ASX:AZS



29 APRIL 2024

QUARTERLY ACTIVITIES REPORT

FOR PERIOD ENDED 31 MARCH 2024

CORPORATE

- Just prior to the commencement of the March 2024 quarter, Azure entered into a binding Transaction Implementation Deed with Sociedad Química y Minera de Chile S.A. ("SQM") and Hancock Prospecting Pty Ltd ("Hancock") (together the "Joint Bidders") under which it is proposed that the Joint Bidders (via SH Mining Pty Ltd ("SH Mining")) will acquire 100% of the shares in Azure by way of a scheme of arrangement for a cash amount of A\$3.70 per Azure share ("Scheme"), or if the Scheme is not successful, by way of an off-market takeover offer for a cash amount of A\$3.65 per Azure share ("Takeover Offer") (together, the "Transaction"). For further details regarding the Transaction, refer to Azure's ASX announcement dated 19 December 2023.
- Extraordinary General Meeting and Scheme Meeting convened during the period, with Transaction Booklet, a key document including all information about the Scheme, dispatched to shareholders.
- Post period-end, the resolutions to approve the joint bidding arrangements between the Joint Bidders and the Scheme were passed by shareholders at the EGM and Scheme Meeting respectively.

ANDOVER PROJECT

- Further intersections of very broad, spodumene-bearing and lithium-rich intervals reported from the AP0011 pegmatite within Target Area 1 ("TA1") with highlights includina:
 - 112.9m @ 1.63% Li₂O from 408.5m (~107.0m True Width ("TW")) in ANRD0154
 - 152.3m @ 1.15% Li₂0 from 330.7m (TW: ~137.1m) in ANDD0309; and
 - 112.0m @ 1.24% Li₂0 from 299.1m (TW: ~73.5m) in ANDD0334
- Positive results continue from Target Area 3 ("TA3") with AP0004 pegmatite returning consistent and predictable of mineralisation throughout its full extent.
- Mineralised strike length of AP0004 now exceeds 2,100m (with >800m of down-dip extent) with highlights including:
 - 102.5m @ 1.00% Li₂0 (TW: ~48.1m) from 393.5m in ANDD0337
 - 88.4m @ 1.53% Li₂0 (TW: ~37.5m) from 38.0m in ANDD0339; and
 - 90.8m @ 1.54% Li₂0 (TW: ~34.0m) from 82.5m in ANDD0303
- Consistent thicknesses and grade of lithium mineralisation emerging across other TA3 pegmatites with mineralised strike length in AP0002 exceeding 1,500m (with >400m of down-dip extent) and remaining open in all directions.
- Estimation of the maiden Mineral Resource Estimate for TA1 is in progress and resource definition drilling continues at TA3.





PO Box 493 West Perth WA 6872



+61 8 6187 7500

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Azure Minerals Limited (ASX: AZS) ("Azure" or "the Company") is pleased to provide its activities report for the March quarter, during which the Company continued to progress a binding Transaction Implementation Deed while delivering significant exploration success at the Andover lithium project (Azure 60% / Creasy Group 40%), located in the West Pilbara region of Western Australia.

Commenting on the March quarter, Azure's Managing Director Tony Rovira said:

"It has been yet another active quarter for Azure Minerals during which the Company significantly advanced the proposed Transaction with SQM and Hancock, valuing Azure at ~A\$1.7 billion on a fully diluted equity basis.

"During the period, the Company convened an Extraordinary General Meeting and Scheme Meeting to seek Azure shareholder approval of the joint bidding arrangements between the Joint Bidders and the Scheme. Additionally, Azure dispatched to shareholders a Transaction Booklet, which is a key document and which includes important information about the Scheme.

"Post period-end, I am exceptionally pleased to report that the resolutions to approve the joint bidding arrangements between the Joint Bidders and the Scheme were each passed by shareholders at the EGM and Scheme Meeting respectively. Approval from shareholders represents the satisfaction of two of the key conditions precedent for the completion of the Transaction and the Company will continue to keep shareholders informed of all material developments as the Transaction continues to progress.

