OZZ RESOURCES LIMITED

ABN 98 643 844 544

ANNUAL REPORT

30 June 2023

Corporate directory

Current Directors

David Wheeler	*Non-Executive Director*
Joe Graziano	*Non-Executive Director*
Tim Slate	*Non-Executive Director*

Company Secretary

Tim Slate

Registered Office and Principal Place of Business

Street: Level 3, 101 St Georges Terrace
Perth, WA 6000
Postal: GPO Box 5457
Perth, WA 6831
Telephone: +61 08 6558 0886
Facsimile: +61 808 6316 3337
Email: admin@ozzresources.com.au
Website: www.ozzresources.com.au

Share Registry

Advanced Share Registry Limited
Street + Postal: 110 Stirling Highway
Nedlands, WA 6009
Telephone: 1300 113 258 (within Australia)
+61 8 9389 8033 (International)
Facsimile: +61 8 6370 4203
Email: admin@advancedshare.com.au
Website: www.advancedshare.com.au

Auditors

Hall Chadwick WA Audit Pty Ltd
Street: 283 Rokeby Road
Subiaco, WA 6008
Telephone: +61 8 9426 0666

Securities Exchange

Australian Securities Exchange
Street: Level 40, Central Park
152-158 St Georges Terrace
Perth, WA 6000
Telephone: 131 ASX (131 279) (within Australia)
+61 2 9338 0000
Facsimile: +61 2 9227 0885
Website: www.asx.com.au
ASX Codes: OZZ OZZO

Solicitors

Nova Legal Corporate Lawyers
Street: Level 2/50 Kings Park Road
West Perth, WA 6005
Telephone: +61 8 9466 3177

Tenement Manager

Austwide Mining Title Management Pty Ltd
Street: 6/42 Dellamarta Road
Wangara, WA 6947
Postal: PO Box 1434
Wangara WA 6947

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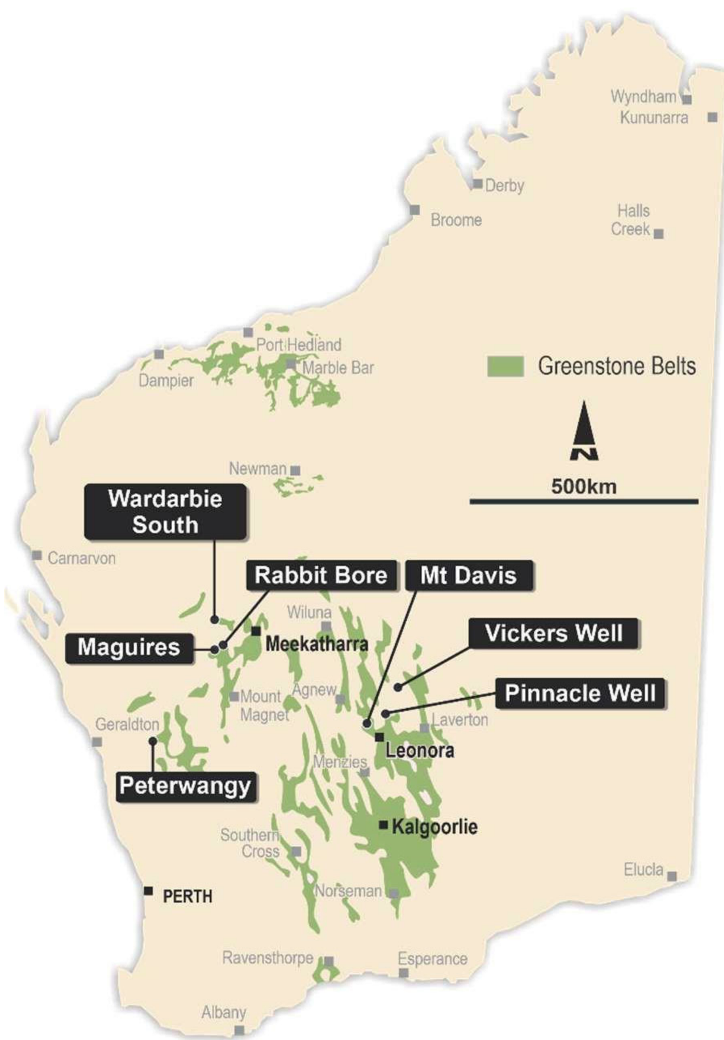

Wyndham
Kununarra
Derby
Broome
Halls Creek
Port Hedland
Marble Bar
Dampier
Greenstone Belts
N
500km
Newman
Wardarbie South
Carnarvon
Rabbit Bore
Mt Davis
Wiluna
Maguires
Meekatharra
Vickers Well
Pinnacle Well
Mount Magnet
Agnew
Geraldton
Laverton
Leonora
Menzies
Peterwangy
Kalgoorlie
Southern Cross
Elucla
PERTH
Norseman
Ravensthorpe
Esperance
Albany

Operations review

Exploration summary

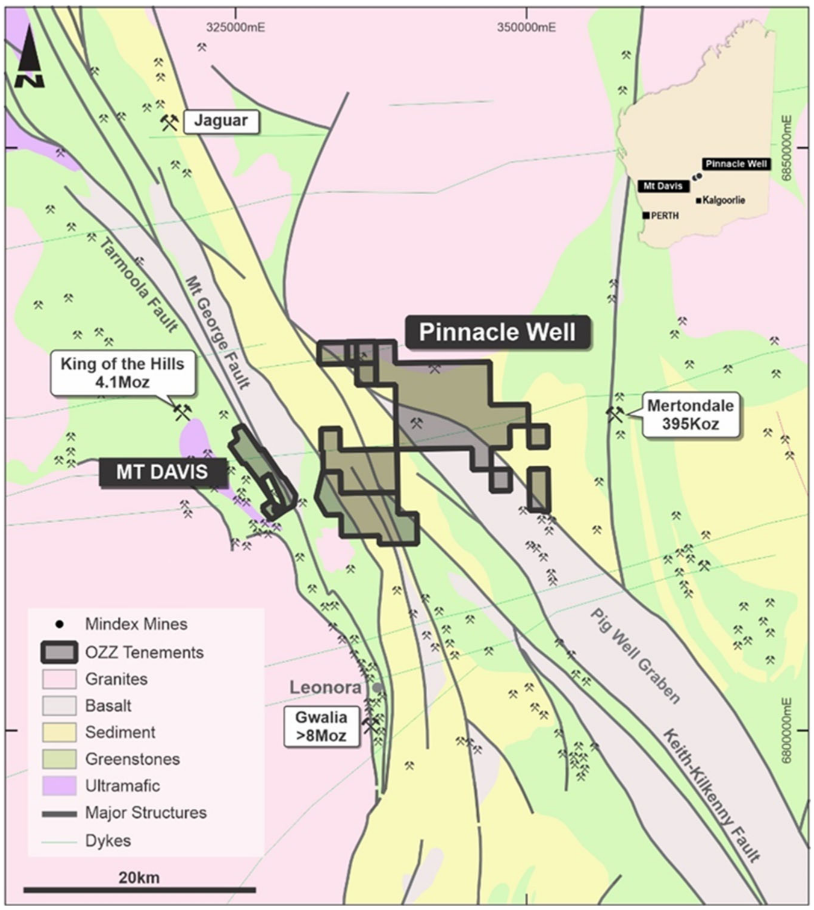
Project overview – Leonora projects: Mt Davis and Pinnacle Well

Tenure

The Mt Davis project is comprised of seven granted prospecting licences (P37/8633, P37/8634, P37/8635, P37/8636, P37/8637, P37/8638, and P37/9349) and two contiguous prospecting licence applications P37/9552 and P37/9553). The total area covered by the tenure is 1,415Ha and the project is located approximately 20km north of Leonora adjacent to the Goldfields Highway.

The Pinnacle Well project is comprised of 5 exploration licenses (E37/1246, E37/1287, E37/1355, E37/1234 and E37/1235) and 2 prospecting licenses (P37/8573 and P37/9139) covering 158km2. The project is approximately 10km east of Mt Davis, about 25km north of Leonora and adjacent to the Great Northern Highway, (see Figure 1).

Figure 1 Mt Davis and Pinnacle Well Tenure and Geology Plan



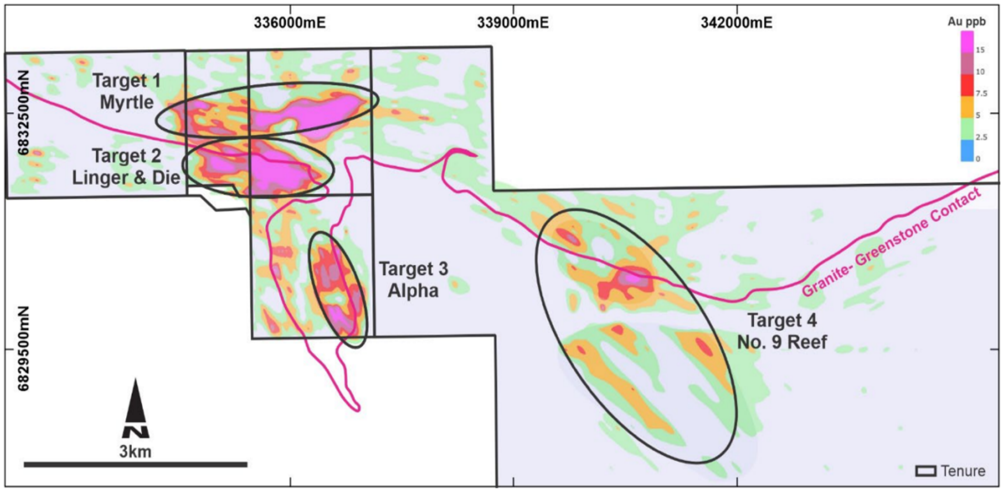
Geological setting

The Leonora project lies adjacent to the highly prospective Kalgoorlie-Kurnalpi terrane boundary in the Eastern Goldfields Superterrane of the Yilgarn Craton. Regional shearing and splays associated with the craton scale Keith -Kilkenny Fault are known to be the focus of major mineralisation in the district. Two significant (+4M oz) gold deposits situated respectively 5km to the north-west (King of the Hills) and 25km to the south (Sons of Gwalia) which are within the regional structures that pass through the Mt Davis project tenements.

Previous exploration

Geochemical soil sampling in 2022 generated gold anomalism, with four key areas identified for follow-up Reverse Circulation (RC) and air-core drilling.

2022 Au in soil samples with key targets



Current exploration programme

The Company's exploration strategy for the Leonora area is aimed at:

- Identifying potential extensions to the Trig deposit (Mt Davis) and defining repetitions of mineralisation along the Mt George Shear and sub parallel structures.
- Assessing the mineralisation potential at both projects in the areas extensively covered by alluvium for both gold and base metal mineralisation.
- A first pass of exploration has defined several targets and the plan is to test these.

No substantial exploration was undertaken on the project during the year.

Subsequent to the end of the year, in September 2023, the Company announced it had entered into an Agreement with United Mines Pty Ltd for the sale of exploration licences E37/1234 and E37/1235 and prospecting licence 37/8573 for a total consideration of $50,000.

Furthermore, as a result of not meeting the required expenditure under the Mt Davis Farm in and Joint Venture Heads of Agreement for tenements P37/8634, P37/8635, P37/8636, P37/8637, P37/8638 and P37/9349 (Mt Davis JV) with Mr Tanvanth Singh Sandhu, pursuant to the terms of the Mt Davis JV OZZ Resources has executed an agreement with Mr Sandu in order to formalise OZZ Resources' withdrawal from the Mt Davis JV and transfer its interest in P37,8633 to Mr Sandu for a nominal cash amount.

Project overview – Maguires Reward Project

Tenure

The Maguires Reward project is comprised of a single prospecting licence (P20/2318) covering an area of 200Ha. The project is located in the Central Murchison area, approximately 50km northwest of the major mining centre of Cue.

Geological setting

The Maguires Reward project is situated within the Archaean Murchison Province, a granite-greenstone terrane in the northwest of the Yilgarn Craton. A major structural feature through the Maguires Reward project area is a NE-trending regional shear zone and is an extension of the Big Bell Fault, which splays into several discrete faults to the southwest of the project area and represent prospective gold bearing fluid pathways and trap sites for gold mineralisation.

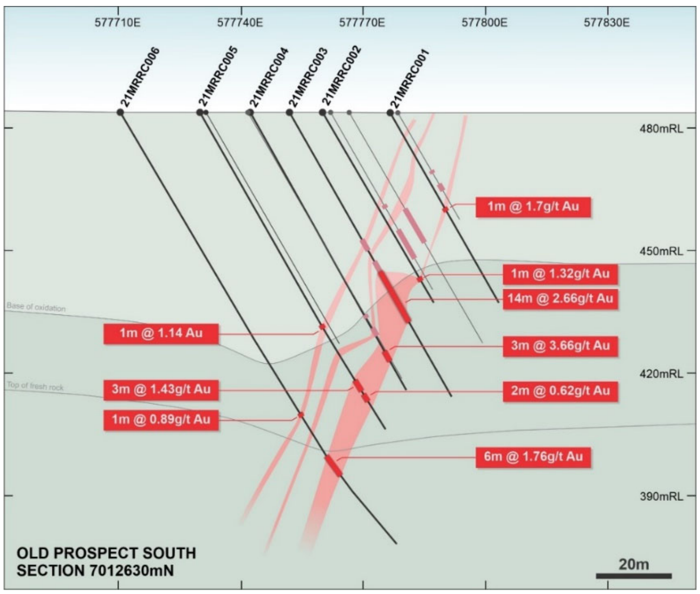
Previous exploration

Drilling of the Old Prospect zone by Ozz was undertaken in July/August 2021 after Ozz listed on the ASX. A 4,300m RC drilling programme was completed. The results were released to the ASX in October and a JORC compliant mineral resource estimated for Old Prospect was released to the ASX in November 2021.

