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ALTAMIN

AND CONTROLLED ENTITIES

ANNUAL REPORT

**FOR THE YEAR ENDED
30 JUNE 2022**

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Corporate Governance Statement

The Company's Corporate Governance Statement can be found on the Company's website at <https://www.altamin.com.au/corporategovernance>.

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CHAIRMAN'S LETTER

I have pleasure in reporting to our Shareholders on a very busy year with significant steps achieved towards our ambition to become an integral part of the battery metals supply chain in Europe, as reflected by our new company name of Altamin Limited that better describes the range of battery metals within our portfolio of prospects in Italy.

Following the 240% increase in the JORC Resource tonnes at Gorno in July last year, I said that in my view the Gorno Project has shown the potential to become a Tier 1 base metals asset. This year my conviction has been further strengthened, with our team having delivered an exceptional Scoping Study on top of ongoing resource growth, a major step towards our aim to restart mining at Gorno.

The Scoping Study outcomes has been instrumental in us being able to attract additional funding. In this respect, I would like to sincerely thank our shareholders who supported the entitlement issue in February 2022 which raised \$6m of equity to advance the development of Gorno.

In addition, the quality technical studies and strong exploration potential have been instrumental in attracting a world class partner to the Gorno Project in the form of specialist mining private equity fund Appian Natural Resources Fund. Appian have an enviable track record in having financed and developing seven mines to commercial production, and their involvement also brings a wealth of new exploration and mine development experience to our team. Hence, their investment is a strong endorsement of the Gorno Project.

Appian's initial US\$10m commitment is sized to fund a considerable (circa 20km) exploration and infill drilling program, permitting and a definitive feasibility study to a final investment decision, and importantly ensures we have funding to expand our Gorno operating team and further test the near mine exploration potential and expand the resource footprint. Thereafter, Appian can fund a further US\$55m to provide project funding through to commercial production, thus significantly de-risking the future development of the Gorno Project whilst significantly reducing equity dilution and finance risk for our shareholders.

We are now in the fortunate position of being able to pursue the development of our flagship Gorno Project in tandem with further exploration for cobalt, copper and lithium within our exciting battery metals assets portfolio. It is highly gratifying, too that our major shareholder, the Victor Smorgon Group, has increased their holding in Altamin and provided their endorsement of our strategy.

The dedication and quality of work by Geraint Harris and his small team in achieving geology, technical and financing outcomes this year has been quite exceptional. With their continuing support and a clear pathway for development of Gorno in place, we are now in a strong position to further capitalise on our other opportunities in a manner that will deliver most value from shareholder funds.

Yours sincerely



Alexander Burns
Non-executive Chairman
30 September 2022

OPERATIONS REPORT

Since establishing an in-country presence in Italy in 2015, Altamin has built a capable team and local supplier network to deliver progress within the regulatory, environmental and operating requirements of Italy. This year Altamin has continued to leverage these capabilities to locate, assess and apply for new opportunities in Italy at brownfield sites which have strong base and battery metal potential.

In addition to progressing the Gorno Project, this year Altamin has successfully gained environmental approval for an expanded exploration and drilling program at the Punta Corna Cobalt Project and the team has identified and applied for multiple new exploration licences (EL's) over prospective copper and lithium in brine brownfield sites throughout Italy.

As a result, Altamin's expanding project pipeline now includes three projects that show potential for the presence of lithium in brines in an area of proven geothermal energy.

Environmental approval has also been granted for exploration licences over the historic copper mining areas of Monte Bianco and Corchia.

This project expansion comes against the backdrop of Europe's new focus on supporting the development of domestic raw material sources of the commodities which are Altamin's focus.

The Company is continuing to review new opportunities to secure low-cost brown-field exploration opportunities throughout the region.

ITALIAN PROJECTS



Figure 1: Location of Italian Projects

Gorno Zinc Project (Lombardy, Northern Italy)

The Gorno Zinc Project is located in the Lombardy region of northern Italy and encompasses an historically mined and extensive Mississippi Valley type (MVT) zinc-lead geological system with over 8km of demonstrated mineralised strike, of which the Company has explored only the western quarter.

Key project milestones were reached at the Gorno Project with the delivery of an enlarged and higher-grade Mineral Resource estimate (MRE) followed by the Scoping Study in 2021.

These key developments have attracted global specialist mining private equity fund, Appian Natural Resources Fund GP II Limited (Appian) to invest in the Gorno Project. Appian will invest an initial US\$10m intended to fund the project to a final investment decision (FID). This budget provides for ~20km of diamond drilling to enlarge the Mineral Resource base and increase its confidence category, completion of an updated Mineral Resource Estimate and Definitive Feasibility Study (DFS) and completion of all key permitting activities. In the event of a positive FID, Appian has the right to contribute a further US\$55m, which based on the Scoping Study is expected to fund the equity component of the project's development up to commercial production.

The Scoping Study indicates exciting preliminary project metrics and on basis of the study outcomes and recommendations, work was immediately started on a detailed metallurgical testwork programme and on exploration and resource drilling activities to support the DFS for the Gorno Project.

Gorno Exploration

Exploration drilling and channel sampling was focused on areas outside the Mineral Resource areas, returning high-grade intersections with Pian-Bracca style mineralisation in a new area 320m north of the high-grade Pian Bracca corridor, and intersecting multiple lenses of mineralisation at Ponente.

Drilling of the other target areas outside of the MRE will continue in parallel with any prospective mine construction, development and production phases as the Company seeks to realise the full potential of the mineralisation within the greater Gorno district.

Edilmac Srl, Altamin's Italian drilling and mining contractor, successfully completed remobilisation and commenced the first phase of the planned diamond drilling, comprising infill drilling intended to upgrade the category of the MRE, ahead of the DFS and step-out drilling to increase the MRE.

The initial drilling has taken place in the Forcella West area, and follow-up drilling will move into the eastern and northern areas of the mine.

Mineral Resource Estimate

on 15 November 2021, Altamin reported an updated Mineral Resource Estimate above a cut-off grade of 1% zinc is 7.8Mt @ Zn 6.8%; Pb1.8% (Zn+Pb 8.6%) and Ag 32g/t The MRE was independently prepared by CSA Global.

Table 1: Mineral Resource Estimate of Gorno Deposit
Reported above a cut-off grade of 1% Zn

Domain	JORC Classification	Tonnes kt	Zinc Total		Lead Total		Silver	
			%	kt	%	kt	g/t	koz
Sulphide	Indicated	5,000	6.7	335	1.7	86	33	5,380
	Inferred	2,060	7.2	149	1.8	38	31	2,040
	Total	7,060	6.9	484	1.8	124	33	7,420
Oxide	Indicated	670	6.0	40	1.8	12	26	560
	Inferred	70	7.0	5	1.8	1	26	60
	Total	730	6.1	45	1.8	13	26	620
Total	Indicated	5,660	6.6	375	1.7	98	33	5,940
	Inferred	2,130	7.2	153	1.8	39	31	2,100
	Total	7,790	6.8	528	1.8	137	32	8,040

Of significance, over 73% is classified in the Indicated Resource category. The MRE has been depleted for known workings.

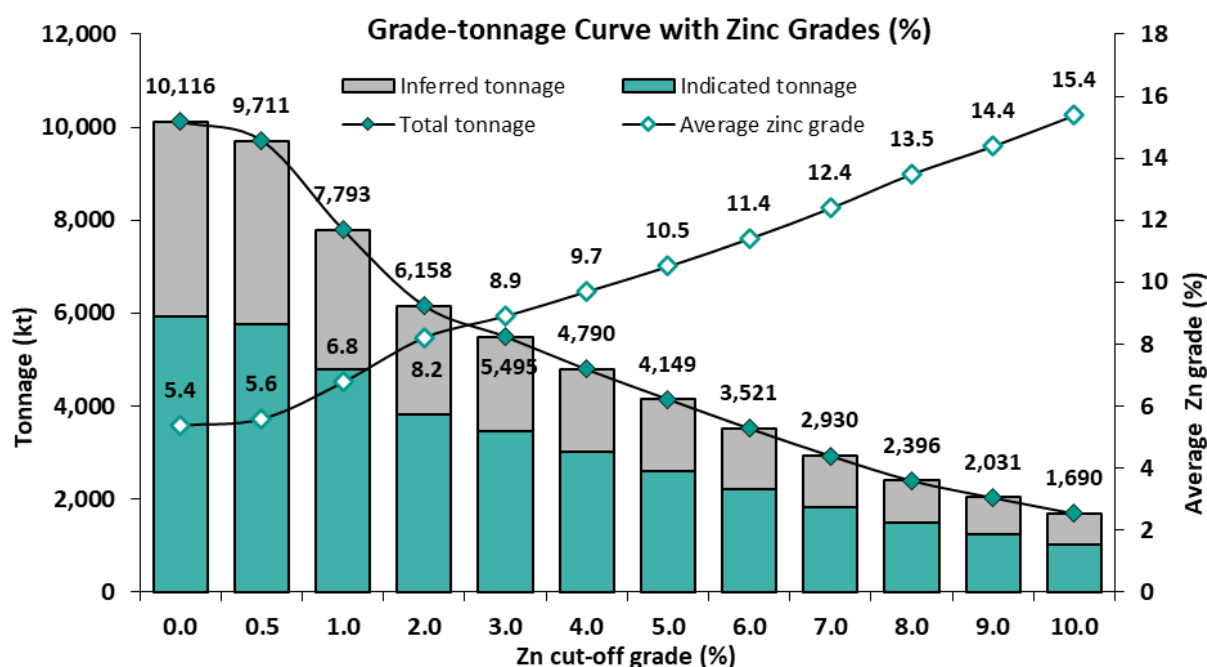


Figure 2: Grade Tonnage Curve Showing Zinc Grades

The mineralisation remains open in all directions outside of the MRE, including to the east and west of the bounding faults.

The MRE underpins the Scoping Study, the ongoing feasibility studies and development of the Gorno Project as one of Europe’s premier zinc-lead-silver deposits.

Scoping Study

On 24 November 2021, Altamin reported an initial Scoping Study for the Gorno Project based on the MRE which demonstrates strong production metrics and indicates robust project economics.

The Study presents an evaluation of the financial viability of the Gorno Project (to an accuracy of ±35%), prepared by mining industry consultants CSA Global, with results summarised as follows:

- estimated an approximate total production target of 6.0 Mt containing 77% Indicated and 23% Inferred Mineral Resources at or above a cut-off grade of 3.5% ZnEq at a mining rate of 0.8Mtpa over the proposed 9-year Life of Mine (LOM)
- Positive project economics indicated in the range 50% IRR and A\$287M NPV 8% post-tax derived from scenarios of various commodity prices and capital/operating cost sensitivities
- Pre-production capital costs of US\$114M (±35% accuracy) identified by the study; excluding pre-development capital of approximately A\$5.2M
- LOM target of approximately 630,000 dry metric tonnes (dmt) of zinc concentrate (63% Zn) and 108,000 dmt of lead-silver concentrate (76% Pb and 740g/t Ag)
- Planned drill programs to test the extensions of the current Mineral Resource and surrounding exploration target area(s) are likely to extend the life of mine beyond the initial 9 year period

The Scoping Study indicates that the Gorno Project is commercially viable and recommended proceeding to the next stage of feasibility studies. At prevailing zinc prices, it indicates that free cash flows of circa US\$100m per annum can be generated at full production, see Figure 3.

Free Cash Flow once in production



Figure 3: Scoping Study estimated Free Cash Flow per annum

Metallurgy

Metallurgical testing results to date for the Gorno Project show that high metallurgical recoveries at 96.0% for zinc, 74.2% for lead and 59.1% for silver can be achieved.

A preliminary independent concentrate marketing study confirms that these concentrates will be amongst the highest grade and cleanest concentrates available globally. As such they are likely to be highly sought after and have the potential to command superior economics, by European and worldwide smelters looking to improve the blend of their feedstock from the growing international supply of lower-quality concentrates.

Following the Scoping Study recommendations, a comprehensive metallurgical test work program commenced and is ongoing with the Wardell Armstrong International laboratory in Cornwall, United Kingdom. The purpose of the test work is to provide a comprehensive assessment for the DFS, including to evaluate, simplify and optimise the reagent scheme and to potentially increase lead/silver recovery and reduce processing operating costs, also to conduct variability testing on the mineralisation styles identified within the Mineral Resource Estimate.

To supplement this program, an 18-tonne bulk sample of two out of three mineral styles was delivered to Tomra Sorting Solutions for ore sorting test work to be conducted at their facility in Germany. These results will be analysed at Wardell Armstrong, UK.

Permitting Activities

Current Gorno exploration activities are permitted under the Cime Exploration Licence (Cime EL), which can be extended up 2026 and which authorises both the drilling and associated underground works for the Gorno exploration program. The Cime EL can be converted to a new mining licence and extended to include all areas identified as important from the 2021 Scoping Study. Drawing on the experience gained from the Monica Mining Licence renewal process, which was unsuccessful due to omissions in the application, a thorough permitting gap analysis is to be conducted by an external

international environmental consultancy. This analysis, together with the stakeholder feedback gained from the application, will be vital in modelling the future application for a mining licence to ensure the best opportunity for success. The new mining licence application will be run in conjunction with the first stages of feasibility study engineering to ensure the Regulatory requirements are aligned.

Strategic funding

Following completion of the MRE and Scoping Study in 2021, Altamin initiated a strategic process (first announced on 24 November 2021), to assess various options for development of the Gorno Project, to maximise project value, minimise financing risk and establish a robust development pathway.

The quality and exceptional outcomes of the technical studies were instrumental in attracting global specialist mining private equity fund, Appian Natural Resources Fund GP II Limited (Appian) to invest in the Gorno Project.

Appian will invest an initial US\$10m intended to fund up to final investment decision (FID): this is budgeted to provide for ~20km of diamond drilling to enlarge the Mineral Resource base and increase its confidence category; completion of an updated MRE and DFS; and completion of all key permitting activities. In the event of a positive FID Appian has the right to contribute a further US\$55m, which, based on the Scoping Study is expected to fund the equity component of the project development to commercial production. This largely removes the finance risk from the Gorno Project and maximises the potential for Mineral Resource growth and project de-risking without further shareholder dilution.

Altamin and Appian will share management and contribute technical resources to Gorno prior to FID and Altamin anticipates it will retain a 32.6% interest in Gorno once the project has been funded to commercial production based on the Scoping Study parameters.

Altamin will maintain full ownership and development control of its other base and battery metal projects in Italy.

EIT RawMaterials Booster Funding - European Union (EU)



Altamin became a member of the ERMA in January 2021, aligning with the EU aim of providing reliable access to key raw materials and recognising the benefit of being part of a unique network of organisations across the raw materials value chain.

