PATERSON RESOURCES LTD

ABN 45 115 593 005

Annual Report for the Year Ended 30 June 2024

Annual Report
For the year ended 30 June 2024

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Corporate Directory

Board of Directors

Nick Johansen	Non-Executive Chairman (resigned 20 March 2024)
Mathew Bull	Executive Director
Kenneth Banks	Non-Executive Director
Greg Entwistle	Non-Executive Director (appointed 20 March 2024)

Secretary

Ms Sarah Smith

Registered Office

Suite 11, Level 2
23 Railway Road
Subiaco WA 6008

Telephone: 08 6559 1792
Website: www.patersonresources.com.au

Stock Exchange Listing

Listed on the Australian Securities Exchange (ASX Code: PSL)

Auditors

RSM Australia Partners
Level 32, Exchange Tower
2 The Esplanade
Perth WA 6000

Solicitors

HWL Ebsworth Lawyers
Level 20, 240 St Georges Terrace
Perth WA 6000

Bankers

Westpac Banking Corporation
Level 13, 109 St Georges Terrace
Perth WA 6000

Share Registry

Computershare Investor Services Pty Limited
Level 17
221 St Georges Terrace
Perth WA 6000

Country of Incorporation

Paterson Resources Ltd is domiciled and incorporated in Australia

Directors' Report

The Directors of Paterson Resources Limited ("PSL" or "the Company") present their report, together with the financial statements on the consolidated entity consisting of Paterson Resources Limited and its controlled entities (the "Group") for the financial year ended 30 June 2024.

DIRECTORS
The names and particulars of the Company's directors in office during the financial year and at the date of this report are as follows. Directors held office for this entire period unless otherwise stated.

Nick Johansen | Non-Executive Chairman
(resigned 20 March 2024)

A solicitor with extensive mining experience, ranging from junior exploration to production, across a range of commodities, Nick has expertise in transactions, resources regulation, native title and environmental law. Nick completed his Graduate Diploma of Legal Practice at Australian National University. In addition, he holds a BA in economics from the University of Adelaide.

During the past three years, Mr Johansen has held the following directorships in other ASX-listed companies:

- Non-Executive Chairman of Orcoda Limited (current).

Matthew Bull | Executive Director

Matthew Bull is a geologist with over 10 years experience in the mining and exploration industry. He has worked in a wide range of commodities including graphite, bauxite, gold, iron ore, copper and coal. He has considerable experience on the operation greenfield and resource development drilling exploration programs. His previous positions include consultant geologist working on Discovery Africa's Tanzanian Graphite Project and CEO/Chief Geologist at Baru Resources.

During the past three years, Mr Bull has not held any directorships in other ASX-listed companies.

Kenneth Banks | Non-Executive Director

Mr Banks is a qualified Chartered Secretary and a Fellow of the Chartered Governance Institute. He has held a number of senior management positions notably Chief Financial Officer for two previously ASX-listed mining companies, and Director of an Australian subsidiary company (TWP Australia) which belonged to an internationally listed multi-discipline mining engineering consultancy. He has gained experience in Australia, Indonesia, Zimbabwe, and Brazil by actively participating in the establishment of businesses in all four countries. His most recent position was as General Manager – Corporate, for one of Western Australia's leading mining services businesses, MLG Oz.

During the past three years, Mr Banks has not held any directorships in other ASX-listed companies.

Greg Entwistle| Non-Executive Director
(appointed 20 March 2024)

Greg is an experienced mining executive who has functioned in multiple countries worldwide. He has played a key role in the development of mines across many commodities. Greg has over 40 years' experience in design, development and operations in various roles including as a project director, mine manager and Chief Operations Officer.

During the past three years, Mr Entwistle has not held any directorships in other ASX-listed companies.

Directors' Report

COMPANY SECRETARY

Sarah Smith

Ms Smith specialises in corporate advisory, company secretarial and financial management services. Ms Smith's experience includes company secretarial and financial management services for ASX listed companies, capital raisings and IPOs, due diligence reviews and ASX and ASIC compliance. Ms Smith is a Chartered Accountant and has acted as the Company Secretary for several ASX-listed companies.

INTERESTS IN SHARES AND OPTIONS OF THE COMPANY AND RELATED BODIES CORPORATE

The following table sets out each current Director's relevant interest in shares and options of the Company or a related body corporate as at the date of this report.

Director	Ordinary Shares	Unlisted Share Options	Performance Rights
Nick Johansen	-	-	-
Matthew Bull	19,821,430	9,821,429	2,000,000
Kenneth Banks	-	-	-
Greg Entwistle	-	-	-
Total	**19,821,430**	**9,821,429**	**2,000,000**

PRINCIPAL ACTIVITIES

The principal activity of the Group during the financial year was mineral exploration.

REVIEW OF OPERATIONS

Exploration Programs

The Company's current strategy is to conduct exploration programs to advance existing near surface targets at all its projects utilising surface geochemistry, geophysics, and geological mapping, followed by focused drilling.

During this period, exploration programs have included soil sampling, target generation and drilling.

Grace Project – Paterson Province, Western Australia

The Company's priority for focused exploration was at the Grace Gold-Copper Project in the highly prospective Paterson Province, home to Newcrest's world class gold and copper Telfer Mine located 25km to the northeast. The Paterson Range is also host to several other additional major discoveries including Rio Tinto's Winu copper project and the Havieron gold and copper discovery, a joint venture between Newcrest and AIM listed Greatland Gold.

The Grace Gold-Copper Project covers over 345km2 of prospective geology in the Paterson Province. The project has been previously explored by Newcrest Mining which identified outcropping gold and copper mineralisation at the Bemm and Grace Prospects, along with bedrock mineralisation at the Lakes, Genoa and Halls Knob Prospects.

The Grace-Bemm deposit has been drilled along 450-500m of strike and 90m across strike to an average depth of 73m. High grade shallow oxide gold mineralisation commences from surface. The historic drilling has allowed the calculation of an inferred mineral resource of 1.59mt @ 1.35g/t Au for 69,000ozs outlined in Table 1 (*PSL ASX Announcement 22 May 2020 – Entitlement Issue Prospectus).

Directors' Report

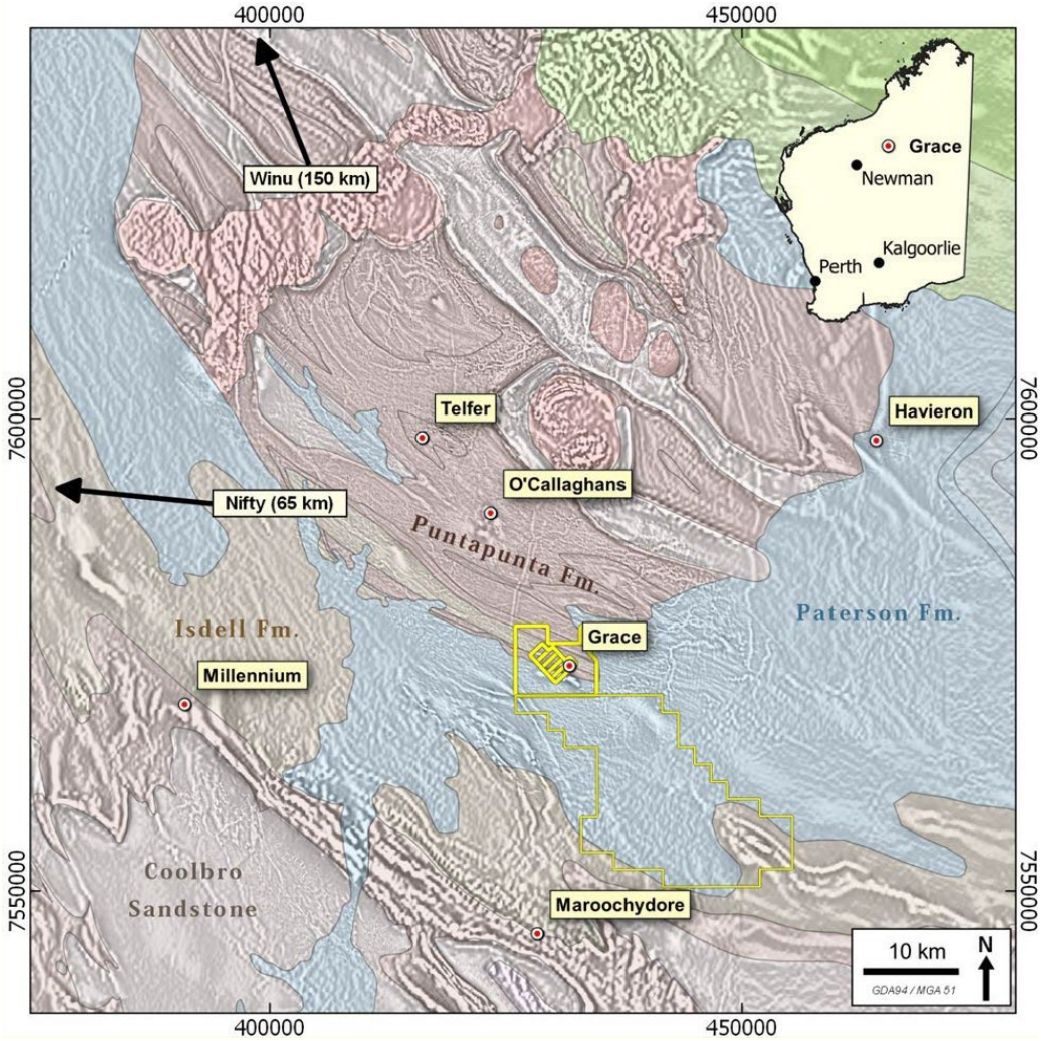

Figure 1: Locality map shopping prominent gold and copper deposits in the Paterson Province

