ASX Release

Results for Announcement to the Market

We have provided this results announcement to the market in accordance with Australian Securities Exchange (ASX) Listing Rule 4.2A and Appendix 4E for the Consolidated Entity (OZ Minerals) comprising OZ Minerals Limited (OZ Minerals Limited or the 'Company') and its controlled entities for the year ending 31 December 2022 (financial year) compared to the year ended 31 December 2021 (comparative period).

Consolidated results, commentary on results and outlook

	31 December 2022 $m	31 December 2021 $m	Movement $m	Movement %
Revenue	1,920.8	2,095.8	(175.0)	(8.4%)
Profit after tax attributable to OZ Minerals Limited equity holders	207.3	530.7	(323.4)	(60.9%)

The commentary on the consolidated results and outlook, including changes in the state of affairs and likely developments of the Consolidated Entity, is set out on pages 10-14 and within the Financial Review section of the Directors' Report on pages 26-29.

Net tangible assets per share

	31 December 2022 $ per share	31 December 2021 $ per share
Net tangible assets per share[a]	9.47	8.98

[a] Right-of-Use assets are considered intangible assets and excluded from total assets for the net tangible assets calculation

In accordance with Chapter 19 of the ASX Listing Rules, net tangible assets per share represents the total assets less intangible assets, less liabilities ranking ahead of, or equally with, ordinary share capital and divided by the number of ordinary shares on issue at the end of the year.

Dividends

On 22 December 2022, OZ Minerals entered into a SID with BHP, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by scheme of arrangement. The SID permits, subject to certain conditions, OZ Minerals to declare and pay OZ Minerals shareholders a special dividend prior to implementation of the Scheme.

Prior to the Scheme meeting (which is currently expected to be held in mid-April 2023), the Board intends to declare a fully franked special dividend of $1.75 per share, such dividend conditional on the Scheme becoming effective. If the Scheme does become effective the special dividend will be paid on the date the Scheme is implemented to OZ Minerals shareholders who hold OZ Minerals shares on the special dividend record date. The special dividend record date is currently expected to be three days before the Scheme record date, with both record dates currently expected to be in late-April 2023.

Assuming the special dividend of $1.75 per share is paid, the consideration payable by BHP under the Scheme will be reduced by this amount. OZ Minerals shareholders who hold shares on both the special dividend record date and the Scheme record date will receive total consideration of $28.25 per share on the date the Scheme is implemented, with $1.75 being a fully franked special dividend paid by OZ Minerals and $26.50 being Scheme Consideration paid by BHP.

As stated above, if the Scheme does not become effective the special dividend will not be paid. In that case, the Board will continue to consider the payment of dividends against its current policy of paying sustainable dividends from pre-growth cash flow, after taking into consideration the Company's near term identified capital investment opportunities and maintaining a strong balance sheet.

Dividends announced or paid since 1 January 2021

Record date	Date of payment	Fully franked	Total dividends	Dividend reinvestment plan
		cents per share	$m	
1 September 2022	16 September 2022	8	26.8	No
25 February 2022	11 March 2022	18	60.2	Yes
24 August 2021	7 September 2021	16[a]	53.3	Yes
12 March 2021	26 March 2021	17	56.4	Yes

[a] Included a special dividend of 8 cents per share.

Independent auditor's report

The above announcement of the results to the market is based upon the Consolidated Financial Statements and we have included the Independent Auditor's Report to OZ Minerals Limited members in the OZ Minerals' 2022 Annual Report & Sustainbility Review.

OZ MINERALS

Going

BEYOND

what's possible
to make lives better

2022 Annual Report and Sustainability Review

Acknowledgement of country

OZ Minerals acknowledges the traditional owners and custodians of country throughout Australia and their continuing connection to land, waters and community. We pay our respects to the people, the cultures and the elders past, present and emerging. OZ Minerals' Adelaide Office is located on Kaurna land, our Prominent Hill mine is located on Antakirinja Matu-Yankunytjatjara land, our Carrapateena mine is located on Kokatha land and our West Musgrave Project is located on Ngaanyatjarra land.

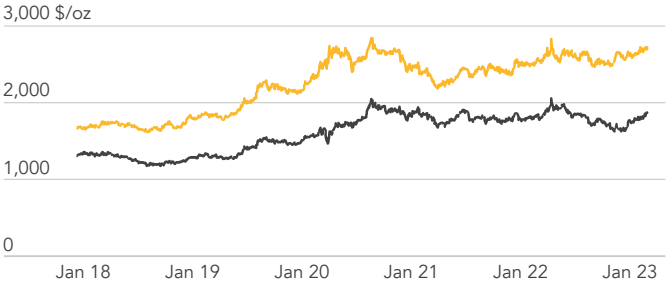
Cautionary statement

This report contains forward-looking statements that relate to our activities, plans and objectives. Actual results may significantly differ from these statements, depending on a variety of factors. The term 'material topic' is used for voluntary sustainability reporting to describe topics that could affect our sustainability performance. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and circumstances that will occur in the future and may be outside OZ Minerals' control. Given these risks and uncertainties, undue reliance should not be placed on forward-looking statements.

Contents

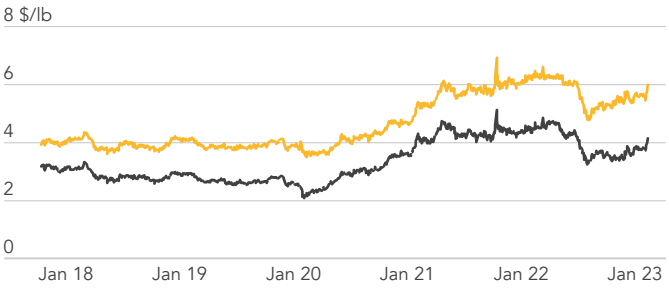
2022 Performance Snapshot

Gold pricing



Source: LBMA, Refinitiv

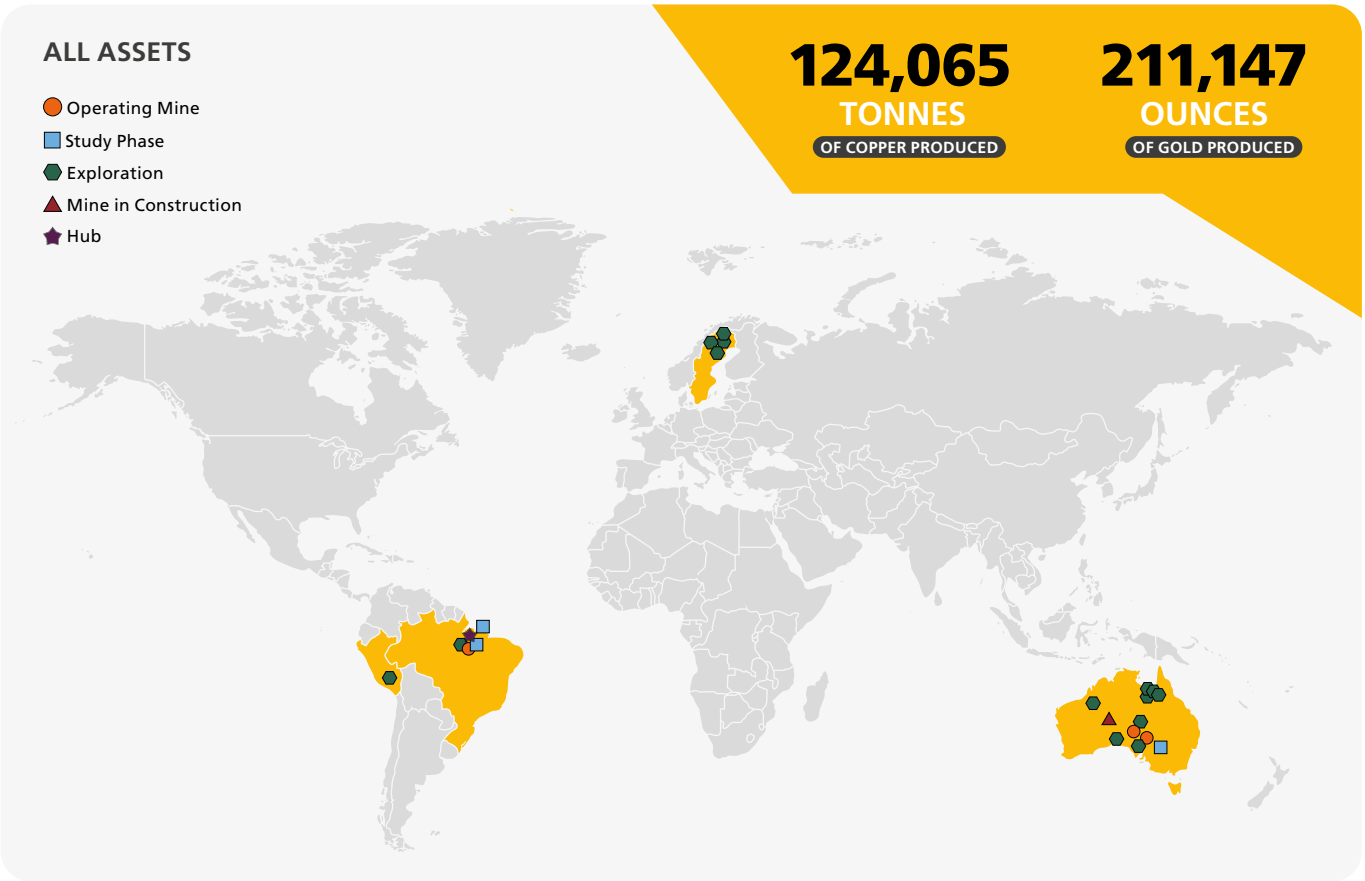
Copper pricing



Source: LME, Refinitiv

Full year financial results summary

	2022 $m	2021 $m
Group revenue	1,920.8	2,095.8
EBITDA	692.7	1,162.4
Net depreciation	(347.1)	(366.7)
EBIT	345.6	795.7
Net finance expense	(35.4)	(39.1)
Income tax (expense)	(102.9)	(225.9)
NPAT	207.3	530.7
Dividends per share (cents)	8[1]	25



1. On 22 December 2022, OZ Minerals entered into a Scheme Implementation Deed with BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by way of scheme of arrangement under the *Corporations Act 2001 (Cth)* ('Scheme'). The Scheme Implementation Deed permits, subject to certain conditions, OZ Minerals to declare and pay OZ Minerals shareholders a special dividend prior to implementation of the Scheme.

   Prior to the Scheme meeting (which is currently expected to be held in mid-April 2023), the Board intends to declare a fully franked special dividend of $1.75 per share, such dividend conditional on the Scheme becoming effective. If the Scheme does become effective the special dividend will be paid on the date the Scheme is implemented to OZ Minerals shareholders who hold OZ Minerals shares on the special dividend record date. The special dividend record date will be three days before the Scheme record date, with both record dates currently expected to be in late-April 2023. If the Scheme does not become effective, the special dividend will not be paid. An interim dividend of 8 cents per share, fully franked was paid to shareholders on 16 September 2022.

Stakeholder Value Creation

Details of perfomance can be found throughout this Report and on our website ozminerals.com

	Metric	2022 Performance Criteria	2022 Rating
SHAREHOLDER	SHARE PRICE AND DIVIDENDS PAID	Grow share price: measured relative to peer group	Relative to peers over three year period
		Sustainable dividend: measured relative to OZL's dividend track record	Relative to prior year ordinary dividend
	BOTTOM HALF OF COST CURVE	Measured relative to global copper producers	Relative to industry cost curve
	RESERVE GROWTH	Grow OZL's Reserves: measured relative to OZL's reserve at the end of previous year	Relative to prior year
	GOVERNANCE	Compliance with ASX's corporate governance principles and recommendations	Relative to Stakeholder expectations and governance disclosures
GOVERNMENT	EMPLOYMENT BY JURISDICTION	Workforce – local / state / out of state / Land Connected and Indigenous Peoples (Total workforce, including employees and contractors)	Relative to context and Stakeholder expectations
	TAXES AND ROYALTIES	Income tax and Royalties (total and jurisdictions)	Relative to NPAT and Revenue
	CAPITAL INVESTMENT	Capital investment	Relative to content spend and Stakeholder expectations
	EMISSIONS	Scope 1 & 2 emissions intensity (tCO2-e per t Cu Eq)	Relative to our Strategic Aspirations and TFCD Roadmap
		Absolute Scope 1 & 2 emissions	
	ENERGY	Renewable energy percentage	
		Net energy intensity (per t Cu Eq)	
	LOCAL CONTENT SPEND	Value spent with local suppliers through supply chains	Relative to content spend and Stakeholder expectations
COMMUNITY	WORKING WITH STAKEHOLDERS (COMMUNITY ENGAGEMENT/ PARTNERING)	Number and average duration for resolution of concerns, complaints and grievances	Relative to our Context and Stakeholder Expectations
		Partnering case studies	
	SOCIAL CONTRIBUTION	Social contribution (quantitative and qualitative)	
	HUMAN RIGHTS	Modern Slavery Act action plan and implementation and number of incidents	Relative to our Strategic Aspirations and Modern Slavery Roadmap
	CULTURAL HERITAGE	Unauthorised cultural heritage breaches Significant environmental and social incidents	Relative to our Context and Stakeholder Expectations
	WATER	Water consumed (per t Cu Eq)	Relative to our Context, Strategic Aspirations and Stakeholder Expectations
	WASTE	Non-mineral waste produced (per t Cu Eq)	
	LAND AND BIODIVERSITY	Areas (ha) disturbed in high biodiversity conservation areas	
WORKFORCE	SAFETY PERFORMANCE	Total Recordable Injury Frequency Rate (TRIFR) Zero Fatalities	Relative to our year-on-year performance and annual performance relative to zero
	WORKFORCE ENGAGEMENT	Employee Survey results above industry benchmark	Relative to our Strategic Aspirations and Stakeholder Expectations
	INCLUSION	Inclusion maturity upward trend	Relative to Peers
	DIVERSITY	Diversity of thought and demographic (Total workforce, including employees and contractors)	Relative to Peers and our Strategic Aspirations
SUPPLIER	NET PROMOTER SCORE	Net Promoter Score (NPS)	Relative to our Context and Stakeholder Expectations
	ON TIME PAYMENT	The proportion by number and value of invoices paid on time within payment terms	Relative to Stakeholder Expectations and Compliance level
	SUPPLIER VALUE BY JURISDICTION	OZ Minerals local, state, national, international and total spend	Relative to our Context Statement expectation
CUSTOMER	CUSTOMER QUALITY SPECIFICATION MET[1]	Introduced in 2022 and to be measured in 2023	N/A
	CONTRACTING[1]	Introduced in 2022 and to be measured in 2023	N/A

● Positive performance ● Positive progress ● Further focus required ○ Not yet assessed

1. Reflects additional Stakeholder Value Creation Metrics to be measured from 2023.

Message from the Chairman and Managing Director & CEO

Dear shareholders,

2022 was a defining year for OZ Minerals.

We made considerable progress on our growth strategy with the West Musgrave copper nickel project approved and now in construction and the expansions at both Prominent Hill and Carrapateena well underway. We faced adverse weather conditions, supply chain challenges and the effects of over half a year of COVID related absenteeism which created a challenging operating environment.

The year was ultimately dominated by BHP's proposal to acquire OZ Minerals for $28.25 per share by way of scheme of arrangement.

BHP's interest in our company is testament to our quality, long life assets in quality jurisdictions and, importantly, the agile culture of innovation, collaboration and inclusion we are creating. It is recognition that we produce minerals that are in strong demand for the electrification era.

You will have seen from our announcements that the Board is recommending shareholders support the transaction when they vote at the Scheme meeting expected to be held in April, in the absence of a superior proposal and subject to the independent expert concluding and continuing to conclude that the transaction is in the best interests of shareholders.

Given the proposed BHP acquisition is in progress, this Report and the accompanying Sustainability Review focuses primarily on the achievements of 2022.

In line with the Corporations Act, should the Scheme be implemented in line with the current schedule, our current expectation is that an OZ Minerals Annual General Meeting (AGM) for the financial year ended 31 December 2022 will not be required.

A growth strategy focussed on modern minerals

Turning now to the past year. We evolved our Strategy from Copper to Modern Minerals. Our Strategic Aspirations have also evolved to ensure continued value creation for all stakeholders. You can read more about our Strategy and Strategic Aspirations in the Strategy section of this Report.

While production and cost guidance were revised mid year, following a slower first half due to the impacts of COVID-19 absenteeism, supply chain disruption and inflationary pressure, we were able to draw on our cultural and organisational foundations to recalibrate our performance, delivering a strong final quarter and creating momentum into 2023.

How we work together towards safe operational delivery

Disappointingly, our total recordable injury frequency rate (TRIFR) increased to 6.99 compared to 4.40 in 2021. This is attributed to a number of factors including workforce turnover, challenging underground operating conditions and ramp up in both greenfield and brownfield execution activities. A one-day company-wide Safety Stop was implemented in August to address the unacceptable trend in safety which identified a range of activities to help our people refocus on their physical and mental wellbeing and to prioritise initiatives to work safely.

We have been on the journey to embed a culture of inclusion at OZ Minerals since 2016 with our How We Work Together behaviours as the bedrock of our culture. As we continue to create and embed an inclusive environment, and one that says no to bullying, harassment and discrimination, an inaugural series of CEO Conversation Circles were held across our operations. These focussed on workforce experiences of gender equality, inclusion and inappropriate workplace behaviours. We are now also publishing deidentified reports of the results of investigations into such incidents on our intranet and sharing learnings from deidentified incidents in Safety Circles across our business. The profile of these and other activities has encouraged people to come forward, speak up and call out such behaviour. We still have a long way to go but feedback from our teams has been encouraging.

2022 Financial and operational highlights

Achieved
$1.9B
REVENUE

Achieved
$207.3M
NET PROFIT AFTER TAX

Achieved a
36%
OPERATING MARGIN

Achieved
62.0 cents
EARNINGS PER SHARE

During the year, we:

- progressed construction of the Prominent Hill Wira Shaft Expansion
- progressed the Carrapateena Sub-Level Cave ramp-up, with the cave breaking through in December 2022
- commenced construction on the West Musgrave Project following a positive Final Investment Decision, and demonstrated the potential technical and commercial opportunity of producing a high quality and high-grade Mixed Hydroxide Precipitate product for feed into the battery industry
- secured an option to acquire the Kalkaroo project in South Australia, one of the largest undeveloped copper-gold deposits in Australia
- delivered strong, operational performance at Pedra Branca, which ramped up ahead of schedule
- undertook an accelerated program to develop the Santa Lúcia Pre-Feasibility Study
- improved performance on key Stakeholder Value Creation Metrics (page 5)
- expanded our Educating the Next Generation social contribution program adding Shooting Stars, a program supporting Aboriginal girls to stay in school, to our existing support of the Clontarf Foundation, the Royal Flying Doctors Service and The Smith Family
- increased overall female workforce (contracting partners and employees) participation by 14 per cent and female employee leadership by 19 per cent
- ranked #1 in industry by the Workplace Gender Equality Agency for gender pay equity.

It has been a privilege to be on the OZ Minerals journey with you over the years. The support of all our stakeholders has helped us create a modern mining company where culture is key to delivering operational performance and growth, while creating value for all our stakeholders. Thank you.

Rebecca McGrath
CHAIRMAN
Adelaide
February 2023

Andrew Cole
MANAGING DIRECTOR & CEO
Adelaide
February 2023

Strategy

Our context

We are a growth company. Our quality, long life, low-cost copper and nickel assets are located in safe and stable jurisdictions. Expansions are underway at our major operations, we have a new copper nickel mine in construction, several project studies underway and a strong exploration pipeline.

The world is decarbonising. Copper and nickel are integral to this global energy transition.

As the use of copper increases over the next 20 years, more than half will be used for clean energy.

Copper is also the key ingredient for grid infrastructure that will power businesses and homes in the future.

While we may see short term volatility and demand variations, the medium to long term fundamentals are strong.

Strategy, Strategic Aspirations and The OZWay

We review our Strategy frequently to ensure we are staying in front of mega trends. While we have been focussed on the world's move towards electrification for some time now, as evidenced by our progression of West Musgrave, in 2022 we evolved our Strategy from a 'copper focus' to encompass 'modern minerals'. This means our target suite now includes copper and nickel, and we are able to potentially consider other electrification era metals in future.

In 2022, we also evolved our Strategic Aspirations. These revised Aspirations are centred around decarbonisation, digitisation, collaboration and a commitment to creating value for all our stakeholders.

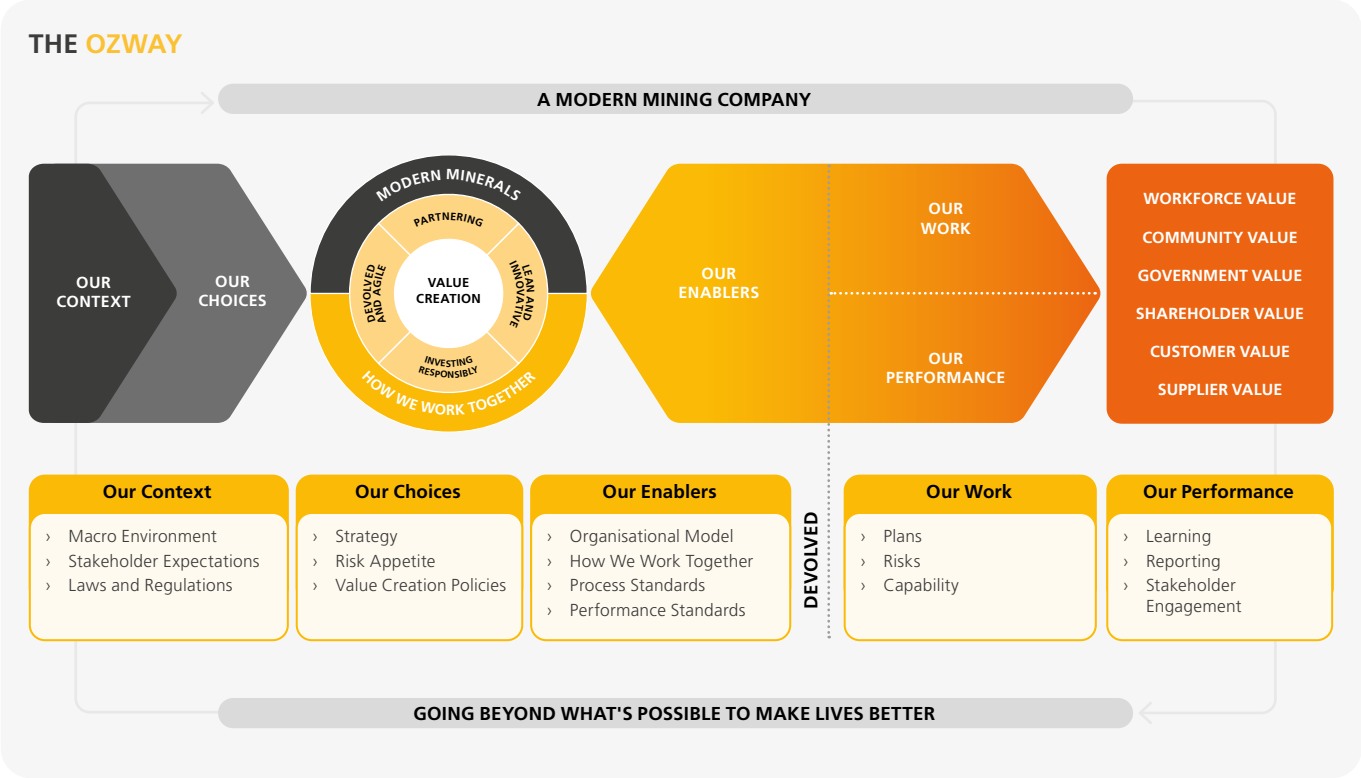
Our refreshed Strategic Aspirations sharpen our 'future focus' and help us conceptualise where we want to go and how we get there.

Supporting this, is an ongoing effort to harness strategic alliances and partnerships, which speed up development, reduce costs, reduce risk, and effect transformative change much faster than average.

Over the past eight years we have defined our own way of working, which we call The OZWay.

