

**PACGOLD LIMITED
INTERIM REPORT
31 DECEMBER 2024**

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PACGOLD LIMITED

ACN 636 421 782

Interim Report – 31 December 2024

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CORPORATE DIRECTORY

Directors

M Boyes
C Chestnutt
R Hacker
B Kendall
M Pitt

Company Secretary

S Yeates

Principal Place of Business

Level 38, 71 Eagle Street
Brisbane QLD 4000

Registered Office

Level 38, 71 Eagle Street
Brisbane QLD 4000

Auditor

BDO Audit Pty Ltd
Level 9, 5 Spring Street
Perth WA 6000
www.bdo.com.au

Solicitors

Hamilton Locke
Level 48, 152-158 St Georges Terrace
Perth WA 6000
www.hamiltonlocke.com.au

Bankers

Commonwealth Bank Of Australia

Share registry

MUFG Corporate Markets (AU) Limited
Level 21, 10 Eagle Street
Brisbane QLD 4000
www.mpms.mufg.com
+61 1300 554 474 or 1300 554 474 (within Australia)

Pacgold Website address

www.pacgold.com.au

DIRECTORS' REPORT FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

The Directors of Pacgold Limited ("PGO", "Pacgold" or the "Company") are pleased to provide the Company's Half-Year Activities Report for the six-month period ending 31 December 2024.

Directors

The following persons were Directors of Pacgold Limited during the half-year and up to the date of this report, unless otherwise stated:

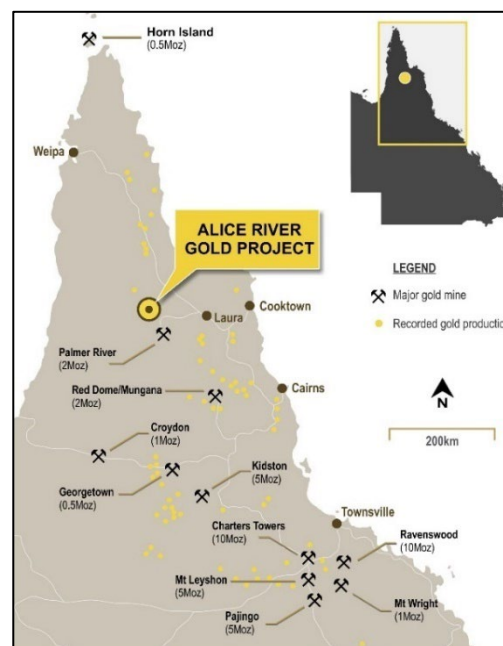
Matthew Boyes (appointed 1 September 2024)
Caoilin Chestnutt (appointed 18 November 2024)
Shane Goodwin (resigned 18 November 2024)
Richard Hacker (appointed 29 October 2024)
Bruce Kendall (appointed 5 March 2025)
Catherine Moises (resigned 18 November 2024)
Michael Pitt
Anthony Schreck (resigned 31 August 2024)

Principal Activities

The principal activity of the company during the half-year was the exploration of its key asset being the Alice River Project, comprising a portfolio of eight mining leases and five exploration permits for minerals tenements in the Alice River region of North Queensland.

Review of Operations

The loss of the Company for the financial half-year after providing for income tax amounts to \$600,026 (2023: \$447,418).



Review of Operations

Alice River Gold Project

Pacgold Limited (ASX: PGO) owns 100% of the Alice River Gold Project ("Alice River" or "the Project"), which encompasses 30km of highly prospective gold targets across 377km² of granted exploration permits and eight mining leases. The Project is situated within a large intrusion-related gold system, approximately 300km northwest of Cairns, North Queensland. This geological setting is comparable to significant gold deposits such as the Ravenswood gold deposit in Queensland, De Grey Mining Ltd's (ASX: DEG) Hemi Gold Deposit and the Fort Knox Gold Mine in Alaska.

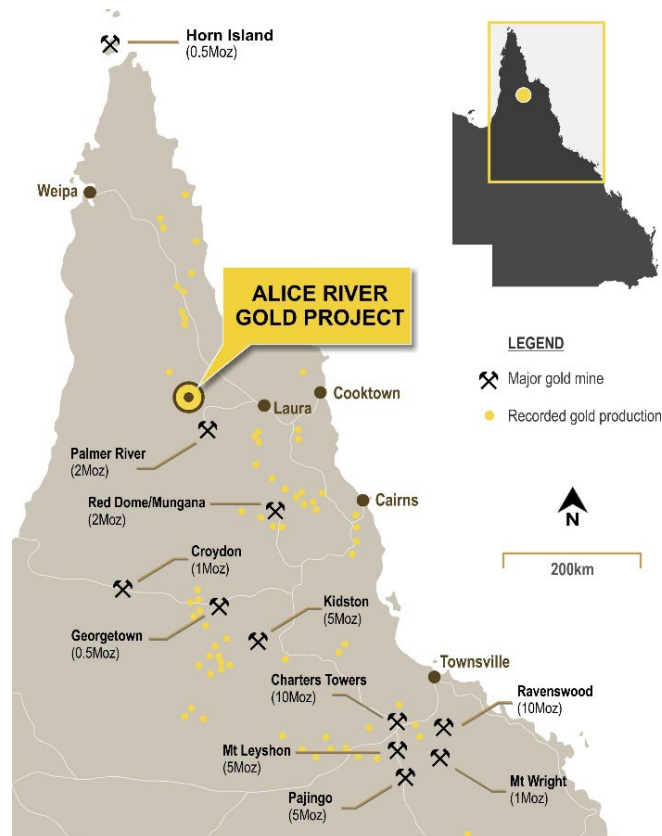


Figure 1: Alice River Gold Project Location Map

Regional Aircore Bedrock Geochemical Programme

In October 2024, Pacgold commenced a regional aircore drilling programme following a comprehensive cultural heritage assessment and ground disturbance monitoring initiative. The programme was completed in early December, with 749 holes drilled for a total of 7,185m.

Drilling targeted approximately 14km of the interpreted Alice River Fault Zone (ARFZ) IP Resistivity Low corridor (Figure 4). Drill spacing ranged from 200m to 600m, with nominal hole spacing of 25m along traverses perpendicular to the strike of the ARFZ. The geochemical program focused on detecting alteration halos and structural zones associated with gold mineralisation.