Detailed 3D geological interpretation and wireframing were undertaken, incorporating recent high-grade gold intersections at the Grace-Bemm deposit where intersected. Drilling undertaken by Paterson at the project has hit:

- 15m @ 4.03g/t Au from 77m including 6m @ 9.3g/t Au from 79m (PRC0024*)
- 31m @ 3.13g/t Au from 145m including 7m @ 11.0g/t Au from 148m (PRC0024*)
- 19m @ 1.23g/t Au from 104m including 2m @ 5.9g/t Au from 106m (PRC0025*)
- 41m @ 2.56g/t Au from 143m including 4m @ 9.2g/t Au from 143m and 3m @ 8.7g/t Au from 176m (PRC0025*)
- 18m @ 1.34 g/t Au from 73m including 5m @ 2.98 g/t Au from 73m and 26m @ 0.79 g/t Au from 154m including 5m @ 2.02 g/t Au from 156m (23PRC009**)
- 3m @ 2.69 g/t Au from 93m and 9m @ 1.26 g/t Au from 148m including 3m @ 2.95 g/t Au from 148m (23PRC010**)
- 35m @ 2.34 g/t Au from 91m including 17m @ 4.57 g/t Au from 98m which also included 1m @ 46.2 g/t Au from 105m (23PRC013**)
- 19m @ 2.44 g/t Au from 145m including 2m @ 10.23 g/t Au from 149m and 3m @ 6.9 g/t Au from 155m (23PRC013**)

* Previously reported assay results (see ASX announcement dated 10th October 2022)

**Previously reported assay results (see ASX announcement dated 23rd October 2023)

Directors' Report

REVIEW OF OPERATIONS (Continued)

Ground conditions prevented deeper RC drilling. The repetition of gold lodes at depths continues to be a geological model of interest and will be further tested with diamond drilling.

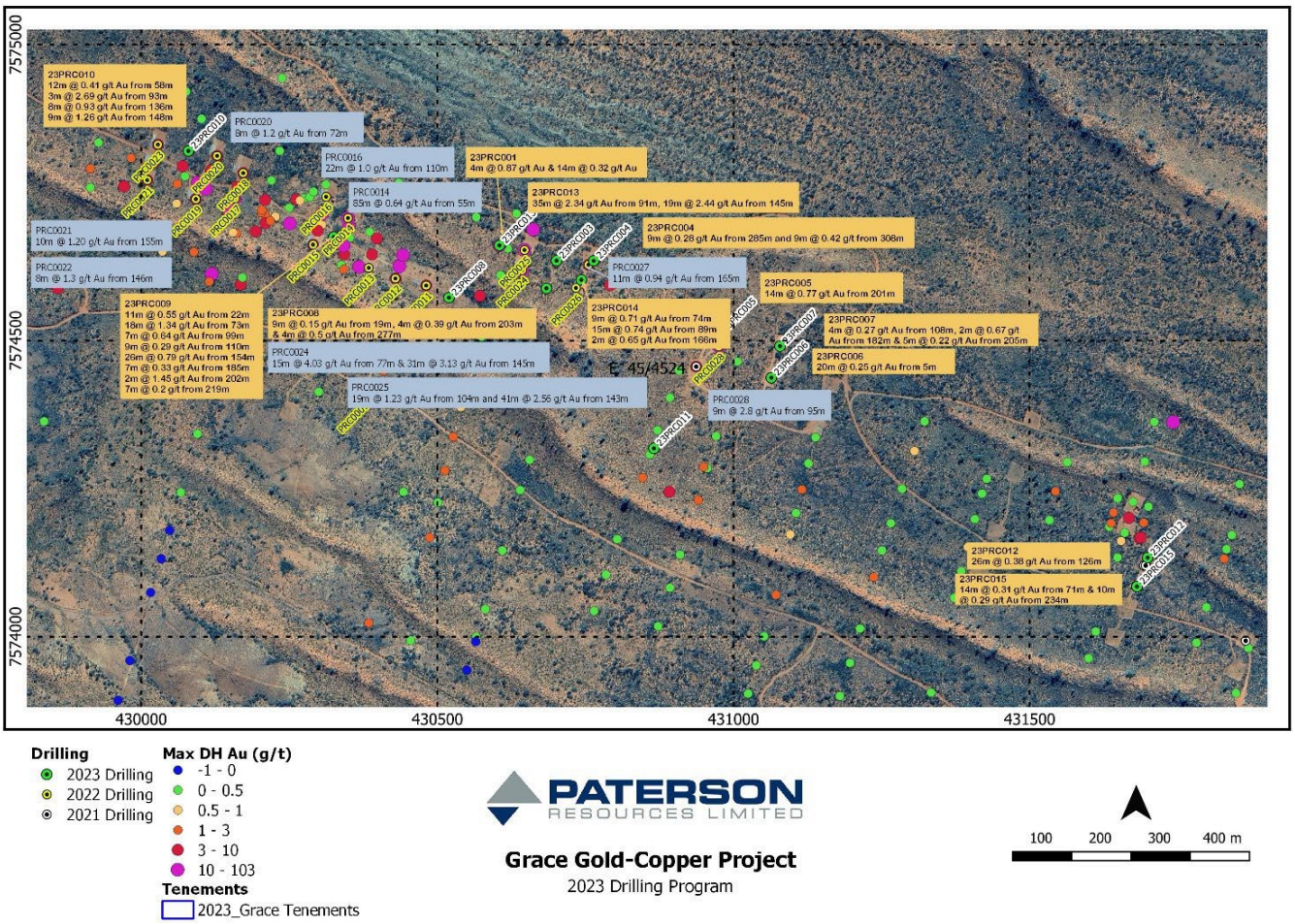

Figure 2: Location plan of 2023 RC drilling program with significant intercepts

Next Steps

Following on from the successful RC drilling campaign at the Grace Gold-Copper Project, Paterson is in the process of:

- Conducting a detailed technical review of all results in conjunction with historical drilling results.
- Integrating assaying and logging into 3D model incorporating geophysical and geochemical data to identify priority drilling targets.
- Obtaining regulatory government and heritage approvals for drilling activities to recommence in the second quarter of 2024.

Directors' Report

REVIEW OF OPERATIONS (Continued)

Burraga Project – Lachlan Fold Belt, New South Wales

Various workers previously proposed an exhalative or volcanic hosted massive sulphide (VHMS) model for the Burraga copper-lead-zinc-gold mineralisation. This interpretation is based on the largely stratiform nature of the mineralisation housed in a sequence of volcanoclastic rocks.

During the final quarter, the Company signed a binding share sale agreement ("SSA") with Octo Mining Burraga Pty Ltd (Octo) for the sale of 100% of the issued capital of its wholly owned subsidiaries Burraga Copper Pty Ltd, BC Exploration Pty Ltd and Old Lloyds Mine Pty Ltd (Transaction) which hold the following exploration licenses and land that form the Burraga Project in NSW:
(a) Exploration Licence No. 6463;
(b) Exploration Licence No. 6874;
(c) Exploration Licence No. 7975;
(d) Exploration Licence No. 8826;
(e) Exploration Licence No. 9135; and
(f) Lot 12 DP 241 638
(together "the Burraga Project").

The key terms of the SSA are as follows

1. Cash Consideration of A$2,850,000 with a deposit of A$200,000 payable within 5 business days of execution of the SSA and A$2,650,000 payable on settlement;
2. Settlement up to approximately 60 days from execution of the SSA (unless otherwise extended by agreement between the parties), subject to the satisfaction of the conditions precedent, which include:
   a) Octo completing legal and other relevant due diligence on the Burraga Project; and
   b) the Company and Octo obtaining all necessary third-party, board, regulatory approvals, consents and waivers to allow the parties to lawfully complete the matters set out in the SSA.

The sale of the Burraga Project provides additional funding and allows Paterson to focus resources on its flagship Grace Gold-Copper Project in the highly prospective Paterson Province.

The Company received confirmation from ASX that Chapter 11 of the Listing Rules does not apply to the Transaction. The Company received the initial payment of A$200,000 in June.

Corporate
Capital Raising

On 30th October 2023, the Company announced it would raise approximately $500,000 by way of a placement of up to 17,857,143 shares to sophisticated and professional investors together with one (1) free attaching option for every two (2) Placement Shares subscribed for.

The Placement Shares were issued at $0.028 per share, representing a 12.5% discount to the 5-day volume weighted average price (VWAP) of the Company's shares on ASX. The issue of the Placement Shares was made under the Company's available placement capacity under Listing Rule 7.1 and rank equally with that of existing fully paid ordinary shares on issue. The Placement Options have an exercise price of $0.05 and an expiry date of 24th November 2026. The Placement Options were subject to shareholder approval, which was received on 24th November 2023. A total of 17,142,857 Placement Shares and 8,571,430 Placement Options were issued on 11th December 2023.

In addition, the Company completed a pro-rata non-renounceable entitlement issue of one (1) Share for every ten (10) Shares held by those Shareholders registered at the Record Date at an issue price of $0.028 per Share together with one (1) free attaching option for every two (2) Shares applied for and issued to raise up to A$1,112,424 before costs (based on the number of Shares on issue as at the record date) (Entitlement Offer). The Company prepared and lodged a Prospectus in respect of the Entitlement Offer on 9th November 2023. The Entitlement Offer was underwritten by Viriathus Capital Pty Ltd (Underwriter).