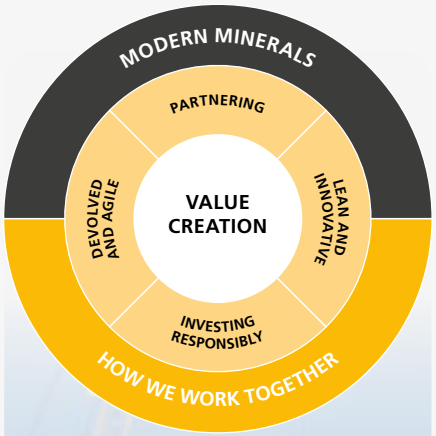
The OZWay explains how all the parts of OZ Minerals fit together and every part is designed to help us make value accretive decisions and deliver on our Strategic Aspirations.

It is more than a graphic, as it encapsulates a purpose-driven organisation that at our core, helps people be the best they can be and creates value for all our six stakeholder groups as we strive to achieve our purpose of 'Going beyond what's possible to make lives better'.



STRATEGIC ASPIRATIONS

Our Strategic Aspirations are just that, 'aspirational'. They paint an ambitious and motivational picture of the future we strive to achieve for our people and other stakeholders. While they may not always be achieved and may be dependent on matters outside our control, we have found that aiming high helps us achieve beyond what most would think possible.



PARTNERING

- We use partnerships or alternative ownership structures that create mutual value across all aspects of our work.
- We support Intellectual Property development by our partners and maintain a portfolio of spin-off ventures that create mutual value.
- We attract and retain the best people who work collaboratively at pace and deliver great outcomes.

MODERN MINERALS

- We trade at a premium to the industry, recognised for the quality of our people, our culture of superior stakeholder value creation and the strength of our portfolio.
- Our products are desired by every country and are traceable from mine to end user.

INVESTING RESPONSIBILITY

- We continually achieve top quartile relative Total Shareholder Returns every year.
- We exceed our stakeholders' expectations of value as measured by our Stakeholder Value Creation Metrics. Our stakeholders are our ambassadors.
- We have eliminated waste and water from non-renewable sources in all our processes.

DEVOLVED AND AGILE

- We are a paperless, flexible and virtual organisation where every person designs how, where and when they do their work. People are matched to work, not roles.
- We have no people working directly in operational areas from exploration to product delivery, enabling the use of automation to ensure zero injuries, full production potential and complete flexibility.
- We take new discoveries to first commercial product in less than 5 years.

LEAN AND INNOVATIVE

- Our Traditional Owners and First Nations people are represented in all leadership levels across the company.
- We have a socially diverse workforce and leadership which represents the demographics of the communities where we work.
- We make all our material business decisions using predictive analytics, artificial or augmented intelligence and simulation with enough time to respond or take action.
- We have stakeholder agreed, co-developed post closure land use plans with zero closure liabilities.
- We are exceptional at agile value creation; with an opportunity-oriented and feedback focused mindset that sees people experiment and scale or, fail fast to learn and develop.

Operating Review

Prominent Hill Province

Copper Gold Silver

Prominent Hill underground mine
Antakirinja Country, Gawler Craton, South Australia

In 2022,
55,547 TONNES
of copper and
124,843 OUNCES
of gold were produced,
at a C1 cost of **129.1 USc/lb**
and All-in Sustaining Cost
of **204.0 USc/lb**

Mineral Resource:
180Mt at **0.9%** copper and **0.8g/t** gold[1]

Ore Reserve:
68Mt at **0.9%** copper and **0.6g/t** gold[1]

Prominent Hill is an underground copper, gold and silver mine located 650km north-west of Adelaide in the Gawler Craton in South Australia which commenced production in 2009. The asset was first developed as an open pit mining operation, mining first ore in October 2007 and shipping its first concentrate in April 2009.

2022 Highlights

Construction of the Wira Shaft is underway, and this brownfield expansion will extend Prominent Hill's life of mine to 2038. As part of project optimisation works done in 2022, this electric hoisting shaft's capacity was increased from 6Mtpa to 6.5Mtpa. The increased capacity will provide us with optionality to increase Prominent Hill's annual production rates.

The shaft headframe is planned for installation in the first half of 2023.

The Wira Shaft will enable the electrification of the ore haulage system and is one of the ways Prominent Hill will achieve the decarbonisation commitments set out in OZ Minerals' Decarbonisation Roadmap. Read more about our Decarbonisation Roadmap in the Sustainability Section of this Report.

Prominent Hill mine

CASE STUDY
UPPER SPENCER GULF COMPETITIVE CAPABILITY PROGRAM

COVID-19 significantly impacted regional businesses and highlighted the criticality of online engagement in minimising disruption to their pipelines of work.

Rather than providing short-term, financial crisis assistance, Global Maintenance Upper Spencer Gulf (GMUSG) and OZ Minerals partnered to deliver the Competitive Capability Program (CCP).

The CCP is a cross-sector, region-wide, capacity-building program that delivered hands-on business development assistance to 50 businesses across the Upper Spencer Gulf, resulting in direct economic benefits for participating businesses. It created new capabilities and strengthened networks in regional communities and, given its success, was extended for an additional 12 months into 2022.

1. Please refer to the Mineral Resources and Ore Reserves section (page 69) for full disclosure.

Carrapateena Province

Copper Gold Silver

Carrapateena underground mine
Kokatha Country, Gawler Craton, South Australia

In 2022,
57,139 TONNES
of copper and
77,630 OUNCES
of gold were produced
and a CI cost performance
of **117.4 USc/lb** and All-in
Sustaining Cost of
158.1 USc/lb
was achieved

Mineral Resources:
900Mt at **0.56%** copper
and **0.24g/t** gold[1]

Ore Reserves:
190Mt at 1.1% copper
and **0.42g/t** gold[1]

Carrapateena is an underground copper, gold and silver mine and is located approximately 250km south-east of Prominent Hill and 160km north of Port Augusta. Underground mining at Carrapateena is by sub-level caving with the operation producing first concentrate in December 2019.

2022 Highlights

At the end of the year, the Carrapateena cave safely propagated to surface, an important de-risking event for the mine.

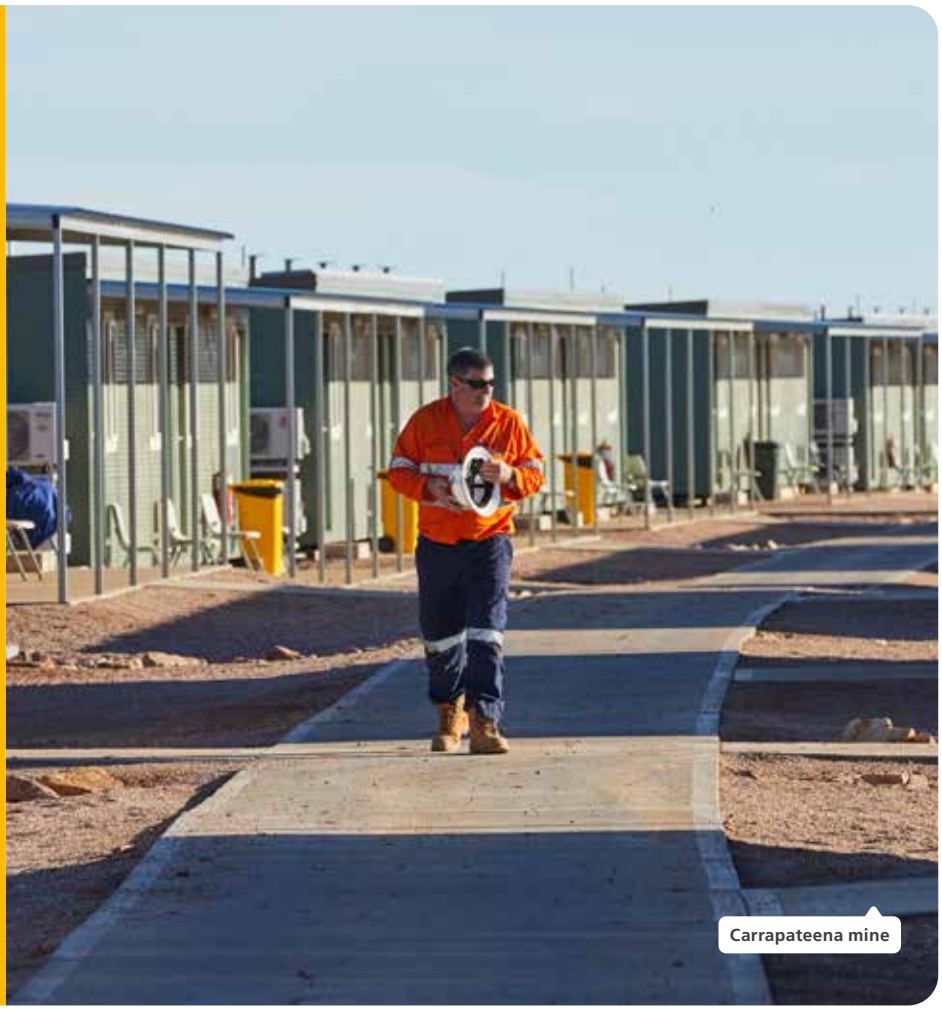
Progress was also made on Carrapateena's transition from a Sub-Level Cave to a Block Cave. Converting the bottom half of the Sub-Level Cave to a Block Cave will unlock Carrapateena's potential to be a multigenerational, low quartile cash cost producing province. The base case is for Carrapateena to reach a production rate of 12Mtpa from 2028. Block Cave 1 will almost double current average production to ~110-120ktpa of copper and 110-120koz of gold.

Underground Block Cave decline development has been advancing with the decline now over 1km vertically below the surface.

The Tailings Storage Facility main embankment Stage 2 lift was completed ahead of schedule and under budget. All future stages of the Tailings Storage Facility will involve upstream lifts.

CASE STUDY

Two fast charge electric vehicles have been developed in partnership with ZERO Automotive for use throughout 2022. Both vehicles are now in use on site and a third is expected to arrive in early 2023. In addition to this, an order for the first component of battery electric mining fleet, a Normet charge unit, has been placed.



Carrapateena mine

1. Please refer to the Mineral Resources and Ore Reserves section (page 69) for full disclosure.

Musgrave Province

Open cut mine in development ● **Copper** ● **Nickel**

West Musgrave Project
Ngaanyatjarra Country, Musgrave, Western Australia

The West Musgrave Project is a greenfield copper and nickel project located in the West Musgrave Ranges of Western Australia, approximately 1,300km northeast of Perth and 1,400km north-west of Adelaide, near the intersection of the borders of Western Australia, South Australia and the Northern Territory. Construction commenced in the December 2022 quarter, and the Project is currently targeting first concentrate in the second half of 2025. Annual production is anticipated to be approximately 28ktpa of contained nickel and 35ktpa of contained copper over 24 years.

2022 Highlights

Construction of our fourth mine, West Musgrave, is now underway following a positive Final Investment Decision on the $1.7 billion Project in September 2022.

The Feasibility Study released at the same time, identified value uplift opportunities which have been embedded in the Project's design, project delivery and operations.

Life of Province opportunities at the West Musgrave Province are being explored, to understand optionality within the region, including the potential construction of a downstream nickel processing plant for Mixed Hydroxide Precipitate (MHP) and near mine expansion for the Succoth copper deposit and other exploration targets.

The MHP study demonstrated the technical and commercial opportunity of producing a high quality and high grade MHP product for feed into the battery industry.

Multiple fertile nickel-copper systems have also been identified within 20km of the West Musgrave mine infrastructure, stretching over a total extent of approximately 40km.

In line with our aspiration to use partnerships or alternative ownership structures that create mutual value across all aspects of our work, we started exploring the potential for a minority selldown of the project through a strategic alliance. This generated significant interest but is on hold due to the proposed BHP transaction.

Kalkaroo Province

● **Copper** ● **Gold**

Kalkaroo Project
Ngadjuri/Adnyhamathana Wilkayakali Country, Curnamona, South Australia

Kalkaroo is a study stage copper project in South Australia, currently owned 100% by Havilah Resources Limited. Havilah Resources Limited published a Pre Feasibility Study for the project in 2019, featuring a Mineral Resource estimate of 245Mt @ 0.45% Cu and 0.41g/t Au and Ore Reserve of 100Mt @ 0.47% Cu and 0.44g/t Au.

2022 Highlights

In 2022, we executed binding agreements with Havilah Resources that provides an option to acquire the Kalkaroo Project following a study period, and a strategic alliance over the Curnamona Province in South Australia focused on new exploration prospects.

During the study period, we focussed on opportunities to identify additional value by assessing a range of Modern Mining opportunities, innovation, processing improvements and local infrastructure that reduce project costs and improve productivity.

CASE STUDY

The Think & Act Differently (TAD) team, powered by OZ Minerals is using innovative approaches to understand more about the Kalkaroo orebody. This includes the use of X-ray technology to digitalise drill core and leveraging the global crowd to build an algorithm.

The Orexplore Technologies team, specialising in X-ray scanning for drill core, scanned some of the existing Kalkaroo core in order to digitalise it to accelerate and strengthen the development of our resource models.

With this information, TAD will simulate different scenarios to mine and process critical mineral orebodies.

Collaboration is key to our shared success, and we want to work with the best minds to design modern mines.

Carajás Province

Copper Gold

Carajás East and West Hubs
Para, Brazil

In the Carajás East province in 2022, 11,378 tonnes of copper and 8,674 ounces of gold were produced at a C1 cost of 197.1 USc/lb and with an All-in Sustaining Cost of 279.5 USc/lb.

Pedra Branca Mineral Resources:
18Mt at **1.6%** copper and **0.41g/t** gold[1]

Ore Reserves:
4.0Mt at **2.0%** copper and **0.53g/t** gold[1]

Santa Lucia Mineral Resources:
5.8Mt at **2.1%** copper & **0.35g/t** gold[1]

Pantera Mineral Resources:
20Mt at **1.2%** copper and **0.2g/t** gold[1]

The Carajás Province in Northern Brazil hosts a significant number of undeveloped copper-gold deposits. We are pursuing a staged, low risk and modest-capital hub approach in the Carajás, where each hub would process ore from several nearby satellite mines.

We achieved a significant milestone with the commencement of underground mining at Pedra Branca in 2021, the first of the intended satellite mines. The asset comprises an underground copper and gold mine which ramped-up to full production during the June quarter 2022.

2022 Highlights

CARAJÁS EAST

Despite having experienced the highest rainfall in the region early in 2022, our Carajás East Hub advanced well during the year.

Pedra Branca delivered strong operational performance with multiple stopes now consistently in production, as the capability of our underground operators grows and with ongoing plant optimisation work.

An accelerated program was undertaken to progress the Pre-Feasibility Study for Santa Lúcia.

Follow-up drilling during year at the Grota Rica and Tapuia exploration targets, after initial encouraging results in 2021, helped us understand further satellite opportunities.

CARAJÁS WEST

The Carajás West region has historically been underexplored. In 2022, we completed an additional drilling programme which, combined with earlier drilling, informed a comprehensive update of the estimated Mineral Resource for the Pantera deposit.

Gurupi Province

Copper Gold

Maranhão, Brazil

CentroGold Project Combined 'Blanket' & 'Contact' Mineral Resource;
28Mt at **1.9g/t** gold[1]

The Gurupi Province is located in the state of Maranhão, Brazil and contains the CentroGold Project, a proposed open pit gold mining operation, comprising two deposits – Blanket and Contact. Additionally, once developed, CentroGold would be well placed to service nearby deposits such as Chega Tudo and Mandiocal, should they prove viable.

We are intending to commence a Feasibility Study for the CentroGold Project once a historical court injunction, in existence when we acquired Avanco Resources Limited, is removed.

2022 Highlights

We have since undergone an extensive negotiation and agreement process enabling final negotiations on a Land Use Agreement to be progressed and the project to be developed once the injunction is lifted (the timing of which cannot be guaranteed).

In December 2022, the National Institute of Colonization and Agrarian Reform approved the land use concession agreement required for progressing the court injunction removal.

1. Please refer to the Mineral Resources and Ore Reserves section (page 69) for full disclosure.

Exploration

Our exploration portfolio consists of brownfield and greenfield exploration across locations in Australia, Brazil and Sweden. Our greenfield exploration activities are generally complemented by alliances (e.g. exploration earn-in agreements) and select direct investments in explorers.

2022 Highlights

Significant mineralisation was intersected in Brazil in the Carajás East region, at Grota Rica, Valdomiro and Tapuia supporting the Carajás East hub.

We moved to the earn-in stage at the Painirova and Lannavaara projects in northern Sweden based on results from diamond drillholes completed in the last winter drill season consistent with potential for mineralised copper-gold systems of size and grade of interest to OZ Minerals. Three further projects, Rockliden, Sadjem-Dokkas and Skellefte are progressing through minimum commitment phases.

Drilling commenced at the Woollogorang project in the Northern Territory and the Benmara Project, located in the Barkly Tablelands region of the Northern Territory, was added to our exploration portfolio with a joint venture targeting sediment-hosted base metal deposits with prospectivity for copper and cobalt.

Finally, we withdrew from The Three Ways project with Red Metal Ltd in Queensland. We are also in the process of withdrawing from the Paraiso project in Peru.


West Musgrave Project


Carajás

Kalkaroo


Exploration night drilling in Sweden

Governance

Our governance framework, supported by a healthy corporate culture, helps us to deliver on our Strategy and enables us to effectively manage risks and assure compliance with legal and regulatory requirements.

We are committed to doing business in accordance with high standards of corporate governance and creating and delivering value across our six stakeholder groups – workforce, community, shareholders, governments, suppliers and customers.

The Board has adopted a system of internal controls, a risk management framework and corporate governance policies, standards and practices, which are designed to support and promote the responsible management and conduct of OZ Minerals. Strong ethical, environmental and social performance helps us comply with regulations and meet or exceed stakeholder expectations.

Our governance practices are aligned with the recommendations of the ASX Corporate Governance Council's Principles and Recommendations (4th edition) (**ASX Principles and Recommendations**) throughout the reporting period.

Further information about OZ Minerals' key governance practices and governance materials including our Board and Committee charters, policies and standards for the 2022 reporting period is set out in OZ Minerals' Corporate Governance Statement. OZ Minerals' governance materials and Corporate Governance Statement are available on the Corporate Governance section of our website ozminerals.com under the tab Who We Are/Corporate Governance.

Attendance at Board and Committee meetings (1 January 2022 to 31 December 2022)

	Board meetings		Board committee meetings							
			Audit		People and Remuneration		Sustainability		Nomination	
	A	B	A	B	A	B	A	B	A	B
Director										
Rebecca McGrath	26	26	–	–	7	7	–	–	5	5
Andrew Cole	26	26	–	–	–	–	–	–	–	–
Tonianne Dwyer	26	26	6	6	7	7	–	–	–	–
Sarah Ryan	26	26	6	6	–	–	3	3	5	5
Charles Sartain	26	26	6	6	–	–	3	3	5	5
Richard Seville	25	26	–	–	6	7	3	3	–	–
Peter Wasow	26	26	6	6	7	7	–	–	–	–

Note: The Managing Director and CEO and Non-executive Directors who were not Board Committee members also participated in various scheduled Board Committee meetings throughout the year.

A The number of meetings attended during the time the Director held office.

B The number of meetings held during the time the Director held office.

Governance continued

Board of Directors

Rebecca McGrath

Independent Chairman
BTP (Hons), MA (App.Sci), FAICD

Appointed: Non-executive Director from 9 November 2010, Chairman from 24 May 2017

Board Committees: People and Remuneration, Nomination (Chairman)

Rebecca is an experienced professional company director and chairman, with substantial international business experience. She spent 25 years with BP Plc, where she held various executive positions including Chief Financial Officer Australasia and served as a member of BP's Executive Management Board for Australia and New Zealand.

Rebecca has served as a Director of CSR Limited, Big Sky Credit Union and Incitec Pivot Ltd and as Chairman at Kilfinan Australia. She is a former member of the JP Morgan Advisory Council. She has attended executive management programs at Harvard Business School, Cambridge University and MIT in Boston.

Listed Company Directorships (last three years)

Macquarie Group Limited and Macquarie Bank Limited (January 2021 – present)

Goodman Group (April 2012 – retiring 28 February 2023)

Incitec Pivot Ltd (September 2011 – December 2020)

Other current Directorships/appointments

Chairman, Investa Wholesale Funds Management Ltd, Investa Commercial Property Fund Holdings and Investa Office Management Holdings Pty Ltd

Chairman, Scania Australia Pty Ltd

President, Victorian Council, Australian Institute of Company Directors

Member, National Board, Australian Institute of Company Directors

Member, ASIC Corporate Governance Consultative Panel

Andrew Cole

Managing Director & Chief Executive Officer
BAppSc (Hons) in Geophysics, MAICD, FAusIMM

Appointed: 3 December 2014

Board Committees: Nil

Andrew has 30 years' experience in exploration and operations in the resources industry. Following exploration geoscientist roles in Australia, Canada, United States of America (USA) and Mexico with Rio Tinto Exploration (CRA and Kennecott), Andrew spent 10 years in mine development and mine operations with Rio Tinto in Australia, China, Canada and the United Kingdom (UK). During his career at Rio Tinto, Andrew held various senior and leadership positions, including General Manager Operations of the Clermont Region Operations, Chief Executive Officer of Chinalco Rio Tinto Exploration and Chief Operating Officer of Rio Tinto Iron and Titanium.

Listed Company Directorships (last three years)

Nil

Tonianne Dwyer

Independent Non-executive Director
BJuris (Hons), LLB (Hons), GAICD

Appointed: 22 March 2017

Board Committees: People and Remuneration (Chairman), Audit

Tonianne is an independent public company Non-executive Director. Tonianne spent over 20 years in investment banking and real estate fund management and was a Director of Investment Banking at Societe Generale/Hambros Bank advising on mergers and acquisitions, restructuring and refinancing. Tonianne was Head of Fund Management at the LSE listed property company, Quintain Estates and Development plc and was later appointed to the Board as an Executive Director. Tonianne is a graduate member of the Australian Institute of Company Directors.

Listed Company Directorships (last three years)

Incitec Pivot Ltd (May 2021 – present)

ALS Ltd (July 2016 – present)

Dexus Funds Management Limited (August 2011 – October 2022)

Metcash Limited (June 2014 – June 2021)

Other current Directorships/appointments

Deputy Chancellor, Senate of the University of Queensland

Director, Sir John Monash Foundation

Board of Directors continued

Peter Wasow

Independent Non-executive Director
B. Comm, GradDip (Management), Fellow (CPA Australia)

Appointed: 1 November 2017

Board Committees: Audit (Chairman), People and Remuneration

Peter has extensive experience in the resources sector as both a Senior Executive and Director.

He formerly held the position of CEO & Managing Director of Alumina Limited, an ASX 100 Company, and before that Executive Vice President and Chief Financial Officer, Santos Limited. In a 20 year plus career at BHP, he held senior positions including Vice President, Finance and other senior roles in Petroleum, Services, Corporate, Steel and Minerals.

Peter is currently a Non-executive Director of Australian Pipeline Limited, the responsible entity of the trusts which comprise the APA Group.

Peter was previously the senior independent Director of the privately held GHD Group, Non-executive Director of Alcoa of Australia Limited, AWA Brazil Limitada, AWAC LLC and Non-executive Director of ASX-listed Alumina from 2011 to 2013 and Executive Director from 2014 to 2017.

Peter has also been a member of the Business Council of Australia and Director of the International Aluminium Institute and the Australian Petroleum Production & Exploration Association (APPEA).

Listed Company Directorships (last three years)

Australian Pipeline Limited (March 2018 – present)

Charles Sartain

Independent Non-executive Director
BEng (Mining)(Hons), Hon.DEngin Qld, FAusIMM, FTSE

Appointed: 1 August 2018

Board Committees: Sustainability (Chairman), Audit, Nomination

Charles has more than 35 years' international mining industry experience.

He was Chief Executive Officer of Xstrata's global copper business for nine years from 2004. Prior to that, he held senior executive positions in Latin America and Australia including General Manager and President of Minera Alumbrera Ltd in Argentina, General Manager of Ernest Henry copper–gold mine and General Manager of Ravenswood Gold Mines in Queensland.

Charles has also served as Chairman of the International Copper Association, a member of the Department of Foreign Affairs and Trade's Council on Australian Latin American Relations, a member of the Senate of the University of Queensland and as a local Councillor of the Dalrymple Shire Council in Queensland.

Listed Company Directorships (last three years)

ALS Ltd (February 2015 – present)

Newmont Corporation (April 2019 – April 2020)

Other current Directorships/appointments

Chairman, Advisory Board of the Sustainable Minerals Institute, University of Queensland

Chairman of Board, Wesley Medical Research Limited

Governance continued

Board of Directors continued

Richard Seville

Independent Non-executive Director
BSc (Hons) Mining Geology, MEngSc Rock Engineering, MAusIMM, Associate of the Royal School of Mines

Appointed: 1 November 2019

Board Committees: Sustainability, People and Remuneration

Richard has over 35 years' experience in the resources sector including 25 years as either Managing Director or Executive Director of various ASX, TSX or AIM listed companies.