Key results:

- **12km of geochemical anomalism (Figure 3):** A continuous extensive Au-As-Sb geochemical anomaly has been defined stretching from The Shadows Prospect in the northwest to the Victoria Prospect in the south, with in excess of 12km of geochemical anomalism now ready to be tested with follow up RC drilling.
- **Northern Target:** Assay results confirmed two significant geochemical anomalies:
 - **'The Shadows' Prospect (Figure 2):** A linear Au-As-Sb anomalous zone extending over 1.4km in strike and up to 250m wide, open to the north and south. The anomaly is associated with quartz veining and hydrothermal alteration within a granodiorite host.
 - **'Atlantis' Prospect (previously 'Apache') (Figure 2):** A newly identified gold anomaly defined by five aircore holes, including two with intersections exceeding 1g/t Au. Atlantis is interpreted to be parallel to The Shadows, located near an inflection in the ARFZ.
- **Victoria Prospect (Figure 3):** Defined a large continuous geochemical Au-As-Sb anomaly over nearly 6km of strike, interpreted as a south-easterly extension of historical quartz-vein-hosted gold mineralisation at the Southern Target.

A follow-up Induced Polarisation (IP) survey will commence in Q2 2025 to delineate potential parallel structures and extensions to known mineralisation. Additional aircore and RC drilling is planned throughout 2025 to further test these targets.

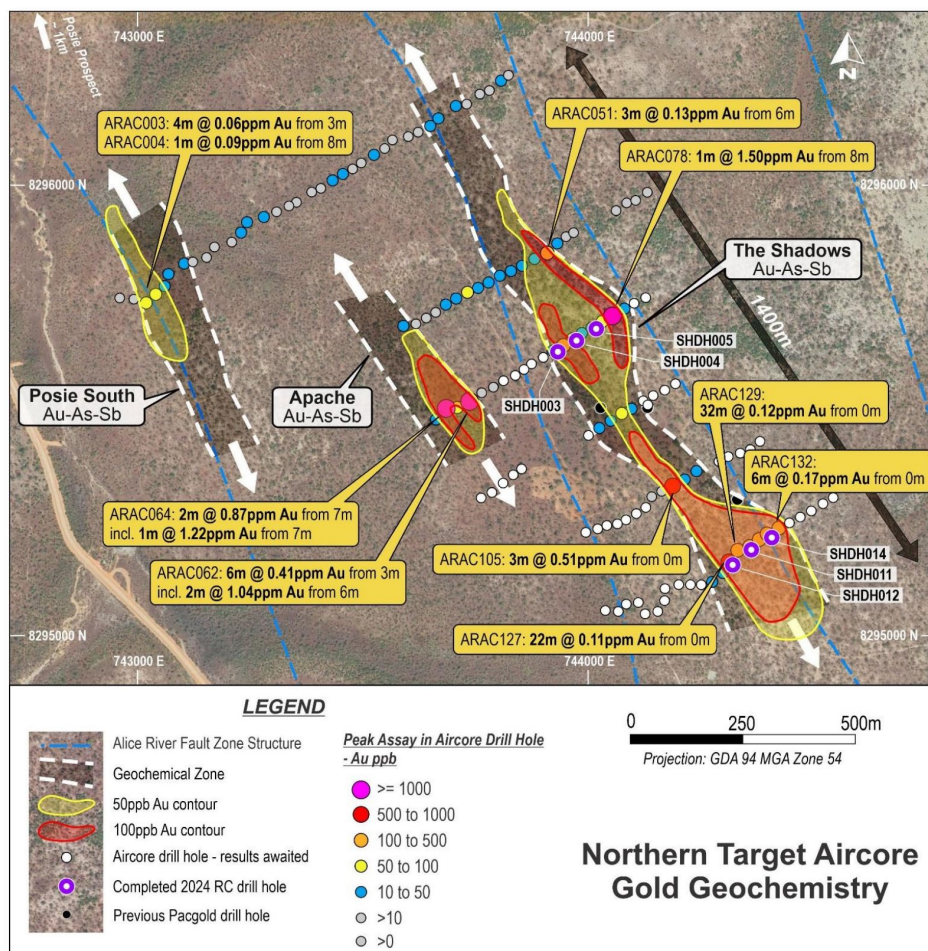


Figure 2: Au assays in aircore programme at "The Shadows" delineates consistent mineralisation corridor over 1.4km in strike with new parallel zone previously unidentified.