Directors' Report

REVIEW OF OPERATIONS (Continued)

Corporate
Capital Raising

The Company received applications from Shareholders subscribing for 13,922,130 New Shares (and 6,961,065 free attaching options) in the Company totalling $389,819.64. These securities were issued on 5th December 2023. In addition, a total of 17,857,146 shortfall shares and 8,928,576 free attaching options were issued on 21st December 2023.

On 27th December 2023, a total of 9,821,429 shares and 9,821,429 free attaching options were issued, being Director Matt Bull's participation in the October 2023 Placement. The shares were issued at $0.028 per share and were issued on the same terms and conditions as all other participants in the February 2023 placement. The issue of the securities was approved by shareholders at the AGM held 24th November 2023.

Financial Performance

The financial results of the Group for the year ended 30 June 2024 and 30 June 2023 are:

	30-June-24 $	30-June-23 $
Cash and cash equivalents	**475,514**	586,640
Net assets	**7,035,889**	7,120,117
Other Income	**2,036**	6,949
Net loss after tax	**(1,674,769)**	(5,656,442)

DIVIDENDS

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

No dividend is recommended in respect of the current financial year.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

During the financial year, there were no significant changes in the state of affairs of the Group other than that referred to in the financial statements or notes thereto.

MATTERS SUBSEQUENT TO THE REPORTING PERIOD

The sale of the Burraga Project was completed in August with the final $2,650,000 received.

Other than the above, there has not been any other matter or circumstance that has arisen since the end of the financial year that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

Future Exploration
The Group's main exploration efforts will be focussed on continuing to develop value from exploration across its tenements.

Directors' Report

DIRECTORS' MEETINGS

The number of Directors' meetings held during the financial year and the number of meetings attended by each Director during the time the Director held office are:

Director	Number Eligible to Attend	Number Attended
Nick Johansen	-	-
Matthew Bull	3	3
Kenneth Banks	3	3
Greg Entwistle	3	3

In addition to the scheduled Board meetings, Directors regularly communicate by telephone, email or other electronic means, and where necessary, circular resolutions are executed to effect decisions.

Due to the size and scale of the Company, there is no Remuneration and Nomination Committee or Audit Committee at present. Matters typically dealt with by these Committees are, for the time being, managed by the Board. For details of the function of the Board, refer to the Corporate Governance Statement.

This remuneration report for the year ended 30 June 2024 outlines the remuneration arrangements of the Group in accordance with the requirements of the Corporations Act 2001 ("the Act") and its regulations. This information has been audited as required by section 308(3C) of the Act.

REMUNERATION REPORT (AUDITED)

The Remuneration Report details the remuneration arrangements for Key Management Personnel ("KMP") who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, including any Director (whether executive or otherwise) of the Parent company.

a) Key Management Personnel Disclosed in this Report

Key Management Personnel of the Group during or since the end of the financial year were:

Nick Johansen	Non-Executive Chairman
Matthew Bull	Executive Director
Kenneth Banks	Non-Executive Chairman
Greg Entwistle	Non-Executive Director

There have been no other changes after reporting date and up to the date that the financial report was authorised for issue.

The Remuneration Report is set out under the following main headings:

A	Remuneration Philosophy
B	Remuneration Governance, Structure and Approvals
C	Remuneration and Performance
D	Details of Remuneration
E	Contractual Arrangements
F	Share-based Compensation
G	Equity Instruments Issued on Exercise of Remuneration Options
H	Loans with KMP
I	Other Transactions with KMP
J	Additional Information
K	Voting at 2023 Annual General Meeting ("AGM")

Directors' Report

REMUNERATION REPORT (AUDITED) (CONTINUED)

A Remuneration Philosophy

KMP have authority and responsibility for planning, directing and controlling the activities of the Group. KMP of the Group comprise of the Board of Directors.

The Group's broad remuneration policy is to ensure the remuneration package properly reflects the person's duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people of the highest quality.

No remuneration consultants were employed during the financial year.

B Remuneration Governance, Structure and Approvals

Remuneration of Directors is currently set by the Board of Directors. The Board has not established a separate Remuneration Committee at this point in the Group's development, nor has the Board engaged the services of an external remuneration consultant. It is considered that the size of the Board along with the level of activity of the Group renders this impractical. The Board is primarily responsible for:

- The over-arching executive remuneration framework;
- Operation of the incentive plans which apply to executive directors and senior executives, including key performance indicators and performance hurdles;
- Remuneration levels of executives; and
- Non-Executive Director fees.

Their objective is to ensure that remuneration policies and structures are fair and competitive and aligned with the long-term interests of the Company.

❖ Executive Remuneration Structure

The Group's remuneration policy for executive directors is designed to promote superior performance and long-term commitment to the Group. Executives receive a base salary which is market related. Overall remuneration policies are subject to the discretion of the Board and can be changed to reflect competitive market and business conditions where it is in the best interests of the Group and its shareholders to do so. The Board's reward policy reflects its obligation to align executives' remuneration with shareholders' interests and retain appropriately qualified executive talent for the benefit of the Group. The main principles of the policy are:

- Reward reflects the competitive market in which the Group operates;
- Individual reward should be linked to performance criteria; and
- Executives should be rewarded for both financial and non-financial performance.

Refer below for details of Directors' remuneration.

❖ Non-Executive Remuneration Structure

The remuneration of Non-Executive Directors consists of Directors' fees, payable in arrears. The total aggregate fixed sum per annum to be paid to Non-Executive Directors in accordance with the Company's Constitution shall initially be no more than A$300,000 and may be varied by ordinary resolution of the Shareholders in a General Meeting.

The Board may exercise discretion in relation to approving incentives, bonuses and options. The policy is designed to attract the highest calibre of Executives and reward them for performance that results in long-term growth in shareholder wealth.

Executives are also entitled to participate in the employee share and option arrangements. Refer below for details of all Directors' share and option holdings.

All remuneration paid to directors and executives is valued at the cost to the Group and expensed. Options are valued using an appropriate valuation methodology.

Directors' Report

REMUNERATION REPORT (AUDITED) (CONTINUED)

The remuneration of non-executives are detailed in Table 1 and their contractual arrangements are disclosed in "Section E – Contractual Arrangements".

C Remuneration and Performance

The following table shows the gross revenue, losses, earnings per share ("EPS") and share price of the Group as at 30 June 2024 and 30 June 2023.

	30-Jun-24	30-Jun-23
Other Income ($)	**2,036**	6,949
Net loss after tax ($)	**(1,674,769)**	(5,656,442)
Loss per share (cents)	**(0.39)**	(1.58)
Share price ($)	**0.015**	0.027

Relationship between Remuneration and Company Performance
Given the current phase of the Company's development, the Board does not consider earnings during the current and previous financial year when determining, and in relation to, the nature and amount of remuneration of KMP.

The pay and reward framework for key management personnel may consist of the following areas:

a) Fixed Remuneration – base salary
b) Variable Short-Term Incentives
c) Variable Long-Term Incentives

The combination of these would comprise the key management personnel's total remuneration.

a) Fixed Remuneration – Base Salary

The fixed remuneration for each senior executive is influenced by the nature and responsibilities of each role and knowledge, skills and experience required for each position. Fixed remuneration provides a base level of remuneration which is market competitive and comprises a base salary inclusive of statutory superannuation. It is structured as a total employment cost package.

Key management personnel are offered a competitive base salary that comprises the fixed component of pay and rewards. The base covers standard business hours and terms. Work performed on weekends, after hours, travel, site visits and special assignments may be charged at hourly rates reviewable by the Board. External remuneration consultants may provide analysis and advice to ensure base pay is set to reflect the market for a comparable role. No external advice was taken this year. Base salary for key management personnel is reviewed annually to ensure the executives' pay is competitive with the market. The pay of key management personnel is also reviewed on promotion. There is no guaranteed pay increase included in any key management personnel's contract.

b) Variable Remuneration – Short -Term Incentives (STI)

Discretionary cash bonuses may be paid to key management personnel annually, subject to the requisite Board and shareholder approvals where applicable.

c) Variable Remuneration – Long-Term Incentives (LTI)

Options and performance rights are issued at the Board's discretion.

Following shareholder approval at the 2020 AGM, the Company issued 4,000,000 performance rights to Mr Matthew Bull. The vesting of the Performance Rights is subject to the achievement of the following performance milestones, which is to be determined by the Board in its discretion:

(a) 2,000,000 Performance Rights will vest upon the Company's Shares achieving a VWAP of $0.090 over any 20 consecutive day period on which shares are traded on ASX, expiring 3 years after issue; and
(b) 2,000,000 Performance Rights will vest upon the Company's Shares achieving a VWAP of $0.135 over any 20 consecutive day period on which shares are traded on ASX, expiring 4 years after issue.

Directors' Report

REMUNERATION REPORT (AUDITED) (CONTINUED)

D Details of Remuneration

Details of the nature and amount of each major element of the remuneration of each KMP of the Group during the financial year are:

Table 1 – Remuneration of KMP of the Group for the year ended 30 June 2024 is set out below:

	Short-term Employee Benefits			Post-Employment	Share Based Payments	Total
	Salary & fees	Non-monetary benefits	Other	Superannuation	Performance Rights	
30 June 2024	$	$	$	$	$	$
Directors						
Nick Johansen [iii]	64,839	-	-	-	-	64,839
Matthew Bull	150,000	-	-	16,500	30,304 [i]	196,804
Kenneth Banks	60,000	-	-	-	-	60,000
Greg Entwistle [ii]	15,000	-	-		-	15,000
Total	**289,839**	-	**-**	**16,500**	**30,304**	**336,643**

(i) The Company issued 4,000,000 performance rights to Mr Matthew Bull in the 2021 financial year.
(ii) Represents remuneration from 20 March to 30 June 2024.
(iii) Represents remuneration from 1 July 2023 to 20 March 2024.