Best Results from the drilling were:

- 14m @ 2.66/t Au from 45m (21MRRC003)
- 6m @ 3.23g/t Au from 31m and 7m @ 9.10 g/t Au from 81m (21MRRC011)
- 7m @ 4.50g/t Au from 46m (21MRRC032)
- 4m @ 4.48g/t Au from 16m (21MRRC016)
- 10m @2.48g/t Au from 100m (21MRRC039)

Figure 7 Old Prospect - Cross Section



The Mineral Resource Estimate for Old Prospect, based on an initial 4,300m RC drilling program, is 312 kt @ 2.15 g/t for 22 koz of contained gold. A partner is being sought to advance the project.

Current exploration programme

No substantial exploration was undertaken on the project during the year.

Project overview – Rabbit Bore Project

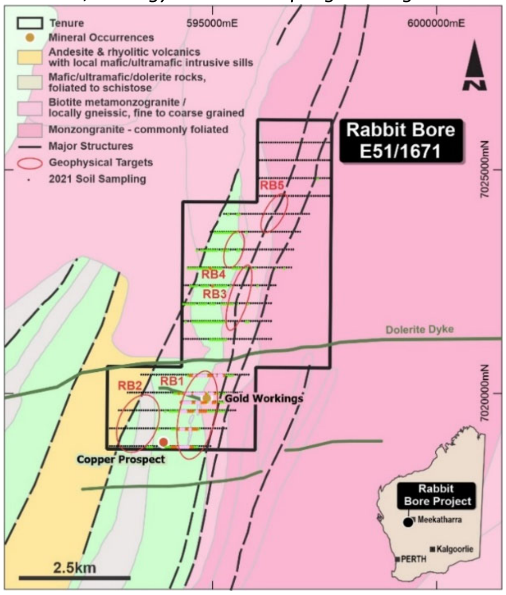
Tenure

The Rabbit Bore project is comprised of a single exploration licence (E51/1671) covering an area of 2,390Ha. The project is located in the Central Murchison area approximately 55km north of the major mining centre at Cue.

Geological setting

The Rabbit Bore project lies at the northern end of the Mt Weld greenstone belt. The tenement contains a NE shear zone that is interpreted as an extension of the Big Bell Fault, that splays into several discrete structures south of the project area. This structure contains gold prospects at many locations along its entire length.

Tenure, Geology and Soil sampling coverage



Current exploration programme
No substantial exploration was undertaken on the project during the year.

Project overview – Peterwangy Project

Tenure
The Peterwangy project comprises two granted exploration licenses (E70/5124 and E70/5691) covering 13 blocks for a total area of 4440 Ha, located in the Mid-West region of Western Australia. E70/5124 is held by Provident Mining Pty Ltd (Provident). E70/5691 is owned totally by the Company.

Current exploration programme
No substantial exploration was undertaken on the project during the year.

Project overview – Wardarbie South Project

Tenure
The Wardarbie South project is comprised of three prospecting licences (P 51/3025, P 51/3026, and P 51/3027) covering an area of 600Ha. The project is located in the Central Murchison area, approximately 75km northwest of the major mining centre of Meekatharra.

Current exploration programme
No substantial exploration was undertaken on the project during the year.

Corporate summary

On the 12 October 2022, Mr Brian McNab resigned as a non-executive director of the Company and Mr Tim Slate was appointed as a non-executive director.

In January 2023, the Company completed a 3 for 5 Non-renounceable Rights Entitlement issue at a price of $0.05 per new share in accordance with a Prospectus date 22 December 2022. CPS Capital Group Pty Ltd were the lead manager and broker to the Company for the offer.

On 20 January 2023, the Company completed a placement to raise $200,000 (before costs), via the issue of 4,000,000 fully paid ordinary shares at an issue price of $0.05. On the same date, the Company closed the entitlement offer of up to 30,573,794 ordinary shares at an issue price of $0.05 per new share. The Company received acceptances for a total of 8,048,965 new shares raising $402,448 (before costs). The shortfall under the offer of 22.524,829 fully paid ordinary shares, was completed on 21 February 2023, raising additional funds of $1,126,241 (before costs).

On 21 February 2023, the Company completed a further placement to raise $350,000 (before costs) via the issue of 7,000,000 fully paid ordinary shares at an issue price of $0.05.

On 24 March 2023, the Company announced the appointment of Mr Tim Slate as Company Secretary. Mr Stuart Usher resigned as Company Secretary on the same day.

Directors' report

Your Directors present their report on the Company, Ozz Resources Limited (**Ozz Resources** or **the Company**) for the financial year ended 30 June 2023. Ozz Resources is listed on the Australian Securities Exchange (ASX:OZZ).

1. Directors

The names of Directors in office at any time during or since the end of the year are:

David Wheeler	Non-Executive Director	
Joe Graziano	Non-Executive Director	
Tim Slate	Non-Executive Director	*(Appointed 12 October 2022)*
Brian McNab	Non-Executive Chairman	*(Resigned 12 October 2022)*

(collectively **the Directors** or **the Board**)

Directors have been in office since the start of the period to the date of this report unless otherwise stated.

2. Company secretary

The following person held the position of company secretary at the end of the financial year:

Tim Slate

Qualifications	BComm, CA, AGIA, GAICD
Experience	Mr Slate has over 15 years' experience in the accounting and company secretarial profession, having worked in Perth across a diverse range of multinational and small companies, and has experience in ASX/LSE listed company, private entities and working with high net worth individuals. Mr Slate holds a Bachelor of Commerce from the University of Western Australia, is a Chartered Accountant, an Associate Member of the Governance Institute of Australia and a Graduate of the Australian Institute of Company Directors.
Interest in options	Nil

3. Dividends paid or recommended

There were no dividends paid or recommended during the financial year ended 30 June 2023.

4. Significant Changes in the state of affairs

There have been no significant changes in the state of affairs of the Company during the financial year ended 30 June 2023 other than disclosed elsewhere in this Annual Report.

5. Operating and financial review

5.1. Operations Review

Refer to the detailed *Operations review* on page 2 of the Annual Report.

5.2. Financial Review

a. ***Operating results***

For the year 30 June 2023 the Company delivered a loss before tax of $1,099,025 (2022: $4,378,574 loss) and a net operating cash out-flow of $1,228,664 (2022: 3,572,013 out-flow).

b. ***Financial position***

The net assets of the Company have increased from $480,853 at 30 June 2022 to $1,457,981.

As at 30 June 2023, the Company's cash and cash equivalents increased to $1,475,611 (2022: $784,480) and it had a working capital position of $1,438,823 (2022: $428,454).

The financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the ordinary course of business.

The Directors are satisfied that the going concern basis of preparation is appropriate based upon the Company's history of raising capital to date, the directors are confident of the Company's ability to raise additional funds as and when they are required.

5.3. **Key Business Risks**

The Company is subject to various risk factors. Some of these are specific to its business activities while others are of a more general nature. Individually, or in combination, these risk factors may affect the future operating and financial performance of the Company.

a. ***Occupational health and safety risks***

The Company seeks to ensure that it provides a safe workplace to minimise risk of harm to its employees and contractors. It achieves this through an appropriate safety culture, safety systems, training, and emergency preparedness

b. ***Exploration risk***

Exploration and Mineral Resource development incorporates a high degree of technical and geological risk. The natural endowment of the ground being explored is the limiting factor and there always remains a risk of insufficient natural endowment to make an economic discovery.

Detailed planning of exploration programs, with external consultant input where required, ensures the highest quality exploration targets are tested. The Board approves all exploration programs and budgets to achieve outcomes in the Company's (and shareholders) best interests, with regular reporting provided to the Board of the results of exploration programs.

The Company undertakes business development activities to source new projects for the Company with the objective of acquiring assets with a high potential for exploration success.

c. ***Supplier risk***

Current economic climate has impacted both the cost and availability of key suppliers (drill contractors, analytical laboratories, labour hire, consultants etc.) to allow the Company to conduct exploration activity in a timely manner.

d. ***Mineral resources***

Mineral resources for the Company's projects are estimates only. No assurance can be given that they will be realised.

e. ***Government charges***

The mining industry is subject to a number of Government taxes, royalties and charges. Changes to the rates of taxes, royalties and charges can impact on the future profitability of the Company. The Company maintains communications with relevant parties to mitigate potential increases.

f. ***Community and social risks***

The Company operates in different jurisdictions with varying community, heritage and social laws and cultural practices. Community expectations are continually evolving and are managed through the development of robust strategies, maintaining strong relationships with communities and delivering on its commitments.

g. ***Financial risks***

The Company recognises the importance of maintaining a strong balance sheet that enables flexibility to pursue strategic objectives. The Company maintains policies which define appropriate financial controls and governance which seek to ensure financial risks are recognised, managed and recorded in a manner consistent with generally accepted industry practice and governance standards.

h. ***Regulatory and compliance risk***

New or evolving regulations and standards are outside the Company's control and are often complex and difficult to predict. The potential development of opportunities can be jeopardised by changes to fiscal or regulatory regimes, adverse changes to tax laws, or changes to existing political, judicial or administrative policies and changing community expectations.

5.4. **Events Subsequent to Reporting Date**

On 5 July 2023, the Company announced the expiry of 3,714,500 options with an exercise price of $0.25.

On 8 September 2023, the Company announced the Company announced it had entered into an Agreement with United Mines Pty Ltd for the sale of exploration licences E37/1234 and E37/1235 and prospecting licence 37/8573 for a total consideration of $50,000.

Furthermore, as a result of not meeting the required expenditure under the Mt Davis Farm in and Joint Venture Heads of Agreement for tenements P37/8634, P37/8635, P37/8636, P37/8637, P37/8638 and P37/9349 (Mt Davis JV) with Mr Tanvanth Singh Sandhu, pursuant to the terms of the Mt Davis JV OZZ Resources has executed an agreement with Mr Sandu in order to formalise OZZ Resources' withdrawal from the Mt Davis JV and transfer its interest in P37,8633 to Mr Sandu for a nominal cash amount.

Directors' report

Other than disclosed above, there are no other significant after balance date events that are not covered in this Directors' Report or within the financial statements as disclosed in note 13 *Events subsequent to reporting date* on page 42.

5.5. **Future Developments, Prospects and Business Strategies**

Other likely developments, future prospects, and business strategies of the operations of the Company and the expected results of those operations, not otherwise disclosed in this report, have not been included in this report as the Directors believe that the inclusion of such information would be likely to result in unreasonable prejudice to the Company.

5.6. **Environmental Regulations**

The Company's exploration assets and operations have not yet been established and are therefore not subject to any significant environmental regulations in the jurisdiction it operates in.

6. Information relating to the Directors

Mr David Wheeler

- Non-Executive Director *(Appointed 30.05.2022)*
  Independent

Qualifications and Experience

- Mr Wheeler has more than 30 years of executive management, directorship and corporate advisory experience. He is a foundation director and partner of Pathways Corporate, a boutique corporate advisory firm that undertakes assignments on behalf of family offices, private clients and ASX listed companies.

  Mr Wheeler has successfully engaged in business projects in the USA, UK, Europe, NZ, China, Malaysia, Singapore and the Middle East.

  Mr Wheeler is a Fellow of the Australian Institute of Company Directors and serves on public and private company boards currently holding a number of directorships and advisory positions with ASX listed companies.