"In addition, the Company has also delivered stellar exploration results in Target Areas 1 and 3. Drilling of the AP0011 pegmatite within Target Area 1 continued to yield multiple +100m intersections of mineralisation. Meanwhile, an increased focus on AP0004 and AP0002 in Target Area 3 has demonstrated the potential for these pegmatites to yield further thick, high-grade lithium intersections and remain open in all directions.

These emerging results in Target Area 3 combined with the established potential of Target Area 1 continue to affirm the Andover Project's potential to be a lithium project of global significance."

CORPORATE

Just prior to the commencement of the March 2024 quarter,, the Company announced it had entered into a new binding Transaction Implementation Deed with the Joint Bidders and SH Mining under which it is proposed that SH Mining will acquire 100% of the shares in Azure by way of a scheme of arrangement for a cash amount of A\$3.70 per Azure share, or if the Scheme is not successful, by way of an off-market takeover offer for a cash amount of A\$3.65 per Azure share¹ ("Transaction Implementation Deed").

To facilitate the Transaction, SQM and Hancock entered into a joint bidding agreement governing how the joint bid would be made.

In February, the Joint Bidders confirmed all competition law approvals required under the Transaction Implementation Deed have been obtained, and accordingly that the relevant

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¹ Refer to ASX announcement dated 19 December 2023





conditions precedent set out in clause 3.1(b) and clause 1.7(b) of Schedule 2 of the Transaction Implementation Deed have been satisfied².

In March, the Company reported that the Supreme Court of Western Australia made the following orders in relation to the Scheme³:

- that a meeting of the shareholders of Azure be convened to consider and vote on the Scheme ("Scheme Meeting"); and
- that an explanatory statement which includes information about the Scheme ("Transaction Booklet") be despatched to Azure shareholders.

The Transaction Booklet was subsequently registered with the Australian Securities & Investments Commission and despatched to shareholders⁴.

Post period-end, the Company reported the results of the EGM and Scheme Meeting, which was held on 8 April 2024, whereby shareholders passed by the requisite majorities⁵ regarding:

- the resolution to approve the proposed acquisition of 100% of the shares in Azure by SH Mining, a bid vehicle jointly owned by SQM and Hancock (through its subsidiary Hanrine Future Metals Pty Ltd), by way of the Scheme ("Scheme Resolution"); and
- the resolution to approve the Joint Bidders' joint bidding arrangements for the purposes of item 7 of section 611 of the Corporations Act 2001 (Cth) ("Section 611 item 7 Resolution")

Now that the Scheme Resolution and Section 611 Item 7 Resolution have passed by the requisite majorities, subject to satisfaction of the remaining conditions precedent, the Supreme Court of Western Australia has listed the Second Court Hearing (the purpose of which is for the Court to consider approval of the Scheme) for 4.00pm (Perth time) on Wednesday, 1 May 2024.

An indicative timetable on the next steps has been outlined (refer to ASX Announcement dated 8 April) and Azure will update its shareholders as to any material developments in relation to the Scheme as the timetable progresses.

ANDOVER PROJECT (60% AZURE MINERALS / 40% CREASY GROUP)

Lithium-focused drilling

For the March 2024 quarter, 57 diamond core holes were drilled 25,908m.

To the end of the March guarter, since the lithium-focused drilling commenced in March 2023, 243 diamond core holes have been completed for 81,944m, 94 Reverse Circulation (RC) holes completed for 18,775m, and 28 holes comprising RC pre-collars with diamond tails completed for 12,700m, for a grand total of 113,419m.

Throughout the period, drilling by the Company continued to deliver broad, high-grade lithium intersections from its two highest priority target areas (TA1 and TA3), indicating that Andover has the potential to be a lithium project of global significance (see Figure 1).