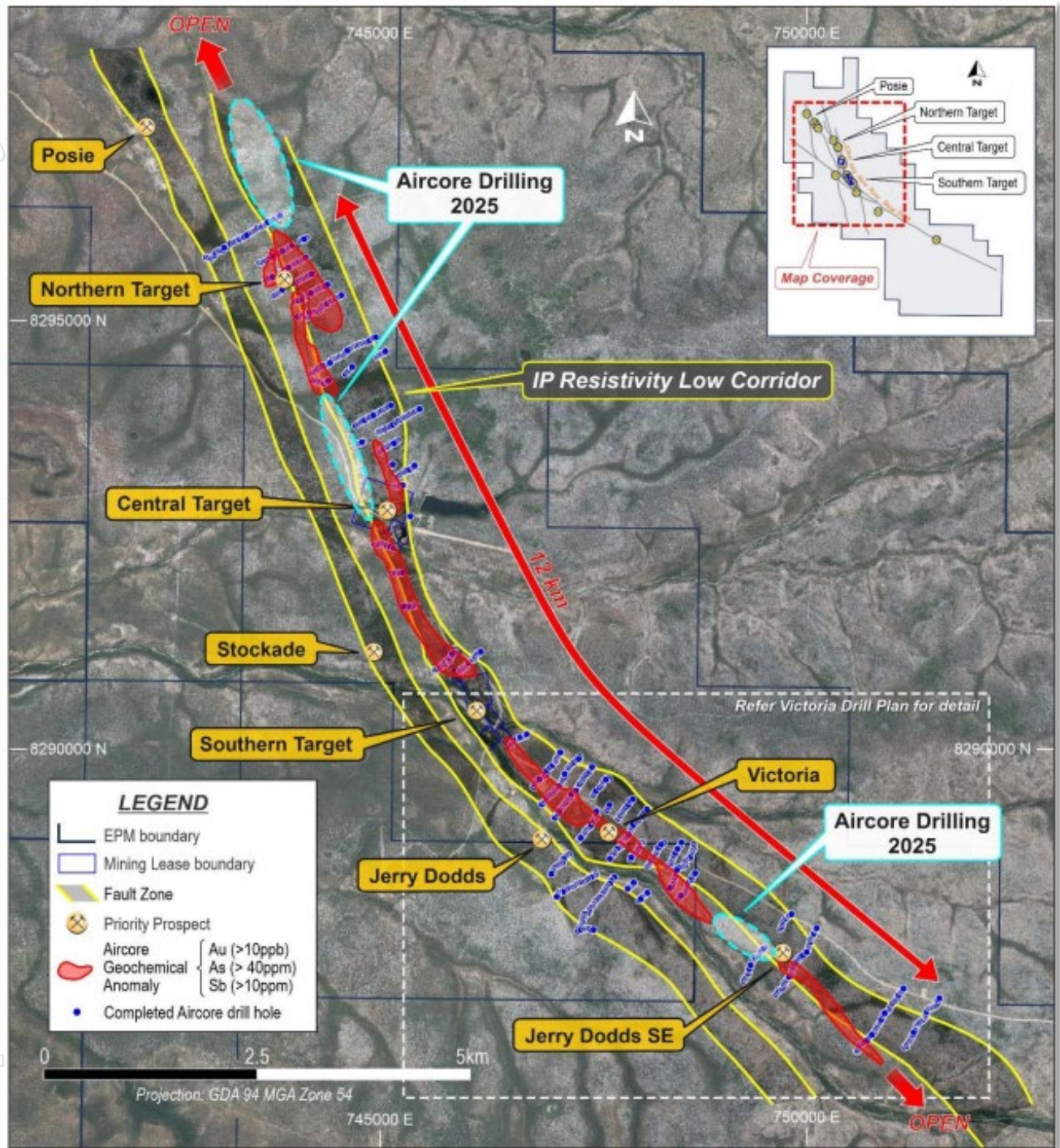


Figure 3: Regional Aircore drilling programme and extent of Au-As-Sb geochemical anomaly

Reverse Circulation (RC) Drilling

Pacgold completed a 24-hole RC drilling program totalling 3,191m across four prospect areas. The RC rig remains on-site to facilitate immediate resumption of drilling in early 2025.

Key Results:

- Central Target (F1A Zone) (Figure 4):

- ARDH091: 88m @ 0.6g/t Au from 49m, including 10m @ 1.7g/t Au and a second new zone of 11m @ 1.5g/t Au from 126m.
- Extends known vein stockwork mineralisation by 300m north of the main Central F1A zone.
- Mineralisation is hosted in sheeted quartz vein arrays within a hydrothermally altered granodiorite.
- A recalculated interpretation of gold mineralisation within historical drill holes at the Central Target has highlighted the potential for a large bulk-tonnage gold system at Alice River, comparable to other major intrusion-related gold systems such as Hemi and Fort Knox.
- **Southern Target (Figure 6):**
 - STDH014: 50m @ 0.80g/t Au from 53m, including 16m @ 1.0g/t Au and 14m @ 1.0g/t Au.
 - Confirms a large, mineralised vein stockwork envelope similar to the Central Target.
- **The Shadows Prospect (Figure 5):**
 - RC drilling validated exploration models, intersecting significant gold-bearing quartz vein systems.
 - SDHD005: 23m @ 0.3g/t Au from 80m.
 - Pyrite-marcasite sulphides identified within quartz veins, indicating strong hydrothermal activity.
- **Jerry Dodds Prospect:**
 - Three RC holes tested the Jerry Dodds structure, which is an intermittently mapped gold-mineralised zone over 2.5km strike which has surface rock chip samples returning high-grade results, including 47.4g/t Au, 24.7g/t Au, 13.2g/t Au, and 6.1g/t Au. Jerry Dodds is still open in all directions and requires multiple follow up drillholes to test all known outcrops and anomalies
 - RC drilling intersected demonstrate mineralisation similar in alteration and texture to the Central Target area.

