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NORFOLK

METALS LTD.

ABN 38 652 438 385

FINANCIAL REPORT FOR THE PERIOD ENDED 30 JUNE 2022

FINANCIAL REPORT

for the period ended 30 June 2022

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CORPORATE DIRECTORY

DIRECTORS

Ben Phillips (Executive Chairman)
Patrick Holywell (Non-Executive Director)
Leonardo Pilapil (Technical Director)

COMPANY SECRETARY

Arron Canicais

REGISTERED OFFICE

Unit 1, 295 Rokeby Road
Subiaco WA 6008

POSTAL ADDRESS

Unit 1, 295 Rokeby Road
Subiaco WA 6008

PRINCIPAL PLACE OF BUSINESS

Unit 10, 85-87 Forrest Street
Cottesloe WA 6011

CONTACT INFORMATION

Tel: + (08) 6555 2950
info@norfolkmetals.com

AUDITORS

Hall Chadwick WA Audit Pty Ltd
283 Rokeby Road
Subiaco WA 6008

SHARE REGISTRY

Automic Share Registry
Level 5, 191 St Georges Terrace
Perth WA 6000

1300 288 664 (Local)
+61 2 9698 5414 (International)
www.automic.com.au

BANKER

Australia and New Zealand Banking Group Limited
464 Hay Street,
Subiaco WA 6008

SECURITIES EXCHANGE LISTING

Australian Securities Exchange (**ASX**)
Level 40, Central Park
152-158 St George's Terrace
Perth WA 6000

ASX CODE: NFL

DIRECTORS' REPORT

The directors of Norfolk Metals Limited (the "Company") and its subsidiaries, ("the Group") submit herewith the financial report of the Company for the period ended 30 June 2022. The Company was incorporated on 30 July 2021. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

DIRECTORS

The names and particulars of the directors of the Company in office during the period and until the date of this report are as follows. Directors were in office for the entire period unless otherwise stated.

Director	Position
Ben Phillips	Executive Chairman (Appointed 30 July 2021)
Patrick Holywell	Non-Executive Director (Appointed 8 October 2021)
Leonardo Pilapil	Technical Director (Appointed 30 July 2021)

The names of the secretaries in office at any time during or since the end of the period are:

Company Secretaries	Position
Arron Canicaís	Company Secretary (Appointed 19 August 2021)

OPERATING RESULTS

The Group has incurred a net loss after tax for the period ended 30 June 2022 of \$649,946.

DIRECTORS' MEETINGS

During the period 30 July 2021 to 30 June 2022, two (2) meetings of directors were held. Attendances by each director during the period were as follows:

Director	Directors' Meetings	
	Number Eligible to Attend	Number Attended
Ben Phillips	2	2
Patrick Holywell	2	2
Leonardo Pilapil	2	2

Directors' other formal business was conducted via circular resolution.

During the year, the Directors met regularly on an informal basis to discuss all matters associated with the structuring and listing of the Company as well as exploration strategy post listing. Further, a comprehensive due diligence process and committee existed for a substantial part of the year.

INFORMATION ON DIRECTORS

Information Directors at the date of this report as follows:

Ben Phillips (Appointed 30 July 2021)

EXECUTIVE CHAIRMAN

Mr. Phillips has over 15 years experience in commercial negotiations with a broad spectrum of industries including Oil and Gas, Resources, Medical technology, SaaS and Defence. Mr. Phillips advises departments ranging from R&D and exploration through to production, commercialisation and sales. Mr. Phillips previously held a Non-Executive Director position at Bronson Group BGR:ASX and subsequently Mandrake Resources MAN:ASX. Mr. Phillips' current position as a Corporate Executive at Ironside is focused on sourcing, structuring, funding and

DIRECTORS' REPORT

management requirements for small-cap companies both private and public. Mr. Phillips has worked for Ironside Capital since incorporation having previously held a position at Merchant Corporate Finance.

Interest in shares and options at the date of this report

1,517,001 Ordinary Shares
1,800,000 Unquoted Options
560,000 Performance Rights

Directorships held in other listed entities (last 3 years)

Mandrake Resources Limited (resigned 8 March 2021)
--

Patrick Holywell (Appointed 8 October 2021)

NON- EXECUTIVE DIRECTOR

Mr Holywell has over fifteen years of experience in accounting, finance and corporate governance, including employment at Deloitte and Patersons. He is a Chartered Accountant and a Fellow of the Governance Institute of Australia with the last ten years focused on Director/CFO/Company Secretarial roles. He has held roles with various companies particularly in the resources and technology space. Mr Holywell has completed a Bachelor of Commerce at UWA, a Graduate Diploma of Chartered Accounting with the Institute of Chartered Accountants and the Company Directors Course with the Australian Institute of Company Directors.

Interest in shares and options at the date of this report

600,000 Unquoted Options

Directorships held in other listed entities (last 3 years)

Redcastle Resources Limited (appointed 20 November 2019)
Si6 Metals Limited (resigned 12 August 2022)

Leonardo Pilapil (Appointed 30 July 2021)

TECHNICAL DIRECTOR

Mr Leo Pilapil has over 30 years experience as a Geoscientist and 3 years as a Financial Planner. As a geoscientist, he has held Director Positions for several junior companies in Australia, Africa and Turkey, mainly responsible for technical project evaluations, project acquisitions, project management and business development. Mr Pilapil was responsible for the discovery of the Harlequin Gold Deposit (1Moz) under salt lake conditions in Norseman WA Australia and has also been responsible for the mine extensions and discoveries of several ore deposits in Australia, Africa, Turkey and more recently in Laos PDR. He has developed an expertise in 'Prospect to Mine' process through his vast experience in exploration and mining.

In the last 18 years, Mr Pilapil has been working as a Geological Consultant for various companies around the world including Aditya Birla (Australia), Alacer Gold Corporation (Turkey), African Uranium (Namibia, Africa) and NIKKI Lao (Laos PDR). In the past 7 years, combining his sound business knowledge, Mr Pilapil established drilling companies in Turkey and Laos PDR servicing several major exploration and mining companies to complement the acquisition of his own personal projects.

DIRECTORS' REPORT

Interest in shares and options at the date of this report 500,000 Unquoted Options

Directorships held in other listed entities (last 3 years) Nil

Arron Canicais (Appointed 19 August 2021)

COMPANY SECRETARY

Mr Canicais is a corporate advisory executive of SmallCap Corporate Pty Ltd, which specialises in corporate advice and compliance administration to public companies. Mr Canicais has been involved in financial reporting and corporate compliance for over 14 years. Mr Canicais is an associate member of the Institute of Chartered Accountants and Governance Institute of Australia. Mr Canicais is currently also Company Secretary for the following ASX listed entities: Aurumin Limited, DW8 Limited, Environmental Clean Technologies Limited, Familyzone Cyber Safely Limited and Lion Energy Limited and various unlisted entities. Mr Canicais is currently also the CFO for various ASX listed and unlisted entities.

A. Details of remuneration

Details of remuneration of the directors and key management personnel (as defined in AASB 124 Related Party Disclosures) of Norfolk Metals Limited are set out in the following table.

The key management personnel of Norfolk Metals Limited are the directors as previously described earlier in the Directors' Report, and other personnel as determined by the Board.

The Company does not have any other employees who are required to have their remuneration disclosed in accordance with the Corporations Act 2001.

The Board is responsible for determining and reviewing compensation arrangements for the Directors and Executive Officers. The Board assesses the appropriateness of the nature and amount of emoluments of such officers on a yearly basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high-quality board and executive team. The expected outcome of this remuneration structure is to retain and motivate Directors and Executive Officers.

As part of its Corporate Governance Policies and Procedures, the board has adopted a formal Remuneration Committee Charter and Remuneration Policy. The Board has elected not to establish a remuneration committee based on the size of the organisation and has instead agreed to meet as deemed necessary and allocate the appropriate time at its board meetings.

Fees and payments to non-executive directors reflect the demands which are made on, and the responsibilities of, the directors. Non-executive directors' fees and payments are reviewed annually by the Board. The Chair's fees are determined independently to the fees of non-executive directors based on comparative roles in the external market. Non-executive directors do not receive performance-based pay.

Additional Fees

A Director may also be paid fees or other amounts as the Directors determine if a Director performs special duties or otherwise performs services outside the scope of the ordinary duties of a Director. A Director may also be reimbursed for out of pocket expenses incurred as a result of their directorship or any special duties.

DIRECTORS' REPORT

The table below shows the 2022 figures for remuneration received by the Company's key management personnel:

	Short Term			Post-employment		Share-based Payments	Total
	Salary & Fees	Bonus	Other benefits	Super-annuation	Prescribe d benefits	Options or Performance right	
	\$	\$	\$	\$	\$	\$	\$
2022							
Ben Phillips ¹	35,000	-	-	-	-	106,350	141,350
Patrick Holywell ²	20,000	-	-	-	-	85,080	105,080
Leonardo Pilapil ³	17,000	-	-	-	-	70,900	87,900
	72,000	-	-	-	-	262,330	334,330

¹ Mr Phillips was appointed as Executive Chair on 30 July 2021.

