

2024

ANNUAL REPORT

For personal use only

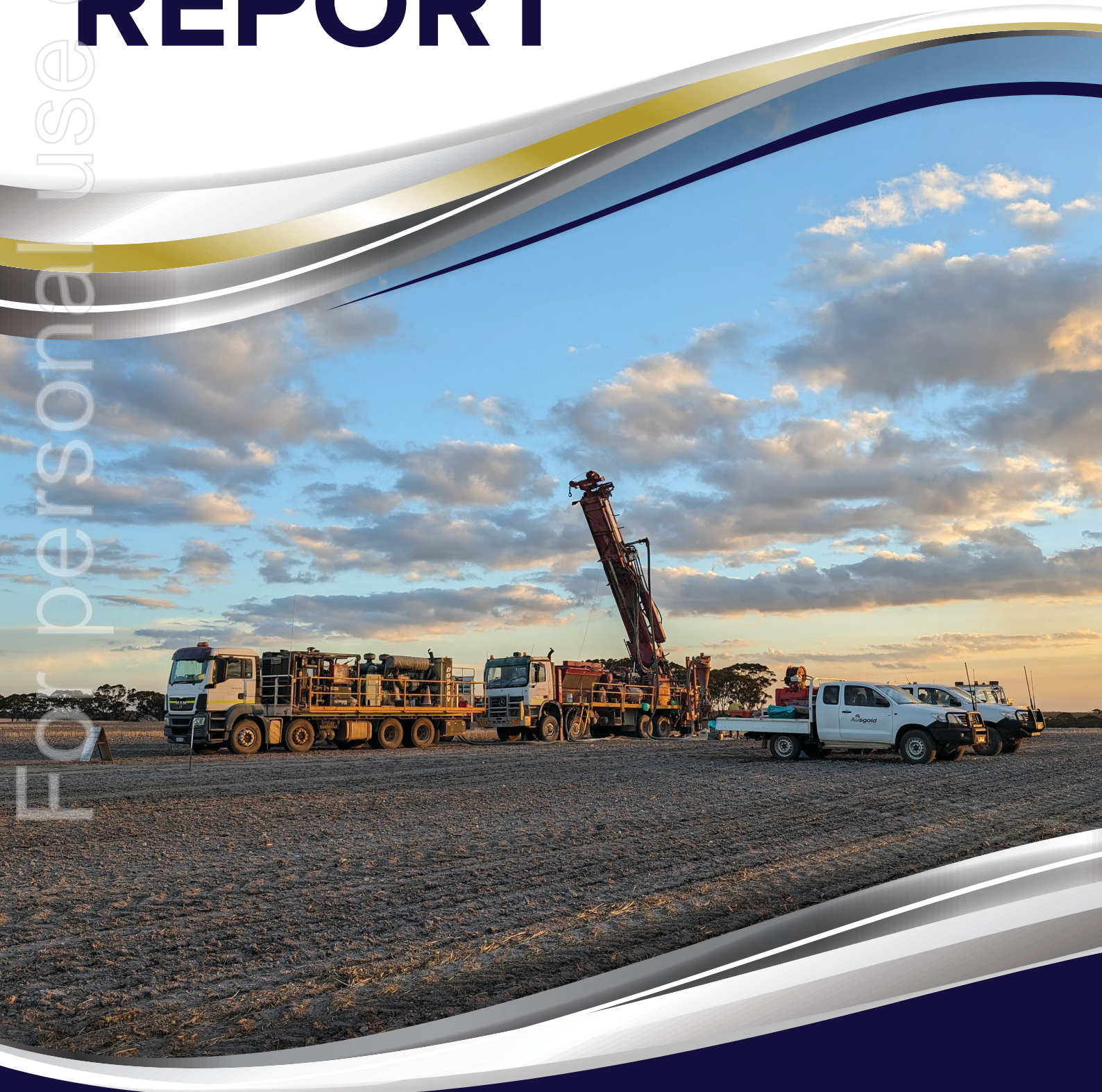


Table of Contents

| | |
|---|----|
| CORPORATE DIRECTORY | 3 |
| CHAIRMAN'S LETTER | 4 |
| REVIEW OF OPERATIONS | 5 |
| ESG ANNUAL REPORT | 23 |
| DIRECTOR'S REPORT | 24 |
| REMUNERATION REPORT (AUDITED) | 31 |
| AUDITOR'S INDEPENDENT DECLARATION | 38 |
| CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME | 39 |
| CONSOLIDATED STATEMENT OF FINANCIAL POSITION | 40 |
| CONSOLIDATED STATEMENT OF CHANGES IN EQUITY | 41 |
| CONSOLIDATED STATEMENT OF CASH FLOWS | 42 |
| NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS | 43 |
| CONSOLIDATED ENTITY DISCLOSURE STATEMENT | 64 |
| DIRECTORS' DECLARATION | 65 |
| INDEPENDENT AUDIT REPORT | 66 |
| SHAREHOLDER INFORMATION | 70 |
| SCHEDULE OF MINERAL TENEMENT INTERESTS | 72 |

Corporate Directory

Directors

Mr John Dorward

Executive Chairman

Dr Matthew Greentree

Chief Executive Officer and Managing Director

Mr Adrian Goldstone

Non-Executive Director

Mr Mark Turner

Non-Executive Director

Company Secretary

Mr Denis Rakich

Registered Office

Level 1, 307 Murray Street

Perth WA 6000

Telephone: (08) 9220 9890

Facsimile: (08) 9220 9820

Web: www.ausgoldlimited.com.au

Email: info@ausgoldlimited.com.au

Securities Exchange

Australian Securities Exchange (ASX)

Level 40 Central Park

152-158 St Georges Terrace

Perth WA 6000

ASX Code: AUC

FRA Code: AU4

Share Registry

Automatic Group

Level 5, 191 St Georges Terrace

Perth WA 6000

Telephone: 1300 288 664

Auditors

BDO Audit Pty Ltd

Level 9, Mia Yellagonga Tower 2

5 Spring St

Perth WA 6000

Telephone: (08) 6382 4600

Facsimile: (08) 6382 4601

Bankers

Westpac Banking Corporation

Level 8, 109 St Georges Terrace

Perth WA 6000

Solicitors

Gilbert & Tolbin

Level 16 Brookfield Place Tower 2

123 St Georges Terrace

Perth WA 6000

Lawton McMaster Legal

Level 9, 40 The Esplanade

Perth WA 6000

Australian Business Number

ABN 67 140 164 496

Chairman's Letter

Dear Fellow Shareholder,

The last 12 months have seen a significant amount of activity at our Company and have laid the foundations to progress the Katanning Gold Project ("KGP") as a near-term Australian gold producer.

The board of Ausgold has recently been refreshed with a clear focus on project delivery. Management depth has been augmented with senior finance and permitting appointments to enable the Company to fully realise its potential to move through the study and development phases and ultimately into production.

I joined the board in May along with Adrian Goldstone and Mark Turner, two seasoned mining professionals with successful pedigrees in company building and mine development. The opportunity to join a company with a clear line of sight on developing a 3.0 million ounce deposit in one of the premier mining jurisdictions of the world was compelling.

Following an oversubscribed equity financing of \$38 million, Ausgold is in a strong financial position. We commenced the new financial year with zero debt and approximately \$25m in cash at bank, which is intended to fund our journey through completion of the definitive feasibility study, permitting and approvals to a final investment decision at Katanning.

As part of the equity raising, we were pleased to have a significant number of existing shareholders continue their support of the Company. In addition, we welcomed to the Ausgold register a strong roster of offshore shareholders, including numerous leading North American and European precious metals funds.

In September 2023, the Company released an updated mineral resource estimate. The September update incorporated the results of an additional 17,000 metres of drilling at the KGP, with methodology refinements and a review by Snowden Optiro, a leading Australian mining consultancy.

The update featured a robust increase of 14% to 89Mt at 1.06g/t for 3.04 million ounces. Importantly, resources in the measured and indicated category increased by 12% to 2.42 million ounces which provides a strong platform upon which to base the definitive feasibility study.

Project resilience was enhanced by the acquisition of 1,026 hectares of freehold farmland adjacent to the Company's granted mining leases. This land, now fully under Ausgold's control, is ideally located to host the project's processing facility and associated infrastructure. Land access negotiations for future mining areas covered by the Company's granted tenure are ongoing.

While Ausgold's focus is advancing the feasibility study and permitting of the KGP, we shouldn't forget the considerable exploration potential of the Company's commanding regional exploration package. We believe that Katanning, and its immediate surrounds, have the potential to host a globally significant gold province. Shareholders can look forward to an active exploration effort over the course of 2025 as we test a number of high priority targets.

Our exploration targets fall into three broad categories. Firstly, we are pursuing resource extensions along strike of the existing resource base at the Katanning Gold Project with Lukin a prime example. Secondly, we are looking for regional scale repeats in close proximity to Katanning such as Grasmere, and finally, potential satellite sources of feed for high grade ore from targets such as Stanley.

In closing, I would like to thank all of our long-standing shareholders and stakeholders for their support and encouragement. In addition, I would like to extend a warm welcome to all of our new shareholders, and I look forward to reporting back to you after what I am confident will be a rewarding year ahead.

Yours sincerely



John Dorward
Executive Chairman



Review of Operations FY2024

Highlights:

Katanning Gold Project, WA (AUC:100%)

- Updated Mineral Resource Estimate (“MRE”) delivered for the Katanning Gold Project (KGP), confirming it as the largest free-milling, open cut gold development in WA
- JORC Mineral Resource increased to 89Mt at 1.06g/t for 3,040,000 ounces of gold:
 - **15% increase** (400,000oz) in contained ounces over the MRE included in the 2023 Scoping Study
 - **12% increase** in the Measured and Indicated Resource to 2.42 million ounces, representing 80% of total contained ounces, providing a strong platform to underpin the Definitive Feasibility Study.
 - **Over 2 million ounces** of gold added over the past four years since the discovery of the Jinkas South deposit, with best-in-class discovery economics of **~\$11 per Resource ounce**.
 - Independent third-party review by Snowden Optiro endorses the KGP Resource, which remains open both at depth and along strike.
- **Further significant progress achieved with the Definitive Feasibility Study (“DFS”) on the Katanning Gold Project, with key updates including:**
 - Submission of Mining Lease Applications to support development infrastructure.
 - Completion of open pit geotechnical assessment.
 - Completion of metallurgical test work, including comminution test work for Process Plant design
 - Receipt of proposals for on-site power supply and identification of accommodation sites.
- **Strategic review of the KGP development plan initiated by the new Board members, with an enhanced DFS scheduled for completion in H1 CY2025.**
- **Settlement completed on the purchase of two farming properties covering key mining and infrastructure areas at the KGP, significantly de-risking the project development.**

Corporate

- Board restructured with the appointment of former Roxgold CEO John Dorward as Executive Chair and experienced mining executives Mark Turner and Adrian Goldstone as non-executive Directors.
- A\$38 million share placement completed to underpin ongoing work programs at the KGP through to a Final Investment Decision (“FID”). The placement was cornerstoned by leading international investors including Jupiter Asset Management and Dundee Corporation.
- 1-for-10 share consolidation completed to provide a more effective capital structure for the Company in line with its size and peer group, and a share price more appealing to a wider range of investors, particularly global institutional investors.
- Two senior executive appointments announced to augment the senior leadership team and build out its capacity to deliver the KGP, with Ben Stockdale appointed as Chief Financial Officer and Troy Collie as Manager – Environment & Approvals.
- A\$25 million cash at bank following the completion of the capital raising and repayment of loan notes.

Management Additions

During the reporting period, Ausgold announced two key management additions to build out its capacity to deliver the KGP.

Mr Ben Stockdale was appointed as Chief Financial Officer and Mr Troy Collie was appointed as Manager – Environment and Approvals. Mr Stockdale has very relevant experience with responsibility for delivering successful project financing facilities for the Sepon Project in Laos along with Prominent Hill and Golden Grove while at Oxiana Limited. In addition, he delivered financing for the Jabal Sayid Copper-Gold Mine in Saudi Arabia.

Mr Collie is an accomplished environment and approvals professional with a demonstrated track record of delivering timely permits and approvals across a range of projects and commodities. Most recently, Troy spent 10 years at Mount Gibson Iron Limited as General Manager responsible for approvals, compliance and closure.

KATANNING GOLD PROJECT

WESTERN AUSTRALIA (AUC 100%)

Ausgold Limited (ASX: AUC) ("Ausgold" or "the Company") is an ASX-listed gold development company which is focused on developing the advanced 3.04Moz Katanning Gold Project ("KGP"), located 275km southeast of Perth in Western Australia, as the foundation for a significant new mid-tier gold operation.

Ausgold holds a dominant tenure position over the entire Katanning Greenstone Belt, located within the gold-rich Archean Yilgarn Craton. The Yilgarn is one of Australia's premier mineral provinces and hosts numerous major gold deposits. Ausgold holds over 5,500km² of ground in the historically underexplored and highly prospective south-west portion of the Yilgarn Craton (Figure 1).

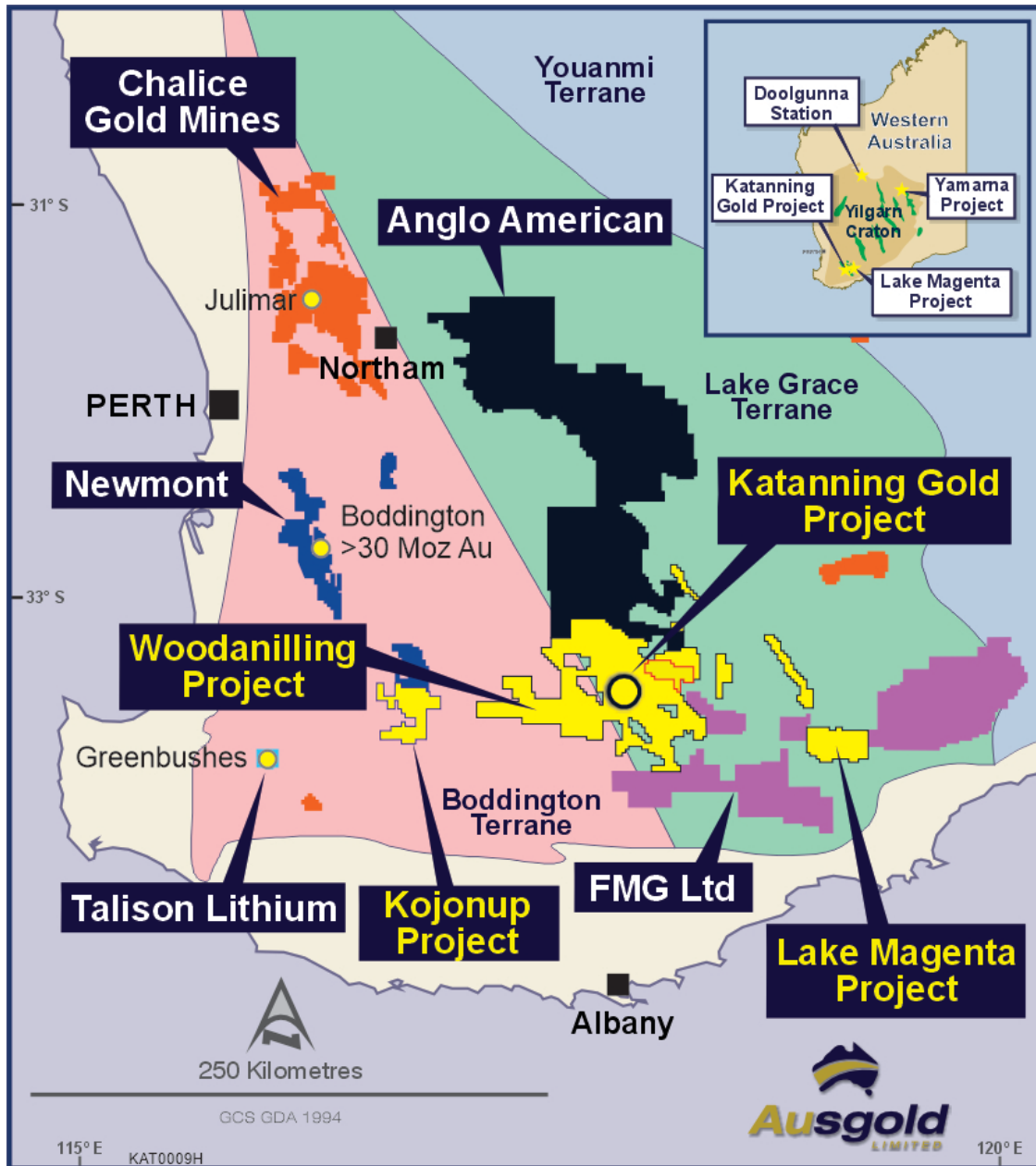


Figure 1 – Ausgold's regional South-West tenure location shown in yellow

The KGP lies within a major mineralised structural corridor, with exploration to date outlining a 17km trend hosting multi-lode gold mineralisation across three key zones that include the following gold deposits and prospects (Figure 2):

- **Central Zone** – Jinkas, Jackson, White Dam and Olympia
- **Southern Zone** – Dingo, Lukin and Rifle Range
- **Northern Zone** – Datatine

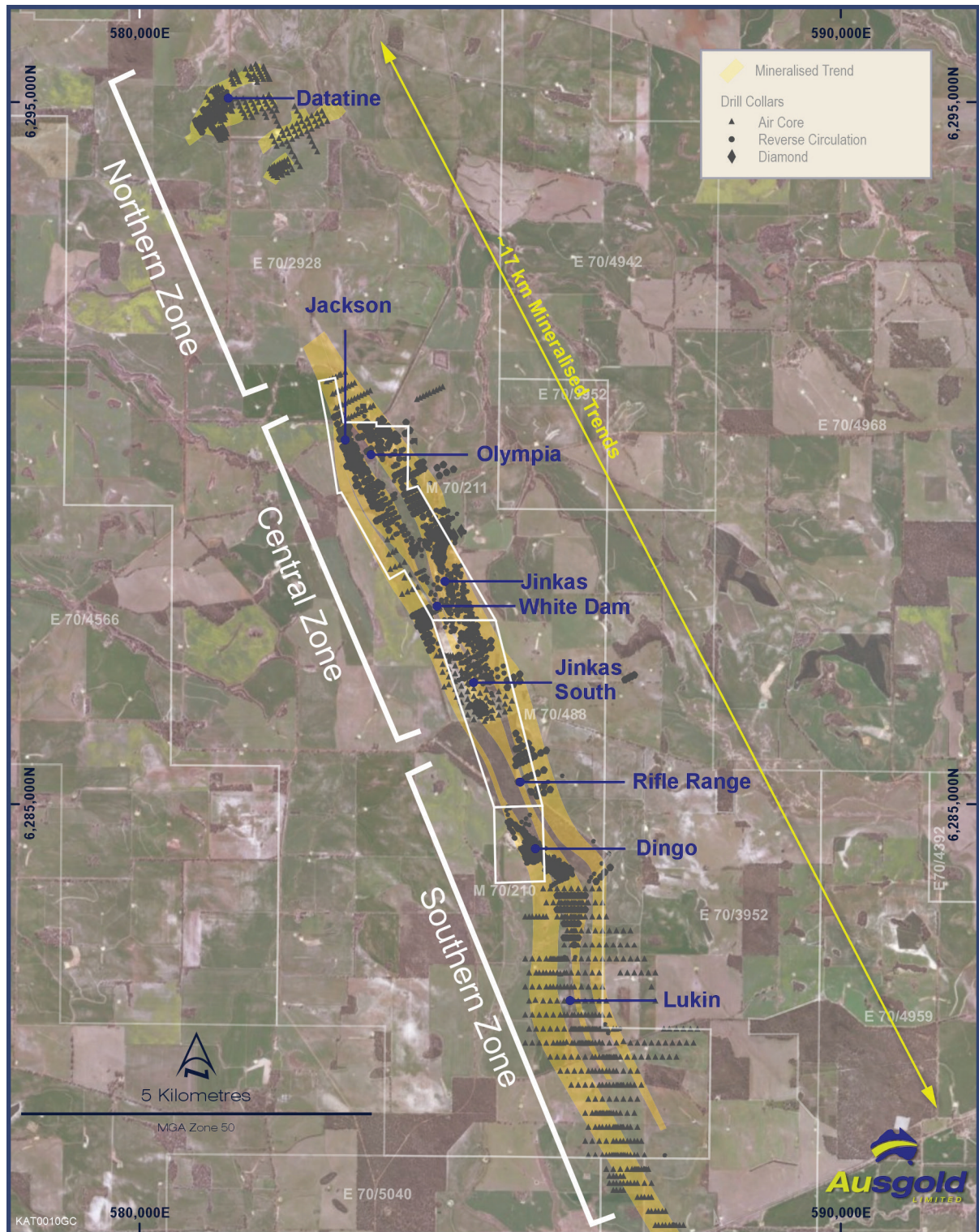


Figure 2 – Map of the 17km Katanning Gold Project, including the Northern, Central and Southern Zones

For personal use only

Table 1 Life-of-Mine Mineral Resources and Ore Reserve Inventory

| Mineral Resource | Tonnes (Mt) | Grade (g/t Au) | Contained Ounces (oz) |
|------------------|-------------|----------------|-----------------------|
| Measured | 38.1 | 1.10 | 1,352,000 |
| Indicated | 31.8 | 1.04 | 1,067,000 |
| Inferred | 18.9 | 1.02 | 620,000 |
| Total | 88.9 | 1.06 | 3,040,000 |
| Ore Reserve | Tonnes (Mt) | Grade (g/t Au) | Contained Ounces (oz) |
| Probable | 32 | 1.25 | 1,280,000 |
| Total | 32 | 1.25 | 1,280,000 |

Notes: Resource is reported at a lower cut-off grade of 0.45 g/t Au and above 150m RL (approximately 220m depth), the underground Resource is reported at 1.8 g/t Au beneath 150m RL and historic tails are reported at 0 g/t Au cut-off grade. Resource numbers may not total exactly due to rounding. Ore Reserves are reported based on a A\$2,200 gold price as a basis for cut-off grade estimations and pit optimisations. Life of Mine ("LOM") only includes Central Zone and Dingo Resource areas. The Ore Reserve and LOM only include Measured and Indicated Resource.

Upgraded JORC Mineral Resource

The upgraded Mineral Resource announced on 4 September 2023 totals 3.04 million ounces of gold (see Table 1 for details).

The upgrade represents a 15% increase in total contained ounces compared with the previous MRE (22 May 2023) and is underpinned by a sustained period of exploration success which has established the KGP as the largest free-milling, open cut gold development project in Western Australia (Figure 3).

The updated KGP MRE was reported in accordance with the 2012 JORC Code and has further expanded the Northern, Central and Southern Zone Resources.

Since the previous Resource estimate, over 17,305m of Reverse Circulation (RC) and diamond drilling has been completed in Resource areas during the FY2023 period, adding a further 400,000 ounces (Figures 4 – 5).

Importantly, the new drilling has increased Measured and Indicated Resource categories by a further 264,000 ounces, which now total 2,420,000 ounces and will form the basis of the ongoing Definitive Feasibility Study.