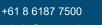
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ABN: 46 106 346 918

 $^{^{2}}$ Refer to ASX Announcement dated 28 February 2024

³ Refer to ASX Announcement dated 4 March 2024

⁴ Refer to ASX Announcements dated 14 February 2024 & 4 March 2024

⁵ Refer to ASX Announcement dated 8 April 2024

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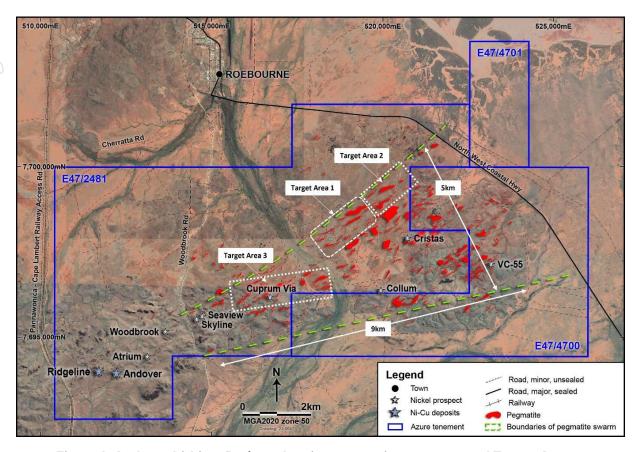


Figure 1: Andover Lithium Project showing pegmatite outcrops and Target Areas

Target Area 1

During the quarter, Azure reported continued drilling success at TA1 with the intersection of numerous thick, spodumene-bearing and lithium-rich intervals within the AP0011 pegmatite (Figure 2)6. Some of these mineralised intersections are the thickest and highest-grade received to date, with assayed intervals correlating strongly with previously reported visual spodumene observations7.

Multiple broad (>100m) mineralised intersections were returned, including:

- 112.9m @ 1.63% Li₂0 (~107.0m True Width ("TW")) from 408.5m in ANRD0154 including
 - 24.6m @ 2.17% Li₂O (TW: ~23.3m) from 424.7m
- 152.3m @ 1.15% Li₂O (TW: ~137.1m) from 330.7m in ANDD0309 including
 - 34.7m @ 1.73% Li₂O (TW: ~31.2m) from 331.6m
- 112.0m @ 1.24% Li₂0 (TW: ~73.5m) from 299.1m in ANDD0334 including
 - o 40.6m @ 1.55% Li₂0 (TW: ~26.6m) from 360.1m
- 106.1m @ 1.30% Li₂0 (TW: ~82.9m) from 484.3m in ANRD0156
- 125.2m @ 1.00% Li₂O (TW: ~116.1m) from 166.0m in ANRD0162 including
 - 28.5m @ 1.63% Li₂O (TW: ~26.4m) from 166.0m
- 112.1m @ 1.11% Li₂O (TW: ~76.5m) from 400.1m in ANDD0327









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⁶ Refer to ASX Announcement dated 13 February 2024

⁷ Refer to ASX Announcement dated 22 December 2023

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113.6m @ 0.88% Li₂0 (TW: ~105.0m) from 211.1m in ANDD0346

Additional thick Li₂O intersections from APOO11 pegmatite include:

- 60.2m @ 1.12% Li₂O (TW: ~52.5m) from 137.6m in ANDD0353
- 35.1m @ 1.09% Li₂0 (TW: ~34.0m) from 395.7m in ANRD0155
- 32.6m @ 1.06% Li₂0 (TW: ~28.1m) from 511.5m in ANRD0157

Assay results have been received from all drill holes at TA1 and the estimation process for the maiden Mineral Resource Estimate (MRE) is in progress. The MRE for TA1 is expected to be finalised in mid-2024.