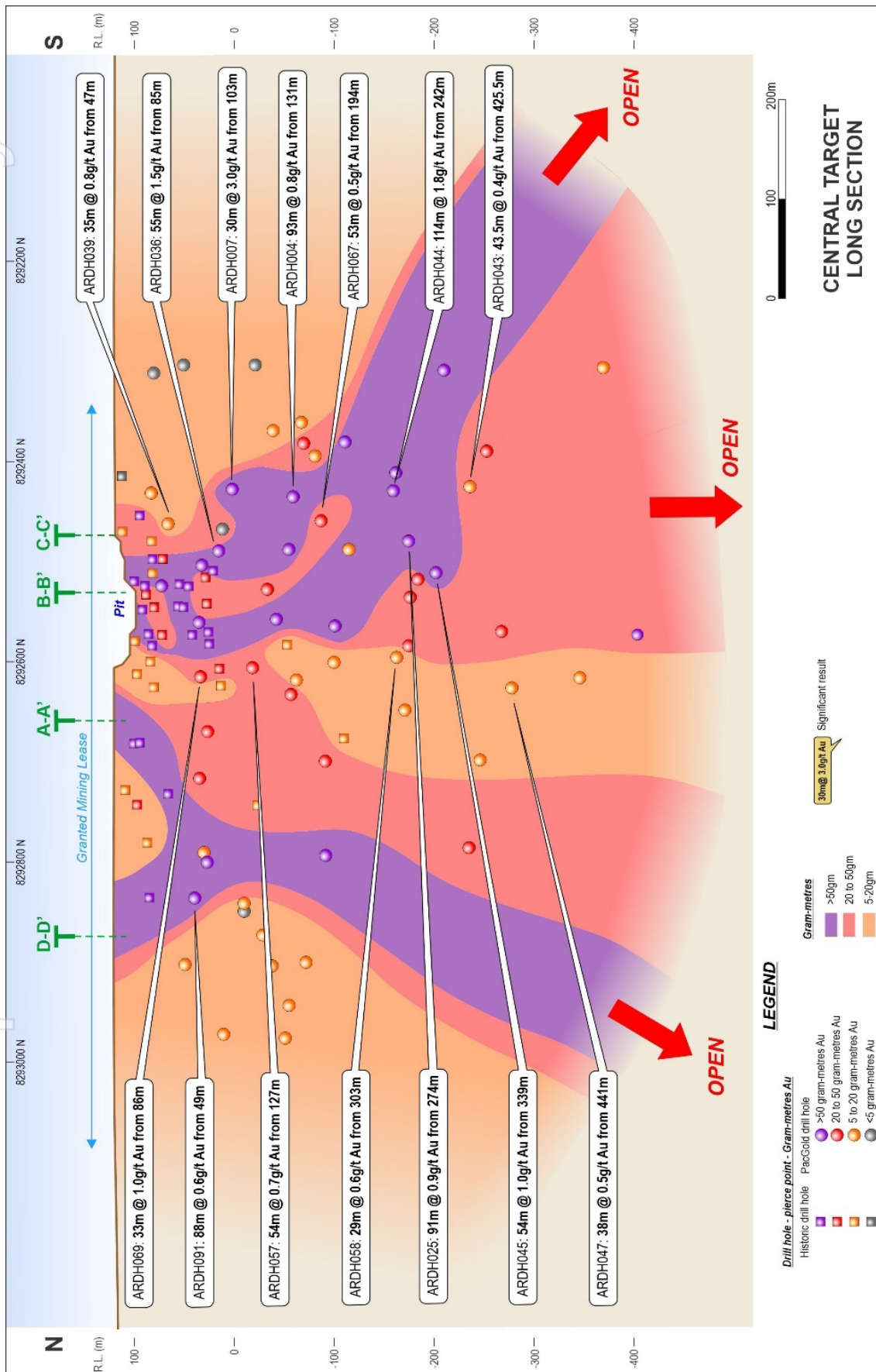
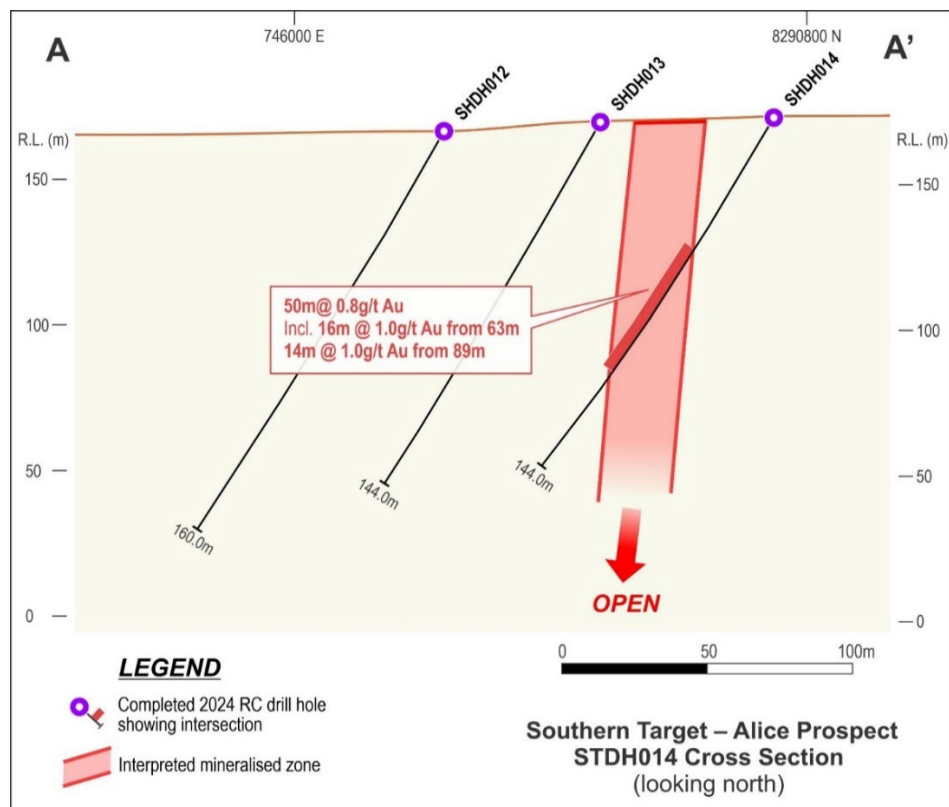
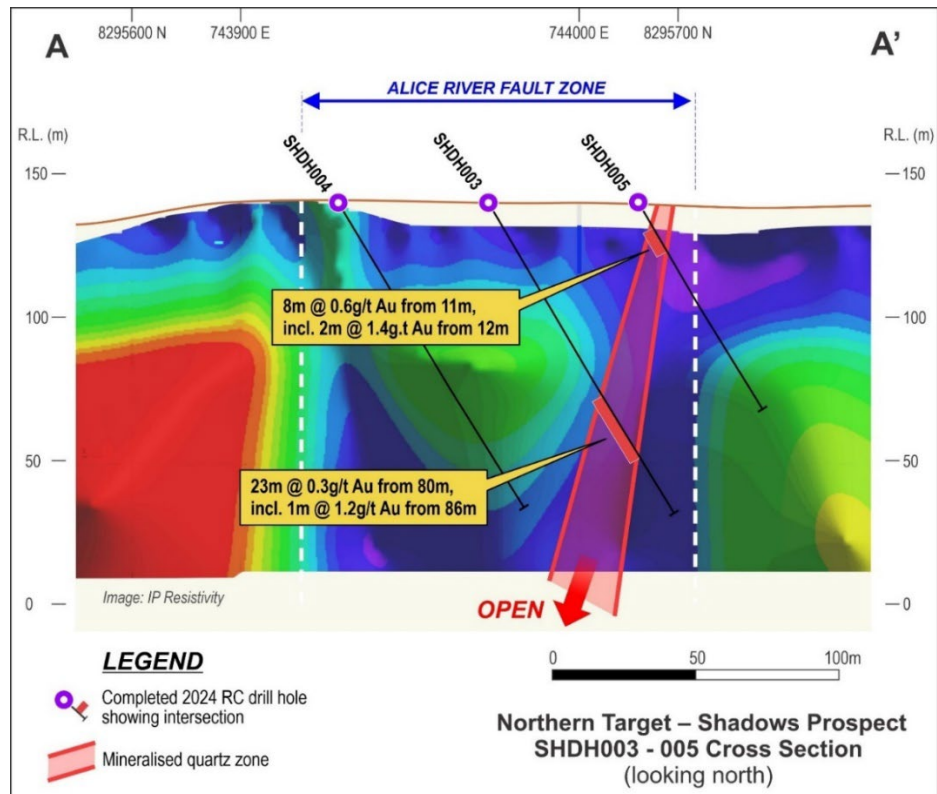


Figure 4: Gold grade-metre contoured long section of Central Target zone showing Pacgold (2021 – 2023) and 2024 November programme results, along with historic drilling, intervals highlight bulk tonnage potential



Corporate Developments

Capital Raising

Pacgold successfully completed a \$4.2 million placement in September 2024 to accelerate exploration activities. The placement resulted in the issuance of 45,555,556 new fully paid ordinary shares at A\$0.09 per share. Funds will support ongoing geochemical and geophysical surveys, regional RC and diamond drilling, metallurgical studies, and camp expansion.