² Mr Holywell was appointed as Non-Executive Director on 8 October 2021.

³ Mr Pilapil was appointed as Technical Director on 30 July 2021.

B. Directors' equity holdings

(i) Fully paid ordinary shares of Norfolk Metals Limited:

	Balance at 30 July 2021 or Appointment Date	Granted as remuneration	Net other change	At date of resignation	Balance at 30 June 2022
	No.	No.	No.	No.	No.
2022					
Directors					
Ben Phillips ¹	-	-	1,442,001	-	1,442,001
Patrick Holywell ²	-	-	-	-	-
Leonardo Pilapil ³	-	-	-	-	-
	-	-	1,442,001	-	1,442,001

¹ Mr Phillips was appointed as Executive Chair on 30 July 2021.

² Mr Holywell was appointed as Non-Executive Director on 8 October 2021.

³ Mr Pilapil was appointed as Technical Director on 30 July 2021.

(ii) Performance rights of Norfolk Metals Limited:

	Balance at 30 July 2021 or Appointment Date	Granted as remuneration	Net other change	At date of resignation	Balance at 30 June 2022
	No.	No.	No.	No.	No.
2022					
Directors					
Ben Phillips ¹	-	-	560,000 ⁴	-	560,000
Patrick Holywell ²	-	-	-	-	-
Leonardo Pilapil ³	-	-	-	-	-
	-	-	560,000	-	560,000

¹ Mr Phillips was appointed as Executive Chair on 30 July 2021.

² Mr Holywell was appointed as Non-Executive Director on 8 October 2021.

³ Mr Pilapil was appointed as Technical Director on 30 July 2021.

⁴ Mr Phillips received performance rights as part of the Roger river acquisition. Details located at note9(b).

DIRECTORS' REPORT

(iii) Unquoted Options of Norfolk Metals Limited:

	Balance at 30 July 2021 or Appointment Date No.	Granted as remunerati on No.	Net other change No.	At date of resignation No.	Balance at 30 June 2022 No.
2022					
Directors					
Ben Phillips ¹	-	750,000	1,050,000	-	1,800,000
Patrick Holywell ²	-	600,000	-	-	600,000
Leonardo Pilapil ³	-	500,000	-	-	500,000
	-	1,850,000	1,050,000	-	2,900,000

¹ Mr Phillips was appointed as Executive Chair on 30 July 2021.

² Mr Holywell was appointed as Non-Executive Director on 8 October 2021.

³ Mr Pilapil was appointed as Technical Director on 30 July 2021.

C. Loans to / from key management personnel

The company had an unsecured loan held with Mr Phillips of \$22,362. During the year the loan was forgiven in full.

D. Employment Contracts of Directors and Executives

The Company will pay Mr Phillips a base salary of \$84,000 per annum (exclusive of superannuation and GST). The executive service agreement continues on a rolling term until it is terminated in accordance with its terms. The Company or Mr Phillips may terminate the executive services Agreement at anytime during the term by giving not less than 3 months' notice.

E. Share-based payments

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest with a corresponding increase in equity.

ITEM	VALUE OF INPUT
	Director and Management Options
Fair value per instrument	\$0.1418
Expected volatility	100%
Implied option life	5 years
Expected dividend yield	Nil
Risk free rate	1.38%
Exercise Share Price	\$0.25
Underlying share price at grant date	\$0.20
Total Fair Value	\$354,500

DIRECTORS' REPORT

F. Other Related Party Transactions

It was noted that Ben Phillips was a related party for the acquisition of Roger River Resources Pty Ltd. Details of the acquisition are located at Note 11 within the financial report.

G. Results and Dividends

Remuneration is not linked to past group performance but rather towards generating future shareholder wealth through share price performance. Norfolk metals listed on 22 March 2022 at 20 cents per share and the share price as at 30 June 2022 was 13.5 cents. The Company has recorded a loss each financial year to date as it carries out exploration activities on its tenements. No dividends have been paid.

	2022
Net Profit/(loss) attributable to equity holders of the Company	(649,946)
Dividends paid	-
Change in share price	(0.65) cents

(The company incorporation date was 30 July 2021 hence no addition years noted)

END OF REMUNERATION REPORT (AUDITED).

REVIEW OF OPERATIONS

Norfolk Metals currently holds the Roger River Gold Project in Tasmania and the Orroroo Uranium Project in South Australia. The Company has made significant progress towards drilling at both projects within 12 months of listing having commenced the maiden program at Roger River Gold Project in September 2022.

Roger River, Tasmania

The Roger River Gold Project comprises one granted exploration licence, EL20/2020, and one exploration licence application EL17/2021, which together cover 261km², located 410km northwest of the capital city of Hobart, Tasmania. The Project is prospective for gold as indicated by gold and arsenic soil anomalies associated with intense silicification, argillisation and diatreme breccias in close proximity to the Roger River Fault along with carbonate-rich host rocks.

During the year, Norfolk released gravity survey results from the Roger River Project highlighting four (4) distinct anomalies in correlation with splays of the Roger River Fault (previously interpreted via regional airborne magnetics) and low-level soil geochemistry anomalies. The gravity results saw the company move to contracting an Aeromagnetic drone survey to provide better understanding of the interpreted splays which support the theory of potential epithermal style gold occurrences.

The aeromagnetic drone survey at EL20/2020 in the Roger River project (Figure 1) had a flight line spacing of 50m. This new data delivers considerably better definition and resolution of magnetic responses than was available from previous surveys flown in 2001 (a 200m spaced government survey) and 1998 (a 150m spaced company survey).

The new aeromagnetic data has allowed a better understanding of trends and structure within the prospective lithologies east of the Roger River Fault. This includes added evidence for a north-east structural trend, an orientation that aligns with previously interpreted splays off the Roger River Fault. Cross-structures in other directions are also quite evident in the new magnetic data.

DIRECTORS' REPORT

Some of the previously defined gravity anomalies appear to have spatially close relationships with the now better-defined magnetic anomalies. Drilling these magnetic/gravity targets will provide a better understanding of the true relationship between the magnetic and gravity anomalism.

Norfolk progressed to contract a drilling company for the Roger River project and completed an additional site visit to engage stakeholders and assess access to the gravity anomaly areas. Norfolk is currently drilling the maiden program while also waiting for interpretations of geochemistry results from a recent soil survey.

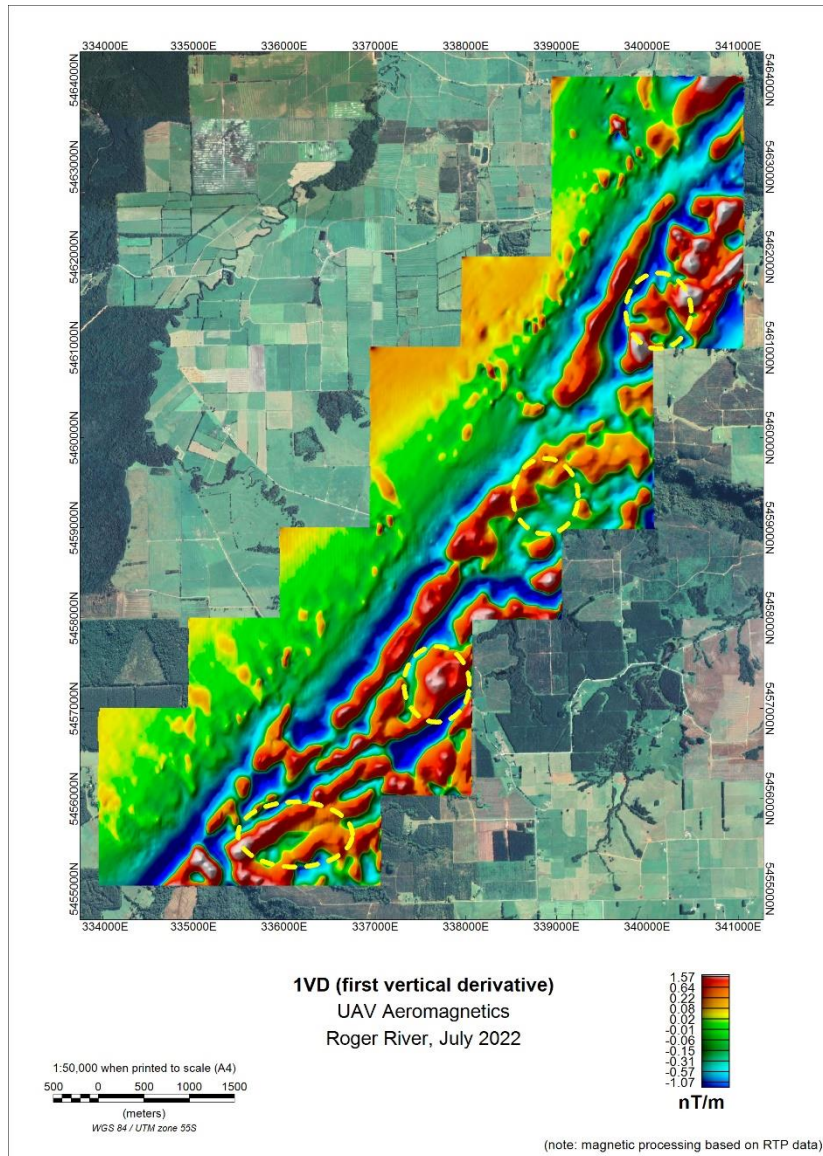


Figure 1 - EL20/2020 aeromagnetic survey results with gravity anomalies overlaid in yellow dash lines