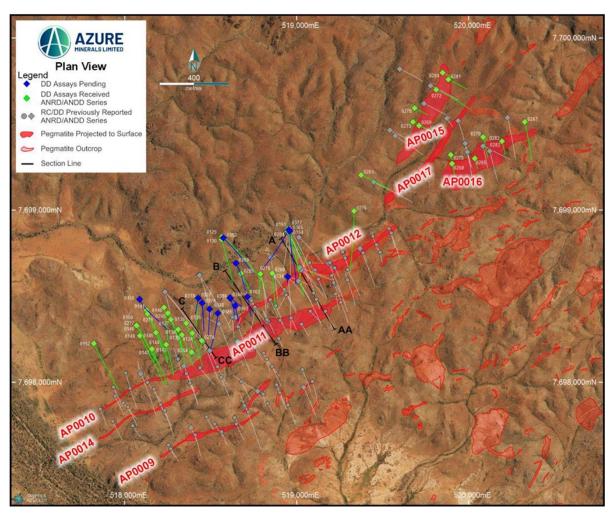


Figure 2: Pegmatite outcrops and drill hole locations at Target Area 1

Target Area 3

During the quarter, Azure reported assays from diamond drilling at TA3, with consistent thicknesses and grade of lithium mineralisation returned from the AP0001 to AP0005 pegmatites. These impressive results confirm a major lithium-mineralised system is present at TA3.





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Most notably, the Company has encountered significant mineralisation in the AP0004 pegmatite along more than 2,100m of strike length (see Figure 3). AP0004 demonstrates strong consistency of mineralisation and predictability throughout its full extent with true widths typically being between 32m and 38m, averaging approximately 35m8.

The pegmatite dips at between 40° to 50° towards the northwest and extends from surface to more than 800m down-dip (to approximately 500m vertically below surface).

To date, drilling has not closed off the lithium mineralisation in any direction and the deposit remains open along strike to the northeast and southwest and down dip.

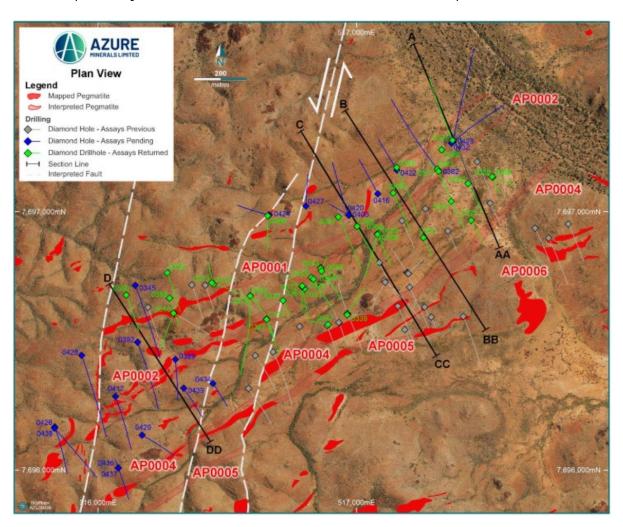


Figure 3: Pegmatite outcrops and drill hole locations at Target Area 3

Significant mineralised intersections from the AP0004 pegmatite reported in March⁹ included:

- 102.5m @ 1.00% Li₂0 (TW: ~48.1m) from 393.5m in ANDD0337
- 88.4m @ 1.53% Li₂0 (TW: ~37.5m) from 38.0m in ANDD0339
- 62.5m @ 1.53% Li₂O (TW: ~51.7m) from 268.5m in ANDD0360











⁸ Refer to ASX Announcement dated 20 March 2024

⁹ Refer to ASX Announcement dated 20 March 2024





- 58.1m @ 1.21% Li₂0 (TW: ~40.9m) from 250.4m in ANDD0371
- 51.8m @ 1.07% Li₂0 (TW: ~50.3m) from 120.0m in ANDD0374
- 47.7m @ 1.46% Li₂0 (TW: ~45.8m) from 96.0m in ANDD0342
- 41.7m @ 1.37% Li₂0 (TW: ~38.0m) from 128.3m in ANDD0333
- 41.2m @ 1.55% Li₂O (TW: ~33.7m) from 207.6m in ANDD0335
- 35.4m @ 1.41% Li₂O (TW: ~33.7m) from 175.9m in ANDD0363
- 34.7m @ 1.52% Li₂O (TW: ~34.30m) from 212.7m in ANDD0395
- 34.4m @ 1.41% Li₂O (TW: ~34.3m) from 66.6m in ANDD0362
- 33.7m @ 1.23% Li₂0 (TW: ~32.4m) from 131.3m in ANDD0361
- 33.6m @ 1.24% Li₂0 (TW: ~32.5m) from 138.8m in ANDD0355