Significant intercepts received during FY2023, which supported the upgraded MRE released during FY2024 included:

- 4m @ 17.05 g/t Au from 207m including 2m @ 33.86 g/t Au from 208m in BSRC1535 (Jinkas)
- 7m @ 6.99g/t Au from 133m including 2m @ 23.30g/t Au from 133m in BSRC1537 (Jinkas)
- 12m @ 3.88g/t Au from 88m including 11m @ 4.19g/t Au from 89m in BSRC1600 (White Dam)
- 3m @ 13.88g/t Au from 39m including 1m @ 40.28g/t Au from 39m BSRC1602 (Jackson)
- 4.2m @ 9.41g/t Au from 218.91m including 2.0m @ 19.20g/t Au from 219.58m in BSRCD1596 (Datatine)
- 15m @ 2.42g/t Au from 23m including 10m @ 3.46g/t Au from 23m in BSRC1559 (White Dam)
- 7.4m @ 4.54g/t Au from 231.6m including 6.0m @ 5.51g/t Au in BSRCD1597 (Datatine)
- 4m @ 7.81g/t Au from 76m including 1m @ 29.70g/t Au from 78m in BSRC1656 (Jackson)

- 2.7m @ 10.73g/t Au from 180.2m including 0.4m @ 63 g/t Au in BSRCD1596 (Datatine)
- 4.8m @ 5.45g/t Au from 49.17m including 3.5m @ 7.48g/t Au from 49.4m in BSDD048 (Jackson)
- 6m @ 4.00g/t Au from 252m including 4m @ 5.88g/t Au from 252m in BSRC1530 (Jinkas)
- 18m @ 1.20g/t Au from 105m including 10m @ 1.69g/t Au from 108m in BSRC1488 (Jinkas)
- 15m @ 1.43g/t Au from 9m including 4m @ 3.96g/t Au from 17m in BSRC1588 (Jackson)

KGP RESOURCE GROWTH

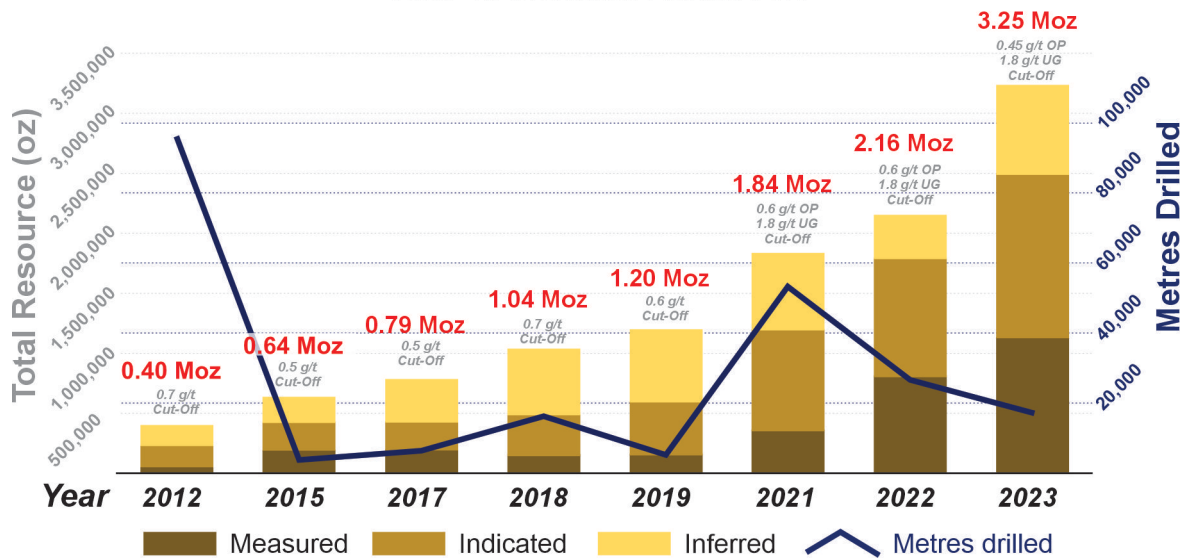


Figure 3 – Katanning Gold Project Resource growth and drilling metres¹

¹Refer to ASX Announcements released 19/12/2012, 21/10/2015, 3/8/2017, 26/11/2018, 1/11/2019, 7/12/2021, 25/05/2022, 04/09/2023

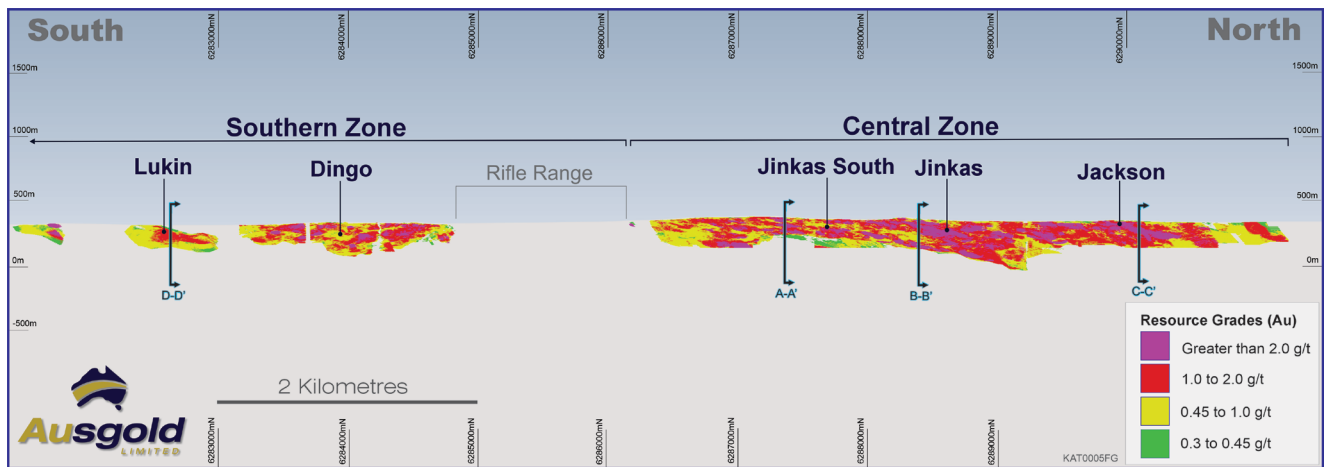


Figure 4 – Long section of view of the KGP Resource, view towards west

For personal use only

For personal use only

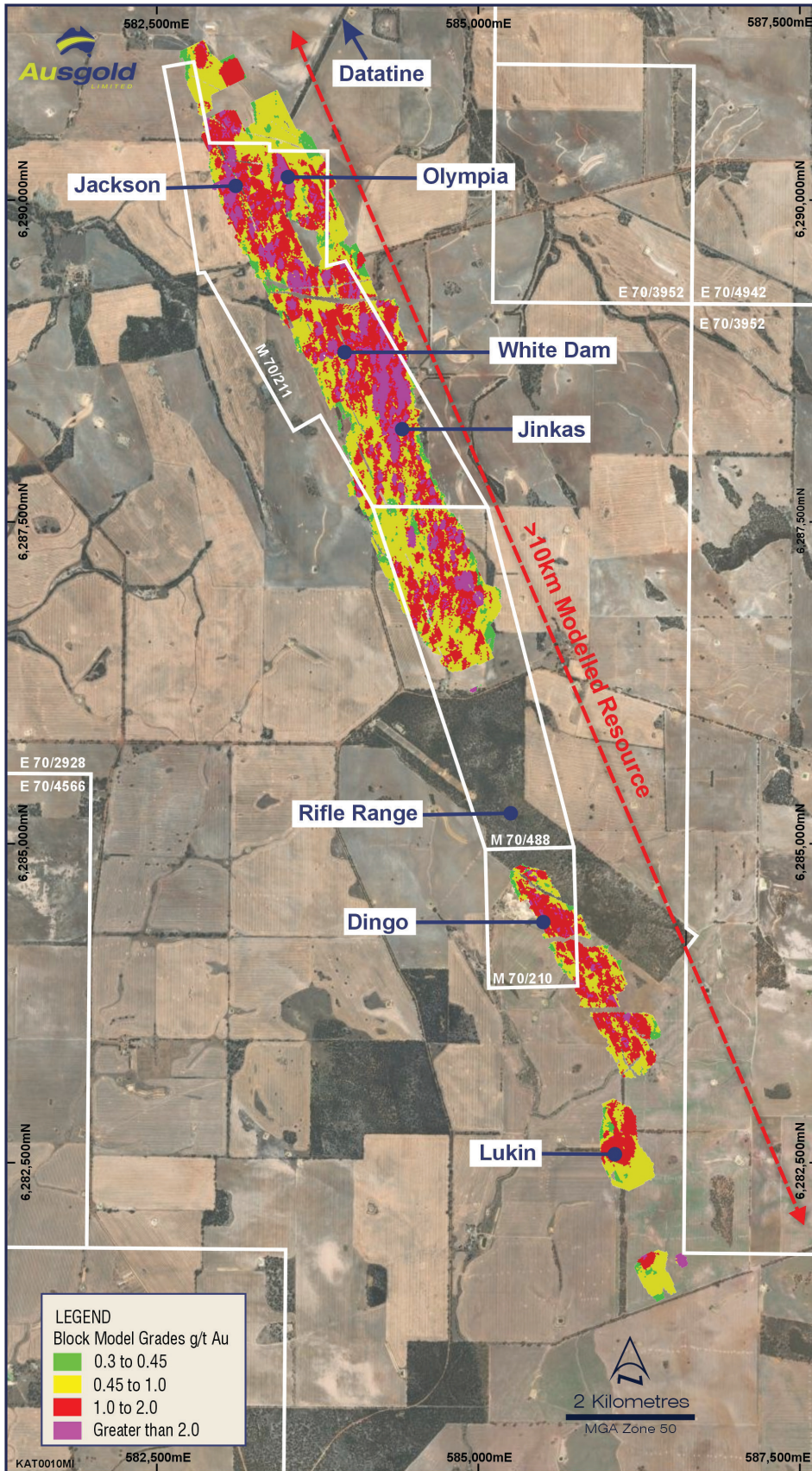


Figure 5 – Plan view of the KGP showing the September 2023 Resource block model

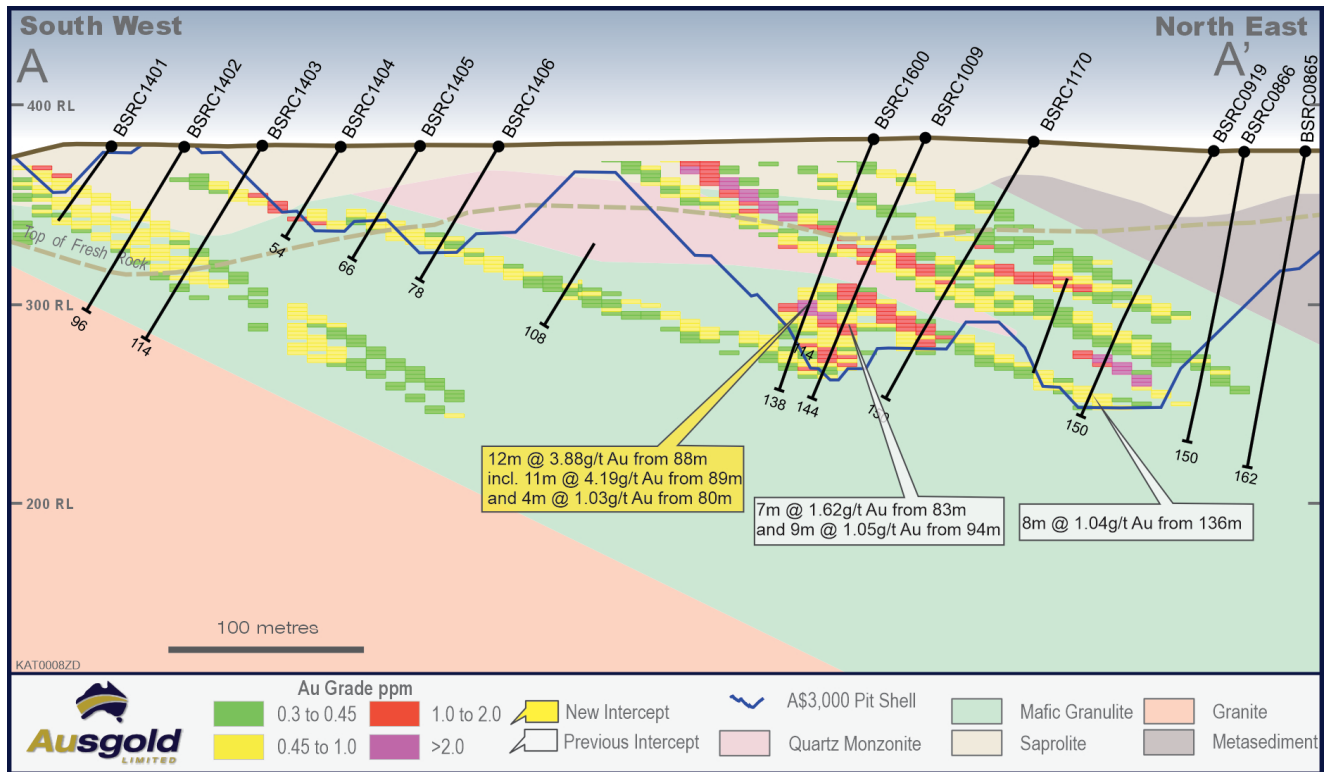


Figure 6 – Cross-section through the Jackson – White Dam – Jinkas Resources (A-A' Figures 4-5)

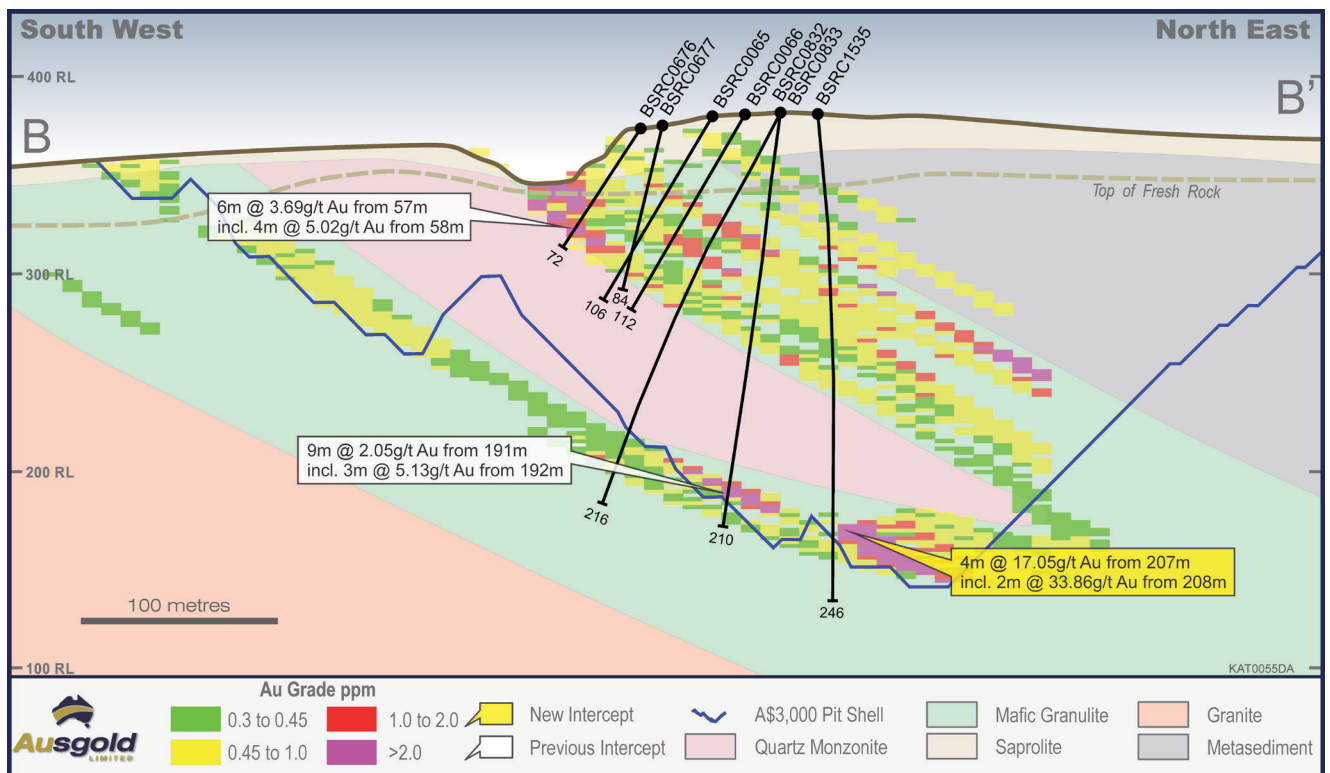


Figure 7 – Cross-section through Jinkas (B-B' Figures 4-5)

For personal use only

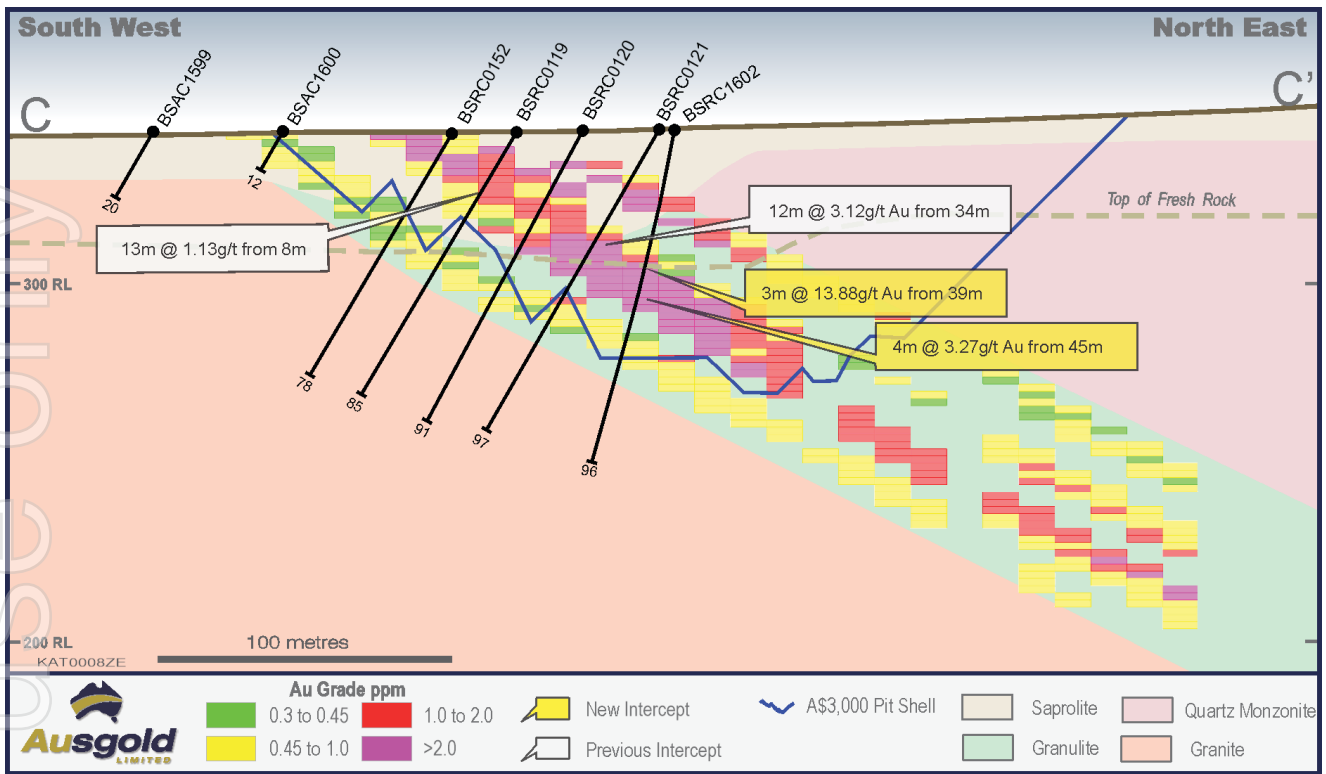


Figure 8 – Cross-section through Jackson (C-C' Figures 4-5)

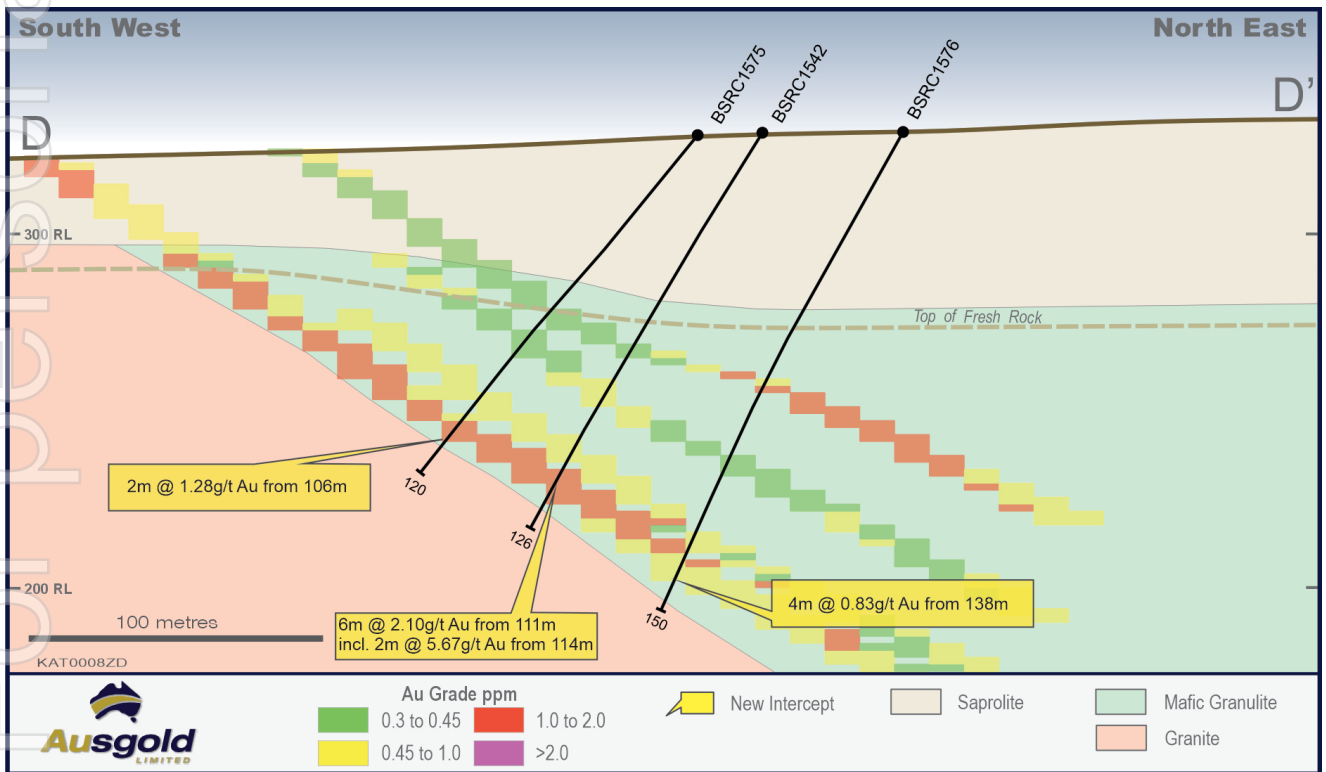


Figure 9 – Cross-section through Lukin (D-D' Figure 4-5)

Definitive Feasibility Study

Ausgold commenced the Definitive Feasibility Study (“DFS”) on the Katanning Gold Project during the reporting period. The DFS builds on the Pre-Feasibility Study (“PFS”) and maiden 1.28Moz Ore Reserve announced on 1 August 2022, which highlighted the KGP as the largest undeveloped free milling open-cut gold mining development project in Western Australia.

Lead Engineer, GR Engineering Services Limited is fully engaged on the DFS with key tasks completed and upcoming workstreams being undertaken as part of the DFS summarised below:

Open Pit Mining

Open pit mining optimisation studies and strategic analysis of the updated 3.04Moz Mineral Resource provided an updated open pit mining inventory and mining schedules. Cube Consulting is undertaking a strategic analysis of mining and processing schedules. Open pit, waste and haul road designs are significantly progressed.



Figure 10 – Excavator digging a geotechnical test pit beneath the planned Tailings Storage Facility

Metallurgy

Metallurgical test work programs to support the DFS were completed during the reporting period.

Process Design

Comminution modelling based on recent and earlier comminution data, along with throughput and target grind size, was completed. This modelling was undertaken to confirm the crushing and grinding circuits proposed in the PFS and provide an optimised mill arrangement. Trade-off analyses on the comminution circuit configuration and assessment of the flowsheet against new metallurgical test work results were completed. Plant and infrastructure cost estimates are now being progressed.

Tailings Storage Facility and Surface Water Management

Tailings physical and geochemical test work were completed. Tailings Storage Facility (“TSF”) designs have been developed, with test pits for geotechnical assessment completed. Concept surface water management features have been developed.

Pit Geotechnical Assessment

The geotechnical assessment for open pit mining was completed during the reporting period. 112 shallow geotechnical test pits were excavated to characterise soil and geotechnical stability around the proposed sites for infrastructure.

Further geotechnical diamond drilling to bedrock was scheduled to commence at the start of July, however, this has been deferred to enable additional work on the ultimate tailings storage options as part of the strategic review of the DFS (see below).

Hydrogeology

Groundwater exploration drilling for water supply and pit dewatering was completed in Q2 2023. DWIR Part V permitting to enable water extraction progressed during the reporting period.

Three water bores and two monitoring bores were drilled during the reporting period under the supervision of SRK Consultants. Pump testing was undertaken during July with hydrogeological modelling to follow.

A key aspect of the water strategy for the KGP is to target deep fractured rock saline aquifers in an effort to avoid targeting the same water sources that neighbouring farms traditionally utilize for their operations and to provide a sustainable water source for the KGP life of mine.

Power Supply

Energy requirements determined by GR Engineering’s plant design have been assessed with potential supply via grid connection through a capacity study from Western Power. Further study of on-site energy infrastructure is being assessed with studies for both thermal and renewable energy supply. Proposals for on-site power

and LNG supply contracts have been received which will further support the costings that underpin the DFS.

Data collection for both wind and solar resources continued throughout the reporting period, with further site investigations planned to determine the site layout.

Accommodation

Ausgold has been in discussion with local councils and businesses to assess the availability of accommodation in the region. Several potential development sites for accommodation have been identified within Katanning and these sites are being further investigated with concept accommodation designs underway.

It is envisaged that these facilities will provide comfortable living spaces, amenities and essential services required by workers from the KGP. Engagement with various stakeholders in the local community and businesses will further refine the potential development locations, construction methodology options and capital investment strategies.

Work continued throughout the reporting period to establish the requirements of workers' accommodation for other local businesses and organisations, which will further identify potential development sites and their opportunities. This work will include identification of potential partnerships and government grants applicable to the proposed development.

Project Access

In 2023, Ausgold entered into binding agreements to acquire two farming properties at the KGP. The two properties cover a combined area of 1,026 hectares.

One property, located within Mining Lease 70/488, covers an area of 94 hectares and encompasses the southern extent of the Central Zone Resource (including portions of the Jinkas, Jinkas South and Jackson deposits) – an area anticipated to be a primary source of ore in the first 18 months of production at the KGP.