DIRECTORS' REPORT

Norfolk partnered with ESG Capital to assist building sustainable operations and values as the Company progresses towards the drilling of its granted exploration assets. The most appreciable metric in the foreseeable term will be targeting net zero carbon status for the maiden drilling program at EL20/2020 in the Roger River project. Additionally; the company will record baseline measurements across community and environmental compliance to assist in the inaugural sustainability report expected to be issued in January 2023.

Orroroo, South Australia

The Orroroo Uranium Project is located approximately 274km northwest of the capital city of Adelaide, South Australia within the Walloway Basin, which is an elongate Tertiary Basin approximately 50km long and up to 15km wide. It consists of Tertiary and Quaternary sediments unconformably underlain by Adalaidian basement.

Norfolk has completed a site visit to the Orroroo Project and engaged with the Principal Heritage Officer regarding native title along with the CEO of the Orroroo Carrieton District Council, Tri-Star Group and private land owners in relation to the stakeholder engagement(s) for EL6552 work access.

Norfolk took initiative to expand its permitted EL6552 in Orroroo, South Australia. The Company lodged an application for an additional exploration permit with the Department of Energy and Mining in South Australia under ELA 2022/00016. The new application was granted as EL6814 comprising two separate parcels to the North and South of the Company's granted EL6552. EL6814 saw the Company expanded its holdings in the Walloway Basin by ~135%. Norfolk remains fully committed to drilling the permitted EL6552 tenement testing the roll front uranium theory as documented in the prospectus (announced 18th March 2022) and company presentation (announced 23rd March 2022). Norfolk has progressed to compile a work program to further engage with all stakeholders in relation to EL6552.

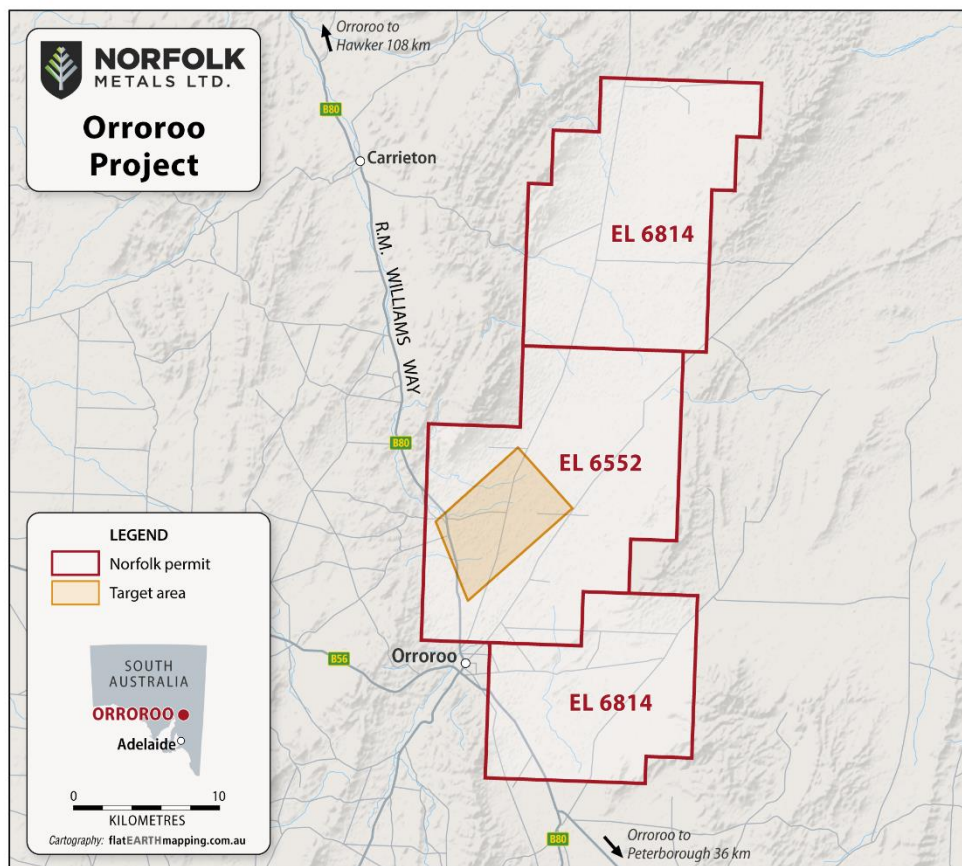


Figure 2. New granted EL6814 surrounding EL6552

DIRECTORS' REPORT

Competent Persons Statement

The information in this Annual Report that relates to exploration results, is based on, and fairly represents, information and supporting documentation prepared by Mr Leo Pilapil, a competent person who is a member of the Australasian Institute of Mining and Metallurgy. Mr Pilapil has a minimum of five years' experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a competent person as defined in the 2012 Edition of the Joint Ore Reserves Committee Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Pilapil is a related party of the Company, being the Technical Director, and holds securities in the Company. Mr Pilapil has consented to the inclusion in this Annual Report of the matters based on his information in the form and context in which it appears.

PRINCIPAL ACTIVITIES

Norfolk Metals is an exploration Company with projects prospective for gold in Tasmania (Roger River Project) and uranium in South Australia (Orroroo Project).

SIGNIFICANT EVENTS AFTER THE BALANCE DATE

At the time of this report there were no events subsequent to the reporting date that required disclosure.

SIGNIFICANT CHANGE IN THE STATE OF AFFAIRS

During the period the Company was admitted to the official list of ASX on Friday, 18 March 2022. The securities commenced official quotation on the ASX on 22 March 2022. There were no other significant changes in the state of affairs of the Group other than as referred to elsewhere in this consolidated financial report and in the accounts and notes attached thereto.

FUTURE DEVELOPMENTS, PROSPECTS AND BUSINESS STRATEGIES

Further information, other than as disclosed the Directors' Report, about likely developments in the operations of the Company and the expected results of those operations in future years has not been included in this report as disclosure of this information would be likely to result in unreasonable prejudice to the Company.

ENVIRONMENTAL ISSUES, REGULATIONS AND PERFORMANCE

The Group's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a state or territory. The Group is, to the best of its knowledge, at all times in full environmental compliance with the conditions of its licences.

DIVIDENDS

No dividends were paid or declared during the period. The directors do not recommend the payment of a dividend in respect of the financial period.

OPTIONS ON ISSUE

At the date of this report, there are currently 8,500,000 unlisted options on issue of Norfolk Metals Limited.

DIRECTORS' REPORT

INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Company has entered into Indemnity Deeds with each Director. Under the Deeds, the Company indemnifies each Director to the maximum extent permitted by law against legal proceedings or claims made against or incurred by the Directors in connection with being a Director of the Company, or breach by the Company of its obligations under the Deed.

During the period the amount paid for Directors and Officers insurance was \$26,833.

PROCEEDING ON BEHALF OF COMPANY

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

NON-AUDIT SERVICES

The Company may decide to employ the auditor on assignments additional to their statutory duties where the auditor's expertise and experience with the Company and/or Group are important. Non-audit services were provided by the Company's current auditors, Hall Chadwick WA Audit Pty Ltd, although Hall Chadwick WA Audit Pty Ltd as Investigating Accountant to the Prospectus lodged with ASIC on 21 January 2022.

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Norfolk Metals Limited support and adhere to the principles of sound corporate governance. The Board recognises the recommendations of the Australian Securities Exchange Corporate Governance Council, and considers that Norfolk Metals Limited complies to the extent possible with those guidelines, which are of importance and add value to the commercial operation of an ASX listed resources company.

The Company has established a set of corporate governance policies and procedures and these can be found on the Company's website: <https://norfolkmetals.com.au/>

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditors' independence declaration as required under Section 307C of the *Corporations Act 2001* in relation to the audit for the period is set out on page 12 of this report.