Remuneration of KMP of the Group for the year ended 30 June 2023 is set out below:

	Short-term Employee Benefits			Post-Employment	Share Based Payments	Total
	Salary & fees	Non-monetary benefits	Other	Superannuation	Performance Rights	
30 June 2023	$	$	$	$	$	$
Directors						
Nick Johansen	90,000	-	-	-	-	90,000
Matthew Bull	150,000	-	-	15,750	44,328 [i]	210,078
Kenneth Banks	60,000	-	-	-	-	60,000
Total	**300,000**	-	**-**	15,750	**44,328**	**360,078**

(i) The Company issued 4,000,000 performance rights to Mr Matthew Bull in 2021 financial year.

The following table shows the relative proportions of remuneration that are linked to performance and those that are fixed, based on the amounts disclosed as statutory remuneration expense in the tables above:

Table 2 – Relative proportion of fixed vs variable remuneration expense

	Fixed Remuneration (%)		At Risk – STI (%)		At Risk – LTI (%)	
Name	2024	2023	2024	2023	2024	2023
Directors						
Nick Johansen	**100%**	100%	**-**	-	**-**	-
Matthew Bull	**85%**	79%	**-**	-	**15%**	21%
Kenneth Banks	**100%**	100%	**-**	-	**-**	-
Greg Entwistle	**100%**	-	**-**	-	**-**	-

Directors' Report

REMUNERATION REPORT (AUDITED) (CONTINUED)

Table 3 – Shareholdings of KMP (direct and indirect holdings)

30 June 2024	Balance at 01/07/2023	Granted	On Exercise of Options	Net Change – Other [(i)]	Balance at 30/06/2024
Directors					
Nick Johansen	6,666,667	-	-	(6,666,667)	-
Matthew Bull	10,000,001	9,821,429 [(ii)]	-	-	19,821,430
Kenneth Banks	-	-	-	-	-
Greg Entwistle	-	-	-	-	-
Total	**16,666,668**	**9,821,429**	**-**	**(6,666,667)**	**19,821,430**

i. Balance on appointment / resignation as director.
ii. Participation in the October 2023 placement Mr Bull was issued with 9,821,429 shares upon shareholders' approval.

Table 4 – Option holdings of KMP (direct and indirect holdings)

30 June 2024	Balance at 01/07/2023	Granted	Exercised	Net Change – Other	Balance at 30/06/2024
Directors					
Nick Johansen	-	-	-	-	-
Matthew Bull	-	9,821,429 [(i)]	-	-	9,821,429
Kenneth Banks	-	-	-	-	-
Greg Entwistle	-	-	-	-	-
Total	**-**	**9,821,429**	**-**	**-**	**9,821,429**

i. Participation in the October 2023 placement Mr Bull was issued with 9,821,429 free attaching options upon shareholders' approval.

Table 5 – Performance rights holdings of KMP (direct and indirect holdings)

30 June 2024	Balance at 01/07/2023	Expired / Forfeited	On Exercise of rights	Net Change – Other	Balance at 30/06/2024
Directors					
Nick Johansen	-	-	-	-	-
Matthew Bull [(i)]	4,000,000	(2,000,000)	-	-	2,000,000
Kenneth Banks	-	-	-	-	-
Greg Entwistle	-	-	-	-	-
Total	**4,000,000**	**(2,000,000)**	**-**	**-**	**2,000,000**

i. On 11 December 2023 2,000,000 performance rights expired without market-based performance conditions being satisfied.

E Contractual Arrangements

The following contractual arrangements were in place during the year:

- **Nick Johansen – Non-Executive Chairman**
  - Contract: Commenced on 15 March 2019.
  - Remuneration: $90,000 per annum.
  - Term: See Note 1 below for details pertaining to re-appointment and termination.

- **Matthew Bull – Executive Director**
  - Executive Contract: Commenced 3 November 2020
  - Executive Remuneration: $150,000 per annum plus statutory superannuation.
  - Term: See Note 1 below for details pertaining to re-appointment and termination.

- **Kenneth Banks – Non-Executive Director**
  - Contract: Commenced on 11 December 2020.
  - Remuneration: $60,000 per annum.
  - Term: See Note 1 below for details pertaining to re-appointment and termination.

Directors' Report

REMUNERATION REPORT (AUDITED) (CONTINUED)

- **Greg Entwhistle– Non-Executive Director**
  - Contract: Commenced on 20 March 2024.
  - Remuneration: $60,000 per annum.
  - Term: See Note 1 below for details pertaining to re-appointment and termination.

Note 1: The term of each Non-Executive Director is open to the extent that they hold office subject to retirement by rotation, as per the Company's Constitution, at each AGM and are eligible for re-election as a Director at the meeting. Appointment shall cease automatically in the event that the Director gives written notice to the Board, or the Director is not re-elected as a Director by the shareholders of the Company. There are no entitlements to termination or notice periods.

F Share-based Compensation

The Company rewards Directors for their performance and aligns their remuneration with the creation of shareholder wealth by issuing share options. Share-based compensation is at the discretion of the Board and no individual has a contractual right to receive any guaranteed benefits.

Options
No short or long-term incentive-based options were issued as remuneration to Directors during the financial year.

Shares
Short and Long-term Incentives

No short or long-term incentive-based shares were issued as remuneration to Directors during the current financial year.

Performance Rights
No performance rights were issued as remuneration to Directors during the current financial year.

G Equity Instruments Issued on Exercise of Remuneration Options

No remuneration options were exercised during the financial year.

H Loans with KMP

There were no loans made to any KMP during the year ended 30 June 2024 (2023: Nil).

I Other Transactions with KMP

There were no other transactions with KMP during the year ended 30 June 2024.

Use of remuneration consultants

During the financial year ended 30 June 2024, the Company did not engage any remuneration consultants.

J Additional Information

The earnings of the Group for the five years to 30 June 2024 are summarised below:

	2024 **$**	2023 $	2022 $	2021 $	2020 $
Other Income	**2,036**	6,949	337	786	440
Loss after income tax	**(1,674,767)**	(5,656,442)	(10,625,807)	(903,628)	(570,887)
Share Price ($)	**0.015**	0.027	0.028	0.046	0.003
Loss per share (cents)	**(0.39)**	(1.58)	(3.17)	(0.30)	(0.48)
Dividends	**-**	-	-	-	-

Directors' Report

REMUNERATION REPORT (AUDITED) (CONTINUED)

K ***Voting and comments made at the Company's 2023 Annual General Meeting ('AGM')***

At the 2023 AGM, 74.2% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2023 resulting in a first strike against the company. The company did not receive any specific feedback at the AGM regarding its remuneration practices

[End of Audited Remuneration Report]

INDEMNIFICATION AND INSURANCE OF OFFICERS AND AUDITORS

The Company has indemnified the Directors and Executives of the Company for costs incurred, in their capacity as a Director or Executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the Directors and Executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

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

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 purposes of taking responsibility on behalf of the Company for all or part of these proceedings.

AUDITOR

RSM Australia Partners continues in office in accordance with section 327 of the Corporations Act 2001.

OFFICERS OF THE COMPANY WHO ARE FORMER PARTNERS OF RSM AUSTRALIA PARTNERS

There are no officers of the Company who are former partners of RSM Australia Partners.

SHARES UNDER OPTION AND PERFORMANCE RIGHTS

Unissued ordinary shares of Peterson Resources Ltd under option and performance rights at the date of this report are as follows:

Class	Issue date	Expiry date	Exercise price	Number of options and performance rights
Performance Rights - Tranche 2	21/12/2020	11/12/2024	$0.00	2,000,000
Unlisted Options	5/12/2023	24/11/2026	$0.05	6,961,080
Unlisted Options	11/12/2023	24/11/2026	$0.05	8,571,430
Unlisted Options	21/12/2023	24/11/2026	$0.05	8,928,576
Unlisted Options	22/12/2023	24/11/2026	$0.05	9,821,429

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

Director's Report

SHARES ISSUED ON THE EXERCISE OF OPTIONS AND PERFORMANCE RIGHTS

There were no shares issued during the year ended 30 June 2024 and up to the date of this report on the exercise of options or performance rights granted.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this director's report.

NON-AUDIT SERVICES

The Board of Directors has considered the position and is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The Directors are satisfied that the provision of non-audit services by the auditors, as set out below, did not compromise the auditor independent requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed by the Board of Directors to ensure they do not impact the impartiality and objectivity of the auditor; and

- None of the services undermine the general principles relating to the auditor independence as set out in APES 110 Code of Ethics for Professional Accountants.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

Ken Banks
Non-Executive Chairman
30 September 2024

RSM Australia Partners

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T +61 (0) 8 9261 9100

www.rsm.com.au

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Paterson Resources Limited for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) The auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) Any applicable code of professional conduct in relation to the audit.