Richard was the Managing Director and CEO of Allkem Limited (previously Orocobre Limited) for 12 years before stepping down in January 2019. He remains on the Board as a Non-executive Director.

Richard is a mining geologist and geotechnical engineer, graduating from the Imperial College London and James Cook University in North Queensland. He holds a Bachelor of Science degree with Honours in Mining Geology and a Master of Engineering Science in Rock Engineering.

Listed Company Directorships (last three years)

Chairman, Agrimin Limited (August 2019 – present)

Allkem Limited (previously Orocobre Limited) (April 2007 – present)

Advantage Lithium Corp (February 2017 – April 2020)

Other current Directorships/appointments

Chairman, Advanced Energy Materials Ltd (1 January 2022 – present)

Sarah Ryan

Independent Non-executive Director
BSc (Geology), BSc (Hons I) (Geophysics), PhD (Petroleum Geology and Geophysics), FTSE

Appointed: 17 May 2021

Board Committees: Audit, Sustainability, Nomination

Sarah is an independent public company non-executive director. Sarah's executive career includes 15 years with leading oilfield technology company, Schlumberger, in various positions internationally across research, engineering, manufacturing, operations, marketing and senior management.

Sarah was Chief Operating Officer for a private equity backed company in the UK which successfully commercialised innovative oilfield technology, before transitioning into investment management, where she was responsible as an equity analyst and later, energy advisor for natural resources investments worldwide, based in the USA.

Sarah has undertaken executive education at IMD, Switzerland.

Listed Company Directorships (last three years)

Aurizon Holdings Limited (December 2019 – present)

Viva Energy Group Ltd (June 2018 – present)

Woodside Energy Group Ltd (October 2012 – present)

Akastor ASA (September 2014 – April 2021)

Other current Directorships/appointments

Director, Future Battery Industries CRC

Fellow, Academy of Technology and Engineering

Chair, Energy Forum, Australian Academy of Technology and Engineering

Member, Chief Executive Women

Member, ASIC Corporate Governance Consultative Panel

Member, Federal Government Strategic Fleet Taskforce

Executive Leadership Team

Andrew Cole

Managing Director & Chief Executive Officer

Biography available in Board of Directors, refer to page 16.

Warrick Ranson

Chief Financial Officer / Finance & Governance Executive

Appointed: 4 December 2017

Priorities: Warrick leads the Corporate Finance function and has accountability for Forecasting, Planning & Risk; Portfolio Valuation & Economics; Assurance; Legal; Accounting & Financial Controls; Tax; and Treasury.

Experience: Warrick has had an extensive career in the Mining industry, including over 18 years at Rio Tinto where he held various senior executive financial, commercial and transformation roles. Commencing his career in public practice, more recent roles included Finance Executive of Rio Tinto's Copper product group based in London, Chief Commercial Officer within the Iron Ore product group and Head of Productivity Development for Rio Tinto globally.

Prior to joining OZ Minerals, Warrick was with German-headquartered diversified industrial group, thyssenkrupp.

Warrick is a Fellow of the Institute of Chartered Accountants in Australia, a graduate of the Australian Institute of Company Directors, and holds an MBA from the University of Oxford.

Matt Reed

Operations Executive

Appointed: 1 September 2021

Priorities: Matt is accountable for operational performance across OZ Minerals including the Prominent Hill, Carrapateena and Carajás assets plus associated brownfields projects.

Experience: Matt has over 25 years' experience in the mining industry. He has held executive roles with Arrium and most recently SIMEC Mining where he had exploration to market responsibility for its iron ore and coking coal business. Prior to these positions he held a series of management and senior management roles with Arrium, led Matrikon's Advanced Process Control business in Australia and South East Asia as well as fulfilled operational and technical roles within Newcrest Mining and WMC Resources.

Debbie Morrow

Projects Executive

Appointed: 15 August 2022

Priorities: Debbie is responsible for overseeing the development of growth projects, ensuring they deliver value for all stakeholders.

Experience: Debbie brings a breadth of experience from her 20 plus-year career at Woodside where she led large scale and major capital construction projects. She also held the role of Vice President Health, Safety, Wellbeing and Environment, where she helped the company achieve record safety performance and receive an industry award for environmental excellence.

With several years in corporate leadership roles in the oil & gas industry, Debbie is also a Graduate of the Australian Institute of Company Directors and is embarking on her Board career.

Bryan Quinn

Strategy & Growth Executive

Appointed: 11 April 2022

Priorities: Bryan was appointed the Executive responsible for the OZ Minerals strategy, early phase growth options in future facing commodities, Mergers, Acquisitions and Divestments, Exploration, and Sales and Marketing.

Experience: Bryan has significant international executive experience across a range of commodities both mining and smelting. Bryan has deep operational and commercial expertise in leading businesses and global functions, acquisition and divestments, strategy and specialising in growing, building and transforming organisations to their full potential through stakeholder engagement and management.

Bryan was formerly President of Joint Ventures for BHP from 2016 to 2021 where he was appointed Director and Chair of Samarco, post the Fundão dam failure in Brazil. Bryan was also appointed Chairman on the Boards of Cerrejón Coal in Colombia and Antamina Copper in Peru, and Non-Executive Director of Resolution in USA.

Prior to this, Bryan held senior executive roles with BHP, including Global Head of technical functions, Lead for Acquisitions and Divestments, Asset President Manganese Australia and West Africa (2010-2014), and General Manager of Operations across BHP's portfolio. Bryan is currently on the Board of Advisors for the Mining and Reservoir Engineering department for the UNSW, of which he is an Alumni.

Bryan holds a BEng Mining (Honours), Master AppFin and completed the Harvard Business School AMP.

Governance continued

Executive Leadership Team continued

Kerrina Chadwick

Corporate Affairs Executive

Appointed: 12 December 2016

Priorities: Kerrina is accountable for managing the company's strategic approach to internal and external communications, brand, reputation, stakeholder engagement including investor relations, social performance, media, government, sustainability and reporting.

Experience: Kerrina has more than 25 years' experience in Corporate Public Affairs in prominent ASX listed companies including gold miner, Newcrest, and at retailer, Coles Group Limited. She began her career in the media followed by a period as a Ministerial advisor. Kerrina is a graduate of the AICD.

Fiona Blakely

People Executive

Appointed: 11 February 2019

Priorities: Fiona is responsible for the corporate people and culture strategy.

Experience: Fiona has over 25 years' multinational experience in organisational development and culture change in international companies including Shell, Bausch & Lomb and Lion. Before joining OZ Minerals she ran a leadership development consultancy supporting leaders to drive culture change through a focus on their mindsets and behaviours.

Fiona is a Fellow of the Australian HR Institute, an accredited coach with the International Coaching Federation and a member of the Australian Adaptive Leadership Institute.

Michelle Ash

Technology Executive

Appointed: 1 March 2022

Priorities: Michelle is accountable for Information and Communications Technology (ICT) including digital, robotics and automation, Mining Technology and Transformation.

Experience: Michelle has more than 20 years' experience in the mining and manufacturing sectors with a focus on business improvement and change management.

Most recently, she was CEO of Dassault Systems GEOVIA software division where she led a growth strategy across the company's Natural Resources sector, delivering next-generation solutions through geologic modelling and mining engineering software applications.

Prior to this, Michelle was Chief Innovation Officer at Barrick Gold.

She is also a Board Member of Global Mining Group and technology start-ups Railveyor and Off World.

Claire Parkinson

Integration Executive

Appointed: 18 October 2021

Priorities: Claire is accountable for guiding significant enterprise-wide change activity, connecting work streams and enhancing the level of integration across OZ Minerals.

Experience: Working with OZ Minerals since 2016, Claire has acted in various roles including Head of Corporate Affairs, Innovation Strategy Lead and Change Execution Lead.

Starting her career in the Criminal Justice Sector, Claire held roles as Prison Governor and Head of Operations for all London Prisons and Probation. Migrating from the UK to Australia in 2011, Claire then headed Justice Sector Reform for South Australia.

Most recently, Claire ran her own strategic advisory company.

Notes:

Tania Davey stepped off the Executive Leadership Team effective 1 March 2022 and continues in the role of Head of Digital, Robotics & Automation.

Mark Irwin resigned as Projects Executive effective 15 May 2022.

Jose Morea (Head of Projects) stepped into the role of Acting Projects Executive from 15 May 2022 to 15 September 2022.

Company Secretaries

Robert Mancini

Head of Legal & Company Secretary

Appointed: 7 April 2021

Experience: Robert has been with the company since 2015. He brings a record of high-level legal and business experience to his role, including over 25 years of legal experience and leading in-house legal departments within the resources, oil and gas sector for over 15 years. He holds a Bachelor's degree in both law and commerce.

During his seven years at OZ Minerals, Robert has built a robust corporate compliance program and provided legal advice and analysis around ASX listing rules, contracts, transactions, acquisitions, disputes and employment matters. He also serves as the Lead of the Mineral Resources and Ore Reserves Corporate Team and the Continuous Disclosure Corporate Team. Robert works with senior management to advise on business and legal issues that shape the company. In 2016, the Doyles Guide, an independent guide to the legal profession in Australia, acknowledged Robert as a leading In-House Energy & Resources Lawyer in Australia.

Julie Athanasoff

Group Manager Legal & Company Secretary

Appointed: 12 July 2021

Experience: Julie holds a Bachelor of Laws from The University of Western Australia. Prior to joining OZ Minerals, Julie was a corporate advisory partner with Gilbert + Tobin and prior to that she was a partner with mining law firm, Blakiston & Crabb.

Julie's experience spans mergers and acquisitions, equity capital markets, and corporate governance matters, including continuous disclosure, director duties, and Corporations Act and ASX listing rules compliance.

Directors' Report

The Directors present their report for OZ Minerals Limited and its controlled entities (OZ Minerals or the 'Consolidated Entity') for the financial year ending 31 December 2022 ('the year') together with the Consolidated Financial Statements for the year. OZ Minerals Limited (OZ Minerals or the 'Company') is a Company limited by shares that is incorporated and domiciled in Australia.

Directors

The Directors of OZ Minerals Limited in office at any time during or since the end of the 2022 financial year and information on the Directors (including qualifications, experience and directorships of listed companies held by the Directors at any time in the last three years); and the number of Directors' meetings held (including meetings of committees of the Board) and the number of meetings attended by each of the Directors of OZ Minerals during the financial year are set out under the governance statement on pages 15 to 18.

Principal activities

The principal activities of the Consolidated Entity during the year were the mining and processing of ore containing copper, gold and silver; sales of concentrate; undertaking exploration activities and the development of mining projects. For additional information on the activities of the Consolidated Entity, refer to the Financial Review section in the Directors' Report (page 26).

Significant changes in state of affairs

1. Proposed acquisition of all of the issued shares in OZ Minerals by way of scheme of arrangement under *the Corporations Act 2001 (Cth)* ('Scheme') by BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, with a Scheme Implementation Deed signed on 22 December 2022. The Scheme is subject to various conditions including approval by OZ Minerals shareholders at a Scheme meeting expected to be held in April 2023
2. Final investment approval to develop fourth operating asset, the West Musgrave copper-nickel project in Western Australia
3. Capacity of Prominent Hill hoisting shaft increased to 6.5Mtpa
4. Carrapateena cave safely propogated to surface
5. Agreed terms with Havilah Resources Limited for the option to acquire the Kalkaroo copper project in South Australia, with a study period of up to 18 months to evaluate the potential of the Kalkaroo project. The option period may be extended in certain circumstances, provided the option period does not exceed 30 months.

Dividends

The details relating to dividends announced or paid since 1 January 2021 are set out below:

Table 1 – Dividends

Record date	Date of payment	Fully franked	Total dividends	Dividend reinvestment plan (DRP)
		cents per share	$m	
1 September 2022	16 September 2022	8	26.8	No
25 February 2022	11 March 2022	18	60.2	Yes
24 August 2021	7 September 2021	16[a]	53.3	Yes
12 March 2021	26 March 2021	17	56.4	Yes

[a] Included a special dividend of 8 cents per share.

On 22 December 2022, OZ Minerals entered into a Scheme Implementation Deed with BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by way of scheme of arrangement under the *Corporations Act 2001* (Cth) ('Scheme'). The Scheme Implementation Deed permits, subject to certain conditions, OZ Minerals to declare and pay OZ Minerals shareholders a special dividend prior to implementation of the Scheme.

Prior to the Scheme meeting (which is currently expected to be held in mid-April 2023), the Board intends to declare a fully franked special dividend of $1.75 per share, such dividend conditional on the Scheme becoming effective. If the Scheme does become effective the special dividend will be paid on the date the Scheme is implemented to OZ Minerals shareholders who hold OZ Minerals shares on the special dividend record date. The special dividend record date will be three days before the Scheme record date, with both record dates currently expected to be in late-April 2023.

Assuming the special dividend of $1.75 per share is paid, the consideration payable by BHP under the Scheme will be reduced by this amount. OZ Minerals shareholders who hold shares on both the special dividend record date and the Scheme record date will receive total consideration of $28.25 per share on the date the Scheme is implemented, with $1.75 being a fully franked special dividend paid by OZ Minerals and $26.50 being Scheme Consideration paid by BHP.

As stated above, if the Scheme does not become effective the special dividend will not be paid. In that case, the Board will continue to consider the payment of dividends against its current policy of paying sustainable dividends from pre-growth cash flow, after taking into consideration the Company's near term identified capital investment opportunities and maintaining a strong balance sheet.

Directors' interest

Table 2 – Directors' interests in the ordinary shares of OZ Minerals Limited

Director	Shares number
Rebecca McGrath	56,292
Andrew Cole	917,736
Tonianne Dwyer	19,900
Sarah Ryan	8,500
Charles Sartain	80,000
Richard Seville	16,750
Peter Wasow	20,000
Total	**1,119,178**

No rights or options over OZ Minerals Limited are held by any of our Non-executive Directors. Our Managing Director and CEO, Andrew Cole, holds rights over OZ Minerals Limited shares, granted under the OZ Minerals equity incentive offers. You can find more details about this in our Remuneration Report on pages 36 to 57.

Officers

The Executive Leadership Team and Company Secretaries of OZ Minerals Limited in office at any time during the 2022 financial year and their qualifications and experience are set out under the governance statement on pages 19 to 21.

Environmental regulation

OZ Minerals and its activities in Australia, Brazil and other international locations are subject to strict environmental regulations. OZ Minerals' operations, development, exploration and concentrate shipping activities operate under various licences and permits under state, federal and territory laws in Australia, Brazil and other overseas jurisdictions.

OZ Minerals regularly monitors its compliance with licenses and permits in various ways, including through its own environmental audits as well as those conducted by regulatory authorities and other third parties. OZ Minerals uses a documented process to classify and report any exceedance of a licence or permit condition as well as any incident reportable to the relevant authorities.

All instances of reportable environmental non-compliance and significant incidents are reviewed by the Executive Leadership Team and the Sustainability Committee of the Board as a part of this process. A formal report is also prepared to identify the factors that contributed to the incident or non-compliance and the actions taken to prevent any reoccurrence.

During the year, OZ Minerals submitted its energy and emissions report to the Clean Energy Regulator in accordance with the National Greenhouse and Energy Reporting Act 2007 (NGER Act). KPMG provided reasonable assurance over OZ Minerals' energy and emissions report.

KPMG has also provided limited assurance over selected metrics and disclosures made in this document and on the OZ Minerals website with reference to the Global Reporting Initiative Standard. KPMG's assurance report is available on pages 67 to 68.

The Company has not incurred any significant liabilities under any environmental legislation during the financial year.

Insurance and indemnity

During the financial year, OZ Minerals paid premiums with respect to a contract insuring Directors and Officers of the Company and its related bodies corporate against certain liabilities incurred while acting in that capacity. The insurance contract prohibits disclosure of the liability's nature and the amount of the insurance premium.

The Company's Constitution also requires OZ Minerals to provide a full indemnity, to the extent permitted by law, to Officers of the Company or its related bodies corporate in relation to all losses, liabilities, costs, charges and expenses incurred by an Officer when acting in that capacity on behalf of the Company or a related body corporate.

The Consolidated Entity has granted indemnities under deeds of indemnity with current and former Executive and Non-executive Directors, current and former Officers, the former General Counsel (Special Projects), the former Group Treasurers and each employee who was a Director or Officer of a controlled entity of the Consolidated Entity, or an associate of the Consolidated Entity, to conform with Rule 10.2 of the Constitution.

Each deed of indemnity indemnifies the relevant Director, Officer or employee to the fullest extent permitted by law for liabilities incurred while acting as an Officer of OZ Minerals, its related bodies corporate and any associated entity, where such an office is or was held at the request of the Company. The Consolidated Entity has a policy that it will, as a general rule, support and hold harmless an employee who, while acting in good faith, incurs personal liability to others as a result of working for the Consolidated Entity.

During the year and as at the date of this Directors' report, no indemnity in favour of a current or former Director or Officer of the Group, or any auditor of the Consolidated Entity in their capacity as auditor of the Consolidated Entity, has been called on.

Proceedings on behalf of OZ Minerals Limited

At the date of this Report there are no leave applications or proceedings brought in respect of or on behalf of OZ Minerals Limited under section 237 of *the Corporations Act 2001*.

Directors' Report continued

Audit and non-audit services

KPMG continues in office as OZ Minerals' external auditor in accordance with *the Corporations Act 2001*. A copy of the lead auditor's independence declaration is set out on page 74 as required under section 307C *of the Corporations Act 2001* and this forms part of the Directors' Report.

OZ Minerals, with the approval of the Audit Committee, may decide to employ the external auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Consolidated Entity are important and where these services do not impair the external auditor's independence.

Table 3 – Amounts paid or payable to the external auditor (KPMG) and its network firms for audit and non-audit services

Audit and review services	**$**
Audit and review of financial statements - Group	606,200
Total fee for the audit and review services	606,200
Assurance services	
Sustainability and NGERS assurance	100,800
Other assurance services	15,000
Total fee for audit, review and assurance services	722,000
Other services	
Transaction advisory services	33,200
Total fee	**755,200**

Following the Audit Committee's consideration of KPMG providing non-audit services and its subsequent recommendation to the Board, the Board is satisfied that provision of the non-audit services is compatible with the general standard of independence for auditors imposed by *the Corporations Act 2001*. The Directors are satisfied that the non-audit services provided by the auditor did not compromise the auditor independence requirements of *the Corporations Act 2001* because:

- all non-audit services were reviewed by the Audit Committee to ensure they did not impact the integrity and objectivity of the external auditor; and
- none of the services undermined the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants. These include reviewing or auditing the auditor's own work, acting in a management or a decision-making capacity for OZ Minerals or its controlled entities, acting as advocate for the Company or jointly sharing economic risk and rewards.

Matters subsequent to the end of the financial year

There have been no other events that have occurred subsequent to the reporting date that have significantly affected or may significantly affect the Consolidated Entity's operations, results of those operations or state of affairs in future years.

Rounding of amounts

The Company is of a kind referred to in ASIC Corporations Instrument 2016/191 (Rounding in Financial/ Directors' Reports). Amounts in the Financial Statements and Directors' Report have been rounded off in accordance with the Instrument to the nearest million dollars to one decimal place, or in certain cases, to the nearest dollar. All amounts are in Australian dollars, unless otherwise stated.

Operating and financial review

Our operations are reviewed on pages 10 to 14 and OZ Minerals Risk Management is on pages 30 to 35. These sections and the Financial Review (pages 26 to 29) form part of the Operating and Financial Review.

Remuneration report

The Remuneration Report which has been audited by KPMG is set out on pages 36 to 57 and forms part of the Directors' Report.

Business strategies and prospects for future financial years

The Operating Review on pages 10 to 14 and the Financial Review on pages 26 to 29 of this document set out information on OZ Minerals' business strategies. Information in the Operating Review and the Financial Review is provided to enable shareholders to make an informed assessment about the business strategies of OZ Minerals. Information that is likely to result in unreasonable prejudice to OZ Minerals, for example, information that is commercially sensitive, confidential or could give a third party a commercial advantage, has not been included.

Other than the information set out in the Operating Review and the Financial Review, information about other likely developments in OZ Minerals' operations and the expected results of these operations in future financial years has not been included.

Corporate governance

The Board is committed to achieving and demonstrating the highest standards of corporate governance. The Board continues to refine and improve the OZWay Governance Framework and has practices in place to ensure they meet the interests of shareholders. The Corporate Governance Section (page 15 to 21), including details of directors and officers and Board meetings attended by Directors during the reporting period, forms part of this Directors' Report.

Signed in accordance with a resolution of the Directors.

Rebecca McGrath
Chairman
22 February 2023

Andrew Cole
Managing Director & CEO
22 February 2023

Financial Review

OZ Minerals is a modern mining company based in South Australia and is listed on the Australian Securities Exchange. Our strategy is to produce modern minerals from a portfolio of long life, low cost mines located in safe and stable countries. We are a growth company and we seek to create value for all our stakeholders: workforce, shareholders, communities, governments, customers and suppliers. We believe that only when we create value for all our stakeholders will we be successful and sustainable.

Review of financial results

FINANCIAL REVIEW

OZ Minerals' Net Profit After Tax (NPAT) for the year was $207.3 million compared to $530.7 million for 2021. Net Revenue was lower due to lower realised AUD copper prices, and lower production attributable to a number of one-off events in the first half of the year including adverse weather, materials handling system disruptions at Carrapateena, and COVID related absenteeism. With a large proportion of operating costs fixed in nature, the impacts to first half production together with inflationary pressures and supply chain disruptions resulted in unfavourable unit cost performance. The second half demonstrated a much improved production performance through programs implemented to address the disrupted first half, with progressively decreasing COVID absenteeism, a more continuous material flow and increased equipment availability leading to less constrained processing at Carrapateena, and Prominent Hill's underground operations providing higher copper grades and elevating plant performance.

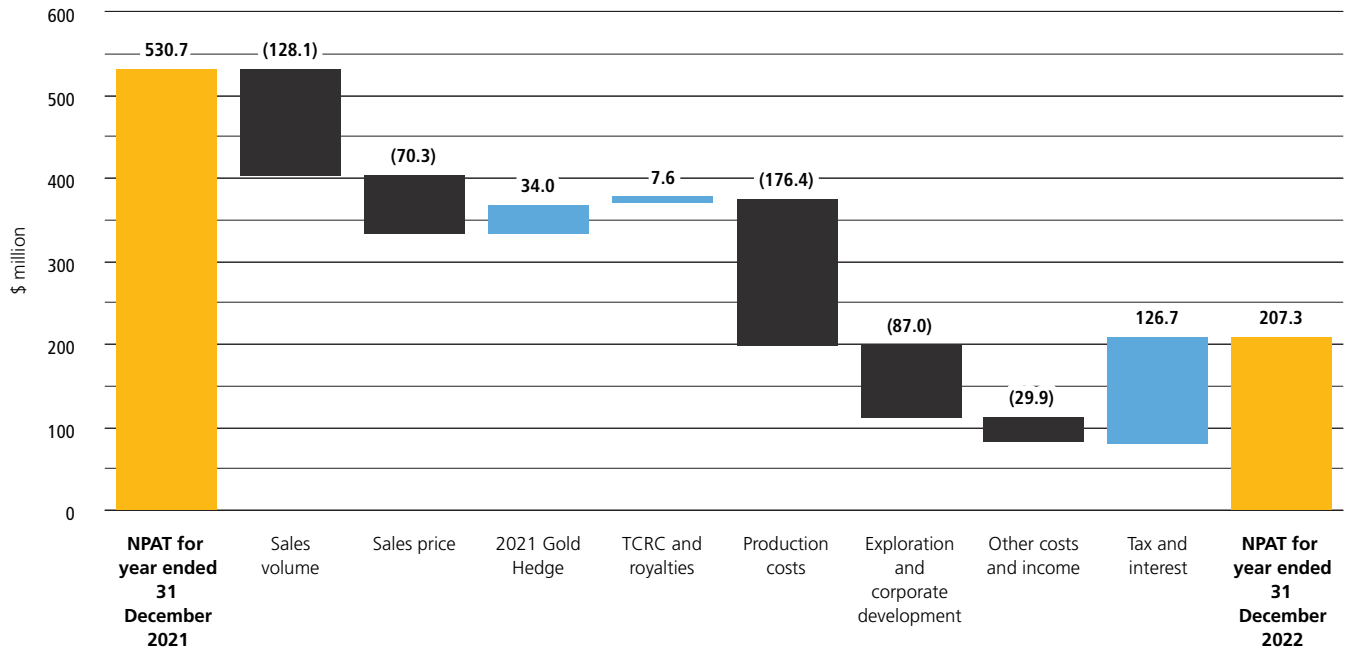
Despite the impact to production and costs, the Company's operating margin for earnings before interest, tax, depreciation, and amortisation (EBITDA) was 36 per cent, reflecting the maintenance of a strong operating performance despite the challenging operating environment in the first half.