The second property, located within Exploration Licences 70/2928 and 70/3952, covers an area of 932 hectares and it is proposed that key mine infrastructure including processing facilities and tailings storage facilities will be located on a part of this property.

During the reporting period, Ausgold completed settlement on both properties, with total consideration of \$10.76 million paid to the vendors. The vendors were not related parties of the Company.

Further to these acquisitions, Ausgold previously submitted Mining Lease Applications M70/1426 and M70/1427 over these areas to support mining and development infrastructure, with these applications still pending at the end of the reporting period.

Plaint

In October 2023, Ausgold lodged Complaint 688801 pursuant to the Mining Act 1978 (WA). The purpose of the Complaint is to seek for the Mining Warden to determine the compensation payable by Ausgold to the owners and occupiers of a portion of freehold land at the KGP.

Absent an agreement being reached between the parties, this determination is required before Ausgold may commence, and then continue, mining operations on the relevant private land.

Prior to the matter being heard and determined by the Mining Warden, the Parties have been directed to undertake mediation in relation to the Complaint and associated items. The initial mediation is scheduled to occur during September 2024. Ausgold welcomes the opportunity to discuss, and potentially resolve, the Complaint and associated matters with the affected private landowners and occupiers.

Approvals update

Tenure

During the reporting period, Ausgold submitted Mining Lease Applications M70/1426 and M70/1427 over the KGP to support development infrastructure.

Environmental Studies

Spring flora and fauna surveys over the Project area and other baseline biological surveys including subterranean fauna surveys have been completed which will contribute to the Environmental Impact Assessment.

Finalisation of seasonal flora and fauna reports are being incorporated into the Assessment on Referral Information ("ARI") to be submitted to the Environmental Protection Agency ("EPA"). Coordination of reporting and preparation of the ARI is being completed by Talis Consultants.

The mine waste characterisation study has been completed in addition to the preliminary noise and visual impact assessments. Baseline soil characterisation assessments over areas of proposed disturbance commenced (Figure 11) and are nearing completion.

Community and Stakeholder Engagement

The Company maintains an active community consultation program as part of the Social & Economic Impact Assessment ("SEIA") for the KGP. Ausgold has joined the Katanning Regional Business Group to promote stakeholder engagement and identify local businesses that may be involved in the project development and operations.

Ausgold intends to build upon this survey to substantiate the stakeholder engagement program, which will form part of the approvals process.

Ausgold is in the process of securing an office in Katanning to serve as a focal point for engagement and communication with local stakeholders. This "Shop Front" is intended to act as Ausgold's window to the community and to provide resources to assist community members to better understand what is proposed for the KGP.

It is intended that the Company will host regular drop-in sessions to inform interested parties about the opportunities for employment, supply of services and community engagement as the project develops.



Figure 11 – Soil characterisation test work being undertaken over areas of proposed disturbance

Strategic Review Of Definitive Feasibility Study

Following the restructure of the Ausgold Board announced in May 2024, the Company has initiated a strategic review of the KGP development plan overseen by the new board members, who bring a wealth of mine development and operational expertise. As a result, an enhanced DFS is now scheduled for completion in H1 CY2025. Key areas for review for the DFS include:

Processing Throughput

Following the Scoping Study published by the Company on 22 May 2023, the DFS has, to date, been focused on a design processing throughput of 5 million tonnes per annum ("Mtpa").

As part of the DFS Review, the Company is assessing a processing plant design with an initial throughput rate of approximately 3.6Mtpa, with a subsequent expansion to throughput of between 5.0-5.5Mtpa. The intention of this approach is to reduce the upfront pre-production capital in order to maximise the benefits from the significantly higher mill feed grades in the first six years.

With the anticipated moderation in mill feed grades in later years, the plant expansion (intended to be funded by operating cashflow) would drive unit costs down while maintaining an attractive life-of-mine production profile. Such an approach also provides Ausgold with additional time to pursue exploration around the existing project with the aim of increasing and prolonging the high-grade feed period.

Process Design Criteria and Recovery Improvements

The review of throughput rates has allowed the opportunity to consider whether any changes to the plant design criteria are warranted, particularly related to the potential for improved recovery of gold.

Projected gold recoveries of around 90% over the life of mine, as outlined in the Scoping Study of May 2023, have provided for a robust project. There is potential, however, for incremental improvements at the higher head grade "front end" of the project, which may add significant value and warrant an additional trade-off benefits study.

Tailings Facility

The DFS Tailings Storage Facility ("TSF") was originally envisaged as a conventional tailings impoundment facility. Given the lack of suitable topography for a valley fill impoundment, the intention has been to use mine waste as engineered embankments to provide containment using downstream construction methods.

While this may ultimately be the solution chosen, the Company has initiated a review of the available options to ascertain whether there may be a superior approach.

As part of this initiative, the Company has requested proposals from leading consulting companies with experience in designing alternative facilities using co-disposal and high density or dry stack tailings in an approach integrating the management of mine waste and tailings and associated water management infrastructure.

Initial capital cost, operating costs, water management advantages, footprint area and visual impact are key criteria for consideration in this assessment of project design options.

Site Layout

The KGP is located in the south-west of Western Australia within an important agricultural region. While the recently acquired freehold farming properties have greatly expanded the area available for the Project's development, Ausgold is mindful of the need to minimise its footprint to preserve as much valuable farming land as possible.

To this end, the Company is assessing the proposed layout and location of critical infrastructure and designs to minimise the area required for tailings and waste rock storage facilities.

Grade Control Drilling

As part of the ongoing DFS scope of work, an in-fill and resource definition drilling program is to be undertaken on an area of the Jinkas South Resource which hosts the first 18 months of anticipated ore production from the KGP. The program has been designed to further de-risk early mine schedule to enable a smooth startup of the KGP's initial operations and plant commissioning.

In addition, given the geometry of high-grade ore shoots at the KGP, closer spaced drilling has historically yielded improved grade estimations. This drilling is currently scheduled to commence during the upcoming summer drilling season.

As a result of this review, the DFS is now scheduled to be completed in the first half of CY2025.

KGP Regional Exploration

Ausgold holds approximately 5,500km² of exploration tenure with over 2,500km² of prospective greenstones in the South-West of WA. These are some of the least explored greenstones within the Yilgarn, with many of these newly identified targets having highly encouraging results from surface sampling which will be drill tested in the up-coming exploration program.

The Katanning Regional Project straddles a major crustal boundary, marked by the recently defined Corrigin Tectonic Zone which separates the South-West and Youanmi Terranes (Figure 1).

Within Ausgold's exploration tenure there are three major NNW-striking crustal-scale fault zones from west to east: these are the Terrane Boundary, the Stanley Thrust and the Yandina Thrust system. More recent work has highlighted major ENE-striking structures which provide a major control on the localisation of gold mineralisation highlighted by the Stanley high grade gold mineralisation at the Datatine, Stanley and Duggan prospects.

Systematic evaluation of multiple exploration datasets across the Company's tenure has identified areas of higher prospectivity using a Mineral Systems Approach. This approach assesses gold prospectivity by identifying the geological components of an orebody or mineral system (namely the source, pathway, focus and trap sites). Where multiple mineral components overlap it is regarded as a priority area for further exploration.

Based on this new prospectivity mapping Ausgold has identified 13 new high-priority gold targets, presented in detail within the December 2023 Quarterly Report (31st January 2024). These targets are prioritised as they have characteristics that suggest the potential to host large (>500Koz) gold deposits based on the Company's exploration model.

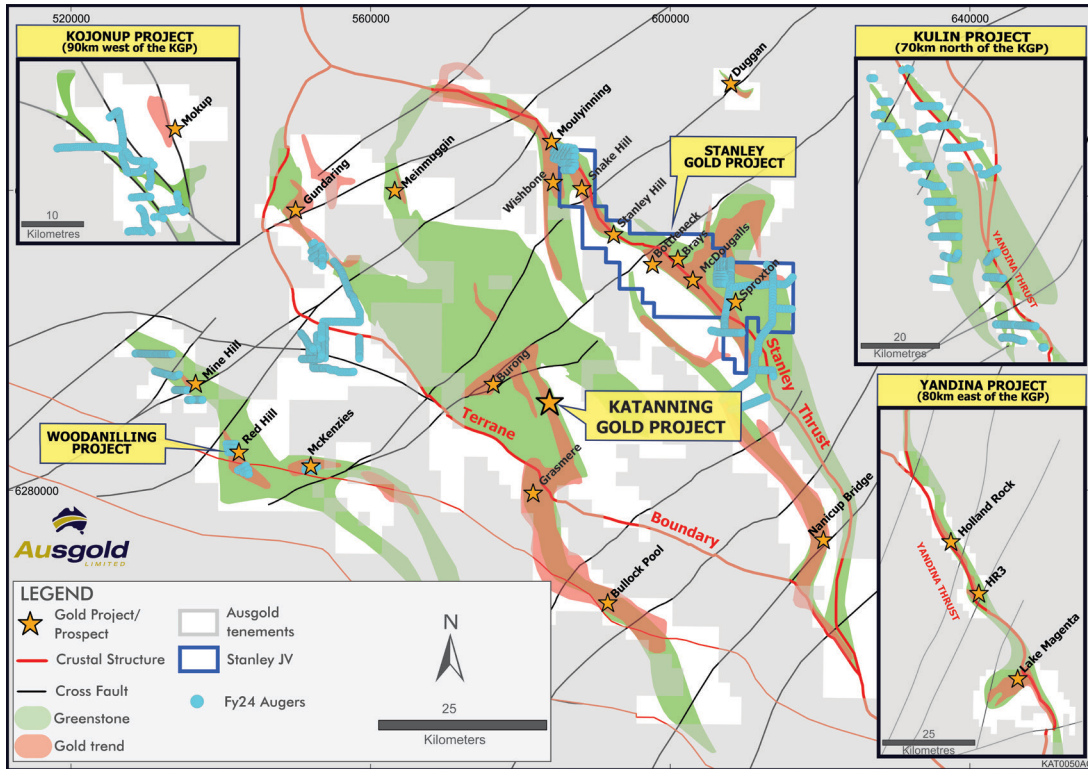


Figure 12 – Regional gold exploration targets within Ausgold’s > 5,500km² tenure with auger samples collected during FY2024

REGIONAL GEOCHEMICAL SAMPLING PROGRAMS

During 2024 Ausgold conducted geological mapping and auger soil sampling across the Company’s regional tenure. The focus of the mapping has been to identify the key components of the Mineral System, namely the extent of the Katanning Greenstone Belt and to identifying pathways and trap sites for gold mineralisation. During this program over 1,961 auger drilling samples were collected which have been used to prioritise several key areas for future exploration programs (Figure 12). Results from the recent sampling campaign include:

- **Mine Hill:** auger sampling at Mine Hill identified a significant gold anomaly (>10ppb Au) coincident with a regionally significant, fold structure regarded as a highly prospective potential trap sites for gold mineralisation. Further auger drilling sampling is to be conducted during the Mine Hill and Red Hill trend.
- **Gundaring:** auger sampling identified two NW-striking mineralised structures (>10ppb Au) extending over a strike length of >1km. An in-fill program is planned to assist in the development of drill targets.
- **Stanley Gold Project:** auger sampling at Moulyinning (the northern strike extension of mineralised greenstones) identified two NW-striking >10ppb gold anomalies.
- **Kulin:** Extending over 90 km along the northern Yandina Shear the first phase of 428 auger geochemical samples will be used to target gold mineralisation.

DRILLING

During the June 2024 Quarter, Ausgold completed a 1,012m Reverse Circulation (“RC”) drill program along the highly prospective Stanley Trend. The focus was to test the potential for shallow, high-grade gold mineralisation identified previously at the Nanicup Bridge and Duggan prospects, located approximately 40km east of the KGP (Figure 13).

The Stanley Trend is a regionally significant structure extending over a strike length of 130km and is wholly located within Ausgold’s tenure. Previous exploration has delineated a coherent gold-in-soil anomaly (>10ppb) extending along its strike length (Figures 13 and 14). The Duggan and Nanicup Bridge prospects are advanced targets which, based on recent interpretations by the Company’s geology team, have the potential to support resource delineation drilling.

Project Expansion - Kulin Project

Ausgold has expanded its tenement holdings of prospective greenstone along 90km of the northern strike extension of the Yandina Thrust system approximately 70km from the KGP (Figure 12). The Yandina trend hosts several significant gold deposits including Griffins Find and Tampia. Ausgold completed a first phase of auger sampling during the June 2024 Quarter with results (pending) to be used to better understand gold targeting opportunities in the project.

Lithium

During the year, Ausgold identified 11 high-priority lithium targets within the tenement package, with land access successfully progressed over most of the targets. Targets were developed using a Mineral System approach integrating an extensive geochemical database of new and historical sampling. The targets are prioritised using geochemical and mineralogical fertility indicators.

Regional Projects Overview

Yandina Thrust Trend

Western Australia (AUC 100%)

The Yandina Thrust is located 85km east of the KGP and is a major crustal-scale structure with a NNW strike and extends for several hundred kilometres within the Youanmi Terrane. The Yandina Thrust is considered a major pathway for mineralising fluids as evidenced by numerous gold deposits including Tampia and Griffins Find located on the Yandina Thrust, as well as broad gold-in-soil anomalism (>10ppb) (Figure 13).

Past exploration over the Yandina Thrust Trend is limited to surface sampling and shallow drill programs, notably at Lake Magenta, with limited RC drill holes testing into fresh rock gold anomalism (Figure 13). The thick transported cover (up to 10m deep) limits the effectiveness of surface sampling, with existing low-level gold anomalies requiring validation with drilling.

Ausgold has used the limited available historical AC and RAB drilling, together with surface mapping and geophysical datasets, to develop a preliminary geological map (Figure 13) to aid targeting. Both the Holland Rock and HR3 prospects exhibit:

- Substantial (>10km strike length) >10ppb gold-in-soil anomalism which remains mainly untested, with zones of >50ppb gold-in-soil;
- Orthogneiss units proximal to the Yandina Thrust, host to significant gold mineralisation elsewhere in the region; and
- Major ENE to NE-striking cross faults intersecting the Yandina Thrust, potentially acting as structural traps for a gold system.

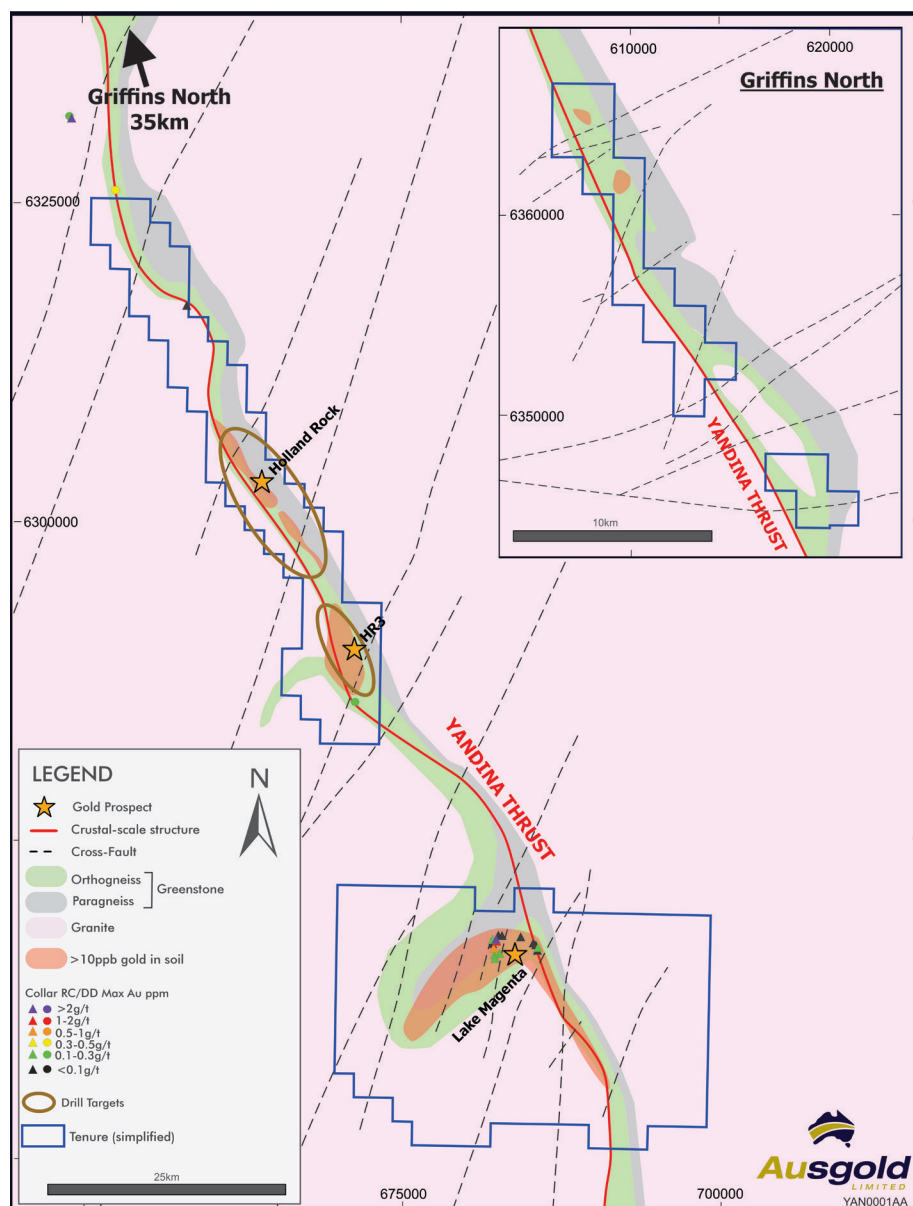


Figure 13 – New detailed geological map of the Yandina Thrust Trend, over the 100km portion held by Ausgold

Woodanilling Project

WESTERN AUSTRALIA (AUC 100%)

The 100%-owned Woodanilling Project (1,300km²) is located 15km west of the KGP and is situated within the South-West Terrane, west of the terrane boundary (Figures 1 and 14). The Woodanilling Project is comprised of greenstones that are intersected by major shears zones. The area has a large layered archaean mafic intrusion (Figure 14).

As well as prospectivity for gold mineralisation, past exploration drilling has identified vanadium (V2O5) mineralisation at Red Hill and Mine Hill Woodanilling identified in drilling. The enriched portions of the deposit coincide with vanadium in soil (>0.1% V2O5) anomalism. Significant intercepts of vanadium at the Woodanilling Project include¹:

- 56m @ 0.44% V2O5 from 0m in 12KTR096
- 20m @ 0.65% V2O5 from 6m in 08KTR075
- 16m @ 0.56% V2O5 from 41m in 10KTD001
- 11m @ 0.69% V2O5 from 84m in 12KTR104
- 4m @ 1.07% V2O5 from 61m in 08KTR013

¹See ASX announcements 13th of December 2018 and 9th of April 2021

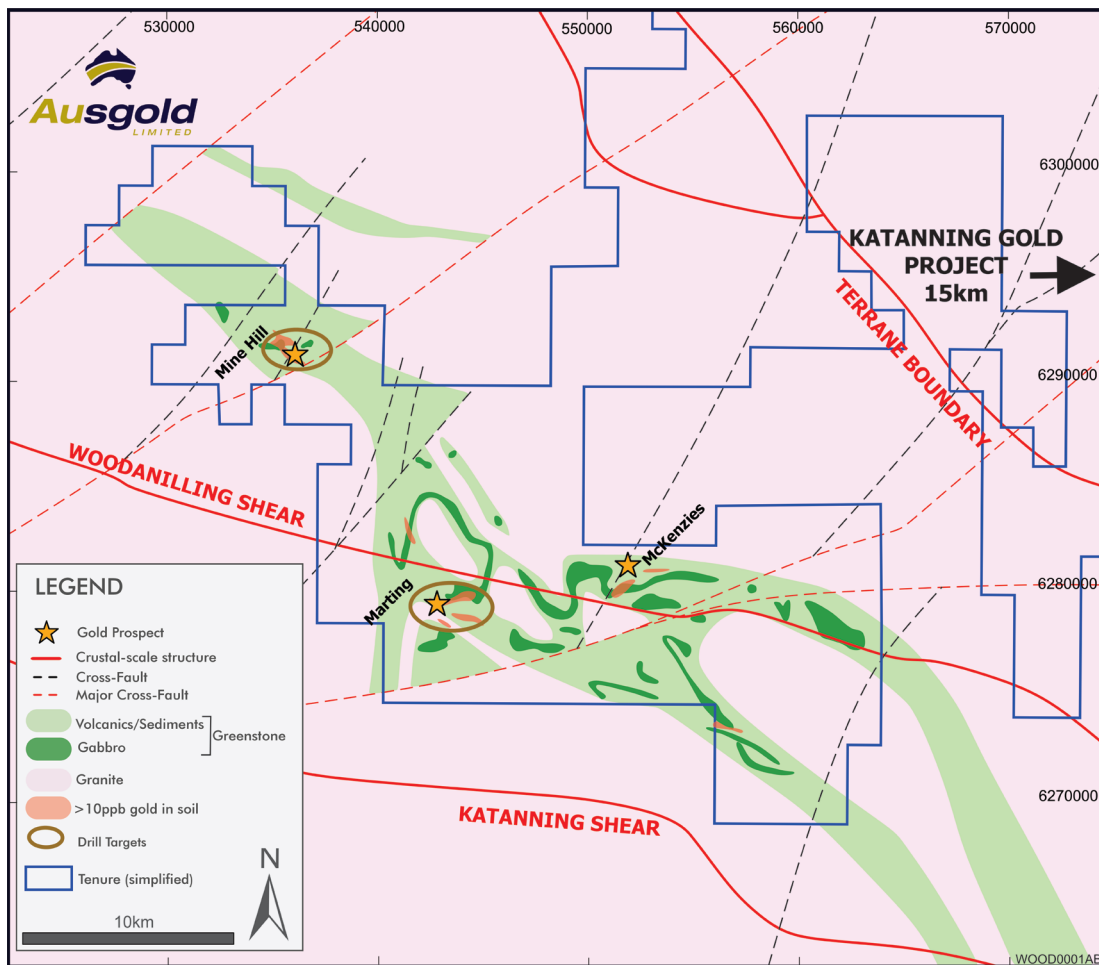


Figure 14 – Updated geological map of the Woodanilling Project and its prospects, including drill targets for CY2024

Kojonup Project

WESTERN AUSTRALIA (AUC 100%)

The 100%-owned Kojonup Project comprises four exploration tenements covering a total area of 475km² (Figure 12). The tenements cover north-west striking greenstone which is bound by major northwest-trending faults, including the Darkan Fault which extends 80km northward to the Boddington Gold Mine.

The northwest striking faults have broad zones of coincident gold and multi-element geochemical anomalism. In addition to gold mineralisation, lithium exploration at the Kojonup Projects based on the geological setting and location 60km east of the world-class Greenbushes Lithium Mine.

Stanley Project Joint Venture

WESTERN AUSTRALIA (AUC 51%)

The Stanley Gold Project is located approximately midway along the Stanley Thrust (Figure 15) and is approximately 25km north-east of the KGP.

The Stanley Gold Project includes E70/5131 and E70/4787 which form the Cygnus Metals Limited Joint Venture (Cygnus JV, Figure 15). Under the agreement, Ausgold can earn an 85% interest in the project by spending \$750,000 over three years. During FY2024, Ausgold successfully met the requirements to earn an initial 51% interest in the Stanley Gold Project. Expenditure of a further \$250,000 in the final 12-month period will earn an interest of 85% in the project (to April 2025). See ASX announcement 13th April 2022 for further information.

The greenstone contains mafic to felsic volcanic (ortho) gneiss and meta-sedimentary (para) gneiss (Figure 20). Recent mapping and drill campaigns have demonstrated the highest-grade gold mineralisation is hosted within mafic orthogneiss units with gold grades increasing at fold hinges which provide a key targeting criteria for future RC drilling programs.