The Company successfully applied for funding support for an innovative remote sensing and laser project at Gorno through a Booster program run by EIT RawMaterials under the EU's initiative to secure sustainable access to vital raw materials, one of the first levels of the EIT RawMaterials funding strategy which to date has supported over 100 start-ups, with EUR 130+ million of external investment raised.

The successful Booster funding application positions the Company to potentially attract further support from ERMA's network and Altamin will be pursuing additional opportunities to partner with EU organisations and tap into the further substantial sources of non-dilutive funding support available.

Punta Corna Cobalt Project, Piedmont, Northern Italy

The Punta Corna Cobalt Project consists of two granted ELs, Punta Corna and Balme, which cover the historical Usseglio cobalt mining area in Piedmont, northern Italy. The Project area is located in the Italian Alps, a short distance from the northern Italian town of Usseglio and 65km from the well-developed industrial city of Turin, at an elevation of approximately 1300m to 2800m.

Hydrothermal veins have been defined over a strike length of approximately 3.5km within the Punta Corna EL. Fieldwork has confirmed the discovery of new high-grade cobalt-nickel and copper-silver veins, and Altamin has mapped and sampled veins which were historically bulk sampled in the late 1930s and yielded 0.6% Co average grades. Assay results demonstrate that high-grade cobalt, nickel, copper and silver mineralisation is present at or near to surface over an approximate 2km strike length and also potentially 1.3km vertically, with the mineralisation remaining open along strike, down-dip and also at depth.

A diamond drilling work program is included in the Punta Corna EL renewal application, which is in process, and once independent sources of funds have been secured the Company plans to drill-test the defined targets. There is good potential for additional veins to be discovered between the known vein sets and also within the to-date unexplored Balme EL situated adjacent to the Punta Corna EL northern boundary.

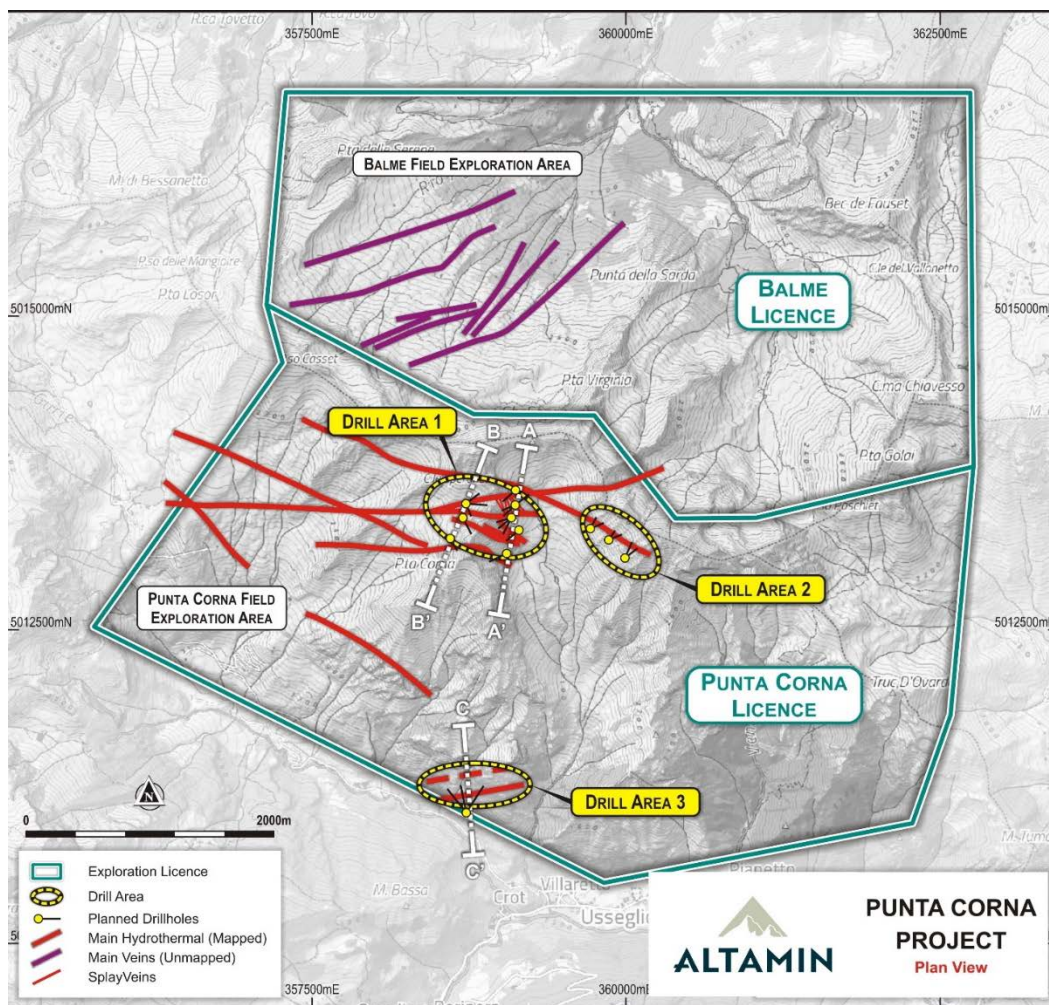


Figure 4: Plan map of Punta Corna (south) & Balme (north) Exploration Licences, the hydrothermal veins locations, exploration areas & activities planned

Punta Corna is central to Altamin’s base and battery metals strategy in Italy and, like the Gorno Project, will benefit from the current initiative by the EU to secure clean domestic sources of base and energy metals and from the nearby industrial investment in electric vehicle (EV) and battery manufacturing facilities.

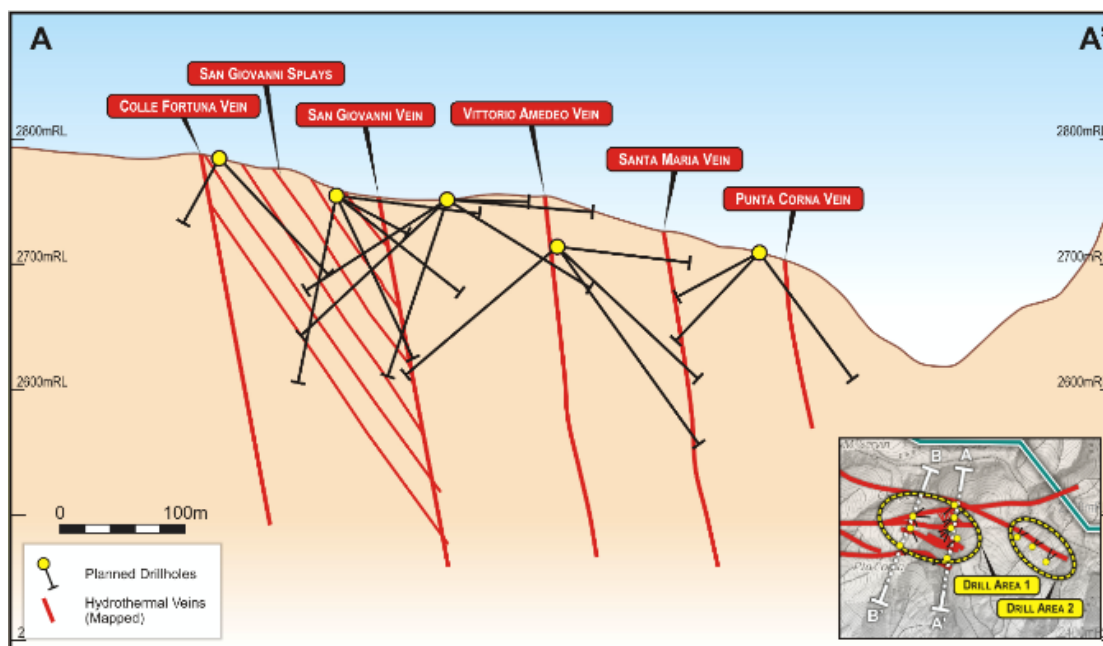


Figure 5: A-A’ section (N-S, see Figure 4) through Punta Corna showing the multiple mapped veins which can be targeted by planned diamond drilling

Lithium-in-Brine Projects (Lazio, Central Italy)

Altamin currently has one granted EL and two licence applications (totalling approximately 7,500ha) over project areas in the Lazio administrative region of central Italy in the southern half of Italy’s premier geothermal field.

The Campagnano EL area, granted subsequent to the reporting period end, includes one test well and lies contiguous to and immediately north and east of an EL granted to Vulcan Energy Resources (ASX: VUL). Vulcan’s core focus is to produce lithium from geothermal brines in the Upper Rhine Valley of Germany and their recently granted EL highlights a new prospective venture into Italy.

The Galeria Project area is approximately 10km to the south of Campagnano and includes one geothermal well and two test wells. Confirmation has been received that the EL application is excluded from the requirement to undergo an EIS procedure (environmental impact assessment) for the proposed scope of work.

The Ferento EL area, applied for in early June 2022, is located southeast of Lake Bolsena about 80km north of Rome.

All of the project areas contain high salinity brines with a correspondingly high mineral content. Historical drilling results indicate they are prospective for geothermal power generation, for which the underlying reservoirs have so far remained unexploited. The limited historical sample data reviewed to date confirms the potential for lithium content in the brines.

If found to be present in sufficient concentration, this could provide an opportunity to commercially extract the lithium for sale to EV customers in the EU as well as the production of geothermal energy for local consumption.

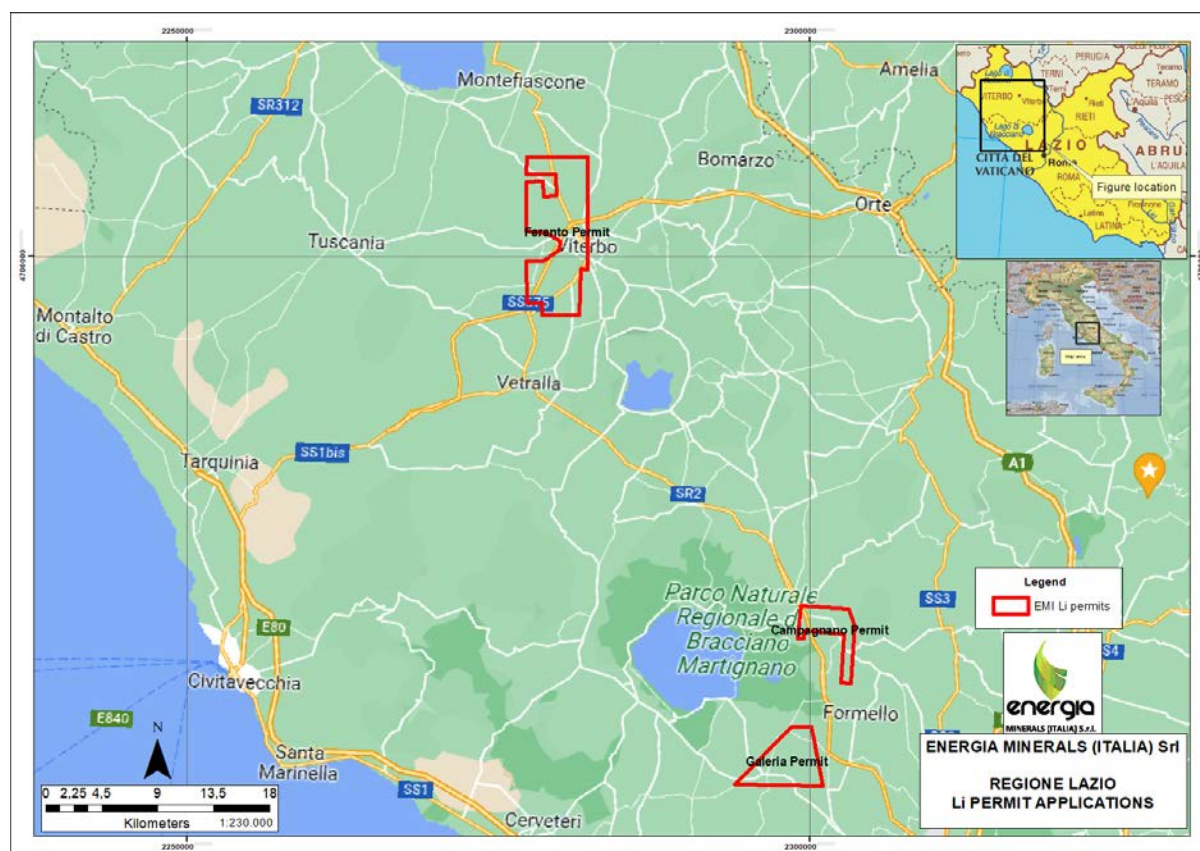


Figure 6: Location of Lithium-in-Brine ELs under Application

VMS Projects (Liguria & Emilia Romagna, Northern Italy)

Altamin has lodged exploration licence applications over Monte Bianco in the Liguria region of the Northern Apennines and Corchia in the Emilia Romagna region, the two most significant copper, cobalt and manganese-rich historical mining districts in Italy hosted in VMS (volcanogenic massive sulfide) systems.

Following the recent environmental approvals of the proposed work programs, Altamin has been reviewing the next steps and timing for the Corchia EL application with the Regional Regulators.

Safety and Environment

Altamin has conducted comprehensive ongoing environmental monitoring to ensure that there are no harmful safety, health or environmental consequences from our work programs, with no issues arising. Work has been safely performed on-site and underground in conformance with Italian regulations.

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Competent Person Statements

Information in this Annual Report that relates Exploration Results is based on information prepared or reviewed by Dr Marcello de Angelis, a Competent Person who is a Fellow of the Australasian Institute of Mining and Metallurgy (AusIMM). Dr de Angelis is a Director of Energia Minerals (Italia) S.r.l. and Strategic Minerals Italia Srl (controlled entities of Altamin Limited), a consultant, shareholder and option holder of Altamin Limited. Dr de Angelis has sufficient experience which is relevant to the styles of mineralisation and types of deposits under consideration and to the activities being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the “Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves”. Dr de Angelis consents to the inclusion in this release of the matters based on their information in the form and context in which it appears.

Information on the Gorno Mineral Resource is extracted from the announcement “Updated Mineral Resource for Gorno” dated 15 November 2021. The Company confirms it is not aware of any new information or data that materially affects the information in that announcement, and that all material assumptions and technical parameters underpinning the estimates in that announcement continue to apply and have not materially changed. The aggregate resource is broken down into JORC-compliant resource categories as set out in Table 1 in the Operations Report.

Information on the Scoping Study is extracted from the announcement “Gorno Project Scoping Study Results” dated 24 November 2021. The Company confirms it is not aware of any new information or data that materially affects the information in that announcement, and that all material assumptions and technical parameters underpinning the estimates in that announcement continue to apply and have not materially changed.