Whilst the US dollar copper price remained elevated for most of the year, market influences saw it decline late in the second quarter driven by concern over the risk of recession due to inflationary pressures. The gold price weakened during the first half with rising interest rates and a stronger USD, but high inflation and ongoing geopolitical risks increased prices in the fourth quarter. With commodity prices denominated in USD, the weaker AUD resulted in a marginally lower impact on net revenue.

During the year, a significant number of construction and expansion activities were undertaken at all our operations as we implement our growth strategy, resulting in an increase to our Property, plant and equipment balances. The West Musgrave study progressed during the year with a positive final investment decision taken in September. Construction of Prominent Hill's Wira Shaft expansion and Carrapateena's Block Cave expansion continued to progress, with capital development and other related activities advancing throughout the year.

The Company ended the year with a net debt position of $253.9 million (cash $136.7 million and debt of $390.6 million) after investment in growth projects and income tax payments. In May 2022, the corporate revolving credit facility was renewed for a further five-year period on favourable terms and was increased from $483.0 million to $700.0 million, providing an increased liquidity buffer and further funding flexibility to enable working capital liquidity management against revenue flows whilst we invest in our major brownfield expansion projects at Carrapateena and Prominent Hill. In October 2022 we entered into a new $1.2 billion, 18-month syndicated term loan facility with a number of our relationship banks to support the development of the West Musgrave Project. We made cash tax payments of $68.4 million and also paid dividends amounting to $78.6 million (net of the DRP) to shareholders.

Variance analysis – Net Profit After Tax for the period ended 31 December 2022



REVENUE

Gross revenue for the year (before treatment charges and refining costs) was $1,977.1 million, $198.4 million lower than the comparative period before gold hedging, mainly due to a reduced sales volume and weaker copper prices. Contained copper in concentrate sold was ~2 per cent (2,900 tonnes) lower while gold sold was lower by ~16 per cent (40,200 ounces). The lower gold sales were mainly the result of the depletion of high grade gold ore stockpiles at Prominent Hill in the prior year. The realised copper price in Australian dollars was ~7 per cent lower compared to the previous period, with gold ~7 per cent higher. A hedging loss on the high-grade gold stockpiles of $34.0 million was recognised within gross revenue in the prior period.

REALISATION COSTS

Treatment charges and refining costs (TCRCs) were $10.7 million higher due to lower copper concentrate grades combined with increased copper treatment and refining charges. Royalty expense decreased by $18.3 million, reflective of the reduced revenue.

PRODUCTION COSTS

Total production costs of concentrate sold were $176.4 million higher than the comparative period. The increase reflects the challenging operating environment with the one-off disruptions in the first half, inflationary pressures felt industry wide, and additional labour and equipment requirements for production optimisation. An extreme weather event during the first quarter and isolated conveyor belt failures at Carrapateena led to an increase in mining costs with repairs to the materials handling system (including the mobilisation of additional underground fleet to truck material to surface), and repairs to the Western Access Road. The impact of the downtime was partially offset by reduced power usage and running costs, together with opportune maintenance scheduling. Operating assets experienced COVID related disruptions and absenteeism requiring additional support from contractors, increased labour and equipment requirements for production optimisation, and industry wide inflationary pressures, including uplifts in hourly rates for both operator and maintenance crews as pressure amplified from the interstate market and turnover rates, and increases to diesel and utilities prices. A larger proportion of mining activity was attributed to production related activities at Carrapateena, resulting in a higher proportion of common costs expensed over capitalised development. The prior year result also included a $18.0 million benefit on restating ore stockpile values. At the Carajás East Hub, production costs were impacted by initial set-up costs for the Antas pit tailings deposition and improvements to the Pedra Branca logistics structure, together with general increases in insurance premiums and inflation.

EXPLORATION AND CORPORATE DEVELOPMENT

Exploration and corporate development expenditure of $143.3 million was incurred during the year net of $6.1 million received as part of the consideration for the Jericho/Eloise Joint Venture divestment. This was $87.0 million higher than the comparative period mainly due to payments relating to the Carajás Hub, the ramping up of activity following an easing of COVID related access restrictions to some tenements, and Kalkaroo spend of $6.9 million following the Havilah Resources transaction. Items of expenditure relating to the Carajás Hub included:

- Production based contingent payment for the Pedra Branca mine $14.5 million
- Acquisition costs for the Pantera project $20.3 million
- Tenement holdings review $16.4 million
- General exploration and development expenditure $25.6 million.

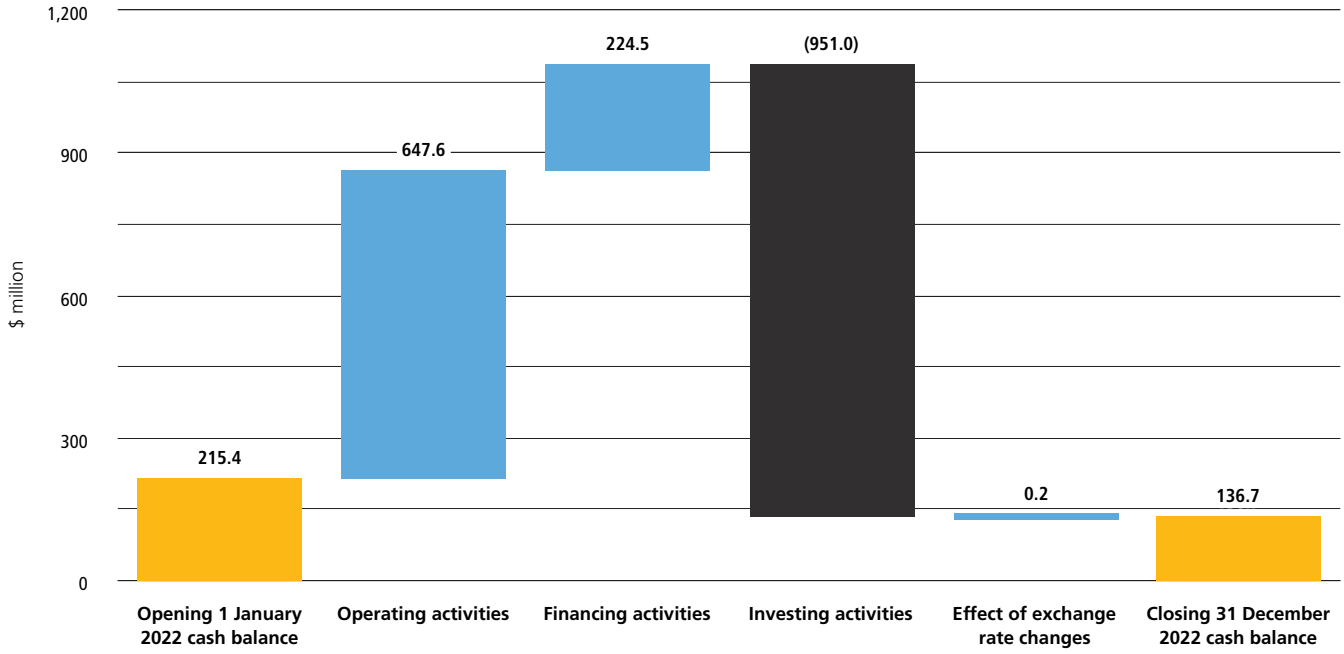
TAX, INTEREST AND OTHER

Income tax expense of $102.9 million was $123.0 million lower than the comparative period mainly due to a reduced profit position. The net financing expense of $35.4 million marginally decreased by $3.7 million with the capitalisation of $9.8 million of borrowing costs related to growth projects with increased utilisation of the corporate revolving credit facility over the period. Other expenses and income increased by $29.9 million over the comparative period due to lower foreign exchange gains than the prior year of $12.2 million, an increase in corporate general and administration costs of $16.7 million mainly due to the general market increase in insurance premiums and costs related to the proposed BHP acquisition, and lower other income of $1.0 million.

Financial Review continued

Cash flow analysis

Cash balance and cash flow for the period ended 31 December 2022



OPERATING CASH FLOWS

Operating cash flows of $647.6 million for the year were $323.4 million lower than in the comparative period.

Customer receipts during the year were lower by $135.9 million in line with lower revenues and timing of receivables. Payments to suppliers and employees were higher, reflective of a full period of ramped up operations at Carrapateena and the Carajás, the impact of inflationary pressures, one-off production events in the first half of the year and the focus on production optimisation. Higher freight costs also contributed to the increase in payments.

Payments for exploration and corporate development increased by $46.6 million, reflecting payments made in relation to the Carajás Hub and increased exploration activity during the year.

Progressive tax payments were lower than the comparative period with lower tax expense for the current year, and the application of a deduction under the temporary full expensing provisions announced in the 2021 Federal Budget, in so far as it applies to certain assets.

Financing costs included in operating cashflow decreased marginally during the year by $3.3 million, mainly due to capitalisation of $9.8 million of borrowing costs related to growth projects with increased utilisation of the corporate revolving credit facility over the period, and a reduction in lease finance charges on powerline infrastructure, offset by new service contracts accounted for as right of use assets.

INVESTING CASH FLOWS

Net investing cash flows of $951.0 million were attributable to investments in our brownfield expansion projects at Carrapateena and Prominent Hill, mine development and sustaining capital expenditure at all our operations, and investment at West Musgrave. Payments incurred included:

- Carrapateena Plant and Equipment, and mine development costs $358.3 million
- Prominent Hill development $235.5 million
- West Musgrave costs $165.8 million
- Sustaining capital expenditure $114.7 million
- Carajás East capital expenditure $29.8 million

FINANCING ACTIVITIES

Net cash inflows relating to financing activities were $224.5 million, comprising $375.0 million utilisation of the company's corporate revolving credit facility and $15.6 million utilisation of the West Musgrave syndicated term loan facility; partly offset by $78.6 million dividend (net of the DRP) paid to shareholders; and $87.5 million in lease principal repayments.

Balance sheet

The total equity of the Group increased by $182.9 million to $3,912.6 million. The increase was mainly the result of the net profit performance for the year of $207.3 million, an increase in foreign currency translation reserve due to the weaker AUD of $30.7 million, share based payments of $25.8 million; partially offset by dividend payments of $78.6 million (net of DRP).

The Company ended the year with a net debt position of $253.9 million (cash of $136.7 million and borrowings of $390.6 million) after investment in brownfield and greenfield growth projects, net of $375.0 million drawdown on its corporate revolving credit facility, and $15.6 million drawdown on its West Musgrave syndicated term loan facility. The Group revolving credit facility was extended in May 2022 for a further five years, increasing by $217.0 million to $700.0 million, and in October 2022 the Group entered into a new $1.2 billion, 18-month syndicated term loan facility to support the development of the West Musgrave Project.

During the year, net operating cashflows were invested in ongoing growth projects at Carrapateena, Prominent Hill and West Musgrave; investment in Property, Plant and Equipment (PP&E); tax payments; and dividend payments to shareholders. The West Musgrave asset was reclassified from an exploration asset to a development asset triggered by a final investment decision in September. The Group had a $56.6 million tax receivable balance following finalisation of its December 2021 income tax liability and an assessment of its eligibility for a deduction under the temporary full expensing provisions announced in the 2021 Federal Budget, in so far as it applies to certain assets.

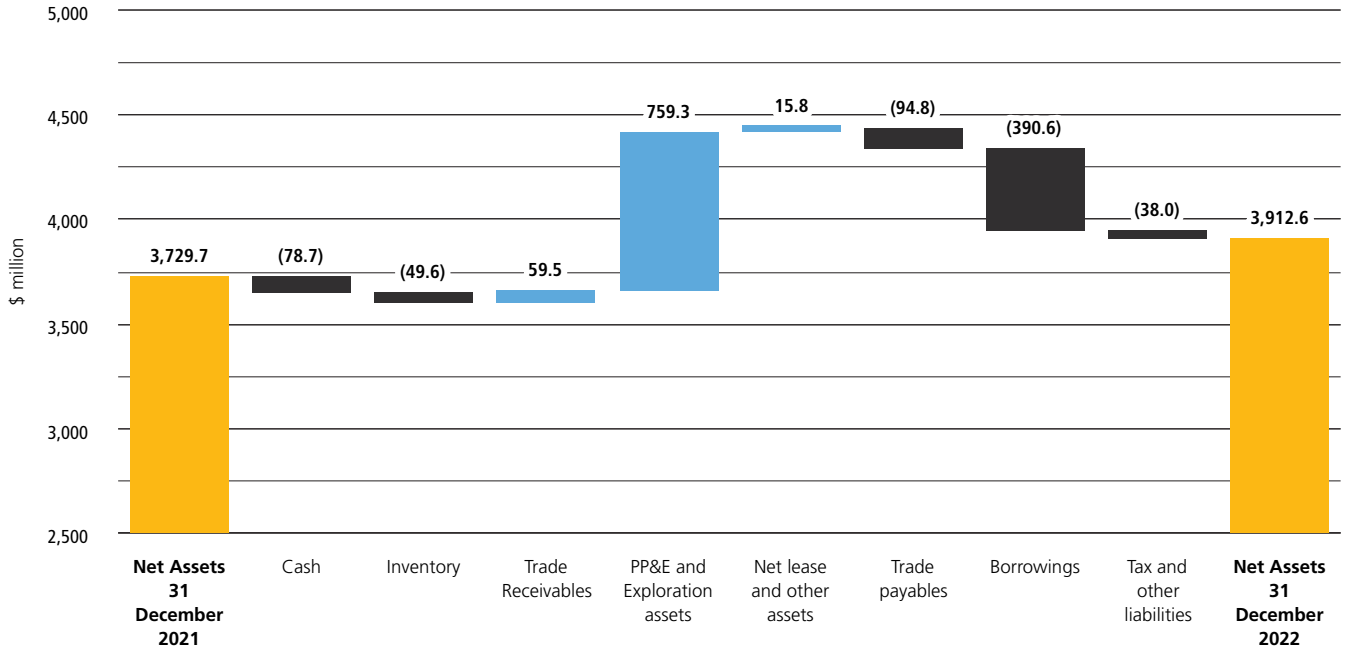
Inventories at 31 December 2022 were $359.1 million, a reduction from the comparative period as stockpiled open pit material continues to supplement Prominent Hill's underground production. Trade Receivables increased because of timing of shipments.

PP&E and Exploration assets increased during the year due to capital expenditure at Carrapateena, continuing capitalisation of underground development at Prominent Hill, capitalised West Musgrave costs, and general sustaining capital expenditure.

Additional right-of-use (ROU) lease assets and liabilities were recognised during the year associated with the recognition of a lease in relation to aviation services for a five year period, ending in 2027.

The movement in the net assets of the Company for the year ended 31 December 2022 is provided below.

Balance sheet movement for the year ended 31 December 2022



Risk Management

The Company recognises that timely identification and management of opportunities and threats are fundamental to sound management and superior outcomes for our stakeholder groups. OZ Minerals' operating performance, financial results, and Strategy delivery are subject to a wide range of risks.

These risks comprise political, environmental, social, market, economic, strategic, and operational factors which create both threats and opportunities for the Company. Proactively minimising threats and maximising opportunities allows us to manage both sides of risk.

The Company manages existing, new and emerging risks as an integrated part of our operating environment to minimise adverse impacts and optmise beneficial outcomes. Through our Risk Management Framework, emphasis is placed on risk-aware decision-making to deliver our Strategy, and contribute to the achievement of value creation for our six stakeholder groups and our Purpose of *Going beyond what's possible to make lives better.*

Risk management accountability and oversight is a central part of our OZWay Governance Framework. The Board, its Committees and the Executive Leadership Team oversee risk management. Collectively, they are responsible for ensuring the Company maintains an effective risk management and internal control environment, with risks assessed according to the potential impact on each stakeholder.

Risk management oversight and governance

BOARD

The Board sets the Company's risk appetite and oversees the management framework and effectiveness of the systems of internal control and risk management. The Board reviews the Risk Framework and appetite to ensure it remains adequate to identify and manage threats and opportunities.

It also reviews and monitors the Material Risks of the Company. Reporting of Material Risks to the Board includes an overview of Company risks, a summary of key changes to the risk profile, critical control updates, and the actions implemented to reduce the level of uncertainty and improve the manageability of risks. The Board requires the CEO and Executive Leadership to implement a system of controls for identifying, assessing, managing, and reporting risks in line with the Risk Management Framework.

BOARD COMMITTEES

Committees review risk management reports covering risks, controls and actions to manage risks to the business within their respective remits

AUDIT COMMITTEE
- Financial reporting
- Audit
- Disclosure processes
- Cyber & digital risk
- Internal financial controls
- Funding

SUSTAINABILITY COMMITTEE
- HSEC – Health, Safety, Environment & Community
- Social performance
- Climate change
- Cultural heritage
- Human rights
- Compliance & Regulation

PEOPLE & REMUNERATION
- Performance management
- Company culture
- Succession planning
- Rewards & remuneration
- Diversity & inclusion

NOMINATION COMMITEE
- Board composition
- Director & CEO succession & development
- Board performance

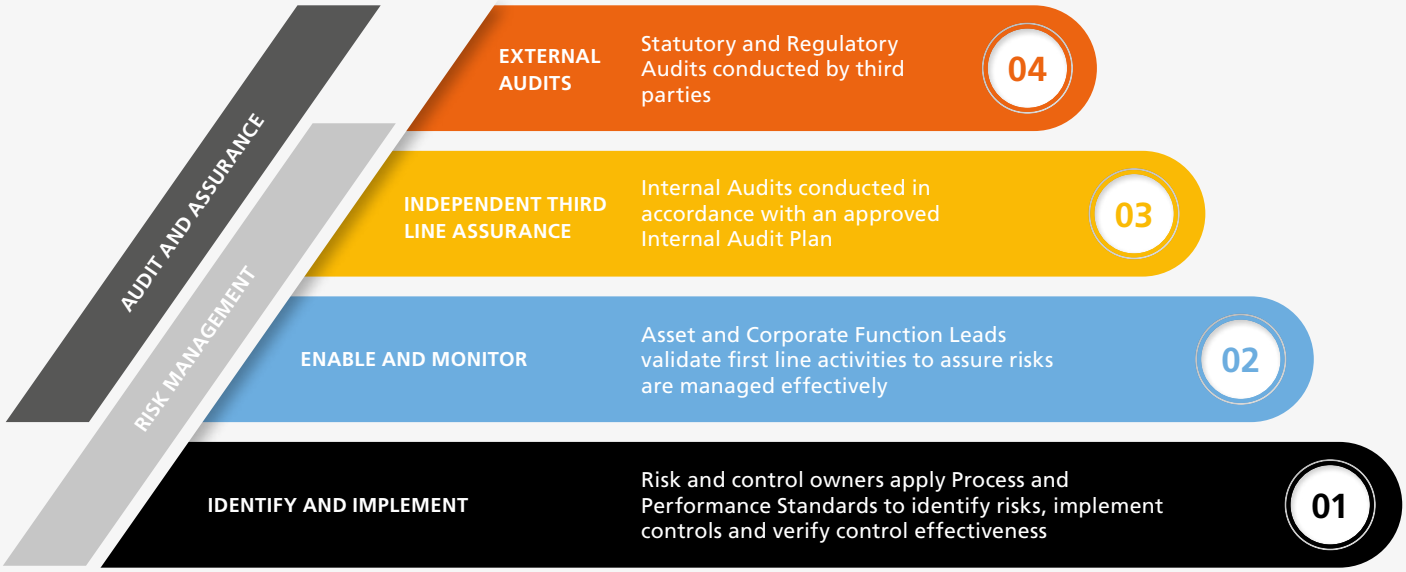
MANAGEMENT

The Executive Leadership Team (ELT) is responsible for the effective implementation of the Risk Management Framework and system of control for identifying, assessing, managing, and reporting risk across the Company. The ELT reviews, and the CEO approves, the risk profile for the organisation and ensures Assets and Corporate Functions embed risk management process, practice, and culture into everyday business systems and activities.

CORPORATE RISK FUNCTION

The Corporate Risk Function supports and champions the implementation of the Risk Management Framework, ensures risk management is embedded into core business processes, and builds risk management capability and a risk-aware culture across the business. The Corporate Risk Function oversees OZ Minerals' Risk Management Framework and develops, governs, supports and reports on the effective implementation of risk management to the ELT, the Board and its Committees.

OZ Minerals operates a four-level line of defense in risk management governance model



Our risk approach and culture

The Company uses risk management to plan and prioritise our work and support key decision making in line with our Risk Management Framework at all levels. The Framework enables us to focus on informed risk-based work activities that create value for all stakeholders, eliminate non-value adding tasks and allow fast and calculated decisions to be made at the right level in line with our risk appetite.

In 2022, we initiated a Risk Evolution Project to drive further risk maturity across the business. The Project takes a 'whole-of-system' approach to protect and enhance value to support growth and performance. The Project is focused on improving risk maturity across the board with further development of risk artefacts, processes and outcomes.

Management is continuing to mature the Company's approach to risk, focussed on developing and owning a top-down (Context) and bottom-up (Performance) risk system. Under this system, all Performance risks are assessed as risks to the base case reflected in our annual Business Plan. A review of Context Risks and draft controls formed a core component of the Board Strategy sessions in 2022.

Material risks

Management undertakes a regular review of the Company's risks and refer outcomes to the Board. Material risks are subsequently managed in the context of supporting the successful delivery of OZ Minerals' Strategy and Business Plan.

Discussion of material risks

ADVANCED TECHNOLOGY AND ITS APPLICATION

The rate at which technology is advancing means it is no longer a barrier for organisations. This is due to shorter lifecycles, lower deployment costs and reduction in Intellectual Property constraints, and has resulted in a shift in how technology can be applied by organisations to enhance not only what they do, but how they do it.

For OZ Minerals, taking advantage of the pace of technological change has the potential to enable us to:

- operate and adapt faster
- create greater value faster for our stakeholders
- build a culture and workforce that is adaptive, innovative and able to continually use emerging technology to improve what we do and how we work.

Technology provides us with an advantage in the short-term, if improvements are easily replicated, and a longer-term advantage if we are able to disrupt the industry via technological application. Technology has also enabled a proactive response to the accelerated focus on Environmental, Social and Governance (ESG) themes and is recognised as a critical enabler to accelerate our Strategic Aspirations of being a data-driven Modern Mining Company that ethically and responsibly mines copper and other minerals that contribute to a low carbon future.

Our technology focus and innovative approach include health and safety, decarbonisation and electrification, process and decision intelligence, automation and ways of working. Our unique innovation approach is aimed at attracting the best expertise inside and outside the industry sector to find new and efficient ways to solve complex challenges while maximising value creation. However, there can be no assurance that OZ Minerals will be able to continue to attract or retain capable staff to drive innovation.

Risk Management continued

CYBER SECURITY

The impact of cyber security incidents on privacy in Australia has been widely publicised through incidents involving large corporate organisations. The exposure of personal data leads to malicious activities such as extortion, targeted phishing and identity theft. The increasing rate of technology advancement and dependency on it, as well as greater accessibility, has resulted in a greater actual and potential negative impacts on organisations and individuals. The growing volume and sophistication of cyber threats, both locally and globally, is increasing the likelihood of compromised data.

The regulatory landscape continues to evolve, placing further obligations on organisations. More control is also being given to individuals and increasing the penalty regime for organisations who experience security breaches.

We recognise that our increasing use of data and digital technology is an immediate threat that can result in potential safety, reputation and financial harm when things go wrong, either due to malicious intent or by accident. We continually monitor for cyber threats and have various data loss prevention controls to safeguard data. We have also taken significant steps in investment to elevate our control strategies for the prevention, detection, response and recovery of our digital assets.

STAKEHOLDER AND SOCIETAL EXPECTATIONS

There are increasing expectations around the quality and method of production for both final products and the components along their full value chain.

Furthermore, society now expects companies to deliver financial returns and to have net positive impacts on the environment and society more broadly.