Interest in Company equity

- Nil

Directorships held in other listed entities during the prior three years prior

- Avira Resources Ltd *Non-Executive Chairman*
  Cradle Resources Limited *Non-Executive Director*
  ColorTV Limited *Non-Executive Director*
  Cycliq Group Limited *Non-Executive Director*
  MOAB Ltd (previously Delecta Ltd) *Non-Executive*
  Director Protean Energy Limited *Non-Executive*
  Chairman
  PVW Resources Limited *Non-Executive Chairman*
  Ragnar Metals Limited *Non-*
  Executive Director Tyranna Resources Limited
  Non-
  Executive Director *Former directorships*
  Wellfully Ltd *Non-Executive Director, resigned Jun 2023*
  Health House International Limited *Non-Executive Chairman, resigned May*
  2023
  Athena Resources Ltd *Non-Executive Director, resigned Sep 2022*
  Syntonic Ltd *Non-Executive Director, resigned May2022*
  Blaze Limited *Non-Executive Chairman, resigned Nov 2021*

Directors' report

Mr Joe Graziano	Non-Executive Director *(Appointed 30.05.2022)* Independent
Qualifications and Experience	Mr Graziano is a Chartered Accountant with corporate and company secretarial experience. He has over 30 years' experience providing a wide range of business, financial and strategic advice to small capital unlisted and listed public companies and privately - owned businesses in Western Australia's resource-driven industries. Since 2014 he has been focused on corporate advisory, company secretarial and strategic planning with listed corporations including Mergers & Acquisitions, Capital Raisings, Corporate Governance, ASX compliance and structuring. He is currently a director of Pathways Corporate Pty Ltd, a specialised Corporate Advisory business.
Interest in Company equity	Nil
Directorships held in other listed entities during the prior three years prior	Kin Mining NL — *Non-Executive Director* Tyranna Resources Limited — *Non-Executive Director* Protean Resources Ltd — *Non-Executive Director* *Former directorships* Syntonic Limited — *Non-Executive Director (delisted in Mar 2023)* Athena Resources Ltd — *Non-Executive Director, resigned Aug 2022* PVW Resources Limited — *Non-Executive Director, resigned Feb 2023*
Mr Tim Slate	Non-Executive Director *(Appointed 12.10.2022)* Independent
Qualifications and Experience	Mr Slate has over 15 years' experience in the accounting and company secretarial profession, having worked in Perth across a diverse range of multinational and small companies, and has experience in ASX/LSE listed company, private entities and working with high net worth individuals. Mr Slate holds a Bachelor of Commerce from the University of Western Australia, is a Chartered Accountant, an Associate Member of the Governance Institute of Australia and a Graduate of the Australian Institute of Company Directors.
Interest in Company equity	Nil
Directorships held in other listed entities during the prior three years prior	Protean Energy Ltd — *Non-Executive Director* Zelira Therapeutics Ltd — *Non-Executive Director* *Former directorships* Syntonic Limited — *Non-Executive Director (delisted in Mar 2023)*
Mr Brian McNab	Non-Executive Director *(Resigned 12.10.2022)* Independent
Qualifications	B.Sc. Extractive Metallurgy, MAusIMM CP(Met)
Experience	Mr McNab is a chartered AusIMM professional with over 30 years of experience in mineral process engineering, project economic assessment and operations. Mr McNab has worked on over 60 significant local and international mineral project studies (scoping, prefeasibility and definitive feasibility) and has a sound technical understanding of mineral processing, project economics and the various stages of the mineral project cycle. He has been a full-time employee of Wood (formerly Minproc Engineers Limited) for 17 years, working as a Principal Process Engineer in their Mining and Minerals division.
Interest in Company equity	2,000,000 Options (at resignation date)

Directors' report

7. Meetings of Directors and committees

During the financial year, four meeting of Directors (including committees of Directors) were held. Attendances by each Director during the year are stated in the following table:

<table>
<tr><th></th><th colspan="2">DIRECTORS' MEETINGS</th><th colspan="2">REMUNERATION AND NOMINATION COMMITTEE</th><th colspan="2">FINANCE AND OPERATIONS COMMITTEE</th><th colspan="2">AUDIT COMMITTEE</th></tr>
<tr><th></th><th>Number eligible to attend</th><th>Number Attended</th><th>Number eligible to attend</th><th>Number Attended</th><th>Number eligible to attend</th><th>Number Attended</th><th>Number eligible to attend</th><th>Number Attended</th></tr>
<tr><td>David Wheeler</td><td>4</td><td>4</td><td colspan="6" rowspan="4">At the date of this report, the Audit, Nomination, and Finance and Operations Committees comprise the full Board of Directors. The Directors believe the Company is not currently of a size nor are its affairs of such complexity as to warrant the establishment of these separate committees. Accordingly, all matters capable of delegation to such committees are considered by the full Board of Directors.</td></tr>
<tr><td>Joe Graziano</td><td>4</td><td>4</td></tr>
<tr><td>Tim Slate</td><td>1</td><td>1</td></tr>
<tr><td>Brian McNab</td><td>3</td><td>3</td></tr>
</table>

8. Indemnifying officers or auditor

8.1. Indemnification

The Company has paid premiums to insure each of the current and former Directors and officers against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of Director or Officer of the Company, other than conduct involving a wilful breach of duty in relation to the Company. The Company has not given any further indemnity or entered into any other agreements to indemnify, or pay or agree to pay insurance premiums.

No indemnities have been given or insurance premiums paid, during or since the end of the period, for any person who is or has been an auditor of the Company

8.2. Insurance premiums

The contract of insurance prohibits disclosure of the nature of liability and the amount of the premium.

9. Options

9.1. Unissued shares under option

At the date of this report, the unissued ordinary shares of the Company under option (listed and unlisted) are as follows:

Grant Date	Date of Expiry	Exercise Price $	Number under Option	Vested & Exercisable
18.06.2021	05.07.2024	0.25	2,800,000	-
18.06.2021	05.07.2025	0.25	2,600,000	-
25.10.2021	25.10.2024	0.25	17,945,851	17,945,851
24.11.2021	25.10.2024	0.25	850,000	850,000
18.03.2022	18.03.2025	0.25	1,750,000	1,750,000
			25,945,851	20,545,851

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

9.2. Shares issued on exercise of options

No ordinary shares have been issued by the Company during the financial year as a result of the exercise of options.

10. Non-audit services

During the year, Hall Chadwick WA Audit Pty Ltd (**Hall Chadwick**), provided non-audit services in respect to taxation compliance services of $2,640 (2022: $1,600 for taxation compliance services), in addition to their statutory audits.

Directors' report

Details of remuneration paid to the auditor can be found within the financial statements at note 17 *Auditor's Remuneration* on page 44.

If non-audit services are provided by Hall Chadwick, the Board has established certain procedures to ensure that the provision of non-audit services are compatible with, and do not compromise, the auditor independence requirements of the *Corporations Act 2001* (Cth). These procedures include:

- non-audit services will be subject to the corporate governance procedures adopted by the Company and will be reviewed by the Board to ensure they do not impact the integrity and objectivity of the auditor; and
- ensuring non-audit services do not involve reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

11. Proceedings on behalf of the Company

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

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the Corporations Act 2001.

12. Remuneration report (audited)

This report outlines the remuneration arrangements in place for Directors and key management personnel of the Company for the year ended 30 June 2023. The information in this remuneration report has been audited as required by s308(3C) of the *Corporations Act 2001* (Cth).

12.1. Key management personnel (KMP)

This remuneration report details the remuneration arrangements for KMP who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Company, directly or indirectly, including any director (whether Executive or otherwise) of the parent company, and includes those Executives in the Parent and the Company receiving the highest remuneration. KMP comprise the Directors of the Company and key executive personnel:

- David Wheeler Non-Executive Director
- Joe Graziano Non-Executive Director
- Tim Slate Non-Executive Director *(Appointed 12.10.2022)*
- Brian McNab Non-Executive Director *(Resigned 12.10.2022)*

Principles used to determine the nature and amount of remuneration

a. Remuneration Policy

The remuneration policy of Ozz Resources Limited has been designed to align director and management objectives with shareholder and business objectives by providing a fixed remuneration component, and offering specific long-term incentives, based on key performance areas affecting the Company's financial results. The Board believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best management and directors to run and manage the Company, as well as create goal congruence between directors, executives and shareholders.

The remuneration policy, setting the terms and conditions for the executive directors and other senior executives, was developed by the Board.

All remuneration paid to Directors and executives is valued at the cost to the Company and expensed.

The Board policy is to remunerate non-executive Directors at the lower end of market rates for comparable companies for time, commitment, and responsibilities. The maximum aggregate amount of fees that can be paid to non-executive Directors is subject to approval by shareholders at the Annual General Meeting (**AGM**). Fees for non-executive Directors are not linked to the performance of the Company.

Directors' report

12. Remuneration report (audited)

b. Performance Conditions Linked to Remuneration

The Company seeks to establish and maintain Ozz Resources Limited Performance Rights Plan (**Plan**) to provide ongoing incentives to any full time or part time employee, consultant or any person nominated by the Board (including director or company secretary of the Company who holds salaried employment with the Company on a full or part time basis) (**Eligible Participants**) of the Company.

The Board adopted the Plan to allow Eligible Participants to be granted Performance Rights to acquire shares in the Company.

The objective of the Plan is to provide the Company with a remuneration mechanism, through the issue of securities in the capital of the Company, to motivate and reward the performance of Eligible Participants in achieving specified performance milestones within a specified performance period. The Board will ensure that the performance milestones attached to the securities issued pursuant to the Plan are aligned with the successful growth of the Company's business activities.

c. Remuneration structure

In accordance with best practice corporate governance, the structure of Non-Executive Director and compensation is separate and distinct.

(1) Non-executive director remuneration

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

The Constitution and the ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting. An amount not exceeding the amount determined is then divided between the Directors as agreed. The Board considers advice from external consultants when undertaking the annual review process.

(2) Executive remuneration

Senior executives, including Executive Directors, are engaged under the terms of individual employment contracts. Such contracts are based upon standard terms drafted by the Company's lawyers. Executive Directors do not receive any directors' fees in addition to their remuneration arrangements. Base salary/consulting fees are set to reflect the market salary for a position and individual of comparable responsibility and experience. Base salary/consulting fees are regularly compared with the external market and during recruitment activities generally. It is the policy of the Company to maintain a competitive salary structure to ensure continued availability of experienced and effective management and staff.

Executives are prohibited from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements.

Details of the nature and amount of each element of each Director, including any related company and each KMP are set out below.

d. Voting and comments made at the Company's Annual General Meeting (**AGM**)

At the AGM held on 30 November 2022, on a poll the Company received 7,930,508 (98.85%) *For* votes and 92,263 (1.15%) *Against* votes and 450,000 abstentions on its remuneration report for the 2022 financial year. The Company did not employ a remuneration consultant during the year.

12.2. Performance-based remuneration

The following table provides employment details of persons who were, during the financial year, members of KMP of the Company. The table also illustrates the proportion of remuneration that was performance based and the proportion of remuneration received in the form of options.

Directors' report

12. Remuneration report (audited)

KMP	Position Held as at 30 June 2023 and any change during the year	Contract Commencement / Termination Date	Proportions of Elements of Remuneration Related to Performance			Proportions of Elements of Remuneration Not Related to Performance		
			Non-salary Cash-based Incentives %	Shares / Units %	Options / Rights %	Fixed Salary/ Fees – cash based %	Fixed Salary/ Fees – share based %	Total %
David Wheeler	Non-Executive Director	Appt. 30.05.2022	-	-	-	100	-	-
Joe Graziano	Non-Executive Director	Appt. 30.05.2022	-	-	-	100	-	-
Tim Slate	Non-Executive Director	Appt. 12.10.2022	-	-	-	100	-	-
Brian McNab	-	Res. 12.10.2022	-	-	-	100	-	-

a. **Statutory performance indicators**

The Company aims to align our executive remuneration to our strategic and business objectives and the creation of shareholder wealth. Reported below are measures of the Company's financial performance over the last five years as required by the *Corporations Act 2001* (Cth). However, these are not necessarily consistent with the measures used in determining the variable amounts of remuneration to be awarded to KMPs. As a consequence, there may not always be a direct correlation between the statutory key performance measures and the variable remuneration awarded.

	2023	2022	2021
Loss for the year attributable to owners of the Company ($)	(1,099,025)	(4,378,574)	(3,126,920)
Basic earnings per share (cents)	(1.6526)	(9.32)	(30.28)
Dividend payments ($'000)	Nil	Nil	Nil
Dividend payout ratio (%)	N/A	N/A	N/A
Share price[§]	0.12	0.09	0.165
Increase/(decrease) in share price (%)	33	(45.45)	N/A

12.3. **Directors and KMP remuneration**

Details of the nature and amount of each element of the remuneration of each of the KMP of the Company (the Directors) for the year ended 30 June 2023 are set out below. There were no cash bonuses paid during the year and there are no set performance criteria for achieving cash bonuses (2022: nil).

The following table of benefits and payments represents the components of the current year and comparative year remuneration expenses for each member of KMP of the Company. Such amounts have been calculated in accordance with Australian Accounting Standards.

2023 *KMP*	Short-term benefits				Post-employment benefits	Long-term benefits	Termination benefits	Equity-settled share-based payments		Total
	Salary, fees and leave $	Profit share and bonuses $	Non-monetary $	Other $	Super-annuation $	Other $	$	Equity / Perf. Rights $	Options $	$
David Wheeler	40,000	-	-	-	-	-	-	-	-	40,000
Joe Graziano	40,000	-	-	-	-	-	-	-	-	40,000
Tim Slate[(1)]	28,939	-	-	-	-	-	-	-	-	28,939
Brian McNab[(2)]	12,000	-	-	-	1,260	-	-	-	-	13,260
	120,939	-	-	-	1,260	-	-	-	-	122,199

[1] Mr Slate was appointed 12 October 2022

[(2)] Mr McNab resigned on 12 October 2022

Directors' report

12. Remuneration report (audited)

2022	Short-term benefits				Post-employment benefits	Long-term benefits	Termination benefits	Equity-settled share-based payments		Total
KMP	Salary, fees and leave	Profit share and bonuses	Non-monetary	Other	Super-annuation	Other		Equity / Perf. Rights	Options	
	$	$	$	$	$	$	$	$	$	$
David Wheeler(1)	3,333	-	-	-	-	-	-	-	-	3,333
Joe Graziano(1)	3,333	-	-	-	-	-	-	-	-	3,333
Brian McNab	36,260	-	-	-	3,639	-	-	-	-	39,899
Alan Lockett(2)	110,434	-	-	-	5,541	-	-	-	-	115,975
Jonathan Lea(2)	240,000	-	-	-	23,568	-	-	-	-	263,568
Stuart Usher(3)(4)	-	-	-	79,404	-	-	-	-	9,379	88,783
	393,360	-	-	79,404	32,748	-	-	-	9,379	514,891

(1) Messrs Wheeler and Graziano were appointed 30 May 2022

(2) Messrs Lockett and Lea resigned 30 May 2022

(3) Geneva Partners Pty Ltd, a company jointly controlled by Mr Usher, provides financial services and Company Secretarial services to company. These services are provided directly and indirectly by Mr Usher and have only been included to the extent attributable to Mr Usher. These amounts are before costs.