Additional intersections from APO004 reported in January included¹⁰:

- 90.8m @ 1.54% Li₂0 (TW: ~34.0m) from 82.5m in ANDD0303
- 58.6m @ 1.57% Li₂O (TW: ~33.1m) from 57.7m in ANDDO306
- 51.6m @ 1.04% Li₂0 (TW: ~36.9m) from 255.1m in ANDD0322
- 40.1m @ 1.57% Li₂O (TW: ~38.2m) from 106.1m in ANDD0330
- 34.5m @ 1.57% Li₂0 (TW: ~33.0m) from 182.1m in ANDD0316

These significant results were complemented with further exploration success at AP0002 which, similar to AP0004, is open at depth and along strike to the northeast and southwest. The AP0002 pegmatite now possesses an overall mineralised strike length in excess of 1,500m and extends to more than 400m down-dip.

Mineralised intersections from the AP0002 pegmatite reported during the quarter¹¹ include:

- 47.1m @ 1.27% Li₂O (TW: ~35.2m) from 286.4m in ANDD0398
- 44.0m @ 1.11% Li₂0 (TW: ~35.0m) from 140.0m in ANDD0340
- 40.2m @ 1.29% Li₂0 (TW: ~39.2m) from 243.8m in ANDD0356
- 39.3m @ 1.18% Li₂O (TW: ~35.4m) from 66.4m in ANDD0383
- 34.7m @ 1.43% Li₂0 (TW: ~32.6m) from 237.0m in ANDD0350
- 26.0m @ 1.25% Li₂0 (TW: ~24.6m) from 57.6m in ANDD0376
- 20.0m @ 1.76% Li₂0 (TW: ~18.8m) from 109.8m in ANDD0392 •
- 19.6m @ 1.03% Li₂0 (TW: ~19.0m) from 4.5m in ANDD0374
- 38.2m @ 1.43% Li₂0 (TW: ~37.3m) from 124.3m in ANDD0332
- 35.9m @ 1.19% Li₂O (TW: ~33.9m) from 180.5m in ANDD0326
- 39.6m @ 1.14% Li₂O (TW: ~38.7m) from 159.4m in ANDD0304

The AP0001 pegmatite continues to be intersected in the hanging wall of the AP0002 pegmatite. AP0001 mineralisation has been confirmed by assays over a strike length of over 1,000m, and to 150m down-dip.

Highlights reported during the quarter from AP0001¹² include:

10.4m @ 1.45% Li₂O (TW: ~10.1m) from 62.0m in ANDD0398











¹⁰ Refer to ASX Announcement dated 15 January 2024

¹¹ Refer to ASX Announcement dated 20 March 2024

¹² Refer to ASX Announcement dated 20 March 2024

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- 4.8m @ 1.12% Li₂0 (TW: ~4.7m) from 98.3m in ANDD0356
- $6.4m @ 2.54\% Li_2O (TW \sim 6.3m) from 55.4m in ANDD0316$
- $11.0 m \ @ \ 2.03\% \ Li_2O \ (TW \sim 5.5 m) \ from \ 99.8 m \ in \ ANDDO322$

Finally, the Company also received results from the AP0005 pegmatite. Drilling defined AP0005 as another steeply dipping (55°-65°) pegmatite with strong mineralisation for over 800m strike length. Results reported during the quarter include:

- 26.5m @ 1.07% Li₂0 (TW ~23.1m) from 4.2m in ANDD0300
- 18.8m @ 1.20% Li₂0 (TW ~13.1m) from 135.1m in ANDD0296 •

Drilling at Target Area 3 is continuing with 8 diamond drill rigs defining the lateral and depth extents of mineralisation in the pegmatites, as well as infilling to appropriate spacing to underpin the maiden Mineral Resource Estimate. The MRE for TA3 is expected to be finalised in mid-2024.