In addition, a Share Purchase Plan (SPP) in November 2024 raised \$157,800, allowing eligible shareholders to acquire shares at the same price as the placement.

Lead Manager, Euroz Hartley, was issued 11,400,000 broker options exercisable at \$0.15 and expiring 3 years from the date of issue.

Board Changes

During and after the half year, key board changes included:

- **Matthew Boyes** was appointed Managing Director/CEO on 1 September 2024. Mr Boyes is an experienced Geologist and Managing Director, with over twenty-five years' international experience encompassing company management, mine geology, mine development, capital markets and business development.
- **Richard Hacker** joined as a Non-Executive Director on 29 October 2024, bringing extensive experience in corporate finance, capital markets, and resource investment.
- **Shane Goodwin** transitioned from a Non-Executive Director role to Sustainability Manager.
- **Caoilin Chestnutt** was appointed Chair following the retirement of Cathy Moises post-AGM. Ms. Chestnutt's appointment brings almost 30 years in the resources industry with strong experience in discovery, strategy, mergers and acquisition and deal structuring across multiple commodities.
- **Bruce Kendall** joined as a Non-Executive Director subsequent to the end of the period. Mr Kendall is seasoned geologist with over 30 years of experience in mineral exploration and feasibility studies having played key roles in world-class discoveries, including the Tropicana gold deposit, Julimar PGE-Ni-Cu deposit, and Coyote Gold Deposit.

Significant Changes in the State of Affairs

Other than disclosed above, there were no significant changes in the state of affairs of the Company during the financial period.

Tenement Status

Licence No.	Area	Status	Grant date/ Application	Expiry Date	Registered Holder
EPM28287	100 s/b	Application	04-02-2022(A)		Company (100%)
EPM28288	100 s/b	Application	04-02-2022(A)		Company (100%)
EPM 14313*	10 s/b	Granted	13/07/2005	12/07/2029	Company (100%)
EPM 15359	15 s/b	Granted	24/05/2007	23/05/2025	Company (100%)
EPM 15360	8 s/b	Granted	23/08/2007	22/08/2025	Company (100%)
EPM 16301	4 s/b	Granted	14/10/2021	13/10/2026	Company (100%)
EPM 26266	75 s/b	Granted	8/05/2017	7/05/2027	Company (100%)
ML 2901*	2.88 ha	Granted	29/04/1982	30/04/2024	Company (100%)
ML 2902*	2.88 ha	Granted	29/04/1982	30/04/2024	Company (100%)
ML 2907*	2.058 ha	Granted	3/06/1982	30/06/2024	Company (100%)
ML 2908*	4.034 ha	Granted	3/06/1982	30/06/2024	Company (100%)
ML 2957	1.6 ha	Granted	7/03/1985	31/03/2027	Company (100%)
ML 2958*	11.43 ha	Granted	10/04/1986	30/06/2024	Company (100%)
ML 3010*	29.52 ha	Granted	25/01/1990	30/06/2024	Company (100%)
ML 3011*	4.4 ha	Granted	1/10/1987	30/06/2024	Company (100%)

* Renewal application lodged

Events Occurring after the Reporting Date

No matters or circumstances have arisen since the end of the financial period which significantly affected or could significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company in future financial years.

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under s307C of the Corporations Act 2001 is set out on page 17.

This report is made in accordance with a resolution of Directors.



Matthew Boyes
Managing Director

Brisbane

13 March 2025

Competent Person's Statements

The information in this Half-Year Report that relates to previously reported exploration results for the Alice River Gold Project is extracted from the following ASX announcements:

- « Definition of significant gold system at Alice River continues to advance on 28 January 2025
- « 12km Geochemical Anomaly now delineated in Regional Drilling at Alice River on 20 February 2025
- « Aircore Drilling Across Northern Target area on 11 December 2024
- « Aircore Drilling Completed at Alice River Gold Project on 9 December 2024
- « Reverse Circulation drilling commenced at Alice River Gold Project on 12 November 2024

The above announcements are available to view on the Company's website at www.pacgold.com.au. The Company confirms that it is not aware of any new information or data that materially affects the exploration results included in the relevant original market announcements. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the relevant original market announcements.

DECLARATION OF INDEPENDENCE BY JACKSON WHEELER TO THE DIRECTORS OF PACGOLD LIMITED

As lead auditor for the review of Pacgold Limited for the half-year ended 31 December 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 review; and
2. No contraventions of any applicable code of professional conduct in relation to the review.

A handwritten signature in black ink, appearing to read 'J. Wheeler', with a horizontal line drawn above it.

Jackson Wheeler
Director

BDO Audit Pty Ltd
Perth
13 March 2025

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

		Half-year	
	Notes	2024	2023
		\$	\$
Continuing operations			
Other income		56,428	17,335
Administrative and other expenses		(372,300)	(234,841)
Director and executive remuneration		(218,321)	(148,066)
Financing costs		(16,568)	(4,591)
Legal fees		(23,241)	(22,307)
Share based payments expense	9	(26,024)	(54,948)
Loss before income tax expense		(600,026)	(447,418)
Income tax expense		-	-
Loss after income tax expense		(600,026)	(447,418)
Other comprehensive income for the period, net of tax		-	-
Total comprehensive income for the period		(600,026)	(447,418)
		Cents	Cents
Earnings per share attributable to the ordinary equity holders of the Company:			
Basic earnings per share	8	(0.60)	(0.59)
Diluted earnings per share	8	(0.60)	(0.59)

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

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2024

	Notes	31 December 2024 \$	30 June 2024 \$
ASSETS			
Current assets			
Cash and cash equivalents		3,330,713	1,994,048
Other receivables		112,989	44,355
Total current assets		3,443,702	2,038,403
Non-current assets			
Exploration and evaluation assets	3	18,197,448	16,453,400
Plant and equipment		246,361	42,889
Other assets		705,141	702,553
Total non-current assets		19,148,950	17,198,842
Total assets		22,592,652	19,237,245
LIABILITIES			
Current liabilities			
Trade and other payables	4	277,722	354,310
Total current liabilities		277,722	354,310
Non-current liabilities			
Provisions	5	797,696	781,128
Total non-current liabilities		797,696	781,128
Total liabilities		1,075,418	1,135,438
Net assets		21,517,234	18,101,807
EQUITY			
Contributed equity	6	23,029,230	19,663,912
Reserves		3,238,985	2,588,850
Accumulated losses		(4,750,981)	(4,150,955)
Total equity		21,517,234	18,101,807

The above statement of financial position should be read in conjunction with the accompanying notes.

STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Contributed equity \$	Accumulated losses \$	Share based payments reserve \$	Total \$
Balance at 1 July 2023	16,890,103	(3,278,055)	2,211,020	15,823,068
Loss for the period	-	(447,418)	-	(447,418)
Other comprehensive income	-	-	-	-
Total comprehensive income	-	(447,418)	-	(447,418)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs	2,777,047	-	-	2,777,047
Share based payments (note 9)	-	-	314,148	314,148
Balance as at 31 December 2023	19,667,150	(3,725,473)	2,525,168	18,466,845
Balance at 1 July 2024	19,663,912	(4,150,955)	2,588,850	18,101,807
Loss for the period	-	(600,026)	-	(600,026)
Other comprehensive income	-	-	-	-
Total comprehensive income	-	(600,026)	-	(600,026)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs	3,365,318	-	-	3,365,318
Share based payments (note 6 & note 9)	-	-	650,135	650,135
Balance as at 31 December 2024	23,029,230	(4,750,981)	3,238,985	21,517,234

STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Half-year	
	2024	2023
	\$	\$
Cash flows from operating activities		
Goods and Services Tax refunds received	216,226	213,110
Payments to suppliers and employees (GST inclusive)	(919,525)	(574,207)
Interest received	10,428	17,335
Net cash outflow from operating activities	(692,871)	(343,762)
Cash flows from investing activities		
Payments for exploration expenditure	(1,782,387)	(1,987,605)
Payments for other assets	(2,588)	-
Proceeds from sale of plant and equipment	46,000	-
Payments for plant and equipment	(220,918)	(5,149)
Net cash outflow from investing activities	(1,959,893)	(1,992,754)
Cash flows from financing activities		
Proceeds on issue of shares	4,257,800	3,257,527
Payments for capital raising costs	(268,371)	(221,280)
Net cash inflow from financing activities	3,989,429	3,036,247
Net increase / (decrease) in cash and cash equivalents	1,336,665	699,731
Cash and cash equivalents at the beginning of the period	1,994,048	2,514,758
Cash and cash equivalents at the end of the period	3,330,713	3,214,489

The above statement of cash flows should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 1 Summary of material accounting policies

These interim financial statements for the half-year reporting period ended 31 December 2024 have been prepared in accordance with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*, as appropriate for for-profit oriented entities.

These interim financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these interim financial statements are to be read in conjunction with any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the adoption of new and amended standards as set out below.

Historical cost convention

The financial statements have been prepared under the historical cost convention.

New standards, interpretations and amendments adopted by the group

There are no new standards, interpretations or amendments that have affected the current reporting period and neither has there been a retrospective adjustment or current period adjustment as a result of new standards, interpretations or amendments.

Going Concern

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

As disclosed in the financial report, the Company achieved a net loss of \$600,026 and net operating cash outflows of \$692,871 for the half year ended 31 December 2024. As at 31 December 2024, the Company had cash of \$3,330,713 and a net current asset position of \$3,165,980.

The ability of the Company to continue as a going concern is principally dependent upon the following conditions:

- the ability of the Company to successfully raise capital, as and when necessary; and
- the ability to complete successful development and commercialisation of its projects.

These conditions give rise to material uncertainty which may cast significant doubt over the Company's ability to continue as a going concern. The Directors believe that the going concern basis of preparation is appropriate due to the following reasons:

- the proven track record of capital raising, including the recent placement that raised \$4.1M in October/November 2024; and
- the Directors believe there is sufficient cash available for the company to continue operating until it can raise sufficient further capital to fund its ongoing activities.

Should the Company be unable to continue as a going concern, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial report. This financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts or classification of liabilities and appropriate disclosures that may be necessary should the Company be unable to continue as a going concern.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 2 Segment information

The Company operates solely within one segment, being the mineral exploration industry in Australia.

Note 3 Non-current assets – exploration and evaluation assets

	31 December 2024 \$	30 June 2024 \$
Exploration and evaluation assets – at cost	18,197,448	16,453,400
The capitalised exploration and evaluation assets carried forward above have been determined as follows:		
Balance at the beginning of the half-year	16,453,400	13,603,701
Expenditure incurred during the half-year	1,744,048	2,825,444
Rehabilitation asset	-	24,255
Balance at the end of the half-year	18,197,448	16,453,400

Capitalised exploration and evaluation assets include initial acquisition costs, capitalised costs and a rehabilitation asset (refer note 5).

The Directors have assessed that for the exploration and evaluation assets recognised at 31 December 2024, the facts and circumstances do not suggest that the carrying amount of an asset may exceed its recoverable amount. In considering this, the Directors have had regard to the facts and circumstances that indicate no need for an impairment as noted in Accounting Standard AASB 6 *Exploration for and Evaluation of Mineral Resources*.

Note 4 Current liabilities – Trade and other payables

	31 December 2024 \$	30 June 2024 \$
Unsecured liabilities:		
Trade payables	227,809	320,775
Sundry payables and accrued expenses	49,913	33,535
	277,722	354,310

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 5 Non-current liabilities – Provisions

	31 December 2024 \$	30 June 2024 \$
Provision for rehabilitation	797,696	781,128
Reconciliation of carrying amount:		
Opening balance	781,128	726,579
Additions (refer note 3)	-	24,255
Unwinding of discount	16,568	30,294
Balance at the end of the half-year	797,696	781,128

Rehabilitation provision

The rehabilitation provision relates to the Alice River ML's (located in North Queensland). Pacgold Limited is liable to pay 100% of rehabilitation costs for the lease.

The liability associated with the provision has been present valued in accordance with the Company's accounting policy.

Note 6 Contributed equity

	31 Dec 2024 Shares	30 June 2024 Shares	31 Dec 2024 \$	30 June 2024 \$
(a) Share capital				
Fully paid ordinary shares	131,454,338	84,145,440	23,029,230	19,633,912

(b) Ordinary share capital

Date	Details	Note	Number of Shares	Issue Price	\$
1 July 2024	Balance		84,145,440		19,663,912
4 Oct & 25 Nov 2024	Placement shares	(c)	45,555,556	\$0.09	4,100,000
15 Nov 2024	Share purchase plan shares	(d)	1,753,342	\$0.09	157,800
	Share issue costs	(e)	-		(892,482)
31 Dec 2024	Balance		131,454,338		23,029,230

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 6 Contributed equity (continued)

(c) Placement shares

During the half year period ended 31 December 2024, 45,555,556 fully paid ordinary shares were issued at \$0.09 per share, through a placement to institutional and sophisticated investors. 833,333 of these shares were issued to KMP (444,444 ordinary shares to Cathy Moises, 277,778 ordinary shares to Matthew Boyes and, 111,111 ordinary shares to Michael Pitt).