RSM

RSM AUSTRALIA

AWhyte

ALASDAIR WHYTE
Partner

Perth, WA
Dated: 30 September 2024

THE POWER OF BEING UNDERSTOOD
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RSM Australia Partners is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.
RSM Australia Partners ABN 36 965 185 036
Liability limited by a scheme approved under Professional Standards Legislation

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the Financial Year Ended 30 June 2024

	Note	2024 $	2023 $
Other income	4	**2,036**	6,949
Expenses			
Administrative expenses	5(a)	**(268,330)**	(219,157)
Compliance and regulatory expenses		**(113,077)**	(81,068)
Corporate advisory and consulting fees		**(142,238)**	(55,526)
Depreciation		**(6,810)**	(24,375)
Employee benefit expenses	5(b)	**(377,792)**	(348,006)
Exploration consulting fees		**(71,544)**	(23,718)
Impairment expense	11	**(566,498)**	(4,769,630)
Legal fees		**(41,458)**	(39,267)
Occupancy costs		**-**	(5,200)
Unrealised loss from revaluation of financial asset		**(8,732)**	-
Share-based payments expense	18	**(30,304)**	(44,328)
Other expenses		**(50,022)**	(53,116)
Loss from continuing operations before income tax		**(1,674,769)**	(5,656,442)
Income tax expense	6	**-**	-
Loss from continuing operations after income tax		**(1,674,769)**	(5,656,442)
Other comprehensive income			
Other comprehensive income for the year, net of income tax		-	-
Other comprehensive income for the year, net of tax		**-**	-
Total comprehensive loss attributable to the members of Paterson Resources Ltd		**(1,674,769)**	(5,656,442)
Loss per share for the year attributable to the members Paterson Resources Ltd			
Basic loss per share (cents)	7	**(0.39)**	(1.58)
Diluted loss per share (cents)	7	**(0.39)**	(1.58)

The Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the notes to the financial statements.

Consolidated Statement of Financial Position

As at 30 June 2024

	Note	2024 $	2023 $
ASSETS			
Current assets			
Cash and cash equivalents	8	**475,514**	586,640
Trade and other receivables	9	**100,733**	101,194
Assets held for sale	10	**2,563,420**	-
Total current assets		**3,139,667**	687,834
Non-current assets			
Plant and equipment		**-**	6,810
Financial assets at fair value through profit or loss		**2,462**	11,194
Exploration and evaluation expenditure	11	**4,580,818**	6,628,186
Total non-current assets		**4,583,280**	6,646,190
Total assets		**7,722,947**	7,334,024
LIABILITIES			
Current liabilities			
Trade and other payables	12	**505,240**	213,907
Other current liabilities	13	**181,818**	-
Total current liabilities		**687,058**	213,907
Total liabilities		**687,058**	213,907
Net assets		**7,035,889**	7,120,117
EQUITY			
Contributed equity	14	**37,346,601**	35,786,364
Reserves	15	**67,507**	5,785,846
Accumulated losses	23	**(30,378,219)**	(34,452,093)
Total equity		**7,035,889**	7,120,117

The Consolidated Statement of Financial Position should be read in conjunction with the notes to the financial statements.

Consolidated Statement of Changes in Equity

For the Financial Year Ended 30 June 2024

	Issued Capital	Option Reserve	Accumulated Losses	Total
	$	$	$	$
At 1 July 2023	**35,786,364**	**5,785,846**	**(34,452,093)**	**7,120,117**
Loss for the year	**-**	**-**	**(1,674,769)**	**(1,674,769)**
Total comprehensive loss for the year after tax	**-**	**-**	**(1,674,769)**	**(1,674,769)**
Transactions with owners in their capacity as owners:				
Shares issued during the year (Note 14)	**1,644,820**	**-**	**-**	**1,644,820**
Share issue costs	**(84,583)**	**-**	**-**	**(84,583)**
Share-based payments (Note 18)	**-**	**30,304**	**-**	**30,304**
Reclassification of expired options	**-**	**(5,748,643)**	**5,748,643**	**-**
At 30 June 2024	**37,346,601**	**67,507**	**(30,378,219)**	**7,035,889**
At 1 July 2022	34,161,364	5,741,518	(28,795,651)	11,107,231
Loss for the year	-	-	(5,656,442)	(5,656,442)
Total comprehensive loss for the year after tax	-	-	(5,656,442)	(5,656,442)
Transactions with owners in their capacity as owners:				
Shares issued during the year	1,625,000	-	-	1,625,000
Share-based payments	-	44,328	-	44,328
At 30 June 2023	35,786,364	5,785,846	(34,452,093)	7,120,117

The Consolidated Statement of Changes in Equity should be read in conjunction with the notes to the financial statements.

Consolidated Statement of Cash Flows

For the Financial Year ended 30 June 2024

	Note	2024 $	2023 $
Cash flows from operating activities			
Payments to suppliers and employees		**(687,458)**	(908,292)
Interest received		**2,036**	6,949
Net cash used in operating activities	8(a)	**(685,422)**	(901,343)
Cash flows from investing activities			
Payments for exploration and evaluation expenditure	11	**(1,080,069)**	(1,515,263)
Proceeds from disposal of exploration and evaluation expenditure		**181,818**	-
Net cash used in investing activities		**(898,251)**	(1,515,263)
Cash flows from financing activities			
Proceeds from issue of shares		**1,557,130**	1,625,000
Share issue costs		**(84,583)**	-
Net cash from financing activities		**1,472,547**	1,625,000
Net (decrease) / increase in cash and cash equivalents		**(111,126)**	(791,606)
Cash and cash equivalents at the beginning of the year		**586,640**	1,378,246
Cash and cash equivalents at the end of the year	8	**475,514**	586,640

The Consolidated Statement of Cash Flows should be
read in conjunction with the notes to the financial statements.

Notes to the Consolidated Financial Statements

NOTE 1 MATERIAL ACCOUNTING POLICY INFORMATION

(a) Reporting Entity

Paterson Resources Limited (referred to as "Paterson" or the "Company") is a company domiciled in Australia. The address of the Company's registered office and principal place of business is disclosed in the Corporate Directory of the Annual Report. The consolidated financial statements of the Company as at and for the year ended 30 June 2024 comprise the Company and its subsidiaries (together referred to as the "Consolidated Entity" or the "Group").

(b) Basis of Preparation

Statement of compliance

The consolidated financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") and the Corporations Act 2001. The consolidated financial statements comply with International Financial Reporting Standards ("IFRS") adopted by the International Accounting Standards Board ("IASB"). Paterson Resources Ltd is a for-profit entity for the purpose of preparing the financial statements.

The annual report was authorised for issue by the Board of Directors on 30 September 2024.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Consolidated Entity only. Supplementary information about the parent entity is disclosed in Note 22.

New or amended Accounting Standards and Interpretations adopted

The Consolidated Entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

New standards and interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Consolidated Entity for the annual reporting period ended 30 June 2024. The Consolidated Entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Significant Judgements and Estimates

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 2.

Notes to the Consolidated Financial Statements

NOTE 1 MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Going Concern

As disclosed in the financial statements, the Group incurred a loss of $1,654,767, including an exploration impairment expense of $566,498, and had net cash outflows from operating and investing activities of $685,421 and $1,080,069 respectively, for the year ended 30 June 2024.

The Directors believe that it is reasonably foreseeable that the Group will continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report after consideration of the following factors:

- As disclosed in Note 25, after year-end the Company completed the sale of the Burraga asset and received the final payment of $2,650,000;
- The Group has the ability to raise capital through the issue of equity; and
- If required, the Group can scale down its operations during the next 12 months, including corporate overheads, to curtail expenditure and ensure sufficient cash is available to meet committed expenditure.

(c) Principles of Consolidation

Subsidiaries

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Paterson Resources Ltd ('Company' or 'parent entity') as at 30 June 2024 and the results of all subsidiaries for the year then ended. Paterson Resources Ltd and its subsidiaries together are referred to in this financial report as the Consolidated Entity.

Subsidiaries are all entities (including special purpose entities) over which the Consolidated Entity has the power to govern the financial and operating policies, generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Consolidated Entity controls another entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Consolidated Entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between Consolidated Entity companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Consolidated Entity.

The acquisition method of accounting is used to account for business combinations by the Consolidated Entity. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of financial position respectively.

Notes to the Consolidated Financial Statements

NOTE 1 MATERIAL ACCOUNTING POLICY INFORMATION (Continued)

Where the Consolidated Entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Consolidated Entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

(d) Impairment of non-financial assets

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

(e) Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

(f) Current and non-current classification

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

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

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

NOTE 2 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS AND ASSUMPTIONS

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

Exploration and Evaluation Expenditure
Exploration and evaluation costs have been capitalised on the basis that the Consolidated Entity will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the mineral resources. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. In addition, costs are only capitalised that are expected to be recovered either through successful development or sale of the relevant mining interest. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made.

Share-based payment transactions
The Consolidated Entity measures the cost of equity-settled transactions with employees or suppliers by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Hoadley ES02 model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

NOTE 3 SEGMENT INFORMATION

The Group operates in the mineral exploration industry in Australia only.

Given the nature of the Consolidated Entity, its size and current operations, management does not treat any part of the Group as a separate operating segment. Internal financial information used by the Group's decision makers is presented on a "whole of entity" manner without dissemination to any separately identifiable segments.

The Group's management operate the business as a whole without any special responsibilities for any separately identifiable segments of the business.

Accordingly, the financial information reported elsewhere in this financial report is representative of the nature and financial effects of the business activities in which it engages and the economic environments in which it operates.

