTES TO FINANCIAL STATEMENTS (cont.)

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at reporting date was:

	Consolidated	
	30-Jun-23	30-Jun-22
	\$	\$
Financial Assets		
Cash and Cash equivalents	306,837	449,962
Trade and other receivables	112,932	109,618
	419,769	559,580

None of the above receivables were overdue at balance date.

Maturities of financial liabilities

The table below analyses the Group's financial liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities	Less than 6 months	6 - 12 months	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total contractual cashflows	Carrying amount (assets)/ liabilities
At 30 June 2023	\$	\$	\$	\$	\$	\$	\$
Trade Creditors	244,371	-	-	-	-	244,371	244,371
At 30 June 2022							
Trade Creditors	158,993	-	-	-	-	158,993	158,993

(b) Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group manages liquidity risk by maintaining adequate reserves by continuously monitoring forecast and actual cash flows.

If the Group anticipates a need to raise additional capital in the next 12 months to meet forecasted operational activities, then the decision on how the Group will raise future capital will depend on market conditions existing at the time.

(c) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, will affect the Group's income or the value of holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Currency Risk

The Group is not currently exposed to currency risk

NOTES TO FINANCIAL STATEMENTS (cont.)

(ii) *Interest rate risk*

The Group's exposure to the risk of changes in market interest rates relates primarily to the Groups cash and cash equivalents.

At reporting date, the interest rate profile of the Group's interest-bearing financial instruments was as follows:

	Consolidated	
	30-Jun-23	30-Jun-22
	\$	\$
<i>Variable rate Instruments</i>		
Financial Assets	281,829	433,958
Financial Liabilities	-	-
	281,829	433,958

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points in interest rates for the whole of the reporting period would have an increase (decrease) equity and profit or loss by the amounts shown below, where interest is applicable. This analysis assumes that all other variables remain constant.

	Profit (or Loss)		Equity	
	100bp increase	100bp decrease	100bp increase	100bp decrease
	\$	\$	\$	\$
Variable Rate instruments				
30 Jun 2022	4,774	(3,906)	4,774	(3,906)
30 Jun 2023	3,100	(2,536)	3,100	(2,536)

(iii) *Net fair values*

Methods and assumptions used in determining net fair value.

For assets and other liabilities, the net fair value approximates their carrying value. No financial assets and financial liabilities are readily traded on organised markets in standardised form. The Group has no financial assets where carrying amounts exceed net fair value at balance date.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the statement of financial position and in notes to and forming part of the financial statements.

NOTE 17: RELATED PARTY TRANSACTIONS

During the year Bamford Engineering Pty Ltd (a company 100% owned by Blake Cannavo) charged the company \$72,600 (30 June 2022: \$66,000) for rental of offices owned by Bamford Engineering. In addition, \$228,117 (30 June 2022: \$223,454) was paid for consultancy work carried out by staff of Bamford Engineering. Assets purchased from Bamford for a total written-down value of \$0 (30 June 2022: \$71,609).

A portion of these funds, together with the cash component of wages from January to June were transferred to BOC Holdings (a company 100% owned by Blake Cannavo) and used to participate in the Rights Issue of shares on 27 June 2023. This comprised \$309,707, together with net cash of \$186,775. BOC Holdings were issued 16,549,412 shares.

NOTES TO FINANCIAL STATEMENTS (cont.)

Transactions between related parties are on commercial terms and conditions, no more favourable than those available to other parties.

NOTE 18: SHARE BASED PAYMENTS

During the period ended 30 June 2023, a number of options were issued to a director, Blake Cannavo. Using the Monte Carlo model, the fair value of each option is as set out below and based on the following criteria/assumptions.

	Short Term Incentive Options	Long Term Incentive Options
Number of options issued	5,500,000	8,250,000
Expiry (years)	2	4
Exercise price (\$)	0.26	0.34
Vesting period (years)	1	3
Share price at issue date (\$)	0.185	0.235
Expected life	2 years	3.2 years
Volatility	67%	65%
Risk free interest rate	3.09%	1.25%
Dividend yield	0%	0%
Total expense recorded for the period ended 30 June 2023 (\$)	1,100	41,250

The performance of the vesting period began on 1 July 2022. The options were approved at the shareholders AGM on 30 November 2022.