This report is presented in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors pursuant to section 306(a) of the Corporations Act 2001, by:



Ben Phillips

Executive Chairman

Perth, Western Australia this 30th day of September 2022

To the Board of Directors,

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

As lead audit Director for the audit of the financial statements of Norfolk Metals Limited for the financial year ended 30 June 2022, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- any applicable code of professional conduct in relation to the audit.

Yours Faithfully

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

Mark DeLaurentis

MARK DELAURENTIS CA
Director

Dated Perth, Western Australia this 30th day of September 2022

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF NORFOLK METALS LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Norfolk Metals Limited (“the Company”) and its subsidiaries (“the Consolidated Entity”), 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, including a summary of significant accounting policies, and the directors’ declaration.

In our opinion:

- a. the accompanying financial report of the Consolidated Entity is in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Consolidated Entity’s financial position as at 30 June 2022 and of its financial performance for the year then ended; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.
- b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.1.1.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Consolidated Entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board’s *APES 110 Code of Ethics for Professional Accountants* (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.

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Key Audit Matters

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

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>Exploration and Evaluation Expenditure</p> <p>As disclosed in note 4 to the financial statements, as at 30 June 2022, the Consolidated Entity's capitalised exploration and evaluation expenditure was carried at \$1,343,382.</p> <p>The recognition and recoverability of the exploration and evaluation expenditure was considered a key audit matter due to:</p> <ul style="list-style-type: none"> • The carrying value represents a significant asset of the Consolidated Entity, we considered it necessary to assess whether facts and circumstances existed to suggest the carrying amount of this asset may exceed the recoverable amount; and • Determining whether impairment indicators exist involves significant judgement by management 	<p>Our audit procedures included but were not limited to:</p> <ul style="list-style-type: none"> • Assessing management's determination of its areas of interest for consistency with the definition in AASB 6 <i>Exploration and Evaluation of Mineral Resources</i> ("AASB 6"); • Assessing the Consolidated Entity's rights to tenure; • Testing the Consolidated Entity's additions to capitalised exploration costs for the year by evaluating a sample of recorded expenditure for consistency to underlying records, the capitalisation requirements of the Consolidated Entity's accounting policy and the requirements of AASB • By testing the status of the Consolidated Entity's tenure and planned future activities, reading board minutes and enquiries with management we assessed each area of interest for one or more of the following circumstances that may indicate impairment of the capitalised exploration costs: <ul style="list-style-type: none"> ○ The licenses for the rights to explore expiring in the near future or are not expected to be renewed; ○ Substantive expenditure for further exploration in the area of interest is not budgeted or planned; ○ Decision or intent by the Consolidated Entity to

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Key Audit Matter	How our audit addressed the Key Audit Matter
	<p>discontinue activities in the specific area of interest due to lack of commercially viable quantities of resources; and</p> <ul style="list-style-type: none"> ○ Data indicating that, although a development in the specific area is likely to proceed, the carrying amount of the exploration asset is unlikely to be recorded in full from successful development or sale. <ul style="list-style-type: none"> ● We also assessed the appropriateness of the related disclosures in note 4 to the financial statements.
<p>Accounting for Share Based Payments</p> <p>As disclosed in note 10 to the financial statements, during the year ended 30 June 2022 the Consolidated Entity incurred share based payments expense of \$354,500.</p> <p>Share based payments are considered to be a key audit matter due to</p> <ul style="list-style-type: none"> ● the value of the transactions; ● the complexities involved in the recognition and measurement of these instruments; and ● the judgement involved in determining the inputs used in the valuations. 	<p>Our procedures amongst others included:</p> <ul style="list-style-type: none"> ● Analysing agreements to identify the key terms and conditions of share based payments issued and relevant vesting conditions in accordance with <i>AASB 2 Share Based Payments</i>; ● Evaluating valuation models and assessing the assumptions and inputs used; ● Assessing the amount recognised during the year in accordance with the vesting conditions of the agreements; ● Assessing the achievement of relevant milestones; and ● Assessing the adequacy of the disclosures included in Note 10 to the financial statements.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Consolidated Entity's annual report for the year ended 30 June 2022, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

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

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of 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 Note 1.1.1, the directors also state in accordance with Australian Accounting Standard *AASB 101 Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

In preparing the financial report, the directors are responsible for assessing the Consolidated Entity'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 Consolidated Entity or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the 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 Consolidated Entity'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 or conditions that may cast significant doubt on the Consolidated Entity'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. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Consolidated Entity 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 report represents 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 Consolidated Entity to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Consolidated Entity audit. We remain solely responsible for our 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 reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with 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 not 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.

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Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2022. The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with s 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.

Auditor's Opinion

In our opinion, the Remuneration Report of Norfolk Metals Limited, for the year ended 30 June 2022, complies with section 300A of the Corporations Act 2001.

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

Mark Delaurentis

MARK DELAURENTIS CA
Director

Dated in Perth, Western Australia this 30th day of September 2022

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DIRECTORS' DECLARATION

The directors declare that the financial statements and notes set out on pages 20 to 43 in accordance with the Corporations Act 2001:

- (a) Comply with Accounting Standards and the *Corporations Regulations 2001*, and other mandatory professional reporting requirements;
- (b) As stated in Note 1.1.1, the financial statements also comply with International Financial Reporting Standards; and
- (c) Give a true and fair view of the financial position of the entity as at 30 June 2022 and of its performance for the period ended on that date.

In the directors' opinion there are reasonable grounds to believe that Norfolk Metals Limited will be able to pay its debts as and when they become due and payable.

This declaration has been made after receiving the declaration required to be made by the Chairman to the directors in accordance with sections 295A of the Corporations Act 2001 for the financial period ended 30 June 2022.

This declaration is made in accordance with a resolution of the directors.

For, and on behalf of, the Board of the Company,



Ben Phillips

Executive Chairman

Perth, Western Australia this 30th day of September 2022

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the period ended 30 June 2022

	Note	30 July 2021 - 30 June 2022 \$
Interest Income		155
Loan Forgiveness		22,362
Expenses		
Administration expenses		(35,254)
Director fees		(72,000)
Professional costs		(101,467)
Marketing and investor relations costs		(36,236)
Depreciation expense		(383)
Finance expenses		(993)
Legal and compliance expenses		(71,630)
Share based payment expensed	10	(354,500)
Loss before income tax (benefit)/expense		(649,946)
Income tax (benefit)/expense	12	-
Loss after tax from continuing operations		(649,946)
Other comprehensive loss for the period, net of tax		-
Total comprehensive loss net of tax for the Period		(649,946)
Basic and diluted loss per share (\$ per share)	14	(0.06)

The Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes, which form an integral part of the financial report.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 June 2022

	Note	As At 30 June 2022 \$
Current assets		
Cash and cash equivalents	2	4,596,792
Trade and other receivables	3	57,053
Total Current Assets		4,653,845
Non-Current assets		
Other assets	6	34,000
Exploration Assets	4	1,343,382
Plant and Equipment	5	32,890
Total Non-Current assets		1,410,272
Total Assets		6,064,117
Current liabilities		
Trade and other payables	7	86,863
Other liabilities	8	11,714
Total Current Liabilities		98,577
Total Liabilities		98,577
Net Assets/(deficit)		5,965,540
Equity		
Issued capital	9	5,534,098
Reserve	10	1,081,388
Accumulated losses		(649,946)
Total Equity		5,965,540

The Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes, which form an integral part of the financial report.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the period ended 30 June 2022

		Issued Capital \$	Reserves \$	Accumulated Losses \$	Total \$
Opening Balance 30 July 2021		-	-	-	-
Other Comprehensive loss		-	-	-	-
Loss for the period		-	-	(649,946)	(649,946)
Total comprehensive loss for the period		-	-	(649,946)	(649,946)
Share based payments	10	-	1,081,388	-	1,081,388
Shares issued during the period	9	6,175,401	-	-	6,175,401
Capital raising costs	9	(641,303)	-	-	(641,303)
Balance at 30 June 2022		5,534,098	1,081,388	(649,946)	5,965,540

The Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes, which form an integral part of the financial report.

CONSOLIDATED STATEMENT OF CASH FLOWS

for the period ended 30 June 2022

	Note	Consolidated 30 June 2022 \$
Cash flows from operating activities		
Payments to suppliers and employees		(215,148)
Interest received		155
<i>Net cash (used in) operating activities</i>	20	(214,993)
Cash flows from investing activities		
Payment for exploration activities		(274,668)
Net cash acquired from acquisition of subsidiary		33,083
Payment for plant and equipment		(33,273)
<i>Net cash (used in) investing activities</i>		(274,858)
Cash flows from financing activities		
Proceeds from issue of shares		5,655,400
Proceeds from loan from parent entity		(568,757)
<i>Net cash generated by financing activities</i>		5,086,643
Net increase in cash and cash equivalents		
		4,596,792
Cash and cash equivalents at the beginning of the period		-
Cash and cash equivalents at the end of the period	2	4,596,792

The Consolidated Statement of Cash Flow should be read in conjunction with the accompanying notes, which form an integral part of the financial report.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

GENERAL INFORMATION

Norfolk Metals Limited (**Norfolk** or the **Company**) (ASX: NFL) is a for-profit company limited by shares, domiciled and incorporated in Australia. These financial statements comprise of the Company and its subsidiaries (collectively the **Group**). The financial statements are presented in the Australian currency. The nature of operations and principal activities of the Company are described in the Directors' Report.