OZ Minerals and our contracting parties' performance may directly, indirectly or cumulatively adversely impact the social, economic and cultural values of stakeholders and communities. This can affect access to land and resources, delay approvals and ultimately impact the delivery of our Strategy.

Our success depends on how we partner with stakeholders to co-develop specific and fit-for-purpose processes based on transparent, fair and informed consent that drives value creation for the businesses and the community.

At OZ Minerals, we have begun embedding a higher purpose and our unique value creation approach in our governance framework, resulting in an opportunity to create greater value and perform above expectations of stakeholders.

CLIMATE CHANGE

The physical and non-physical impacts of climate change may affect OZ Minerals' Assets, our productivity, the markets in which we sell our products, and the communities in which we operate. Risks related to the physical impacts of climate change include acute risks resulting from increased severity of extreme weather events and chronic risks resulting from longer-term changes in climate patterns. Non-physical risks arise from a variety of policy, regulatory, legal, technology, financial and market responses to the challenges posed by climate change and the transition to a lower-carbon economy. Any changes to government regulation or policy relating to climate change, including changes relating to greenhouse gas emissions or energy intensive assets, may directly or indirectly impact costs and operational efficiency.

Climate change and emissions reductions have continued to increase in materiality across the sector, creating a range of opportunities and threats. The impacts of climate change and emissions reductions have been integrated into our Strategic Aspirations, one of which is to produce products that are high purity, support a decarbonising world, have a zero carbon footprint and are traceable from mine to end user. We continue to work closely with key stakeholders on issues relating to climate change and emissions reductions.

OZ Minerals is exposed to some climate related risks within our assets, such as a risk to delivery of plans, including against OZ Minerals' stakeholder value creation metrics. The physical impacts of climate change continue to manifest rapidly in the form of extreme weather events such as increasing temperatures, increasing rainfall and flooding. The occurrence of such events could have an adverse effect on the operations of the OZ Minerals business.

Decarbonisation represents a strategic opportunity for OZ Minerals. We produce copper and nickel, minerals critical for a decarbonising world. The opportunity is to responsibly produce these commodities. We are actively working on reducing our carbon footprint and published our Decarbonisation Roadmap in February 2022 which sets out a pathway to a 50 per cent reduction in emissions by 2027 and to achieve net zero[1] Scope 1 and Scope 2 emissions by 2030.

WORKFORCE SUPPLY

Macroeconomic conditions caused by COVID-19 have forced a new and accelerated approach to workforce management. There are more open roles in major developed economies than there are people looking for work, providing leverage for the workforce for the first time in many decades. This leverage is enabling the workforce to exercise choices in a number of areas.

Workers are reporting a strong desire to retain control over their personal life that flexible hours and remote working during the pandemic has given them. They are also more driven towards looking for purposeful work in a company that cares with a culture they can thrive in.

Labour supply tensions have resulted in significant workforce movement in lower paying roles, where there has traditionally been stagnant real wage growth.

1. Our approach requires all technically and economically feasible emissions reduction options to be exhausted prior to the application of certificates, in the form of offsets and/or renewable energy certificates.

In addition, some of the employees at OZ Minerals' Assets are represented by labour unions under various collective labour agreements. OZ Minerals (or its relevant joint venture partners) may not be able to satisfactorily renegotiate collective labour agreements when they expire and may face higher wages and changes in benefits. In addition, existing labour agreements may not prevent strikes or work stoppages in the future, and any strike or other work stoppage could have an adverse effect on the operations and financial results of OZ Minerals.

A lack of cross-border workers has been exacerbated by higher turnover and a net loss of industry knowledge requiring the industry to pivot to distributed responsibility and leadership across almost all roles while positioning it as an attractive sector for the next generation of workers. Societal risks and mental health are similar factors. Attracting top talent for the future will require further focus on a diverse, inclusive and continuous improvement culture. In response, we have adapted our operating model to manage activities in a more agile way, increasing flexibility and evolving application of our Fly-In-Fly-Out labour pool.

OZ Minerals has many of the foundational elements in place to be a powerful talent attractor due to an existing focus on creating value for stakeholders, including our workforce. Responding to the needs of the workforce also provides an opportunity for us to challenge existing ways of working for the better.

COMMODITY MARKET CYCLE

Commodity markets are influenced by a broad range of macroeconomic conditions that can influence trade flows, supply, demand and price. Commodity market cycles can have significant negative impacts on organisations but can also provide material opportunities during peaks, troughs and mid-curve with the cycle.

An increase in demand for zero emissions energy is expected to increase the demand for copper and nickel. The long-term commodity price outlooks under the Paris-Agreement goals continue to reflect copper and nickel benefiting from the rapid pace of electrification, which has been accelerated under the current government policy.

However, threat exposure may increase due to a rise in inflation, shortage of critical labour skills and global supply chain costs due to the operating environment and geopolitical tensions.

OZ Minerals ensures a resilient, adaptive and high performing business to provide an opportunity to make use of commodity cycles with the potential to diversify into other strong performing minerals while optimising the risk/return trade-off.

INFLATION, PRODUCTIVITY AND SUPPLY CHAIN

Long term structural trends combined with an increasing rate of change has resulted in increased costs globally. As a result of global events, short term inflationary cycles are being felt across industries with ties to COVID-19 and the Ukraine/Russia war.

In the short term, OZ Minerals has been impacted by labour shortages and increased absenteeism as a result of COVID-19. Input costs have been impacted by a range of supply chain factors over the year.

In the long term, this will be offset by our ability to outperform peers via relatively higher productivity achieved through the successful application of new technology and leveraging The OZWay.

GEOPOLITICAL INSTABILITY

A combination of global and regional geopolitical tensions combined with COVID-19 related supply constraints have the potential to impact the industry. Threats of trade wars between global leaders, the rise of global movements protesting matters from racial injustice to climate change to COVID-19 restrictions means the current global political environment remains dynamic and fraught with contentious issues. Emerging impacts across the mining sector include cost inflation and availability of critical labour skills and equipment.

OZ Mineral's operations could be adversely affected by government actions, political instability or trade restrictions involving countries in which it has operational exposures (such as Brazil), investment or exploration interests, or into which it makes sales (in particular, countries in Asia). These circumstances include, but are not limited to, the introduction of, amendment to or changes in the interpretation of legislation, guidelines and regulations in relation to mining and resources exploration and production, industrial materials processing, taxation, the environment, carbon emissions, competition policy, export duties, and import duties, tariffs, quotas, bans or restrictions, as well as an inability to ensure the security of our assets and people. Such actions could impact land access, the granting of licences and permits, the approval of project developments and ancillary infrastructure requirements, the sale of products, the supply of materials, and the cost of compliance. Any such government action may require increased capital commitments in order to ensure compliance or could delay or even prevent certain operation/activities of OZ Minerals. Such actions could therefore have a material adverse effect on OZ Minerals' financial standing.

We continually review availability with our supply partners and collectively identify controls to manage our exposure through initiatives such as forward ordering and alternative supply options.

OPERATIONAL RISK

The ability of OZ Minerals to meet operating (including production targets) and capital expenditure estimates has uncertainty. These uncertainties are more pronounced over a longer period. OZ Minerals' assets and mining operations are subject to uncertainty with respect to, among other things, ore tonnes, grade, metallurgical recovery and impurities, ground conditions, operational environment, funding for development, availability of power supply, regulatory changes, accidents, contractual risks and other unforeseen circumstances such as unplanned mechanical failure of plant or equipment, cyclones, storms, floods, bushfires or other natural disasters, or outbreaks, continuations or escalations of disease (including pandemics).

Costs of production may be affected by a variety of factors, including changing waste-to-ore ratios, geotechnical issues, unforeseen difficulties associated with power supply, water supply and infrastructure, ore grade, metallurgy, labour costs, changes to applicable laws and regulations, general inflationary pressures and currency exchange rates. OZ Minerals' revenue could also be adversely impacted by increased prices for diesel, reagents and other supply chain factors, commodities, increased cost of labour, and other input costs. These circumstances could result in OZ Minerals not realising its operational or development plans, or in such plans costing more than expected, or taking longer to realise than expected. Any of these outcomes could have an adverse effect on OZ Minerals' financial and operational performance.

Risk Management continued

HEALTH AND SAFETY

There are numerous occupational health and safety risks associated with mining processes such as travel to and from remote operations, the operation of heavy and complex machinery in challenging geographic locations and exposure to hazardous substances. These hazards may cause personal injury and/or loss of life to OZ Minerals employees, contractors, suppliers, customers or other third parties, damage to property and contamination of the environment, which may result in the suspension of operations and the imposition of civil or criminal penalties, including fines, expenses for remediation and claims brought by governmental entities or third parties, as well as reputational damage.

BALANCE SHEET, LIQUIDITY AND FUNDING

OZ Minerals' continued ability to operate our business and effectively implement our Business Plan over time will depend in part on our ability to raise additional funds for future operations and to repay or refinance debts as they fall due. At present, no assurance can be given that any such additional financing will be available or that, if available, it will be available on terms acceptable to OZ Minerals or OZ Minerals' Shareholders.

If additional funds are raised through the issue of equity securities, the capital raising may be dilutive to OZ Minerals Shareholders (if OZ Minerals determines that a pro-rata entitlement offer is not the most appropriate method of equity fundraising or shareholders elect not to participate in such entitlement offers) and such securities may, subject to any requisite shareholder approval, have rights, preferences or privileges senior to those currently holding OZ Minerals' shares. While OZ Minerals will be subject to the constraints of the Listing Rules regarding the percentage of capital that it is able to issue within a 12 month period without shareholder approval (other than where exceptions apply), OZ Minerals' Shareholders at the time may be diluted as a result of such issues of OZ Minerals shares.

OZ Minerals has existing debt facilities. In the future, OZ Minerals may need to renegotiate or refinance the terms of these debt facilities or may seek further facilities or replacement facilities with alternative financiers to satisfy our capital requirements. The terms on which debt financiers are willing to offer finance may vary from time to time depending on macro-economic conditions, the performance of OZ Minerals and an assessment of the risks and intended use of funds. Debt finance, if available on terms acceptable to OZ Minerals, may involve restrictions on financing and operating activities.

If sufficient funds are not available from either debt or equity markets to satisfy the OZ Minerals' short, medium or long-term capital requirements, when required, this may adversely impact OZ Minerals' operations, financial performance and financial position.

CORPORATE AND REGULATORY COMPLIANCE

Companies engaged in the development and operation of mines and related facilities are subject to increased costs, and delays in production and other schedules as a result of the need to comply with applicable environment and planning laws, regulations and permitting requirements. There can be no assurance that approvals and permits required to commence construction, development or operation of OZ Minerals' exploration and development projects will be obtained. Additional permits, studies and approvals will need to be obtained or completed prior to operation of OZ Minerals' exploration and development projects. These may include the requirement for environmental impact studies to be conducted before permits can be obtained.

There can be no assurance that OZ Minerals will be able to obtain or maintain all necessary licences, approvals and permits that may be required to commence construction, development or operation of our projects promptly to avoid delays in production and other schedules or on terms which enable operations to be conducted at economically justifiable costs.

Company risk categories and material risks

The allocation of our Material Risks against the Company's primary risk categories is shown in the following table. In identifying our Material Risks, we have considered the likelihood and potential impact of the related events. Key changes to our inherent Material Risks during the financial year, primarily due to the external environment and ongoing global instability are presented within the following table. Changes are determined based on the inherent risk before the application of controls and response plans to reflect these uncertainties. The Company applies strategic controls and actions to prevent, reduce or mitigate downside risk events and increase the likelihood of opportunities being realised.

Changes to our Material Risks in 2022

PRIMARY CATEGORY	SUB-CATEGORIES						
FINANCIAL MANAGEMENT & GOVERNANCE	Financial Planning & Forecasting (inc. Cost Control)	Capital Allocation & Planning	Business Performance Monitoring & (internal / external) Reporting	Tax Management	Balance Sheet, Liquidity Funding & Insurance (incl. credit risk)	Geopolitical Stability / Macroeconomics	
LEGAL	Corporate & Regulatory Compliance	Contracts & Agreements (inc. counterparty risk)	Bribery & Corruption	Litigation			
OPERATIONS	Plan Execution & Optimisation	Production Planning & Forecasting	Asset & Critical Infrastructure Integrity & Performance	Concentrate Quality	Asset Expansion & Augmentation (inc. Ops Readiness)	Orebody Knowledge (geology, geotech., hydrology)	Ops Logistics, Supply Chain & Procurement
	Health, Safety & Wellbeing (inc. Fatality Risks)	Employee Relations					
GROWTH	Strategy Formation, Planning & Acceleration (inc. Competitor & Market Intelligence)	Mergers, Acquisitions, Divestments & (Dis)Integration	Joint Ventures & Strategic Partnerships	Commodity Market Cycles & Portfolio Returns	Customer Expectations, Sales & Marketing	Greenfield Exploration	Brownfields & Provincial Exploration
PROJECTS	Early Studies Strategy & Development	Advanced Studies Strategy & Development	Project Execution (inc. Contractor & Partner Strategy)	Project Optimisation			
PEOPLE	Strategic Sourcing	Organisational Culture					
CORPORATE AFFAIRS	Government Engagement	Shareholder & Market Expectations & Engagement	Brand & Communications (Internal & External)				
SOCIAL PERFORMANCE	Land Access & Tenure (inc. Mining Leases)	Human Rights / Modern Slavery	Cultural Heritage	Community & Societal Expectations			
SUSTAINABILITY & ENVIRONMENT	Decarbonisation & Climate Change Adaptation	Emissions. Water & Waste Management	Closure & Rehabilitation	Land & Eco-System Impacts			
TECHNOLOGY	Digital Security, Data & Privacy Management	Digital Systems Availability & Reliability	Digital Integration / Automation & Robotics	Mining Value Chain Technologies (Mineral Extraction, Processing & Energy)	Digital Innovation & Transformation	Data Integrity (Relevancy & Accuracy)	

Decreased threat · Increased threat · No material movement · Increased opportunity

Remuneration Overview and Report

Letter from the Chair of the People and Remuneration Committee

DEAR SHAREHOLDERS,

On behalf of the Board of Directors, I am pleased to provide you with the 2022 Remuneration Report for OZ Minerals.

2022 was a challenging year from an operational perspective with adverse weather conditions, supply chain challenges and the effects of over a half a year of COVID related absenteeism necessitating a revision to production and cost guidance. However, the adaptability of our culture and workforce enabled us to recalibrate performance and deliver against revised guidance including record group quarterly copper production in Q4 with Prominent Hill exceeding its original copper guidance for an eighth consecutive year. Considerable progress was also made on our growth strategy with the West Musgrave copper nickel project approved and now in construction, expansions at both Prominent Hill and Carrapateena well underway and Pedra Branca mine ramped up to full production ahead of schedule.

Our quality long life assets, our demonstrated ability to deliver a growth portfolio and our agile culture of innovation and collaboration ultimately resulted in the proposal by BHP to acquire OZ Minerals for $28.25 per share, marking considerable value creation for shareholders.

2022 Stakeholder Value Creation Outcomes

Our focus on value creation for multiple stakeholder groups is a key differentiator for OZ Minerals and has been at the core of our Strategy since 2015. In 2022 we reviewed the Company's Strategy, evolving our focus from Copper to Modern Minerals, adding a sixth stakeholder group of 'Customers' and broadening our 'Employee' stakeholder group to 'Workforce' to reflect the importance of all people who contribute directly to OZ Minerals' success. Our stakeholder value creation metrics were first published in our 2020 Annual & Sustainability Report and inform targets in our Executive remuneration framework. They are an important performance assessment tool that focusses our work and behaviour and support the achievement of our Purpose, *Going beyond what's possible to make lives better*.

We have shown how our performance against these metrics has created value for our stakeholder groups (page 5).

2022 shareholder value creation highlights:

- Net Profit After Tax of $207.3m.
- Interim dividend of 8 cents per share paid in September 2022. The Board has not declared a final dividend for 2022 but intends to declare a special dividend in connection with the Scheme before the Scheme meeting, conditional on the Scheme becoming effective. Full details are set out in the Scheme Booklet to be sent to shareholders in early March.
- Total shareholder returns of 167% over the 3 year period of 1 January 2020 to 31 December 2022, finishing the period at the 85th percentile of our peer group.
- Advancing our organic growth projects to unlock province potential with progression of the Carrapateena Block Cave and Prominent Hill Wira Shaft expansions.
- The acquisition in August of an option to acquire the Kalkaroo project, one of the largest undeveloped copper-gold deposits in Australia.
- Commencing construction on the West Musgrave Project following a positive Final Investment Decision in September.
- Ramp up of Pedra Branca ahead of schedule and an accelerated study program for the Santa Lucia project.
- Publication of our Decarbonisation Roadmap and the completion of the Scope 3 Reduction Plan which focuses on a data centric, multi year phased approach to identifying and mitigating Scope 3 emissions.
- An increase in our MSCI ESG rating from 7.9 to 8.5, maintaining our classification as AA.

Of course, from a shareholder perspective, the most significant event to occur in 2022 was the proposal by BHP to acquire OZ Minerals. The Board rejected an initial approach in August at $25 per share but following a period of engagement the Board reached agreement with BHP to recommend a proposal at $28.25 per share representing a premium of 49.3% to the closing share price on 5 August 2022, subject to the independent expert concluding and continuing to conclude that the transaction is in the best interests of shareholders, and there being no superior proposal.

Full details of BHP's proposal will be sent to shareholders in a Scheme Booklet in early March ahead of a Shareholder meeting to pass a resolution approving the Scheme which is anticipated to be held in April 2023.

Remuneration outcomes in 2022

In assessing remuneration outcomes during 2022, the Board believes the following outcomes are a strong reflection of the Company's performance and are aligned with the experience of shareholders:

- Executive salaries were increased as communicated in last year's report, in line with our remuneration philosophy and supported by market data.
- Notwithstanding our notable achievements outlined above, we were disappointed that our total recordable injury frequency rate (TRIFR) increased from 4.40 in 2021 to 6.99 in 2022. Whilst there were several contributing factors (workforce turnover, challenging underground operating conditions and a ramp up in both greenfield and brownfield execution activities), a deterioration in TRIFR is an unacceptable trend and this along with the need to revise production and cost guidance is reflected in the score of zero for the EBITDA, production and safety components of the Company scorecard resulting in a Corporate Performance score of 2.18 out of 5. The details can be found in section 3.2. The impact of these adjustments is reflected in the Short Term Incentive (STI) payments which are also detailed in section 3.2, demonstrating clear links between business performance and remuneration outcomes.
- Reflecting Company performance and his leadership of OZ Minerals through a milestone year, an STI award of 49 per cent of his maximum STI opportunity ($771,750), was made to the Managing Director & Chief Executive Officer, Andrew Cole.
- Corporate and individual performances resulted in the award to the CFO / Finance & Governance Executive Lead, Warrick Ranson, of 63 per cent ($422,100), to the Operations Executive Lead, Matthew Reed of 60 per cent ($371,875), to the Strategy & Growth Executive Lead Bryan Quinn[1] of 70 per cent ($320,178) and to the Projects Executive Lead Debbie Morrow[2] of 67 per cent ($157,013) of their maximum STI opportunity. No STI award was made to the former Projects Executive Lead Mark Irwin who left the business in May 2022. Thirty per cent of the 2022 STI awards have been paid in performance rights vesting in normal

(1) Mr Quinn was appointed as KMP upon commencement with OZ Minerals on 11 April 2022.
(2) Ms Morrow was appointed as KMP upon commencement with OZ Minerals on 15 August 2022.

circumstances after two years. Treatment of these performance rights in the event of a change of control is addressed below.

- The 2020 LTI performance rights vested at 100 per cent in December 2022 following top quartile relative Total Shareholder Returns (rTSR) (85.71 percentile) and strong All-in Sustaining Costs (AISC) performance (132.4 USc/lb) over the three-year performance period. This resulted in the vesting of 128,287 performance rights for Andrew Cole, 49,519 for Warrick Ranson and 37,775 for Mark Irwin[1] . Details can be found in section 3.3. The one-off grant of 19,296 Performance Rights made in 2021 to Mark Irwin lapsed following his departure.

Remuneration changes for 2023

In accordance with our usual practice, during the second half of the year, we conducted a review of employee and Executive salaries with the Board resolving to approve a Company-wide remuneration review of four per cent with effect from 1 January 2023 and for that to apply also at Executive level. Accordingly, the Board resolved to increase the fixed remuneration of:

- Managing Director & CEO, Andrew Cole, from $1,050,000 to $1,092,000. Mr Cole's fixed remuneration remains low by comparison with peers.
- CFO / Finance and Governance Executive Lead, Warrick Ranson, from $670,000 to $700,000 noting that Mr Ranson received a 4.5% increase to ensure his remuneration remained in line with market peers.
- Operations Executive Lead, Matthew Reed, from $625,000 to $650,000.
- Strategy and Growth Executive Lead, Bryan Quinn, from $630,000 to $655,000; and
- Projects Executive Lead, Debbie Morrow, from $620,000 to $645,000.

Further, in accordance with our remuneration framework and our usual practice, Key Management Personnel (KMP) will be issued performance rights under 2023–25 LTI offers with vesting measures unchanged from 2022 namely, 60 per cent by rTSR and 20 per cent by each of AISC and Environment, Social and Governance (ESG) performance. Similarly, there will be no changes to the comparator group.

In October 2022, the Board reviewed Non-executive Directors' fees and determined to increase, with effect from 1 January 2023, the Board Chair's fee to $425,000 per annum and the Board base fee received by other Non-executive Directors to $160,000 per annum, noting that the last increase in these fees was 1 January 2021. These fee increases will increase overall Board remuneration by approximately $100,000 per annum representing an overall increase of seven per cent.

Remuneration implications of the approval of the Scheme

Treatment of all outstanding performance rights in the event of a change of control will be addressed in the Scheme Booklet in relation to the BHP proposal to be issued to shareholders in early March 2023.

In summary, should the Scheme be approved, it has been agreed with BHP that all outstanding performance rights (including those issued in relation to outstanding LTI, STI and Performance Rights plans) will vest in full but excluding performance rights granted under the 2023 LTI offer to Executive KMP. In accordance with Accounting Standards, a provision has been made in the accounts for 2022 for the remuneration consequences of the Scheme resulting in an incremented charge of $1.7 million in relation to Executive KMP. Further details are provided in section 5.

In the case of the 2023 STI awards, if the Scheme is approved and completes during the 2023 financial year, pro-rata STI awards will be assessed and paid on the basis of Company and individual performance for the period from 1 January 2023 to the effective date of the Scheme.

It has been a privilege to Chair the People & Remuneration Committee and see the delivery of continuous value creation for shareholders and all stakeholders that OZ Minerals has become recognised for.

We thank you for your support of OZ Minerals.

Tonianne Dwyer
Chair
People &
Remuneration Committee
22 February 2023

[1] LTI award pro-rated for period to cessation of employment on 13 May 2022.

Remuneration Overview

Remuneration to Executive Key Management Personnel (KMP) in 2022

Full details of the audited cost to the Company of Executive KMP remuneration, calculated in accordance with the accounting standards and the *Corporations Act 2001*, are available in section 5 of the Remuneration Report.

The table below (unaudited) which includes details of remuneration actually delivered to Executive KMP in 2022, has been prepared to be transparent with our shareholders regarding remuneration outcomes.

The KMP remuneration received in 2022 reflects the Company performance across the year and the more than doubling of the share price over the three-year period of the Long Term Incentive Scheme. Shareholders who invested in the Company over the period will have benefited in this share price growth alongside Management through the strong alignment of remuneration outcomes with Company performance.