The vesting date for the short-term incentive options was 30 June 2023, provided that the share price of the company is equal to or greater than \$1.00, calculated using a 5-day volume weighted average price ("VWAP") on any date from the 2022 AGM up to and including 30 June 2023. However, the share price vesting condition was not met, therefore the options lapsed.

The vesting date for the long-term incentive options is 30 June 2024, provided that the share price of the company is equal to or greater than \$2.00, calculated using a 5-day VWAP on any date from the 2022 AGM up to and including 30 June 2024.

NOTES TO FINANCIAL STATEMENTS (cont.)

NOTE 19: REMUNERATION OF AUDITORS

During the financial year the following fees were paid or payable for services provided by HLB Mann Judd Assurance (NSW) Pty Ltd, the auditor of the company, its network firms and unrelated firms:

	Consolidated	
	2023	2022
	\$	\$
<i>Audit services - HLB Mann Judd</i>		
Audit or review of the financial statements	45,426	42,500
<i>Other services - HLB Mann Judd</i>		
Preparation of the tax return	2,000	8,700
Other taxation advice	535	2,050
	<u>2,535</u>	<u>10,750</u>
	<u>47,961</u>	<u>53,250</u>

NOTE 20: PARENT ENTITY INFORMATION

Statement of Profit or Loss and Other Comprehensive Income

	Parent	
	2023	2022
	\$	\$
Loss after Income Tax	(235,915)	(299,377)
Total comprehensive loss	(235,915)	(299,377)

Statement of Financial Position

	Parent	
	2023	2022
	\$	\$
Total Current Assets	24,657	2,905
Total Non-Current Assets	12,015,758	8,790,239
Total Assets	<u>12,040,415</u>	<u>8,793,144</u>
Total Current Liabilities	<u>82,832</u>	<u>23,558</u>
Total Liabilities	<u>82,832</u>	<u>23,558</u>
Net Assets	<u>11,957,583</u>	<u>8,769,586</u>
Equity		
- Issued Capital	12,541,978	9,268,187
- Share Based Payment Reserve	645,160	495,040
- Accumulated losses	<u>(1,229,555)</u>	<u>(993,641)</u>
Total Equity	<u>11,957,583</u>	<u>8,769,586</u>

NOTES TO FINANCIAL STATEMENTS (cont.)

NOTE 21: INTERESTS IN SUBSIDIARIES

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

Name	Principal place of business / Country of incorporation	Ownership interest	
		2022 %	2021 %
Native Mineral Resources Pty Ltd	Australia	100.00%	100.00%

NOTE 22: EARNINGS PER SHARE

	Consolidated	
	2023 \$	2022 \$
<i>Earnings per share for profit from continuing operations</i>		
Loss after income tax	(3,727,253)	(4,601,455)
Loss after income tax attributable to the owners of Native Mineral Resources Holdings Limited	(3,727,253)	(4,601,455)
Loss after income tax attributable to the owners of Native Mineral Resources Holdings Limited used in calculating diluted earnings per share	(3,727,253)	(4,601,455)
	Cents	Cents
Basic earnings per share (cents per share)	(3.29)	(4.96)
Diluted earnings per share (cents per share)	(3.29)	(4.96)
	Number	Number
<i>Weighted average number of ordinary shares</i>		
Weighted average number of ordinary shares used in calculating basic earnings per share	113,306,870	92,786,104
Adjustments for calculation of diluted earnings per share:		
Options over ordinary shares	-	-
Weighted average number of ordinary shares used in calculating diluted earnings per share	113,306,870	92,786,104

Options

Options on issue are not included in the calculation of diluted earnings per share because they are considered to be antidilutive for the year ended 30 June 2023. These options could potentially dilute earnings per share in future periods.

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NOTES TO FINANCIAL STATEMENTS (cont.)

NOTE 23: EVENTS SUBSEQUENT TO REPORTING DATE

On 17 August 2023, NMR announced it had acquired 51% of the highly prospective McLaughlin Lake Lithium project (MEL 1028A) located in the Oxford Lake region of Manitoba, Canada. In order to complete this purchase, NMR has entered into a Share Placement to raise \$640,913 at an issue price of \$0.03 (with attaching 1-for-3 Options exercisable at \$0.06).

No other matters or circumstance has arisen since 30 June 2023 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.