These Announcements are available on the Company’s website at www.altamin.com.au or through the ASX website at www.asx.com.au (using code “AZI”).

The Company confirms that it is not aware of any new information or data that materially affects the information included in the original Announcements and that all material assumptions and technical parameters underpinning the Announcements continue to apply and have not materially changed.

Forward-looking Statement

Certain statements made in this Annual Report, contain or comprise certain forward-looking statements regarding Altamin Limited’s exploration operations, economic performance and financial condition. Although Altamin believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to have been correct. Accordingly, results could differ materially from those set out in the forward-looking statements as a result of, among other factors, changes in economic and market conditions, success of business and operating initiatives, changes in the regulatory environment and other government actions, fluctuations in metals prices, exchange rates and business and operational risk management. Altamin undertakes no obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events.

DIRECTORS' REPORT

The directors present their report on the consolidated entity consisting of Altamin Limited and its controlled entities (**Altamin** or **the Group**) for the year ended 30 June 2022.

Directors

The following persons were directors of Altamin Limited during the whole of the financial year and up-to the date of this report:

Mr Alexander Burns – *Non-executive Chairman*

Mr Stephen Hills - *Finance Director and Company Secretary*

Mr Marcello Cardaci - *Non-executive Director*

Mr Geraint Harris - *Managing Director*

Information on directors

The following information is current as at the date of this report.

Mr Alexander Burns, MBA – Non-executive Chairman

Mr Burns was Managing Director of Sphere Minerals Limited from 1998 – 2010. During this period, the company acquired and evaluated iron ore properties in Mauritania, West Africa. Sphere was subsequently taken over by Xstrata Plc in November 2010 for \$514 million. Mr Burns was also a non-executive Chairman of Shield Mining Limited (Shield), which was spun out of Sphere in 2006. Shield was a gold and base metals exploration company active in Mauritania and was taken over by Gryphon Minerals Limited in mid-2010.

Other directorships during the past three years: nil

Mr Stephen Hills, B.Com B. Compt (Hons) CA – Finance Director and Company Secretary

Mr Hills was appointed to the board after initially joining the Group as Chief Financial Officer. He has extensive experience in senior finance roles with ASX and TSX listed mining companies with gold, nickel and copper producing assets. Before joining Altamin he was involved with the financing, commissioning and operations of the Kipoi Copper Project in the DRC as finance director, and prior to this the TSX listing of Mirabela Nickel Limited and subsequent initial syndicated project financing for the Santa Rita nickel mine in Brazil. He was CFO of Gallery Gold Limited, then operator of the Mupane Gold project in Botswana, and prior to that of a global laboratory services group before its sale to SGS Group.

Other directorships during the past three years: nil.

Mr Marcello Cardaci, BJuris, LLB, B.Com – Non-executive Director

Mr Cardaci is a consultant to Gilbert & Tobin's Corporate Advisory Group. Mr Cardaci has advised on a range of corporate and commercial matters including public and private equity fund raisings and public and private mergers, acquisitions and divestment. Mr Cardaci also regularly advises on issues relating to *Corporations Act* and *Australian Securities Exchange Listing Rules*. He has cross-border experience, having advised on numerous overseas transactions including capital raisings, takeovers, schemes of arrangements and the structuring of acquisitions and joint ventures in numerous countries. Mr Cardaci has also lectured in the securities law course conducted by the *Securities Institute of Australia* and is a past committee member of the State Branch of the *Australian Mining and Petroleum Law Association Limited*.

Mr Cardaci is the Chairman of the Remuneration Committee, Nomination Committee and Audit & Risk Committee when the full board meets in its capacity as these committees.

Altamin Limited and Controlled Entities

Directors' Report

During the past three years, Mr Cardaci has also been serving as a director of the following listed companies:

- Nordic Nickel Limited – appointed 15 March 2022; and
- Manhattan Corporation Limited – appointed December 2006.

Mr Geraint Harris, B Eng (Hos), MSc Eng (Mining) – Managing Director

Mr Harris is a Mining Engineer with over 27 years of mining industry experience across production operations, technical consultancy, funds management and project finance. He specialises in gold and base metals and has worked in numerous countries including Europe, North and South America, Central Asia, the former Soviet Union and China. His previous role was as the CEO of Adriatic Metals PLC (ASX: ADT), overseeing the technical and commercial aspects of two Zn-Pb-Au-Ag-Cu exploration projects in Bosnia and Herzegovina. Mr Harris was part of the team that commenced production at Anglo American's Lisheen zinc-lead mine in Ireland, where he gained relevant operational experience in ramping up and maintaining production at one of the most significant underground zinc producers in the world. He was also an Associate Director of RMB Resources, a firm who funded many junior resource companies on the Australian, North American and European markets.

Other directorships during the past three years: nil

Directors' Interests in the Shares and Options of the Company and Related Bodies Corporate

As at the date of this report, the interests of the directors in the shares and options of Altamin were:

	Number of Ordinary Shares		No. of Options Over Ordinary Shares	
	Direct	Indirect	Direct	Indirect
A Burns	-	40,465,494	-	-
S Hills	-	-	1,400,001	-
M Cardaci	159,820	17,051,974	-	-
G Harris	12,210,266	-	3,000,000	-

Principal Activities

The principal activity of the entities within the Group during the year was the exploration of a suite of tenements located in Italy.

Review of Operations

Operating Review

The Group's operations, business strategies and prospects are discussed in more detail in the *Operations Report* on page 1.

During the financial year, the Company announced key operational outcomes as follows:

- On 14 July 2021, announced a major update to the Mineral Resource Estimate (MRE) for Gorno, with a 240% increase in tonnes and 40% increase in overall metal grades.
- On 27 July 2021, announced EU funding support received from EIT RawMaterials.
- On 11 August 2021, announced the renewal of the Balme exploration licence for a further three years at the Punta Corna Project.
- On 8 September 2021, announced an Exploration Target within and surrounding the Gorno mine area of between 17.4 and 22.0 million tonnes at a grade ranging between 8.5 and 10.4% zinc, 1.9 and 2.4% lead, and 19 and 23g/t silver.
- On 7 October 2021, announced high-grade drilling and channel sample results north of the Pian Bracca corridor and at Ponente, both areas outside of the existing MRE area.

- On 15 November 2021, announced a further updated Mineral Resource Estimate (MRE) with 18% more tonnes defined in the indicated category and 27% fewer tonnes in oxide component mineralisation.
- On 24 November 2021, reported an initial Scoping Study for the Gorno Project based on the MRE which demonstrates strong production metrics and indicates robust project economics.
- On 14 February 2022, announced lodgement of applications for two lithium-in-brine exploration licences (ELs) over 3,240ha in the Lazio administrative region of central Italy.
- On 27 April 2022, announced final drill results of 2021 campaign, commencement of metallurgical and ore-sorting testwork and remobilisation of drilling contractor.
- On 4 May 2022, announced confirmation that work programs for the Campagnano and Galeria lithium project licence applications the Lazio administrative region of central Italy are excluded from the requirement for an environmental impact assessment.
- On 7 June 2022, announced further lithium in brine/geothermal licence applications in the Lazio administrative region of central Italy, including Ferento.
- On 8 June 2022 announced lapsing of Monica Mining Licence and continuation of exploration and development under the existing Cime EL, with the Gorno Project approvals and development permitting to be conducted under a Single Environmental Provision (SEP) process.

Business Strategy and Prospects

The Company's strategy is to complete a definitive feasibility study (DFS) and finalise necessary permitting for the Gorno Project in joint venture with Appian Capital. In tandem, subject to funding, the Company intends to undertake an initial drilling program at Punta Corna once approvals are finalised and conduct further evaluation and exploration of its other battery metal prospects.

It is expected that the Company's focus on base metals in Italy will benefit from the current initiative by the EU to secure environmentally clean domestic sources of base and energy metals.

Operating Results for the Year

The consolidated net loss after tax of the Group for the year was \$5,664,860 (2021: \$5,377,531), resulting in a basic/diluted loss per share of 1.74 cents per share (2021: 2.21 cents basic/diluted loss per share). The net loss after tax for the year includes a tax expense of \$30,995 (2021: nil) arising from a gain on disposal of Australian tenements recognised in the prior year.

Exploration expenditure for the year was \$4,524,069 (2021: \$5,092,023). Information about exploration activities is discussed in the *Operations Report*.

Administration and marketing expenditure for the year was \$709,636 (2021: \$642,953).

During the year, the Group recognised an impairment expense of \$374,921 (2021: nil) for the non-recoverable portion of its Value Added Tax (VAT) credits in Italy.

Capital Structure

As at 30 June 2022 and at the date of this report, the Group had on issue 391,716,752 fully paid ordinary shares and 10,360,018 unlisted options over ordinary shares. Movement in quoted and unquoted securities during the year are disclosed below.

Quoted securities

- On 31 January 2022, a total of 22,222 AZIO listed options were exercised at \$0.15 per option, raising \$3,333.
- On 1 February 2022 the remaining 30,878,734 AZIO listed options expired.
- On 18 February 2022 the Company completed a 2 for 5 non-renounceable pro-rata entitlement issue of 100,980,408 shares at a price of \$0.06 per share, raising \$6.059 million (before costs).

Unquoted securities

- On 11 January 2022, the Company issued 560,000 options to employees under the *2021 Employee Incentive Plan*. The options are unlisted and have exercise prices of \$0.18, \$0.24 and \$0.30, with an expiry date of 16 September 2024.
- 3,492,688 unlisted options with exercise prices between \$0.15 and \$3.00 expired on 28 February 2022.
- 783,334 unlisted options with the exercise price of \$0.75 expired on 30 June 2022.

Cash on Hand

Cash on hand at 30 June 2022 was \$4,835,639 (2021: \$4,084,885).

Significant Changes in the State of Affairs

There have been no significant changes in the state of affairs of the Group other than those detailed elsewhere in this Review of Operations.

Significant Events after the Balance Date

Strategic Funding

On 24 July 2022, the Company executed a Binding Term Sheet with Appian Capital Advisory LLP, a European headquartered investment advisor to long-term value-focused private equity funds that invest solely in mining and mining-related companies. Subject to the satisfaction of specified conditions, the parties have agreed to establish an incorporated joint venture to operate and fund the development of the Gorno Project (Appian transaction).

Appian can invest up to ~A\$94 million¹ (US\$65 million) to earn up to a 67.4% interest in Gorno, consisting of:

- a first tranche of ~A\$14.5 million (US\$10 million) committed funding for significantly expanded exploration and infill drilling campaign in excess of 20,000m, permitting and then completion of a DFS, to earn up to ~ 29.9%; and
- the right to fund up to a further ~A\$79.6 million (US\$55 million) for project construction following a final investment decision (FID), to earn up to a further 37.5%, an amount sized to fund the expected project financing equity component for Gorno, based on the November 2021 Scoping Study² parameters.

Altamin and Appian will share management of Gorno prior to FID and Altamin anticipates it will retain a 32.6% interest in Gorno once the project has been funded to commercial production based on the Scoping Study parameters.

Takeover Bid

The Company's largest shareholder VBS Exchange Pty Limited (VBS) lodged an unsolicited takeover bid on 3 May 2022 to acquire all of the fully paid ordinary shares in Altamin via an off-market takeover for \$0.095 per Share.

In response, Altamin released its First Supplementary Target's Statement on 25 July 2022 (following the announcement of the Appian transaction), and VBS issued a letter of support dated 26 July 2022 to confirm that it supports the financing transaction with Appian and is supportive of Altamin's strategy of developing

¹ Total agreed transaction value of up to US\$65 million translated at the approximate exchange rate of A\$1.00 = US\$0.6906 as at 22 July 2022.

² Refer announcement 'Gorno Project Scoping Study Results' released on 24 November 2021. The Company confirms it is not aware of any new information or data that materially affects the information in that announcement, and that all material assumptions and technical parameters underpinning the estimates in that announcement continue to apply and have not materially changed. As stated in the Scoping Study, there is a low level of geological confidence associated with Inferred Mineral Resources (as defined in the JORC Code) (which comprise 23% of the 9-year production period in the Scoping Study) and there is no certainty that further exploration work will result in the determination of Indicated Mineral Resources (as defined in the JORC Code) or that the production target itself will be realised.

Altamin Limited and Controlled Entities

Directors' Report

a European pipeline of battery metal projects. The VBS offer closed on 1 August 2022, with VBS holding 39.13%.

There were no matters or circumstances, other than those disclosed above, that have arisen since the end of the financial year which have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future periods.

Likely Developments and Expected Result

The Group will continue to undertake mineral exploration and related permitting and technical studies to advance the status of its portfolio of projects asset in Italy.

Environmental Regulation and Performance

The Group holds exploration tenements issued by decree of the relevant authority in the regions in which the Group operates within Italy. The tenements are awarded following an environmental assessment process and the annual work programs for the tenements are subject to conditions prescribed by the regulators having regard to the relevant environmental legislation and regulations. Altamin considers that the nature of the environmental risks inherent in the tenement work programs do not constitute individual risks that could materially affect the company's achievement of its financial performance.

Share Options

As at the date of this report, there are 10,360,018 (2021: 44,976,996) options over ordinary shares on issue.

Refer to Note 15 of the consolidated financial statements for further details of the options outstanding as at 30 June 2022.

Series No.	Number of options	Exercise price	Expiry date	Vesting date
31	1,000,000	\$0.12	18-Sep-24	Vested
32	1,000,000	\$0.18	18-Sep-24	18-Sep-24
33	1,000,000	\$0.12	16-Sep-24	Vested
34	1,000,000	\$0.18	16-Sep-24	Vested
35	1,000,000	\$0.24	16-Sep-24	Vested
37	1,600,006	\$0.18	16-Sep-24	Vested
38	1,600,006	\$0.24	16-Sep-24	Vested
39	1,600,006	\$0.30	16-Sep-24	Vested
40	186,668	\$0.18	16-Sep-24	Vested
41	186,668	\$0.24	16-Sep-24	Vested
42	186,664	\$0.30	16-Sep-24	1-Jun-23
Total	10,360,018			

A total of 560,000 unlisted options over ordinary shares were issued to employees during the year ended 30 June 2022 under the *2021 Employee Incentive Plan*. There were no options granted to directors and KMP during the year ended 30 June 2022.

Option holders do not have any right, by virtue of the option, to participate in any issue of shares by the Group or any related body corporate.

No shares or interests have been issued during or since the end of the year as a result of the exercise of an option over unissued shares or interests.