CAPITAL

As at 31 March 2024, Azure remains well-funded with a cash position of \$100.1 million.

During the March quarter, the Company expensed \$15.4 million on exploration and testwork activities described herein.

Payments to related parties of the entity and their associates totaled \$291,000 and consisted of Executive Service fees of \$151,000 and Director's fees of \$140,000.

-ENDS-

For enquiries, please contact:

Tony Rovira

Managing Director Azure Minerals Limited Ph: +61 8 6187 7500

E: admin@azureminerals.com.au

or visit www.azureminerals.com.au

Media & Investor Relations

David Tasker Chapter One Advisors Ph: +61 433 112 936

E: dtasker@chapteroneadvisors.com.au

COMPETENT PERSON STATEMENT

Information in this report that relates to Exploration Results for the Andover Project is based on information compiled by Mr Graham Leaver, who is a Member of The Australian Institute of Geoscientists. Mr Leaver has sufficient experience relevant to the style of mineralisation and type of deposit under consideration, and to the activities undertaken, to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Leaver is a full-time employee of Azure Minerals Limited and consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Information in this report that relates to previously reported Exploration Results and Exploration Target has been crossed-referenced in this report to the date that it was reported to ASX. Azure Minerals Limited confirms that it is not aware of any new information or data that materially affects information included in the relevant market announcements.

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Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name	of e	ntity
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Azure Minerals Limited

ABN

46 106 346 918

Quarter ended ("current quarter")

31 March 2024

		Current	Year to date
Co	nsolidated statement of cash flows	quarter	(6 months)
		\$A'000	\$A'000
1	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for	-	-
	(a) exploration & evaluation	(15,365)	(40,817)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(1,200)	(3,183)
(e) administration and corporate costs	(391)	(2,413)	
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	1,205	2,714
1.5	Interest and other costs of finance paid	-	(12)
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Change of control transaction expenses	(1,198)	(2,002)
1.9	Net cash from / (used in) operating activities	(16,949)	(45,713)
2)	Cash flows from investing activities		
2.1	Payments to acquire:		
	(a) entities	-	-
	(b) tenements	-	
	(c) property, plant and equipment	(394)	(1,069)
	(d) exploration & evaluation (if capitalised)	-	-
	(a) investments		

2	Cash flows from investing activities		
2.1	Payments to acquire:		
	(a) entities	-	-
=	(b) tenements	-	
	(c) property, plant and equipment	(394)	(1,069)
	(d) exploration & evaluation (if capitalised)	-	-
	(e) investments	-	-
	(f) other non-current assets	-	-

⁺ See chapter 19 of the ASX Listing Rules for defined terms.



Cor	nsolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
2.2	2.2 Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
(c) property, plant and equipment		-	-
	(d) investments		-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other	-	(55)
2.6	Net cash from / (used in) investing activities	(394)	(1,124)
3.1	Cash flows from financing activities Proceeds from issues of equity securities (excluding convertible debt securities)	-	128,784
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	712
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other	-	-
3.10	Net cash from / (used in) financing activities	-	129,496
4	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	117,496	17,494
4.2	Net cash from / (used in) operating activities	(16,949)	(45,713)
	(item 1.9 above)	(10,545)	(43,713)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(394)	(1,124)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	129,496
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	100,153	100,153



Cons	olidated statement of cash flows	Current quarter \$A'000	Previous quarter \$A'000
5	Reconciliation of cash and cash equivalents		
	at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the		
	accounts		
5.1	Bank balances	3,510	36,300
5.2	Call deposits	96,643	81,196
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	100,153	117,496

6.1 Aggregate amount of payments to related parties and their associates included in item 1	quarter 00
	291
6.2 Aggregate amount of payments to related parties and their associates included in item 2	-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.