(4) Mr Usher 250,000 unlisted options to employees, as detailed in note *Share-based payments* 16.2.1a.

12.4. Share-based compensation

There were no equity instruments issued during the year to Directors as a result of options exercised that had previously been granted as compensation.

a. Securities received that are not performance related

2023 Nil

2022 Nil

b. Options and Rights granted as remuneration

2023 Nil

2022 In accordance with the Company's Employee Incentive Plan, the Company issued Mr Usher 250,000 unlisted options to employees, as detailed in note 20, *Share-based payments.*

Directors' report

12. Remuneration report (audited)

12.5. KMP equity holdings

a. Fully paid ordinary shares of Ozz Resources Limited held by each KMP

The number of ordinary shares of Ozz Resources Limited held, directly, indirectly or beneficially, by each KMP, including their personally-related entities for the year ended 30 June 2023 is as follows

2023 *KMP*	Balance at start of year or appointment No.	Received during the year as compensation No.	Received during the year on the exercise of options No.	Other changes during the year No.	Balance at end of year or resignation No.
David Wheeler	-	-	-	-	-
Joe Graziano	-	-	-	-	-
Tim Slate [1]	-	-	-	-	-
Brian McNab [2]	-	-	-	-	-
	-	-	-	-	-

(1) Mr Slate was appointed 12 October 2022

(2) Mr McNab resigned on 12 October 2022

b. Options in Ozz Resources Limited held by each KMP

The number of options over ordinary shares in Ozz Resources Limited held, directly, indirectly or beneficially, by each KMP, including their personally-related entities for the year ended 30 June 2023 is as follows:

2023 *KMP*	Balance at start of year or appointment No.	Granted as Remuneration during the year No.	Exercised during the year No.	Other changes during the year No.	Balance at end of year or resignation No.	Vested and Exercisable No.	Not Vested No.
David Wheeler	-	-	-	-	-	-	-
Joe Graziano	-	-	-	-	-	-	-
Tim Slate [1]	-	-	-	-	-	-	-
Brian McNab [2]	2,000,000	-	-	-	2,000,000	-	2,000,000
	2,000,000	-	-	-	2,000,000	-	2,000,000

(1) Mr Slate was appointed 12 October 2022

(2) Mr McNab resigned on 12 October 2022

12.6. Other Equity-related KMP Transactions

There have been no other transactions involving equity instruments other than those described in the tables above relating to options, rights, and shareholdings.

12.7. KMP Loans

There are no loans to or from KMP as at 30 June 2023 (2022: nil).

Directors' report

12. Remuneration report (audited)

12.8. Other transactions with KMP and or their Related Parties

Some Directors or former Directors of the Company hold or have held positions in other companies, where it is considered they control or significantly influence the financial or operating policies of those entities. During the year, the following entities provided professional and corporate services to the Company.

Entity	Nature of transactions	KMP	Total Transactions		Payable Balance	
			2023 $	2022 $	2023 $	2022 $
Pathways Corporate Pty Ltd	Registered office rent	David Wheeler Joe Graziano	15,000	-	-	-
Catalyst Corporate Pty Ltd	Accounting and Company Secretarial Services	Tim Slate	21,379	-	-	-

Fees for the above entities and related KMP for 2023, have not been included in the remuneration table above, due to the nature of services provided.

There have been no other transactions in addition to those described in the tables or as detailed in note 16 *Related party transactions*.

END OF REMUNERATION REPORT

13. Corporate Governance

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Ozz Resources support and have substantially adhered to the best practice recommendations set by the ASX Corporate Governance Council. For a detailed analysis of the Company's Corporate Governance Policies, visit the corporate governance section of our website at www.ozzresources.com.au/corporate-governance/.

14. Auditor's independence declaration

The lead auditor's independence declaration under section 307C of the *Corporations Act 2001* (Cth) for the year ended 30 June 2023 has been received and can be found on page 17 of the annual report.

This Report of the Directors, incorporating the Remuneration Report, is signed in accordance with a resolution of the Board of Directors made pursuant to section 298(2) of the *Corporations Act 2001* (Cth).

Joe Graziano
Director
Dated this Thursday, 14 September 2023

To the Board of Directors,

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

As lead audit Director for the audit of the financial statements of Ozz Resources Limited for the financial year ended 30 June 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours Faithfully

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

Mark Delaurentis

DIRECTORNAME CA
Director

Dated Perth, Western Australia this 14th day of September 2023

Statement profit lor loss and other comprehensive income

For the year ended 30 June 2023

	Note	2023 $	2022 $
Other Income		1,155	-
Administration expenses	2.1	(24,704)	(67,025)
Compliance costs		(101,023)	(113,563)
Employment costs	2.2	(122,199)	(175,234)
Finance costs		(1,736)	(2,201)
Mineral exploration and evaluation costs	2.4	(517,348)	(3,353,901)
Professional and consulting costs	2.3	(333,170)	(666,650)
Loss before tax		(1,099,025)	(4,378,574)
Income tax expense	3	-	-
Net loss for the period		(1,099,025)	(4,378,574)
Other comprehensive income, net of tax			
Other comprehensive income for the period, net of tax		-	-
Total comprehensive income attributable to members of the parent entity		(1,099,025)	(4,378,574)
Earnings per share		¢	¢
Basic and diluted loss per share (cents per share)	18	(1.653)	(9.317)

The statement of profit or loss and other comprehensive income is to be read in conjunction with the accompanying notes.

Statement of financial position
as at 30 June 2023

	Note	2023 $	2022 $
Current assets			
Cash and cash equivalents	4	1,475,611	784,480
Trade and other receivables	5	38,236	132,291
Total current assets		1,513,847	916,771
Non-current assets			
Property, plant, and equipment	6	27,364	52,399
Total non-current assets		27,364	52,399
Total assets		1,541,211	969,170
Current liabilities			
Trade and other payables	7	57,368	464,303
Provisions		8,206	-
Borrowings	8	17,656	24,014
Total current liabilities		83,230	488,317
Total liabilities		83,230	488,317
Net assets		**1,457,981**	**480,853**
Equity			
Issued capital	9.1	8,849,088	6,772,935
Reserves	9.4	1,213,412	1,213,412
Accumulated losses		(8,604,519)	(7,505,494)
Total equity		**1,457,981**	**480,853**

The statement of financial position is to be read in conjunction with the accompanying notes.

Statement of changes in equity

for the year ended 30 June 2023

	Note	Issued capital $	Accumulated Losses $	Share-based Payment Reserve $	Total equity $
Balance at 1 July 2021		6,463,320	(3,126,920)	1,032,529	4,368,929
Loss attributable to owners of the parent		-	(4,378,574)	-	(4,378,574)
Other comprehensive income attributable to the owners of the parent		-	-	-	-
Total comprehensive income attributable to the owners of the parent		-	(4,378,574)	-	(4,378,574)
Transaction with owners, directly in equity					
Equity issued		491,060	-	75,259	566,319
Options granted		-	-	105,624	105,624
Performance shares granted		-	-	72,240	72,240
Conversion of performance shares		72,240		(72,240)	-
Equity issue costs		(253,685)			(253,685)
Balance at 30 June 2022		**6,772,935**	**(7,505,494)**	**1,213,412**	**480,853**
Balance at 1 July 2022		6,772,935	(7,505,494)	1,213,412	480,853
Loss attributable to owners of the parent		-	(1,099,025)	-	(1,099,025)
Other comprehensive income attributable to the owners of the parent		-	-	-	-
Total comprehensive income attributable to the owners of the parent		-	(1,099,025)	-	(1,099,025)
Transaction with owners, directly in equity					
Equity issued	9.1	2,228,690	-	-	2,228,690
Equity issue costs	9.1	(152,537)	-	-	(152,537)
Balance at 30 June 2023		**8,849,088**	**(8,604,519)**	**1,213,412**	**1,457,981**

The statement of changes in equity is to be read in conjunction with the accompanying notes.

Statement of cash flows

for the year ended 30 June 2023

	Note	2023 $	2022 $
Cash flows from operating activities			
Payments to suppliers and employees		(635,402)	(793,616)
Payments for exploration and evaluation		(591,526)	(2,776,196)
Interest and borrowing cost		(1,736)	(2,201)
Net cash used in operating activities	4	(1,228,664)	(3,572,013)
Cash flows from investing activities			
Purchase of property, plant and equipment		-	(78,809)
Net cash used in investing activities		-	(78,809)
Cash flows from financing activities			
Proceeds from issue of equity		2,078,689	75,259
Share issue costs		(152,537)	(506,192)
(Repayment of) / Proceeds from borrowings		(6,357)	(147,037)
Net cash provided by financing activities		1,919,795	(577,970)
Net increase in cash and cash equivalents held		691,131	(4,228,792)
Cash and cash equivalents at the beginning of the period		784,480	5,013,272
Cash and cash equivalents at the end of the period	4	1,475,611	784,480

The statement of cash flows is to be read in conjunction with the accompanying notes.

Notes to the financial statements
for the year ended 30 June 2023

Note 1 Statement of significant accounting policies

1.1 Basis of preparation

1.1.1 Reporting Entity

Ozz Resources Limited (**Ozz Resources** or the **Company**) is a listed public company limited by shares, domiciled and incorporated in Australia. These are the financial statements and notes of Ozz Resources and controlled entities (collectively the Company). The financial statements comprise the financial statements of the Company. For the purposes of preparing the financial statements, the Company is a is a for-profit entity and is primarily involved in the exploration, development, and mining of minerals.

1.1.2 Basis of accounting

These financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board (**AAS Board**) and International Financial Reporting Standards (**IFRS**) as issued by the International Accounting Standards Board (**IASB**), and the *Corporations Act 2001* (Cth).

Australian Accounting Standards (**AASBs**) set out accounting policies that the AAS Board has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with AASBs ensures that the financial statements and notes also comply with IFRS as issued by the IASB.

The financial statements were authorised for issue on 14 September 2023 by the Directors of the Company.

1.2 Going Concern

The financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the ordinary course of business.

The Company incurred a loss for the year of $1,099,025 (2022: $4,378,574 loss) and a net cash out-flow from operating activities of $1,228,664 (2022: $3,572,013 out-flow). As at 30 June 2023, the Company has working capital of $1,428,823 (2022:$428,454 working capital), as disclosed in note 11.2 of the Capital Management note.

These conditions indicate a material uncertainty that may cast significant doubt about the ability of the Company to continue as a going concern. The ability of the Company to continue as a going concern is principally dependent upon the ability of the Company to secure funds by raising capital from debt or equity markets and managing cash flow in line with available funds.

The Directors have prepared a cash flow forecast, which indicates that the Company will have sufficient cash flows to meet all commitments and working capital requirements for the 12-month period from the date of signing this financial report.

Based on the cash flow forecast and other factors referred to above, the Directors are satisfied that the going concern basis of preparation is appropriate. In particular, given the Company's history of raising capital to date, the directors are confident of the Company's ability to raise additional funds as and when they are required.

Should the Company be unable to continue as a going concern it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or to the amount and classification of liabilities that might result should the Company be unable to continue as a going concern and meet its debts as and when they fall due.

1.3 New and Amended Standards Adopted by the Company

In the year ended 30 June 2023, the directors have reviewed all the new and revised Standards and Interpretations issued by the AASB that are relevant to the Group's operations and effective for annual reporting periods beginning on or after 1 July 2022. As a result of this review, the Directors have determined that there is no material impact of any new and revised Standards and Interpretations issued by the AASB.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

1.4 Goods and Services Tax (GST)

Revenues, expenses, and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the taxation authority. 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. Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

The net amount of GST recoverable from, or payable to, the Australian Taxation Office is included as a current asset or liability in the statement of financial position. 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.

1.5 Use of estimates and judgments

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Judgements made by management in the application of AASBs that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed below.

1.5.1 Critical Accounting Estimates and Judgments

Management discusses with the Board the development, selection and disclosure of the Company's critical accounting policies and estimates and the application of these policies and estimates. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

a) Key estimate – Taxation
   Refer note 3 *Income Tax*
b) Key estimate – share based payments
   Refer note 20 *Share-based payments*

1.6 Fair Value

1.6.1 Fair Value of Assets and Liabilities

The Company measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable AASB.

Fair value is the price the Company would receive to sell an asset or would have to pay to transfer a liability in an orderly unforced transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability (i.e. the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (i.e. the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also considers a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instruments, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

1.6.2 Fair value hierarchy

AASB 13 *Fair Value Measurement* requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1	Level 2	Level 3
Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.	Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.	Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

The Company would change the categorisation within the fair value hierarchy only in the following circumstances:

- if a market that was previously considered active (Level 1) became inactive (Level 2 or Level 3) or vice versa; or
- if significant inputs that were previously unobservable (Level 3) became observable (Level 2) or vice versa.