Accounting Policy
Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

NOTE 4 OTHER INCOME

	2024	2023
	$	$
Interest received	**2,036**	6,949
	2,036	6,949

Accounting Policy
Other Revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

Notes to the Consolidated Financial Statements

NOTE 5 EXPENSES	2024 $	2023 $
(a) Administrative expenses		
Accounting, audit and company secretarial fees	**164,541**	161,816
Travel and accommodation expenses	**6,154**	-
General and administration expenses	**97,633**	57,341
	268,328	219,157
(b) Employee benefit expenses		
Director fees	**289,838**	295,000
Superannuation	**23,581**	30,145
Wages and Salaries	**64,373**	22,861
	377,792	348,006

NOTE 6 INCOME TAX	2024 $	2023 $
(a) The components of tax expense comprise:		
Current tax	-	-
Deferred tax	-	-
Income tax expense reported in the profit or loss and other comprehensive income	-	-
(b) The prima facie tax on loss from ordinary activities before income tax is reconciled to the income tax as follows:		
Loss before income tax expense	**(1,674,767)**	(5,656,443)
Prima facie tax benefit on loss before income tax at 30% (2021: 30%)	**(502,430)**	(1,696,933)
Tax effect of amounts that are not deductible/taxable in calculating taxable income		
Non-deductible expenses	**9,091**	13,298
Tax losses and temporary differences not brought to account	**493,339**	1,683,635
Income Tax Expense	**-**	-
Tax Losses		
Unused tax losses for which no deferred tax asset has been recognised	**30,050,256**	30,553,472
Unused capital tax losses for which no deferred tax asset has been recognised	**256,157**	256,157
Potential tax benefit at 30% (2021: 30%)	**9,091,924**	9,242,889
Unrecognised temporary differences		
Temporary differences for which deferred tax assets/liabilities have not been recognised		
• Investments	**(739)**	(3,358)
• Provisions, accruals and prepayments	**(746)**	(11,765)
• Exploration assets	**(491,423)**	(1,085,893)
• Assets held for sale	**8,247**	-
• Blackhole expenditure	**22,124**	5,013
	(462,537)	(1,096,003)
Unrecognised deferred tax assets relating to the above tax losses and temporary differences	**8,629,387**	8,146,886

Notes to the Consolidated Financial Statements

NOTE 6 INCOME TAX (Continued)

Accounting Policy
The income tax expense (revenue) for the year comprises current income tax expense (income) and deferred tax expense (income).

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

Deferred Tax
Deferred tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well unused tax losses.

Current and deferred income tax expense (income) is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the assets realised or the liability is settled, based on tax rates enacted or substantively enacted at the end of the reporting period. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised. Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled, and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

NOTE 7 LOSS PER SHARE

Basic loss per share amounts is calculated by dividing net loss for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

Diluted loss per share amounts is calculated by dividing the net loss attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

	2024 $	2023 $
Net loss for the year	**(1,674,769)**	(5,656,442)
Weighted average number of ordinary shares for basic and diluted loss per share.	**429,248,084**	357,225,824

Options on issue are not considered dilutive to the earnings per share as the Company is in a loss-making position.

Basic and diluted loss per share (cents)	**(0.39)**	(1.58)

Accounting Policy

Basic earnings per share

Basic earnings per share are calculated by dividing:

- The profit attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares; and
- By the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares.

Diluted earnings per share

Diluted earnings per share adjust 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 ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

Notes to the Consolidated Financial Statements

NOTE 8 CASH AND CASH EQUIVALENTS

	2024 $	2023 $
Cash at bank and in hand	**475,514**	586,640
	475,514	586,640

(a) Reconciliation of net loss after tax to net cash flows from operations

		2024 $	2023 $
Loss for the financial year		**(1,674,767)**	(5,656,443)
Adjustments for:			
Depreciation		**6,810**	24,374
Fair value adjustment on financial asset		**8,732**	-
Share-based payments	18	**30,304**	44,328
Impairment expense	11	**566,498**	4,769,630
Changes in assets and liabilities			
Trade and other receivables		**84,817**	9,442
Trade and other payables		**292,184**	(82,674)
Net cash used in operating activities		**(685,422)**	(891,343)

Accounting Policy
Cash and cash equivalents comprise cash on hand.

The Group's exposure to interest rate and credit risks is disclosed in Note 16.

NOTE 9 TRADE AND OTHER RECEIVABLES

Goods and services tax ("GST") receivable	**26,284**	26,568
Prepayments	**28,384**	70,763
Bonds	**-**	3,863
Other	**46,065**	-
	100,733	101,194

(a) Allowance for expected credit loss

The Consolidated Entity has recognised a loss of $Nil in profit or loss in respect of the expected credit losses for the year ended 30 June 2024 (2023: $Nil).

Accounting Policy

Trade and Other Receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Group has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue. Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Notes to the Consolidated Financial Statements

NOTE 9 TRADE AND OTHER RECEIVABLES (Continued)

Accounting policy

Goods and services Tax ('GST') and other similar taxes
Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included as a current asset or liability in the Consolidated Statement of Financial Position.

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

NOTE 10 ASSETS HELD FOR SALE

Exploration and evaluation expenditure (note 11)	**2,560,937**	-
Other receivable	**3,304**	-
Other payables	**(851)**	-
	2,563,420	-

The assets identified above represents the carrying amount of assets Burraga Pty Ltd and Old Lloyd Pty Ltd, subsidiaries of Paterson Resources Limited, which was the subject of a sale agreement entered into on 22 May 2024. On 29 August 2024, the sale was completed.

Accounting policy

Assets of disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For non-current assets or assets of disposal groups to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the non-current assets and assets of disposal groups to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of a non-current assets and assets of disposal groups, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised. Non-current assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current assets. The liabilities of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current liabilities.

Non-current assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current assets. The liabilities of disposal groups classified is held for sale are presented separately on the face of the statement of financial position, in current liabilities.

Notes to the Consolidated Financial Statements

NOTE 11 EXPLORATION AND EVALUATION EXPENDITURE	2024 $	2023 $
Carrying amount of exploration and evaluation expenditure	**4,580,818**	6,628,185
At the beginning of the year	**6,628,186**	9,816,751
Exploration and evaluation expenditure incurred	**1,080,069**	1,581,065
Classified as held for sale (note 10)	**(2,560,939)**	-
Impairment expense [(i)]	**(566,498)**	(4,769,630)
At the end of the year	**4,580,818**	6,628,186

(i) During the year, the Board performed a full review across all the projects and made relinquishment decisions based on the following assumptions:

a. the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
b. expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
c. exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area;
d. sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

The Company surrendered Bellary tenement E47/3578 during the year, writing off $15,534. Moreover, The Company surrendered the Lake Grace tenements E45/5130 subsequent to year end, writing off $377,415 in 2024. In consideration of the sale of the Burraga tenements, the Company wrote off $213,973.

Accounting Policy

Acquisition, exploration and evaluation costs associated with mining tenements are accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that the Group's rights of tenure to that area of interest are current and that the costs are expected to be recouped through the successful commercial development or sale 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.

Costs in relation to an abandoned area are written off in full against profit in the year in which the decision to abandon the area is made.

Each area of interest is also reviewed annually, and acquisition costs written off to the extent that they will not be recoverable in the future.

Notes to the Consolidated Financial Statements

NOTE 12 TRADE AND OTHER PAYABLES

	2024 $	2023 $
Trade payables	**455,549**	158,319
Accrued expenses	**25,900**	24,700
Other payables	**23,791**	30,888
	505,240	213,907

Trade payables are non-interest bearing and are normally settled on 30-day terms.

Due to the short-term nature of these payables, their carrying value is assumed to be the same as their fair value.

Accounting Policy

Trade payables and other payables represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

NOTE 13 OTHER CURRENT LIABILITIES

	2024 $	2023 $
Payments received in advance	**181,818**	-

This represents a deposit received under the conditions of the sale agreement relating to the sale of the Burraga Project.

NOTE 14 CONTRIBUTED EQUITY

(a) Issued and fully paid

	2024		2023	
	No.	$	No.	$
Ordinary shares	**456,037,879**	**37,346,601**	397,294,317	35,786,364

Ordinary shares entitle the holder to participate in dividends and the proposed winding up of the company in proportion to the number and amount paid on the share hold.

(b) Movement reconciliation

		Issue Price	Number	$
At 1 July 2023	**Opening Balance**		**397,294,317**	**35,786,364**
5 December 2023	Placement	0.028	13,922,130	382,820
11 December 2023	Placement	0.028	17,142,857	480,000
22 December 2023	Placement	0.028	27,678,575	775,000
	Share issue costs			(84,583)
At 30 June 2024	**Closing Balance**		**456,037,879**	**37,346,601**
At 1 July 2022	**Opening Balance**		**339,258,603**	**34,161,364**
9 March 2023	Placement	0.028	58,035,714	$1,625,000
At 30 June 2023	**Closing Balance**		**397,294,317**	**35,786,364**

Notes to the Consolidated Financial Statements

NOTE 14 CONTRIBUTED EQUITY (Continued)

Accounting Policy
Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

If the Company reacquires its own equity instruments, for example, as a result of a share buy-back, those instruments are deducted from equity and the associated shares are cancelled. No gain or loss is recognised in the profit or loss and the consideration paid including any directly attributable incremental costs (net of income taxes) is recognised directly in equity.

NOTE 15 RESERVES	**2024**	**2023**
	$	**$**
Share-based payments reserves	**67,507**	5,785,846
Movement reconciliation		
Balance at the beginning of the year	**5,785,846**	5,741,518
Share based payment expense recognised during the year	**30,304**	44,328
Expired options and performance rights transferred to Accumulated loss	**(5,748,643)**	-
Balance at the end of the year	**67,507**	5,785,846

The share-based payment reserve is used to record the value of share-based payments provided to outside parties, and share-based remuneration provided to employees and directors.

Notes to the Consolidated Financial Statements

NOTE 16 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of the financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring levels of exposure to interest rate and foreign exchange risk and assessments of market forecasts for interest rate and foreign exchange prices. Ageing analysis and monitoring of specific credit allowances are undertaken to manage credit risk. Liquidity risk is monitored through the development of future cash flow forecasts.

Risk management is carried out by Management and overseen by the Board of Directors with assistance from suitably qualified external advisors.

The main risks arising for the Group are foreign exchange risk, interest rate risk, credit risk and liquidity risk. The Board reviews and agrees policies for managing each of these risks and they are summarised below.