Indemnification and Insurance of Directors' and Officers

The Group has entered into a Deed of Access, Insurance and Indemnity (Deed) with each Director and the Company Secretary (Officers). Under the Deed, the Group indemnifies the Officers to the maximum extent permitted by law and the Constitution against legal proceedings, damage, loss, liability, cost, charge, expense, outgoing or payment (including legal expenses on a solicitor/client basis) suffered, paid or incurred by the Officers in connection with the Officers being an officer of the Group, the employment of the Officer with the Group or a breach by the Group of its obligations under the Deed.

Also, pursuant to the Deed, the Group must insure the Officers against liability and provide access to all board papers relevant to defending any claim brought against the Officers in their capacity as officers of the Group.

During, or since the financial year, the Group has paid premiums in respect of a contract insuring all the directors, company secretary, executives and employees of Altamin against legal costs incurred in defending proceedings for conduct other than:

- (a) a wilful breach of duty; or
- (b) a contravention of sections 182 or 183 of the *Corporations Act 2001*; as permitted by section 199B of the *Corporations Act 2001*.

In accordance with a confidentiality clause under the insurance policy the amount of premium paid to insurers has not been disclosed. This is permitted under Section 300(9) of the *Corporations Act 2001*.

Auditor Independence and Non-Audit Services

The independence declaration from our auditors, Crowe Perth, for the year ended 30 June 2022 has been received and is attached to this report on page 24.

The Group's auditors, Crowe Perth, provided no non-audit services during the year ended 30 June 2022 (2021: nil).

Indemnification of auditors

No payment has been made to indemnify Crowe Perth during or since the financial year.

Directors' Meetings

During the financial year, 11 meetings of directors, including committees of directors, were held and the number of meetings attended by each director was as follows:

	Director's Meetings		Meeting of Committees					
	Eligible	Attended	Audit & Risk		Remuneration		Nomination	
	Eligible	Attended	Eligible	Attended	Eligible	Attended	Eligible	Attended
Alexander Burns	11	10	3	2	1	1	1	1
Geraint Harris	11	11	3	3	1	1	1	1
Stephen Hills	11	11	3	3	1	1	1	1
Marcello Cardaci	11	10	3	3	1	1	1	1

Committee Membership

The role of the Audit and Risk, Remuneration and Nomination Committees is carried out by the full board. The directors consider that no efficiencies or benefits would be gained by establishing separate committees. Whilst the board has not established separate committees, it has adopted charters which describe the role, composition, functions and responsibilities of the full board when acting in its capacity as the Audit and Risk, Remuneration and Nomination Committees. Reference to committee meetings in the table above refers to separate meetings convened by the full board to specifically deal with the business of that committee in accordance with the charters of the Audit and Risk, Remuneration and Nomination Committees.

Proceedings on Behalf of the Group

No person has applied for leave of Court to bring proceedings on behalf of the Group or intervene in any proceedings to which the Group is a party for the purpose of taking responsibility on behalf of the Group for all or any part of those proceedings. The Group was not a party to any such proceedings during the year.

Dividends

No dividends have been paid or declared during the financial year and the directors do not recommend the payment of a dividend.

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Remuneration Report (audited)

This Remuneration Report for the year ended 30 June 2022 outlines the remuneration arrangements in place for directors and executives of the Parent and 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.

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 Parent and the Group, directly or indirectly, including any director (whether executive or otherwise) of the parent company.

Details of KMP of the Parent and Group are set out below:

Key Management Personnel

Non-executive Directors

Mr Alexander Burns	Non-executive Chairman <i>Appointed Executive Chairman 7 October 2014</i> <i>Appointed Chief Executive Officer 26 June 2017</i> <i>Appointed as Non-executive Chairman 26 November 2020</i>
Mr Marcello Cardaci	<i>Appointed 7 October 2014</i>

Executive Directors

Mr Stephen Hills	Finance Director and Company Secretary <i>Appointed Chief Financial Officer 1 March 2017</i> <i>Appointed Finance Director 26 June 2017</i> <i>Appointed Company Secretary 27 February 2019</i>
Mr Geraint Harris	Managing Director <i>Appointed 16 September 2019</i>

Remuneration Policy

The *Remuneration Policy* of Altamin has been developed by the Remuneration Committee in accordance with the *Remuneration Committee Charter*. The full Board currently performs the function of the Remuneration Committee. The *Remuneration Committee Charter* is set out on the Group's website at www.altamin.com.au.

Emoluments of directors and executives are reviewed on an annual basis and are set by reference to employment market conditions, payments made by other companies of similar size and industry, and by reference to the skills and experience of the directors and executives.

Key Management Personnel (KMP) and related parties of KMP are prohibited from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements.

Engagement of Remuneration Consultants

The Remuneration Committee may at times seek external remuneration advice. No remuneration consultant was engaged during the year ended 30 June 2022 to provide remuneration recommendations in relation to KMP.

Non-executive Directors

The Group's policy is to remunerate non-executive directors at a fixed fee for time, commitment and responsibilities. Remuneration for non-executive directors is not directly linked to individual performance.

Altamin Limited and Controlled Entities

Remuneration Report (audited)

Given the Group is at an early stage of development and the financial restrictions placed on it, the Group may consider it appropriate to issue unlisted options to non-executive directors, subject to obtaining the relevant approvals. This policy is subject to annual review. The grant of options is designed to conserve cash reserves, recognise efforts and to provide non-executive directors with additional incentive to continue those efforts for the benefit of the Group.

The maximum aggregate amount of fees (including superannuation payments) that can be paid to non-executive directors is subject to approval by shareholders at a General Meeting. The maximum amount of non-executive fees payable is currently set at \$250,000 per annum.

Executive Directors

Executive directors are offered a competitive level of base pay at market rates (for comparable companies) and are reviewed annually to ensure market competitiveness.

Executive directors pay and reward consists of a base salary, benefits and incentives. Long-term incentives may include options over unissued ordinary shares granted at the discretion of the Board and where applicable, subject to obtaining the relevant shareholder approvals. The grant of options is designed to recognise and reward efforts as well as to provide additional incentive and may be subject to the successful completion of service conditions.

Company Performance, Shareholder Wealth, Director and Executive Remuneration

The *Remuneration Policy* aims to align the objectives of shareholders and the Group with that of executive directors and executives through the issue of options over unissued shares. The granting of options is not subject to specific performance criteria, however, when granting options, the terms of the options are designed to provide an incentive that will contribute to increasing shareholder wealth. This is undertaken by determining an exercise price that exceeds the underlying share price at the date of grant and through vesting conditions that require a period of continuous employment. Remuneration of KMP is not dependent on company performance as the nature of the Group's operations are exploration, and therefore, not currently profit generating.

The following table shows the net profit/(loss) from continuing and discontinued operations and dividends for the last three years for the listed entity, as well as share prices at the end of the respective financial years:

	2018	2019	2020	2021	2022
	\$	\$	\$	\$	\$
Net profit/(loss)	(10,715,180)	(3,269,858)	(3,761,334)	(5,377,531)	(5,633,865)
Share price at year end	\$0.012	\$0.003	\$0.004	\$0.069 ¹	\$0.096
Dividends paid	Nil	Nil	Nil	Nil	Nil

¹ Share price in 2021 is impacted by consolidation of Company's issued capital of converting every 15 existing shares to one new share.

Non-executive Director Remuneration

Fixed Remuneration

The aggregate remuneration paid to non-executive directors will not exceed the maximum amount in aggregate of \$250,000 per annum. The Constitution of Altamin and the *ASX Listing Rules* specify that the non-executive director fee pool shall be determined from time to time by a general meeting of shareholders. The Board seeks to set aggregate remuneration at a level which provides the Group with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

The amount of aggregate remuneration sought to be approved by shareholders, and the manner in which it is apportioned amongst directors is reviewed annually. The Board considers fees paid to non-executive directors of comparable companies when undertaking the annual review as well as the additional time

Altamin Limited and Controlled Entities

Remuneration Report (audited)

commitment of directors who serve on one or more sub-committees. Non-executive directors do not currently receive additional remuneration for their membership of subsidiary boards or committees.

Non-executive directors are encouraged by the Board to hold shares in Altamin.

The remuneration of non-executive directors for the period ending 30 June 2022 is detailed on page 21 of this report.

Variable Remuneration – Short-term Incentives

Non-executive directors do not receive performance-based bonuses.

Variable Remuneration – Long-term Incentives

The Group has no contractual obligation to provide long-term incentives to non-executive directors.

Executive Remuneration

The Group aims to reward executives with a level and mix of remuneration commensurate with their position and responsibilities within the Group and so as to:

- reward executives for the Group and individual performance;
- align the interests of executives with those of shareholders;
- link reward with the strategic goals of the Group; and
- ensure total remuneration is competitive by market standards.

Executive remuneration comprises of four components:

- base pay and benefits;
- short-term incentives;
- other remuneration such as statutory superannuation and social security contributions; and
- long-term incentives through equity-based compensation.

Base pay and benefits

Base pay is structured as a remuneration package that may be delivered as a combination of cash and salary sacrifice superannuation at the executives' discretion.

Base pay is reviewed annually to ensure the executives' pay is competitive with comparable positions of responsibility. This review may utilise external advisors to provide information on industry benchmarks. There is no guaranteed base pay increases included in any executive contracts.

Variable Remuneration – Short-term Incentives

At this time, any incentive paid to executives is at the absolute discretion of the Remuneration Committee and the Group has no contractual commitments to provide these incentives to executives. The Group's Policy permits the payment of short-term incentives to executives.

No short-term incentive bonuses were paid to Executives during the year ended 30 June 2022 (2021: Nil).

Variable Remuneration – Long-term Incentives

The Group has an *Employee Incentive Plan* (EIP) as a means of providing long-term incentives to all employees and key management personnel, other than non-executive directors. In accordance with the provisions of the plan, as approved by shareholders at the annual general meeting held 29 November 2021, at its discretion the Board may grant incentives under the plan for no consideration and determine the terms on which the incentives are granted. Where incentives are granted with vesting conditions, unless the Board determines otherwise, unvested incentives are forfeited when the holder ceases to be employed by the Group. Any options granted under the EIP carry neither rights to dividends nor voting rights and may be exercised at any time from the date of vesting to the date of their expiry.

Altamin Limited and Controlled Entities

Remuneration Report (audited)

The grant of options to KMP's is not subject to performance conditions as the nature of the Group's operations are loss making during mineral exploration. The Group has no contractual obligation to provide long-term incentives to key management personnel.

Contracts with Key Management Personnel

Geraint Harris – Managing Director

The Company has a Consultancy Agreement with Orme Minerals Services Limited, a company controlled by Mr Harris, under which the services of Mr Harris have been engaged for three years commencing 16 September 2019 (subject to either party giving six-month notice) for a consulting fee of GBP12,500 per month.

In addition to the consulting fee, Mr Harris is also personally entitled to a director's fee of GBP1,500 per month.

Stephen Hills – Finance Director

Mr Hills is employed under an Executive Service Agreement which commenced 1 March 2017 for an original three-year term. The Agreement was renewed on 1 March 2022 on the same terms, with 29 August 2024 being the next renewal date.

Mr Hills receives fixed remuneration of \$266,210 per annum, inclusive of superannuation, reviewed annually on or before 30 June each year.

In the event that his employment is terminated by the Company, other than for gross misconduct, Mr Hills is entitled to 1 month notice and a severance payment of 3 months salary, together with 2 weeks salary for each completed year of service. Mr Hills can terminate the agreement with 3 months' notice.

Remuneration for the year ended 30 June 2022 and 30 June 2021

No director or senior executive appointed during the period received a payment before they started to hold the position, as part of the consideration for them agreeing to hold the position. The premium paid for Directors and Officers liability insurance is not included in the remuneration table below.

Altamin Limited and Controlled Entities

Remuneration Report (audited)

Remuneration for the year ended 30 June 2022 and 30 June 2021

	Salary & fees \$	Non-Monetary \$	Other \$	Superannuation \$	Long service leave \$	Options \$	Total \$	Performance related %
Directors								
Mr M Cardaci								
2022	54,795	-	-	5,479	-	-	60,274	-
2021	54,795	-	-	5,205	-	-	60,000	-
Mr C Olsen								
2022	-	-	-	-	-	-	-	-
2021	22,831	-	-	2,169	-	-	25,000	-
Mr G Harris¹								
2022	308,344	-	-	-	-	-	308,344	-
2021	304,110	-	-	-	-	8,771	312,881	2.80
Mr A Burns²								
2022	82,192	-	-	8,219	-	-	90,411	-
2021	114,536	-	-	10,881	(18,731)	-	106,686	-
Mr S Hills								
2022	242,009	-	-	24,201	9,143	2,264	277,617	0.82
2021	242,009	-	-	22,991	4,353	10,538	279,891	3.76
TOTAL								
2022	687,340	-	-	37,899	9,143	2,264	736,646	0.31
2021	738,281	-	-	41,246	(14,378)	19,309	784,458	2.46

¹ Part of Mr Harris' remuneration was paid or payable to Orme Minerals Service Limited.

² Until his appointment as Non-executive Chairman on 26 November 2020, Mr Burns was employed under the terms of an Executive Services Agreement and received fees of \$175,000 per annum inclusive of superannuation.

Share based remuneration

During the year ended 30 June 2022, no options over ordinary shares were issued to KMP. The following table shows vesting of share options granted to KMP as remuneration during the previous year.

	30-Jun-21		
	Series 37	Series 38	Series 39
Granted to	S Hills	S Hills	S Hills
No. of options	466,667	466,667	466,667
Grant date	27-Nov-20	27-Nov-20	27-Nov-20
Expiry Date	16-Sep-24	16-Sep-24	16-Sep-24
Vesting Date	1-Mar-21	1-Sep-21	1-Jun-22
Exercise price (cents)	1.20	1.60	2.00
Fair value per option (cents)	0.10	0.05	0.03

Share options do not carry any voting or dividend rights and can be exercised once the vesting conditions have been met until their expiry date. There were no forfeitures or alterations to the term and conditions of options awarded as remuneration since their award date during the year ended 30 June 2021. No options were exercised by KMP during the financial year ended 30 June 2022.