Actual 2022 remuneration paid to Executive Key Management Personnel

		Cash Salary	Paid Short Term Incentives[a]	Vesting Deferred Short Term Incentives[b]	Vesting Long Term Incentives[c]	Contributed super-annuation[d]	Termination Benefits	Total remuneration
		$	$	$	$	$	$	$
Andrew Cole Managing Director & CEO	2022	1,025,570	771,750	512,438	3,581,773	24,430	-	5,915,961
	2021	958,138	628,425	709,185	3,762,327	22,631	-	6,080,706
Warrick Ranson CFO / Finance & Governance Executive Lead	2022	645,570	295,470	219,026	1,382,570	24,430	-	2,567,067
	2021	587,369	343,735	363,178	1,500,495	22,631	-	2,817,408
Matthew Reed Operations Executive Lead	2022	596,992	260,313	-	-	24,430	-	881,735
	2021	189,108	112,237	-	-	5,892	-	307,237
Bryan Quinn Strategy and Growth Executive[e]	2022	438,962	224,125	-	-	18,538	-	681,625
		-	-	-	-	-	-	-
Debbie Morrow Projects Executive Lead[f]	2022	223,224	109,909	-	-	12,646	-	345,779
		-	-	-	-		-	
Mark Irwin Projects Executive Lead[g]	2022	221,639	-	217,179	1,054,678	20,215	580,847	2,094,558
	2021	577,369	331,800	324,916	1,447,382	22,631	-	2,704,098

[a] This amount represents 70 per cent of total STI which was paid in cash for 2022. In addition, 30 per cent of total STI will be granted in performance rights to Mr Ranson (4,535), Mr Reed (3,996), Mr Quinn (3,440) and Ms Morrow (1,687), which vest after 2 years provided certain conditions are satisfied (refer section 3.2). If the Scheme of Arrangement pursuant to which BHP will acquire all of the shares in OZ Minerals ('Scheme') becomes effective then these perfomance rights will automatically vest and be exercised, and the resulting shares will be transferred to BHP under the Scheme in exchange for $28.25 per share. For the Managing Director & CEO, Andrew Cole, the value of his deferred 2022 STI rights issue has been assessed at $231,525. If the Scheme becomes effective this amount will be paid to Mr Cole in cash. If the Scheme does not become effective, subject to shareholder approval being obtained at a general meeting of the Company, this amount will be satisfied via an issue of performance rights in accordance with the OZ Minerals Omnibus Incentive Plan Rules ('Plan Rules'). Mark Irwin ceased employment on 13 May 2022 and did not participate in the 2022 STI Plan.

[b] On 31 December 2022, the 2020 STI vested resulting in the award of 18,029 shares to Mr Cole (see section 3.2) and 7,706 shares to Mr Ranson, and 7,641 shares to Mr Irwin. The value of the deferred short term incentives which vested is calculated by multiplying the number of performance rights vested by the volume weighted average price (VWAP) of $27.58 over the 20 day trading period 1 December to 30 December 2022 and adding the related equivalent dividends paid.

[c] On 31 December 2022, the 2020 LTI performance rights vested resulting in the award of 128,287 shares to Mr Cole (see section 3.3) and 49,519 shares to Mr Ranson and 37,775 shares to Mr Irwin. The value of the long term incentives which vested is calculated by multiplying the number of performance rights vested by the volume weighted average price (VWAP) of $27.58 over the 20 day trading period 1 December to 30 December 2022. The performance rights were awarded on the basis of a VWAP (20 trading days from 1 to 30 January 2020) share price of $10.52.

[d] Represents direct contributions to superannuation funds based on quarterly contribution limits under Super Guarantee Charge regulations. Amounts greater than the maximum superannuation level have been included in cash salary.

[e] Mr Quinn joined OZ Minerals and became KMP on 11 April 2022.

[f] Ms Morrow joined OZ Minerals and became KMP on 15 August 2022.

[g] Mr. Irwin ceased employment with OZ Minerals and as KMP on 13 May 2022. Termination benefits paid in accordance with cessation of employment arrangements.

Remuneration Report

The Directors of OZ Minerals Limited present the Remuneration Report for the Company and the Consolidated Entity for the year ended 31 December 2022. This Remuneration Report forms part of the Directors' Report and has been audited in accordance with the *Corporations Act 2001*.

1 Key Management Personnel

The Consolidated Entity's KMP during 2022 are listed in Table 1 and consist of the Non-executive Directors (NED) and Executive KMP who are accountable for planning, directing and controlling the affairs of the Company and its controlled entities.

Table 1 – KMP during 2022

	Position	Period as KMP during the year
Executive KMP		
Andrew Cole	Managing Director & CEO	All of 2022
Warrick Ranson	CFO / Finance & Governance Executive	All of 2022
Matthew Reed	Operations Executive	All of 2022
Bryan Quinn	Strategy & Growth Executive	From 11 April 2022
Debbie Morrow	Projects Executive	From 15 August 2022
Mark Irwin	Projects Executive	Until 13 May 2022
Non-executive Directors		
Rebecca McGrath	Independent Chairman	All of 2022
Tonianne Dwyer	Independent NED	All of 2022
Peter Wasow	Independent NED	All of 2022
Charles Sartain	Independent NED	All of 2022
Richard Seville	Independent NED	All of 2022
Sarah Ryan	Independent NED	All of 2022

2 Remuneration Strategy

2.1 Remuneration Philosophy

OZ Minerals seeks to attract and retain high performing Executives. Our approach to remuneration is to provide Executives with market competitive fixed remuneration and to reward outperformance through performance-linked, 'at risk' remuneration which is aligned to the shareholder experience. Accordingly, we seek to position the fixed remuneration of our Executives at a market competitive level that is informed by relevant benchmarks, with the opportunity to earn upper quartile total remuneration for delivering outperformance.

Remuneration Report continued

2.2 Remuneration Principles

Our remuneration principles that are set out below (Table 2), demonstrate the linkage between remuneration and the delivery of our business strategies and objectives. The overriding business objective is to build value for all our stakeholders with 'Creating Shared Value' at the heart of the OZ Minerals Strategy.

Table 2 – Remuneration Principles

Business needs and market alignment	OZ Minerals' remuneration framework is focused on achieving our corporate objectives and structured so that outcomes are aligned with stakeholder value creation. The framework is informed by market practice.
Simplicity and equity	OZ Minerals' remuneration philosophy, principles and framework are simple to understand, communicate and implement, and are equitable across the Company and its diverse workforce.
Performance and reward linkages	A well-designed remuneration framework supports and drives Company and team performance and encourages the demonstration of desired behaviours. Performance measures and targets are few in number, outcome-focused and customised at an individual level to maximise performance, accountability and reward linkages.
Market positioning and remuneration mix	Fixed remuneration is set at a competitive level and positioned to take into account the challenges of attracting and retaining high performers in business critical roles, particularly in the mining industry. The 'at-risk' components of remuneration are based on challenging goals designed to incentivise Executives to achieve business critical objectives and create stakeholder value including shareholder returns. A substantial portion of remuneration is paid in equity and 'locked in' to encourage focus on longer term outcomes.
Talent management	The remuneration framework is closely aligned with our performance and talent management frameworks to ensure that we appropriately reward employees who deliver upon their role accountabilities and our corporate objectives and to engage future leaders.
Governance, transparency and communication with shareholders	OZ Minerals is committed to developing and maintaining remuneration practices that promote the creation of shared value for stakeholders. We openly communicate these practices to shareholders and other relevant stakeholders, and will always be within legal, regulatory and industry requirements. The Board has absolute discretion to develop, implement and review all aspects of remuneration.

2.3 Remuneration framework

The OZ Minerals Remuneration Framework seeks to attract high performing people to deliver the OZ Minerals Strategy, offering fixed and variable (at-risk) pay that incentivises both short term and longer term performance in alignment with business objective to build value for all our stakeholders.

Element	Structure	Performance Measures	Link to delivery of corporate Strategy
Total Fixed Remuneration (TFR)	Base cash salary, statutory superannuation contributions and salary sacrificed benefits (provided that no extra cost is incurred by the Company for these benefits).	TFR is determined based on factors including external market benchmarking, relativity to peers and individual performance.	Fixed remuneration is set at a competitive level to take into account the challenges of attracting and retaining high performers in business critical roles.
Short Term Incentive (STI)	Mix of 70 per cent cash and 30 per cent performance rights, with a subsequent two-year service period.	STI is determined based on performance against challenging, clearly defined and measurable corporate and individual targets.	The short term 'at-risk' component of remuneration is focused on incentivising Executives to achieve business critical objectives and demonstrate OZ Minerals' desired ways of working.
Long Term Incentive (LTI)	Performance rights with a three-year vesting period subject to an additional two-year holding lock period.	LTI is assessed against three[(a)] performance hurdles: › Relative Total Shareholder Return (rTSR):60 per cent › All-in Sustaining Costs (AISC): 20 per cent › Environment, Social and Governance (ESG) measure: 20 per cent	The long term 'at-risk' component of remuneration rewards the delivery of shareholder returns and a sustainable business whilst encouraging decision making aligned to long term shareholder value creation.
Minimum Shareholding Requirements (MSR)	All Executives are expected to accumulate and hold a minimum level of vested shares in OZ Minerals over a reasonable period. There are different shareholding requirements for each level of Management, which are expressed as a percentage of their TFR.		This requirement increases the sense of ownership of the Company amongst our Executives and enhances the degree to which our reward arrangements align the interests of our Executives with the shareholder experience.

[(a)] Applicable to LTI awards from the 2022 LTI onwards.

2.4 Review of Executive KMP remuneration

Executive KMP remuneration levels are reviewed annually by the Board with support from the People & Remuneration Committee and external remuneration consultants, as required. The review ensures that Executive KMP remuneration remains consistent with the Company's remuneration framework and guiding principles, and considers:

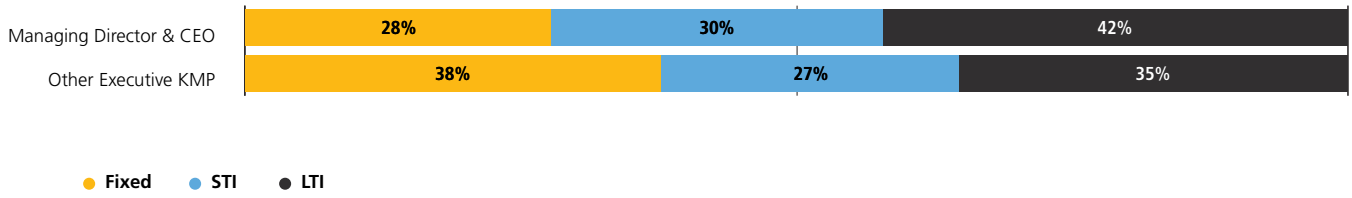
- the Company's remuneration philosophy
- relevant market benchmarks using remuneration survey data from the Australian and global industrial and resources sectors
- the skills and experience required of each role in order to grade positions accurately and attract high calibre people
- individual performance against role expectations, set objectives, leadership behaviours and development plans
- Company Strategy, business plans and budgets.

2.5 Executive KMP remuneration components

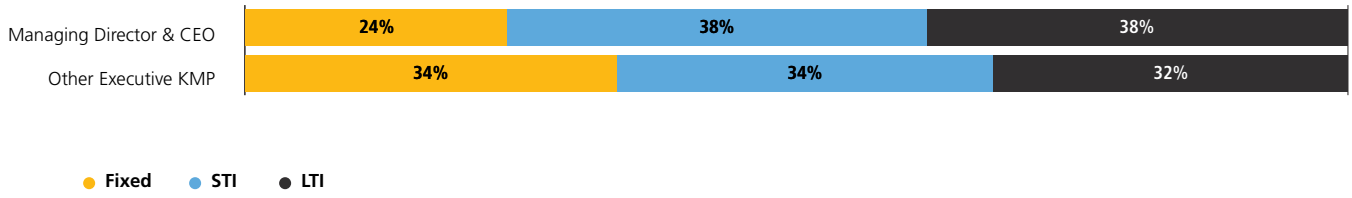
2.5.1 Remuneration mix

The mix of fixed and at-risk remuneration varies depending on the role and grading of Executives as well as the performance of the Company and individual Executives. More senior positions have a greater proportion of at-risk remuneration. If 'at target' and 'at maximum' at-risk remuneration is earned, the ratios of fixed to at-risk remuneration for KMP would be as follows.

Remuneration mix at Target



Remuneration mix at Maximum



2.5.2 Total fixed remuneration (TFR)

What is included in TFR?

An Executive KMP's TFR comprises salary, certain other benefits (including statutory superannuation contributions) and salary sacrificed benefits (provided that no extra cost is incurred by the Company for these benefits).

When and how is TFR reviewed?

TFR is reviewed annually. Any adjustments to the TFR for the Managing Director & CEO and other Executive KMP must be approved by the Board after recommendations from the People & Remuneration Committee. Market benchmarking of Executive remuneration was conducted in 2022, mindful of the need to continue to retain our key employees in a competitive market and operating environment, whilst staying alert to the impact of commodity cycle pricing.

Are there any changes to how TFR is determined?

No changes to our approach to determine TFR were implemented in 2022. We will continue to review our Executive remuneration levels annually to ensure pay levels remain competitive to attract, motivate and retain the best talent for OZ Minerals.

2.5.3 Short term incentive (STI)

Why does the Board consider that a STI is an appropriate element of remuneration?

The purpose of the STI is to ensure that the award of a significant proportion of the total reward package is subject to meeting various targets linked to OZ Minerals' business objectives.

The STI is considered to be an appropriate component of the total reward package as it:

- rewards Executives who contribute to OZ Minerals' success during the performance year
- ensures that a significant portion of the total remuneration package is linked to the achievement of various targets linked to OZ Minerals' corporate performance, business objectives and value creation for all stakeholders
- avoids the necessity of much higher levels of TFR and is designed to focus and motivate employees to achieve outcomes which deliver the Company Strategy
- through its STI funding approach, provides OZ Minerals with the flexibility to manage the overall cost of the STI and remuneration in line with the achievement of corporate performance outcomes.

Remuneration Report continued

In addition, a reward structure that provides variable performance-based remuneration is also a necessary component of a competitive remuneration package in the Australian and broader global marketplace for Executives.

OZ Minerals reviews the STI annually to ensure it remains aligned to market practice and continues to incentivise participants in alignment with Company strategy and business objectives.

How is Performance assessed?

In 2022 performance was assessed across objectives and targets in the following categories: (a) Company Goals, (b) Individual Goals and (c) our How We Work Together (HWWT) principles.

The Company Goals in 2022 determined 80 per cent of the STI award for the Managing Director & CEO with Individual Goals determining the balance of 20 per cent. The Company Goals determined 50 per cent of the STI award for the other Executive KMP with the balance determined by attainment of Individual Goals (25 per cent) and the demonstration of behaviours exemplifying the Company's HWWT principles (25 per cent). This is consistent with prior years.

Company Goals are set through a robust process that cascades our Stakeholder Value Creation Metrics and overall annual business plan into a series of Company priorities with detailed goals and measurable objectives defining threshold, on-target and maximum rating achievement. Once Company Goals are approved by the Board each January they are cascaded into Board approved Individual Goals for each Executive KMP, ensuring alignment of focus throughout the organisation. The table below shows a summary of the goals and objectives set for the Company and individual KMP and demonstrates how they align to our Stakeholder Value Creation Metrics.

Table 3.1 – Goals in 2022 that applied to current KMP

% of Target STI	Managing Director & CEO	CFO/ Finance and Governance Executive	Operations Executive	Strategy & Growth Executive	Projects Executive
Company Goals Common to all KMP - See Table 5	**80**	**50**	**50**	**50**	**50**
Individual Goals					
Shareholder Value	Strategy refresh Portfolio rationalisation Organic and inorganic growth	Financial performance and value maximisation	Business Plan Business improvement programs Execution of Prominent Hill, Carrapateena and West Musgrave projects	Organic and inorganic growth	West Musgrave FID and commencement of construction Projects portfolio execution
Government Value **Community Value** **Supplier Value**	Decarbonisation and clean concentrate	Value creation metrics	Decarbonisation and clean concentrate Autonomous operations roadmaps	Net Zero pathway Stakeholder value creation investment framework	West Musgrave ESG roadmaps
Employee Value	Safety Culture, capability and capacity Zero tolerance	Safety Team culture, capability and capacity	Safety Zero tolerance Systematisation of devolved operating model	Safety Team culture, capability and capacity	Safety Inclusion & Diversity Cultural awareness capability
Individual Goals	**20**	**25**	**25**	**25**	**25**
HWWT					
The How We Work Together principles are the same for all Executive KMP and they are based on the following elements:	Thinking and acting differently Building a culture of respect that enables our people to succeed Focusing on partnerships and collaboration, not hierarchy Delivering superior results through effective planning and agile deployment Doing what we say we will do and taking action Acting with integrity and engaging with our stakeholders				
HWWT	**Part of Individual Goals**	**25**	**25**	**25**	**25**
Total	**100**	**100**	**100**	**100**	**100**

Is there an overriding financial performance condition or other condition?

Yes. The availability and funding of the STI pool is at the discretion of the Board, which takes into account the interests of the Company and shareholders. In its discretion, the Board can choose not to pay or reduce the amount of the STI awards otherwise payable.

How is the STI structured to reward exceptional performance?

- The STI is designed to reward Executive KMP for the achievement of identified objectives any point in between threshold and maximum performance levels.
- Threshold performance represents the minimum level of performance required for an STI award to be paid.
- Target performance represents the achievement of planned or budgeted performance, set at a challenging level.
- Maximum performance represents outstanding performance, set at a stretch level.

What is the value of the STI opportunity?

Table 3.2 – The Target and Maximum STI reward opportunity for Executive KMP in 2022

Executive KMP	STI at Target[(a)] as % of TFR	Maximum STI as % of TFR
Andrew Cole	105	150
Warrick Ranson	70	100
Matthew Reed	70	100
Bryan Quinn[(b)]	70	100
Debbie Morrow[(c)]	70	100

(a) Annualised STI target.
(b) Mr Quinn became KMP on 11 April 2022.
(c) Ms Morrow became KMP on 15 August 2022.

How is STI assessed?

Company Goals: Comprehensive data against each separate measure within the Company Goals is collated and reviewed by the People & Remuneration Committee and the Board to assess the performance of the Company against the Company Goals and determine a rating for the Company Goal element of the STI.

Individual Goals: The People & Remuneration Committee and Board assess the performance of the Managing Director & CEO for achievement against his agreed individual performance targets and objectives and determine a rating for the Individual Goal element of his STI.

The Managing Director & CEO assesses the performance of each Executive KMP throughout the year for achievement against their individual performance targets and objectives and arrives at a summary year end assessment for discussion with the People & Remuneration Committee and the Board. The Board also reviews the performance assessment of all other Executives who report directly to the Managing Director & CEO, with a view to understanding, endorsing and/or discussing individual circumstances, performance, leadership behaviours and future development.

What happens to STI awards when an Executive ceases employment?

If the cessation of employment is due to resignation, performance reasons, or as a result of gross misconduct, the Executive will not be eligible to receive any STI award in the year of cessation of employment. If an Executive KMP ceases employment with OZ Minerals as a result of retrenchment, retirement, permanent incapacity or death and subject to the Executive's contract and Board approval, the STI may be granted on a pro rata basis in relation to the period of service completed. If an Executive leaves as a Good Leaver, performance rights unvested remain on foot to vest in the normal course.

How is the STI settled?

70 per cent of STI is paid in cash and 30 per cent of STI is awarded in performance rights which vest, subject to fulfillment of a further service condition of an additional two years with the Company.

Have the arrangements changed from last year?

No.

2.5.4 Long term incentive (LTI)

Why does the Board consider that a LTI is an appropriate element of remuneration?

It is the view of the Board that an appropriately structured LTI:

- focuses and motivates Executives to achieve superior longer term performance outcomes
- ensures that business decisions and strategic planning take into account the Company's long term performance
- is consistent with contemporary remuneration governance standards and guidelines
- is consistent and competitive with current practices across comparable companies
- creates an ownership mindset among the Executives, aligning them with shareholders by linking a substantial portion of their potential total reward to OZ Minerals' shareholder returns.

How is the award delivered?

Awards under the LTI are granted using performance rights (detailed in Table 3.3). The performance rights have a three-year performance period. Post vesting, they are subject to a two-year holding lock period.

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Was a grant made in 2022?

Yes. As detailed in Table 3.3, a grant was made to all Executive KMP (including the Managing Director & CEO). Grants were made applying a face value approach, the number of performance rights granted to each Executive was calculated as their LTI dollar opportunity divided by the adjusted twenty-day VWAP of OZ Minerals as at the start of the performance period of $27.01. The performance period for the 2022 LTI grant is 1 January 2022 to 31 December 2024.

What was the value of the 2022 grant for Executive KMP?

Table 3.3 – The LTI granted to Executive KMP in 2022

Executive KMP	2022 LTI Grant (as % of TFR)	2022 LTI Grant Value ($)	2022 LTI Grant Rights
Andrew Cole	150%	1,575,000	58,312
Warrick Ranson	90%	603,000	22,325
Matthew Reed	90%	562,500	20,826
Bryan Quinn[a]	90%	519,356	19,229
Debbie Morrow[b]	90%	210,970	7,811
Mark Irwin[c]	90%	567,000	20,992

[a] Mr Quinn became KMP on 11 April 2022.
[b] Ms Morrow became KMP on 15 August 2022.
[c] Mr Irwin ceased employment 13 May 2022. 18,406 of his 2022 LTI grant listed in the table lapsed on termination.

What are the performance and service conditions?

In order for any vesting of the 2022 LTI grant to occur, the following conditions must be satisfied: (a) OZ Minerals meeting the LTI performance conditions/hurdles; and (b) the Executive KMP meeting the service condition.

Were there any changes to the 2022 LTI from the previous year?

As foreshadowed in the 2021 Annual & Sustainability Report, the LTI performance conditions for the 2022 offers have been expanded to include a third performance hurdle category in the form of an Environment, Social and Governance (ESG) measure. This ESG measure applies the MSCI ESG Ratings Metals and Mining – Non-Precious Metals as a performance hurdle. The respective weightings of the performance hurdles are set out below:

Performance Hurdles	2022 LTI Weighting	2021 LTI Weighting
Relative Total Shareholder Return	60%	70%
All-in Sustaining Costs	20%	30%
Environment, Social and Governance	20%	N/A

The performance hurdles for the 2022 offers are set out in further detail below:

1. **Relative Total Shareholder Return (rTSR)**
   Relative TSR is the primary LTI performance hurdle measured against a comparator group. The Board considers rTSR to be an appropriate performance measure because it ensures that a proportion of each participant's remuneration is linked to value creation for shareholders and that participants only receive a benefit where there is a corresponding direct benefit to our shareholders as reflected in the relative economic return to shareholders.
   TSR reflects benefits received by shareholders through share price growth and dividend yield and it is the most widely used long term incentive measure in Australia. The Company employs an independent organisation to calculate the TSR ranking to ensure an objective assessment of the relative TSR comparison. Performance rights in respect to this hurdle vest in accordance with the following table.

Table 3.4 – Performance rights vesting according to relative Total Shareholder Return

TSR of OZ Minerals relative to TSRs of constituents of the nominated peer group	Proportion of performance rights that vest
Below 50th percentile	Nil
50th percentile	50%
Between 50th percentile and 75th percentile	Straight line vesting between 50% and 100%
75th percentile or above	100%

The rTSR performance hurdle accounts for 60 per cent of the LTI award.

2. **All-in Sustaining Costs (AISC)**
   AISC is an industry accepted measure of the total operating cost of producing a unit of metal. Comparative data is sourced from CRU's global copper mine database. The annual AISC performance is recalculated across the full three-year period (total three-year absolute costs divided by total three-year copper metal production). The comparison is to the average published AISC benchmark across that same period. Performance in relation to this hurdle is measured over the three-year performance period and vests in accordance with the following table.

Table 3.5 – Performance rights vesting according to All-in Sustaining Costs

OZ Minerals AISC over the performance period	Proportion of performance rights that vest
Above 50th percentile	Nil
50th percentile	50%
Between 50th percentile and 25th percentile (lowest cost)	Straight line vesting between 50% and 100%
25th percentile or below	100%

The AISC hurdle accounts for 20 per cent of the LTI award.

3. Environment, Social and Governance (ESG)
The Rights subject to the ESG measure have the MSCI ESG Ratings Metals and Mining – Non-Precious Metals as a performance hurdle.

MSCI ESG Ratings measures a company's resilience to long term ESG risks based on publicly available information, is independent and transparent. Performance rights in respect of this hurdle will vest in accordance with the following table:

Table 3.6 – Performance rights vesting according to ESG

MSCI ESG Ratings Metals & Mining: Non-Precious Metals (FIAS score out of 10)	MSCI Band	Level of vesting
Below 7.143	A	Nil
7.143	AA	50%
Between 7.143 and 8.23	AA	Straight line vesting between 50% and 100%
8.23 or above	AA	100%

The ESG hurdle accounts for 20 per cent of the LTI award.

Service condition
In general, if Executives cease employment as a 'Good Leaver' prior to vesting of their rights at the end of the performance period, a pro rata portion of their rights, having regard to the portion of the performance period that has elapsed, will continue on foot and be subject to their original terms as though they had not ceased employment. Any remaining rights will lapse immediately. Their shares still subject to a holding lock, will continue on foot and be subject to their original terms as though they had not ceased employment.