Drilling at the Stanley Gold Project by previous explorers is largely restricted to the Bottleneck Prospect (Figures 15 and 16), where significant gold intercepts include (see ASX announcement 13th of April 2022):

- 8.5m @ 33.00g/t Au from 37.7m inc 2.4m @ 114.62g/t Au in BNDD001
- 8.6m @ 19.27g/t Au from 24.7m inc 5.7m @ 28.60g/t Au in BNDD003
- 7m @ 12.56 g/t from 21m in 09KUAC164
- 16m @ 4.99 g/t from 30m in 09KUAC009
- 9m @ 6.87 g/t from 24m in 09KUAC012
- 27m @ 2.26 g/t from 21m in 09KUAC008
- 15m @ 3.96 g/t from 24m in 08KUAC075
- 9m @ 5.01 g/t from 22m in 09KUAC158

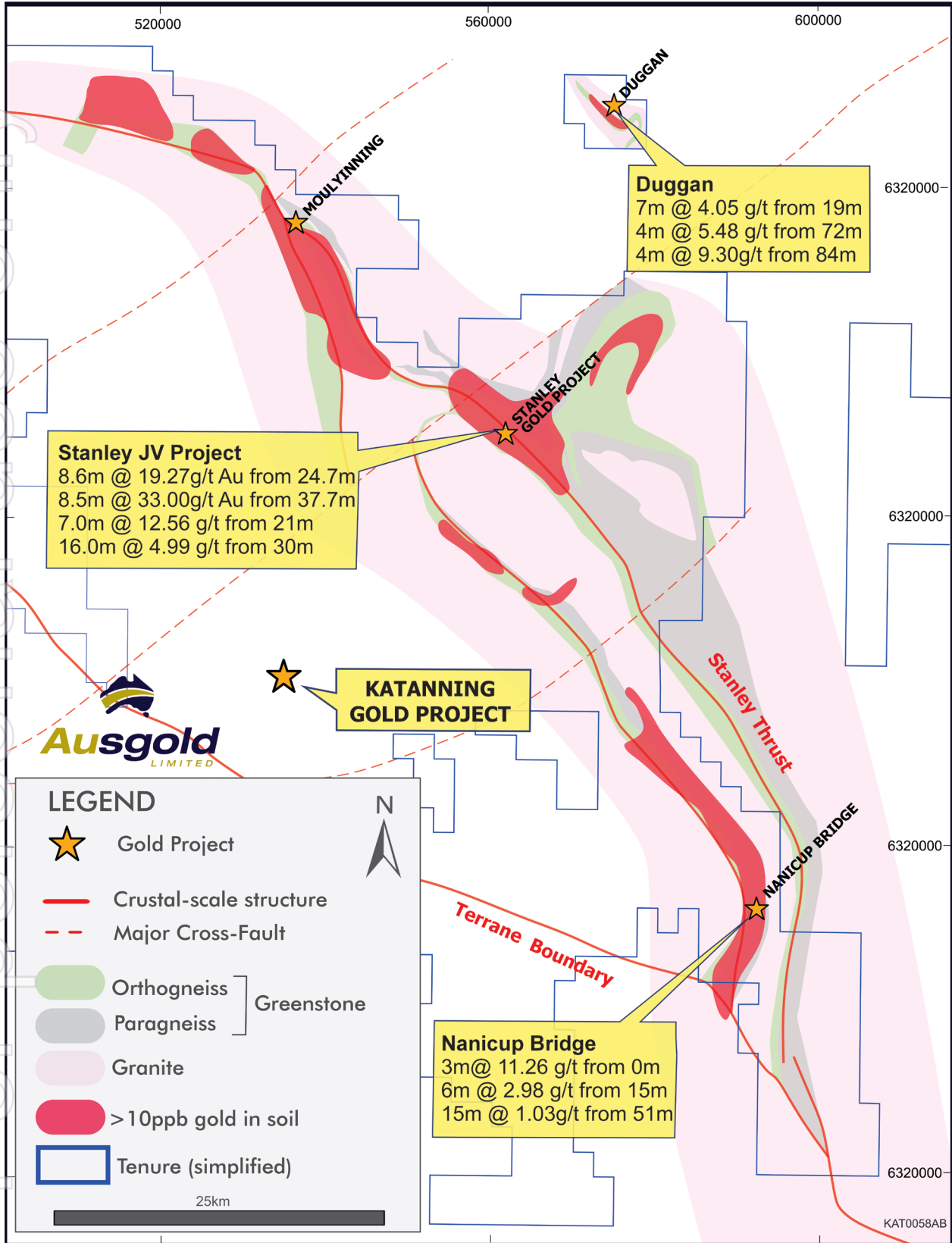


Figure 15 – Stanley Thrust gold trend covering 130km strike length

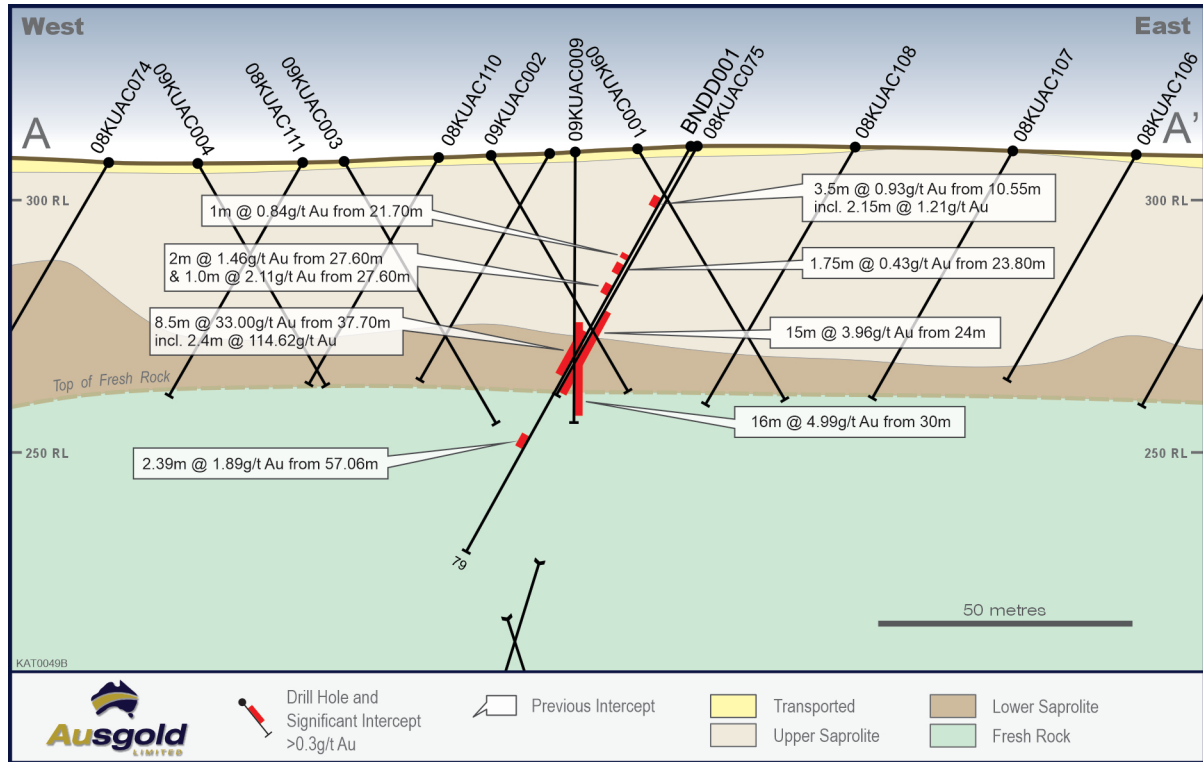


Figure 16 – Geological cross-section (looking North) at the Bottleneck prospect within the Stanley Gold Project

Doolgunna Station

WESTERN AUSTRALIA (AUC 100%)

The Doolgunna Station Project, located 150km north-east of Meekatharra in Western Australia's Bryah Basin, comprises E52/3031 covering 176km² and is located approximately 13km to the west and along trend from Sandfire Resources' DeGrussa copper-gold operations of. Geological mapping was undertaken on this project during the year. Ausgold is actively seeking a joint partner to fund future exploration.

Yamarna

WESTERN AUSTRALIA (AUC 100%)

The Yamarna Project is the subject of a Joint Venture Agreement with Cosmo Metals Limited (ASX: CMO) ("Cosmo") in which Ausgold has retained a 25% free-carried interest until a decision to mine. The Yamarna Project includes the highly prospective Winchester nickel-copper prospect, located 125km northeast of Laverton in the Goldfields-Esperance region of Western Australia.

The Project, which is located 40km north along strike from Cosmo's Mt Venn Project, comprises exploration licence E38/2129 located in the northern Mt Venn Greenstone Belt. Subsequent to financial year end Cosmo withdrew from the joint venture and returned 100% interest in the project to the Company.

Cracow

QUEENSLAND (AUC 100%)

Ausgold holds exploration licence EPM 17054 covering approximately 202km² in the Cracow region, 375km north-west of Brisbane, Queensland. The tenement covers extensive areas of the Camboon volcanics which host the multi-million-ounce Cracow epithermal gold deposit. Geological mapping and surface sampling was undertaken on this project during the year. Subsequent to year end, Ausgold dropped the Cracow tenement.

Competent Persons' Statements

The information in this report that relates to the Mineral Resource estimates is based on work carried out by Dr Michael Cunningham of Sonny Consulting Services Pty Ltd, Mr Daniel Guibal of Condor Geostats Services and Dr Matthew Greentree of Ausgold Limited in 2021 and 2022. The information in this report that relates to the Ore Reserve estimates is based on work carried out by Mr Andrew Hutson of Resolve Mining Solutions in 2022 and 2023.

Dr Greentree is Managing Director and a shareholder in Ausgold Limited. Dr Greentree takes responsibility for the integrity of the Exploration Results, including sampling, assaying, QA/QC, the preparation of the geological interpretations, and Exploration Targets. Dr Michael Cunningham takes responsibility for the Mineral Resource estimates for the Jackson, Olympia, Dingo and Datatine deposits. Mr Daniel Guibal takes responsibility for the Mineral Resource estimates for the Jinkas and White Dam deposits.

Dr Cunningham and Dr Greentree are Members of the Australasian Institute of Mining and Metallurgy and have sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration, and to the activity they are undertaking, to qualify as Competent Persons in terms of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code, 2012 edition).

Mr Hutson and Mr Guibal are Fellows of the Australasian Institute of Mining and Metallurgy and has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration, and to the activity they are undertaking, to qualify as Competent Persons in terms of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code, 2012 edition).

The Competent Persons consent to the inclusion of such information in this report in the form and context in which it appears.

Forward-Looking Statements

This report includes 'forward-looking statements' as that term is understood the meaning of securities laws of applicable jurisdictions. Forward-looking statements involve known and unknown risks, uncertainties and other factors that are in some cases beyond Ausgold Limited's control. These forward-looking statements include, but are not limited to, all statements other than statements of historical facts contained in this presentation, including, without limitation, those regarding Ausgold Limited's future expectations. Readers can identify forward-looking statements by terminology such as 'aim', 'anticipate', 'assume', 'believe', 'continue', 'could', 'estimate', 'expect', 'forecast', 'intend', 'may', 'plan', 'potential', 'predict', 'project', 'risk', 'should', 'will' or 'would' and other similar expressions.

Risks, uncertainties and other factors may cause Ausgold Limited's actual results, performance, production or achievements to differ materially from those expressed or implied by the forward-looking statements (and from past results, performance or achievements). These factors include, but are not limited to, the failure to obtain access to land required for development of the KGP, failure to complete and commission the mine facilities, processing plant and related infrastructure in the timeframe and within estimated costs currently planned; variations in global demand and price for commodities; fluctuations in exchange rates between the US dollar and the Australian dollar; the failure of Ausgold Limited's suppliers, service providers and partners to fulfil their obligations under construction, supply and other agreements; unforeseen geological, physical or meteorological conditions, natural disasters or cyclones; changes in the regulatory environment, industrial disputes, labour shortages, political and other factors; the inability to obtain additional financing, if required, on commercially suitable terms; and global and regional economic conditions. Readers are cautioned not to place undue reliance on forward-looking statements.

The information concerning possible production in this report is not intended to be a forecast, but relates to internally generated goals set by the Board of Directors of Ausgold Limited. Ausgold's ability to achieve any targets will be largely determined by its ability to secure adequate funding, implement mining plans, resolve logistical issues associated with mining and enter into any necessary offtake arrangements with reputable third parties. Although Ausgold Limited believes that the expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties, and no assurance can be given that actual results will be consistent with these forward-looking statements.

Currency And Cost Assumptions

All financial amounts in this report are expressed as Australian Dollars unless otherwise indicated. Costs have been estimated in Q1 2023 Australian Dollars and are not escalated or inflated. Cashflow discounting begins after construction and during the ramp-up period.

Environment, Social and Governance (ESG)

ESG Values

Advancing the Katanning Gold Project demands a combination of technical studies, dialogue with stakeholders, and informed decisions by Ausgold in line with our core values. Ausgold is committed to producing gold in a socially and environmentally responsible manner. Our vision is to unlock the resources potential of the Great Southern Region of Western Australia in a way that delivers positive social, environmental and economic outcomes for our stakeholders. This vision and commitment is reinforced by our core values:

Integrity: Ausgold is dedicated to conducting its activities in a manner that is transparent and ethical. We will set, measure, report on and review objectives and targets that will drive continuous improvement in environmental, social and governance performance.

People: Ausgold embraces a safe and respectful culture that empowers our workforce to deliver excellence.

Community: Ausgold strives to provide accurate, purposeful, timely and transparent communication to its communities of interest, and to support initiatives that benefit local communities.

Innovation: Ausgold actively seeks opportunities to continuously improve our environmental, social and governance performance, including through the implementation of new technologies and processes.

Corporate Governance

The appointment of Executive Chairman John Dorward and Non-Executive Director Adrian Goldstone in May 2024 and Non-Executive Director Mark Turner in April 2024, demonstrates Ausgold's commitment to strengthening environmental, social and operational governance. Risk and issues management continued throughout the reporting period to progress design and feasibility work and address matters raised by community in consultation during the previous reporting period. The appointment of Senior Executive, Troy Collie, as Manager – Environment and Approvals, supplements the Board appointments. The Board restructure and an accompanying focus on financing and investment activities led to a necessary delay to the schedule for completion of some technical studies, including the social impact assessment.

Stakeholder Engagement

Stakeholder engagement activities focused on investors, local government representatives and businesses, and Traditional Owners. The engagement occurred in person, through representatives, and virtually, to support the following ESG objectives:

- Meeting expectations of institutional investors on ESG performance
- Deepening engagement with Wagyl Kaip Southern Noongar Traditional Owners, as part of Ausgold's commitment to lawful, respectful and mutually beneficial outcomes from the development and operation of the Katanning Gold Project
- Canvassing challenges and opportunities with decision-makers representing Katanning community stakeholders, including on priority issues such as economic development, employment, workforce management and housing.

Stakeholder Accountability

We have maintained channels for community queries and feedback, including a system to record contact with stakeholders and setting response time limits. Project updates were published through select social media channels, however, fewer communications were issued across electronic and digital channels compared to the previous reporting period. Community members, media representatives and investors can access dedicated email and mobile channels and project information and updates at the 'Community' webpage on Ausgold's website.

Next Steps

Environmental and social technical studies remain essential to project permitting and regulatory submissions. Further, they are integral to progressing Ausgold's ESG roadmap. Adjustments to the social and economic impact assessment program of work will enable better coordinated completion of technical studies with consideration of community input to date, potential impacts, and ways to mitigate impacts or optimise benefits.

We will continue consultation with the Wagyl Kaip Traditional Owners and local Southern Noongar and Aboriginal knowledge holders to develop a comprehensive Cultural Heritage Management Plan.

Clarity on the project timeline and project milestones, including regulatory submissions and the Definitive Feasibility Study by H1 CY2025, will enable Ausgold to share more information through community engagement channels and in person.

Director's Report

The Directors present their report together with the financial statements, on the consolidated entity consisting of Ausgold Limited and the entities it controlled for the year ended 30 June 2024. Ausgold Limited ("Ausgold" or "the Company") and its controlled entities (collectively known as "the Group" or "consolidated entity") are domiciled in Australia.

Principal Activities

The consolidated entity's principal activities during the financial year were the exploration for gold and other precious metals.

Directors

The names and details of the Company's Directors in office during or since the end of the financial year are:

| | |
|--|---|
| Name: | Mr John Dorward |
| Title: | Executive Chairman |
| Qualifications: | BCom (Hons), GradDip Applied Finance & Investment, GradDip Chartered Secretaries Australia, CFA |
| Experience and Expertise: | <p>Mr Dorward was appointed Executive Chairman of Ausgold Limited on 16 May 2024.</p> <p>Mr Dorward is an experience international finance and resources executive.</p> <p>Mr Dorward was the President, CEO and Director of Roxgold Inc., a Toronto-headquartered company listed on TSX (ROXG) and OTCQX (ROGFF). He led the Roxgold team through the construction of the underground Yaramoko Gold Mine in Burkina Faso, achieving production in less than four years after the delivery of a maiden Inferred Resource. During his tenure, Roxgold also secured the high-grade Seguela Project in Cote D'Ivoire from Newcrest Mining Limited.</p> <p>Mr Dorward's earlier roles include Vice President of Business Development at Fronteer Gold, a TSX and AMEX-listed mining company with gold and uranium projects in USA, Canada and Turkey. He played a key role in negotiating its acquisition by Newmont for US\$2.3 billion.</p> <p>Previously, he held senior roles at Australian mining companies Leviathan Resources Limited and MPI Mines Limited, and worked as Manager – Project Finance at Bankwest in Perth and Melbourne.</p> |
| Other current directorships: | Robex Resources Inc Surge Copper Inc Taura Gold Inc |
| Former directorships (last 3 years) | Contact Gold Inc (resigned 29 April 2024) Vital Metals Limited (resigned 21 March 2023) |
| Special responsibilities: | Member of Audit and Risk Committee Member of Remuneration and Nominations Committee |
| Interests in shares: | Ordinary Shares – 3,333,334 |
| Interests in options: | 833,334 options expiring 30 May 2027 |
| Interests in rights: | Performance Rights – 3,000,000 |

| | |
|--|--|
| Name: | Dr Matthew Greentree |
| Title: | Managing Director & Chief Executive Officer |
| Qualifications: | PhD, BSc Geology (Hons), MAusIMM, MAIG, MAICD |
| Experience and Expertise: | <p>Geologist with over 20 years' experience in mineral exploration across Australia and overseas. Providing a technical focus on the Group's operations and able to draw on experience from working on more than 60 mineral projects.</p> <p>Dr Greentree was appointed an Executive Director since 19 April 2018.</p> |
| Other current directorships: | None |
| Former directorships (last 3 years) | None |
| Special responsibilities: | None |
| Interests in shares: | Ordinary Shares – 2,600,000 |
| Interests in options: | None |
| Interests in rights: | Performance Rights – 1,320,000 |

| | |
|--|--|
| Name: | Mr Adrian Goldstone |
| Title: | Non-Executive Director |
| Qualifications: | MSc (hons) |
| Experience and Expertise: | <p>Mr Goldstone is a highly credentialed Company Director with significant international minerals industry experience in project development, operations, and investment management, with a strong focus on environmental and social sustainability and corporate governance.</p> <p>Mr Goldstone is currently the Managing Director – Technical of Dundee Corporation, a substantial shareholder in Ausgold. Although not appointed by Dundee Goodman, for governance purposes he will be considered a Nominee Director.</p> <p>Prior to his current role, Mr. Goldstone held executive positions in project development, processing operations, and sustainable development. He was the Executive Vice President of Sustainable Development for Dundee Precious Metals, overseeing the corporation's projects, development, smelter, and ESG functions. He has been responsible for bringing key green-field, expansion, and upgrade projects to fruition, successfully navigating government, social, and technical challenges.</p> <p>Before this, he was the principal and Managing Director of a mining industry and environmental consultancy, which was later acquired by a multinational consultancy. In this role, he worked across Australia, Africa, Asia, and the Americas, leading the development and execution of business and technical solutions for multiple clients in minerals development projects and operations.</p> <p>Earlier in his career, he held several senior operational and corporate roles for Cyprus Minerals and Amax Gold companies. Additionally, he has been a managing partner in a boutique private equity business and has held, or currently holds, various other private and public directorships.</p> <p>Mr Goldstone was appointed a Non-Executive Director on 16 May 2024.</p> |
| Other current directorships: | Saturn Metals Ltd Viva Gold Corp |
| Former directorships (last 3 years) | Zinc of Ireland NL (resigned 30 November 2021) Big River Gold Limited (resigned 21 September 2022) |
| Special responsibilities: | Chairman of Audit and Risk Committee Member of the Remuneration and Nominations Committee |
| Interests in shares: | Ordinary Shares – 30,000 |
| Interests in options: | None |
| Interests in rights: | Performance Rights – 1,500,000 |

| | |
|--|--|
| Name: | Mr Mark Turner |
| Title: | Non-Executive Director |
| Qualifications: | BEng Mining (Hons), FAusIMM |
| Experience and Expertise: | <p>Mr Turner is a Mining Engineer with over 35 years of experience in the gold mining sector, responsible for the development and operation of numerous mines in Australia, Africa, and Asia.</p> <p>Mr Turner commenced his career with Newcrest Mining Limited as a mining engineer before moving to Resolute Limited in 1992, where he served as Operations Manager for the Marymia Gold Project and later the Chalice Gold Project, which he progressed from feasibility to production. Mark served as General Manager – Operations for Resolute for 10 years, during which Resolute had producing mines in both Australia and Africa.</p> <p>In 2008, Mr. Turner was appointed Chief Operating Officer of CGA Mining, where he took the Masbate Gold Project in the Philippines from construction to production before its takeover by B2 Gold Corporation for C\$1.1 billion. Mark is currently the Chief Operating Officer of RTG Mining Inc.</p> <p>Mr Turner was appointed a Non-Executive Director on 16 April 2024.</p> |
| Other current directorships: | None |
| Former directorships (last 3 years) | None |
| Special responsibilities: | Chairman of Remuneration and Nominations Committee Member of Audit and Risk Committee |
| Interests in shares: | None |
| Interests in options: | None |
| Interests in rights: | Performance Rights – 1,500,000 |

| | |
|----------------------------------|---|
| Name: | Mr Geoffrey Jones |
| Title: | Non-Executive Chairman |
| Qualifications: | BE (Civil), FIEAust, CPEng |
| Experience and Expertise: | <p>Mr Jones is a civil engineer with over 30 years' experience in construction, engineering, mineral processing and project development in Australia and overseas.</p> <p>Mr Jones was appointed Non-Executive Director on 29 July 2016, and was appointed Non-Executive Chairman on 27 February 2023.</p> <p>Mr Jones resigned as Non-Executive Chairman on 23 October 2023.</p> |
| Interests in shares: | 1,425,000 |
| Interests in options: | None |
| Interests in rights: | None |

| | |
|----------------------------------|--|
| Name: | Mr Richard Lockwood |
| Title: | Non-Executive Director and Interim Non-Executive Chairman |
| Qualifications: | None |
| Experience and Expertise: | <p>Mr Lockwood is an investment professional with over 40 years' experience in mining, funds management and resource investment.</p> <p>Mr Lockwood was Non-Executive Chairman from 2 September 2012 till 27 February 2023, when he stepped down and became Non-Executive Director. With the resignation of Mr Geoff Jones on 23 October 2023, Richard stood in as the interim Non-Executive Chairman.</p> <p>Mr Lockwood resigned as Non-Executive Director on 17 May 2024.</p> |
| Interests in shares: | 6,800,000 |
| Interests in options: | None |
| Interests in rights: | 500,000 |

| | |
|----------------------------------|--|
| Name: | Mr Denis Rakich |
| Title: | Company Secretary |
| Qualifications: | BBus |
| Experience and Expertise: | Mr Rakich is an accountant with 35 years' experience in the resource sector, legal, financial and corporate management. Mr Rakich was appointed as an Executive Director and Company Secretary on 31 January 2013. Mr Rakich resigned as Executive Director on 17 May 2024, but remains as Company Secretary of Ausgold Limited. |
| Interests in shares: | 3,003,691 |
| Interests in options: | 2,000,000 |
| Interests in rights: | 900,000 |

Directors' Meetings

The number of meetings of the Board of Directors held during the financial year ended 30 June 2024 and the number attended by each director are as follows:

| Director | Board of Directors | | Nominations and Remuneration Committee | | Audit and Risk Committee | |
|-------------|--------------------|----------|--|----------|--------------------------|----------|
| | Held | Attended | Held | Attended | Held | Attended |
| J Dorward | 6 | 2 | - | - | - | - |
| M Greentree | 6 | 6 | - | - | - | - |
| A Goldstone | 6 | 2 | - | - | - | - |
| M Turner | 6 | 3 | - | - | - | - |
| R Lockwood | 6 | 4 | - | - | 1 | 1 |
| D Rakich | 6 | 4 | - | - | 1 | 1 |
| G Jones | 6 | 2 | - | - | 1 | 1 |

Dividends

No dividends have been declared or paid since the end of the previous financial year.

Significant Changes In The State Of Affairs

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

Likely Developments And Expected Results Of Operations

The Company's objective is to continue to explore for gold at the Katanning Gold Project ("KGP") in Western Australia, with a view to increasing the overall size of the geological resource and to continue with feasibility studies for the future development of the project, whilst at the same time exploring for gold and other metals in other parts of Australia.

Environmental Regulations

The Group's exploration activities are governed by a range of environmental legislation. To the best of the Directors' knowledge, the Group has adequate systems in place to ensure compliance with the requirements of the applicable environmental legislation and is not aware of any material breach of those requirements during the financial year up to the date of this report.

Material Business Risks

The Group considers the following to be key material business risks:

Additional requirements for capital

The Company's capital requirements depend on numerous factors. Any additional equity financing will dilute shareholdings, and debt financing, if available, may involve restrictions on financing and operating activities. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations and scale back its exploration programmes as the case may be. There is however no guarantee that the Company will be able to secure any additional funding or be able to secure funding on terms favourable to the Company.

Risk of failure in exploration, development or production

Payment of compensation is ordinarily necessary to acquire participating interests. Also, surveying and exploratory drilling expenses (exploration expenses) become necessary at the time of exploration activities for the purpose of discovering resources. When resources are discovered, it is necessary to further invest in substantial development expenses.

There is, however, no guarantee of discovering resources on a scale that makes development and production feasible. The probability of such discoveries is consistently low despite various technological advances in recent years, and even when resources are discovered the scale of resource does not necessarily make commercial production feasible. For this reason, the Group conservatively recognizes expenses related to exploration investment in our consolidated financial statements.