(d) Share purchase plan

During the half year period ended 31 December 2024, 1,753,342 fully paid ordinary shares were issued at \$0.09 per share, through a share purchase plan.

(e) Share issue costs

Share issue costs consists of cash costs of \$268,371 and the fair value of options issued to the Lead Managers of the Company during the financial year, as set out below, being \$624,111.

The options, 11,388,889 in total, were granted to the Lead Manager on 26 September 2024. The options are exercisable at \$0.15 each and expire on 18 November 2027. The options have no voting or dividend rights and are not transferable.

The fair value of the services cannot be determined therefore the fair value has been calculated using a Black-Scholes option pricing model applying the inputs below. The fair value of these options at grant date was \$624,111.

Number of options	11,388,889
Exercise price	\$0.15
Grant date	26/09/2024
Expiry date	18/11/2027
Volatility	90%
Dividend yield	0%
Risk-free interest rate	3.496%
Fair value per option at grant date	\$0.0548

(f) Capital Management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders, benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 6 Contributed equity (continued)

The capital structure of the Company includes equity attributable to equity holders, comprising issued capital, reserves and accumulated losses. In order to maintain or adjust the capital structure, the Company may issue new shares, sell assets to reduce debt or adjust the level of activities undertaken by the Company.

The Company monitors capital on the basis of cash flow requirements for operational, and exploration and evaluation expenditure. The Company will use capital market issues and joint venture participant funding contributions to satisfy anticipated funding requirements.

The Company has no externally imposed capital requirements.

Note 7 Contingent liabilities and commitments

Contingent liabilities

(i) Deferred consideration

The Company entered into a Sale and Purchase Agreement with Tinpitch Pty Ltd ("SPA") to acquire the Alice River Gold Tenements. Under the SPA the following milestone payments are payable as follows:

Milestone payments		Milestone conditions
Milestone 1 Payment	\$300,000	Definition of a JORC code compliance resource category of indicated or better of 500,000 troy ounces or more of gold or 500,000 troy ounces or more of gold is mined from within the tenements.
Milestone 2 Payment	\$750,000	Definition of a JORC code compliance resource category of indicated or better of 750,000 troy ounces or more of gold or 750,000 troy ounces or more of gold is mined from within the tenements.
Milestone 3 Payment	\$1,200,000	Definition of a JORC code compliance resource category of indicated or better of 1,000,000 troy ounces or more of gold or 1,000,000 troy ounces or more of gold is mined from within the tenements.
Total	\$2,250,000	

As the milestone conditions are not probable of being met as at the reporting date, the deferred consideration has not been brought to account.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 7 Contingent liabilities and commitments (continued)

(ii) Royalty Deed

The Company entered into a royalty deed (Royalty Deed) with RoyaltyOne Pty Ltd (RoyaltyOne) dated 20 November 2019 pursuant to which the Company agreed to pay a royalty to RoyaltyOne equal to 2% of the net smelter return for each quarter on and from the date of the deed in consideration for RoyaltyOne entering into a deed poll in which RoyaltyOne guaranteed the payment obligations of the Company to Tinpitch Pty Ltd in relation to the acquisition of the Alice River Project.

Exploration commitments

So as to maintain current rights to tenure of various exploration tenements, the Company will be required to outlay amounts in respect of tenement exploration expenditure commitments. These outlays, which arise in relation to granted tenements are noted above. The outlays may be varied from time to time, subject to approval of the relevant government departments, and may be relieved if a tenement is relinquished.

As at 31 December 2024 the company has met all of its minimum expenditure commitments on its tenements.

Note 8 Earnings per share

	2024 \$	2023 \$
<i>Earnings per share for loss from continuing operations</i>		
Loss after income tax attributable to the owners of Pacgold Limited	(600,026)	(447,418)
	Number	Number
Weighted average number of shares used in calculating basic and diluted earnings per share	99,441,877	75,614,466
	Cents	Cents
Basic earnings per share	(0.60)	(0.59)
Diluted earnings per share	(0.60)	(0.59)

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 9 Share-based payments

Share based payments expense for the year is derived as follows:

	2024 \$	2023 \$
Options granted in current year	-	-
Options granted in prior year	-	97,646
Performance rights granted in current year	26,024	-
Performance rights granted in prior year	-	(42,698)
	<u>26,024</u>	<u>54,948</u>

PERFORMANCE RIGHTS

A summary of movements of all performance rights issued is as follows:

	Number	Weighted Average Exercise Price
Performance rights outstanding as at 30 June 2024	-	-
Performance rights exercisable as at 30 June 2024	-	-
Granted	6,250,000	-
Vested / exercised	-	-
Forfeited	-	-
Expired	-	-
Performance rights outstanding as at 31 December 2024	6,250,000	-
Performance rights exercisable as at 31 December 2024	-	-

Performance rights granted to Matthew Boyes

4,500,000 performance rights were granted to Matthew Boyes during the half year period, consisting of both an STI and an LTI component.

Under the STI offer 500,000 STI Performance Rights were granted to Mr Boyes, which will vest and each convert into 1 fully paid ordinary share upon satisfaction of all of the following performance hurdles prior to the Expiry Date. These performance rights have non-market based vesting conditions, and accordingly the value has calculated based on the share price at the date the performance rights were granted (18 November 2024). The fair value has been calculated at \$0.091 per performance right.

Performance hurdles	<p>(a) Mr Boyes remaining employed by the Company from the Commencement Date for a continuous period of 12 months; and</p> <p>(b) ESG hurdles (which are confidential) being agreed with the Board (Mr Boyes excluded) and achieved by the Company; and</p> <p>(c) Operational hurdles (which are confidential) being agreed with the Board (Mr Boyes excluded) and achieved by the Company.</p>
Expiry Date	1 September 2025.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 9 Share-based payments (continued)

Under the LTI offer, 4,000,000 performance rights have been granted to Mr Boyes over four Tranches as follows:

For the performance rights that have non-market based vesting conditions, the value has calculated based on the share price at the date the performance rights were granted. For performance rights that have market based vesting conditions, the value has been calculated using a Black Scholes option pricing model by applying the inputs below. The share-based payment expense is being recognised on the basis that all performance rights will vest.