Why were these measures chosen?
It is standard market practice to link individual Executive performance (including mandatory service periods) and Company performance to the vesting of performance rights. The conditions link Executives' retention and performance directly to rewards, but only where shareholder returns are realised (TSR), the operating cost of producing a unit of metal is kept competitive (AISC) and ESG risks are managed appropriately. The

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focus on employee-held equity is also part of a deliberate policy to strengthen engagement and direct personal interest to achieve returns for shareholders.

What is the Comparator Group?

The comparator companies selected for the LTI are considered to be alternative investment vehicles for local and global investors seeking exposure to copper and nickel. They are impacted by commodity prices and cyclical factors in a similar way to OZ Minerals. The Comparator Group is reviewed annually for market changes, as reflected in the table below.

Table 3.7 – Long Term Incentive Comparator Groups

2020 Vested	2021 in Flight	2022 in Flight	2023
Antofagasta	Antofagasta	Antofagasta	Antofagasta
Boliden AB	Boliden AB	Boliden AB	Boliden AB
Central Asia Metals Plc	Ero Copper Corp	Capstone Mining Corp	Capstone Mining Corp
Ero Copper Corp	First Quantum Minerals	Ero Copper Corp	Ero Copper Corp
First Quantum Minerals	Freeport McMoran	First Quantum Minerals	First Quantum Minerals
Freeport McMoran	Hudbay Minerals Inc	Freeport McMoran	Freeport McMoran
Hudbay Minerals Inc	IGO Limited[a]	Hudbay Minerals Inc	Hudbay Minerals Inc
Independence Group	Jiangxi Copper Company	IGO Limited	IGO Limited
Jiangxi Copper Company	KGHM Polska	Jiangxi Copper Company	Jiangxi Copper Company
Kaz Minerals Plc[b]	Lundin Mining Corporation	KGHM Polska	KGHM Polska
KGHM Polska	Nickel Mines	Lundin Mining Corporation	Lundin Mining Corporation
Lundin Mining Corporation	Sandfire Resources	Nickel Mines	Nickel Industries[c]
Sandfire Resources	Zijin Mining Group	Sandfire Resources	Sandfire Resources
Taseko Mines		South32	South32
Zijin Mining Group		29Metals	29Metals

(a) Formerly Independence Group.
(b) Removed due to delisting following takeover by Nova Resources in 2021.
(c) Formerly Nickel Mines.

Are any changes to the LTI proposed for 2023?

Noting the addition of the ESG performance hurdle in 2022, no changes are proposed for 2023.

What happens to performance rights granted under the LTI when an Executive ceases employment?

If the Executive's employment is terminated for cause, all unvested performance rights will lapse unless the Board determines otherwise. In all other circumstances, unless the Board determines otherwise, a pro rata portion of the Executive's performance rights, calculated by reference to the portion of the performance period that has elapsed, will remain on foot. If and when these performance rights vest, shares will be allocated (or a cash equivalent amount will be paid) in accordance with OZ Minerals Limited Omnibus Incentive Plan Rules and any other conditions of grant.

What happens in the event of a change of control?

In the event of a takeover or change of control at OZ Minerals, the Board has the discretion to determine that the vesting of all or some of the performance rights should be accelerated. The treatment of performance rights in connection with the Scheme will be set out in the Scheme Booklet to be sent to shareholders in early March.

Is there any ability for the Company to 'clawback' LTI awards?

In the event of fraud, dishonesty, gross misconduct or material misstatement of the financial statements, the Board may make a determination that could include the lapsing of unvested performance rights, the forfeiture of shares allocated on vesting of performance rights, and/or repayment of any cash payment or dividends to ensure that no unfair benefit was obtained.

The Board can also adjust awards granted under the STI or LTI offers in the event that there is a catastrophic safety, environmental, or other event, in which an adjustment is warranted.

Does the Company have a policy in relation to margin loans and hedging at risk remuneration?

Under the Company's Securities Trading requirements, all Executives, Directors and Officers are prohibited from entering into financing arrangements where the monies owed to the lender are secured against a mortgage over OZ Minerals' shares.

The Company's Securities Trading Policy also prohibits Executives and employees from entering into any hedging arrangement over unvested securities issued pursuant to any share scheme, performance rights plan or option plan.

2.6 Remuneration consultants

The Board of Directors and the People & Remuneration Committee seek and consider advice from independent remuneration consultants to ensure that they have all of the relevant information at their disposal to determine Executive KMP remuneration. Remuneration consultant engagement is governed by internal protocols that set the parameters around the interaction between Management and consultants to minimise the risk of any undue influence and ensure compliance with the *Corporations Act 2001*.

Protocols

Under the protocols adopted by the Board and the People & Remuneration Committee:

- remuneration consultants are engaged by and report directly to the Board or the People & Remuneration Committee
- the Committee must, in deciding whether to approve the engagement, have regard to any potential conflicts of interest including factors that may influence independence such as previous and future work performed by the Committee and any relationships that exist between any Executive KMP and the consultant
- communication between the remuneration consultants and Executive KMP is restricted to minimise the risk of undue influence on the remuneration consultant
- where the consultant is also engaged to perform work that does not involve the provision of a remuneration recommendation, prior approval of the Board or People & Remuneration Committee must be obtained in certain circumstances where the consultant continues to be engaged to provide remuneration recommendations.

The Board and the People & Remuneration Committee use remuneration consultants' advice and recommendations from time to time. The Board makes its decisions after it considers the issues and the advice from the People & Remuneration Committee and consultants.

During 2022, SW Corporate was engaged to undertake market benchmarking for the Managing Director & CEO's remuneration, Executive KMP remuneration and for the Non-executive Directors' fees. In addition, SW Corporate provided insight on market practice for the information of the People & Remuneration Committee. The analysis and insight from SW Corporate was considered by the Board and People & Remuneration Committee in forming their views on remuneration matters. The work completed did not constitute a remuneration recommendation in accordance with the *Corporations Act 2001*.

3 Company performance and remuneration outcomes

Our remuneration framework is designed to reward Executives for the creation of value for our stakeholders. We recognise the importance of clearly demonstrating the link between business performance and value creation over time and Executive remuneration outcomes.

3.1 Company performance over time

Over time Executive performance rewarded via both Short Term and Long Term Incentives has reflected the year on year creation of value across a range of measures.

Table 4 – Company performance[a]

Measure[b]	2018	2019	2020	2021	2022
EBITDA – $ million	534.5	462.4	606.3	1,162	692.7
Net profit after income tax – $ million	222.4	163.9	212.6	530.7	207.3
Net cash inflow from operating activities – $ million	449.6	510.6	550.4	971	647.6
Basic earnings per share – cents	71.5	50.7	65.2	159.6	62
Share price at end of year – $	8.8	10.6	18.9	28.2	27.9
Dividend per share declared - cents	23	23	23	34	8[c]
Total Shareholder Return – %[d]	5.1	26.2	78.9	48.2	-0.1
Market Capitalisation - $ billion	2.84	3.11	6.25	9.4	9.3
Relative Total Shareholder Return – Percentile Ranking - %[e]	66.7	75.0	92.3	76.9	85.7
All-in Sustaining Cost – 'USc/lb'[f]	117.7	111	56.9	134.3	189.7
All-in Sustaining Cost – Quartile[g]	Q1	Q1	Q1	Q1	Q1

(a) Refer to the Financial Review section page 26 in the Directors' Report for a commentary on the consolidated results, including performance of the Consolidated Entity.
(b) Refer to the Financial Review section page 26 in the Directors' Report for a commentary on the consolidated results, including performance of the Consolidated Entity.
(c) Interim dividend of 8 cents per share paid in September 2022. The Board has not declared a final dividend for 2022 but intends to declare a special dividend of $1.75 per share in connection with the Scheme before the Scheme meeting, conditional on the Scheme becoming effective. Full details are set out in the Scheme Booklet to be sent to shareholders in early March 2023.
(d) Absolute TSR in the year.
(e) Relative TSR percentile ranking in the relevant comparator group for the three-year performance period ending in that year.
(f) Absolute AISC in the year.
(g) Quartile position AISC in the year as determined by data sourced from CRU.

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3.2 Company performance and STI outcomes for 2022

In keeping with prior years, the 2022 Company Goals (which represent 80 per cent per cent of the STI for the Managing Director & CEO and 50% for other Executive KMP) were set based on key company priorities that, in line with our value creation Strategy, are intended to drive value creation for all of our stakeholder groups.

A series of measures encompassing Shareholder Value, Government Value, Community Value, Supplier Value and Employee Value were set to ensure that Company performance is holistically assessed. The rating criteria for each measure is threshold (2), on-target (3) and maximum (5). Performance was tracked throughout the year and assessed at year end with a detailed review by the Board on delivery against set targets.

Shareholder Value

- In a challenging operating environment we achieved an EBITDA of $692.7 million against Flexed Plan of EBITDA of $1,167 million.
- 2022 CuEq production was 168kt against a Flexed production plan of 188kt, reflecting an underperformance of 20kt, or 11 per cent, just below the threshold hurdle.
- Significant progress on our growth strategy with the West Musgrave Copper Nickel project approved and now in construction.
- Material advances in our expansions at both Prominent Hill and Carrapateena.
- The acquisition of an option to acquire the Kalkaroo project in South Australia.
- Strong, operational performance at Pedra Branca, which ramped up ahead of schedule.

Government Value

- Endorsement and publication of the Carbon Roadmap.
- Development of the Carbon Offsets Plan which considers stakeholder value from a holistic perspective.
- In-situ recovery trials in Kapunda, established partnering with EnviroLeach.
- Scope 3 implementation plan complete, with an anticipated 45 per cent reduction in emissions from our charter flights.
- Emission reduction activities for Prominent Hill, Carrapateena, West Musgrave and Carajas incorporated into the 2023-27 Base Plan.

Community Value

- Development and implementation of an 'Educating the Next Generation' program (graduates, partnerships, community) with identified baseline metrics for year on year improvement.
- Ranked in the top quartile in five of the six indices on which we focus: MSCI = top 7% (AA), DJSI = top 14% (86th percentile), Sustainalytics = 11% (14/132), ISS = 20% (second decile), ACSI = second quintile (Detailed), FTSE 69%.

Supplier Value

- A 32% increase in on-time payments from the prior year moving from 57% to 75%.
- A fully autonomous roadmap supported by an end-to-end value chain model completed.
- Productivity uplifts resulting from automation case studies such as Smart Vision, IOT and EDGE Automation and Drill & Blast Automation.

Employee Value

- Rolling 12 month TRIFR of 6.99 against plan of 3.39.
- 14% improvement in total female workforce.
- 19% improvement in employee female leadership.
- Achievement of industry leadership in WGEA gender pay gap analysis.

Board's assessment of Corporate Performance Score

Although 2022 saw significant achievements, it was an operationally challenging year with adverse weather conditions, supply chain challenges and the ongoing impacts of COVID related absenteeism in the first half necessitating, in June, a downward revision to production and cost guidance for the first time in seven years. However, the adaptability of our culture and workforce enabled us to recalibrate performance and deliver against revised guidance including our highest group quarterly copper production on record in Q4 and delivery against Prominent Hill's original copper guidance for an eighth consecutive year.

Nevertheless, as a result of the challenges earlier in the year, our 2022 performance against the key financial metrics of EBITDA and Net Profit After Tax was below target. Further, our total recordable injury frequency rate (TRIFR) increased from 4.40 in 2021 to 6.99 in 2022 which is a disappointing outcome given our focus on safety and employee well being. Whilst there were a number of contributing factors including workforce turnover, challenging underground operating conditions and a ramp up in both greenfield and brownfield execution activities, a deterioration in TRIFR is not an acceptable trend. These outcomes are reflected in the Board attributing a score of zero for the EBITDA, production and safety components of the Company scorecard, and an overall rating of 2.18 out of 5 which is a reduction of approximately 36% on the prior year and in alignment with our philosophy on 'at risk' pay. The Board's assessment of achievements against the targets set for the year for each component of the Company Score is set out below.

Table 5 – Company performance indicators and outcomes 2022

Stakeholder Group	*Weighting*	*Target*	*Performance not achieved* 0	*Threshold Performance 50%* 2	*Target Performance 70%* 3	4	*Maximum Performance 100%* 5
Shareholder Value	25%	› Flexed EBITDA › Production (CuEq)					
Shareholder Value	15%	› Study execution and acceleration					
Government Value	15%	› Emissions reduction strategy					
Community Value	15%	› Partnering with our Communities › Zero land disturbances					
Supplier Value	15%	› On-time payments › Data enable the Supply Chain (inc Autonomous Roadmap)					
Employee Value	7.5%	› Safety – TRIF & Zero Fatalities					
Employee Value	7.5%	› OZWay Capability › Inclusion & Diversity					
	100%	Company KPI Performance Total Outcome: 2.18					

Outcome ● Not Achieved ● Partially Achieved ● Achieved ● Exceeded ● Threshold

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STI awards for KMP

The assessment of Company scores and individual outcomes resulted in the following % awards of STI to KMP.

Table 6 – STI award percentage for Executive KMP

Name	Company KPI Performance as per cent of maximum performance	Individual KPI Performance as per cent of maximum performance[a]	Overall Performance Outcome as per cent of maximum performance[b]
	%	%	%
Andrew Cole	41.3	77.5	49.0
Warrick Ranson	41.3	76.0	63.0
Matthew Reed	41.3	71.5	59.5
Bryan Quinn	41.3	82.0	70.0
Debbie Morrow	41.3	80.5	66.5
Mark Irwin[c]	0	0	0

[a] Individual KPI considers the assessment of Individual Goals and HWWT principles.
[b] Mr Cole's STI composition is 80 per cent Company and 20 per cent Individual. Remaining Executive KMP are 50 per cent Company, 25 per cent Individual, and 25 per cent HWWT.
[c] Mr Irwin ceased employment on 13 May 2022 and as per Plan Rules was not eligible for a 2022 STI award.

Details of STI payments made to Executive KMP in February 2022 are included in the table below:

Table 7 – STI payments to Executive KMP in 2022

Name	Total Payment	Maximum potential value of payment[a]	Percentage of maximum grant awarded	Percentage of maximum grant forfeited	Cash Payment (70%)	Performance Rights Payment (30%)
	$	$	%	%	$	$
Andrew Cole[b]	771,750	1,575,000	49.0	51.0	771,750	0 [b]
Warrick Ranson	422,100	670,000	63.0	37.0	295,470	126,630
Matthew Reed	371,875	625,000	59.5	40.5	260,313	111,563
Bryan Quinn[c]	320,178	459,288	70.0	30.0	224,125	96,053
Debbie Morrow[d]	157,013	234,411	66.5	33.5	109,909	47,104
Mark Irwin[e]	0	0	0	0	0	0

[a] The maximum potential value of payment represents the achievement of stretch target. The minimum potential value of the payments was nil.
[b] For the Managing Director & CEO Andrew Cole, the value of his deferred 2022 STI performance rights issue has been assessed at $231,525 which represents 30% of his total STI payment. If the Scheme becomes effective, this amount will be paid to Mr Cole in cash. If the Scheme does not become effective, subject to shareholder approval being obtained at a general meeting of the Company, this amount will be satisfied via an issue of performance rights in accordance with the Plan Rules.
[c] Mr. Quinn became KMP on 11 April 2022.
[d] Ms. Morrow became KMP on 15 August 2022.
[e] Mr Irwin ceased employment 13 May 2022, and as per Plan Rules was not eligible for a 2022 STI award.

Table 8 – Deferred STI awards on foot (30% of total STI award)

	Year	Total Value	Rights[a]	Service Period	Expiry Date	Vesting outcomes
Andrew Cole[b]						
	2022	$231,525	0	01/01/2023 - 31/12/2024	15/02/2025	Subject to Scheme[c]
	2021	$269,325	9,971	01/01/2022 - 31/12/2023	15/02/2024	Subject to Scheme
	2020	$357,615	18,029	01/01/2021 - 31/12/2022	15/02/2023	100% Vested
Warrick Ranson						
	2022	$126,630	4,535	01/01/2023 - 31/12/2024	15/02/2025	Subject to Scheme
	2021	$147,315	5,454	01/01/2022 - 31/12/2023	15/02/2024	Subject to Scheme
	2020	$152,856	7,706	01/01/2021 - 31/12/2022	15/02/2023	100% Vested
Mark Irwin[d]						
	2022	-	-	-	-	-
	2021	$142,200	5,265	01/01/2022 - 31/12/2023	15/02/2024	Subject to Scheme
	2020	$151,553	7,641	01/01/2021 - 31/12/2022	15/02/2023	100% Vested
Matthew Reed						
	2022	$111,563	3,996	01/01/2023 - 31/12/2024	15/02/2025	Subject to Scheme
	2021	$48,101	1,781	01/01/2022 - 31/12/2023	15/02/2024	Subject to Scheme
Bryan Quinn	2022	$96,053	3,440	01/01/2023 - 31/12/2024	15/02/2025	Subject to Scheme
Debbie Morrow	2022	$47,104	1,687	01/01/2023 - 31/12/2024	15/02/2025	Subject to Scheme

(a) The number of performance rights for 2022 were calculated by dividing 30 per cent of STI by $27.92 being the VWAP over the period 3 January to 31 January 2023.
(b) For the Managing Director & CEO, Andrew Cole, the value of his deferred 2022 STI performance rights has been assessed at $231,525. If the Scheme becomes effective, this amount will be paid to Mr Cole in cash. If the Scheme does not become effective, subject to shareholder approval being obtained at a general meeting of the Company, this amount will be satisfied via an issue of perfomance rights in acccordance with the Plan Rules.
(c) The Board has exercised its discretion for all of these outstanding Performance Rights to vest, subject to the Scheme becoming effective. If the Scheme does not become effective, the Performance Rights will remain on issue and will vest according to the existing vesting conditions, as determined by the Board.
(d) Mr Irwin ceased employment on 13 May 2022 and as per Plan Rules was not eligible for a 2022 STI award.

3.3 LTI performance and outcomes

Performance rights granted under the OZ Minerals LTI offers are granted for no consideration. Performance rights granted under the LTI offers carry no dividend or voting rights. One ordinary share in the Company will be allocated on vesting of a performance right. For grants from 2020 to 2021 the performance hurdles are relative TSR and AISC performance weighted at 70 per cent and 30 per cent respectively. From 2022 onwards the performance hurdles are:

Performance Hurdles	LTI Weighting
Relative TSR	60%
AISC	20%
Environment, Social and Governance	20%

In regard to the 2020 LTI offers, over the performance period of 1 January 2020 to 31 December 2022, the Company achieved top quartile performance against the 2020 Comparator Group with a relative TSR ranking (assessed independently by Orient Capital) of 85.71 percentile. As a result, the rTSR component of the LTI vested at 100 per cent in accordance with the vesting schedule.

The OZL average AISC across the 2020-2022 vesting period was 132.4 USc/lb, which is below the 25th percentile of the Average CRU AISC over the same period (133.9 USc/lb), confirming OZ Minerals continues to be a leading low cost producer. As a result, the AISC component of the LTI vested at 100 per cent vesting as per the conditions outlined in Table 9.

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Table 9 – 2020–2022 CY Average CRU All-in Sustaining Costs[a]

	US$/t	US$/t		USc/lb	USc/lb	USc/lb
Measure	**25th Percentile**	**50th Percentile**		**25th Percentile**	**50th Percentile**	**OZL**
2020 AISC	2,700	3,701	>>> Convert to lb @2204.62	122.5	167.9	56.9
2021 AISC	2,923	3,892		132.6	176.5	134.3
2022 AISC	3,230	4,441		146.5	201.4	189.7
Average AISC	2,951	4,011		133.9	182	132.4

[a] Source: CRU Global Copper Mine Database (at 17 January 2023).

The LTI awards history are detailed below:

Table 10 – LTI awards on foot

	Grant Date	Rights	Maximum value of grant $[a]	Weighted average fair value $[b]	Performance Period	Expiry Date[c]	Vesting outcomes
Andrew Cole	8 April 2022	58,312	1,734,782	17.93	01/01/2022 - 31/12/2024	15/02/2025	Subject to Scheme[d]
	1 April 2021	75,622	2,165,058	17.93	01/01/2021 - 31/12/2023	15/02/2024	Subject to Scheme
	17 April 2020	128,287	2,532,385	6.73	01/01/2020 - 31/12/2022	15/02/2023	100% Vested
Warrick Ranson	28 February 2022	22,325	664,169	17.99	01/01/2022 - 31/12/2024	15/02/2025	Subject to Scheme
	26 February 2021	27,678	792,421	16.26	01/01/2021 - 31/12/2023	15/02/2024	Subject to Scheme
	24 February 2020	49,519	977,505	6.71	01/01/2020 - 31/12/2022	15/02/2023	100% Vested
Matthew Reed	28 February 2022	20,826	619,574	17.99	01/01/2022 - 31/12/2024	15/02/2025	Subject to Scheme
	26 February 2021	14,752	422,350	16.26	01/10/2021 - 31/12/2023	15/02/2024	Subject to Scheme
Bryan Quinn	22 April 2022	19,229	572,063	17.74	01/01/2022 - 31/12/2024	15/02/2025	Subject to Scheme
Debbie Morrow	11 November 2022	7,811	232,377	20.54	01/01/2022 - 31/12/2024	15/02/2025	Subject to Scheme
Mark Irwin[e]	28 February 2022	2,586	76,934	17.99	01/01/2022 - 31/12/2024	15/02/2025	Subject to Scheme
	26 February 2021	12,431	355,900	16.26	01/01/2021 - 31/12/2023	15/02/2024	Subject to Scheme
	24 February 2020	37,775	745,678	6.71	01/01/2020 - 31/12/2022	15/02/2023	100% Vested

[a] The minimum value of each grant is nil. The maximum value of grant is calculated by applying the highest price of OZ Minerals' shares during the year in which the rights were issued (2022 at $29.75).

[b] The weighted average fair values were calculated proportional to the fair value of each hurdle. In accordance with the requirements of applicable Accounting Standards, remuneration includes a proportion of the notional value of performance rights as compensation granted or outstanding during the year. The notional value of performance rights granted as compensation is determined as at the grant date and progressively allocated over the vesting period. The amount included as remuneration is not related to or indicative of the benefit (if any) that individual Executives may in fact receive. The values were calculated by an external third party based on a Monte-Carlo simulation model.

[c] Expiry date does not consider holding lock periods.

[d] The Board has exercised its discretion for all of these outstanding Performance Rights to vest, subject to the Scheme becoming effective. If the Scheme does not become effective, the Performance Rights will remain on issue and will vest according to the existing vesting conditions, as determined by the Board.

[e] Mr Irwin's 2020, 2021 and 2022 LTI awards were adjusted in accordance with his cessation agreement. There have been no fair value changes for the awards.

3.4 Minimum shareholding requirement

All Executives and certain senior management are expected to accumulate and hold a minimum level of vested shares in OZ Minerals over a reasonable period. Table 11 shows the extent of compliance.

Name	Shareholding requirement (% TFR)	Shareholding (% TFR)[a]
Executive KMP		
Andrew Cole	100	2,437
Warrick Ranson	50	700
Matthew Reed	50	25
Bryan Quinn	50	15
Debbie Morrow	50	8

[a] Includes shares owned and exercisable and performance rights awarded where vesting is only contingent on a service condition being satisfied. Information at 31 December 2022 based on share price at that date. With expected levels of vesting of the deferred equity element of the STI and LTI, it is anticipated that all executive KMP should meet their minimum shareholding requirement within the required timeframe.

4 Executive KMP employment arrangements

Remuneration arrangements for Executive KMP are formalised in Executive Service Agreements. Each agreement provides for the payment of fixed remuneration, performance-related cash and equity bonuses under the STI, other benefits, and participation in the Company's LTI.