To increase recoverable resources, the Group plans to always take an interest in promising properties and plans to continue exploration investment. Although exploration and development (including the acquisition of interests) are necessary to secure the resources essential to the Group's future sustainable business development, each type of investment involves technological and economic risks, and failed exploration or development could have an adverse effect on the results of the Group's operations.

Land Access

Development of the KGP requires the Company to obtain access to land that it does not currently own or control. Although the Company has made strong progress in acquiring freehold land in support of the KGP development, and is actively engaged in processes which the Company believes will enable it to secure access to the land it requires to develop the KGP, there is no certainty that the Company will be able to secure access on reasonable terms, or at all, to all the land that it needs to develop the KGP.

Environmental

The operations and proposed activities of the Company are subject to laws and regulations concerning the environment. As with most exploration projects and mining operations, the Company's activities are expected to have an impact on the environment, particularly, if advanced exploration or mine development proceeds. It is the Company's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws.

Mining operations have inherent risks and liabilities associated with safety and damage to the environment and the disposal of waste products occurring as a result of mineral exploration and production. The occurrence of any such safety or environmental incident could delay production or increase production costs. Events, such as unpredictable rainfall or bushfires may impact on the Company's ongoing compliance with environmental legislation, regulations and licences. Significant liabilities could be imposed on the Company for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous operations or non-compliance with environmental laws or regulations.

The disposal of mining and process waste and mine water discharge are under constant legislative scrutiny and regulation. There is a risk that environmental laws and regulations become more onerous making the Company's operations more expensive.

Climate risk

There are a number of climate-related factors that may affect the operations and proposed activities of the Company. The climate change risks particularly attributable to the Company include:

- a) the emergence of new or expanded regulations associated with the transitioning to a lower-carbon economy and market changes related to climate change mitigation. The Company may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples are amongst an array of possible restraints on industry that may further impact the Company and its profitability. While the Company will endeavour to manage these risks and limit any consequential impacts there can be no guarantee that the Company will not be impacted by these occurrences; and
- b) climate change may cause certain physical and environmental risks that cannot be predicted by the Company, including events such as increased severity of weather patterns and incidence of extreme weather events and longer-term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the Company operates.

Review Of Operations

Exploration

Information on the Group's operations at its Katanning Gold Project and other projects is set out in the Operations Review on pages 5 – 22 of this report.

Financial

The Group recorded a consolidated loss of \$8,344,009 (2023: \$5,226,957) for the financial year ended 30 June 2024. At 30 June 2024, the Group had \$4,997,167 (2023: \$9,412,384) in cash and cash equivalents.

The Company undertook a one for ten share consolidation on 14 August 2024. All securities listed in this report are quoted on a post-consolidation basis.

Convertible Securities

Options

Total options on issue at the date of this report

| Grant date | Expiry date | Exercise price | Opening balance | Granted | Exercised | Lapsed | Closing balance |
|-------------|-------------|----------------|------------------|-------------------|-----------|--------------------|-------------------|
| 23 Mar 2021 | 1 Mar 2024 | \$0.80 | 700,000 | - | - | (700,000) | - |
| 19 Mar 2021 | 1 Mar 2024 | \$0.80 | 250,000 | - | - | (250,000) | - |
| 4 May 2021 | 3 May 2024 | \$0.60 | 1,600,000 | - | - | (1,600,000) | - |
| 5 Jul 2021 | 30 Jun 2024 | \$0.60 | 400,000 | - | - | (400,000) | - |
| 5 Jul 2021 | 30 Jun 2024 | \$0.80 | 300,000 | - | - | (300,000) | - |
| 22 Apr 2022 | 31 Mar 2025 | \$0.60 | 3,500,000 | - | - | - | 3,500,000 |
| 27 Feb 2023 | 31 Dec 2025 | \$0.80 | 50,000 | - | - | - | 50,000 |
| 27 May 2024 | 30 May 2027 | \$0.30 | - | 10,000,006 | - | - | 10,000,006 |
| 31 May 2024 | 4 Aug 2026 | \$0.40 | - | 7,600,000 | - | - | 7,600,000 |
| 24 Jul 2024 | 15 Jul 2027 | \$0.40 | - | 2,000,000 | - | - | 2,000,000 |
| | | | 6,800,000 | 19,600,006 | - | (3,250,000) | 23,150,006 |

Performance Rights

| Grant date | Expiry date | Exercise Price | Opening balance | Granted | Exercised | Lapsed | Closing balance |
|-------------|-------------|----------------|------------------|------------------|-----------|------------------|------------------|
| 14 Oct 2022 | 31 Oct 2024 | \$0.00 | 3,220,000 | - | - | (250,000) | 2,970,000 |
| 27 Feb 2023 | 31 Dec 2024 | \$0.00 | 300,000 | - | - | (300,000) | - |
| 11 Aug 2023 | 31 Oct 2025 | \$0.00 | - | 800,000 | - | - | 800,000 |
| 24 Jul 2024 | 5 Aug 2027 | \$0.00 | - | 6,000,000 | - | - | 6,000,000 |
| | | | 3,520,000 | 6,800,000 | - | (550,000) | 9,770,000 |

Events Subsequent To Reporting Date

In June 2024, Ausgold announced that it has received firm commitments on a 2-tranche institutional placement to raise a total of \$38,000,000 (before costs), of which Tranche 1 was completed on 14 June 2024, which saw the issue of 46,600,000 shares, raising \$13,980,000 (before costs). Tranche 2 of this placement, which saw the issue of 80,666,667 shares to raise \$24,020,000 (before costs) was completed in July 2024. The issue was approved by shareholders at a general meeting held on 24 July 2024.

On 24 July 2024, shareholders approved at a general meeting to consolidate the issued capital of the Company through the conversion of every ten shares into one share with a corresponding consolidation of all other securities on issue. Fractional entitlements will be rounded up to the nearest whole security. The consolidation is anticipated to provide a more effective structure for the Company more in line with the Company's size and peer group companies. The consolidation should also result in a more appropriate share price that is attractive to a wider range of investors.

On 16 August, 2 million performance rights were issued to Ben Stockdale - Chief Financial Officer, appointed on 1 August 2024, as part of his remuneration under the terms of an Executive Employment Agreement.

There are no other matter or circumstance has arisen since 30 June 2024 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Indemnification Of Directors

Indemnification

The Company has agreed to indemnify the current Directors and Officers of the Company against all liabilities to another person (other than the company or a related body corporate) that may arise from their designated position in the Company, except where the liability arises out of conduct involving a lack of good faith or breach of duty.

The agreement stipulates that the Company will meet, to the maximum extent permitted by law, the amount of any such liabilities, including costs and expenses.

Insurance premiums

The Company paid a premium during the year in respect of a Director and Officer liability insurance policy, insuring the Directors of the Company, the Company Secretary, and all executives of the Company, against a liability incurred in the capacity to the extent permitted by the Corporations Act 2001.

Indemnity and insurance of auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor. During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company

As far as the Directors are aware, no person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for the conduct of all or part of those proceedings.

Corporate Governance

The 2024 Corporate Governance Statement was published on 18 September 2024 and is available on the Company's website at www.ausgoldlimited.com.

Non-Audit Services

During the year, no other services were performed by BDO Audit Pty Ltd, the Company's auditor.

The Auditor's Independence Declaration

The Auditor's Independence Declaration is included on page 38 of the financial report.

Remuneration Report

The Remuneration Report which has been audited is set out on pages 31 to 37 and forms part of the Directors' Report.

This report is signed in accordance with a resolution of the Directors.

For and behalf of the Directors



Matthew Greentree
Director

Perth, Western Australia

18 September 2024

REMUNERATION REPORT

The Directors present this Remuneration Report prepared in accordance with the requirements of the Corporations Act 2001 on the consolidated entity for the financial year ended 30 June 2024. This Remuneration Report forms part of the Directors' Report.

Key Management Personnel

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the Company. The key management personnel of Ausgold during the financial year are as follows:

- John Dorward (Executive Chairman) – appointed 16 May 2024
- Matthew Greentree (Chief Executive Officer and Managing Director)
- Adrian Goldstone (Non-Executive Director) – appointed 16 May 2024
- Mark Turner (Non-Executive Director) – appointed 16 April 2024
- Denis Rakich (Company Secretary) – resigned as a director 17 May 2024
- Richard Lockwood (Non-Executive Director/Interim Non-Executive Chairman) – resigned 17 May 2024
- Geoffrey Jones (Non-Executive Chairman) – resigned 23 October 2023

Overview

The Board is responsible for determining and reviewing remuneration agreements for its Directors and executives. The performance of the consolidated entity depends on the quality of its Directors and executives. The remuneration philosophy is to attract, motivate and retain high performing and high quality personnel.

The remuneration framework for the executives comprises a fixed cash component and where applicable, superannuation contributions and the issue of share options, performance rights or other share-based incentives which are intended to provide competitive rewards to attract high calibre executives. Any issuance of share options, performance rights or other share-based incentives to Directors requires the prior approval of shareholders.

The Company remunerates Non-Executive Directors for their time, commitment and responsibilities. The fees paid to Non-Executive Directors are set at levels which reflect both responsibilities of, and the time commitments required from each Non-Executive Director to discharge his duties and are not linked to the performance of the Company. Non-Executive Directors' fees are set by the Board within the maximum aggregate amount of fees approved by shareholders at a general meeting. The Non-Executive Directors' maximum aggregate cash fee pool is currently \$250,000 per annum.

Options and performance rights are also offered to employees (including Executive and Non-Executive Directors) at the discretion of the Board. Performance criteria are one of the several elements utilised by the Board in assessing the issue of options and performance rights to employees. Length of service with the Company, past and potential contribution of the person to the Group is also considered when awarding the options and performance rights to employees. The issuance of options is not linked to the performance of the Company. As an exploration company, the Board does not consider the Company's trading result at year end as one of the performance indicators when determining whether to issue options to employees. There is no Board policy in relation to limiting the recipient exposure to risk in relation to securities.

The table below sets out summary information about the movements in shareholder wealth for the following financial periods:

| | 2024 | 2023 | 2022 | 2021 | 2020 |
|---------------------------------------|-------------|-------------|-------------|-------------|-------------|
| | \$ | \$ | \$ | \$ | \$ |
| Interest income | 148,118 | 49,524 | 1,889 | 1,149 | 611 |
| Net loss before tax | (8,344,009) | (5,226,957) | (2,586,374) | (3,513,319) | (1,823,335) |
| Net loss after tax | (8,344,009) | (5,226,957) | (2,586,374) | (3,513,319) | (1,823,335) |
| Share price at the start of the year* | \$0.46 | \$0.46 | \$0.43 | \$0.42 | \$0.14 |
| Share price at the end of the year* | \$0.36 | \$0.46 | \$0.46 | \$0.43 | \$0.42 |
| Dividends | - | - | - | - | - |
| Basic loss per share (cents) | (3.6) | (2.5) | (1.5) | (2.6) | (1.9) |
| Diluted loss per share (cents) | N/A | N/A | N/A | N/A | N/A |

*Share prices are presented on a post-consolidated basis, following a ten for one share consolidation approved by shareholders on 24 July 2024.

Service Agreements

Non-Executive Directors

The Non-Executive Directors' maximum fees payable in aggregate is \$250,000. Set out below is the remuneration paid to Non-Executive Directors during the reporting period:

| Name | Role | Commencement date | Fixed annual remuneration including superannuation |
|------------------|------------------------|-------------------------------------|--|
| Adrian Goldstone | Non-Executive Director | 16 May 2024 | \$60,000 |
| Mark Turner | Non-Executive Director | 16 April 2024 | \$60,000 |
| Geoffrey Jones | Non-Executive Chairman | 25 February 2023 to 23 October 2023 | \$50,000 |
| Richard Lockwood | Non-Executive Director | 25 February 2023 to 23 October 2023 | \$40,000 |
| Richard Lockwood | Non-Executive Chairman | 24 October 2023 to 17 May 2024 | \$50,000 |

Executive Directors

Remuneration and other terms of employment for the executives are formalised in service agreements. The principal provisions of the agreements relating to remuneration are set out below:

| Name | Role | Commencement date | Fixed annual remuneration including superannuation | Termination notice period |
|-------------------|---|--------------------------------|--|---------------------------|
| John Dorward | Executive Chairman | 16 May 2024 | \$400,000 | 6 months |
| Matthew Greentree | Chief Executive Officer and Managing Director | 10 April 2017 | \$351,648 | 6 months |
| Denis Rakich | Executive Director and Company Secretary | 31 January 2013 to 17 May 2024 | \$279,720 | 6 months |
| Denis Rakich | Commercial Manager and Company Secretary | 18 May 2024 | \$355,200 | 3 months |

Use Of Remuneration Consultants

Due to the size of the Company's operations, the Board has not engaged remuneration consultants to review and measure its remuneration policy and strategy. However, the Board reviews remuneration strategy periodically and if required, will engage remuneration consultants in the future to assist with this process.

Voting And Comments Made At The Company's 2023 Annual General Meeting

The Company received 90.02% of votes in favour of its remuneration report for the 2023 financial year at the 2023 AGM. The Company did not receive any specific feedback from shareholders at the annual general meeting or during the financial year regarding its remuneration practices.

Details Of Remuneration

The table below shows the fixed and variable remuneration for key management personnel for the financial year ended 30 June 2024:

| 2024 | Short-term benefits | | | Long-term benefits | Post-employment benefits | Share-based payments | Total |
|-------------------------|---------------------|---------------------------|-------------------------|---------------------------------|--------------------------|----------------------|--------------------|
| | Cash salary & fees | Annual leave ¹ | Other fees ² | Long service leave ³ | Superannuation | Options & rights | |
| J Dorward | \$45,276 | \$3,418 | \$1,144 | \$740 | \$4,980 | \$51,030 | \$106,588 |
| M Greentree | \$319,800 | \$20,729 | \$13,134 | \$5,292 | \$34,848 | \$120,116 | \$513,919 |
| A Goldstone | \$6,791 | - | \$1,144 | - | \$747 | \$9,088 | \$17,770 |
| M Turner | \$10,880 | - | \$1,967 | - | \$1,197 | \$9,088 | \$23,132 |
| D Rakich | \$254,583 | \$46,395 | \$13,134 | \$17,147 | \$28,933 | \$431,898 | \$792,090 |
| G Jones ⁴ | \$15,015 | - | \$3,742 | - | \$1,652 | - | \$20,409 |
| R Lockwood ⁵ | \$40,833 | - | \$12,033 | - | - | \$60,789 | \$113,655 |
| Total | \$693,178 | \$70,542 | \$46,298 | \$23,179 | \$72,357 | \$682,009 | \$1,587,563 |

¹Annual leave relates to movements in annual leave provision during the year and annual leave payment made.

²Other fees include the attributable non-cash benefit applied by virtue of the Company's Directors and Officers Liability policy.

³Long service leave relates to movements in long service leave provision during the year.

⁴Mr Geoffrey Jones resigned on 23 October 2023

⁵Mr Richard Lockwood resigned on 17 May 2024

The table below shows the fixed and variable remuneration for key management personnel for the financial year ended 30 June 2023:

| 2023 | Short-term benefits | | | Long-term benefits | Post-employment benefits | Share-based payments | Total |
|------------------------|---------------------|---------------------------|-------------------------|---------------------------------|--------------------------|----------------------|--------------------|
| | Cash salary & fees | Annual leave ¹ | Other fees ² | Long service leave ³ | Superannuation | Options & rights | |
| R Lockwood | \$46,548 | - | \$5,475 | - | - | \$29,711 | \$81,734 |
| N Fearis ⁴ | \$26,310 | - | \$3,595 | - | - | \$45,250 | \$75,155 |
| G Jones | \$41,812 | - | \$5,475 | - | \$4,390 | \$14,855 | \$66,532 |
| T Kestell ⁵ | \$36,199 | - | \$5,445 | - | \$3,801 | - | \$45,445 |
| M Greentree | \$319,800 | \$7,196 | \$5,475 | \$2,617 | \$33,264 | \$78,437 | \$446,789 |
| D Rakich | \$274,385 | \$3,797 | \$5,475 | \$2,081 | \$28,495 | \$53,480 | \$367,713 |
| Total | \$745,054 | \$10,993 | \$30,940 | \$4,698 | \$69,950 | \$221,733 | \$1,083,368 |

¹Annual leave relates to movements in annual leave provision during the year and annual leave payment made.

²Other fees include the attributable non-cash benefit applied by virtue of the Company's Directors and Officers Liability policy.

³Long service leave relates to movements in long service leave provision during the year.

⁴Mr Neil Fearis resigned on 25 February 2023.

⁵Mr Kestell resigned on 28 June 2023.

Options and performance rights are offered to key management personnel having regard, among other things, to the length of service with the Group, and the past and potential contribution of the person to the Group. The issuance of the options is not linked to the performance of the Company.

The percentage of fixed remuneration to total remuneration is as follows:

| Directors | Fixed remuneration | | Performance-based remuneration | | % consisting of options & rights | |
|-------------|--------------------|------|--------------------------------|------|----------------------------------|------|
| | 2024 | 2023 | 2024 | 2023 | 2024 | 2023 |
| J Dorward | 52% | - | 48% | - | 48% | - |
| M Greentree | 77% | 82% | 23% | 15% | 23% | 15% |
| A Goldstone | 49% | - | 51% | - | 51% | - |
| M Turner | 61% | - | 39% | - | 39% | - |
| D Rakich | 45% | 85% | 10% | 15% | 55% | 15% |
| G Jones | 100% | 78% | - | 22% | - | 22% |
| R Lockwood | 47% | 64% | 53% | 36% | 53% | 36% |
| N Fearis | - | 40% | - | 60% | - | 60% |
| T Kestell | - | 100% | - | - | - | - |

No key management personnel appointed during the period received a payment for agreeing to accept a position with the Group.

Performance Rights

Performance Rights Plan is used to reward the Directors for their performance and to align their remuneration with the creation of shareholder wealth. The Performance Rights are issued for nil consideration and no consideration will be payable upon vesting of the Performance Rights. Subject to satisfaction of the vesting conditions, each Performance Right entitles the holder to be issued with one Ausgold share.

During the financial year, the Company proposed to grant a total of 6,000,000 Performance Rights to the Company's Executive Chairman and two Non-Executive Directors. The grant of the Performance Rights encourages the Participating Directors to have a greater involvement in the achievement of the Company's objectives and to provide an incentive to strive to that end by participating in the future growth and prosperity of the Company through share ownership. The issue was approved by shareholders on 24 July 2024.

The Performance Rights have an expiry date of 3 years from the date of their issue and will be granted in two tranches that will vest subject to the satisfaction of the vesting conditions set out below:

| Tranche | Vesting Conditions |
|------------------------------|--|
| Tranche A Performance Rights | One third (33.33%) of Tranche A Performance Rights will vest after each of the 12, 24 and 36 month anniversary of the issue date of the Tranche A Performance Rights, respectively, subject to the holder remaining with the Company. |
| Tranche B Performance Rights | Tranche B Performance Rights will vest as follows: <ol style="list-style-type: none"> i. one third (33.33%) will vest upon receipt of ministerial approval to develop the Katanning Gold Project; ii. one third (33.33%) will vest upon the Katanning Gold Project reaching funded Final Investment Decision status; and iii. one third (33.33%) will vest upon the publication of a mineral resource reported in accordance with JORC 2012 at a satellite project of not less than 250,000 ounces of gold. |

In the event of a change of control, all Performance Rights will automatically vest with immediate effects as if all the above vesting conditions had been satisfied.

The grant date of the Performance Rights was 24 July 2024, and the share price on the grant date is \$0.36. The expiry date of the rights is on 5 August 2027.

As the Performance Rights contain non-market vesting conditions, the fair value per right of \$0.36 is determined using the share price on the valuation date as the "per security".

Number of Performance Rights held by key management personnel or their related entities as at 30 June 2024 are as follows:

| Grant date | Vesting date | Balance at start of year | Granted during the year ³ | Redeemed as shares | Forfeited | Balance at resignation | Balance at end of year | Maximum value yet to vest |
|--------------------------|--------------|--------------------------|--------------------------------------|--------------------|------------------|------------------------|------------------------|---------------------------|
| | | Number | Number | Number | Number | Number | Number | \$ |
| 24-Jul-24 | 5-Aug-27 | - | 1,500,000 | - | - | - | 1,500,000 | 521,109 |
| 24-Jul-24 | 5-Aug-25 | - | 500,000 | - | - | - | 500,000 | 163,303 |
| 24-Jul-24 | 5-Aug-26 | - | 500,000 | - | - | - | 500,000 | 170,855 |
| 24-Jul-24 | 5-Aug-27 | - | 500,000 | - | - | - | 500,000 | 173,703 |
| J Dorward | | | 3,000,000 | - | - | - | 3,000,000 | 1,028,970 |
| 14-Oct-22 | 31-Oct-24 | 1,320,000 | - | - | - | - | 1,320,000 | 40,367 |
| M Greentree ¹ | | 1,320,000 | - | - | - | - | 1,320,000 | 40,367 |
| 24-Jul-24 | 5-Aug-25 | - | 500,000 | - | - | - | 500,000 | 175,194 |
| 24-Jul-24 | 5-Aug-26 | - | 500,000 | - | - | - | 500,000 | 177,452 |
| 24-Jul-24 | 5-Aug-27 | - | 500,000 | - | - | - | 500,000 | 178,266 |
| A Goldstone | | - | 1,500,000 | - | - | - | 1,500,000 | 530,912 |
| 24-Jul-24 | 5-Aug-25 | - | 500,000 | - | - | - | 500,000 | 175,194 |
| 24-Jul-24 | 5-Aug-26 | - | 500,000 | - | - | - | 500,000 | 177,452 |
| 24-Jul-24 | 5-Aug-27 | - | 500,000 | - | - | - | 500,000 | 178,266 |
| M Turner | | - | 1,500,000 | - | - | - | 1,500,000 | 530,912 |
| 14-Oct-22 | 31-Oct-24 | 900,000 | - | - | - | - | 900,000 | 27,523 |
| D Rakich ² | | 900,000 | - | - | - | - | 900,000 | 27,523 |
| 14-Oct-22 | 31-Oct-24 | 250,000 | - | - | (250,000) | - | - | - |
| G Jones | | 250,000 | - | - | (250,000) | - | - | - |
| 14-Oct-22 | 31-Oct-24 | 500,000 | - | - | - | 500,000 | - | - |
| R Lockwood | | 500,000 | - | - | - | 500,000 | - | - |
| Total rights | | 2,970,000 | 6,000,000 | - | (250,000) | 500,000 | 8,220,000 | 2,158,684 |

¹ Relevant interests held through M&J Greentree Nominees Pty Ltd

² Relevant interests held as trustee of the Rakich Retirement Fund

³ The Performance Rights granted during the year relate to equity instruments that are required to be accounted for under AASB 2 Share-Based Payments. The issue of the Performance Rights was approved at a shareholders meeting on 24 July 2024.

Terms and conditions of the share-based payment arrangements:

| Grant date | Vesting & exercise date | Expiry Date | Exercise Price | Value per right at grant date | % vested |
|-----------------|-------------------------|-----------------|----------------|-------------------------------|----------|
| 14 October 2022 | 31 October 2024 | 31 October 2024 | \$0.00 | \$0.181 | 0% |
| 24 July 2024 | 5 August 2025 | 5 August 2027 | \$0.00 | \$0.360 | 0% |
| 24 July 2024 | 5 August 2026 | 5 August 2027 | \$0.00 | \$0.360 | 0% |
| 24 July 2024 | 5 August 2027 | 5 August 2027 | \$0.00 | \$0.360 | 0% |

| Directors | 2024 | | 2023 | |
|--------------|--------------------|------------------|--------------------|------------------|
| | Performance Rights | | Performance Rights | |
| | Value granted | Value expensed | Value granted | Value expensed |
| J Dorward | \$1,080,000 | \$51,030 | - | - |
| M Greentree | - | \$120,116 | \$238,920 | \$78,437 |
| A Goldstone | \$540,000 | \$9,088 | - | - |
| M Turner | \$540,000 | \$9,088 | - | - |
| D Rakich | - | \$81,898 | \$162,900 | \$53,480 |
| R Lockwood | - | \$60,789 | \$90,500 | \$29,711 |
| G Jones | - | (\$14,855) | \$45,250 | \$14,855 |
| N Fearis | - | - | \$45,250 | \$45,250 |
| Total | \$2,160,000 | \$317,154 | \$582,820 | \$221,733 |

Options Holdings

Number of options held by key management personnel or their related entities as at 30 June 2024 is set out below:

| Name | Opening balance | Granted ¹ | Exercised | Lapsed | Closing balance | Vested & exercisable | Unvested |
|----------|-----------------|----------------------|-----------|--------|-----------------|----------------------|----------|
| D Rakich | - | 2,000,000 | - | - | 2,000,000 | 2,000,000 | - |

The options granted during the year relate to equity instruments that are required to be accounted for under AASB 2 Share-Based Payments. The issue of the options was approved at a shareholders meeting on 24 July 2024.

| Directors | 2024 | | 2023 | |
|--------------|------------------|------------------|---------------|----------------|
| | Options | | Options | |
| | Value granted | Value expensed | Value granted | Value expensed |
| D Rakich | \$350,000 | \$350,000 | - | - |
| Total | \$350,000 | \$350,000 | - | - |

Share Holdings

Number of shares held by the Directors of the Company or their related entities as at 30 June 2024 is set out below:

| Name | Opening balance | Acquired | Other changes | Balance at resignation | Closing balance |
|--------------------------|-----------------|-----------|---------------|------------------------|-----------------|
| J Dorward | - | 3,333,334 | - | - | 3,333,334 |
| M Greentree ¹ | 2,600,000 | - | - | - | 2,600,000 |
| A Goldstone | - | - | 30,000 | - | 30,000 |
| M Turner | - | - | - | - | - |
| D Rakich ² | 3,794,868 | - | (791,178) | 3,003,690 ⁴ | - |
| R Lockwood | 6,800,000 | - | - | 6,800,000 | - |
| G Jones ³ | 1,425,000 | - | - | 1,425,000 | - |

¹ Relevant interest held through M&J Greentree Nominees Pty Ltd

² Relevant interest held as trustee of the Rakich Retirement Fund and indirect interest through spouse holdings in the name of Francesca Rakich and the Matilde Rakich Account.