	Tranche 1	Tranche 2	Tranche 3	Tranche 4
Number of options	500,000	500,000	1,000,000	2,000,000
Grant date	18/11/2024	18/11/2024	18/11/2024	18/11/2024
Performance hurdle	The Company achieving a \$25 million market capitalisation for at least 20 trading days on the ASX prior to the Expiry Date	The Company achieving a \$50 million market capitalisation for at least 20 trading days on the ASX	The Company releasing on the ASX a global JORC 2012 (or later JORC Code version if then required by the ASX Listing Rules) Resources of at least 500,000 oz. of contained gold.	(a) Either the Company achieving a \$120 million market capitalisation for at least 20 consecutive trading days on the ASX; or (b) The Company releasing on ASX a global JORC 2012 (or later JORC Code version if then required by the ASX Listing Rules) Resources of at least 1,000,000 oz. of contained gold
Expiry date	18/11/2027	18/11/2027	18/11/2027	18/11/2027
Volatility*	90%	90%	90%	90%
Underlying share price	\$0.091	\$0.091	\$0.091	\$0.091
Dividend yield	Nil	Nil	Nil	Nil
Risk-free interest rate	4.128%	4.128%	4.128%	4.128%
Fair value at grant date	\$0.065	\$0.0456	\$0.0910	\$0.0232

* Volatility has been determined by looking at the historical volatility over the same period as the expected life of the option, long term average level of volatility, the length of time an entity's shares have been publicly traded, and the appropriate interval for price observations. The company does not have a reasonable history of share transactions by which to gauge the company's volatility. Due to this fact an average volatility of comparable companies share transactions over the same period of time have been used to calculate an appropriate volatility.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 9 Share-based payments (continued)

Performance rights granted to non-KMP employees

Under the LTI offer, 1,750,000 performance rights have been granted to a non-KMP employee over four Tranches as follows.

For the performance rights that have non-market based vesting conditions, the value has calculated based on the share price at the date the performance rights were granted. For performance rights that have market based vesting conditions, the value has been calculated using a Black Scholes option pricing model by applying the inputs below. The share-based payment expense is being recognised on the basis that all performance rights will vest.

	Tranche 1	Tranche 2	Tranche 3	Tranche 4
Number of options	218,750	218,750	437,500	875,000
Grant date	21/10/2024	21/10/2024	21/10/2024	21/10/2024
Performance hurdle	The Company achieving a \$25 million market capitalisation for at least 20 trading days on the ASX prior to the Expiry Date	The Company achieving a \$50 million market capitalisation for at least 20 trading days on the ASX	The Company releasing on the ASX a global JORC 2012 (or later JORC Code version if then required by the ASX Listing Rules) Resources of at least 500,000 oz. of contained gold.	(a) Either the Company achieving a \$120 million market capitalisation for at least 20 consecutive trading days on the ASX; or (b) The Company releasing on ASX a global JORC 2012 (or later JORC Code version if then required by the ASX Listing Rules) Resources of at least 1,000,000 oz. of contained gold
Expiry date	21/10/2027	21/10/2027	21/10/2027	21/10/2027
Volatility*	90%	90%	90%	90%
Underlying share price	\$0.09	\$0.09	\$0.09	\$0.09
Dividend yield	Nil	Nil	Nil	Nil
Risk-free interest rate	3.825%	3.825%	3.825%	3.825%
Fair value at grant date	\$0.0626	\$0.0434	\$0.0900	\$0.0229

* Volatility has been determined by looking at the historical volatility over the same period as the expected life of the option, long term average level of volatility, the length of time an entity's shares have been publicly traded, and the appropriate interval for price observations. The company does not have a reasonable history of share transactions by which to gauge the company's volatility. Due to this fact an average volatility of comparable companies share transactions over the same period of time have been used to calculate an appropriate volatility.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 9 Share-based payments (continued)

OPTIONS

A summary of movements of all options issued is as follows:

	Number	Weighted Average Exercise Price
Options outstanding as at 30 June 2024	21,572,459	\$0.46
Options exercisable as at 30 June 2024	21,572,459	\$0.46
Granted	11,388,889	\$0.15
Forfeited	-	
Expired	-	
Options outstanding as at 31 December 2024	32,961,348	\$0.35
Options exercisable as at 31 December 2024	32,961,348	\$0.35

For further details regarding options issued during the year rerefer to note 6 (d) and (e).

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

Note 10 Related party transactions

Related Parties

The company's main related parties are as follows:

a. **Ultimate parent entity**

The company does not have an ultimate parent entity.

b. **Key management personnel**

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity is considered key management personnel.

c. **Other related parties**

Other related parties include close family members of key management personnel and entities that are controlled or jointly controlled by those key management personnel, individually or collectively with their close family members.

d. **Transactions with related parties**

During the half year 833,333 ordinary shares were issued to directors (444,444 ordinary shares to Cathy Moises, 277,778 ordinary shares to Matthew Boyes and, 111,111 ordinary shares to Michael Pitt), refer note 6(d).

Note 11 Events occurring after the reporting period

No matters or circumstances have arisen since 31 December 2024 that have significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in future financial years.

DIRECTORS' DECLARATION

In the directors' opinion:

- the attached financial statements and notes comply with the *Corporations Act 2001*, Australian Accounting Standard AASB 134 '*Interim Financial Reporting*', the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Company's financial position as at 31 December 2024 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the *Corporations Act 2001*.

On behalf of the directors



Matthew Boyes
Managing Director

13 March 2025
Brisbane

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Pacgold Limited

Report on the Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of Pacgold Limited (the Company), which comprises the statement of financial position as at 31 December 2024, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, material accounting policy information and other explanatory information, and the directors' declaration.

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

- i. Giving a true and fair view of the company's financial position as at 31 December 2024 and of its financial performance for the half-year ended on that date; and
- ii. Complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for conclusion

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

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

Material uncertainty relating to going concern

We draw attention to Note 1 in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern and therefore the Company may be unable to realise its assets and discharge its liabilities in the normal course of business. Our conclusion is not modified in respect of this matter.

Responsibility of the directors for the financial report

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

Auditor's responsibility for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Company's financial position as at 31 December 2024 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

BDO Audit Pty Ltd

The signature is handwritten in black ink. It begins with the letters 'BDO' in a stylized, cursive-like font. Below this, there is a horizontal line, and underneath the line, the name 'JW' is written in a cursive script.

Jackson Wheeler

Director

Perth, 13 March 2025