Directors' Declaration

In the opinion of the directors of Native Mineral Resources Holdings Limited ("the Company"):

- a) the financial statements and notes set out on pages 17 to 39 are in accordance with the *Corporations Act 2001*, including:
 - i. giving a true and fair view of the financial position of the consolidated entity as at 30 June 2023 and of its performance for the year ended on that date; and
 - ii. complying with Australian Accounting Standards (including the Australian Accounting Interpretations), the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- b) 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
- c) the remuneration report in the directors' report complies with the disclosure requirements of Section 300A of the *Corporations Act 2001*.

The notes to the financial statements include a statement of compliance with International Financial Reporting Standards.

The directors have been given the declarations required by Section 295A of the *Corporations Act 2001* from the chief executive officer and chief financial officer for the financial year ended 30 June 2023.

Signed in accordance with a resolution of the directors.



James Walker
Non-executive chair

30 August 2023



Independent Auditor’s Report to the Members of Native Mineral Resources Holdings Limited

REPORT ON THE AUDIT OF THE FINANCIAL REPORT

Opinion

We have audited the financial report of Native Mineral Resources Holdings Limited (“the Company”) and its controlled entity (“the Group”), which comprises the consolidated statement of financial position as at 30 June 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors’ declaration.

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

- (a) giving a true and fair view of the Group’s financial position as at 30 June 2023 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

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

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

Material Uncertainty Regarding Going Concern

We draw attention to Note 2 t) in the financial report, which indicates that the Group incurred a net loss of \$3,727,253 and operating cash outflows of \$3,425,720 during the year ended 30 June 2023 and, as of that date, the Group held cash of \$306,837 and had net assets of \$194,703. As stated in Note 2 t), these events or conditions, along with other matters as set forth in Note 2 t), indicate that a material uncertainty exists that may cast significant doubt on the Group’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

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Key Audit Matter	How our audit addressed the key audit matter
Share based payments (Note 18)	
<p>In the current and previous periods, the Company has entered into share based payment arrangements with directors and management.</p> <p>As detailed in Note 2 of the financial statements, and in accordance with AASB 2: <i>Share Based Payments</i>, the fair value of the options at grant date are determined by management, with reference to external valuation sources, and utilised to account for the share based payment expense and options issued.</p> <p>The key assumptions in determining the fair value of the options are set out in Note 18 to the financial statements.</p> <p>We considered this area to be a key audit matter due to the value of the transactions and the significant management estimation and judgements involved in assessing the fair value of the share based payments issued during the year.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> • We reviewed and verified the key terms of the options issued as shared based payments during the year, to the supporting agreements and documentation. • We reviewed the fair valuation calculation for the options, with reference to the methodology utilised and the key assumptions adopted in the valuation. • We tested the accuracy of the recorded share-based payment expense for the period in the statement of profit or loss and option reserve. • We assessed the accuracy of the Company's disclosures of the share based payment arrangement and options on issue in the financial statements with reference to the requirements of accounting standards.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2023, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.



In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or 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 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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about



the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 9 to 14 of the directors' report for the year ended 30 June 2023.

In our opinion, the Remuneration Report of Native Mineral Resources Holdings Limited for the year ended 30 June 2023 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.

HLB Mann Judd

HLB Mann Judd Assurance (NSW) Pty Ltd
Chartered Accountants

Sydney, NSW
30 August 2023

A handwritten signature in black ink, appearing to read 'N J Guest'.

N J Guest
Director

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Shareholder Information

The shareholder information set out below was applicable as at 30 July 2023.

Distribution of equitable securities

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

Holdings Ranges	Number of holders	Total Units	% of total
1-1,000	24	7,594	0.010
1,001-5,000	154	463,770	0.320
5,001-10,000	131	1,154,918	0.790
10,001-100,000	291	10,490,553	7.140
100,001-9,999,999,999	108	134,848,034	91.760
Totals	708	146,964,869	100.000