3	Financing facilities Note: the term "facility' includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.	Total facility amount at quarter end \$A'000	Current quarter \$A'000
7.1	Loan facilities	-	-
7.2	Credit standby arrangements	-	-
7.3	Other - Convertible Notes	_	-
7.4	Total financing facilities	-	-
7.5	Unused financing facilities available at quarter end		-
	Include in the box below a description of each facility above, ir	ncluding the lender, i	nterest rate,

maturity date and whether it is secured or unsecured. If any additional financing facilities have been

entered into or are proposed to be entered into after quarter end, include a note providing details of

those facilities as well.

7.6



8	Estimated cash available for future operating activities	\$A'000
8.1	Net cash from / (used in) operating activities (Item 1.9)	(16,949)
8.2	(payments for exploration & evaluation classifed as investing activities)(item	-
8.3	Total relevant outgoings (Item 8.1 + Item 8.2)	(16,949)
8.4	Cash and cash equivalents at quarter end (Item 4.6)	100,153
8.5	Unused finance facilities available at quarter end (Item 7.5)	-
8.6	Total available funding (Item 8.4 + Item 8.5)	100,153
8.7	Estimated quarters of funding available (Item 8.6 divided by Item 8.3)	5.91
8.8	If Item 8.7 is less than 2 quarters, please provide answers to the following questi	ons:
	1. Does the entity expect that it will continue to have the current level of net oper for the time being and, if not, why not?	erating cash flows
2	Answer: N/A	
)		

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: N/A

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: NA



Compliance statement

This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A

This statement gives a true and fair view of the matters disclosed.

Date: 29 April 2024

Authorised by: Brett Dickson, Company Secretary



This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.



If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.



Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.



If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee - eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".



If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.



Annexure 1 Schedule of Interests in Mining Tenements

Current				
Project	Mineral	Tenement	Status	Percentage Held
Barton	All Minerals	E31/1278	Granted	100
Barton	All Minerals	E31/1280	Granted	100
Barton	All Minerals	E31/1337	Application	100
Barton	All Minerals	E31/1338	Application	100
Barton	All Minerals	E40/393	Granted	100
Barton	All Minerals	E40/432	Granted	100
Barton	All Minerals	E40/436	Application	100
Barton	All Minerals	E40/437	Granted	100
Barton	All Minerals	E40/438	Granted	100
Turner River	All Minerals	E45/2573	Application	70
Turner River	All Minerals	E45/2574	Application	70
Turner River	All Minerals	E45/6295	Application	70
Turner River	All Minerals	E45/6296	Application	70
Turner River	All Minerals	E45/6297	Application	70
Coongan	All Minerals	E46/1156	Granted	70
Andover	All Minerals	E47/2481	Granted	60
Andover	All Minerals	E47/4700	Granted	60
Andover	All Minerals	E47/4701	Granted	60
Andover	All Minerals	E47/4761	Application	60
Andover	All Minerals	E47/4763	Application	60
Andover	All Minerals	E47/4892	Application	60
Andover	Search for Groundwater	L47/1066	Application	100
Andover	Search for Groundwater	L47/1067	Application	100
Andover	Search for Groundwater	L47/1068	Granted	100
Andover	Search for Groundwater	L47/1096	Application	100
Andover	Ground Disturbance	L47/1138	Application	100

Granted during the period 1 July to 30 September 2023

Project	Mineral	Tenement	Status	Percentage Held
Barton	All Minerals	E40/437	Granted	100
Barton	All Minerals	E40/438	Granted	100
Andover	All Minerals	E47/4701	Granted	60
Andover	Search for Groundwater	L47/1068	Granted	100

Disposed of during the period 1 July to 30 September 2023

Project	Mineral	Tenement	Status	Percentage Held
Barton	All Minerals	E31/1336	Withdrawn	100
Barton	All Minerals	E31/1370	Withdrawn	100