The carrying values of the Group's financial instruments are as follows:

	2024	**2023**
	$	**$**
Financial Assets		
Cash and cash equivalents	**475,514**	586,640
Trade and other receivables	**100,733**	101,194
Financial assets at fair value through profit or loss	**2,462**	11,194
	578,709	699,028
Financial Liabilities		
Trade and other payables	**505,240**	213,907
Other current liabilities	**181,818**	-
	687,058	213,907

(a) Market risk

(i) Foreign exchange risk

The Group was not significantly exposed to foreign currency risk fluctuations.

(ii) Interest rate risk

The Group is exposed to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in the market interest rates on interest bearing financial instruments. The Group's exposure to this risk relates primarily to the Group's cash and any cash on deposit. The Group does not use derivatives to mitigate these exposures. The Group manages its exposure to interest rate risk by holding certain amounts of cash in fixed and floating interest rate facilities. At the reporting date, the interest rate profile of the Group's interest-bearing financial instruments was:

	2024		2023	
	Weighted average interest rate [(i)]	**Balance $**	Weighted average interest rate	Balance $
Cash and cash equivalents	**0.43%**	**475,514**	1.54%	586,640

(i) This interest rate represents the average interest rate for the period.

Sensitivity

Within the analysis, consideration is given to potential renewals of existing positions and the mix of fixed and variable interest rates. The following sensitivity analysis is based on the interest rate risk exposures in existence at the reporting date. The 1% increase and 1% decrease in rates is based on reasonably expected possible changes over a financial year, using the observed range of historical rates for the preceding five-year period.

Notes to the Consolidated Financial Statements

NOTE 16 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

At 30 June 2024, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post-tax losses and equity would have been affected as follows:

	Profit higher/(lower)	
Judgements of reasonably possible movements:	**2024** **$**	**2023** **$**
+ 1.0% (100 basis points)	**4,755**	5,866
- 1.0% (100 basis points)	**(4,755)**	(5,866)

(b) Credit risk

Credit risk arises from the financial assets of the Group, which comprise cash and cash equivalents, trade and other receivables and other financial assets. The Group's exposure to credit risk arises from potential default of the counterparty, with maximum exposure equal to the carrying amount of the financial assets.

The Group's policy is to trade only with recognised, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms will be subject to credit verification procedures.

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant. There are no significant concentrations of credit risk within the Group.

(c) Liquidity risk

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

The Group manages liquidity risk by maintaining adequate cash reserves from funds raised in the market and by continuously monitoring forecast and actual cash flows. The Group does not have any external borrowings.

The following are the contractual maturities of financial liabilities:

	6 months **$**	**6-12 months** **$**	**1-5 years** **$**	**> 5 years** **$**	**Total** **$**
2024					
Trade and other payables	**505,240**	**-**	**-**	**-**	**505,240**
2023					
Trade and other payables	213,907	-	-	-	213,907

(d) Capital risk management

The Group's objectives when managing capital are to:

- Safeguard their ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the number of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Given the stage of the Group's development there are no formal targets set for return on capital. The Group is not subject to externally imposed capital requirements. The net equity of the group is equivalent to capital. Net capital is obtained through capital raisings on the Australian Securities Exchange ("ASX").

Notes to the Consolidated Financial Statements

NOTE 17 RELATED PARTY DISCLOSURE

(a) Key Management Personnel Compensation

Details relating to key management personnel, including remuneration paid, are below.

	2024 $	2023 $
Short-term benefits	**289,839**	300,000
Post-employment benefits	**16,500**	15,750
Share-based payments	**30,304**	44,328
	336,643	360,078

(b) Transactions with related parties

During the year, the Group incurred director consulting fees, payable to Harkiss Mineral Discovery Pty Ltd (a company of which Nick Johansen is a Director) Trilogy Exploration Pty Ltd (a company of which Matthew Bull is a Director) and BGE Pty Ltd (a company of which Greg Entwistle is a Director).

	2024 $	2023 $
Harkiss Mineral Discovery Pty Ltd	**64,838**	99,000
Trilogy Exploration Pty Ltd	**166,500**	145,121
BGE Pty Ltd	**15,000**	-
Total	**246,393**	244,121

On 30 June 2024, there is $79,572 consulting fee remained unpaid to (Harkiss Mineral Discovery Pty Ltd) Nick Johansen, $11,000 consulting fee remained unpaid to (BGE Pty Ltd) Greg Entwistle. All transactions were made on normal commercial terms and conditions and at market rates.

Matthew Bull owed the company $46,065 relating to the share placement on 22 December 2023.

There were no other transactions with KMP during the year ended 30 June 2024.

NOTE 18 SHARE-BASED PAYMENTS

	2024 $	2023 $
(a) Recognised share-based payment transactions		
Performance rights issued in the prior year	**30,304**	44,328
	30,304	44,328
Reconciliation:		
Recognised as share-based payment expenses in Statement of Profit or Loss and Other Comprehensive Income	**30,304**	44,328
	30,304	44,328

(b) Summary of options during the year:

There are no share-based options issued during the financial year 2024 (2023: Nil).

Notes to the Consolidated Financial Statements

NOTE 18 SHARE-BASED PAYMENTS (Continued)

(c) Summary of performance rights during the year:

There are no share-based performance rights issued during the financial year 2024

(d) Summary of performance rights in the prior year:

2023

Grant Date	Expiry Date	Exercise Price	Balance at the Start of the Year	Granted	Exercised	Expired/ Other	Balance at the End of the Year
11/12/2020*	11/12/2023	$0.00	2,000,000	-	-	(2,000,000)	-
11/12/2020*	11/12/2024	$0.00	2,000,000	-	-	-	2,000,000
			4,000,000	**-**	**-**	**(2,000,000)**	**2,000,000**

* Following shareholder approval at the AGM on 11 December 2020, the Company issued 4,000,000 performance rights to Mr Matthew Bull. The vesting of the Performance Rights is subject to the achievement of the following performance milestones, which is to be determined by the Board in its discretion:

(a) 2,000,000 Performance Rights will vest upon the Company's Shares achieving a VWAP of $0.090 over any 20 consecutive day period on which shares are traded on ASX, expiring 3 years after issue; and
(b) 2,000,000 Performance Rights will vest upon the Company's Shares achieving a VWAP of $0.135 over any 20 consecutive day period on which shares are traded on ASX, expiring 4 years after issue.

(e) Summary of performance rights in the prior year:

The assessed fair values of the performance rights was determined using Hoadley Barrier model, taking into account the vesting conditions, exercise price, term of performance rights, the share price at grant date and expected price volatility of the underlying share, expected yield and the risk-free interest rate for the term of the right. The inputs to the model used were:

	Tranche 1	Tranche 2
Number of rights	2,000,000	2,000,000
Dividend yield (%)	Nil	Nil
Expected volatility (%)	110	110
Risk-free interest rate (%)	0.090	0.135
Expected life of performance rights (years)	3	4
Underlying share price ($)	0.045	0.045
Exercise price ($)	Nil	Nil
Value of performance rights ($)	0.038	0.038
Fair value of performance rights ($)	76,000	76,000

Notes to the Consolidated Financial Statements

NOTE 19 COMMITMENTS

(a) Tenement Commitments

In relation to the WA tenements, the Group must meet the following tenement expenditure commitments to maintain them in good standing until they are joint ventured, sold, reduced, relinquished, exceptions from expenditure are applied or are otherwise disposed of. The commitments that are not provided for in the financial statements are:

	2024 $	2023 $
- Within one year	**78,624**	386,072
- Later than one but not later than five years	**123,429**	557,929
	202,053	944,001

NOTE 20 CONTINGENCIES

Contingent liabilities
There are no contingent liabilities as at 30 June 2024 and 30 June 2023.

Contingent assets
There are no contingent assets as at 30 June 2024 (2023: Nil).

NOTE 21 AUDITOR'S REMUNERATION

	2024 $	2023 $
Amounts received or due and receivable by RSM Australia Partners for:		
Audit or review of the financial statements	**39,823**	39,200
	39,823	39,200

NOTE 22 INVESTMENT IN CONTROLLED ENTITIES

	Principal Activities	Country of Incorporation	Ownership interest 2024 %	Ownership interest 2023 %
Orange Hills Resources Limited	Exploration	Australia	**100**	100
Burraga Copper Pty Ltd	Exploration	Australia	**100**	100
BC Exploration Pty Ltd	Exploration	Australia	**100**	100
Malang Resources Pty Ltd	Exploration	Australia	**90**	90
ACN 603 462 513 Pty Ltd	Exploration	Australia	**100**	100
Old Lloyds Mine Pty Ltd	Exploration	Australia	**100**	100

NOTE 23 ACCUMULATED LOSSES

	2024 $	2023 $
Balance at beginning of the year	**(34,452,093)**	(28,795,651)
Loss after income tax for the year	**(1,674,769)**	(5,656,442)
Reclassification of expired options	**5,748,643**	-
Balance at end of the year	**(30,378,219)**	(34,452,093)

There are no dividends declared for the year ended 30 June 2024 (2023: Nil)

Notes to the Consolidated Financial Statements

NOTE 24 PARENT ENTITY

	2024 $	2023 $
Assets		
Current assets	**578,000**	694,976
Non-current assets	**7,144,948**	6,572,395
Total assets	**7,722,948**	7,267,371
Liabilities		
Current liabilities	**(687,059)**	(147,254)
Total liabilities	**(687,059)**	(147,254)
Equity		
Contributed equity	**52,200,420**	50,640,183
Reserves	**82,507**	5,911,726
Accumulated losses	**(45,247,038)**	(49,431,792)
Total equity	**7,035,889**	7,120,117
Loss for the year	**(1,644,466)**	(5,656,442)
Total comprehensive loss	**(1,644,466)**	(5,656,442)

Contingent assets
The parent entity has no contingent assets at 30 June 2024 and 30 June 2023.