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
BOC HOLDINGS PTY LTD <BOC FAMILY A/C>	69,881,692	47.550%
SIACH PTY LTD	6,681,517	4.546%
ROBBIE HUNT PTY LTD <ROBBIE HUNT SUPER A/C>	3,828,000	2.605%
DROHL PTY LTD	3,340,759	2.273%
SUTTON GARDNER PTY LTD	3,150,000	2.143%
SYMPALL PTY LTD	3,069,311	2.088%
DOUBLEDAY AUSTRALIA PTY LTD	2,807,499	1.910%
MR PHILIP PATRICK GARDNER	2,722,223	1.852%
BURRILL SKIES PTY LIMITED <BURRILL SKIES A/C>	2,004,587	1.364%
MISS BELINDA SUSAN RODGER	1,989,740	1.354%
SYMPALL PTY LIMITED <DARREN PEARSON S/FUND A/C>	1,875,000	1.276%
ALTOR CAPITAL MANAGEMENT PTY LTD <ALTOR ALPHA FUND A/C>	1,839,649	1.252%
CHELSEA ON THE PARK PTY LIMITED	1,173,489	0.798%
MR DAMIAN JAMES MCILROY	1,156,595	0.787%
MR DAMIAN JAMES MCILROY & MRS NICOLE M MCILROY <MCILROY SF A/C>	1,125,000	0.765%
MR BERTRAND LALANNE	1,000,000	0.680%
AZZOP PTY LTD	1,000,000	0.680%
MR BENJAMIN WECHSLER	895,000	0.609%
MR RICHARD BENJAMIN ALVARES	851,107	0.579%
VSP INVESTMENTS PTY LTD	722,765	0.492%
Total Securities of Top 20 Holdings	111,113,933	75.606%

Substantial holders

Substantial Holders (as disclosed in substantial holding notices)

Substantial Holder	Class of Shares	Number of Shares Held	Voting Power (%)
BOC Holdings Pty Ltd	Fully Paid Ordinary Shares (including quoted and unquoted fully paid ordinary shares)	69,881,692	47.55%

Classes of Equity Securities

Number of Holders of each Class of Equity Securities

Class of Security	Number of Holders	Units on Issue
Fully Paid Ordinary Shares	708	146,964,869
Employee Options (EOP) – EXP 07/08/2025	4	1,622,000
LMP Options \$0.25 Expiring 3 Years from Quotation ASX Escrow 2 years	2	2,500,000
Employee Options - Unlisted \$0.08 Options Vest 30 June 2024 Expiring 30 June 2026	1	8,250,000
Employee Options - Unlisted \$0.06 Options Vest 30 June 2024 Expiring 30 June 2024	2	5,500,000
Unlisted \$0.20 Options Expiring 30 June 2024	20	2,244,445

Restricted Securities

Class of Security	Number of Securities Issued	Date Escrow Ends
LMP Options \$0.25 Expiring 3 Years from Quotation ASX Escrow 2 years	2,500,000	16 November 2023

Unquoted Securities

Class of Security	Number of Holders	Units on Issue
EOP – EXP 07/08/2025	4	1,622,000
LMP Options \$0.25 Expiring 3 Years from Quotation ASX Escrow 2 years	2	2,500,000
Unlisted \$0.08 Options Vest 30 June 2024 Expiring 30 June 2026	1	8,250,000
Employee Options - Unlisted \$0.06 Options Vest 30 June 2024 Expiring 30 June 2024	2	5,500,000

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Unlisted \$0.20 Options Expiring 30 June 2024 20 2,244,445

Holders of unquoted securities holding more than 20%

Class of Security	Holder Name	Units Held	%
Lead Manager Options (LMP) \$0.25 Expiring 3 Years from Quotation ASX Escrow 2 years	LODGE CORPORATE PTY LIMITED	2,375,000	95.0%
Unlisted \$0.20 Options Expiring 30 June 2024	WFC NOMINEES AUSTRALIA PTY LTD	1,111,112	49.5%

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 with voting rights.

Tenements

Description	Tenement number	Interest owned %
Palmerville - Queensland	EPM 11980	100
Palmerville - Queensland	EPM 18325	100
Palmerville - Queensland	EPM 19537	100
Palmerville - Queensland	EPM 26891	100
Palmerville - Queensland	EPM 26893	100
Palmerville - Queensland	EPM 26894	100
Palmerville - Queensland	EPM 26895	100
Palmerville - Queensland	EPM 27396	100
Palmerville - Queensland	EPM 27452	100
Maneater Hill - Queensland	EPM 28038	100
Eastern Goldfields, Western Australia	E37/1362	100
Eastern Goldfields, Western Australia	E37/1363	100
Eastern Goldfields, Western Australia	E31/1203	100
Eastern Goldfields, Western Australia	E24/210	100
Nullarbor, Western Australia	E69/3849	100
Nullarbor, Western Australia	E69/3850	100
Nullarbor, Western Australia	E69/3852	100
<i>Under Application</i>		
Mundra - Western Australia	E69/4035	100
Mundra - Western Australia	E69/4036	100
Palmerville - Queensland	EPM 28847	100

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