When a change in the categorization occurs, the Company recognise transfers between levels of the fair value hierarchy (i.e. transfers into and out of each level of the fair value hierarchy) in the date the event or change in circumstances occurred.

1.6.3 *Valuation techniques*

The Company selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Company are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.
- Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Company gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

1.7 Employee benefits

1.7.1 Short-term benefits

Liabilities for employee benefits for wages, salaries and annual leave that are expected to be settled within 12 months of the reporting date represent present obligations resulting from employees' services provided to the reporting date and are calculated at undiscounted amounts based on remuneration wage and salary rates that the Group expects to pay at the reporting date including related on-costs, such as workers compensation insurance and payroll tax.

Non-accumulating non-monetary benefits, such as medical care, housing, cars and free or subsidised goods and services, are expensed based on the net marginal cost to the Group as the benefits are taken by the employees.

1.7.2 Other long-term benefits

The Group's obligation in respect of long-term employee benefits other than defined benefit plans, such as long service leave, is the amount of future benefit that employees have earned in return for their service in the current and prior periods plus related on-costs; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The discount rate is the Reserve Bank of Australia's cash rate at the report date that have maturity dates approximating the terms of the Company's obligations. Any actuarial gains or losses are recognised in profit or loss in the period in which they arise.

1.7.3 Retirement benefit obligations: Defined contribution superannuation funds

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions onto a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution superannuation funds are recognised as an expense in the income statement as incurred.

1.7.4 Termination benefits

When applicable, the Group recognises a liability and expense for termination benefits at the earlier of: (a) the date when the Group can no longer withdraw the offer for termination benefits; and (b) when the Group recognises costs for restructuring pursuant to AASB 137 *Provisions, Contingent Liabilities and Contingent Assets* and the costs include termination benefits. In either case, unless the number of employees affected is known, the obligation for termination benefits is measured based on the number of employees expected to be affected. Termination benefits that are expected to be settled wholly before 12 months after the annual reporting period in which the benefits are recognised are measured at the (undiscounted) amounts expected to be paid. All other termination benefits are accounted for on the same basis as other long-term employee benefits.

1.7.5 Equity-settled compensation

The fair value of options granted is recognised as an employee expense with a corresponding increase in equity. The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the options. The fair value of the options granted is measured using the Black-Scholes pricing model, considering the terms and conditions upon which the options were granted. The amount recognised is adjusted to reflect the actual number of share options that vest except where forfeiture is only due to market conditions not being met.

1.8 Exploration and evaluation expenditure

Exploration and evaluation costs, including the costs of acquiring licenses, are expensed as exploration and evaluation expenditure as incurred.

1.9 Income tax

The income tax expense or benefit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary difference and to unused tax losses.

The current income tax charge is calculated based on the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate based on amounts expected to be paid to the tax authorities.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance date.

Deferred income tax is provided on all temporary differences at the balance date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes

Deferred income tax liabilities are recognised for all taxable temporary differences except:

- when the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the deductible temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilized

The carrying amount of deferred income tax assets is reviewed at each balance date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred income tax assets are reassessed at each balance date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance date

Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss. Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority

Where the Company receives the Australian Government's Research and Development Tax Incentive, the Company accounts for the refundable tax offset under AASB 112. Funds are received as a rebate through the parent company's income tax return.

1.10 Cash and cash equivalents

Cash comprises cash at bank and on hand. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

1.11 Trade and other receivables

Trade receivables are measured on initial recognition at fair value and are subsequently measured at amortised cost using the effective interest rate method, less any allowance for impairment. Trade receivables are generally due for settlement within periods ranging from prepaid or cash on delivery to 60 days

Impairment of trade receivables is continually reviewed and those that are considered to be uncollectible are written off by reducing the carrying amount directly. An allowance account is used when there is objective evidence that the Company will not be able to collect all amounts due according to the original contractual terms.

The amount of the impairment loss is recognised in the statement of profit or loss and other comprehensive income within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of profit or loss and other comprehensive income

1.12 Trade and other payables

Trade other payables are recognised initially at fair value and subsequently at amortised cost and represent liabilities for goods and services provided to the Company prior to the end of the financial year that are unpaid and arise when the Company becomes obliged to make future payments in respect of the purchase of these goods and services. Amounts are unsecured, non-interest bearing, and usually settled within the lower of terms of trade or 60 days.

1.13 Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

The fair value of the liability portion of a convertible note is determined using a market interest rate for an equivalent non-convertible note. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or maturity of the note. The remainder of the proceeds is allocated to the conversion option. This is recognised and included in shareholders' equity, net of income tax effects.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled, or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

1.14 Leases

Lease are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company.

1.15 Investments and other financial assets

1.15.1 Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (**FVOCI**).

The Company reclassifies debt investments when and only when its business model for managing those assets changes

1.15.2 Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

1.15.3 Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (**FVPL**), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

i) Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- *Amortised cost*: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss.
- *FVOCI*: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the statement of profit or loss.
- *FVPL*: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

ii) Equity instruments

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

1.15.4 Impairment

The Company assesses on a forward-looking basis, the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Company applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

1.16 Property, plant and equipment

1.16.1 Recognition and measurement

Items of plant and equipment are measured on the cost basis and carried at cost less accumulated depreciation (see below) and impairment losses (see accounting policy 1.17 *Impairment of non-financial assets*).

Cost includes expenditure directly attributable to the acquisition of the asset. Costs of self-constructed assets include the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, and costs of dismantling and removing the items and restoring the site on which they are located, and an appropriate proportion of production overheads. Cost includes the cost of replacing parts eligible for capitalisation when the cost is incurred. Similarly, when each major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement only if it is eligible for capitalisation.

Where considered material, the carrying amount of property, plant, and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows are not discounted to their present values in determining recoverable amounts.

Where parts of an item of property, plant, and equipment have different useful lives, they are accounted for as separate items of plant and equipment.

1.16.2 Subsequent costs

The cost of replacing part of an item of plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. Any costs of the day-to-day servicing of plant and equipment are recognised in the income statement as an expense as incurred.

1.16.3 Depreciation

The depreciable amount of all fixed assets including building and capitalised lease assets, but excluding freehold land, is depreciated on either a straight-line basis or diminishing balance basis, whichever is considered most appropriate, over their useful lives to the Company commencing from the time the asset is held ready for use. Leasehold improvements are amortised over the remaining term of the lease.

Depreciation rates and methods are reviewed annually for appropriateness and are as follows:

	2023 %	2022 %
Office furniture and fittings	33	33
Motor vehicle	33	33

The carrying amount of plant and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets' employment and subsequent disposal. The expected net cash flows have not been discounted to their present values in determining recoverable amounts.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

1.16.4 Derecognition and disposal

An item of property, plant and equipment is derecognised upon disposal or when no further future economic benefits are expected from its use or disposal. The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of the property, plant and equipment and is recognised net within other income/other expenses in profit or loss. When revalued assets are sold, any related amount included in the revaluation reserve is transferred to retained earnings.

1.17 Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets (see accounting policy at note 1.9) are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in the income statement, unless the asset has previously been revalued, in which case the impairment loss is recognised as a reversal to the extent of that previous revaluation with any excess recognised through the income statement. Impairment losses recognised in respect of cash- generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro rata basis.

The recoverable amount of an asset or cash-generating unit is the greater of its fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, if no impairment loss had been recognised.

1.18 Share Capital

Issued and paid-up capital is recognised at the fair value of the consideration received by the Company. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any related income tax benefit. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a new business are not included in the cost of acquisition as part of the purchase consideration. Ordinary issued capital bears no special terms or conditions affecting income or capital entitlements of the shareholders.

1.19 Earnings per share

Basic EPS is calculated as net profit attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element. Diluted EPS is calculated as net profit attributable to the Company, adjusted for costs of servicing equity (other than dividends) and preference share dividends; the after-tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and other non-discretionary changes in revenues or expenses during the year that would result from the dilution of potential ordinary shares; divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

Notes to the financial statements

for the year ended 30 June 2023

Note 1 Statement of significant accounting policies (cont.)

1.20 Share-based payments

The Company has provided payment to service providers and related parties in the form of share-based compensation whereby services are rendered in exchange for shares or rights over shares, *equity-settled transactions*. The cost of these equity-settled transactions is measured by reference to the fair value at the date at which they are granted. The fair value is determined using an appropriate valuation model for services provided by employees or where the fair value of the goods or services received cannot be reliably estimated.

For goods and services received where the fair value can be determined reliably the goods and services and the corresponding increase in equity are measured at that fair value. The fair value of the options granted is adjusted to reflect market vesting conditions, but excludes the impact of any non-market vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable.

At each balance date, the entity revises its estimates of the number of options with non-market vesting conditions that are expected to become exercisable.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant parties become fully entitled to the award, *vesting date*.

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the Directors of the Company, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

1.20.1 Key estimate

The Company measures the cost of equity-settled transactions by reference to the fair value of the equity instrument at the date at which they are granted. The fair value of options granted is measured using the Black-Scholes option pricing model. The model uses assumptions and estimates as inputs. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 20.

Notes to the financial statements

for the year ended 30 June 2023

Note 2	Loss before income tax	Note	2023 $	2022 $
	The following significant revenue and expense items are relevant in explaining the financial performance:			
2.1	**Administration costs**			
	Computers and communications		2,171	8,332
	Travel expenses		5,816	35,454
	Other		16,717	23,239
			24,704	67,025
2.2	**Employment costs** *(excluding mineral exploration and evaluation, note 2.4)*			
	Superannuation		1,260	9,181
	Directors' fees		120,939	98,361
	Share-based payments	20.1	-	65,653
	Other		-	2,039
			122,199	175,234
2.3	**Professional and consulting costs**			
	Accounting and company secretary fees		108,619	122,001
	Legal fees and corporate advisory		158,514	306,690
	Other consultants		66,037	237,959
			333,170	666,560
2.4	**Mineral exploration and evaluation costs**			
	Cumulative spending at the beginning of the period		5,663,321	2,309,420
	Recognised in profit and loss for the period:			
	Acquisition costs: *Cash-based*		-	314,149
	Share-based		-	461,300
	Contractors and consultants		33,269	866,806
	Field expenses		91,922	667,260
	Geological consulting		1,625	116,998
	Heritage and native title		14,702	83,284
	Mineral surveys		1,967	24,652
	Rates and rent		78,516	47,927
	Staff costs		277,146	728,609
	Other		18,201	42,916
	Mineral exploration and evaluation costs expensed during the period		517,348	3,353,901
	Cumulative mineral exploration and evaluation to date		*6,180,669*	*5,663,321*

Notes to the financial statements
for the year ended 30 June 2023

Note 3	Income tax		2023 $	2022 $
3.1	**Income tax expense**			
	Current tax		-	-
	Deferred tax		-	-
	Deferred income tax expense included in income tax expense comprises:			
	■ Increase / (decrease) in deferred tax assets	3.5	8,879	(15,720)
	■ (Increase) / decrease in deferred tax liabilities	3.6	(8,879)	15,720
			-	-
3.2	**Reconciliation of income tax expense to prima facie tax payable**			
	The prima facie tax payable/(benefit) on loss from ordinary activities before income tax is reconciled to the income tax expense as follows:			
	Accounting loss before tax		(1,099,025)	(4,378,574)
	Prima facie tax on operating loss at 25% (2022: 30%)		(274,756)	(1,313,572)
	Add / (Less) tax effect of:			
	■ Other non-deductible expenses / (non-assessable income)		-	176,640
	■ Timing differences		(147,390)	(69)
	■ Deferred tax asset not brought to account		422,146	1,137,001
	Income tax expense/(benefit) attributable to operating loss		-	-
			%	%
3.3	The applicable weighted average effective tax rates attributable to operating profit are as follows:		-	-
3.4	Balance of franking account at year end of the parent		nil	nil

Notes to the financial statements
for the year ended 30 June 2023

Note 3	Income tax (cont.)	2023 $	2022 $
3.5	**Deferred tax assets**		
	Tax losses	1,329,929	1,279,721
	Deductible temporary differences	122,222	140,044
		1,452,151	1,419,765
	Set-off deferred tax liabilities	(6,841)	(15,720)
	Net deferred tax assets	1,445,310	1,404,045
	Less deferred tax assets not recognised	(1,445,310)	(1,404,045)
	Net deferred tax assets	-	-
3.6	**Deferred tax liabilities**		
	Plant and equipment	6,841	15,720
		6,841	15,720
	Set-off deferred tax assets	(6,841)	(15,720)
	Net deferred tax liabilities	-	-
3.7	**Tax losses and deductible temporary differences**		
	Unused tax losses and deductible temporary differences for which no deferred tax asset has been recognised, that may be utilised to offset tax liabilities:		
	■ Tax losses	5,319,718	1,279,721
		5,319,718	1,279,721

Potential deferred tax assets attributable to tax losses have not been brought to account at 30 June 2022 because the Directors do not believe it is appropriate to regard realisation of the deferred tax assets as probable at this point in time. These benefits will only be obtained if:

i. the Company derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss to be realised;

ii. the Company continues to comply with conditions for deductibility imposed by law; and

iii. no changes in tax legislation adversely affect the Company in realising the benefit from the deductions for the loss.