³ Relevant interest held as trustee of The Lee Jones Superannuation Fund.

⁴ Balance upon resignation from the role of Executive Director, but remain as Company Secretary.

Key Management Personnel Transactions With The Company

In May 2024, Mr John Dorward, the Executive Chairman, participated in the subscription agreement via the issue of unsecured loan notes through Resident Lounge Pty Ltd and Gumnut Pty Ltd, of which he is a Director. Total value of the loan notes plus interest amount to \$256,049.32. The transactions were based on normal commercial terms and conditions.

The interest of \$6,049.32 was paid to the companies, while the face value of the loan note of \$250,000 was redeemed as consideration for shares in the Tranche 2 placement.

There were no other key management personnel transactions with the Company during the financial year ended 30 June 2024.

Loans To Key Management Personnel

No loans have been granted to key management personnel during the financial year ended 30 June 2024.

END OF REMUNERATION REPORT.

This report is signed in accordance with a resolution of the Directors.

For and behalf of the Directors



Matthew Greentree
Managing Director and Chief Executive Officer

Perth, Western Australia

18 September 2024

Auditor's Independence Declaration



Tel: +61 8 6382 4600
Fax: +61 8 6382 4601
www.bdo.com.au

Level 9, Mia Yellagonga Tower 2
5 Spring Street
Perth, WA 6000
PO Box 700 West Perth WA 6872
Australia

DECLARATION OF INDEPENDENCE BY ASHLEIGH WOODLEY TO THE DIRECTORS OF AUSGOLD LIMITED

As lead auditor of Ausgold Limited for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Ausgold Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'Ashleigh Woodley', is written over a faint, large watermark that says 'For personal use only'.

Ashleigh Woodley
Director

BDO Audit Pty Ltd
Perth
18 September 2024

BDO Audit Pty Ltd ABN 33 134 022 870 is a member of a national association of independent entities which are all members of BDO Australia Ltd ABN 77 050 110 275, an Australian company limited by guarantee. BDO Audit Pty Ltd and BDO Australia Ltd are members of BDO International Ltd, a UK company limited by guarantee, and form part of the international BDO network of independent member firms. Liability limited by a scheme approved under Professional Standards Legislation.

Consolidated Statement of Profit or Loss and Other Comprehensive Income

FOR THE YEAR ENDED 30 JUNE 2024

| | Note | 2024 \$ | 2023 \$ |
|---|------|--------------------|--------------------|
| Other income | 8 | 186,473 | 342,912 |
| Net movement in financial assets | | (3,987) | 1,750 |
| Impairment exploration expenses | 12 | (4,279,879) | (1,762,651) |
| Corporate and administration expenses | 9 | (2,038,540) | (1,937,875) |
| Share-based payments expenses | 19 | (707,834) | (702,166) |
| Occupancy refund / (expenses) | | 30,187 | (41,115) |
| Other expenses | | (174,814) | (176,707) |
| Accounting expenses | | (114,258) | (115,316) |
| Consultants – Advisory | | (305,796) | (250,000) |
| Amortisation and depreciation expenses | | (368,413) | (307,037) |
| Finance costs | | (227,079) | (51,272) |
| Research & Development | | (150,000) | (63,255) |
| Legal fees | | (190,069) | (164,225) |
| Loss before income tax | | (8,344,009) | (5,226,957) |
| Income tax benefit / (expense) | 10 | - | - |
| Net loss attributable to members | | (8,344,009) | (5,226,957) |
| Other comprehensive income / (loss) | | | |
| Other comprehensive income / (loss) | | - | - |
| Total comprehensive income / (loss) for the period (net of tax) | | (8,344,009) | (5,226,957) |
| Loss per share for the period attributable to the members of Ausgold Limited | | | |
| Basic and diluted loss per share (cents per share) | 21 | (3.59) | (2.51) |

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

Consolidated Statement of Financial Position

AS AT 30 JUNE 2024

| | Note | 2024 \$ | 2023 \$ |
|--|------|-------------------|-------------------|
| ASSETS | | | |
| Current assets | | | |
| Cash and cash equivalents | 11 | 4,997,167 | 9,412,384 |
| Trade and other receivables | | 250,795 | 173,684 |
| Security deposit | | 151,425 | 151,425 |
| Financial assets at fair value | | - | 126,000 |
| Total current assets | | 5,399,387 | 9,863,493 |
| Non-current assets | | | |
| Property, plant and equipment | 13 | 12,098,165 | 806,662 |
| Exploration and evaluation expenditure | 12 | 71,275,875 | 69,874,018 |
| Right-of-use assets | 14 | 667,178 | 1,002,121 |
| Total non-current assets | | 84,041,218 | 71,682,801 |
| Total assets | | 89,440,605 | 81,546,294 |
| LIABILITIES | | | |
| Current liabilities | | | |
| Trade and other payables | 15 | 723,966 | 392,325 |
| Subscriptions in advance | | 120,059 | - |
| Lease liabilities | 14 | 295,463 | 290,265 |
| Financial liabilities | 16 | 2,061,055 | - |
| Provisions | 17 | 457,798 | 328,430 |
| Total current liabilities | | 3,658,341 | 1,011,020 |
| Non-current liabilities | | | |
| Lease liabilities | 14 | 428,353 | 733,347 |
| Provisions | 17 | 1,234,311 | 1,209,007 |
| Total non-current liabilities | | 1,662,664 | 1,942,354 |
| Total liabilities | | 5,321,005 | 2,953,374 |
| NET ASSETS | | 84,119,600 | 78,592,920 |
| EQUITY | | | |
| Contributed equity | 18 | 125,326,911 | 113,690,511 |
| Reserves | 19 | 9,748,846 | 7,514,557 |
| Accumulated losses | 20 | (50,956,157) | (42,612,148) |
| TOTAL EQUITY | | 84,119,600 | 78,592,920 |

The Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity

FOR THE YEAR ENDED 30 JUNE 2024

| | Note | Contributed Equity \$ | Accumulated Losses \$ | Reserves \$ | Total Equity \$ |
|---|------|-----------------------------|-----------------------------|------------------|--------------------|
| Balance as at 1 July 2023 | | 113,690,511 | (42,612,148) | 7,514,557 | 78,592,920 |
| Loss for the year | | - | (8,344,009) | - | (8,344,009) |
| Other comprehensive income | | - | - | - | - |
| Total comprehensive loss for the year | | - | (8,344,009) | - | (8,344,009) |
| Transactions with owners, recorded directly in equity | | | | | |
| Shares issued | 18 | 13,980,000 | - | - | 13,980,000 |
| Share issued costs | 18 | (838,800) | - | - | (838,800) |
| Warrants issued | 16 | - | - | 21,655 | 21,655 |
| Share-based payments | 19 | (1,504,800) | - | 2,212,634 | 707,834 |
| Balance as at 30 June 2024 | | 125,326,911 | (50,956,157) | 9,748,846 | 84,119,600 |

| | Note | Contributed Equity \$ | Accumulated Losses \$ | Reserves \$ | Total Equity \$ |
|---|------|-----------------------------|-----------------------------|------------------|--------------------|
| Balance as at 1 July 2022 | | 102,348,496 | (37,385,191) | 6,812,391 | 71,775,696 |
| Loss for the year | | - | (5,226,957) | - | (5,226,957) |
| Other comprehensive income | | - | - | - | - |
| Total comprehensive loss for the year | | - | (5,226,957) | - | (5,226,957) |
| Transactions with owners, recorded directly in equity | | | | | |
| Shares issued | 18 | 12,000,000 | - | - | 12,000,000 |
| Share issued costs | 18 | (659,985) | - | - | (659,985) |
| Options issued | 18 | 2,000 | - | - | 2,000 |
| Share-based payments | 19 | - | - | 702,166 | 702,166 |
| Balance as at 30 June 2023 | | 113,690,511 | (42,612,148) | 7,514,557 | 78,592,920 |

The Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows

FOR THE YEAR ENDED 30 JUNE 2024

| | Note | 2024 \$ | 2023 \$ |
|---|-----------|---------------------|---------------------|
| Cash flows from operating activities | | | |
| Interest received | | 148,118 | 49,524 |
| Interest and other costs of finance paid | | (6,181) | - |
| Payments to suppliers and employees | | (2,739,602) | (2,585,235) |
| Receipts from rebates and claims | | 38,355 | 293,388 |
| Net cash flows used in operating activities | | (2,559,310) | (2,242,323) |
| Cash flows from investing activities | | | |
| Payment for property, plant and equipment | 13 | (11,331,367) | (637,874) |
| Payment for security deposit | | - | (56,815) |
| Proceeds from disposal of investments | | 110,589 | - |
| Payment for exploration expenditure | 12 | (5,681,736) | (9,871,928) |
| Net cash flows used in investing activities | | (16,902,514) | (10,566,617) |
| Cash flows from financing activities | | | |
| Repayment of lease obligations | | (50,771) | (49,247) |
| Proceeds from loan notes | 16 | 3,000,000 | - |
| Repayment of loan notes | | (900,000) | - |
| Costs in relation to loan notes | | (180,000) | - |
| Proceeds from issue of share capital | | 14,100,058 | 12,002,000 |
| Transaction costs in relation to issue of shares | | (922,680) | (659,984) |
| Net cash flows generated from financing activities | | 15,046,607 | 11,292,769 |
| Net decrease in cash and cash equivalents | | (4,415,217) | (1,516,171) |
| Cash and cash equivalents at the beginning of the period | | 9,412,384 | 10,928,555 |
| Cash and cash equivalents at the end of the year | 11 | 4,997,167 | 9,412,384 |

The Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

Notes to the Consolidated Financial Statements

FOR THE YEAR ENDED 30 JUNE 2024

1. Reporting Entity

Ausgold Limited ("Ausgold" or "parent entity" or "Company") and its controlled entities (collectively known as "the Group" or "consolidated entity") are domiciled in Australia.

The annual financial report of the Group for the financial year ended 30 June 2024 was authorised for issue in accordance with a resolution of the Directors on 18 September 2024.

The consolidated entity's principal activities during the financial year were the exploration for gold and other precious metals.

2. Basis Of Preparation

The consolidated annual financial report is a general purpose financial report which has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and authoritative pronouncements of the Australian Accounting Standards Board ("AASB") and complies with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board ("IASB"). The financial report has also been prepared on a historical cost basis except for assets and liabilities which are required to be measured at fair value. The financial report is presented in Australian Dollars, which is the Group's functional and presentation currency.

The financial statements were authorised for issue by the Board of Directors on 18 September 2024.

The Group has adopted all the new, revised or amending Accounting Standards or Interpretations issued by the AASB that are mandatory for the current reporting period. All new, revised or amending Accounting Standards or Interpretations that are not mandatory have not been early adopted.

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group.

3. Changes In Accounting Policies

The Group has adopted all the new or amended Accounting Standards, amendments and interpretations issued by the AASB that are mandatory for the current reporting year.

4. Significant Accounting Judgements, Estimates And Assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period.

Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events, which are believed to be reasonable under the circumstances. However actual outcomes would differ from these estimates if different assumptions were used and different conditions existed.

The Group has identified the following area where significant judgements, estimates and assumptions are required, and where actual results were to differ, may materially affect the financial position or financial results reported in future periods.

4. Significant Accounting Judgements, Estimates And Assumptions (Cont'd)

Exploration and evaluation expenditure

Exploration and evaluation expenditure are capitalised to areas of interest and carried forward where right of tenure of the area of interest is current and they are expected to be recouped through sale or successful development and exploitation of the area of interest, or where exploration and evaluation activities in the area of interest have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Capitalised exploration costs are reviewed each reporting date to establish whether an indication of impairment exists. If any such indication exists, the recoverable amount of the capitalised exploration cost is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the assets in previous years.

Where a decision is made to proceed with development, accumulated expenditure is tested for impairment and transferred to development properties, and then amortised over the life of the reserves associated with the area of interest once mining operations have commenced.

Recoverability of the carrying amount of the exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

Impairment of assets

At each reporting date, the Group assesses whether there is any indication that individual assets are impaired. Where impairment indicators exist, recoverable amount is determined and impairment losses are recognised in the statement of profit or loss and other comprehensive income where the asset's carrying value exceeds its recoverable amount. Recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

Rehabilitation Provision

The Group assesses its rehabilitation provision at each reporting date. Significant judgement is required in determining the provision for rehabilitation as there are many factors that will affect the ultimate liability payable to rehabilitate the existing mine sites, including future disturbances caused by further development, changes in technology and changes in regulations. When these factors change or become known in the future, such differences will impact the mine rehabilitation provision in the period in which the change becomes known. Refer Note 17 for further details.

Share-based payment transactions

The Group measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. Fair values are determined using appropriate valuation techniques that take into account various inputs that represent the best estimates available at the time of performing the calculation but are subject to variability and may be materially different if hindsight was to be used. Details of share-based payments can be found in Note 19.

5. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting to the Chief Operating Decision Maker, which has been identified by the Group as the Board of Directors.

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Board of Directors in assessing performance and determining the allocation of resources. Reportable segments disclosed are based on aggregating operating segments, where the segments have similar characteristics. The Group's sole activity is mineral exploration and resource development wholly with Australia, therefore it has aggregated all operating segments into the one reportable segment being mineral exploration. All non-current-assets are derived in Australia.

The reportable segment is represented by the primary statements forming this financial report.

6. Parent Entity Information

The financial statements of the parent entity are set out below:

| | Note | 2024 \$ | 2023 \$ |
|--|------|--------------------|--------------------|
| Current assets | | 5,318,571 | 9,556,977 |
| Non-current assets | | 82,611,139 | 70,581,612 |
| Total assets | | 87,929,710 | 80,138,589 |
| Current liabilities | | 969,616 | 475,972 |
| Non-current liabilities | | 2,840,494 | 1,069,697 |
| Total liabilities | | 3,810,110 | 1,545,669 |
| NET ASSETS | | 84,119,600 | 78,592,920 |
| Contributed equity | | 132,211,353 | 120,572,953 |
| Reserves | | 9,748,846 | 7,516,557 |
| Accumulated losses | | (57,840,599) | (49,496,590) |
| TOTAL EQUITY | | 84,119,600 | 78,592,920 |
| Loss for the year | | (8,344,009) | (5,235,128) |
| Other comprehensive income / (loss) | | - | - |
| Total comprehensive loss for the year | | (8,344,009) | (5,235,128) |

The parent entity did not have any contingent assets or liabilities as at 30 June 2024.

The accounting policies of the parent are the same as the Group, except that they carry investments in subsidiaries at cost.

7. Financial Risk Management

Overview

The overall financial risk management strategy focuses on the unpredictability of the financial markets and seeks to minimise the potential adverse effects on financial performance and protect financial security.

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

- Credit risk
- Liquidity risk
- Market risk (including interest rate risk)

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

Ausgold's risk management framework is supported by the Board, management and the Audit and Risk Committee. The Board is responsible for approving and review the consolidated entity's risk management strategy and policy. Management is responsible for monitoring that appropriate processes and controls are in place effectively and efficiently manage risk. The Audit and Risk Committee is responsible for identifying, monitoring and managing significant business risks faced by consolidated entity and considering the effectiveness of its internal control system. Due to the size of the Company's operations, the Audit and Risk Committee comprises of 2 independent Directors and the Executive Chairman.

7. Financial Risk Management (Cont'd)

The consolidated entity holds the following financial instruments:

| | 2024 \$ | 2023 \$ |
|--------------------------------|------------------|------------------|
| Financial assets | | |
| Cash and cash equivalents | 4,997,167 | 9,412,384 |
| Trade and other receivables | 250,795 | 173,684 |
| Security deposits | 151,425 | 151,425 |
| Financial assets at fair value | - | 126,000 |
| | 5,399,387 | 9,863,493 |
| Financial liabilities | | |
| Trade and other payables | 723,966 | 392,325 |
| Financial liabilities | 2,061,055 | - |
| Lease liabilities | 723,816 | 1,023,612 |
| | 3,508,837 | 1,415,937 |

Credit Risk

Credit risk is the risk of financial loss to the consolidated entity if counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's cash and cash equivalents, deposits with banks and financial institutions. For banks and financial institutions, only independently rated parties with a minimum rating of "A" are accepted.

The consolidated entity does not hold any credit derivatives to offset its credit exposure.

The credit quality of financial assets that are neither past due or impaired will be measured at fair value, with the gains or losses being recognised in profit or loss.

| | 2024 \$ | 2023 \$ |
|---|------------------|------------------|
| Trade receivables | | |
| Counterparties without external credit rating | | |
| Group 1 ¹ | 402,220 | 325,109 |
| | 402,220 | 325,109 |
| Deposits | | |
| AA | 4,997,167 | 9,412,384 |
| | 4,997,167 | 9,412,384 |

¹ Group 1 – GST receivable and prepayments (less than 6 months)

Exposure to credit risk

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

| | 2024 \$ | 2023 \$ |
|-----------------------------|------------------|------------------|
| Financial assets | | |
| Cash and cash equivalents | 4,997,167 | 9,412,384 |
| Trade and other receivables | 250,795 | 173,684 |
| Security deposits | 151,425 | 151,425 |
| | 5,399,387 | 9,737,493 |

7. Financial Risk Management (Cont'd)

Liquidity Risk

Liquidity risk arises from the financial liabilities of the consolidated entity and the consolidated entity's subsequent ability to meet their obligations to repay their financial liabilities as and when they fall due.

The following are the contractual maturities of financial liabilities on an undiscounted basis, including estimated interest payments. Cash flows for liabilities without fixed amount or timing are based on conditions existing at year end.

| | 2024 \$ | 2023 \$ |
|------------------------------|------------------|------------------|
| Financial liabilities | | |
| Trade and other payables | 723,966 | 392,325 |
| Financial liabilities | 2,061,055 | - |
| Lease liabilities | 723,816 | 1,023,612 |
| | 3,508,837 | 1,415,937 |

Ultimate responsibility for liquidity risk management lies with the Board of Directors. The Board has determined 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 and regularly monitoring budgeted and actual cash flows and matching the maturity profiles of financial assets, expenditure commitments and liabilities.

The amounts disclosed in the table are the actual undiscounted cash flows.

| Contractual maturity of financial liabilities | Less than 6 months | 6 – 12 months | Between 1 to 3 years | Total | Carrying amount |
|---|-----------------------|------------------|-------------------------|------------------|--------------------|
| | \$ | \$ | \$ | \$ | \$ |
| Consolidated – 30 June 2024 | | | | | |
| Trade and other payables | 499,085 | - | - | 499,085 | 499,085 |
| Financial liabilities | 2,061,055 | - | - | 2,061,055 | 2,061,055 |
| Lease liabilities | 147,526 | 147,938 | 428,353 | 723,817 | 723,817 |
| | 2,707,666 | 147,938 | 428,353 | 3,283,957 | 3,283,957 |
| Consolidated – 30 June 2023 | | | | | |
| Trade and other payables | 219,278 | - | - | 219,278 | 219,278 |
| Lease liabilities | 142,077 | 148,188 | 733,347 | 1,023,612 | 1,023,612 |
| | 361,355 | 148,188 | 733,347 | 1,242,890 | 1,242,890 |

Market Risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates that will affect the consolidated entity'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 return.

Interest rate risk

The consolidated entity's exposure to interest rate primarily relates to the consolidate entity's cash and cash equivalents. The consolidated entity manages market risk by monitoring levels of exposure to interest rate risk and assessing market forecasts for interest rates.

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

| | 2024 \$ | 2023 \$ |
|--|------------------|-------------------|
| Variable rate financial instruments | | |
| Financial assets | 4,997,167 | 9,412,384 |
| Financial liabilities | 723,816 | 1,023,612 |
| | 5,720,983 | 10,435,996 |

7. Financial Risk Management (Cont'd)

The Group manages its interest rate risk by monitoring available interest rates while maintaining an overriding position of security whereby the majority of cash and cash equivalents are held in AA-rated bank accounts. The Group's weighted average effective interest rate is 0.28% (2023: 0.05%).

Capital Risk Management

When managing capital, the Board's objective is to ensure the consolidated entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. The Board also aims to maintain a capital structure that ensures the lowest cost of capital available to the consolidated entity.

The Board is constantly adjusting the capital structure to take advantage of favourable costs of capital or high return on assets. As the market is constantly changing, the Group may issue new shares, sell assets to reduce the Company's liability or consider entering joint venture agreements to further exploration of the tenements.

The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position although there is no formal policy regarding gearing levels.

There were no changes in the consolidated entity's approach to capital management during the year. The consolidated entity is not subject to any externally imposed capital requirements.

Fair Value Measurements

The fair value of financial assets and liabilities are determined in accordance with generally accepting pricing models based on estimated future cash flow and observable market prices.

8. Other Income

Other income is recognised when the amount can be reliably measured and control of the right to receive income is passed to the Group.

| | 2024 | 2023 |
|--------------------|----------------|----------------|
| | \$ | \$ |
| EIS Funding | 35,712 | 100,316 |
| Diesel Fuel Rebate | 2,198 | 192,958 |
| Interest Income | 148,118 | 49,524 |
| Other income | 445 | 114 |
| | 186,473 | 342,912 |

9. Corporate And Administration Expenses

| | 2024 | 2023 |
|--|------------------|------------------|
| | \$ | \$ |
| Directors' fees and salaries | 744,839 | 815,003 |
| Listing fees and statutory related costs | 139,793 | 135,068 |
| Investor relations | 307,461 | 357,755 |
| Staff-related costs | 666,932 | 539,946 |
| Other corporate and administration costs | 179,515 | 90,103 |
| | 2,038,540 | 1,937,875 |

10. Income Tax Expense

| | 2024 \$ | 2023 \$ |
|---|--------------------|--------------------|
| Reconciliation between tax expenses and pre-tax net loss | | |
| Loss before income tax | (8,344,009) | (5,226,957) |
| Income tax benefit calculated at 30% (2023: 25%) | (2,503,203) | (1,306,739) |
| Tax effects on amounts which are not tax deductible | 551,164 | 171,753 |
| Deferred tax assets not brought to account | 1,952,039 | 1,134,986 |
| Income tax benefit | - | - |
| Deferred tax assets not brought to account | | |
| Unused tax losses | 108,593,806 | 99,069,253 |
| Timing differences | (70,469,739) | (69,114,971) |
| Capital raising cost in equity | 1,658,663 | 1,582,622 |
| Tax at 30% (2023: 25%) | 11,934,819 | 7,884,226 |

Deferred tax assets and liabilities are recognised for temporary difference, between the carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases, at the tax rates expected to apply when then assets are recovered or liabilities settled, based on those tax rates which are enacted or substantively enacted for each jurisdiction. Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

11. Cash And Cash Equivalents

Cash and cash equivalents include cash at bank and in hand, deposits held at call with financial institutions, other short-term highly liquid deposits with an original maturity of three months or less that are readily convertible to known amounts of cash.

| | 2024 \$ | 2023 \$ |
|--------------------------|------------------|------------------|
| Current assets | | |
| Cash at bank and in hand | 981,565 | 3,397,282 |
| Term Deposits | 4,015,602 | 6,015,102 |
| | 4,997,167 | 9,412,384 |

Reconciliation to Cash at the End of the Financial Year

The above figures are reconciled to cash at the end of the financial year as shown on the consolidated statement of cash flows as follows:

| | 2024 \$ | 2023 \$ |
|--|------------------|------------------|
| Current assets | | |
| Cash at bank and in hand | 4,997,167 | 9,412,384 |
| Balance as per Consolidated Statement of Cash Flows | 4,997,167 | 9,412,384 |

12. Exploration And Evaluation Expenditure

Exploration and evaluation expenditure encompasses expenditure incurred in connection with the exploration for and evaluation of mineral resources before the technical feasibility and commercial viability of extracting a mineral resource are demonstrable. These costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Exploration and evaluation expenditure incurred is accumulated for each area of interest and recorded as an asset if:

- the right to tenure of the area of interest are current; and
- at least one of the following conditions is also met:
 - » the exploration and evaluation expenditure are expected to be recouped through successful development and exploitation of the area of interest, or alternatively, by its sales; and
 - » Exploration and evaluation activities in the area of interest have not at the reporting date reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the areas of interest are continuing.