Altamin Limited and Controlled Entities

Remuneration Report (audited)

Options over ordinary shares held by key management personnel

The number of options over ordinary shares held by each of the Group KMP both directly and indirectly during the financial year is as follows:

	Held at start of year	Granted as compensation	Listed Options Acquired	Lapsed or expired	Capital consolidation	Held at end of year	Vested and exercisable at end of year
30 June 2022							
Directors							
Mr A Burns	1,666,667	-	-	(1,666,667)	-	-	-
Mr G Harris	3,722,222	-	-	(722,222)	-	3,000,000	3,000,000
Mr S Hills	2,000,003	-	-	(600,002)	-	1,400,001	1,400,001
Mr M Cardaci	1,111,112	-	-	(1,111,112)	-	-	-
Mr C Olsen	-	-	-	-	-	-	-
Total	8,500,004	-	-	(4,100,003)	-	4,400,001	4,400,001

	Held at start of year	Granted as compensation	Listed Options Acquired	Lapsed or expired	Capital Consolidation	Held at end of year	Vested and exercisable at end of year
30 June 2021							
Directors							
Mr A Burns	-	-	25,000,000	-	(23,333,333)	1,666,667	1,666,667
Mr G Harris	45,000,000	-	8,333,333	-	(49,611,111)	3,722,222	3,722,222
Mr S Hills	9,000,000	21,000,000	-	-	(27,999,997)	2,000,003	1,066,667
Mr M Cardaci	-	-	16,666,667	-	(15,555,555)	1,111,112	1,111,112
Mr C Olsen	-	-	-	-	-	-	-
Total	54,000,000	21,000,000	50,000,000	-	(116,499,996)	8,500,004	7,566,668

Shareholdings of key management personnel

Ordinary shares held in Altamin Limited directly and indirectly

	Held at start of year	Granted as remuneration	Acquisition of shares	Other Changes ⁴	Capital consolidation	Held at end of year
30 June 2022						
Directors						
Mr G Harris ¹	6,689,619	-	5,520,647	-	-	12,210,266
Mr A Burns ¹	28,903,923	-	11,561,571	-	-	40,465,494
Mr S Hills	-	-	-	-	-	-
Mr M Cardaci ^{1,2}	12,294,138	-	4,917,656	-	-	17,211,794
Total	47,887,680	-	21,999,874	-	-	69,887,554

¹ All shares were acquired on the same terms as other investors through participation in the capital raising, the Entitlement Offer in February 2022. G Harris additional application of shares were approved at the General Meeting held on 13 April 2022.

² Malvasia Pty Ltd as a trustee of the Spyder Super Fund, is the holder of 17,051,974 fully paid ordinary shares. Mr Cardaci is not a director, shareholder or involved in the management of Malvasia Pty Ltd nor is he a beneficiary of the Spyder Super Fund. A close family member is the sole director of Malvasia Pty Ltd and therefore Malvasia Pty Ltd is considered a related party of Mr Cardaci under the Corporations Act and AASB 124.

Altamin Limited and Controlled Entities

Remuneration Report (audited)

Other transactions and balances with key management personnel and their related parties

During the year, Gilbert & Tobin provided legal services to the Group of \$160,646 (2021: \$92,221). Mr Cardaci is a consultant to Gilbert & Tobin's Corporate Advisory Group. At 30 June 2022, the balance owing to Gilbert & Tobin was \$159,200 (2021: \$134). The services were entered into on normal commercial terms and have not been included in directors' remuneration as the fees were not paid for services provided by Mr Cardaci.

There have been no other transactions involving equity instruments other than those described in the tables above.

END OF REMUNERATION REPORT

This Director's Report is signed in accordance with a resolution of the directors.



Alexander Burns
Non-executive Chairman
30 September 2022

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AUDITOR'S INDEPENDENCE DECLARATION

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of Altamin Ltd for the year ended 30 June 2022, I declare that, to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- (b) no contraventions of any applicable code of professional conduct in relation to the audit.

A handwritten signature in black ink, appearing to read "Sean McGurk".

Crowe Perth

A handwritten signature in black ink, appearing to read "Sean McGurk".

Sean McGurk

Partner

Signed at Perth, 30 September 2022

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STATEMENT OF PROFIT OR LOSS & OTHER COMPREHENSIVE INCOME

	Note	Consolidated	
		2022 \$	2021 \$
Other income	3(a)	-	359,880
Administrative expenditure	3(b)	(519,909)	(458,823)
Exploration expenditure	2(e)	(4,524,069)	(5,092,023)
Marketing expenditure		(189,727)	(184,130)
Foreign exchange gain/(loss)		(24,863)	(1,902)
Impairment		(374,921)	
Operating loss		(5,633,489)	(5,376,998)
Net finance income	4	(376)	(533)
Loss from continuing operations before income tax		(5,633,865)	(5,377,531)
Income tax expense	5	(30,995)	-
Loss from continuing operations after income tax		(5,664,860)	(5,377,531)
Net loss for the year		(5,664,860)	(5,377,531)
Other comprehensive income			
<i>Items that may be re-classified to profit or loss</i>			
Exchange differences on translation of foreign operations		(67,292)	(44,763)
Total comprehensive loss for the year		(5,732,152)	(5,422,294)
Loss per share			
From continuing operations:			
Basic earnings/(loss) per share (cents)	6	(1.74)	(2.21)
Diluted earnings/(loss) per share (cents)	6	(1.74)	(2.21)

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

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STATEMENT OF FINANCIAL POSITION

	Note	Consolidated	
		2022 \$	2021 \$
ASSETS			
Current Assets			
Cash and cash equivalents	7	4,835,639	4,084,885
Receivables	8	205,462	343,691
Total Current Assets		5,041,101	4,428,576
Non-Current Assets			
Receivables	8	41,577	274,022
Plant & equipment	9	143,558	124,122
Right of use assets	12	64,711	40,370
Exploration and evaluation expenditure	10	136,366	427,867
Total Non-Current Assets		386,212	866,381
TOTAL ASSETS		5,427,313	5,294,957
LIABILITIES			
Current Liabilities			
Trade and other payables	11	1,080,721	1,193,531
Provisions	13	215,131	224,288
Lease liabilities	12	63,275	41,301
Income tax payable	5	30,995	-
Total Current Liabilities		1,390,122	1,459,120
Non-Current Liabilities			
Provisions	13	27,150	27,035
Total Non-Current Liabilities		27,150	27,035
TOTAL LIABILITIES		1,417,272	1,486,155
NET ASSETS		4,010,041	3,808,802
EQUITY			
Equity attributable to equity holders of the parent			
Issued capital	14(a)	56,710,007	50,782,869
Reserves	14(b)	230,418	349,805
Accumulated losses		(52,930,384)	(47,323,872)
TOTAL EQUITY		4,010,041	3,808,802

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

STATEMENT OF CHANGES IN EQUITY

	Attributable to the equity holders of the Parent				
	Issued Capital \$	Accumulated Losses \$	Foreign Currency Translation Reserve \$	Share Based Payment Reserve \$	Total \$
30 June 2021					
As at 1 July 2020	41,794,229	(41,946,341)	164,247	194,648	206,783
Loss for the year	-	(5,377,531)	-	-	(5,377,531)
Other comprehensive income	-	-	(44,763)	-	(44,763)
Total comprehensive income/(loss) for the year	-	(5,377,531)	(44,763)	-	(5,422,294)
<i>Transactions with owners in their capacity as owners:</i>					
Shares issued	9,388,841	-	-	-	9,388,841
Transaction costs on shares issued	(400,201)	-	-	-	(400,201)
Share based payments	-	-	-	35,673	35,673
At 30 June 2021	50,782,869	(47,323,872)	119,484	230,321	3,808,802
30 June 2022					
As at 1 July 2021	50,782,869	(47,323,872)	119,484	230,321	3,808,802
Loss for the year	-	(5,633,865)	-	-	(5,633,865)
Income tax – previous year	-	(30,995)	-	-	(30,995)
Other comprehensive income	-	-	(67,292)	-	(67,292)
Total comprehensive income/(loss) for the year	-	(5,664,860)	(67,292)	-	(5,732,152)
<i>Transactions with owners in their capacity as owners:</i>					
Shares issued	6,062,157	-	-	-	6,062,157
Transaction costs on shares issued	(135,019)	-	-	-	(135,019)
Reclassification within equity	-	58,348	-	(58,348)	-
Share based payments	-	-	-	6,253	6,253
At 30 June 2022	56,710,007	(52,930,384)	52,192	178,226	4,010,041

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

STATEMENT OF CASH FLOWS

	Note	Consolidated	
		2022	2021
		\$	\$
Cash flows from operating activities			
Payment to suppliers and employees (inclusive of GST and VAT)		(5,094,196)	(5,135,651)
Interest received		903	1,440
Other receipts		-	210,150
Net cash flows used in operating activities		(5,093,293)	(4,924,061)
Cash flows from investing activities			
Net proceeds from the disposal of financial assets		-	154,979
Purchase of plant and equipment		(50,546)	(19,567)
Net cash flows provided by/(used in) investing activities		(50,546)	135,412
Cash flows from financing activities			
Proceeds from issue of shares		6,062,157	7,114,639
Transaction costs on issue of shares		(135,019)	(400,201)
Lease payments		(42,693)	(68,698)
Net cash flows from financing activities		5,884,445	6,645,740
Net increase/(decrease) in cash and cash equivalents		740,606	1,857,091
Net foreign exchange difference		10,148	(33,470)
Cash and cash equivalents at beginning of period		4,084,885	2,261,264
Cash and cash equivalents at end of period	7	4,835,639	4,084,885

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

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NOTES TO THE FINANCIAL STATEMENTS

1. Corporate Information

The financial report of Altamin Limited (Altamin or the Group) comprises of Altamin Limited and its controlled entities for the year ended 30 June 2022. The financial report was authorised for issue in accordance with a resolution of the directors on 30 September 2022.

Altamin Limited (the Parent or the Company) is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange. The Group is a for profit entity for financial reporting purposes under *Australian Accounting Standards*.

The nature of the operations and principal activities of the Group are described in the *Directors' Report*.

2. Summary of Significant Accounting Policies

Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001*. Altamin Limited is a for-profit entity for the purpose of preparing the financial statements.

The consolidated financial statements of the Group also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Material accounting policies adopted in the preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The financial report has been prepared on an accruals basis and is based on historical cost and where applicable by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

The financial report is presented in Australian dollars and all values are rounded to the nearest dollar.

Should the Group be unable to raise additional funds through the avenues mentioned above in order to meet its contracted and forecast expenditure there is material uncertainty that the Group will continue as a going concern and therefore whether the Group will be able to realise its assets and extinguish its liabilities in the ordinary course of business and at the amounts stated in this financial report.

(a) Principles of Consolidation

The consolidated financial statements incorporate the assets, liabilities and results of entities controlled by Altamin Limited at the end of the reporting period. A controlled entity is any entity over which Altamin has the power to govern the financial and operating policies so as to obtain benefits from the entity's activities. The control exists when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

Where controlled entities have entered or left the Group during the year, the financial performance of those entities are included only for the period of the year that they were controlled. A list of controlled entities is contained in Note 16 to the financial statements.

In preparing the consolidated financial statements, all inter-company balances and transactions between entities in the consolidated group have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with those adopted by the parent.

2. Summary of Significant Accounting Policies (continued)

(a) Principles of Consolidation (continued)

The parent entity disclosures required under the *Corporations Act 2001* have been included in Note 17 to the accounts.

(b) Income Tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the current period's taxable income. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

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

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

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

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

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

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

2. Summary of Significant Accounting Policies (continued)

(c) Other Taxes

Revenues, expenses and assets are recognised net of the amount of Goods and Services Tax (GST) and Italian Value Added Tax (VAT) except:

- when the GST/VAT incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST/VAT is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables, which are stated with the amount of GST/VAT included.

The net amount of GST/VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

Cash flows are included in the statement of cash flows on a gross basis and the GST/VAT component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority is classified as part of operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST/VAT recoverable from, or payable to, the taxation authority.

(d) Plant and Equipment

Each class of plant and equipment is carried at cost as indicated less, where applicable any accumulated depreciation and impairment losses.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of profit or loss and comprehensive income during the financial period in which they are incurred.

The depreciable amount of plant and equipment is depreciated on a diminishing value basis over the asset's useful life to the Group commencing from the time the asset is held ready for use.

Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

Depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Field equipment	15% to 50%
Motor vehicles	12.5%
Office equipment	15% to 75%
Office furniture	30%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the statement of profit or loss and other comprehensive income.

2. Summary of Significant Accounting Policies (continued)

(e) Exploration Expenditure

Exploration and evaluation expenditure are expensed as incurred. Such expenditure includes employee remuneration, materials used, payments made to contractors and general and administrative costs directly attributable to the exploration and evaluation activities.

Tenement acquisition costs are initially capitalised. Costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area, sale of the respective areas of interest or where activities in the area have not yet reached a stage, which permits reasonable assessment of the existence of economically recoverable reserves. Accumulated 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.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

Restoration, rehabilitation and environmental costs necessitated by exploration and evaluation activities are expensed as incurred and treated as exploration and evaluation expenditure.

(f) Leases

Right-of-use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the Group expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of-use assets are subject to impairment or adjusted for any re-measurement of lease liabilities.

2. Summary of Significant Accounting Policies (continued)

(f) Leases (continued)

Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of-use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

The Group presents right-of-use assets and lease liabilities as separate line items in the relevant sections of the Statement of Financial Position and additional information is shown in notes to the financial statements.

(g) Impairment of Assets

At each reporting date, the group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the assets, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the statement of profit or loss and other comprehensive income.

Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

(h) Foreign Currency Transactions and Balances

Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Australian dollars (\$) which is the functional and presentation currency of the Parent entity.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation.

Foreign exchange gains and losses that relate to borrowings are presented in the statement of profit or loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other gains/(losses).

2. Summary of Significant Accounting Policies (continued)

(h) Foreign Currency Transactions and Balances (continued)

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

Group Companies

The financial results and position of foreign operations, whose functional currency is different from the Group's presentation currency, are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates, which reasonably approximate the rates prevailing on the transaction dates; and
- all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(i) Employee Benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to the balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

Contributions are made by the economic entity to employee superannuation funds and are charged as expenses when incurred.

(j) Equity Settled Compensation

The Group undertakes equity-settled share-based payments. The fair value of the equity to which employees become entitled is measured at grant date and recognised as an expense over the vesting period, with a corresponding increase to an equity account. The fair value of shares is ascertained as the market bid price. The fair value of options is ascertained using either the Binomial or Black-Scholes pricing model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at each reporting date such that the amount recognised for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

No expense is recognised for awards that do not ultimately vest, except for equity-settled transactions for which vesting is conditional upon a market or non-vesting condition. These are treated as vesting irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

2. Summary of Significant Accounting Policies (continued)

(j) Equity Settled Compensation (continued)

Upon the exercise of awards, the balance of the share based payments reserve relating to those awards is transferred to share capital and the proceeds received, net of any directly attributable transaction costs, is credited to share capital.

(k) Provisions

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

(l) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less.

(m) Other Income

Interest income comprises interest receivable on funds invested and it is recognised in the profit or loss as it accrues, using the effective interest method.

Government grants have been included in other income and are recognised when the right to receive the income has been established.