Balances disclosed in the financial statements and the notes thereto, related to taxation, are based on the best estimates of directors. These estimates consider both the financial performance and position of the Company as they pertain to current income taxation legislation, and the Directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents that directors' best estimate, pending an assessment by tax authorities in relevant jurisdictions.

The Company has accumulated tax losses of $5,319,718 which are expected to be available indefinitely for offset against future taxable profits of the Company in which the losses arose. The recoupment of these losses is subject to assessment of the Australian Taxation Office.

Notes to the financial statements
for the year ended 30 June 2023

Note 4 Cash and cash equivalents

	2023 $	2022 $
Cash at bank	1,475,611	283,234
Term deposits	-	501,246
	1,475,611	784,480

4.1.1 The Company's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities are disclosed in note 10 *Financial risk management*.

	2023 $	2022 $
4.1.2 Cash Flow information		
a. *Reconciliation of cash flow from operations to loss after income tax*		
Loss after income tax	(1,099,025)	(4,378,574)
Non-cash flows in loss from ordinary activities		
Depreciation and amortisation	25,035	22,067
Net share-based payments recognised in profit and loss	150,000	654,453
Insurance funding	-	40,083
Changes in assets and liabilities		
Decrease/(increase in trade and other receivables	94,055	(63,475)
(Decrease)/increase in trade and other payables	(406,935)	153,433
Increase in provisions	8,206	-
	(1,228,664)	(3,572,013)

b. *Reconciliation of liabilities arising from financing activities*

	2021 $	Cash flows $	Non-cash changes Acquisitions $	Other Changes(1) $	2022 $
Short-term borrowings	130,968	(147,037)	-	40,083	24,014
Total liabilities from financing activities	130,968	(147,037)	-	40,083	24,014

	2022 $	Cash flows $	Non-cash changes Acquisitions $	Other Changes(1) $	2023 $
Short-term borrowings	24,014	-	-	-	17,656
Total liabilities from financing activities	24,014	-	-	-	17,656

(1) Other changes relates to insurance premium funding

Notes to the financial statements
for the year ended 30 June 2023

Note 5 Trade and other receivables

	2023 $	2022 $
Current		
Goods and Services Tax receivable	10,832	101,589
Other receivables	27,404	30,702
	38,236	132,291

The Company's exposure to credit rate risk is disclosed in note 10

Note 6 Property, plant and equipment

	2023 $	2022 $
Plant and equipment – at cost	6,298	6,298
Accumulated depreciation	(3,720)	(1,621)
	2,578	4,677
Motor vehicles at cost	68,807	68,807
Accumulated depreciation	(44,021)	(21,085)
	24,786	47,722
Total plant and equipment	27,364	52,399

Movements in Carrying Amounts	Plant and Equipment $	Motor vehicles $	Total $
Carrying amount 1 July 2021	-	49,390	49,390
Additions	6,298	18,777	25,075
Depreciation expense	(1,621)	(20,445)	(22,066)
Carrying amount at 30 June 2022	4,677	47,722	52,399
Carrying amount 1 July 2022	4,677	47,722	52,399
Additions	-	-	-
Depreciation expense	(2,099)	(22,936)	(25,035)
Carrying amount at 30 June 2023	2,578	24,786	27,364

Notes to the financial statements
for the year ended 30 June 2023

Note 7 Trade and other payables

	2023 $	2022 $
Current		
Unsecured		
Trade payables	18,550	301,811
Sundry payables and accrued expenses	20,500	106,174
Employee related	18,318	56,318
	57,368	464,303

Trade payables are non-interest bearing and usually settled within the lower of terms of trade or 30 days.

The Company's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities is disclosed in note 10.

Note 8 Borrowings

	Note	2023 $	2022 $
8.1 ***Current***			
Premium funding		17,656	24,014
		17,656	24,014

8.2 Premium funding was provided for the Company's insurances for a term of 10 months, with total interest of $1,736 paid over the term

8.3 Assets pledged as security – nil

Note 9 Equity

9.1 Issued Capital	2023 No.	2022 No.	2023 $	2022 $
Ordinary shares	92,530,117	49,486,877	8,849,088	6,772,935
At the beginning of the period	49,486,877	45,136,877	6,772,935	6,463,320
Shares issued during the period	43,043,240	4,350,000	2,228,690	511,300
Unissued deferred consideration shares	-	-	-	52,000
Transactions costs related to shares issued	-	-	(152,537)	(253,685)
At reporting date	92,530,117	49,486,877	8,849,088	6,772,935

Notes to the financial statements
for the year ended 30 June 2023

Note 9 Equity (cont.)

In January 2023, the Company completed a 3 for 5 Non-renounceable Rights Entitlement issue at a price of $0.05 per new share in accordance with a Prospectus date 22 December 2022. CPS Capital Group Pty Ltd were the lead manager and broker to the Company for the offer.

On 20 January 2023, the Company completed a placement to raise $200,000 (before costs), via the issue of 4,000,000 fully paid ordinary shares at an issue price of $0.05.

On 20 January 2023, the Company closed the entitlement offer of up to 30,573,794 ordinary shares at an issue price of $0.05 per new share. The Company received acceptances for a total of 8,048,965 new shares raising $402,448 (before costs). The shortfall under the offer of 22.524,829 fully paid ordinary shares, was completed on 21 February 2023, raising additional funds of $1,126,241 (before costs).

On 21 February 2023, the Company completed a further placement to raise $350,000 (before costs) via the issue of 7,000,000 fully paid ordinary shares at an issue price of $0.05.

9. 2 Options	2023 No.	2022 No	2023 $	2022 $
Options	41,982,726	41,982,726	1,213,412	1,213,412
At the beginning of the period	41,982,726	21,436,875	12,213,412	1,032,529
Expired	5,500,000	-	-	-
Options issued during the period	-	20,545,851	-	180,883
At reporting date	36,482,726	41,982,726	1,213,412	1,213,412

Listed options are exercisable on or before 24 October 2024 at an exercise price of $0.25

9. 3 Performance equity	2023 No.	2022 No	2023 $	2022 $
Performance equity	500,000	500,000	-	-
At the beginning of the period	500,000	-	-	-
Performance equity changes during the period:				
Issued during the year	-	1,340,000	-	-
Conversion of vendor performance equity	-	(840,000)	-	-
At reporting date	500,000	500,000	-	-

The performance shares were converted in the prior year following the completion of rehabilitation obligations from the small scale mining activities that were completed by United Mines over the past few years. Now that the rehabilitation has been satisfied, the established camp was vacated in June 2022.

Performance shares will vest and convert into ordinary shares on a one for one basis on achievement of the milestones described in note 20. If a milestone is not achieved by the application date, the relevant performance shares will automatically lapse.

9. 4 Reserves	2023 $	2022 $
Share-based payment reserve:		
Performance shares	-	-
Options	1,213,412	1,213,412
At reporting date	1,213,412	1,213,412

Notes to the financial statements
for the year ended 30 June 2023

Note 10 Financial risk management

The Company's financial instruments consist mainly of deposits with banks, and accounts payable and receivable.

The Company does not speculate in the trading of financial instruments or derivative instruments.

A summary of the Company's financial assets and liabilities, measured in accordance with AAB9 *Financial Instruments* as detailed in the accounting policies is shown below:

	Floating interest Rate $	Fixed interest Rate $	Non-interest Bearing $	2023 Total $	Floating interest Rate $	Fixed interest Rate $	Non-interest Bearing $	2022 Total $
Financial Assets								
Cash and cash equivalents	1,475,611	-	-	1,475,611	784,480	-	-	784,480
Trade and other receivables	-	-	38,236	38,236	-	-	132,291	132,291
Total Financial Assets	1,475,611	-	38,236	1,513,847	784,480	-	132,291	916,771
Financial Liabilities								
Trade and other payables	-	-	57,368	57,368	-	-	464,303	464,303
Borrowings	-	-	17,656	17,656	-	-	24,014	24,014
Total Financial Liabilities	-	-	75,024	75,024	-	-	488,317	488,317
Net financial Assets / (Liabilities)	**1,475,611**	**-**	**(36,788)**	**1,438,823**	**784,480**	**-**	**(356,026)**	**428,454**

10.1 Financial Risk Management Policies

The Boards overall risk management strategy seeks to assist the Company in meeting its financial targets, while minimising potential adverse effects on financial performance. Risk management policies are approved and reviewed by the Board on a regular basis. These include the credit risk policies and future cash flow requirements. Senior executives meet on a regular basis to analyse financial risk exposure in the context of the most recent economic conditions and forecasts. The overall risk management strategy seeks to assist the Company in meeting its financial targets, while minimising potential adverse effects on financial performance.

10.2 Specific Financial Risk Exposures and Management

The main risks the Company is exposed to through its financial instruments are credit risk, liquidity risk and market risk consisting of interest rate, foreign currency risk and equity price risk. However, the sole material risk at the present stage of the Company is liquidity risk.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. The Board adopts practices designed to identify significant areas of business risk and to effectively manage those risks in accordance with the Company's risk profile. This includes assessing, monitoring and managing risks for the Company and setting appropriate risk limits and controls. The Company is not of a size nor is its affairs of such complexity to justify the establishment of a formal system for risk management and associated controls. Instead, the Board approves all expenditure, is intimately acquainted with all operations and discuss all relevant issues at the Board meetings. The operational and other compliance risk management have also been assessed and found to be operating efficiently and effectively.

Notes to the financial statements
for the year ended 30 June 2023

Note 10 Financial risk management (cont.)

10.3 Credit risk

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the Company.

Due to the current nature of the Company, being a pre-IPO exploration entity, the Company is not exposed to material credit risk.

10.4 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company'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 Company's reputation.

Ultimate responsibility for liquidity risk management rests with the Board of Directors, who have built an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

Typically, the Company ensures that it has sufficient cash to meet expected operational expenses for a period of 60 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

The financial liabilities of the Company include trade and other payables as disclosed in the statement of financial position. All trade and other payables are non-interest bearing and due within 30 days of the reporting date.

Contractual Maturities

The following are the contractual maturities of financial assets and liabilities of the Company:

	Within 1 Year		Greater Than 1 Year		Total	
	2023 $	2022 $	2023 $	2022 $	2023 $	2022 $
Financial liabilities due for payment						
Trade and other payables	57,368	464,303	-	-	57,368	464,303
Borrowings	17,656	24,014	-	-	17,656	24,014
Total contractual outflows	75,024	488,317	-	-	75,024	488,317
Financial assets						
Cash and cash equivalents	1,475,611	784,480	-	-	1,475,611	784,480
Trade and other receivables	38,236	132,291	-	-	38,236	132,291
Total anticipated inflows	1,513,847	916,771	-	-	1,513,847	916,771
Net (outflow) / inflow on financial instruments	1,438,823	428,454	-	-	1,438,823	428,454

Cash flows realised from financial instruments reflect management's expectation as to the timing of realisation timing may therefore differ from that disclosed. It is not expected that the cash flows included in the maturity analysis could occur significantly earlier or at significantly different amounts.

10.5 *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 Company's income or the value of its 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.

Due to the nature of the Company, being a exploration entity, the Company is not exposed to material credit risk.

Notes to the financial statements
for the year ended 30 June 2023

Note 10 Financial risk management (cont.)

10.6 Sensitivity Analyses

Due to the nature of the Company, being exploration entity, the Company is not exposed to material financial risk sensitivities.

10.7 Net Fair Values

The fair values of financial assets and financial liabilities are presented in the table at the start of note 10 and can be compared to their carrying values as presented in the statement of financial position. Fair values are those amounts at which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. The Directors consider that the carrying amount of financial assets and financial liabilities recorded in the financial statements approximates their fair values as the carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values due to their short-term nature.

Financial instruments whose carrying value is equivalent to fair value due to their nature include:

- Cash and cash equivalents;
- Trade and other receivables; and
- Trade and other payables.

The methods and assumptions used in determining the fair values of financial instruments are disclosed in the accounting policy notes specific to the asset or liability.

Note 11 Capital Management

11.1 Capital

The Directors' objectives when managing capital are to ensure that the Company can maintain a capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the availability of liquid funds in order to meet its short-term commitments. It does this by ensuring that its current ratio (current assets divided by current liabilities) remains in excess of 1:1.

	2023	2022
Current ratio	18.2	1.88

Due to the nature of the Company's activities, being mineral exploration, the Company does not have ready access to credit facilities, with the primary source of funding being equity raisings. Therefore, the focus of the Company's capital risk management is the current working capital position against the requirements of the Company to meet exploration programmes and corporate overheads. The Company's strategy is to ensure appropriate liquidity is maintained to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required.

The Company is not subject to externally imposed capital requirements.

11.2 Working Capital

The working capital position of the Company was as follows:

	Note	2023 $	2022 $
Cash and cash equivalents	4	1,475,611	784,480
Trade and other receivables	5	38,236	132,291
Trade and other payables	7	(57,368)	(464,303)
Borrowings	8	(17,656)	(24,014)
Working capital position		1,438,823	428,454

Notes to the financial statements
for the year ended 30 June 2023

Note 12 Contingent liabilities

The Company has no contingent liabilities as at 30 June 2023.