For each area of interest, expenditure incurred on the exploration of tenements is capitalised and recognised as an exploration and evaluation asset. Exploration and evaluation assets are measured at cost at recognition.

Farm-out arrangements

The Group does not record any expenditure made by the farmee on its account. It also does not recognise any gain or loss on its exploration and evaluation farm-out arrangements, but redesignates any costs previously capitalised in relation to the whole interest as relating to the partial interest retained. Any cash consideration received directly from the farmee is credited against costs previously capitalised in relation to the whole interest with any excess accounted for by the farmor as a gain on disposal.

Significant estimates and judgement

The Directors assesses whether there is any indication of impairment of an area of interest basis, bi-annually. If any such indication exists, the consolidated entity shall estimate the recoverable amount of the assets. For areas of interest that are not considered to have any commercial value, or where exploration rights are no longer current, the capitalised amounts are written off against the provision and any remaining amounts are charged against profit. Recoverability of the carrying amount of the exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

| | 2024 \$ | 2023 \$ |
|---|-------------------|-------------------|
| Non-current assets | | |
| Exploration, evaluation and development costs carried forward in respect of areas of interest (net of amounts written off) | | |
| Exploration and evaluation expenditure | 71,275,875 | 69,874,018 |
| | 71,275,875 | 69,874,018 |
| Reconciliation | | |
| Carrying amount at start of year | 69,874,018 | 62,361,330 |
| Exploration expenditure | 5,681,736 | 9,275,339 |
| Expenditure written off | (4,279,879) | (1,762,651) |
| Carrying amount at the end of the year | 71,275,875 | 69,874,018 |

The ultimate recoupment of exploration and evaluation expenditure is dependent upon the successful development and commercial exploitation, or alternatively, sale of the respective areas. During the year, Ausgold has applied a mineral systems approach to gold exploration, which involved comprehensively analysing the geological, structural, and geochemical factors to understand the entire mineralisation. Through this process, the Company has identified and relinquished certain tenements. The Directors have also reviewed the impairment indicators as per AASB 6: Exploration and Evaluation of Mineral Resources and have concluded that due to the relinquishment of certain tenements, there is an impairment of \$4,279,879 (2023: \$1,761,651) which resulted in expenditure written off at the reporting date.

13. Property, Plant And Equipment

Items of property, plant and equipment are initially recorded at cost, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition, and depreciated. Each class of property, plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation.

The carrying amount of plant and equipment is reviewed annually 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.

Depreciation is provided on plant and equipment. Items of property, plant and equipment are depreciated using the diminishing value method over their estimated useful lives to the consolidated entity. The assets' residual values and useful lives are reviewed and adjusted, if appropriate, at each of the statement of financial position date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The useful economic life for each class of depreciable asset is:

| | |
|-----------------------------------|-------------|
| Vehicles | 5 years |
| Furniture, fittings and equipment | 3 - 5 years |
| Property | 0 - 5 years |

| | 2024 | 2023 |
|--|-------------------|----------------|
| | \$ | \$ |
| Non-current assets | | |
| Balance at the start of the year, net of accumulated depreciation | 806,662 | 225,230 |
| Additions* | 11,339,536 | 637,874 |
| Depreciation charge | (48,033) | (56,442) |
| Balance at the end of the year, net of accumulated depreciation | 12,098,165 | 806,662 |

* Acquisition of two farming properties at a total value of \$11.3m (including costs)

| | 2024 | 2023 |
|----------------------------|-------------------|----------------|
| | \$ | \$ |
| Non-current assets | | |
| Cost | 13,121,292 | 1,613,377 |
| Accumulated depreciation | (1,023,127) | (806,715) |
| Net carrying amount | 12,098,165 | 806,662 |

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the statement of profit or loss and other comprehensive income. When the re-valued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

14. Right-Of-Use Asset And Lease Liability

| | 2024 \$ | 2023 \$ |
|---|----------------|------------------|
| Right-of-use assets | | |
| <i>Property – office lease</i> | | |
| Opening balance | 839,347 | - |
| Addition | - | 1,033,042 |
| Amortisation | (258,260) | (193,695) |
| Closing balance | 581,087 | 839,347 |
| <i>Motor vehicles</i> | | |
| Opening balance | 153,627 | 115,845 |
| Addition | - | 84,184 |
| Disposal | (14,563) | - |
| Amortisation | (52,973) | (46,402) |
| Closing balance | 86,091 | 153,627 |
| <i>Hire purchase assets</i> | | |
| Opening balance | 9,147 | 19,645 |
| Amortisation | (9,147) | (10,498) |
| Closing balance | - | 9,147 |
| Total Right-of-use assets as at 30 June 2024 | 667,178 | 1,002,121 |
| Amounts recognised in the consolidated statement of profit or loss | | |
| Amortisation of right-of-use asset | 320,380 | 250,595 |
| | 320,380 | 250,595 |
| Lease liability | | |
| <i>Property – office lease</i> | | |
| Opening balance | 864,892 | - |
| Addition | - | 1,033,041 |
| Lease payments | (240,987) | (168,149) |
| Closing balance | 623,905 | 864,892 |
| <i>Motor vehicles</i> | | |
| Opening balance | 158,720 | 119,251 |
| Addition | - | 84,183 |
| Disposal | (14,939) | - |
| Lease payments | (43,870) | (44,714) |
| Closing balance | 99,911 | 158,720 |
| Total lease liability as at 30 June 2024 | 723,816 | 1,023,612 |
| Lease liability | | |
| Current | 295,463 | 290,265 |
| Non-current | 428,353 | 733,347 |
| | 723,816 | 1,023,612 |

15. Trade And Other Payables

Trade payables represent liabilities for goods or services received prior to the end of the reporting date which are unpaid. Trade accounts payable are normally settled within 60 days. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from reporting date.

| | 2024 \$ | 2023 \$ |
|----------------------------|----------------|----------------|
| Current liabilities | | |
| Trade creditors | 461,562 | 160,181 |
| Other creditors | 262,404 | 232,144 |
| | 723,966 | 392,325 |

16. Financial Liabilities

Compound financial instruments are initially recognised at the fair value of the consideration received, net of transaction costs. The fair value of the liability component is deducted from the total fair value of the compound financial instrument, with the remaining balance allocated to equity.

The liability component of the convertible notes is subsequently measured at amortised cost using the effective interest method. Upon issuance, the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and is carried as a current liability at amortised cost until it is extinguished through conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The remaining proceeds are allocated to the warrants, which are recognised in shareholders' equity as a loan note reserve, net of transaction costs. The carrying amount of the equity component is not remeasured in subsequent periods, and the interest on the convertible notes is expensed to profit or loss.

On 14 May 2024, Ausgold entered into a subscription agreement with its largest shareholder and some institutional shareholders to raise \$3,000,001 via the issue of unsecured loan notes. The loan notes have since been redeemed upon the completion of the second tranche institutional placement (refer to Note 28).

Key terms of the Loan Notes are as follows:

| | |
|--------------------------|--|
| Maturity date | 20 August 2024 |
| Warrants | 10,000,006 warrants, each warrant to purchase one Ausgold share at an exercise price of \$0.30 and an expiry date of 30 May 2027. |
| Redemption | The Notes are to be redeemed by payment of face value of the Notes plus accrued and unpaid interest on the earlier of completion of an eligible financing, receipt of a redemption notice following occurrence of an event of default or on maturity date. |
| Events of default | Events of default include payment defaults, breach of the terms of the Notes or an insolvency event |
| Fees | 6% of face value |

| | Financial Liability \$ | Equity \$ | Total \$ |
|------------------------------------|---------------------------|--------------|-------------|
| Unsecured Loan Notes | | | |
| Face Value | 2,976,963 | 23,037 | 3,000,000 |
| Fees | (178,618) | (1,382) | (180,000) |
| | 2,798,345 | 21,655 | 2,820,000 |
| Effective interest to 30 June 2024 | 133,417 | - | 133,417 |
| Accrued interest | 29,293 | - | 29,293 |
| Repayment of loan notes | (900,000) | - | (900,000) |
| | 2,061,055 | 21,655 | 2,082,710 |

17. Provisions

Provisions are recognised when the consolidated entity has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

| | 2024 \$ | 2023 \$ |
|-------------------------------------|------------------|------------------|
| Current liabilities | | |
| Provision for employee entitlements | 457,798 | 328,430 |
| | 457,798 | 328,430 |
| Non-current liabilities | | |
| Provision for employee entitlements | 91,944 | 66,640 |
| Provision for rehabilitation | 1,142,367 | 1,142,367 |
| | 1,234,311 | 1,209,007 |

Provision for Rehabilitation

Rehabilitation costs include the dismantling and removal of mining plant, equipment and building structures, waste removal and rehabilitation of the site in accordance with the requirements of the mining permits. Such costs are determined using estimates of future costs, current legal requirements and technology.

Rehabilitation costs are recognised in full at the best estimate of the expenditure required to settle the present obligation at the end of the reporting period, as a non-current liability. An equivalent amount is capitalised as part of the cost of the asset when an obligation arises to decommission or restore a site to a certain condition after abandonment as a result of bringing the assets to its present location.

Any changes in the estimates for the costs or other assumptions against the cost of relevant assets are accounted for on a prospective basis. In determining the costs of site restoration there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation.

18. Contributed Equity

Ordinary shares are classified as equity. Costs directly attributable to the issue of new shares or options are shown as a deduction from the equity proceeds, net of any income tax benefit.

| | 2024 \$ | 2023 \$ |
|---|--------------------|--------------------|
| Equity | | |
| Balance at the start of the year | 113,690,511 | 102,348,496 |
| Shares issued for capital raising purposes ¹ | 13,980,000 | 12,000,000 |
| Less share issue costs | (838,800) | (659,985) |
| Options issued for capital raising purposes | (1,504,800) | 2,000 |
| | 125,326,911 | 113,690,511 |

¹Tranche 1 Placement

In June 2024, the Company indicated that it has received firm commitments in a two-tranche placement to raise \$38,000,000 to fund ongoing work programs at the Katanning Gold Project through to a Final Investment Decision ("FID"), including the completion of the Definitive Feasibility Study ("DFS"). Settlement of freehold land acquisitions, continuation of regional exploration and the provision of working capital, as well as to fund the redemption of unsecured loan notes (note 16) issued by the Company.

Tranche 1 Placement shares were allotted on 14 June 2024, and Tranche 2 Placement shares were approved by shareholders on 24 July 2024 and were allotted on 1 August 2024.

18. Contributed Equity (Cont'd)

Movement in Share Capital during the year

| | 2024 Number of shares | 2023 Number of shares |
|---|-----------------------------|-----------------------------|
| Movement in share capital | | |
| Balance at the start of the year | 229,614,121 | 202,947,454 |
| Shares issued for capital raising purposes ¹ | 46,600,000 | 26,666,667 |
| | 276,214,121 | 229,614,121 |

¹ Tranche 1 Placement

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up to the shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

Movement in Options during the year

| | 2024 Number of options | 2023 Number of options |
|----------------------------------|------------------------------|------------------------------|
| Movement in options | | |
| Balance at the start of the year | 6,800,000 | 4,750,000 |
| Options issued ¹ | 19,599,999 | 2,050,000 |
| Options lapsed | (3,250,000) | - |
| | 23,149,999 | 6,800,000 |

¹ During the financial year, the Company issued the following options:

- On 27 May 2024, 10,000,006 options exercisable at \$0.30 per option was issued to the subscribers of the \$3m loan notes (note 16).
- On 31 May 2024, 7,600,000 options exercisable at \$0.40 per option was granted to the lead managers of the \$38m placement. The issue of the options was approved at a shareholders meeting on 24 July 2024.
- On 14 June 2024, 2,000,000 options exercisable at \$0.40 per option was granted to the Company Secretary. The issue of the options was approved at a shareholders meeting on 24 July 2024.

Movement in Performance Rights during the year

| | 2024 Number of performance rights | 2023 Number of performance rights |
|--|--|--|
| Movement in performance rights | | |
| Balance at the start of the year | 3,520,000 | - |
| Performance rights issued ¹ | 6,800,000 | 3,520,000 |
| Performance rights lapsed | (550,000) | - |
| | 9,770,000 | 3,520,000 |

¹ During the financial year, the Company issued the following performance rights:

- On 8 September 2023, 800,000 performance rights were issued to employees of the Company as part of each employee's remuneration package.
- On 19 June 2024, 1,500,000 performance rights were granted to each of the Non-Executive Directors. The issue of the Performance Rights was approved at a shareholders meeting on 24 July 2024.
- On 20 May 2024, 3,000,000 performance rights were granted to the Executive Chairman as a one-time incentive as part of his Executive Agreement. The issue of the Performance Rights was approved at a shareholders meeting on 24 July 2024.

19. Share-Based Payments

Share-based compensation benefits are provided to directors, employees and consultants of Ausgold.

The fair value is measured at grant date and recognised over the period during which the holder become unconditionally entitled to the options/rights. The fair value of options is determined by management using Hoadley's Options1 and ESO1 models and the fair value of rights are determined by using a combination of Hoadley's Barrier1 model and Hoadley's Parisian model (the combination of the two models to be referred to as the "Parisian Barrier1 model").

In valuing the equity-settled transactions, performance conditions are taken into account.

The cost of equity-settled transactions is recognised, together with corresponding increase in equity, over the period in which the vesting conditions are fulfilled.

The fair value of the options granted excludes the impact of any non-market vesting conditions (for example, an increase in mineral resources). Non-market vesting conditions are included in assumptions about the number of options/rights that are expected to vest. At each reporting date, the entity revises its estimate of the number of options/rights that are expected to vest. The employee benefit expense recognised each period takes into account the most recent estimate.

| | 2024 \$ | 2023 \$ |
|----------------------------------|------------------|------------------|
| Reserves | | |
| Balance at the start of the year | 7,514,557 | 6,812,391 |
| Share-based payments reserve | 2,212,634 | 702,166 |
| Loan Notes reserve | 21,655 | - |
| | 9,748,846 | 7,514,557 |

Performance Rights Plan for Directors

Performance Rights Plan is used to reward the Directors for their performance and to align their remuneration with the creation of shareholder wealth. The Performance Rights are issued for nil consideration and no consideration will be payable upon the vesting of the Performance Rights. Each Performance Right entitles the holder to be issued with one Ausgold share.

Performance Rights issued to newly appointed Executive Chairman and Non-Executive Directors

During the financial year, the Company proposed to grant a total of 6,000,000 Performance Rights to the Company's Executive Chairman and two Non-Executive Directors. The grant of the Performance Rights encourages the Participating Directors to have a greater involvement in the achievement of the Company's objectives and to provide an incentive to strive to that end by participating in the future growth and prosperity of the Company through share ownership. The issue was approved by shareholders on 24 July 2024.

The Performance Rights have an expiry date of 3 years from the date of their issue and are granted in two tranches that will vest subject to the satisfaction of the vesting conditions set out below:

| Directors | Vesting Conditions |
|-------------------------|---|
| Non-Executive Directors | Tranche A Performance Rights |
| | One third (33.33%) of Tranche A Performance Rights will vest after each of the 12, 24 and 36 month anniversary of the issue date of the Tranche A Performance Rights, respectively, subject to the holder remaining with the Company. |
| Executive Chairman | Tranche A Performance Rights |
| | One third (33.33%) of Tranche A Performance Rights will vest after each of the 12, 24 and 36 month anniversary of the issue date of the Tranche A Performance Rights, respectively, subject to the holder remaining with the Company. |
| | Tranche B Performance Rights |
| | one third (33.33%) will vest upon receipt of ministerial approval to develop the Katanning Gold Project; |
| | one third (33.33%) will vest upon the Katanning Gold Project reaching funded Final Investment Decision status; and |
| | one third (33.33%) will vest upon the publication of a mineral resource reported in accordance with JORC 2012 at a satellite project of not less than 250,000 ounces of gold. |

In the event of a change of control, all Performance Rights will automatically vest with immediate effects as if all the above vesting conditions had been satisfied.

As the Performance Rights contain non-market vesting conditions, the fair value per right of \$0.36 is determined using the share price on the valuation date as the "per security".

19. Share-Based Payments (Cont'd)

Performance Rights issued to Directors on 14 October 2022

The grant date of the Related Party Performance Rights was 14 October 2022 and the share price on the grant date was \$0.44. The vesting date and the expiry date of the rights is on 31 October 2024. Vesting conditions are that the holder is employed by, or be a director of, the Company at the time of vesting and upon Ausgold shares trading at a 20-day VWAP of \$1.20 at any time during the period to 31 October 2024.

The fair value per right of \$0.181 is determined by using a combination of Hoadley's Barrier1 Model and Hoadley's Parisian Model (the combination of the two models to be referred to as the "Parisian Barrier1 Model").

The Hoadley's Parisian Model was first used to generate an implied barrier price that factors in the number of consecutive calendar days for which the underlying asset price must remain above or below the barrier. The implied barrier price is then input into the Hoadley's Barrier1 Model to calculate the value of the performance rights.

Performance Rights Plan for Employees

Share-based compensation benefits are provided to employees of the Group. During the year, 800,000 Performance Rights were granted to staff on 11 August 2023, and are subject to satisfaction of the vesting conditions and will expire on 31 October 2025.

The vesting conditions for the Performance Rights are as follows:

- Holder's continued service with the Company during the time of vesting;
- Upon Ausgold shares trading at a 20-day VWAP of \$1.20 at any time during the period to 31 October 2025.

The fair value per right of \$0.92 is determined by using a combination of Hoadley's Barrier 1 Model and Hoadley's Parisian Model (the combination of the two models to be referred to as the 'Parisian Barrier 1 Model').

The Hoadley's Parisian Model was first used to generate an implied barrier price that factors in the number of consecutive calendar days for which the underlying asset price must remain above or below the barrier. The implied barrier price is then input into the Hoadley's Barrier 1 Model to calculate the value of the performance rights.

The key inputs for the Parisian Barrier1 Model are as follows:

| | |
|---|---|
| Share price at grant date, 11 August 2023 | A\$0.39 |
| Expiry date | 31 October 2025 |
| Term | 812 days from grant date to expiry date |
| Share price target | 20-day VWAP of at least A\$1.20 per share |
| Implied barrier price | Approximately \$1.457 (calculated from Hoadley's Parisian Model based on the share price target of the Performance Rights and the equivalent of 28 calendar days based on the '20-day VWAP' requirement) |
| Performance measurement and time vesting periods | 812 days from grant date to 31 October 2025 as stated in the terms and conditions of the Performance Rights |
| Volatility | Approximately 56% (estimated based on Hoadley's GARCH long-run forecast and Exponentially Weighted Moving Average volatility models using the Company's share price data over the relevant historical period) |
| Risk-free rate | 3.8% per annum (continuously compounded interpolated rates based on the two-year and three-year discrete Australian Government bond yield on 11 August 2023) |
| Dividend yield | Nil |

19. Share-Based Payments (Cont'd)

Options for Key Management Personnel

On 14 June 2024, 2,000,000 options exercisable at \$0.40 per option was granted to the Company Secretary, as a one-time incentive as part of his Executive Agreement. The issue of the options was approved at a shareholders meeting on 24 July 2024.

The fair value per option of \$0.175 is determined by using Hoadley's ESO1 Model. The key inputs for the model are as follows:

| | |
|--|--|
| Share price at grant date, 24 July 2024 | A\$0.36 |
| Expiry date | 15 July 2027 |
| Term | 2.98 years from grant date to expiry date |
| Exercise Price | \$0.40 |
| Volatility | Approximately 75% (estimated based on Hoadley's GARCH long-run forecast using three years historical period volatilities from share price data) |
| Risk-free rate | 3.95% per annum (continuously compounded interpolated rates based on the two-year and three-year discrete Australian Government bond yields on 24 July 2024) |
| Dividend yield | Nil |

Options for lead managers

As part of the Capital Raising Engagement entered into with the Lead Managers of the Placement on 31 May 2024, 7,600,000 options were to be issued to the Lead Managers. The issue of the options was approved at a shareholders meeting on 24 July 2024.

The fair value per option of \$0.198 is determined by using Hoadley's Options1 Model. The key inputs for the model are as follows:

| | |
|---|---|
| Share price at grant date, 31 May 2024 | A\$0.35 |
| Grant date | 31 May 2024 (being the date of the engagement letter) |
| Expiry date | 4 August 2026 |
| Term | 2.16 years from grant date to expiry date |
| Exercise Price | \$0.40 |
| Volatility | Approximately 108% (estimated after considering the GARCH long-run forecast, the Exponentially Weighted Moving Average volatility models, using the share price data over the relevant historical period) |
| Risk-free rate | 4.01% per annum (continuously compounded interpolated rates based on the two-year and three-year discrete Australian Government bond yields on 31 May 2024) |
| Dividend yield | Nil |

Share-based payments recognised

| | 2024 | 2023 |
|---|----------------|----------------|
| | \$ | \$ |
| 2,000,000 Options issued to Argonaut PCF Limited on 11 November 2022 | - | 470,555 |
| 50,000 Options issued to staff on 27 February 2023 | - | 9,879 |
| 3,220,000 Performance Rights issued to Directors on 14 October 2022 | 285,553 | 221,732 |
| 550,000 Performance Rights issued to Directors on 14 October 2022 - forfeited | (26,292) | - |
| 800,000 Performance Rights issued to staff on 11 August 2023 | 29,367 | - |
| 3,000,000 Performance Rights granted to Executive Chairman on 20 May 2024 ¹ | 51,030 | - |
| 3,000,000 Performance Rights granted to Non-Executive Directors on 19 Jun 2024 ¹ | 18,176 | - |
| 2,000,000 Options granted to KMP on 14 June 2024 ¹ | 350,000 | - |
| | 707,834 | 702,166 |

¹ The issue was approved by shareholders on 24 July 2024.

The fair value of options at grant date is independently determined using an appropriate option valuation methodology that takes into account the exercise price. The options were issued for nil consideration. The volatility is calculated based upon the share price performance of the Company since listing on the ASX.

19. Share-Based Payments (Cont'd)

Set out below are summaries of the options and performance rights issued and not exercised for the financial years ended 30 June 2024:

Options

| 2024 | | | | | | | | |
|--|-------------|-------------------|--------------------------------|---------------------|-----------------------|--------------------|--------------------------------|--------------------|
| Grant date/ agreement date | Expiry date | Exercise price | Opening balance (Number) | Granted (Number) | Exercised (Number) | Lapsed (Number) | Closing balance (number) | Vested (Number) |
| 23-Mar-21 | 1-Mar-24 | \$0.80 | 700,000 | - | - | (700,000) | - | - |
| 19-Mar-21 | 1-Mar-24 | \$0.80 | 250,000 | - | - | (250,000) | - | - |
| 4-May-21 | 3-May-24 | \$0.60 | 1,600,000 | - | - | (1,600,000) | - | - |
| 30-Jun-21 | 30-Jun-24 | \$0.80 | 300,000 | - | - | (300,000) | - | - |
| 30-Jun-21 | 30-Jun-24 | \$0.60 | 400,000 | - | - | (400,000) | - | - |
| 22-Apr-22 | 31-Mar-25 | \$0.60 | 1,500,000 | - | - | - | 1,500,000 | 1,500,000 |
| 11-Nov-22 | 31-Mar-25 | \$0.60 | 2,000,000 | - | - | - | 2,000,000 | 2,000,000 |
| 27-Feb-23 | 31-Dec-25 | \$0.80 | 50,000 | - | - | - | 50,000 | 50,000 |
| 27-May-24 | 30-May-27 | \$0.30 | - | 10,000,006 | - | - | 10,000,006 | 10,000,006 |
| 31-May-24 | 2-Aug-26 | \$0.40 | - | 7,600,000 | - | - | 7,600,000 | 7,600,000 |
| 24-Jul-24 | 15-Jul-27 | \$0.40 | - | 2,000,000 | - | - | 2,000,000 | 2,000,000 |
| Total | | | 6,800,000 | 19,600,006 | - | (3,250,000) | 23,150,006 | 23,150,006 |
| Weighted average exercise price | | | \$0.64 | \$0.35 | - | \$0.68 | \$0.39 | \$0.39 |

| 2023 | | | | | | | | |
|--|-------------|-------------------|--------------------------------|---------------------|-----------------------|--------------------|--------------------------------|--------------------|
| Grant date/ agreement date | Expiry date | Exercise price | Opening balance (Number) | Granted (Number) | Exercised (Number) | Lapsed (Number) | Closing balance (number) | Vested (Number) |
| 23-Mar-21 | 1-Mar-24 | \$0.80 | 700,000 | - | - | - | 700,000 | 700,000 |
| 19-Mar-21 | 1-Mar-24 | \$0.80 | 250,000 | - | - | - | 250,000 | 250,000 |
| 4-May-21 | 3-May-24 | \$0.60 | 1,600,000 | - | - | - | 1,600,000 | 1,600,000 |
| 30-Jun-21 | 30-Jun-24 | \$0.80 | 300,000 | - | - | - | 300,000 | 300,000 |
| 30-Jun-21 | 30-Jun-24 | \$0.60 | 400,000 | - | - | - | 400,000 | 400,000 |
| 22-Apr-22 | 31-Mar-25 | \$0.60 | 1,500,000 | - | - | - | 1,500,000 | 1,500,000 |
| 11-Nov-22 | 31-Mar-25 | \$0.60 | - | 2,000,000 | - | - | 2,000,000 | 2,000,000 |
| 27-Feb-23 | 31-Dec-25 | \$0.80 | - | 50,000 | - | - | 50,000 | 50,000 |
| Total | | | 4,750,000 | 2,050,000 | - | - | 6,800,000 | 6,800,000 |
| Weighted average exercise price | | | \$0.65 | \$0.60 | - | - | \$0.64 | \$0.64 |

The weighted average remaining contractual life of options outstanding at the end of the financial year was 2.33 years (2023: 1.32 years).