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

(n) Trade and Other Receivables

Trade receivables, which generally have 30-day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts.

An allowance for doubtful debts is made using the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. Bad debts are written off when identified.

(o) Contributed Equity

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.

(p) Trade and Other Payables

Trade and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the Group during the reporting period which remains unpaid. The balance is recognised as a current liability with the amount being paid within 45 days of recognition of the liability.

(q) Comparative Figures

Where required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

When the Group applies an accounting policy retrospectively, makes a retrospective restatement or reclassifies items in its financial statements, a statement of financial position as at the beginning of the earliest comparative period will be disclosed.

2. Summary of Significant Accounting Policies (continued)

(r) Critical Accounting Estimates and Judgments

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the group.

Key Estimates

(i) Share based payments

The Group measures the cost of equity settled transactions with employees and suppliers by reference to the fair value of the equity instrument at the date at which they are granted. The fair value of unlisted options is determined by using either a Black-Scholes or Binomial model. The assumptions (volatility, dividend yield and risk free rate) used are detailed in Note 15.

(ii) Italian Value Added Tax Receivable

The Italian value added tax receivable (VAT) represents the VAT that is recoverable from the Italian Agency of Revenue. The Group expects to recover a proportion of this receivable through offsetting various Italian employee taxes and social security contributions. In addition to offsetting, the receivable is also anticipated to be recovered through a refund process. The future recoverability of the VAT receivable is dependent on the Group continuing to be entitled to this offsetting arrangement and the refund request satisfying the Italian Agency of Revenue's requirements. To the extent that the VAT receivable is determined not to be recoverable in the future, profits and net assets will be reduced in the period in which the determination is made.

(iii) Provision for rehabilitation

Rehabilitation costs are a normal consequence of mineral exploration and mining, and the majority of this expenditure is incurred on ceasing exploration activities or the end of the mine's life. In determining an appropriate level of provision, consideration is given to the expected future costs to be incurred, the timing of these expected future costs, and the estimated future level of inflation. The ultimate cost of rehabilitation is uncertain and costs can vary in response to many factors including changes to the relevant legal requirements or the emergence of new restoration techniques.

Key Judgments

Capitalisation of exploration and evaluation expenditure

Under *AASB 6 Exploration for and Evaluation of Mineral Resources*, the Group has the option to expense exploration and evaluation expenditure as incurred, or to capitalise such expenditure (provided certain conditions are satisfied). The Group has elected to expense exploration and evaluation expenditure until such time as activities in an area have reached a stage that permits reasonable assessment of the existence of economically recoverable reserves. However, costs associated with the acquisition of exploration tenements are initially capitalised.

Monica Mining Licence

Prior to the 2021 Mineral Resource updates and Scoping Study, and in anticipation of the Monica Mining Licence's (MML) expiry date of January 2020, the Company had submitted an application to renew the MML and extend its boundaries to incorporate the proposed new Gorno Project mine layout. As part of the renewal process the application underwent an Environmental & Social Impact Assessment (EIS).

As announced on 8 June 2022, the Ministry for Ecological Transition published a negative Decree in relation to the EIS, based largely on technical aspects which were not sufficiently detailed in the renewal application. Altamin's team is addressing these items now in the various studies being conducted for the DFS.

2. Summary of Significant Accounting Policies (continued)

(r) Critical Accounting Estimates and Judgments (continued)

Current Gorno exploration activities are permitted under the Cime exploration licence (Cime EL), which can be extended up 2026. The Cime EL can be converted to a new mining licence and extended to include the area covered in the MML renewal application. This is now the Company's preferred permitting approach, to adopt a streamlined process aligned with the MML stakeholder feedback and integrated with the DFS outputs, as is usual for many mining projects.

(s) New, Revised or Amending Accounting Standards and Interpretations Adopted

The Group has adopted all of the new, revised or amending 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.

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Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

3. Profit and Loss

(a) Other income

		30-Jun-22	30-Jun-21
		A\$	A\$
Net profit on disposal of assets	(i)	-	199,730
Covid-19 economic response programs	(ii)	-	160,150
		<u>-</u>	<u>359,880</u>

(i) During the year ended 30 June 2021, the Group disposed of its rights to its West Australian exploration tenement EL45/4543 for realised net proceeds of \$199,730.

(ii) Amounts received under the Australian government Covid-19 economic response programs during the previous financial year.

(b) Administrative expenses

		30-Jun-22	30-Jun-21
		A\$	A\$
Legal fees		158,684	25,959
Audit fees	(i)	34,760	30,750
Depreciation		18,661	38,695
Other corporate and administration		416,971	178,298
Employee benefits	(ii)	926,488	993,658
		<u>1,555,564</u>	<u>1,267,360</u>
Exploration-related administration and employee costs		<u>(1,035,655)</u>	<u>(808,537)</u>
		<u>519,909</u>	<u>458,823</u>

(i) Audit fees

Amounts received or due and receivable by the auditor of the parent entity, Crowe Perth for:

- audit services	34,760	30,750
- non-audit services	-	-
	<u>34,760</u>	<u>30,750</u>

(ii) Employee benefits

Wages, salaries and directors' fees	841,005	893,825
Superannuation and pension contributions	53,272	55,850
Movement in long service leave provision	14,002	(10,958)
Movement in annual leave provision	8,697	19,078
Share-based payments	6,253	35,519
Other employment taxes	3,259	344
	<u>926,488</u>	<u>993,658</u>

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Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

4. Net Finance Income

	30-Jun-22	30-Jun-21
	A\$	A\$
Interest received	903	1,440
Interest expense	(1,279)	(1,973)
	<u>(376)</u>	<u>(533)</u>

5. Income Tax Expenses

	30-Jun-22	30-Jun-21
	A\$	A\$
a) Current tax		
Deferred tax	-	-
Under/(Over) provision in prior years	30,995	-
Total income tax expense from continuing operations	<u>30,995</u>	<u>-</u>
b) Reconciliation between tax expense and the product of accounting loss before income tax multiplied by the Group's applicable income tax rate is as follows:		
Accounting loss before income tax	<u>(5,633,865)</u>	<u>(5,377,530)</u>
Tax refundable at the statutory income tax rate - 30% (2021: 26%)	(1,690,160)	(1,398,158)
Non-deductible expenses		
Share based payments	1,876	9,235
Other non-deductible expenses	468,064	280,163
Effect of different tax rates	232,186	86,141
Deferred tax assets not recognised on tax losses	998,625	1,171,691
Timing differences not recognised	(10,591)	(149,072)
Under/(Over) provisions in prior years	30,995	-
Income tax expense	<u>30,995</u>	<u>-</u>
Net deferred tax assets - not recognised		
Tax losses Australia	3,515,487	2,987,053
Tax losses Italy (@24%)	7,189,368	6,263,703
Other	215,712	862,881
Deferred tax assets	<u>10,920,567</u>	<u>10,113,636</u>
Deferred tax liabilities offset against Deferred tax assets	(5,509)	(24,704)
Net Deferred tax assets not brought to account	<u>10,915,058</u>	<u>10,088,932</u>

The Group has tax losses for which no deferred tax asset is recognised in Australia of \$11,718,289 (2021: \$11,488,664) and Italy of \$29,955,699 (2021: \$26,098,762). These tax losses are available for offset against future taxable profits of the Group subject to continuing to meet the relevant statutory tests. The Italian income tax rate is currently 24% (2021: 24%), and as such the unrecognised deferred tax asset on losses has to be disclosed at the applicable Italian tax rate.

Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

6. Earnings per Share

	30-Jun-22 A\$	30-Jun-21 A\$
Loss attributable to ordinary shareholders		
Loss for the period	(5,664,860)	(5,377,531)
Weighted average number of ordinary shares		
Issued ordinary shares at the beginning of the year	290,714,122	2,202,148,728
Capital consolidation	-	(2,055,338,813)
	290,714,122	146,809,915
Effect of shares issued during the year	34,431,964	96,663,774
Weighted average number of ordinary shares at 30 June	325,146,086	243,473,689
Loss per share		
Basic and diluted loss per share (cents per share)	(1.74)	(2.21)

All of the options outstanding have exercise prices greater than the average market price of ordinary shares during the reporting period and are therefore anti-dilutive.

7. Cash and Cash Equivalents

	30-Jun-22 A\$	30-Jun-21 A\$
Cash on hand and at bank	1,682,944	541,550
Term deposits on call	3,152,695	3,543,335
	4,835,639	4,084,885

The effective interest rate on cash and cash equivalents was 0.18% (2021: 0.01%). Short-term deposits mature every 7 to 60 days.

8. Receivables

		30-Jun-22 A\$	30-Jun-21 A\$
Current			
Prepayments		57,047	59,512
Security deposits	(i)	6,979	7,276
Receivable indirect taxes	(ii)	126,006	276,449
Other receivable		15,430	454
		205,462	343,691
Non-current			
Security deposits	(i)	41,577	40,713
Receivable indirect taxes	(ii)	-	233,309
		41,577	274,022

- (i) Current security deposits represent payments made as guarantees under operating leases that the Group has entered into. Non-current security deposits include bonds and guarantees held with financial institutions on term deposit. The funds receive interest at fixed rates and have an average maturity of 12 months.

Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

8. Receivables (continued)

- (ii) Receivable indirect taxes includes Goods and Services Tax (“GST”) of \$17,060 receivable in Australia and Value Added Tax (“VAT”) of \$108,946 recoverable from the Italian Agency of Revenue. The balance of the Italian VAT is recovered through offsetting various Italian employee taxes, social security contributions and a refund process upon the lodgement of the annual VAT return. The current receivable amount of \$108,946 is estimated to be recovered through the offsetting mechanism and refund process within the next 12 months.

9. Plant and Equipment

	30-Jun-22 A\$	30-Jun-21 A\$
Property, plant and equipment at cost	482,023	440,330
Accumulated depreciation	(338,465)	(316,208)
Carrying value	<u>143,558</u>	<u>124,122</u>

Reconciliation of movement in carrying value

	Field Equipment A\$	Motor Vehicles A\$	Office Furniture A\$	Office Equipment A\$	Total A\$
Balance at 30 June 2020	70,229	34,355	5,897	22,870	133,351
Additions	14,291	-	-	5,276	19,567
Depreciation	(12,348)	(4,189)	(1,076)	(7,480)	(25,093)
Disposals	-	-	-	-	-
Effect of foreign currency translation	(1,991)	(1,099)	(140)	(473)	(3,703)
Balance at 30 June 2021	<u>70,181</u>	<u>29,067</u>	<u>4,681</u>	<u>20,193</u>	<u>124,122</u>
Additions	11,738	31,871	-	6,937	50,546
Depreciation	(12,367)	(7,272)	(825)	(6,716)	(27,180)
Disposals	-	-	-	-	-
Effect of foreign currency translation	(2,172)	(1,187)	(147)	(424)	(3,930)
Balance at 30 June 2022	<u>67,380</u>	<u>52,479</u>	<u>3,709</u>	<u>19,990</u>	<u>143,558</u>

10. Exploration and Evaluation Expenditure

	30-Jun-22	30-Jun-21
	A\$	A\$
Exploration and evaluation - carrying value	136,366	427,867
	136,366	427,867
Reconciliation of movement in carrying value		
Carrying value at 1 July	427,867	442,499
Write off Monica Mining Licence capitalised costs	(271,719)	-
Effect of foreign currency translation	(19,782)	(14,632)
Carrying costs at the end of the year	136,366	427,867

The recoverability of the carrying amount of exploration assets is dependent on the successful exploration and development or sale of the respective areas of interest.

11. Trade and Other Payables

		30-Jun-22	30-Jun-21
		A\$	A\$
Trade creditors	(i)	676,162	859,594
Other payable	(ii)	97,155	72,111
Short-term employee leave provisions		307,404	261,826
		1,080,721	1,193,531

- (i) Trade creditors are non-interest bearing and are normally settled within 45 days. Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.
- (ii) Other payable include payroll liabilities for the year ended 30 June 2022 paid subsequent to the year end.

12. Leases

The Group has operating leases in Australia and Italy. Movements in the right of use asset and lease liabilities during were as follows:

	30-Jun-22	30-Jun-21
	A\$	A\$
Right of use asset		
Carrying value at 1 July	40,370	100,992
Depreciation for the period	(39,003)	(65,908)
Additions	66,708	12,616
Expired leases	-	(5,457)
Effect of translation of foreign currency operation to group presentation currency	(3,364)	(1,873)
Carrying value at 30 June	64,711	40,370

Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

12. Leases (continued)

	30-Jun-22 A\$	30-Jun-21 A\$
Lease liability		
At 1 July	(41,301)	(102,446)
Additional leases	(66,708)	(12,616)
Finished leases	-	5,457
Lease payments	43,393	68,698
Interest	1,253	(1,968)
Effect of translation of foreign currency operation to group presentation currency	88	1,574
	<u>(63,275)</u>	<u>(41,301)</u>

13. Provisions

	30-Jun-22 A\$	30-Jun-21 A\$
Current		
Provision for restoration (i)	215,131	224,288
	<u>215,131</u>	<u>224,288</u>
Non-current:		
Provision for long service leave	27,150	27,035
	<u>27,150</u>	<u>27,035</u>

(i) A provision has been recognised for the estimated cost of restoring the environmental disturbance that has occurred on the Gorno Project up to 30 June 2022. No discount has been applied to this provision as the restoration work is anticipated to be completed within 12 months.

14. Equity

(a) Issued capital

	30-Jun-22 A\$	30-Jun-21 A\$
Shares on issue	59,921,404	53,856,718
Issuance costs	(3,211,397)	(3,073,849)
	<u>56,710,007</u>	<u>50,782,869</u>

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Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

14. Equity (continued)

Reconciliation of movement in share capital

	Date	Price A\$	Number of shares	A\$
30 June 2021				
Balance at 1 July 2020			2,202,148,728	41,794,229
Share placement – Tranche 1	1-Jul-20	0.004	550,537,181	2,202,149
Shares granted as compensation	25-Aug-20	0.004	18,013,267	72,053
Share placement – Tranche 2	27-Aug-20	0.004	340,000,000	1,360,000
Share Purchase Plan (SPP)	4-Sep-20	0.004	500,000,000	2,000,000
Options subscription	30-Sep-20		-	4,639
Share placement	31-Mar-21	0.005	730,000,000	3,650,000
Share placement	19-May-21	0.005	20,000,000	100,000
Shares consolidation	25-May-21	-	(4,069,985,054)	-
Share issuance costs	-	-	-	(400, 201)
Balance at 30 June 2021			290,714,122	50,782,869
30 June 2022				
Balance at 1 July 2021			290,714,122	50,782,869
AZIO listed options exercised	27-Jan-21	0.150	22,222	3,333
Entitlement offer issue	25-Feb-22	0.060	98,135,608	5,888,136
Entitlement offer issue	22-Apr-22	0.060	2,844,800	170,688
Share issuance costs	-	-	-	(135,019)
Balance at 30 June 2022			391,716,752	56,710,007

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

Capital risk management

When managing capital, managements objective is to ensure the entity continues as a going concern as well as undertaking operations in a manner that provide returns to shareholders and other stakeholders. The Group aims to maintain a capital structure that ensures the lowest cost of capital available to the entity and maximises returns for shareholders through minimising dilution.