1. BASIS OF PREPARATION

1.1.1. Reporting Basis and Conventions

The financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. Norfolk Metals Limited is a listed public company, incorporated and domiciled in Australia. All amounts are presented in Australian dollars.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in the financial statements containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards (IFRS). Material accounting policies adopted in the preparation of these financial statements are presented below. They have been consistently applied unless otherwise stated.

The financial statements have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

1.1.2. Comparatives

When required by accounting standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year. No comparative figures are available for the period as these are the first financial statements for the period ended.

1.1.3. Basis of Consolidation

The consolidated financial statements comprise the financial statements of Norfolk Metals ('the Company') and its subsidiary ('the Group'). Subsidiaries are those entities over which the Company has the power to govern the financial and operating policies so as to obtain benefits from their activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether a Company controls another entity.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-company transactions have been eliminated in full. Unrealised losses are also eliminated unless costs cannot be recovered.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

1.1.4. Going Concern

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

The Group incurred a loss for the period of \$649,946 and net cash outflows from operating activities of \$214,933. As at 30 June 2022, the Group has a working capital surplus of \$4,555,268.

The directors have prepared a cash flow forecast, which indicates that the Group will have sufficient cash flows to meet all commitments and working capital requirements for the 12-month period from the date of signing this financial report.

Based on the cash flow forecasts, the directors are satisfied that the going concern basis of preparation is appropriate.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Accounting Principles

The financial statements incorporate all of the assets, liabilities and results of the Norfolk Metals Limited. The Company has one subsidiary.

b. 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, and bank overdrafts. Bank overdrafts are shown as borrowings in current liabilities on the statement of financial position.

c. Trade and Other Receivables

Trade and other receivables include amounts due from customers for goods sold and services performed in the ordinary course of business. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any expected credit loss.

d. Trade and Other Payables

Trade and other payables represent the liabilities for goods and services received by the Company that remain unpaid at the end of the reporting period. Due to their short-term nature they are measured at amortised cost and are not discounted. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

e. Provisions and Employee Benefits

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income net of any reimbursement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the reporting date using a discounted cash flow methodology. The risks specific to the provision are factored into the cash flows and as such a risk-free corporate bond rate relative to the expected life of the provision is used as a discount rate. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the time value of money and the risks specific to the liability. The increase in the provision resulting from the passage of time is recognised in finance costs.

Employee leave benefits

(i) Wages, salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date are recognised in respect of employees' services up to the reporting date. Liabilities for annual leave expected to be settled within 12 months of the reporting date are recognised in the current provision for the employee benefits. They are measured at the amounts expected to be paid when the liabilities are settled. Expenses for non-accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable. For annual leave, expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

(ii) Long Service Leave

The liability for long service leave is recognised and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wage and salary levels, experience of employee departures, and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

f. Issued Capital

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.

g. 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, liabilities and their carrying amounts for financial statements purposes.

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.

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.

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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Tax consolidation legislation

The consolidated entity has applied the stand alone taxpayer approach in determining the appropriate amount of current taxes and deferred taxes to allocate to members of the tax consolidated group. The current and deferred tax amounts are measured in a systematic manner that is consistent with the broad principles in AASB 112 Income Taxes.

Members of the tax consolidated group have not entered into a tax funding agreement and as no current tax assets or liabilities or deferred tax assets are recognised in relation to tax losses or unused tax credits, no contributions or distributions are required to be made under AASB Int 1052 Tax Consolidation Accounting.

h. Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included as part of receivables or payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from financing and investing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

i. Borrowings and Borrowing Costs

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are derecognised when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Borrowing costs include interest expense calculated using the effective interest method, finance charges in respect of finance leases, and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs are expensed as incurred, except for borrowing costs incurred as part of the cost of the construction of a qualifying asset, which are capitalised until the asset is ready for its intended use or sale.

j. Financial Instruments

Recognition, initial measurement and recognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument. Financial instruments (except for trade receivables) are measured initially at fair value adjusted by transactions costs, except for those carried "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss. Where available, quoted prices in an active market are used to determine the fair value. In other circumstances, valuation techniques are adopted. Subsequent measurement of financial assets and financial liabilities are described below.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Trade receivables (if applicable) are initially measured at the transaction price if the receivables do not contain a significant financing component in accordance with AASB 15.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and subsequent measurement

Financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments, are classified into the following categories upon initial recognition:

- amortised cost;
- fair value through other comprehensive income (FVOCI); and
- fair value through profit or loss (FVPL).

Classifications are determined by both:

- The contractual cash flow characteristics of the financial assets; and
- The entities business model for managing the financial asset.

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

Financial assets at fair value through other comprehensive income

The Company measures debt instruments at fair value through OCI if both of the following conditions are met:

- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding; and
- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling the financial asset.

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI.

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under AASB 132 Financial Instruments: Presentation and are not held for trading.

Financial assets at fair value through profit or loss (FVPL)

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 June 2022

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

k. Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Company designated a financial liability at fair value through profit or loss.

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss.

All interest-related charges and, if applicable, gains and losses arising on changes in fair value are recognised in profit or loss.

l. Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

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

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

m. Segment Reporting

Operating segments are now reported in a manner that is consistent with the internal reporting to the Chief Operating Decision Maker, which has been identified by the Company as the Managing Director and other members of the Board of Directors.

The Company has identified its operating segment based on the internal reports that are reviewed and used by the Board of Directors in assessing performance and determining the allocation of resources. Reportable segments disclosed are based on aggregating operating segments, where the segments have similar characteristics. For the current reporting period, the Company's sole activity was mineral exploration and resource development wholly within Australia, which is its only reportable segment.

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

n. Exploration Expenditure

Exploration and evaluation costs are accumulated and accounted for separately on an area of interest basis. An area of interest is represented by an exploration project, which may include multiple tenements within a single geographic region.

For each area of interest, the Company makes an election regarding its treatment of exploration and evaluation expenditure (including the costs of tenement acquisitions) and whether it will be charged to the income statement as incurred, under the expense category "exploration expenditure" (or other appropriate expense category), or capitalised as an exploration and evaluation asset, or a combination thereof.

An exploration and evaluation asset can only be recognised in relation to an area of interest if the following conditions are satisfied:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

a) the rights to tenure of the area of interest are current; and

b) at least one of the following conditions is also met:

- the exploration and evaluation expenditures are expected to be recouped through successful development and exploitation of the area of interest, or alternatively, by its sale; and
- exploration and evaluation activities in the area of interest have not at the end of the reporting period reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest are continuing.

Capitalised exploration and evaluation expenditures are recorded as an exploration asset at cost less impairment charges. All capitalised exploration and evaluation expenditure are monitored for indicators of impairment. Where an impairment indicator is identified, an assessment is performed for each area of interest to which the exploration and evaluation expenditure is attributed. To the extent that capitalised expenditure is not expected to be recovered it is charged to the income statement.

o. **Critical Accounting Estimates and Judgements**

The Directors evaluate estimates and judgements incorporated into the financial statements 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 Company.

Deferred Exploration and evaluation Expenditure

Exploration and evaluation expenditure includes prepaid project acquisition costs that have been capitalised on the basis that the Company will complete the acquisition of mineral licenses / leases where it has entered into a binding share purchase agreement. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised.

Share-based payment transactions:

The Company measures the cost of equity-settled transactions with employees and third parties by reference to the fair value of the equity instruments at the date at which they are granted. The fair value at the grant date is determined using the Black and Scholes option pricing model taking into account the terms and conditions upon which the instruments were granted. During the period the group issued performance options with non-market based vesting conditions. As such management have used significant judgement in assessing the probability of the performance criteria being met.

p. **Impairment of non-financial assets other than goodwill**

The Company assesses at each balance date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amount (in which case the impairment loss is treated as a revaluation decrease).

An assessment is also made at each balance date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future years to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

q. **New and amended accounting standards**

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

r. **New Accounting Standards and Interpretations not yet mandatory or early adopted**

A number of new standards, amendments to standards and interpretations issued by the AASB which are not yet mandatorily applicable to the Company have not been applied in preparing these financial statements. The Company has not elected to adopt any new Accounting Standards or Interpretations prior to their applicable date of implementation.