Note 13 Events subsequent to reporting date

On 5 July 2023, the Company announced the expiry of 3,714,500 options with an exercise price of $0.25.

On 8 September 2023, the Company announced the Company announced it had entered into an Agreement with United Mines Pty Ltd for the sale of exploration licences E37/1234 and E37/1235 and prospecting licence 37/8573 for a total consideration of $50,000. Furthermore, as a result of not meeting the required expenditure under the Mt Davis Farm in and Joint Venture Heads of Agreement for tenements P37/8634, P37/8635, P37/8636, P37/8637, P37/8638 and P37/9349 (Mt Davis JV) with Mr Tanvanth Singh Sandhu, pursuant to the terms of the Mt Davis JV OZZ Resources has executed an agreement with Mr Sandu in order to formalise OZZ Resources' withdrawal from the Mt Davis JV and transfer its interest in P37,8633 to Mr Sandu for a nominal cash amount.

Other than disclosed above, there has not been any other matter or circumstance that has arisen after balance date that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial periods.

Note 14 Commitments

	2023 $	2022 $
10.1 Exploration expenditure commitments payable:		
Within one year	376,494	375,948
After one year but not more than five years	541,407	755,366
After five years	-	-
Total Exploration tenement minimum expenditure requirements	917,901	1,131,314

The Company will continue to assess each tenement annually and has the option to relinquish, sell, or divest a tenement should it not meet the expectations of the Company. The Company may apply for exemptions from expenditure if necessary.

Note 15 Key Management Personnel (KMP)

The names and positions of KMP are as follows:

The names of Directors in office at any time during or since the end of the year are:

- David Wheeler — Non-Executive Director
- Joe Graziano — Non-Executive Director
- Tim Slate — Non-Executive Director — *(Appointed 12 October 2022)*
- Brian McNab — Non-Executive Chairman — *(Resigned 12 October 2022)*

Information regarding individual Directors and executives' compensation and some equity instruments disclosures as required by the Corporations Regulations 2M.3.03 is provided in the *Remuneration report* table on page 10.

	2023 $	2022 $
Short-term employee benefits	122,199	472,764
Post-employment benefits	-	32,748
Share-based payments	-	9,379
Total	122,199	514,981

Notes to the financial statements
for the year ended 30 June 2023

Note 16 Related party transactions

The Company may enter into agreements for services rendered with individuals (or an entity that is associated with the individuals) during the ordinary course of business.

A number of entities associated with the Directors and select technical staff have consulting agreements in place which have resulted in transactions between the Company and those entities during the year.

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Details of transactions between the Company and other related parties are disclosed below.

Entity	Nature of transactions	KMP	Total Transactions 2023 $	Total Transactions 2022 $	Payable Balance 2023 $	Payable Balance 2022 $
Pathways Corporate Pty Ltd	Registered office rent	David Wheeler Joe Graziano	15,000	-	-	-
Catalyst Corporate Pty Ltd	Accounting and Company Secretarial Services	Tim Slate	21,739	-	-	-
Kazal Pty Ltd	Corporate Advisory	Alan Lockett	-	-	-	5,000
Lea Consulting	Consulting fees	Jonathan Lea	-	-	-	5,278

Fees for the above entities and related KMP for 2023, have not been included in the remuneration note 15 above, due to the nature of services provided.

Note 17 Auditor's remuneration

	2023 $	2022 $
Remuneration of the auditor, Hall Chadwick WA Audit Pty Ltd for:		
Assurance services:		
■ Auditing or reviewing the financial reports	26,074	29,000
Non-Assurance Services:		
■ Taxation compliance services	2,640	1,600
	28,714	30,600

Notes to the financial statements
for the year ended 30 June 2023

Note 18 Earnings per share (EPS)

		2023 $	2022 $
18.1	**Reconciliation of earnings to profit or loss**		
	Loss for the period	(1,099,025)	(4,378,574)
	Loss used in the calculation of basic and diluted EPS	(1,099,025)	(4,378,574)
18.2	**Weighted average number of ordinary shares outstanding during the period used in the calculation of basic EPS**	66,501,759	46,993,260
	Weighted average number of dilutive equity instruments outstanding	N/A	N/A
	Weighted average number of ordinary shares outstanding during the period used in the calculation of basic EPS	66,501,759	46,993,260

		2023 ¢	2022 ¢
18.3	**Earnings per share**		
	Basic EPS (cents per share)	(1.653)	(9.317)
	Diluted EPS (cents per share)	N/A	N/A

18.4 As at 30 June 2023, the Group has unissued 41,982,726 shares under options (2022: 41,982,726) and 500,000 performance shares on issue (30 June 2022: 500,000). No performance rights have vested. Unvested options and performance rights are not considered to be dilutive. In addition, the Group does not report diluted EPS on losses. During the 2022 year, the Group's unissued shares under option and performance shares were anti-dilutive.

Note 19 Operating segments

19.1 Identification of reportable segments

The Company 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 Company is managed primarily on the basis of business category and geographical areas. Operating segments are therefore determined on the same basis.

Reportable segments disclosed are based on aggregating operating segments where the segments are considered to have similar economic characteristics. The Company considers that it has only operated in one segment, being the exploration business, located wholly in Western Australia.

19.2 Basis of accounting for purposes of reporting by operating segments

19.2.1 Accounting policies adopted

The accounting policies used by the Company in reporting segments are in accordance with the measurement principles of Australian Accounting Standards.

Notes to the financial statements
for the year ended 30 June 2023

Note 19 Operating segments (cont.)

19.2.2 Inter-segment transactions

All such transactions are eliminated on consolidation of the Company's financial statements.

Inter-segment loans payable and receivable are initially recognised at the consideration received/to be received net of transaction costs. If inter-segment loans receivable and payable are not on commercial terms, these are not adjusted to fair value based on market interest rates. This policy represents a departure from that applied to the statutory financial statements.

19.2.3 Segment assets

During the year ended 30 June 2023, all assets were in the same business segment, which is the Company's exploration business.

19.2.4 Segment liabilities

During the year ended 30 June 2023, all liabilities were in the same business segment, which is the Company's exploration business.

19.3 Revenue by geographical region

There is no revenue attributable to external customers for the year ended 30 June 2023.

19.4 Assets by geographical region

During the year ended 30 June 2023, all reportable segment assets are located in Western Australia, with the financial assets located in Western Australia.

Note 20 Share-based payments	2023 $	2022 $
20.1 Share based payments		
Recognised in profit and loss:		
■ *Employee Options*	-	65,653
■ *Professional and consulting costs*	100,000	127,500
■ *Mineral exploration and evaluation costs*		
Vendor shares	50,000	363,560
Vendor options	-	25,500
Vendor performance shares	-	72,240
	150,000	654,453
Recognised in equity – transaction costs	-	14,471
Gross share based payments	**150,000**	**668,924**

Notes to the financial statements
for the year ended 30 June 2023

Note 20 Share-based payments (cont.)

20.2 Share based payments arrangements in effect during the period

20.2.1 Issued during the period

a. Advisory services share issue

On 29 July 2022, in lieu off cash payment the Company issued shares in full settlement of advisory services as follows:

Consultant	Shares No	Value per Share	Total $
Exchange Capital Advisory Pty Ltd	500,000	0.20	100,000

b. Exploration service share issue

On 23 September 2022 the Company issues shares for drilling services in lieu off cash payment as follows:

Consultant	Shares No	Value per Share	Total $
K-Drill Pty Ltd	569,448	0.09	50,000

20.2.2 Issued in prior year, remaining in effect

a. Professional and consulting costs: CPS Capital Group Pty Ltd (CPS)

In accordance with a Short Form Prospectus lodged on 22 September 2021 (the Prospects), CPS agreed to provide ad hoc corporate advisory services to the Company for a period of 12 months. The Company has agreed, pursuant to the Lead Manager Mandate, to issue CPS 750,000 Shares in lieu of corporate advisory fees payable to CPS for these services. These Shares were issued under the Prospectus on 15 October 2021.

Consultant	Shares No	Value per Share	Total $
CPS Capital Group Pty Ltd	750,000	0.17	127,500

b. Vendor Equity issues

i. Vendor shares

a. During the prior year, as part of the acquisition of the Pinnacle Well project, the Company issued two tranches of shares as consideration for the project as follows:
   - 350,000 quoted fully paid ordinary shares
   - 400,000 quoted fully paid ordinary shares to be issued on 4 July 2022 (deferred consideration). On 29 July 2022, the Company issued 400,000 shares as the second tranche.

b. In addition, 250,000 fully paid ordinary shares were issued to Cadmon Advisory services for providing corporate advice and services to facilitate the agreement. The Company also acquired an additional tenement in the Mt Davis project. As part consideration, the Company issued 200,000 quoted fully paid ordinary shares.

c. On 14 January 2022, as part of the expansion of the Pinnacle Well project, the Company issued Anglo Australian Resources NL 1,000,000 shares as part consideration for the project

d. On 4 March 2022, as part consideration for the Linger and Die project, the Company issued United Mines Pty Ltd 960,000 shares.

Notes to the financial statements
for the year ended 30 June 2023

Note 20 Share-based payments (cont.)

Vendor	Project	Shares No	Market Value per Share $	Total $
Alan Pellegrini	Pinnacle Well	350,000	0.130	45,500
Alan Pellegrini	Pinnacle Well	*Deferred*	0.130	52,000
Tanvanth Singh Sandhu	Mt Davis	200,000	0.130	26,000
Cadmon Advisory Services	Pinnacle Well	250,000	0.130	32,500
Anglo Australian Resources NL	Pinnacle Well	1,000,000	0.125	125,000
United Mines Pty Ltd	Linger and Die	960,000	0.086	82,560

ii. Vendor options
In addition, 850,000 quoted options were issued to Cadmon Advisory Services for providing corporate advice and services to facilitate the agreement.

Vendor	Project	Option No.	Expiry Date	Consideration $	Exercise Price $	Vesting Terms
Cadmon Advisory Services	Pinnacle Well	850,000	25 Oct 2024	nil	$0.25	Immediately upon issue

iii. Vendor performance shares

a. On 14 January 2022, as part of the expansion of the Pinnacle Well Project, the Company issued Anglo Australian Resources NL 500,000 performance shares as part consideration for the project. These performance rights were valued at $nil.

b. As part consideration for the Linger and Die project the Company issued United Mines Pty Ltd 840,000 performance shares. These performance rights were valued at $72,240 and subsequently converted into ordinary shares.

Vendor	Performance condition	Performance rights No.	Milestone Date	Expiry Date	Probability of milestones met %	Performance Condition Satisfied
Anglo Australian Resources NL	A JORC compliance gold resources of greater than 50,000 ounces at a minimum grade of 0.5g/t gold is defined or when commercial mining commences	500,000	10 Jan 2027	10 Jan 2027	0	No

Notes to the financial statements
for the year ended 30 June 2023

Note 20 Share-based payments (cont.)

iv. Employee options

On 18 March 2022, in accordance with the Company's Employee Incentive Plan, the Company issued 1,750,000 unlisted options to employees, as detailed below, and valued at $65,653:

Option No.	Expiry Date	Consideration $	Exercise Price $	Vesting Terms
1,750,000	18 Mar 2025	nil	$0.25	Immediately upon issue

c. Equity-settled transaction costs

In accordance with a *Short Form Prospectus* lodged on 22 September 2021 (the Prospectus), CPS agreed to underwrite the offer. Under the underwriting agreement, the Company agreed to pay CPS an underwriting fee of 6% (plus any applicable GST) of the total gross proceeds raised under Prospectus and to issue to CPS 2,900,000 options on the same terms as the options to be issued under the Prospectus for providing these services.

Lead Manager	Number under Option	Date of expiry	Consideration $	Exercise Price $	Vesting Terms
CPS Capital Group Pty Ltd	2,900,000	25 Oct 2024	nil	$0.25	Immediately upon issue

20.3 Movement in share-based payment arrangements during the period

A summary of the movements of all Company options issued as share-based payments is as follows:

	2023		2022	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding at the beginning of the period	16,400,000	$0.25	10,900,000	$0.25
Options movement during the period:				
- Granted	-	-	5,500,000	$0.25
- Exercised	-	-	-	-
- Expired	-	-	-	-
Outstanding at period end	16,400,000	$0.25	16,400,000	$0.25
Exercisable at period end	16,400,000	$0.25	16,400,000	$0.25
Reconciliation to total Company options				
Non share-based payment options outstanding at the beginning of the period	10,536,875		10,536,875	
Options issued to shareholders	15,045,851		15,045,851	
Total Company options on issue	41,982,726		41,982,726	

Notes to the financial statements
for the year ended 30 June 2023

Note 20 Share-based payments (cont.)

a. No options were exercised during the period
b. The weighted average remaining contractual life of options outstanding at year end was 1.45 years (2022: 1.95 years)
c. The fair value of the options granted to employees is deemed to represent the value of the employee services received over the vesting period.

20.4 **Fair value of options granted during the year**

No options were granted during the year.