In order to maintain or adjust the capital structure, the entity may issue new shares, enter into joint ventures or sell assets. The entity does not have a defined share buy-back plan.

During the year ended 30 June 2022, the Company completed a 2 for 5 non-renounceable pro-rata entitlement offer issuing 100,980,408 shares for total proceeds of \$6,058,824. In addition, a total of 22,222 AZIO listed options were exercised at \$0.15 per option, raising \$3,333.

Dividends

No dividends were declared or paid (2021: Nil).

14. Equity (continued)

(b) Reserves

		30-Jun-22	30-Jun-21
		A\$	A\$
Share-based payment reserve	(i)	178,226	230,321
Foreign currency translation reserve	(ii)	52,192	119,484
		<u>230,418</u>	<u>349,805</u>

Reconciliation of movement in reserves

		30-Jun-22	30-Jun-21
		A\$	A\$
(i) Share-based payments reserve			
Balance at 1 July		230,321	194,648
Equity settled share-based payment transactions		6,253	35,673
Reclassified to retained earnings for expired options		(58,348)	-
Balance at 30 June		<u>178,226</u>	<u>230,321</u>
(ii) Foreign currency translation reserve			
Balance at 1 July		119,484	164,247
Effect of translation of foreign currency operation to group presentation currency		(67,292)	(44,763)
Balance at 30 June		<u>52,192</u>	<u>119,484</u>
		<u>230,418</u>	<u>349,805</u>

The foreign currency translation reserve movement results from translation of the Italian subsidiaries balances from Euro, being the subsidiaries' functional currency, to the Australian Dollar, being the Group's presentation currency.

15. Share Based Payments

(a) Employee Incentive Plan

The *Employee Incentive Plan* (EIP), approved by shareholder on 29 November 2021, is established as a means of providing long-term incentives to all employees and key management personnel, other than non-executive directors. At its discretion, the Board may grant incentives under the plan for no consideration and determine the terms on which the incentives are granted. Where incentives are granted with vesting conditions, unless the Board determines otherwise, unvested incentives are forfeited when the holder ceases to be employed by the Group.

(b) Expenses arising from share-based payment transactions

During the year, \$6,253 was recognised as share-based payment expense (2021: \$35,519) in relation to employee options.

15. Share Based Payments (continued)

Movement in options during the year

	2022		2021	
	Number of options	Average exercise price per option (\$)	Number of options	Average exercise price per option (\$)
Outstanding at the beginning of the year	14,076,040	0.30	101,000,000	0.04
Granted during the year (i)	560,000	0.24	118,390,289	0.01
Forfeited/lapsed during the year	(4,276,022)	0.46	(8,250,000)	0.15
Exercised during the year	-	-	-	-
Capital consolidation	-	-	(197,064,249)	-
Outstanding at the end of the year (ii)	10,360,018	0.21	14,076,040	0.28
Exercisable at the end of the year	8,986,686	0.20	10,876,019	0.28

The weighted average remaining contractual life of options outstanding at the end of the year is 2.25 years (2021: 2.5).

Exercise prices of options outstanding at 30 June 2022 range from 12 cents per option to 30 cents per option (2021: 12 cents per option to \$1.50 per option, adjusted for the capital consolidation). The weighted average fair value of the options granted during the year was 0.05 cents per option (2021: 0.03 cents per option).

(i) Options granted during the year

During the year, the Company granted 560,000 options to employees under the EIP. The options are unlisted and have exercise prices of \$0.18, \$0.24 and \$0.30, with an expiry date of 16 September 2024.

The options issued under the EIP are subject to vesting conditions whereby if the recipient resigns prior to the vesting date the options are forfeited.

The fair value of all unlisted options issued during the year ended 30 June 2022 is \$253.

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Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

15. Share Based Payments (continued)

Fair value of options granted during the year

The fair value of the options granted during the year ended 30 June 2022 was determined using the Black-Scholes valuation method and the model inputs were as follows:

	Employee options		
	Series 40	Series 41	Series 42
No. of options	186,668	186,668	186,664
Grant date	23-Dec-21	23-Dec-21	23-Dec-21
Issue price (cents)	-	-	-
Expiry Date	16-Sep-24	16-Sep-24	16-Sep-24
Share price (cents)	6.5	6.5	6.5
Exercise price (cents)	18	24	30
Expected volatility	34.22%	34.22%	34.22%
Option life (years)	2.73	2.73	2.73
Dividend yield	-	-	-
Risk free interest rate	1.30%	1.30%	1.30%
Fair value per option (cents)	0.097	0.029	0.009
Vesting conditions	Continued service	Continued service	Continued service

(ii) Options outstanding at the end of the year

Series No.	Number of options	Exercise price	Expiry date	Vesting date
31	1,000,000	\$0.12	18-Sep-24	Vested
32	1,000,000	\$0.18	18-Sep-24	18-Sep-24
33	1,000,000	\$0.12	16-Sep-24	Vested
34	1,000,000	\$0.18	16-Sep-24	Vested
35	1,000,000	\$0.24	16-Sep-24	Vested
37	1,600,006	\$0.18	16-Sep-24	Vested
38	1,600,006	\$0.24	16-Sep-24	Vested
39	1,600,006	\$0.30	16-Sep-24	Vested
40	186,668	\$0.18	16-Sep-24	Vested
41	186,668	\$0.24	16-Sep-24	1-Sep-22
42	186,664	\$0.30	16-Sep-24	1-Jun-23
Total	10,360,018			

Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

16. Related Parties

(a) Subsidiaries

The consolidated financial statements include the financial statements of Altamin Limited and its subsidiaries listed in the following table:

	Country of Incorporation	Percentage Owned	
		30-Jun-22 %	30-Jun-21 %
Nickelex Pty Ltd ¹	Australia	-	100
Energia Minerals (Italia) Srl	Italy	100	100
Strategic Minerals (Italia) Srl	Italy	100	100

¹ Deregistered on 30 January 2022.

(b) Transactions with Key Management Personnel (KMP)

	30-Jun-22	30-Jun-21
	A\$	A\$
Short-term employee benefits	687,340	738,281
Long-term employee benefits	9,143	(14,378)
Post-employment benefits	37,899	41,246
Share-based payment	2,264	19,309
Total key management personnel compensation	736,646	784,458

Disclosures relating to KMP are set out in the Remuneration Report contained in the Directors Report.

(c) Other transactions related parties

During the year, Gilbert & Tobin provided legal services to the Group of \$160,646 (2021: \$92,221). Mr Cardaci is a consultant to Gilbert & Tobin's Corporate Advisory Group. At 30 June 2022, the balance owing to Gilbert & Tobin was \$159,200 (2021: \$134). The services were entered into on normal commercial terms and have not been included in directors' remuneration as the fees were not paid for services provided by Mr Cardaci.

There were no other transactions during the year ended 30 June 2022.

Altamin Limited and Controlled Entities

Notes to the Financial Statements for the year ended 30 June 2022

17. Parent Entity Information

(a) Summary financial information

The individual financial statements for the parent entity show the following aggregate amounts:

	30-Jun-22 A\$	30-Jun-21 A\$
ASSETS		
Current Assets	4,291,757	3,704,241
Non-current Assets	271,313	73,895
TOTAL ASSETS	4,563,070	3,778,136
LIABILITIES		
Current Liabilities	525,883	254,644
Non-current Liabilities	27,146	27,035
TOTAL LIABILITIES	553,029	281,679
NET ASSETS	4,010,041	3,496,457
EQUITY		
Contributed equity	56,710,007	50,782,869
Accumulated losses	(52,878,193)	(47,516,734)
Share based payment reserve	178,227	230,321
TOTAL EQUITY	4,010,041	3,496,456
FINANCIAL PERFORMANCE		
Net profit/(loss) for the year	(5,419,808)	(5,734,640)
Other comprehensive income	-	-
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR	(5,419,808)	(5,734,640)

(b) Contingent liabilities

The parent entity has no contingent liabilities as at 30 June 2022 (2021: nil).

(c) Contractual commitments for acquisition of property, plant and equipment

The parent entity has no commitments to purchase property, plant and equipment at 30 June 2022 (2021: nil).

18. Cash Flow Information

	30-Jun-22 A\$	30-Jun-21 A\$
Loss after tax	(5,258,944)	(5,377,531)
Non-cash and non-operating flows in loss:	(i)	
Depreciation	66,183	91,001
Share based payments	16,253	35,673
Unrealised foreign exchange (gain)/loss	(20,222)	(728)
Net profit on sale of tenement	-	(145,524)
Net profit on sale of investment	-	(8,751)
Loss on disposal of plant and equipment	-	-
Accretion of discount on Italian VAT receivable	-	-
Changes in assets and liabilities		
(Increase)/decrease in trade receivables	(27,872)	(191,154)
(Increase)/decrease in prepayments	2,465	(6,062)
Increase in trade payables and accruals	138,954	697,643
Increase in provisions	(110)	(18,628)
Cash flow from operations	(5,083,293)	(4,924,061)

(i) Non-cash Financing & Investing Activities

No non-cash financing and investing activities were undertaken during the year ended 30 June 2022. During the previous financial year the Company received 512,202 shares in AIM-listed Wishbone Gold PLC (Wishbone) as net consideration of \$145,524 for the sale of its Paterson Project exploration tenement EL45/4543. The Company sold all of its Wishbone shares on market, realising a net profit of \$8,751 from this transaction.

19. Commitments and Contingencies

Exploration Expenditure Commitments

Ongoing exploration expenditure is required to maintain title to the Group's mineral exploration tenements. No provision has been made in the financial statements for these amounts as the amounts are expected to be fulfilled in the normal course of the operations of the Group.

At 30 June 2022, the exploration expenditure commitments are as follows:

	30-Jun-22 A\$	30-Jun-21 A\$
<i>Minimum exploration expenditure commitments</i>		
Not later than 12 months	56,882	30,987
After one year but not more than five years	-	30,987
	<u>56,882</u>	<u>61,974</u>

The minimum exploration expenditure commitments include the estimated cost of permit fees and tenement lease costs required to maintain title to the Group's tenements in Italy.

No statutory expenditure commitments are specified by the mining legislation in Italy.

20. Financial Risk Management

This note presents information about the Group's financial assets and financial liabilities, its exposure to financial risks, and the policies and processes for measuring and managing those risks.

During the year ended 30 June 2022, the Group's principal financial assets were cash, short-term deposits and trade and other receivables, comprised primarily of the Italian VAT receivable. The Group's principal financial liabilities comprised trade and other payables. The financial instruments of the Group predominantly arise directly from its operations.

The Group's activities expose it primarily to the following financial risks:

- Market risk including interest rate risk and foreign currency exchange risk;
- Credit risk; and
- Liquidity risk.

Primary responsibility for the identification and control of financial risks rests with the Board. The Board reviews and agrees policies for managing identified risks. The Group uses different methods to manage the different types of risks to which it is exposed. These include monitoring exposure to currency risk and undertaking an assessment of market forecasts. The Group monitors liquidity risk through the preparation and monitoring of cash flow forecasts.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk for the Group comprise interest rate risk and foreign currency risk.

(i) Interest Rate Risk

The Group's exposure to the interest rate risk is minimal; it does not have interest-bearing debt and its exposure to the risk is limited to changes in interest rates on cash and term deposits the Group holds with the Australian banks.

	Floating interest rate A\$	Fixed interest rate 1 year or less A\$	Non-interest bearing A\$	Total A\$	W'ted average effective interest rate %
30 June 2022					
Financial Assets					
Cash	4,835,639	-	-	4,835,639	0.18
Receivables	-	-	210,015	210,015	
Restricted cash	-	37,024	-	37,024	0.25
Total financial assets	4,835,639	37,024	210,015	5,082,678	
Financial Liabilities					
Payables	-	-	1,111,716	1,111,716	
Leases	-	-	63,275	63,275	
Total financial liabilities	-	-	1,174,991	1,174,991	
Net financial assets	4,835,639	37,024	(964,976)	3,907,687	

20. Financial Risk Management (continued)

Market risk (continued)**(i) Interest Rate Risk (continued)**

	Floating interest rate A\$	Fixed interest rate 1 year or less A\$	Non-interest bearing A\$	Total A\$	W'ted average effective interest rate %
30 June 2021					
Financial Assets					
Cash	4,084,885	-	-	4,084,885	0.04
Receivables	-	-	580,689	580,689	
Restricted cash	-	37,024	-	37,024	1.12
Total financial assets	4,084,885	37,024	580,689	4,702,598	
Financial Liabilities					
Payables	-	-	1,193,531	1,193,531	
Leases	-	-	41,301	41,301	
Total financial liabilities	-	-	1,234,832	1,234,832	
Net financial assets	4,084,885	37,024	(654,143)	3,467,766	

(ii) Foreign Currency Risk

Foreign exchange risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the entity's functional currency. The Group is exposed to currency risk on financial assets and liabilities held by the controlled entity in Italy. The Group's expenditure obligations in Italy are primarily in Euro and as a result the Group is exposed to fluctuations in the Euro to Australian dollar. These exposures are not subject to a hedging program. Exposure to negative currency fluctuations has been partially mitigated through the maintenance of a Euro denominated cash position.

The Group is also exposed to foreign exchange risk arising from the translation of its foreign operations. The Group's investment in its overseas subsidiary is not hedged as it is considered to be long-term in nature.

The carrying amounts of the Group's financial assets and liabilities are denominated in Australian dollars except for the amounts set out below, which are held in Euro (EUR):

	30-Jun-22 A\$	30-Jun-21 A\$
Financial Assets		
Cash	579,305	485,160
Receivables	174,594	558,347
Financial Assets	753,899	1,043,507
Financial Liabilities		
Payables	585,833	953,211
Lease liabilities	63,275	26,971
Financial Liabilities	649,108	980,182

20. Financial Risk Management (continued)

Market risk (continued)**(ii) Foreign Currency Risk (continued)***Sensitivity*

The following table summarises the sensitivity of financial instruments held at balance date to movement in the exchange rate of the AUD to the EURO with all other variables held constant. The 10% sensitivity is based on management's estimate of reasonably possible changes over a financial year.