There are no standards that are not yet effective and that would be expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

2. CASH AND CASH EQUIVALENTS

	As At 30 June 2022 \$
Current	
Cash at bank	4,596,792
Closing Balance	<u>4,596,792</u>

3. TRADE AND OTHER RECEIVABLES

	As At 30 June 2022 \$
Prepayment	20,517
GST receivable	33,536
Other Debtors	3,000
Closing Balance	<u>57,053</u>

4. DEFERRED EXPLORATION AND EVALUATION EXPENDITURE

	As At 30 June 2022 \$
Opening Balance:	-
Exploration Expenditure during the period	268,419
Project Acquisition ¹	1,074,963
Closing Balance	<u>1,343,382</u>

¹Refer to note 11 for further details.

The ultimate recoupment of the expenditure is dependent upon the successful development and commercial exploitation or, alternatively, sale of the respective areas of interest.

5. PLANT AND EQUIPMENT

	As At 30 June 2022 \$
Motor Vehicle	
Opening Balance	-
Additions	33,273
Depreciation	(383)
Closing Balance	<u>32,890</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

6. OTHER ASSETS

	As At 30 June 2022 \$
Tenement Bond	34,000
Closing Balance	<u>34,000</u>

7. TRADE AND OTHER PAYABLES

	As At 30 June 2022 \$
Trade Payables	68,863
Other Payables and Accrued Expense	18,000
Closing Balance	<u>86,863</u>

Trade creditors and other creditors are non-interest bearing and generally payable on 30-day terms. Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.

8. OTHER LIABILITIES

	As At 30 June 2022 \$
Insurance Premium Funding	11,714
Closing Balance	<u>11,714</u>

9. ISSUED CAPITAL

	As At 30 June 2022 No.
Fully paid ordinary shares	<u>33,000,000</u>

	As At 30 June 2022	
	No.	\$
Opening Balance	-	-
Incorporation Shares	1	1
Seed Raising	2,899,999	155,400
Consideration Shares for Roger River Resources	2,100,000	420,000
Consideration Shares for Black Lake	500,000	100,000
Shares issued under the Public Offer	27,500,000	5,500,000
Capital raising costs	-	(641,303)
Balance at end of the period	<u>33,000,000</u>	<u>5,534,098</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At the shareholders' meetings, each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

(a) Terms of Ordinary Shares

Ordinary shares participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held and in proportion to the amount paid up on the shares held.

At shareholders meetings each ordinary share is entitled to one vote in proportion to the paid-up amount of the share when a poll is called, otherwise each shareholder has one vote on a show of hands.

(b) Performance rights

	2022 No.
Performance Rights	1,400,000

During the period the company granted performance rights for the acquisition of the Roger River project. The rights will be converted on a 1:1 basis subject to the satisfaction of the Company having delineated a maiden JORC code compliant Mineral Resource at the Roger River Tenements of at least 250,000 ounces @1.0g/t AU. Management has assigned a 100% probability of the target being achieved at acquisition date. The performance rights have been assigned a value of \$0.20 per performance right, which was based on the initial public offering of the company. This has led to a total value of \$280,000 being recognised in note 11.

(c) Capital risk management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it may continue to provide returns for shareholders and benefits for other stakeholders.

Given the nature of the Company's activities in mineral exploration, it does not have ready access to credit facilities, with the primary source of funding being equity raisings and borrowings from related parties. Accordingly, the objective of the Company's capital risk management was to balance its working capital position against the requirements of the Company to meet exploration programmes and overheads. This was achieved by maintaining appropriate liquidity to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required.

The working capital position of the Company at 30 June 2022 are as follows:

	As At 30 June 2022 \$
Cash and cash equivalents	4,596,792
Trade and other receivables	57,053
Trade and other payables	(86,863)
Other Liabilities	(11,714)
Working capital position	<u>4,555,268</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

10. RESERVE

	As At 30 June 2022 \$
Opening Balance:	-
Issue of Director Options/rights (share-based payment expensed)	354,500
Issue of Roger River Options/rights (acquisition consideration)	302,739
Issue of Advisor Options (cost of equity)	144,149
Issue of Performance Securities – Refer Note 9(b)	280,000
Closing Balance	<u>1,081,388</u>

The Advisor Options and the Director Options are defined as share-based payments. The valuation of share-based payment transactions is measured by reference to fair value of the equity instruments at the date at which they are granted. The fair value is determined using the Black-Scholes model, taking into account the terms and conditions upon which the options were granted.

ITEM	VALUE OF INPUT		
	Director and Management Options	Lead Manager Options	Acquisition of Roger River
Fair value per instrument	\$0.1418	\$0.1444	\$0.1444
Number of options	2,500,000	1,000,000	2,100,000
Expected volatility	100%	100%	100%
Implied option life	5 years	5 years	5 years
Expected dividend yield	Nil	Nil	Nil
Risk free rate	1.38%	2.14%	2.14%
Exercise Share Price	\$0.25	\$0.25	\$0.25
Underlying share price at grant date	\$0.20	\$0.20	\$0.20
Total Fair Value	\$354,500	\$144,149	\$302,739

Share options and weighted average exercise prices are as follows for the reporting periods presented:

	2022	
	No. of options	Weighted average exercise price of options
Balance at beginning of financial period	-	-
Granted	8,500,000	0.25
Forfeited	-	-
Exercised	-	-
Expired	-	-
Outstanding at end of the financial period	-	-
Options exercisable as end of the financial period:	<u>8,500,000</u>	<u>0.25</u>

The weighted average remaining contractual life of options outstanding at year end was 4.5 years.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

11. ASSET ACQUISITION

	As At 30 June 2022	
	No. Equity Instruments	\$
Roger River Resources Pty Ltd		
Purchase Consideration		
Consideration Shares for Roger River	10,000,000	420,000
Consideration Options for Roger River	2,100,000	302,714
Consideration Performance Rights ¹	1,400,000	280,000
Total consideration		<u>1,002,714</u>
Net identifiable assets in Black Lake		27,750
Deferred Exploration		974,964
Fair value liabilities assumed under Demerger and		
Fair value of net assets acquired		<u>1,002,714</u>
Black Lake Pty Ltd		
Purchase Consideration		
Consideration Shares for Black Lake	500,000	100,000
Total consideration		<u>100,000</u>
Net identifiable assets in Black Lake		-
Deferred Exploration		100,000
Fair value of net assets acquired		<u>100,000</u>

¹ It has been determined to have Nil % based on management view.

Roger River Resources Pty Ltd

The Company has entered into an acquisition agreement with Bob Alfred Pty Ltd (BAPL) (an entity related to Director Ben Phillips) and Rockflower Pty Ltd (together the RR Vendors) pursuant to which the Company has agreed to buy, and the RR Vendors have agreed to sell, 100% of the issued capital of Roger River Resources Pty Ltd (Acquisition) (Roger River Acquisition Agreement), the material terms and conditions of which are summarised below:

- (a) Consideration: In consideration for the Acquisition, the Company agrees to issue the RR Vendors:
- (i) 2,100,000 Shares and 2,100,000 Options (Roger River Options), to be apportioned pro rata according to the RR Vendors' ownership interests in Roger River; and
 - (ii) 1,400,000 Performance Rights, to be apportioned 840,000 to Rockflower Pty Ltd and 560,000 to BAPL.

Black Lake Pty Ltd

The Company has entered into an acquisition agreement with the shareholders of Black Lake Pty Ltd (Black Lake) (BL Vendors) pursuant to which the Company has agreed to buy and the BL Vendors have agreed to sell, 100% of the issued capital of Black Lake (Black Lake Acquisition Agreement), the material terms and conditions of which are summarised below:

- (a) Consideration: The Company has agreed to issue the BL Vendors (or their nominees) 500,000 Shares in consideration for the Acquisition, to be apportioned pro rata according to the BL Vendors' ownership interest in Black Lake.

The acquisition date of both agreements above was completed on 14 March 2022. Both acquisitions were treated as an asset acquisition.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

12. INCOME TAX EXPENSE

	As At 30 June 2022 \$
(a) The components of tax expense comprise	-
Current income tax benefit	91,600
Deferred tax income	353,319
Tax losses not recognised	(444,919)
	-
	-
	As At 30 June 2022 \$
(b) The prima facie tax on loss from continuing activities before tax is reconciled to the income tax expense as follows:	
Prima facie tax benefit on loss from continuing activities before income tax at 25%	
- Consolidated Entity	162,486
<u>Add:</u>	
Tax effect of:	
- Capital raising costs	35,647
<u>Less:</u>	
Tax effect of:	
- share based payments	(88,625)
Tax effect of losses and temporary differences not recognised as deferred tax assets	(109,508)
Income tax expense attributes	-
(c) Unrecognised deferred tax balances	
<u>Deferred Tax Liabilities</u>	-
Deferred exploration & evaluation costs	1,343,382
Other	33,536
	1,376,918
Tax effect @ 25%	344,230
<u>Deferred tax assets</u>	
Other	730,933
Tax losses **	1,725,319
	2,456,252
Tax effect @ 25%	614,063
Net deferred tax asset not recognised	269,833

The Company has not recognised any deferred tax assets or liabilities. These benefits will only be obtained if:

- (i) the Company derives future assessable income of a nature and of an amount sufficient to enable the benefits from the deduction for the losses to be realised;
- (ii) the Company continues to comply with the conditions for deductibility imposed by tax legislation; and
- (iii) no changes in tax legislation adversely affect the Company in realising the benefit from the deduction for the losses.