19. Share-Based Payments (Cont'd)

Performance Rights

| 2024 | | | | | | | | |
|-------------------------------|-------------|-------------------|--------------------------------|---------------------|----------------------|--------------------|--------------------------------|--------------------|
| Grant date/ agreement date | Expiry date | Exercise price | Opening balance (Number) | Granted (Number) | Redeemed (Number) | Lapsed (Number) | Closing balance (number) | Vested (Number) |
| 14-Oct-22 | 31-Oct-24 | \$0.00 | 3,220,000 | - | - | (250,000) | 2,970,000 | - |
| 27-Feb-23 | 31-Dec-24 | \$0.00 | 300,000 | - | - | (300,000) | - | - |
| 8-Sep-23 | 31-Oct-25 | \$0.00 | - | 800,000 | - | - | 800,000 | - |
| 24-Jul-24 ¹ | 5-Aug-27 | \$0.00 | - | 500,000 | - | - | 500,000 | - |
| 24-Jul-24 ¹ | 5-Aug-27 | \$0.00 | - | 500,000 | - | - | 500,000 | - |
| 24-Jul-24 ¹ | 5-Aug-27 | \$0.00 | - | 500,000 | - | - | 500,000 | - |
| 24-Jul-24 ¹ | 5-Aug-27 | \$0.00 | - | 1,000,000 | - | - | 1,000,000 | - |
| 24-Jul-24 ¹ | 5-Aug-27 | \$0.00 | - | 1,000,000 | - | - | 1,000,000 | - |
| 24-Jul-24 ¹ | 5-Aug-27 | \$0.00 | - | 1,000,000 | - | - | 1,000,000 | - |
| 24-Jul-24 ¹ | 5-Aug-27 | \$0.00 | - | 1,500,000 | - | - | 1,500,000 | - |
| Total | | | 3,520,000 | 6,800,000 | - | (550,000) | 9,770,000 | - |

¹ The issue was approved by shareholders on 24 July 2024.

| 2023 | | | | | | | | |
|-------------------------------|-------------|-------------------|--------------------------------|---------------------|----------------------|--------------------|--------------------------------|--------------------|
| Grant date/ agreement date | Expiry date | Exercise price | Opening balance (Number) | Granted (Number) | Redeemed (Number) | Lapsed (Number) | Closing balance (number) | Vested (Number) |
| 14-Oct-22 | 31-Oct-24 | \$0.00 | - | 3,220,000 | - | - | 3,220,000 | - |
| 27-Feb-23 | 31-Dec-24 | \$0.00 | - | 300,000 | - | - | 300,000 | - |
| Total | | | - | 3,520,000 | - | - | 3,520,000 | - |

The weighted average remaining contractual life of performance rights outstanding at the end of the financial year was 1.65 years (2023: 1.34 years).

20. Accumulated Losses

| | 2024 \$ | 2023 \$ |
|--|---------------------|---------------------|
| Equity | | |
| Accumulated losses at the start of the year | (42,612,148) | (37,385,191) |
| Loss after income tax attributable to owners | (8,344,009) | (5,226,957) |
| | (50,956,157) | (42,612,148) |

21. Loss Per Share

Basic earnings or loss per share are calculated by dividing the net profit or loss attributable to members of the parent entity for the reporting period by the weighted average number of ordinary shares of Ausgold Limited.

Diluted earnings or loss per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

| | 2024 cents per share | 2023 cents per share |
|-----------------------------------|-------------------------|-------------------------|
| From continuing operations | | |
| Basic loss per share | (3.59) | (2.51) |
| Diluted loss per share | N/A | N/A |

21. Loss Per Share (Cont'd)

Earnings used in calculating loss per share

| | 2024 \$ | 2023 \$ |
|---|-------------|-------------|
| For basic and diluted loss per share | | |
| Loss after income tax for the year | (8,344,009) | (5,226,957) |

Weighted average number of shares used as denominator

| | 2024 | 2023 |
|---|-------------|-------------|
| Weighted Average Number of Ordinary Shares (WANOS) | | |
| Weighted average number of ordinary shares | 232,413,612 | 208,353,752 |

Diluted loss per share must be calculated where potential ordinary shares on issue are dilutive. As the ordinary shares on issue would decrease the loss per share in the current period, they are not considered dilutive and not shown.

22. Cash Flows From Operating Activities

(a) Reconciliation of cash flows from operating activities with the loss from continuing operations after income tax:

| | 2024 \$ | 2023 \$ |
|--|--------------------|--------------------|
| Loss after income tax for the year | (8,344,009) | (5,226,957) |
| Adjustments for: | | |
| Depreciation and amortisation expenses | 368,413 | 307,037 |
| Share-based payment expenses | 707,834 | 702,166 |
| Impairment exploration expenses | 4,279,879 | 1,762,651 |
| Fair value adjustments to financial assets at fair value | 3,987 | (1,750) |
| (Increase) / Decrease in trade and other receivables | (77,111) | (98,828) |
| Increase / (Decrease) in trade and other payables | 347,025 | 251,817 |
| Increase / (Decrease) in provisions | 154,672 | 61,541 |
| | (2,559,310) | (2,242,323) |

The total cash outflows from operating and investing activities for the 2024 financial year was \$19,461,824 (2023: \$12,808,940).

(b) Non-cash investing and financing activities disclosed on other notes are:

- acquisition of properties – Note 13
- Loan notes – Note 16

23. Auditor's Remuneration

| | 2024 \$ | 2023 \$ |
|---|---------------|---------------|
| Auditors of the Group – BDO Audit Pty Ltd ¹ | | |
| Audit and review of the financial statements | | |
| Group | 84,580 | 82,191 |
| Total audit and review of financial statements | 84,580 | 82,191 |
| Non-audit services | | |
| DMIRS Form 5 Tenement Expenditure Audit | - | 3,000 |
| | - | 3,000 |

¹The BDO entity performing the audit of the Group transitioned from BDO Audit (WA) Pty Ltd to BDO Audit Pty Ltd on 8 July 2024. The disclosures include amounts received or due and receivable by BDO Audit (WA) Pty Ltd, BDO Audit Pty Ltd and their respective entities.

24. Commitments

Remuneration commitments

Names and position held of key management personnel remuneration have been included in the Remuneration Report, which forms part of the Directors' Report.

Exploration commitments

Ausgold holds 68 exploration/mining leases under the Mining Act 1978 (WA), which provides the Company to prospect for minerals within the claim area for 12 months. As a condition of the grant of each tenement lease, there is a prescribed amount of annual expenditure which the tenement holder is required to exploit. The total annual expenditure for the tenement leases held as at 30 June 2024 totalled \$3,703,150.

25. Related Party Disclosure

Subsidiaries

Subsidiaries are entities controlled by the consolidated entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit or losses resulting from inter-entity transactions have been eliminated in full.

The investment in subsidiaries held by Ausgold is accounted for at cost in the separate financial statements of the Company less any impairment charges. The acquisition of subsidiaries is accounted for using the acquisition method of accounting. The acquisition method of accounting involves allocating the cost of the business combination to the fair value of the assets acquired and the liabilities assumed at the date of the acquisition.

The consolidated financial statements include the financial statements of Ausgold and its subsidiaries as below:

| Name | Country of incorporation | 2024 Equity interest % | 2023 Equity interest % |
|---|--------------------------|---------------------------|---------------------------|
| Parent entity | | | |
| Ausgold Limited | Australia | | |
| Directly controlled by Ausgold Limited | | | |
| Ausgold Exploration Pty Ltd | Australia | 100 | 100 |
| Magenta Resources Pty Ltd | Australia | 100 | 100 |
| Ausgold Farms Pty Ltd ¹ | Australia | 100 | - |

¹ Ausgold Farms Pty Ltd was incorporated on 21 February 2024

Loans made by Ausgold Limited to its wholly owned subsidiaries are made to meet required expenditure, the loans are payable on demand and are not interest bearing.

Key management personnel

Disclosures relating to key management personnel are included in Note 26.

Transactions with Related Parties

There were no related parties transactions during the financial year ended 30 June 2024.

26. Key Management Personnel

Key management personnel remuneration

| | 2024 \$ | 2023 \$ |
|--------------------------------|------------------|------------------|
| Short-term employment benefits | 810,019 | 786,987 |
| Post employment benefits | 72,357 | 69,950 |
| Long-term employment benefits | 23,179 | 4,698 |
| Share-based payments | 682,009 | 221,733 |
| | 1,587,564 | 1,083,368 |

Detailed remuneration disclosures are set out in the Remuneration Report, which forms part of the Directors' Report.

Key management personnel received compensation in the form of short-term employee benefits, post-employment benefits and share-based payment awards.

No executive is entitled to any termination payments apart from the remuneration payable up and including the date of termination and all payments due by way of accrued leave.

Loans to key management personnel

No loans have been granted to key management personnel during the current financial year.

Other key management personnel transactions with the Company

In May 2024, Mr John Dorward, the Executive Chairman, participated in the subscription agreement via the issue of unsecured loan notes through Resident Lounge Pty Ltd and Gumnut Pty Ltd, of which he is a Director. Total value of the loan notes plus interest amount to \$256,049.32.

The interest of \$6,049.32 was paid to Resident Lounge and Gumnut Pty Ltd, while the face value of the loan note of \$250,000 was redeemed as consideration for shares in the Tranche 2 placement.

There were no other key management personnel transactions with the Company during the financial year.

27. Contingent Liabilities

The Group did not have any contingent assets or liabilities as at 30 June 2024.

28. Events Subsequent To Reporting Date

Ausgold advised on 1 July, that it has appointed Mr Ben Stockdale to the role of Chief Financial Officer and Mr Troy Collie to the role of Manager – Environmental & Approvals, to augment its key management team.

On 1 August, Ausgold announced that it has successfully completed the second tranche of the institutional placement with the issue of 80,666,667 new shares to sophisticated and professional investors to raise approximately \$24,020,000 (before costs), following the receipt of shareholders approval at a general meeting held on 24 July 2024.

Unsecured Loan Notes to institutional investors with an aggregate face value of \$3,000,001 have since been redeemed upon the completion of the second tranche institutional placement. Holders of Loan Notes with an aggregate face value of \$2.1 million agreed to set off the outstanding principal owing by the Company under the Loan Notes against the amounts payable in connection with their participation in the second tranche of the institutional placement. The remaining Loan Notes were redeemed by the Company in accordance with their terms from the proceeds of the Institutional Placement.

Ausgold also advised on 14 August 2024, that the consolidation of the Company's issued capital on the basis that every ten existing shares be consolidated into one share (with a corresponding consolidation of all other securities on issue) as approved at the general meeting of the Company held on 24 July 2024, has now been completed.

On 16 August, 2 million performance rights were issued to Ben Stockdale - Chief Financial Officer, appointed on 1 August 2024, as part of his remuneration under the terms of an Executive Employment Agreement.

No other matters have arisen since the end of the reporting period which may affect the state of affairs of the Group.

Consolidated Entity Disclosure Statement

AS AT 30 JUNE 2024

| Entity Name | Body corporate, partnership or trust | Place of incorporation | Company's direct or indirect ownership interest | Tax residency |
|-----------------------------|--------------------------------------|------------------------|---|---------------|
| Ausgold Limited | Body Corporate | Australia | N/A | Australia |
| Ausgold Exploration Pty Ltd | Body Corporate | Australia | 100% | Australia |
| Magenta Resources Pty Ltd | Body Corporate | Australia | 100% | Australia |
| Ausgold Farms Pty Ltd | Body Corporate | Australia | 100% | Australia |

Key assumptions and judgements

Determination of Tax Residency

Section 295 (3A) of the Corporation Acts 2001 requires that the tax residency of each entity which is included in the Consolidated Entity Disclosure Statement be disclosed. In the context of an entity which was an Australian resident, "Australian resident" has the meaning provided in the Income Tax Assessment Act 1997. The determination of tax residency involves judgment as the determination of tax residency is highly fact dependent and there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency. In determining tax residency, the Group has applied the following interpretations:

- Australian tax residency

The Group has applied current legislation and judicial precedent, including having regard to the Commissioner of Taxation's public guidance in Tax Ruling TR 2018/5.

Directors' Declaration

In the Directors' opinion,

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2024 and of its performance for the financial year ended on that date;
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and
- the information disclosed in the Consolidated Entity Disclosure Statement, set out on page 64, is true and correct.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of Directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the Directors



Matthew Greentree
Managing Director and Chief Executive Officer

Perth, Western Australia

18 September 2024

Independent Auditor's Report



Tel: +61 8 6382 4600
Fax: +61 8 6382 4601
www.bdo.com.au

Level 9, Mia Yellagonga Tower 2
5 Spring Street
Perth, WA 6000
PO Box 700 West Perth WA 6872
Australia

INDEPENDENT AUDITOR'S REPORT

To the members of Ausgold Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Ausgold Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

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

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

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

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.

BDO Audit Pty Ltd ABN 33 134 022 870 is a member of a national association of independent entities which are all members of BDO Australia Ltd ABN 77 050 110 275, an Australian company limited by guarantee. BDO Audit Pty Ltd and BDO Australia Ltd are members of BDO International Ltd, a UK company limited by guarantee, and form part of the international BDO network of independent member firms. Liability limited by a scheme approved under Professional Standards Legislation.

Independent Auditor's Report



Carrying Value of Exploration and Evaluation Expenditure

| <i>Key audit matter</i> | <i>How the matter was addressed in our audit</i> |
|--|--|
| <p>As disclosed in Note 12, the carrying value of capitalised exploration and evaluation expenditure represents a significant asset of the Group.</p> <p>The Group's accounting policy and significant judgments applied to capitalised exploration and evaluation expenditure are detailed in notes 4 and 12 of the Financial Report.</p> <p>In accordance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i> ('AASB 6'), the recoverability of exploration and evaluation expenditure requires significant judgement by management in determining whether there are any facts and circumstances that exist to suggest the carrying amount of this asset may exceed its recoverable amount. As a result, this is considered a key audit matter.</p> | <p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none">• Obtaining a schedule of the areas of interest held by the Group and assessing whether the rights to tenure of those areas of interest remained current at balance date;• Verifying, on a sample basis, exploration and evaluation expenditure capitalised during the year for compliance with the recognition and measurement criteria of AASB 6;• Considering the status of the ongoing exploration programmes in the respective areas of interest by holding discussions with management, and reviewing the Group's exploration budgets, ASX announcements and directors' minutes;• Considering whether any such areas of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed;• Considering whether any facts or circumstances existed to suggest impairment testing was required; and• Assessing the adequacy of the related disclosures in Notes 4 and 12 to the Financial Report. |

For personal use only

Independent Auditor's Report



Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2024, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and 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:

- a) the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and

for such internal control as the directors determine is necessary to enable the preparation of:

- i) the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ii) the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

Independent Auditor's Report



A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 31 to 37 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Ausgold Limited, for the year ended 30 June 2024, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit Pty Ltd

A handwritten signature in black ink, appearing to read 'Ashleigh Woodley', is written over a faint, larger 'BDO' logo.

Ashleigh Woodley

Director

Perth, 18 September 2024

Shareholders Information

The shareholder information set out below was applicable as at 31 August 2024.

Distribution of equity securities

Analysis of numbers of ordinary shareholders by size of holding:

| Category of Holding | Number of Holders | Number of Shares |
|---------------------|-------------------|--------------------|
| 1 – 1,000 | 383 | 166,410 |
| 1,001 – 5,000 | 1,355 | 3,581,595 |
| 5,001 – 10,000 | 542 | 4,328,947 |
| 10,001 – 100,000 | 1,148 | 39,554,376 |
| 100,001 and over | 288 | 308,650,140 |
| Total | 3,716 | 356,281,468 |

525 shareholders held less than a marketable parcel (<\$500) of ordinary shares.

Twenty largest shareholders

The twenty largest holders of quoted shares are:

| Shareholders | Number of Shares |
|---|--------------------|
| CITICORP NOMINEES PTY LIMITED | 97,978,890 |
| HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 46,107,235 |
| J P MORGAN NOMINEES AUSTRALIA PTY LIMITED | 16,884,706 |
| BNP PARIBAS NOMINEES PTY LTD <CLEARSTREAM> | 11,215,991 |
| MR RICHARD ARTHUR LOCKWOOD | 9,000,000 |
| BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT> | 8,926,153 |
| BNP PARIBAS NOMS PTY LTD | 8,837,366 |
| ALL STATES FINANCE PTY LIMITED | 3,566,667 |
| DENIS RAKICH | 2,903,692 |
| BELL POTTER NOMINEES LTD <BB NOMINEES A/C> | 2,875,000 |
| DEUTSCHE ROHSTOFF AG | 2,683,334 |
| ARLINGTON GROUP ASSET MGT LTD | 2,666,667 |
| GUMNUT AUST PTY LTD <THE MAPLE A/C> | 2,666,667 |
| M&J GREENTREE NOMINEES PTY LTD <M&J GREENTREE FAMILY A/C> | 2,395,000 |
| DOUGLAS FINANCIAL CONSULTANTS PTY LTD | 2,200,000 |
| MOLATE PTY LIMITED <ALLAN HAIN RETIRE FUND A/C> | 2,000,000 |
| TREVOR PAVEY PTY LTD <PAVEY FAMILY A/C> | 1,962,432 |
| BERNE NO 132 NOMINEES PTY LTD <152417 A/C> | 1,902,096 |
| PENDOMER INVESTMENTS PTY LTD <LAW SETTLEMENTS FUND A/C> | 1,700,000 |
| BATTERBURY HOLDINGS PTY LTD | 1,608,000 |
| TOTAL | 230,079,896 |

Voting Rights

All fully paid ordinary shares carry one vote per share.

Substantial holders

The Company received the following notices of substantial shareholding:

| Substantial holders | Relevant interest per notice received Number of Shares |
|-----------------------------------|---|
| Dundee Resources Limited | 38,709,196 |
| Jupiter Investment Management Ltd | 45,233,333 |

Options on issue

| Options details | Expiry Dates | Number of Options |
|--|---------------------|--------------------------|
| Unlisted options exercisable at \$0.60 per share | 31-Mar-2025 | 3,500,000 |
| Unlisted options exercisable at \$0.80 per share | 31-Dec-2025 | 50,000 |
| Unlisted options exercisable at \$0.30 per share | 30-May-2027 | 10,000,006 |
| Unlisted options exercisable at \$0.40 per share | 15-Jul-2027 | 2,000,000 |
| Unlisted options exercisable at \$0.40 per share | 04-Aug-2026 | 7,600,000 |
| Total | | 23,150,006 |

Performance Rights on issue

| Performance Rights | Expiry Dates | Number of Rights |
|--|---------------------|-------------------------|
| Performance Rights granted 14 October 2022 | 31-Oct-2024 | 2,970,000 |
| Performance Rights granted 14 October 2022 | 31-Dec-2025 | 800,000 |
| Performance Rights granted 20 May 2024 | 5-Aug-2027 | 3,000,000 |
| Performance Rights granted 19 June 2024 | 5-Aug-2027 | 3,000,000 |
| Performance Rights issued 16 August 2024 | 16-Aug-2027 | 2,000,000 |
| Total | | 11,770,000 |

Schedule Of Mineral Tenement Interests

| State | Tenement | Tenement status | Grant date | Project | Interest % |
|------------------------------------|----------|-----------------|------------|------------------------|------------|
| Western Australia Tenements | | | | | |
| WA | E38/2129 | Granted | 13-Oct-08 | Yamarna | 25 |
| WA | E52/3031 | Granted | 04-Feb-14 | Doolgunna | 100 |
| WA | E59/2857 | Granted | 11-Dec-23 | Katanning Regional | 100 |
| WA | E70/2928 | Granted | 26-Nov-08 | Katanning Gold Project | 100 |
| WA | E70/3952 | Granted | 18-Jan-11 | Katanning Regional | 100 |
| WA | E70/4566 | Granted | 12-Aug-14 | Katanning Regional | 100 |
| WA | E70/4605 | Granted | 13-Jan-15 | Katanning Regional | 100 |
| WA | E70/4682 | Granted | 28-Jul-15 | Katanning Regional | 100 |
| WA | E70/4728 | Granted | 08-Jan-16 | Katanning Regional | 100 |
| WA | E70/4787 | Granted | 01-Jul-16 | Stanley Farm-In | - |
| WA | E70/4855 | Granted | 29-Nov-16 | Katanning Regional | 100 |
| WA | E70/4863 | Granted | 10-Jan-17 | Woodanilling | 100 |
| WA | E70/4864 | Granted | 10-Jan-17 | Woodanilling | 100 |
| WA | E70/4865 | Granted | 05-Jan-17 | Katanning Regional | 100 |
| WA | E70/4866 | Granted | 10-Jan-17 | Katanning Regional | 100 |
| WA | E70/4908 | Granted | 03-May-17 | Katanning Regional | 100 |
| WA | E70/4942 | Granted | 21-Aug-17 | Katanning Regional | 100 |
| WA | E70/4947 | Granted | 06-Nov-17 | Katanning Regional | 100 |
| WA | E70/4959 | Granted | 11-Apr-18 | Katanning Regional | 100 |
| WA | E70/4968 | Granted | 04-Jan-18 | Katanning Regional | 100 |
| WA | E70/4991 | Granted | 31-Jan-18 | Katanning Regional | 100 |
| WA | E70/5040 | Granted | 14-Jun-18 | Katanning Regional | 100 |
| WA | E70/5042 | Granted | 14-Jun-18 | Katanning Regional | 100 |
| WA | E70/5043 | Granted | 14-Jun-18 | Katanning Regional | 100 |
| WA | E70/5044 | Granted | 14-Jun-18 | Lake Magenta | 100 |
| WA | E70/5131 | Granted | 26-Oct-18 | Stanley Farm-in | - |
| WA | E70/5142 | Granted | 08-Apr-19 | Woodanilling | 100 |
| WA | E70/5285 | Granted | 29-Oct-19 | Lake Magenta | 100 |
| WA | E70/5643 | Granted | 29-Apr-21 | Woodanilling | 100 |
| WA | E70/5655 | Granted | 29-Apr-21 | Woodanilling | 100 |
| WA | E70/5656 | Granted | 05-May-21 | Woodanilling | 100 |
| WA | E70/5681 | Granted | 27-Apr-21 | Woodanilling | 100 |
| WA | E70/5689 | Granted | 27-Apr-21 | Lake Magenta | 100 |
| WA | E70/5692 | Granted | 22-Apr-21 | Katanning Regional | 100 |
| WA | E70/5770 | Granted | 15-Jul-21 | Woodanilling | 100 |
| WA | E70/5922 | Granted | 19-Nov-21 | Katanning Regional | 100 |

| State | Tenement | Tenement status | Grant date | Project | Interest % |
|-------|----------|-----------------|------------|------------------------|------------|
| WA | E70/5923 | Granted | 19-Nov-21 | Katanning Regional | 100 |
| WA | E70/5928 | Granted | 19-Nov-21 | Katanning Regional | 100 |
| WA | E70/6030 | Granted | 05-Apr-22 | Katanning Regional | 100 |
| WA | E70/6058 | Granted | 09-Aug-22 | Katanning Regional | 100 |
| WA | E70/6311 | Granted | 20-Dec-22 | Katanning Regional | 100 |
| WA | E70/6377 | Granted | 07-Mar-23 | Katanning Regional | 100 |
| WA | E70/6378 | Granted | 07-Mar-23 | Katanning Regional | 100 |
| WA | E70/6491 | Granted | 11-Aug-23 | Katanning Regional | 100 |
| WA | E70/6542 | Granted | 06-Nov-23 | Katanning Regional | 100 |
| WA | E70/6548 | Granted | 07-Nov-23 | Katanning Regional | 100 |
| WA | E70/6587 | Granted | 25-Jan-24 | Katanning Regional | 100 |
| WA | E70/6605 | Granted | 14-Jun-24 | Kulin | 100 |
| WA | E70/6607 | Granted | 04-Apr-24 | Kulin | 100 |
| WA | E70/6619 | Granted | 13-May-24 | Kulin | 100 |
| WA | G70/84 | Granted | 07-Jun-89 | Katanning Gold Project | 100 |
| WA | G70/85 | Granted | 07-Jun-89 | Katanning Gold Project | 100 |
| WA | L70/13 | Granted | 24-May-89 | Katanning Gold Project | 100 |
| WA | L70/32 | Granted | 11-Dec-95 | Katanning Gold Project | 100 |
| WA | L70/33 | Granted | 11-Dec-95 | Katanning Gold Project | 100 |
| WA | M70/210 | Granted | 26-Mar-85 | Katanning Gold Project | 100 |
| WA | M70/211 | Granted | 26-Mar-85 | Katanning Gold Project | 100 |
| WA | M70/488 | Granted | 15-Apr-94 | Katanning Gold Project | 100 |

For personal use only

This Page is Intentionally Left Blank

For personal use only