	30-Jun-22	30-Jun-21	30-Jun-22	30-Jun-21
	A\$	A\$	A\$	A\$
	Impact on profit after tax		Impact on other equity	
+10% increase in AUD:EUR	(59,144)	(8,217)	(140,301)	(194,151)
-10% decrease in AUD:EUR	59,144	8,217	140,301	194,151

Credit Risk

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

As the Group is yet to commence mining operations, it currently has no significant exposure to customer credit risk. The class of assets described as Receivables is considered to be the main source of credit risk. Included in Receivables is Italian value added tax receivable (VAT) arising from expenditure incurred in Italy. During the current financial year, the Group recovered the majority of the VAT receivable balance outstanding as at 30 June 2021 by way of offsetting liabilities for various Italian employee taxes and social security contributions and a cash refund. The VAT balance classified as a current asset at 30 June 2022 is similarly expected to be recovered by offsetting employment tax liabilities, with the VAT balance classified as a non-current asset expected to be recovered in the following year through the offsetting mechanism and by refund following the lodgment of the annual VAT return. Further information regarding Receivables is detailed at Note 8.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial asset in the Statement of Financial Position.

Credit risk in relation to cash balances with banks is managed through the assessment of the credit quality of the institution with whom the funds are deposited. Currently the Group only invests cash with counterparties assessed with high credit ratings. Funds are transferred to Italy to meet the working capital needs of the controlled entities Energia Minerals (Italia) Srl and Strategic Minerals Srl. The cash needs of the controlled entity operations are monitored by the parent company and funds are advanced to the Italian operations as required.

The Directors believe this is the most efficient method of combining the monitoring and mitigation of potential credit risks arising out of holding cash assets in overseas jurisdictions, and the funding mechanisms required by the Group.

Liquidity Risk

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities.

20. Financial Risk Management (continued)

Liquidity risk (continued)

The Group manages liquidity risk by maintaining sufficient cash to meet the operating requirements of the business and investing excess funds in liquid short-term deposits. The Group's liquidity needs are currently met through cash and cash equivalents. Future liquidity needs can potentially be met through equity raisings and or debt.

The Group's liquidity risk exposure relates to trade payables, which are payable within one year from the reporting date.

Financial assets pledged as collateral

Certain financial assets have been pledged as security for finance facilities associated with bank guarantees. The realisation of these financial assets into cash may be restricted and subject to terms and conditions attached to the relevant finance facilities. Refer to Note 8 for further details.

21. Operating Segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources.

The Group considers that it has only operated in one reportable segment, being minerals exploration and evaluation. The segment financial information is as per the Group's consolidated financial statements.

22. Events After the Reporting Period

The following events and transactions occurred subsequent to 30 June 2022:

- On 24 July 2022 the Company and Appian Capital Advisory LLP (Appian) entered into a binding term sheet (the Binding Term Sheet) setting forth the conditions and the terms of incorporating a joint venture to operate and fund the development of the Gorno Project. Under the terms:
 - Appian can invest up to ~A\$94 million (US\$65 million) to earn up to a 67.4% interest in Gorno, consisting of:
 - a first tranche of ~A\$14.5 million (US\$10 million) committed funding for significantly expanded exploration and infill drilling campaign in excess of 20,000m, permitting and then completion of a DFS, to earn up to ~ 29.9%; and
 - the right to fund up to a further ~A\$79.6 million (US\$55 million) for project construction following a final investment decision (FID), to earn up to a further 37.5%, an amount sized to fund the expected project financing equity component for Gorno, based on the November 2021 Scoping Study parameters.
 - Altamin and Appian will share management of Gorno prior to FID and Altamin anticipates it will retain a 32.6% interest in Gorno once the project has been funded to commercial production based on the Scoping Study parameters.

There were no other matters or circumstances that have arisen since the end of the financial year which have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future periods.

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Altamin Limited, I state that:

1. In the opinion of the directors:
 - (a) The financial statements and notes of the Group are 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 2022 and of its performance for the year ended on that date.
 - ii. Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*.
 - (b) There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable, and
 - (c) The financial statements and notes comply with International Financial Reporting Standards as set out in Note 2.
2. This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the *Corporations Act 2001* for the financial year ended 30 June 2022.

On behalf of the Board



Alexander Burns
Non-executive Chairman
30 September 2022

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALTAMIN LTD REPORT ON THE AUDIT OF THE FINANCIAL REPORT

Report on the financial report

Opinion

We have audited the financial report of Altamin Ltd (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2022, 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 comprising a summary of significant accounting policies and the Directors' Declaration.

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

- (a) Giving a true and fair view of the Group's financial position at 30 June 2022 and of its financial performance for the year then ended; and
- (b) 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 this report. We are independent of the Group in accordance with the 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

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Key Audit Matter	How we addressed the Key Audit Matter
Decentralised operations	
<p>We consider the decentralised nature of the Group's operations as a key audit matter based on the following:</p> <ul style="list-style-type: none"> Altamin Ltd holds 100% of the share capital of Energia Minerals (Italia) Srl and Strategic Minerals (Italia) Srl. The main operations are located in Italy while the parent entity is located in Australia. The decentralised nature of the operations requires significant oversight by the Group to monitor the activities, review component financial reporting and undertake the Group consolidation process. 	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> Assessing the design and operating effectiveness of relevant controls over the Group's decentralised structure, including centralised monitoring controls at the Group and component level. Planning, scoping and performing audit procedures on significant entities or significant balances focussing on areas requiring estimation and judgement. Undertaking analytical review procedures on financial information of all components, including those not considered individually significant. Evaluation of the adequacy of the Group's disclosures in the financial report.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's reports thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of the Directors for the financial report

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

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the Directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

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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 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 these financial statements.

As part of an audit in accordance with Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained whether a material uncertainty exists related to events and conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the group financial report. The auditor is responsible for the direction, supervision and performance of the group audit. The auditor remains solely responsible for the audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may be reasonably thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 18 to 24 of the directors' report for the year ended 30 June 2022.

In our opinion, the Remuneration Report of Altamin Ltd for the year ended 30 June 2022 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.



Crowe Perth



Sean McGurk

Partner

Signed at Perth, 30 September 2022

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ASX ADDITIONAL INFORMATION

Additional information required by the Australian Securities Exchange and not shown elsewhere in this report is as follows. The information is current as at 21 September 2022.

(a) Corporate Governance Statement

The Company's Corporate Governance Statement can be found on the Company's website at <https://www.altamin.com.au/corporategovernance>.

(b) Distribution of Shareholders

The number of shareholders of **fully paid ordinary shares**, by size of holding are:

Number of Shares		Number of Holders	Number of Shares	
1	-	1,000	178	83,069
1,001	-	5,000	215	560,855
5,001	-	10,000	256	1,888,166
10,001	-	100,000	642	22,455,638
100,001	-	and over	226	366,729,024
			1,517	391,716,752
The number of shareholders holding less than a marketable parcel of shares are:			435	872,865

(c) Twenty Largest Shareholders

The names of the twenty largest holders of **fully paid ordinary shares** are:

Fully Paid Ordinary Shares		Number	Percentage
1	V B S Exchange Pty Ltd	153,287,028	39.13%
2	ASIM Holdings Pty Ltd <The ASLI A/C>	25,353,022	6.47%
3	Citicorp Nominees Pty Ltd	20,884,225	5.33%
4	Malvasia Pty Ltd <The Spyder Super Fund A/C>	17,051,974	4.35%
5	HSBC Custody Nominees (Australia) Limited	14,334,512	3.66%
6	The RB SMSF Pty Ltd <Rose-Burns SMSF A/C>	6,433,002	1.64%
7	Injidup Investments Pty Ltd	5,361,468	1.37%
8	Chetan Enterprises Pty Ltd	5,075,001	1.30%
9	AEGP Super Pty Ltd <AEGP Superannuation Fund A/c>	5,000,000	1.28%
10	BNP Paribas Nominees Pty Ltd <DRP>	4,873,958	1.24%
11	BSN Holdings Pty Ltd <BSN Super Fund A/c>	4,760,000	1.22%
12	Diemar & Associates Pty Limited <Superannuation Fund A/c>	4,200,000	1.07%
13	Piama Pty Ltd <FENA Superannuation Plan A/c>	3,800,000	0.97%
14	Mrs Elizabeth Burns & Mr Alexander Stuart Burns <Rose-Burns SMSF S/F A/C>	3,318,002	0.85%
15	Inkese Pty Ltd	2,500,000	0.64%
16	Binco Securities Pty Ltd <The Binco Prop Fund A/C>	2,488,000	0.64%
17	Simore Pty Ltd <Simore Super Fund A/C>	2,466,728	0.63%
18	Mr John Okroglic	2,300,312	0.59%
19	Brevistal Pty Ltd <VWM Superannuation Fund A/c>	2,170,885	0.55%
20	Keyfin Pty Ltd <The Miser Super Fund A/c>	2,000,000	0.51%
20	Mr Andrew Broglio & Miss Alana Owen <The A Team Superfund A/c>	2,000,000	0.51%
		289,658,117	73.95%

Substantial Shareholders

The names of substantial shareholders who have notified the Company in accordance with section 671B of the Corporations Act 2001 are:

Substantial Shareholders	Number	Percentage
VBS Exchange Pty Ltd & Other Parties	153,287,028	39.13%
Alexander Burns & Associates	40,465,494	10.33%

(d) Distribution of Option Holders

The number of option holders, by size of holding, in each class of option are:

Number of Options	31	32	33	34	35	37	38	39	40	41	42
1 - 1,000	-	-	-	-	-	-	-	-	-	-	-
1,001 - 5,000	-	-	-	-	-	-	-	-	-	-	-
5,001 - 10,000	-	-	-	-	-	-	-	-	-	-	-
10,001 - 100,000	-	-	-	-	-	6	6	6	-	-	-
100,001 - over	1	1	1	1	1	5	5	5	4	4	4
	1	1	1	1	1	11	11	11	4	4	4

(e) Terms of Unquoted Options on Issue

Series No.	Number of options	Exercise price	Expiry date	Vesting date
31	1,000,000	\$0.12	18-Sep-24	Vested
32	1,000,000	\$0.18	18-Sep-24	18-Sep-24
33	1,000,000	\$0.12	16-Sep-24	Vested
34	1,000,000	\$0.18	16-Sep-24	Vested
35	1,000,000	\$0.24	16-Sep-24	Vested
37	1,600,006	\$0.18	16-Sep-24	Vested
38	1,600,006	\$0.24	16-Sep-24	Vested
39	1,600,006	\$0.30	16-Sep-24	Vested
40	186,668	\$0.18	16-Sep-24	Vested
41	186,668	\$0.24	16-Sep-24	Vested
42	186,664	\$0.30	16-Sep-24	1-Jun-23
Total	10,360,018			

Holders with More Than 20% of Each Option Series (not acquired under an employee incentive scheme):

Series No.	Optionholder	Number of Options
31	Horizon Investment Services Pty Ltd	1,000,000
32	Horizon Investment Services Pty Ltd	1,000,000

(f) Voting Rights

All ordinary shares carry one vote per share. There are no voting rights attached to options in the Company. Voting rights will be attached to the unissued ordinary shares when options have been exercised.

(g) Securities Exchange Listing

Quotation has been granted for 391,716,752 ordinary shares of Altamin Limited on all member exchanges of the *Australian Securities Exchange* and trade under the symbol AZI.

(h) Restricted Securities

The Company has no restricted securities.

(i) On Market Buyback

There is no on-market buy-back currently being undertaken.

(j) Mineral Resource Statement

The updated Inferred and Indicated Resources for the Gorno Zinc Project, Italy, is set out in the Minerals Resource Estimate (MRE) table below, as reported to the ASX on 15 November 2021.

Gorno Deposit Mineral Resource Estimate (November 2021)

Domain	JORC Classification	Tonnes kt	Zinc Total		Lead Total		Silver	
			%	kt	%	kt	g/t	koz
Sulphide	Indicated	5,000	6.7	335	1.7	86	33	5,380
	Inferred	2,060	7.2	149	1.8	38	31	2,040
	Total	7,060	6.9	484	1.8	124	33	7,420
Oxide	Indicated	670	6.0	40	1.8	12	26	560
	Inferred	70	7.0	5	1.8	1	26	60
	Total	730	6.1	45	1.8	13	26	620
Total	Indicated	5,660	6.6	375	1.7	98	33	5,940
	Inferred	2,130	7.2	153	1.8	39	31	2,100
	Total	7,790	6.8	528	1.8	137	32	8,040

Governance and Internal Controls on Resource Estimates

Altamin's policy for the completion of resource estimations is to engage an independent consultant with an exemplary industry reputation. This independent consultant is required to review any information Altamin has provided for resource estimation purposes and is not to utilise any information that does not meet appropriate professional standards. This consultant is required to review Altamin's field and data collection procedures and provide feedback to ensure Altamin collects and interprets data using industry best practice.

Altamin utilises extensive quality assurance and control procedures for all of its data collection and data compilation and completes annual reviews of its database and any material assumptions made in interpretation and its resource estimates.

The Mineral Resources Statements contained in the 2022 Annual Report has been reviewed by a suitably qualified competent person as detailed in the Competent Person Statement.

Competent Person Statement

Information on the Gorno Mineral Resource is extracted from the announcement “Updated Mineral Resource for Gorno” dated 15 November 2021.

The Company confirms that it is not aware of any new information or data that materially affects the information included in the original announcement of the Mineral Resource released to the ASX. All material assumptions and technical parameters underpinning the Mineral Resource estimates continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person’s findings are presented have not been materially modified from the original announcement of the Mineral Resource.

(k) Scheduled of Mining Tenements

Italy				
Cime	Decree 8073	Zn, Pb, Ag	100%	Granted
Punta Corna	Decree 628 & 160	Co, Ni, Cu, Ag	100%	Renewal & extension in progress
Balme	Decree 264	Co, Ni, Cu, Ag	100%	Granted
Monte Bianco	N/A	Cu, Co, Mn	100%	Application
Corchia	N/A	Cu, Co, Mn	100%	Application
Campagnano	Decree G11709	Li	100%	Granted
Galeria	N/A	Li	100%	Application
Ferento	N/A	Li	100%	Application

NB: All tenements granted except those shown as “Application” or “Renewal”.

CORPORATE DIRECTORY

Directors

Mr Alexander Burns	Non-executive Chairman
Mr Geraint Harris	Managing Director
Mr Stephen Hills	Finance Director
Mr Marcello Cardaci	Non-executive Director

Company Secretary

Mr Stephen Hills

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Stock Exchange Listing

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ASX Code: **AZI**

ABN 63 078 510 988

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