(d) Franking credits

The Company has no franking credits available.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

13. FINANCIAL INSTRUMENTS

(i) FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise cash and short-term deposits. The main purpose of the financial instruments is to earn the maximum amount of interest at a low risk to the Group. The Group also has other financial instruments such as trade debtors and creditors which arise directly from its operations. For the period under review, it has been the Group's policy not to trade in financial instruments.

The directors' overall risk management strategy seeks to assist the Group in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

Risk management policies are approved and reviewed by the Board of Directors on a regular basis. These include the credit risk policies and future cash flow requirements.

Financial Risk Exposures and Management

The main risks arising from the Group's financial instruments are interest rate risk and credit risk. The board reviews and agrees policies for managing each of these risks and they are summarised below:

(a) Foreign Currency Risk

The Group is not exposed to fluctuations in foreign currencies.

(b) Interest Rate Risk

The Group is exposed to movements in market interest rates on short term deposits. The policy is to monitor the interest rate yield curve out to 120 days to ensure a balance is maintained between the liquidity of cash assets and the interest rate return. The Group does not currently have short or long-term debt, and therefore this risk is minimal.

Sensitivity analysis

An increase of 50 basis points in interest rates would not have had a material impact on the Consolidated Entity's profit or loss.

(c) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted the policy of only dealing with credit worthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Group does not have any significant credit risk exposure to any single counterparty or any Group of counterparties having similar characteristics. The carrying amount of financial assets recorded in the financial statements, net of any provisions for losses, represents the Group's maximum exposure to credit risk.

	As At 30 June 2022
	\$
Cash and Cash equivalents AA	<u>4,596,792</u>

(d) Liquidity Risk

The Group manages liquidity risk by monitoring forecast cash flows. The Group does not have any significant liquidity risk as the Group does not currently have any collateral debts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

(e) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(f) Valuation techniques

In the absence of an active market for an identical asset or liability, the Company selects and uses one or more valuation techniques to measure the fair value of the asset or liability. The Company selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Company are consistent with one or more of the following valuation approaches:

Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.

Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.

Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Company gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

Aggregate net fair values and carrying amounts of financial assets and financial liabilities at balance date:

	2022	
	Carrying Amount \$	Net Fair Value \$
Financial Assets		
Cash and cash equivalents	4,596,792	4,596,792
Trade and other receivables	3,000	3,000
Total Financial Assets	4,599,792	4,599,792
Financial Liabilities		
Trade and other liabilities	98,577	98,577
Total Financial Liabilities	98,577	98,577

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

14. EARNINGS PER SHARE

As At
30 June 2022
\$

(a) Loss used in the calculation of basic loss per share

649,946

*Number of
shares*

(b) Weighted average number of ordinary shares outstanding during the financial period used in calculation of basic earnings per share

11,092,466

15. SEGMENT REPORTING

The Company has adopted AASB 8 'Operating Segments' which requires operating segments to be identified on the basis of internal reports about components of the Company that are reviewed by the chief operating decision maker (considered to be Board of Directors) in order to allocate resources to the segment and assess its performance. The chief operating decision maker of the Company reviews internal reports prepared as consolidated financial statements and strategic decisions of the Company are determined upon analysis of these internal reports.

The Company operates in the mineral exploration sector in Australia. All assets and liabilities are held in Australia other than, capitalised exploration costs which is outlined in Note 4.

16. SUBSEQUENT EVENTS

At the time of this report there were no events subsequent to the reporting date that required disclosure.

17. FAIR VALUE MEASUREMENT

The Directors consider that the carrying amount of other financial assets and liabilities recognised in the consolidated financial statements approximate their fair value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

18. RELATED PARTY TRANSACTIONS

During the period ended 30 June 2022 the following related party transaction was undertaken between the Group and director related entities:

a) Key Management Personnel compensation

The totals of remuneration paid to key management personnel during the period are as follows:

	As At 30 June 2022 \$
Short-term salary, fees and commissions	72,000
Post-employment superannuation	-
Share based-payments	262,330
Total key management personnel compensation	334,330

b) Other related party transactions

The company had an unsecured loan held with Mr Phillips of \$22,362. The loan was forgiven during the year.

It was noted that Ben Phillips was a related party for the acquisition of Roger River Resources Pty Ltd. Details of the acquisition are located at note 11 within the financial report.

19. AUDITOR'S REMUNERATION

	As At 30 June 2022 \$
Remuneration of the auditor for:	
Audit or review of the financial report of the Company and controlled entities:	19,000
Other assurance services – Independent Accountants Report	6,000
	<u>25,000</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

20. CASH FLOW INFORMATION

Reconciliation of cash flow from operations with loss after income tax

	As At 30 June 2022 \$
Loss after income tax expense for the period	(649,946)
Share Based payment Expense	354,500
Depreciation Expenses	383
Loan Forgiveness	(22,362)
Changes in operating assets and liabilities:	
(Increase)/decrease in trade and other receivables	(57,053)
Increase/(decrease) in trade and other payables	159,485
	(214,993)

21. COMMITMENTS AND CONTINGENT LIABILITIES

21.1. TENEMENT RELATED COMMITMENTS AND CONTINGENCIES

The Company is required to meet minimum committed expenditure requirements to maintain current rights of tenure to exploration licences. These obligations may be subject to re-negotiation, may be farmed-out or may be relinquished and have not been provided for in the statement of financial position. A summary of aggregate commitments is as follows:

	As At 30 June 2022 \$
Within one year	684,081
One to five years	375,919
	1,060,000

Other than the above, there are no other contingencies or commitments.

22. SUBSIDIARIES

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries:

	Country of Incorporation	Class of Shares	Equity holding 2022
<u>Roger River Resources Pty Ltd</u> ¹	Australia	Ordinary	100%
<u>Black Lake Pty Ltd</u> ¹	Australia	Ordinary	100%

¹ The entity was acquired during the period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the period ended 30 June 2022

23. PARENT ENTITY NOTE

The following details information related to the parent entity, Norfolk Metals Limited, at 30 June 2022. The information presented here has been prepared using consistent accounting policies as presented in Note 1.

	2022 \$
Current Assets	4,647,867
Non-Current Assets	601,307
Total Assets	<u>5,249,174</u>
Current Liabilities	124,814
Non-Current Liabilities	-
Total Liabilities	<u>124,814</u>
Net Asset/(Deficit)	<u>5,124,360</u>
Contributed Equity	5,534,098
Reserves	1,081,388
Accumulated losses	(1,491,126)
Total Equity	<u>5,124,360</u>
Loss for the period	(1,491,126)
Other Comprehensive Loss for the period	-
Total comprehensive loss for the period	<u>(1,491,126)</u>

ADDITIONAL SECURITIES EXCHANGE INFORMATION FOR THE YEAR ENDED 30 JUNE 2022

In accordance with ASX Listing Rule 4.10, the Company provides the following information to shareholders not elsewhere disclosed in the Annual Report. The information provided is current as at 22 September 2022.

REGISTERED OFFICE OF THE COMPANY

Suite 1 / 295 Rokeby Road
Subiaco WA 6008
Ph: +61 (08) 6555 2950

STOCK EXCHANGE LISTING

Quotation has been granted for 33,000,000 ordinary shares and on the ASX.

VOTING RIGHTS

For all ordinary shares, voting rights are one vote per member on a show of hands and one vote per share in a poll.

SHARE REGISTRY

The registers of shares and options of the Company are maintained by:

Automatic Registry Services
Level 2, 267 St Georges Terrace
Perth WA 6000

COMPANY SECRETARY

The name of the Company Secretary is Arron Canicais.

Corporate Governance

The Company's Corporate Governance Statement for the financial period ended 30 June 2022 can be found at:
<https://norfolkmetals.com.au/corporate-governance/>.

Information Pursuant to Listing Rule 4.10.19

Between the date of the Company's admission to the official list of the ASX on 18 March 2022 and the end of the reporting period on 30 June 2022, the Company used its cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with its business objectives.

Information Pursuant to Listing Rule 5.20

The Company holds interests in the following tenements.