Contingent liabilities
The parent entity has no contingent liabilities at 30 June 2024 and 30 June 2023.

Capital commitments - Plant and equipment
The parent entity had no capital commitments for plant and equipment as at 30 June 2024 and 30 June 2023.

Exploration commitments
The parent entity had exploration commitments as disclosed in Note 19.

Material accounting policy information
The accounting policies of the parent entity are consistent with those of the Consolidated Entity, as disclosed in the financial statements, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in joint ventures are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

NOTE 25 EVENTS AFTER THE REPORTING DATE

The sale of the Burraga Project was completed in August with the final $2,650,000 received.

There has been no matter or circumstance that has arisen since the end of the financial year that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group.

Consolidated Entity Disclosure Statement

Basis of preparation

The Group's consolidated entity disclosure statement at 30 June 2024 is set out below.

Entity Name	Entity Type	Trustee/ partnership/ JV Partner	% Ownership	Country of incorporation and tax residency
Orange Hills Resources Limited	Body Corporate	N/A	100%	Australia
Malang Resources Pty Ltd	Body Corporate	N/A	100%	Australia
ACN 603 462 513 Pty Ltd	Body Corporate	N/A	100%	Australia
Burraga Copper Pty Ltd	Body Corporate	N/A	100%	Australia
BC Exploration Pty Ltd	Body Corporate	N/A	100%	Australia
Old Lloyds Mine Pty Ltd	Body Corporate	N/A	100%	Australia

Directors' Declaration

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Australian 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 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the company's financial position as at 30 June 2024 and of its performance for the financial 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.
- The consolidated entity disclosure statement set out on page 41 is true and correct.
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

Ken Banks
Non-Executive Chairman
30 September 2024

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

Opinion

We have audited the financial report of Paterson Resources 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 statements, 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 then ended; 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 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 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.

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Key Audit Matters

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

Key Audit Matter	How our audit addressed this matter
Exploration and Evaluation Expenditure Refer to Note 11 in the financial statements	
The Group has capitalised exploration and evaluation expenditure with a carrying value of $4,580,818 as at 30 June 2024. We considered this to be a key audit matter due to the significant management judgments involved in assessing the carrying value of the asset including: • Determination of whether the expenditure can be associated with finding specific mineral resources, and the basis on which that expenditure is allocated to an area of interest; • Determination of whether exploration activities have progressed to the stage at which the existence of an economically recoverable mineral reserve may be assessed; and • Assessing whether any indicators of impairment are present, and if so, judgments applied to determine and quantify any impairment loss.	Our audit procedures included: • Assessing the Group's accounting policy for compliance with Australian Accounting Standards; • Assessing the Group's right to tenure of each relevant area of interest; • Agreeing on a sample basis, additions of capitalised exploration and evaluation expenditure to supporting documentation, including assessing whether amounts are capital in nature and relate to the relevant area of interest; • Assessing the amount of capitalised exploration and evaluation expenditure written off during the year; • Assessing and evaluating management's assessment that no indicators of impairment existed at the reporting date; • Assessing management's determination that exploration and evaluation activities have not yet reached a stage where the existence or otherwise of economically recoverable reserves may be reasonably determined; • Enquiring with management and assessing budgets and other supporting documentation to corroborate that active and significant operations in, or relation to, each relevant area of interest will be continued in the future; and • Assessing the appropriateness of the disclosures in financial report.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 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 accordingly we do not express any form of assurance conclusion thereon.

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

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

a. the financial report (other than the consolidated entity disclosure statement) 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 (other than the consolidated entity disclosure statement) 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 have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar2_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 within the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Paterson Resources 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.

RSM

RSM AUSTRALIA

AWhyte

ALASDAIR WHYTE
Partner

Perth, WA
Dated: 30 September 2024

Corporate Governance Statement

The Board of Directors of Paterson Resources Ltd is responsible for the corporate governance of the Company. The Board guides and monitors the business and affairs of the Company on behalf of the shareholders by whom they are elected and accountable. The Board continuously reviews its governance practices to ensure they remain consistent with the needs of the Company.

The Company complies with each of the recommendations set out in the Australian Securities Exchange Corporate Governance Council's Corporate Governance Principles and Recommendations 4th Edition ("the ASX Principles"). This statement incorporates the disclosures required by the ASX Principles under the headings of the eight core principles. All of these practices, unless otherwise stated, are in place.

The Company's Corporate Governance Statement and policies can be found on its website at www.patersonresources.com.au.

ASX Additional Information

Additional information required by the Australian Securities Exchange and not shown elsewhere in this Annual Report is as follows. The information is current as of 27 September 2024.

1. **Fully paid ordinary shares**
   - There is a total of 456,037,879 fully paid ordinary shares on issue which are listed on the ASX.
   - The number of holders of fully paid ordinary shares is 1,402.
   - Holders of fully paid ordinary shares are entitled to participate in dividends and the proceeds on winding up of the Company.
   - There are no preference shares on issue.

2. **Distribution of fully paid ordinary shareholders is as follows:**

Range	Number of holders	Number of shares	% of Issued Capital
1 - 1,000	77	15,761	0.00
1,001 - 5,000	72	181,689	0.04
5,001 - 125,000	944	33,003,931	7.24
125,001 Over	309	422,836,498	92.72
Total	**1,402**	**456,037,879**	**100.00**

3. **Holders of non-marketable parcels**
   Holders of non-marketable parcels are deemed to be those whose shareholding is valued at less than $500.

   There are 678 shareholders who hold less than a marketable parcel of shares, amount to 1.86% of issued capital.

4. **Substantial shareholders of ordinary fully paid shares**
   The names of substantial shareholders who have notified the Company in accordance with section 671B of the Corporations Act 2001 are:

	Holding Balance	% of Issued Capital
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	48,050,688	10.54

5. **Share buy-backs**
   There is no current on-market buy-back scheme.

6. **Voting rights of Shareholders**
   All fully paid ordinary shareholders are entitled to vote at any meeting of the members of the Company and their voting rights are on:
   - Show of hands – one vote per shareholders; and
   - Poll – one vote per fully paid ordinary share.

7. **Restricted Securities**
   There are no shares on issue that are subject to voluntary escrow restrictions or mandatory escrow restriction under ASX Listing Rules Chapter 9.

8. **Unlisted Options**
   There are no unlisted options as at 27 September 2024.

9. **Unlisted Performance Rights**
   As at 27 September 2024, there are a total of 2,000,000 unlisted Performance Rights on issue held by 1 holder. These rights have no exercise price and vest between 11 December 2020 and 11 December 2024, subject to the fulfilment of relevant vesting conditions.

ASX Additional Information

10. Major Shareholders

The Top 20 largest fully paid ordinary shareholders together held 49.68% of the securities in this class and are listed below:

Rank	Holder Name	Number Held	Percentage %
1	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	48,050,688	10.54
2	MR MATTHEW NORMAN BULL	19,821,430	4.35
3	RAE CHEAH MONG	17,857,143	3.92
4	MS FENGMEI SHEN	16,157,394	3.54
5	MR DAVID OLIVER BULL	12,455,093	2.73
6	MR GEORGE CZYDEL	11,890,123	2.61
7	MISS GAY VIVIAN CAIN	9,200,000	2.02
8	MR JEFFORY JOSEPH COLLINS	8,739,464	1.92
9	CITICORP NOMINEES PTY LIMITED	8,371,263	1.84
10	MR BENJAMIN JAMES WILLIAMS	8,250,000	1.81
11	MR NICHOLAS EDWARD BULL	7,147,922	1.57
12	CUTTING EDGE DEVELOPMENTS PTY LTD <BUSTIN FAMILY A/C>	7,060,000	1.55
13	MR RAMIN AFNANI	7,057,000	1.55
14	DR ANNE PATRICIA CZYDEL	6,983,444	1.53
15	MS ZUOJIA DU	6,904,762	1.51
16	MOVERLY SUPERANNUATION PTY LTD <MOVERLY SUPER FUND A/C>	6,900,000	1.51
17	MR JOKO SUSASTRO	6,793,158	1.49
18	MR ALI SUSANTO + MRS SIMPATIHATY TANDADJAJA	6,187,204	1.36
19	MR JEFFREY JOSEPH COLLINS	5,357,143	1.17
19	POLLEO PTY LTD <POLLEO SUPER FUND A/C>	5,357,143	1.17
Total: Top 20 holders of ORDINARY FULLY PAID SHARES		**226,540,375**	**49.68**

11. Tax Status

The Company is treated as a public company for taxation purposes.

12. Franking Credits

The Company has no franking credits.

13. Business Objectives

The Company confirms that it is has used the cash and assets in a form readily convertible to cash at the time of admission in a way consistent with its business objectives.

14. Tenement Schedule

The following table sets out the tenement information as required by ASX Listing Rule 5.3.3

ASX Additional Information

Table 1: Mining tenements held at the end of the Financial Year and their location

Project Name	Location	Tenement Licences	Interest held by Group
Grace	WA	E45/4524	100%
Grace	WA	E45/5130	100%
Burraga	NSW	EL6463	100%*
Burraga	NSW	EL6874	100%*
Burraga	NSW	EL7975	100%*
Burraga	NSW	EL8826	100%*
Burraga	NSW	EL9135	100%*

Subsequent to the financial year end, the Company sold the Burraga Project comprising EL9135, EL8826, EL7975, EL6874 and EL6463.