Directors' declaration

The Directors of the Company declare that:

1. The financial statements and notes, as set out on pages 6 to 49, are in accordance with the *Corporations Act 2001* (Cth) and:

    (a) comply with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;

    (b) are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, as stated in notes to the financial statements; and

    (c) give a true and fair view of the financial position as at 30 June 2023 and of the performance for the year ended on that date of the Company.

    (d) the Directors have been given the declarations required by s.295(5)(a) of the *Corporations Act 2001* (Cth);

2. in the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors by:

JOE GRAZIANO
Director
Dated this Thursday, 14 September 2023

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF OZZ RESOURCES LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Ozz Resources Limited ("the Company"), which comprises the statement of financial position as at 30 June 2023, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion:

a. the accompanying financial report of the Company is in accordance with the Corporations Act 2001, including:

   (i) giving a true and fair view of the Company's financial position as at 30 June 2023 and of its financial performance for the year then ended; and

   (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.1.2.

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 Company 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 Related to Going Concern

We draw attention to Note 1.2 in the financial report which indicates that the Company incurred a net loss of $1,099,025 during the year ended 30 June 2023. As stated in Note 1.2, these events or conditions, along with other matters as set forth in Note 1.2, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in this respect of this matter.

Key Audit Matters

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

Key Audit Matter	How our audit addressed the Key Audit Matter
Exploration and evaluation expenditure As disclosed in note 2.4, the Company incurred exploration expenditure of $517,348 during the period. Exploration expenditure is a key audit matter due to the significance to the statement of profit or loss and other comprehensive income.	Our audit procedures included but were not limited to: • Testing exploration expenditure for the period by evaluating a sample of recorded expenditure for consistency to underlying records (including acquisition agreements), the requirements of the Company's accounting policy and the requirements of *AASB 6 Exploration for and Evaluation of Mineral Resources*; and • Assessing the Company's rights to tenure by corroborating to government registries. • Assessing the adequacy of the disclosures included in Note 2.4 to the financial statements.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 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 Note 1.1.2, the directors also state in accordance with Australian Accounting Standard *AASB 101 Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

In preparing the financial report, the directors are responsible for assessing the Company's ability 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 Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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 Company'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 Company'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 Company 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 Company to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Company 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

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2023. The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with s 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.

Auditor's Opinion

In our opinion, the Remuneration Report of Ozz Resources Limited, for the year ended 30 June 2023, complies with section 300A of the Corporations Act 2001.

Hall Chadwick

Mark Delaurentis

HALL CHADWICK WA AUDIT PTY LTD

MARK DELAURENTIS CA
Director

Dated in Perth, Western Australia this 14th day of September 2023

Corporate governance statement

The Board is responsible for establishing the Company's corporate governance framework. In establishing its Corporate Governance Framework, the Board has referred to the 4th edition of the ASX Corporate Governance Councils' *Corporate Governance Principles and Recommendations*.

The Corporate Governance Statement discloses the extent to which the Company follows the recommendations. The Company will follow each recommendation where the Board has considered the recommendation to be an appropriate benchmark for its corporate governance practices. Where the Company's corporate governance practices will follow a recommendation, the Board has made appropriate statements reporting on the adoption of the recommendation. In compliance with the "if not, why not" reporting regime, where, after due consideration, the Company's corporate governance practices will not follow a recommendation, the Board has explained its reasons for not following the recommendation and disclosed what, if any, alternative practices the Company will adopt instead of those in the recommendation.

The Company's governance-related documents can be found on its website at www.ozzresources.com.au/corporate-governance/.

Additional information for listed public companies

The following additional information is required by the Australian Securities Exchange in respect of listed public companies:

1 Capital as at 11 September 2023

a. Ordinary share capital

92,530,117 ordinary fully paid shares held by 525 shareholders.

b. Options over Unissued Shares

Number of Options	Exercise Price $	Expiry Date	ASX Status
2,800,000	0.25	18 June 2024	Unlisted
2,600,000	0.25	18 June 2025	Unlisted
18,795,851	0.25	25 October 2024	Listed
1,750,000	0.25	18 March 2025	Unlisted
25,945,851			

c. Performance shares over Unissued Shares

Class of performance share	Performance Condition	Performance shares No.	Milestone Date	Expiry Date
OZZAH	A JORC compliant gold resource of greater than 50,000 ounces at a minimum grade of 0.5g/t gold is defined or when commercial mining commences within 5 years	500,000	10 January 2027	10 January 2027
		500,000		

d. Voting Rights

The voting rights attached to each class of equity security are as follows:

- **Ordinary shares**: Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.
- **Options**: Options do not entitle the holders to vote in respect of that equity instrument, nor participate in dividends, when declared, until such time as the options are exercised or performance shares convert and subsequently registered as ordinary shares.
- **Performance share**: A performance share:
  - Does not entitle a Holder to vote on resolutions proposed at a general meeting of shareholders of the Company.
  - Does not entitle a Holder to any dividends.
  - Does not entitle the Holder to participate in the surplus profits or assets of the Company upon winding up of the Company.
  - Is not transferable.

e. Substantial Shareholders as at 11 September 2023

Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
Jason Peterson	10,978,845	11.86
Diane Kaye Finlay	5,500,000	5.94

f. **Distribution of Shareholders as at 11 September 2023**

Category (size of holding)	Total Holders	Number Ordinary	% Held of Issued Ordinary Capital
1 – 1,000	21	2,647	0.00
1,001 – 5,000	48	175,519	0.19
5,001 – 10,000	69	547,921	0.59
10,001 – 100,000	242	10,441,840	11.29
100,001 – and over	145	40,255,175	87.93
	525	**92,530,117**	**100%**

g. **Unmarketable Parcels as at 11 September 2023**
There were 102 shareholders who held less than a marketable parcel of shares, holding 377,855 shares

h. **Restricted Securities**
The Company has no restricted securities.

i. **20 Largest Shareholders — Ordinary Shares as at 11 September 2023**

		Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1.	Diane Kaye Finlay	5,500,000	5.94
2.	Celtic Capital Pty Ltd <The Celtic Capital A/C>	4,000,000	4.32
3.	Sunset Capital Management Pty Ltd <Sunset Superfund A/C>	3,703,845	4.00
4.	Kazal Pty Ltd <The Mining Asset A/C>	3,600,000	3.89
5.	Gold Geological Consulting Pty Ltd	3,276,029	3.54
6.	Lesamourai Pty Ltd	3,200,000	3.46
7.	One Managed Investment Funds Limited <TI Growth A/C>	2,397,628	2.59
8.	Mr Le Zhao	2,325,497	2.51
9.	Pheakes Pty Ltd <Senate A/C>	2,000,000	2.16
10.	Nysha Investments Pty Ltd <Sanghavi Family A/C>	1,520,000	1.64
11.	Cityscape Asset Pty Ltd <Cityscape Family A/C>	1,500,000	1.62
12.	Gelignite Resources Pty Ltd	1,450,000	1.57
13.	Mr Ziheng Tang	1,436,567	1.55
14.	Mr Shane Timothy Ball <The Ball A/C>	1,420,000	1.53
15.	Three Zebras Pty Ltd <Judd Family A/C>	1,250,000	1.35
16.	Diversified Asset Holdings Pty Ltd	1,150,000	1.24
17.	Kwok & Tan Pty Ltd <Kwok & Tan Super Fund A/C>	1,080,000	1.17
18.	John & Emma Hannaford Superannuation Pty Ltd <The Hannaford Super Fund A/C>	1,040,000	1.12
19.	Riverview Corporation Pty Ltd	1,000,000	1.08
20.	Bowman Gate Pty Ltd <The Discovery A/C>	1,000,000	1.08
	Total	**43,849,566**	**47.39**

j. **20 Largest Option holders (OZZO)— Listed Option as at 11 September 2023**

Rank	Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1.	Celtic Capital Pty Ltd <The Celtic Capital A/C>	3,985,858	21.21
2.	Gold Geological Consulting Pty Ltd	2,625,750	13.97
3.	Celtic Capital Pty Ltd <Income A/C>	1,900,000	10.11
4.	Diane Kaye Finlay	1,833,334	9.75
5.	Tang088 Pty Ltd <Tang088 A/C>	904,835	4.81
6.	CPS Capital No 5 Pty Ltd	870,000	4.63
7.	Cityscape Asset Pty Ltd <Cityscape Family A/C>	500,000	2.66
8.	Mr Stuart Douglas Usher <Spitfire Corporate Advi A/C>	500,000	2.66
9.	Xenius Capital Pty Ltd	500,000	2.66
10.	Mrs Weena Lindecker + Mr Steve Xavier Johnny Lindecker	344,168	1.83
11.	Broadford Capital Pty Ltd	246,207	1.31
12.	Mr Kanak Sahasrabudhe	220,305	1.17
13.	Mr Zhieng Tang	218,150	1.16
14.	Bowman Gate Pty Ltd <The Discovery A/C>	211,834	1.13
15.	Cautious Pty Ltd <The Reserve A/C>	191,667	1.02
16.	Jaek Holdings Pty Ltd <Hannaford Family A/C>	191,667	1.02
17.	Jonathan Lea + Julia Gleeson <The Gleason Family A/C>	134,167	0.71
18.	VMJ Partners Pty LTd <VMJ Partners Unit A/C>	125,000	0.67
19.	Mr Thomas Francis Corr	116,667	0.62
20.	Mr Harinder Pal Singh	105,000	0.56
	TOTAL	**15,724,609**	**83.66**
	TOTAL LISTED OPTIONS (OZZO)	**18,795,851**	**100.00**

k. **Unquoted Securities Holders Holding More than 20% of the Class as 11 September 2023**

- *Unlisted Options (Exercise price $0.25, Expiry date: 18.06.25)*

Name	Number of Unquoted Securities	% Held of Unquoted Security Class
Gelignite Resources Pty Ltd	1,450,000	55.77
Diversified Asset Holdings Pty Ltd	1,150,000	44.23
TOTAL	**2,600,000**	**100.00**
TOTAL UNLISTED OPTIONS (EXERCISE PRICE $0.25, EXPIRY DATE: 18.06.25	**2,600,000**	

I. Unquoted Securities Holders Holding More than 20% of the Class as at 11 September 2023

- *Unlisted Options (Exercise price $0.25, Expiry date: 05.07.24)*

Name	Number of Unquoted Securities	% Held of Unquoted Security Class
Furinkazan Capital Pty Ltd	1,400,000	50.00
Celtic Capital Pty Ltd <Income A/C>>	687,764	24.56
TOTAL	**2,087,764**	**74.56**
TOTAL UNLISTED OPTIONS (EXERCISE PRICE $0.25, EXPIRY DATE: 05.07.24)	**2,800,000**	

- *Performance Shares*

Name	Number of Unquoted Securities	% Held of Unquoted Security Class
Anglo Australian Resources NL	500,000	100.00
TOTAL	**500,000**	**100.00**
Total Performance Shares	**500,000**	

Tenement report

as at 30 June 2023

Tenement ID	Holder	Date Granted	Expiry Date	Project Area (Ha)	% Ownership
Maguires Reward					
P20/2318	Ozz Resources Limited	29/03/2018	28/03/2026	200	100%
Rabbit Bore					
E51/1671	Diversified Asset Holding Pty Ltd	7/04/2016	6/04/2026	2,139	100%
Wardarbie South					
P51/3025	Gelignite Resources Pty Ltd	3/07/2019	02/07/2023	200	100%
P51/3026	Gelignite Resources Pty Ltd	3/07/2019	02/07/2023	200	100%
P51/3027	Gelignite Resources Pty Ltd	3/07/2019	02/07/2023	200	100%
Mt Davis					
P37/8633	Tanvanth Singh Sandhu 20% OZZ 80%	15/08/2016	14/08/2024	189	80%
P37/8634	Tanvanth Singh Sandhu	15/08/2016	14/08/2024	195	100%
P37/8635	Tanvanth Singh Sandhu	15/08/2016	14/08/2024	200	100%
P37/8636	Tanvanth Singh Sandhu	15/08/2016	14/08/2024	181	100%
P37/8637	Tanvanth Singh Sandhu	15/08/2016	14/08/2024	200	100%
P37/8638	Tanvanth Singh Sandhu	15/08/2016	14/08/2024	90	100%
P37/9349	Tanvanth Singh Sandhu	8/04/2021	07/04/2025	181	100%
P37/9552	Ozz Resources Limited	18/03/2022	17/03/2026	169	100%
P37/9553	Ozz Resources Limited	18/03/2022	17/03/2026	180	100%
Peterwangy					
E70/5114	Provident Mining Pty Ltd	14/12/2018	13/12/2023	2,102	100%
E70/5691	Ozz Resources Limited	24/02/2021	23/02/2026	1,802	100%
Pinnacle Well					
E37/1246	PELLEGRINI, Alan Archibald	5/07/2016	4/07/2026	9,457	100%
E37/1287	Ozz Resources Limited	6/04/2017	5/04/2027	2,381	100%
E37/1355	Ozz Resources Limited	8/02/2019	7/02/2024	2,999	100%
E37/1234	Ozz Resources Limited	13/01/2016	12/01/2026	301	100%
E37/1235	Ozz Resources Limited	13/01/2016	12/01/2026	301	100%
Vickers Well					
E38/3732	Ozz Resources Ltd	20/12/2022	19/12/2027	27 blocks	100%
E38/3733	Ozz Resources Ltd	20/12/2022	19/12/2027	56 blocks	100%