The Roger River Project is comprised of licences held by Roger River Resources Pty Ltd and the Orooroo Project is comprised of licences held by Black Lake Pty Ltd. Roger River Resources Pty Ltd and Black Lake Pty Ltd are wholly owned subsidiaries of the Company. Further details of the Roger River Project and Orooroo Project tenements are set out below.

ADDITIONAL SECURITIES EXCHANGE INFORMATION for the year ended 30 June 2022

Tenement ID	Project	Holder/ Applicant	Interest (%)	Current Area (km2)	Grant Date	Expiry Date
EL20/2020	Roger River	Roger River Resources Pty Ltd	100%	26	30/08/2021	15/08/2026
EL6814	Orooroo Project	Black Lake Pty Ltd	100%	379	12/08/2022	11/08/2028
EL6552	Orooroo Project	Black Lake Pty Ltd	100%	280	2/12/2020	3/12/2022

SUBSTANTIAL HOLDERS

There are currently no substantial holders noted.

DISTRIBUTION OF HOLDERS

Number of shares held	Number of Shareholders	Number of Ordinary Shares
1 - 1,000	3	3
1,001 - 5,000	38	129,312
5,001 - 10,000	55	529,394
10,001 - 100,000	222	11,331,465
100,001 - 9,999,999,999	79	21,009,826
Totals	397	33,000,000
Holders with an unmarketable parcel	19	39,842

EQUITY SECURITY HOLDERS

The names of the 20 largest holders of ordinary shares, and the number of ordinary shares and percentage of capital held by each holder is as follows:

Position	Holder Name	Holding	% of voting power
1	BOB ALFRED PTY LTD <THE BOB ALFRED A/C>	1,442,000	4.37%
2	ROCKFLOWER PTY LTD	1,050,000	3.18%
3	PURESTEEL HOLDINGS PTY LTD <RATTIGAN SUPER FUND A/C>	958,554	2.90%
4	BOSTOCK INVESTMENTS PTY LTD	769,280	2.33%
5	ANGKOR IMPERIAL RESOURCES PTY LTD <TURKISH BREAD S/F A/C>	750,000	2.27%
5	SCINTILLA STRATEGIC INVESTMENTS LIMITED	750,000	2.27%
6	RATATAT INVESTMENTS PTY LTD <RATATAT INVESTMENT A/C>	700,000	2.12%
7	MONGOOSE CAPITAL PTY LTD	500,000	1.52%
7	PP CAPITAL PTY LTD	500,000	1.52%
7	INSTANT EXPERT PTY LIMITED <THE P JURKOVIC FAMILY A/C>	500,000	1.52%
8	KERO INVESTMENTS PTY LTD	440,000	1.33%
9	ALSANTO NOMINEES PTY LTD <FA MONACO FAMILY A/C>	400,000	1.21%
10	THE GAS SUPER FUND PTY LTD T/F <THE GAS SUPER FUND A/C>	380,000	1.15%
11	WESTEND CAPITAL PTY LTD <HAWKSTONE A/C>	350,000	1.06%
11	ALITIME NOMINEES PTY LTD <HONEYHAM FAMILY A/C>	350,000	1.06%
12	MARKOTA PTY LTD <SEPAROVIC SUPER FUND A/C>	309,999	0.94%

ADDITIONAL SECURITIES EXCHANGE INFORMATION for the year ended 30 June 2022

13	CRAZY DINGO PTY LTD	307,500	0.93%
14	MRS SILVIA MONACO	300,000	0.91%
14	MR JEREMY NICHOLAS TOLCON & MRS NADINE RUTH TOLCON <JEMINE SUPER FUND A/C>	300,000	0.91%
14	MR HAN SWEE TAN	300,000	0.91%
15	ALWAYS HOLDINGS PTY LTD <BUHAGIAR SUPER FUND A/C>	290,000	0.88%
16	MRS NADINE RUTH TOLCON	275,000	0.83%
17	PLASTERBOARD PROJECTS PTY LTD	250,000	0.76%
17	DELLTA PTY LTD <SLSD A/C>	250,000	0.76%
17	MR SHANE TIMOTHY BALL <THE BALL A/C>	250,000	0.76%
17	MR DANIEL PETER WILLIAMS & MRS HAIDEE RACHEL WILLIAMS <DH WILLIAMS FAMILY A/C>	250,000	0.76%
18	MR JASON PAUL SKINNER <JASON SKINNER FAMILY A/C>	243,751	0.74%
19	AMWELL PTY LTD	225,000	0.68%
19	PATRICK MCMAHON	225,000	0.68%
19	FREEMAN ROAD PTY LTD <THE AVENUE A/C>	225,000	0.68%
19	ACN 633 210 125 PTY LTD <633 210 125 A/C>	225,000	0.68%
19	NAUTICAL HOLDINGS WA PTY LTD <ABANDON SHIP S/F A/C>	225,000	0.68%
19	TON-CHENG PTY LTD	225,000	0.68%
20	CRAZY DINGO PTY LTD	210,000	0.64%
	Total	14,726,084	44.62%
	Total issued capital - selected security class(es)	33,000,000	100.00%

Escrowed Securities

Category	Number of Units	ASX or Voluntary	End of Escrow Period
Shares	1,548,000	ASX	10 October 2023
Shares	500,000	ASX	14 March 2023
Shares	2,675,004	ASX	22 March 2024
Options exercisable at \$0.25 each on or before 10 October 2026	2,150,000	ASX	10 October 2023
Options exercisable at \$0.25 each on or before 10 October 2026	750,000	ASX	22 March 2024
Options exercisable at \$0.25 each on or before 18 November 2026	2,500,000	ASX	22 March 2024
Options exercisable at \$0.25 each on or before 14 March 2027	3,100,000	ASX	22 March 2024

Unquoted Securities

Category	Number of Equity instruments	Number of Holders
Options exercisable at \$0.25 each on or before 10 October 2026	2,900,000	12
Options exercisable at \$0.25 each on or before 18 November 2026	2,500,000	6
Options exercisable at \$0.25 each on or before 14 March 2027	3,100,000	7
Performance Rights	1,400,000	2

ADDITIONAL SECURITIES EXCHANGE INFORMATION for the year ended 30 June 2022

Distribution of optionholders exercisable at \$0.25 each on or before 10 October 2026:

Number of Options held	Number of Option Holders	Number of Options
1-1,000	-	-
1,001-5,000	-	-
5,001-10,000	-	-
10,001-100,000	1	75,000
100,001-99,999,999	11	2,825,000
Totals	12	2,900,000

Optionholders with more than 20% of the class of options: None

Distribution of optionholders exercisable at \$0.25 each on or before 18 November 2026:

Number of Options held	Number of Option Holders	Number of Options
1-1,000	-	-
1,001-5,000	-	-
5,001-10,000	-	-
10,001-100,000	-	-
100,001-99,999,999	6	2,500,000
Totals	6	2,500,000

Optionholders with more than 20% of the class of options:

Name	Number of Units	Percentage
BOB ALFRED PTY LTD <THE BOB ALFRED A/C>	750,000	30.00%
PCTV PTY LTD <TAURUS A/C>	600,000	24.00%
WORLDVIEW INVESTMENTS PTY LTD <PRIMAVERA FRESH FAMILY A/C>	500,000	20.00%

Distribution of optionholders exercisable at \$0.25 each on or before 14 March 2027:

Number of Options held	Number of Option Holders	Number of Options
1-1,000	-	-
1,001-5,000	-	-
5,001-10,000	-	-
10,001-100,000	2	150,000
100,001-99,999,999	5	2,950,000
Totals	7	3,100,000

Optionholders with more than 20% of the class of options:

Name	Number of Units	Percentage
BOB ALFRED PTY LTD <THE BOB ALFRED A/C>	1,050,000	33.87%
ROCKFLOWER PTY LTD	1,050,000	33.87%

ADDITIONAL SECURITIES EXCHANGE INFORMATION

for the year ended 30 June 2022

Buy-back

There are no current on-market buy-back arrangements for the Company.

Electronic Communications

Norfolk Metals encourages shareholders to receive information electronically. Electronic communications allow Norfolk Metals to communicate with shareholders quickly and reduce the Company's paper usage.

Shareholders who currently receive information by post can log in at <https://investor.automic.com.au/#/signup> to provide their email address and elect to receive electronic communications.

Norfolk Metals emails shareholders when important information becomes available such as financial results, notices of meeting, voting forms and annual reports.

Norfolk Metals will issue notices of annual and general meetings and the annual report electronically where a shareholder has provided a valid email address, unless the shareholder has elected to receive a paper copy of these documents.

Recent legislative changes to the Corporations Act 2001 (Cth) effective 1 April 2022 mean there are new options available to shareholders as to how they elect to receive their communications. An important notice regarding these rights is available on Norfolk Metals's website at <https://norfolkmetals.com.au/right-to-receive-documents/>

For further information, please contact Norfolk Metals's share registry, Automic, at hello@automic.com.au