Table 12 – Current executive KMP key provisions

Name	Term of contract	2022 TFR $	Notice period	Termination benefit
Current				
Andrew Cole	Permanent – ongoing until notice has been given by either party.	1,050,000	› Twelve months' notice by the Company. › Six months' notice by Andrew Cole. › Company may elect to make payment in lieu of notice. › No notice period required for termination by Company for cause.	Twelve months fixed remuneration in the case of termination by the Company.
Warrick Ranson	Permanent – ongoing until notice has been given by either party.	670,000	› Three months' notice by either party. › Company may elect to make payment in lieu of notice. › No notice required for termination by Company for cause.	Nine months fixed remuneration in the case of termination by the Company.
Matthew Reed	Permanent – ongoing until notice has been given by either party.	625,000	› Three months' notice by either party. › Company may elect to make payment in lieu of notice. › No notice required for termination by Company for cause.	Nine months fixed remuneration in the case of termination by the Company.
Bryan Quinn	Permanent – ongoing until notice has been given by either party.	630,000	› Three months' notice by either party. › Company may elect to make payment in lieu of notice. › No notice required for termination by Company for cause.	Nine months fixed remuneration in the case of termination by the Company.
Debbie Morrow	Permanent – ongoing until notice has been given by either party.	620,000	› Three months' notice by either party. › Company may elect to make payment in lieu of notice. › No notice required for termination by Company for cause.	Nine months fixed remuneration in the case of termination by the Company.

Remuneration Report continued

5 Executive KMP Remuneration

Table 13 – Total rewards to Executive KMP as per Accounting Standards

		Short Term Benefits					Long Term Benefits					
		Salary, Fees & Allow-ances	Accrued annual leave[a]	Super-annuation[b]	Term-ination Benefits [c]	Short Term Incentive [d]	Other Long Term Benefits[e]	Value of perfor-mance rights[f]	Value of perfor-mance rights (STI deferred) [g]	Accounting Impact of Scheme[h]	Total remun-eration	Perform-ance Related
		$	$	$	$	$	$	$	$	$	$	%
Andrew Cole Managing Director & CEO	2022	1,025,570	53,400	24,430	-	555,421	36,417	1,087,807	286,155	842,264	3,911,464	70.9%
	2021	958,138	(10,754)	22,631	-	648,680	40,759	1,057,927	297,792	-	3,015,173	66.5%
Warrick Ranson CFO / Finance & Governance Executive	2022	645,570	24,871	24,430	-	303,176	31,328	394,429	142,267	334,399	1,900,470	61.8%
	2021	587,369	19,985	22,631	-	354,108	20,837	387,560	145,539	-	1,538,029	57.7%
Matthew Reed Operations Executive	2022	596,992	21,975	24,430	-	260,313	7,307	204,951	53,222	256,257	1,425,447	54.4%
	2021	189,108	11,047	5,892	-	112,237	2,082	27,900	16,034	-	364,300	42.9%
Bryan Quinn Strategy and Growth Executive[i]	2022	438,962	16,624	18,538	-	224,125	1,689	90,843	23,286	186,045	1,000,112	52.4%
		-	-	-	-	-	-	-	-	-	-	-
Debbie Morrow Projects Executive[j]	2022	223,224	4,082	12,646	-	109,909	272	25,662	8,121	81,516	465,432	48.4%
		-	-	-	-	-	-	-	-	-	-	-
Mark Irwin Projects Executive[k]	2022	221,639	(29,359)	20,215	580,847	7,641	(44,204)	116,558	145,318	-	1,018,655	26.5%
	2021[l]	577,369	9,255	22,631	-	341,080	24,791	400,480	138,608	-	1,514,214	58.1%
Total	**2022**	**3,151,957**	**91,593**	**124,689**	**580,847**	**1,460,585**	**32,809**	**1,920,251**	**658,369**	**1,700,481**	**9,721,580**	**41.3%**
Total	**2021**	**2,311,984**	**29,533**	**73,785**	**-**	**1,456,105**	**88,469**	**1,873,867**	**597,973**	**-**	**6,431,716**	**61.1%**

[a] Annual leave has been separately categorised and is measured on an accrual basis and reflects the movement in the accrual over the twelve month period. Any reduction in accrued annual leave reflects more leave taken/cashed out than that which accrued in the period.

[b] Represents direct contributions to superannuation funds. Amounts greater than the maximum superannuation level have been paid and included in cash salary.

[c] Termination benefits paid to Mr Irwin in accordance with cessation of employment arrangements. No other Benefits or Allowances paid to Executive KMP.

[d] For 2022 it includes the cash proportion of 2022 STI and the equivalent dividends paid for 2020 STI deferred.

[e] Represents the net accrual movement for Long Service Leave (LSL) over the twelve-month period which will only be paid if Executive KMP meets the required service conditions.

[f] The fair values were calculated as at the grant dates. In accordance with the requirements of applicable Accounting Standards, remuneration includes a proportion of the notional value of equity rights compensation granted or outstanding during the year. The notional value of equity rights granted as compensation which do not vest during the reporting period is determined as at the grant date and progressively allocated over the vesting period. The amount included as remuneration is not related to or indicative of the benefit (if any) that individual Executives may in fact receive. The values were calculated by an external third party based on a Monte Carlo simulation model.

[g] Reflects actual value of deferred STI, which is provided in the form of performance rights. The total value of the deferred STI is recognised proportionally over the period the Executive is required to provide service. For the Managing Director & CEO, Andrew Cole, the value of his deferred 2022 STI performance rights has been assessed at $231,525. If the Scheme becomes effective, this amount will be paid to Mr Cole in cash. If the Scheme does not become effective, subject to shareholder approval being obtained at a general meeting of the Company, this amount will be satisfied via an issue of perfomance rights in accordance with the Plan Rules.

[h] On 22 December 2022, OZ Minerals entered into a Scheme Implementation Deed with BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by way of scheme of arrangement under the Corporations Act 2001 (Cth) ('Scheme'). Subject to the Scheme becoming effective, all unvested performance rights (other than performance rights granted under the 2023 LTI offer to Executive KMP) will automatically vest and be exercised, with one OZ Minerals Share issued per performance right. If the Scheme does not become effective, the unvested performance rights continue on foot on their current terms. OZ Minerals Management must assess the likelihood of the Scheme becoming effective and the performance rights therefore automatically vesting and being exercised, and has determined that it is more likely than not that the Scheme will become effective. As such, share based payments have been calculated on the basis that the Scheme becomes effective and all of the performance rights (other than performance rights granted under the 2023 LTI offer to Executive KMP) vest and are exercised on Scheme effective date, with the cumulative impact of the revision to original estimates recognised in the income statement with a corresponding adjustment to equity.

[i] Mr Quinn became KMP on 11 April 2022.

[j] Ms Morrow became KMP on15 August 2022.

[k] Mr Irwin ceased employment on 13 May 2022. Mr Irwin's 2020, 2021 and 2022 LTI awards were adjusted in accordance with his cessation agreement. There have been no fair value changes for the awards. Termination benefits paid in accordance with cessation of employment arrangements.

[l] Retention Award cash component included under 'Other Long Term Benefits' and performance rights component under 'Value of Performance Rights' for Mr. Irwin.

6 Non-executive Director remuneration

6.1 Non-executive Director remuneration policy

Non-executive Director remuneration is reviewed annually by the Board. Non-executive Directors receive a fixed remuneration consisting of a base fee and additional fees for Committee roles. Consistent with best practice, Non-executive Directors do not receive any form of equity incentive entitlement, bonuses, options, other incentive payments or retirement benefits. As approved at the OZ Minerals General Meeting on 18 July 2008, the maximum fees payable per annum are $2.7 million in total.

All Directors (including the Chairman) are entitled to superannuation contributions (or cash in lieu thereof) in line with Australian Superannuation Rules calculated on base Board and Committee fees and are entitled to be reimbursed for travel and other expenses properly incurred by them in attending any meeting or otherwise in connection with the business or affairs of the Company, in accordance with the Company's constitution. The Chairman of the Board does not receive additional fees for being a member of any Board Committee.

Table 14 – Details of Board Fees in 2022

Fees per Annum (including super)	Chair $	Member $
Board	394,376	145,912
Audit	47,362	23,681
Sustainability	40,000	20,000
People & Remuneration	40,000	20,000
Nomination		12,500

6.2 Total fees paid to Non-executive Directors

In 2022, Non-executive Directors received $1.43 million (2021: $1.3 million) in total fees, compared to the maximum approved fees payable of $2.7 million.

Table 15 – Total remuneration paid to NEDs

		Board fees and cash benefits	Committee fees	Non- monetary benefits	Superannuation[a]	Total fixed remuneration
		$	$	$	$	$
Rebecca McGrath Chairman	2022	369,946	-	-	24,430	394,376
	2021	380,800	-	-	11,784	392,584
Tonianne Dwyer Non-executive Director	2022	132,347	57,761	-	19,485	209,593
	2021	132,345	49,671	-	17,745	199,761
Peter Wasow Non-executive Director[b]	2022	145,912	67,362	-	-	213,274
	2021	141,947	61,193	-	4,724	207,864
Charlie Sartain Non-executive Director	2022	132,347	69,099	-	20,647	222,093
	2021	132,345	49,671	-	17,745	199,761
Richard Seville Non-executive Director	2022	132,347	36,282	-	17,283	185,912
	2021	132,345	30,952	-	15,914	179,211
Sarah Ryan Non-executive Director[c]	2022	145,912	56,181	-	-	202,093
	2021	91,068	24,479		-	115,547
Total	**2022**	**1,058,811**	**286,685**	**-**	**81,845**	**1,427,341**
	2021	**1,010,850**	**215,966**	**-**	**67,912**	**1,294,728**

[a] Represents direct contributions to superannuation funds. Any amounts greater than the superannuation maximum contribution base have been paid and included in board fees and cash benefits.

[b] Mr Wasow has established a Superannuation Guarantee Employer Shortfall Exemption Certificate to reduce his superannuation contribution with OZ Minerals.

[c] Ms Ryan has established a Superannuation Guarantee Employer Shortfall Exemption Certificate to reduce her superannuation contribution with OZ Minerals. Ms Ryan became an Independent NED on 17 May 2021.

Remuneration Report continued

6.3 Minimum shareholding requirements Non-executive Directors

Non-executive Directors are required to accumulate and maintain a holding in OZ Minerals' shares that is equivalent to at least 100 per cent of the Non-executive Directors base fee (calculated on the purchase price of shares) within five years from the date of appointment as a Director or as a Chair.

Table 16 – NED Minimum Shareholding Requirements in 2022[a]

Name	Shareholding (% of annual base fee)[b]	Deadline
NED		
Rebecca McGrath	121	24/05/2022
Tonianne Dwyer	112	22/03/2022
Peter Wasow	130	01/11/2022
Charlie Sartain	478	01/08/2023
Richard Seville	157	01/11/2024
Sarah Ryan	139	17/05/2026

[a] Information at 31 December 2022.
[b] Calculated as the total amounts paid per Share divided by the directors' annual base fees.

7 Equity instrument disclosure relating to KMP

The movement in the number of shares held by each KMP during the year is set out below:

Table 17 – NED and Executive KMP shareholdings

	Balance at 1 January 2022 or date becoming KMP	Shares acquired on exercise of rights	Net other movements	Balance at 31 December 2022 or date ceasing to be KMP
Non-executive Directors				
Rebecca McGrath	52,292	-	4,000	56,292
Tonianne Dwyer	19,900	-	-	19,900
Peter Wasow	20,000	-	-	20,000
Charlie Sartain	80,000	-	-	80,000
Richard Seville	11,665	-	5,085	16,750
Sarah Ryan	8,500	-	-	8,500
Executive KMP				
Andrew Cole	607,831	163,589	-	771,420
Warrick Ranson	62,745	68,111	- 28,000	102,856
Matthew Reed	-	-	-	-
Bryan Quinn	-	-	-	-
Debbie Morrow	-	-	-	-
Total	**862,933**	**231,700**	**- 18,915**	**1,075,718**
Information Only				
Mark Irwin	63,700	64,793	- 99,150	29,343

Table 18 – Executive KMP performance rights holdings

	Balance at 1/01/2022	Granted as remuneration [a]	Value of rights granted[b]	Vested	Exercised	Value of rights vested[c]	Lapsed[d]	Balance at 31/12/2022	Vested & Exercisable[e]
			$			$			
Andrew Cole	385,527	68,283	1,314,859	146,316	163,589	4,034,912	-	290,221	146,316
Warrick Ranson	153,014	27,779	548,942	57,225	68,111	1,578,077	-	112,682	57,225
Matthew Reed	14,752	22,607	422,761	-	-	-	-	37,359	-
Bryan Quinn	-	19,229	341,122	-	-	-	-	19,229	-
Debbie Morrow	-	7,811	160,438	-	-	-	-	7,811	-
Mark Irwin[f]	166,762	26,257	519,846	45,416	64,793	1,252,423	(62,528)	65,698	45,416
Total	**720,055**	**171,966**	**3,307,969**	**248,957**	**296,493**	**6,865,413**	**(62,528)**	**533,000**	**248,957**

[a] Does not include performance rights from the 2022 STI that will be granted. Table 8 contains details of rights granted subsequent to year end.
[b] The value of performance rights granted represents the sum of LTI: performance rights issued during the year multiplied by the fair value per instrument at grant date as set out in table 10, performance rights issued under the Retention Plan during the year multiplied by the fair value of each instrument at grant date as set out in table 10, and the total value of STI awards for the 2021 STI for which performance rights were issued in February 2022.
[c] Value of rights vested calculated as number of rights vested times VWAP over the period 1 December to 30 December 2022 ($27.58).
[d] Forfeiture of Mr Irwin's performance rights on cessation of employment.
[e] Rights vested and exercisable are considered in the Balance at 31 December 2022. They represent rights which vested on 31 December 2022 for which shares are issued in early 2023.
[f] Mr Irwin ceased to be KMP on 13 May 2022.

8 Other transactions with Executive KMP or NEDs

There were no loans made to Executive KMP, NEDs or their related parties during the year. There were no other transactions between the Company and any Executive KMP, NEDs or their related parties other than those within the normal employee, customer or supplier relationship on terms no more favourable than arm's length.

Sustainability Review

1. 2022 sustainability reporting & disclosures

For 2022, we have adopted a new format for our Sustainability reporting, reflecting contextual changes including stakeholder expectations and our macroenvironment. Our Sustainability Review focuses on our 2022 performance and activities, such as our Stakeholder Value Creation Metrics, Strategic Aspirations, and material sustainability topics, including risks (opportunities and threats) at OZ Minerals. The Review is accompanied by broader disclosures regarding our approach to managing material sustainability topics and supporting performance data available in the Sustainability section of our website. The new format builds on our history of reporting our sustainability performance, which we commenced in 2008 as a separate report. In 2016, we combined our disclosures into a single Annual & Sustainability Report to demonstrate the interconnectivity and interdependency of sustainability with Company performance. Stakeholder value creation is the centre of our Company Strategy and the lens through which we view sustainability.

Our 2022 Sustainability Review covers the performance of our Australian assets Prominent Hill, Carrapateena, and West Musgrave (WMP)[1], and our Brazilian assets in the Carajás Province.

1.1 Structure of our 2022 Sustainability reporting & disclosures

SUSTAINABILITY REVIEW	SUSTAINABILITY SECTION OF OUR WEBSITE
2022 sustainability performance and activities › **Sustainability the OZWay** – approach, materiality assessment, external recognition › **Social** – safety, workforce, culture, host communities › **Environment** – decarbonisation and emissions, waste, tailings, water, land & biodiversity	**Management approaches and detailed disclosures** › Governance › Social performance management › Environmental management **Sustainability data** 2022 performance data and basis of preparation

2. Sustainability the OZWay

Value creation for our six stakeholder groups is at the centre of our Strategy (see page 8). The OZWay embeds the concept of value creation across our Company via our governance systems and processes, how we conduct our business activities, and manage risk while delivering performance across our devolved operating model to exceed stakeholder expectations (see page 8 of Annual Report for further overview of The OZWay).

Our Strategic Aspirations (see page 9) paint an ambitious and motivational picture of the future we strive to achieve for our people and other stakeholders. They help focus our work on a few high-impact activities under each element of our Strategy in pursuit of our Purpose: Going beyond what's possible to make lives better.

Sustainability is embedded across The OZWay through our Strategic Aspirations, organisational model, and our governance systems and processes, including our Board Sustainability Committee, Stakeholder Value Creation Policies, Global Process and Performance Standards, and Stakeholder Value Creation Metrics (see page 5). This ensures sustainability is part of OZ Minerals as a Modern Mining Company focused on Modern Minerals. Our 2022 Sustainability Review discusses how the elements of sustainability align across our Stakeholders.

1. WMP is not yet operational, and data and reporting are therefore limited.

2.1 Strategic Aspirations and Stakeholder Value Creation Metrics

Our Strategic Aspirations are just that, 'aspirational'. They paint an ambitious and motivational picture of the future we strive to achieve for our people and other stakeholders. While they may not always be achieved and may be dependent on matters outside our control, we have found that aiming high helps us achieve beyond what most would think possible. Our Strategic Aspirations help focus our work on a few high-impact activities under each element of our Strategy (see page 8).

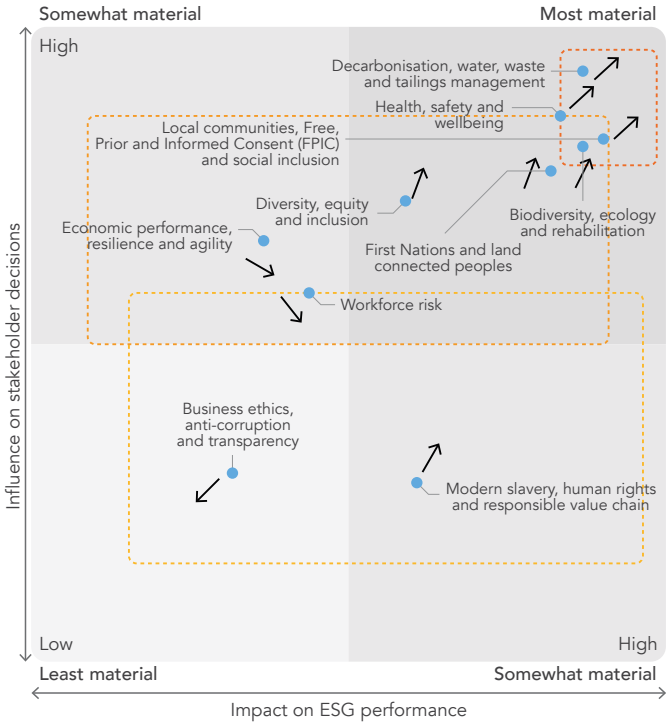
Our Stakeholder Value Creation Metrics (SVCMs) provide our six Stakeholder Groups transparency on how we are creating value (see page 5). The SVCMs also support our approach, performance, and our focus across material sustainability topics including: safety, health and wellbeing, governance, socio-economic contribution, emissions and energy, stakeholder engagement, human rights, cultural heritage, water and waste, land and biodiversity, diversity, equity and inclusion (DEI), and culture.

2.2 Materiality Assessment

Our annual Materiality Assessment identifies the topics most important to our Stakeholders and our Performance. Outcomes of the Materiality Assessment allow us to better understand our context and inform the choices that drive delivery of our Strategy, our Work and Performance.

Our 2022 Assessment demonstrated that environmental and social topics are most material, alongside health, safety and wellbeing (figure below). Business ethics and economic performance decreased in materiality in 2022 compared with previous years.

2.2.1 2022 Materiality matrix



3. External recognition, commitments and benchmarking

Maintained our 'AA' rating, sitting within the top seven per cent of Metals and Mining – Non-precious metals companies.

MSCI

We retained our 'C' score, sitting in the second decile.

ISS ESG

Our overall ESG risk rating was decreased to 26.7 (Medium) in 2022, well ahead of the global diversified metals industry average of 44.3. This was alongside an increase of 4.7 in our risk management score to 64.4 (High).

SUSTAINALYTICS

Our score decreased by 0.3, placing us in the 69th percentile in the Basic Materials, General Mining subsector.

FTSE Russell

Our overall score was 53 in 2022, an increase of six from 2021. We now sit in the 86th percentile within the Metals and Mining Industry in the S&P Global Corporate Sustainability Assessment (CSA).

S&P Global

Number 1 in Mining Industry for Gender Pay Equity (WGEA Compliance Report 2021 - 2022)

Workplace Gender Equality Agency

We remained in the second-to-top quintile (Detailed) in 2022.

ACSI

Work 180 Employer of Choice for Women

WORK 180

4. Social

Material topics: Free, Prior and Informed Consent, First Nations heritage, diversity and inclusion, health and safety

Strategic Aspirations: Partnering

SVCMs: Safety, workforce engagement, inclusion, diversity, partnering, social contribution, grievances, heritage incursions, human rights incidents

4.1 Performance Standards

We aim to be welcome in the communities and regions that host our operations, and we endeavour to engage in genuine partnerships with local communities, suppliers, and all levels of government where we share opportunities and work collaboratively on threats and opportunities to achieve our common goals. First Nations Peoples and local land-connected peoples, as well as our host communities, rely on OZ Minerals to act with transparency and build sustainable partnerships based on trust and collaboration that helps us understand the impact of our activities. These partnerships deliver long-term benefits, maximising opportunities and minimising negative effects.

Our Global Social Performance Standards set out the minimum requirements for our Workforce and Suppliers to manage threats associated with specific activities or tasks, and to identify opportunities that have the potential to drive value creation for both OZ Minerals and the communities in which we operate, and wish to be welcome. These Standards are guided by the OECD Guidelines for Multinational Enterprises and align with the United Nations frameworks for human rights including:

- the UN Universal Declaration of Human Rights
- the UN Guiding Principles on Business and Human Rights; and
- the UN Declaration on the Rights of Indigenous Peoples

All statutory and legal requirements must be met, however, our Social Performance Standards impose additional requirements for stakeholder engagement and assessing and managing threats and opportunities arising from our operations. This includes how we manage heritage, land access, acquisition and resettlement as well as other human rights issues. For more information on our Social Performance Standards see (ozminerals.com/en/how-we-work/performance-standards).

As part of our Strategy (ozminerals.com/en/who-we-are/our-strategy), we prioritise Partnering relationships with our Communities that enhance education opportunities and build resilience and capability in ways that support the following UN SDGs:

- Goal 4: Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all
- Goal 8: Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all
- Goal 9: Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation
- Goal 16: Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels

For more information on how we partner, see ozminerals.com/en/how-we-work/partnering-with-communities/how-we-engage.

Sustainability Review continued

4.2 Safety & Wellbeing

At OZ Minerals safety is everyone's responsibility. We strive to create a culture where everyone is empowered to act. Our Global Safety, and Health and Wellbeing Performance Standards guide our approach to managing physical and psychosocial risks associated with mining activities and support us in protecting the safety of all parties undertaking work at our Assets, Corporate Functions and remote locations.

We are committed to preventing workplace injuries and illnesses through continuous monitoring of key indicators. We investigate all safety incidents and implement corrective actions upon thorough investigation. The Learning Through Incidents and Risk Management Process Standards set out the process for identifying, evaluating and reporting incidents, including those pertaining to physical and psychosocial safety.

Incidents and near misses are rated internally against potential or actual consequence and likelihood. Every incident is also assessed for its impact on our six stakeholder groups. All significant safety incidents (actual or potential) are investigated thoroughly using the Incident–Cause–Analysis Method (ICAM).

The Board oversees our approach to managing safety risks through the Sustainability Committee. Our Global Safety Performance Standards are designed to be in line with the statutory requirements of the jurisdictions in which we operate at a minimum and guide our approach to risk evaluation.

2022 SNAPSHOT

- TRIFR of 6.99 per million hours worked, an increase of 2.59 from year prior
- Company-wide Stop for Safety Day, see case study
- Zero fatalities

CASE STUDY
STOP FOR SAFETY 2022

In August a company-wide Safety Stop was held across OZ Minerals following an increase in safety related incidents within a short period.

The day consisted of a series of interactive sessions held both in-person and virtually on how to achieve better safety outcomes. These included reviews of workplace hazards, area inspections and clean up activities, update of Work Life Plans, leader storytelling and team commitments to safety and wellbeing supported by incident trend and Pulse data (anonymous workforce feedback tool). We also held safety circles to share de-identified incidents of harassment and build 'upstander' capability.

4.3 Workforce SVCMs

Our employees, contracting partners and contingent workforce are essential to the development and operations of OZ Minerals. They allow us to put our Purpose into action and drive value creation for all our Stakeholders.

Stakeholder Value Creation Metrics

- **SAFETY PERFORMANCE**
- **WORKFORCE ENGAGEMENT**
- **INCLUSION**
- **DIVERSITY**

We want to have an inclusive and diverse workplace that recognises everyone's value and creates opportunities for everyone to fully contribute and thrive. Our approach is designed to drive cultural change through building inclusive systems, symbols, mindsets and behaviours, underpinned by How We Work Together Principles. This is embedded through People Process Standards and inclusive talent practices to counteract the risk of unconscious biases, Health and Wellbeing Performance Standards, OZWay Capability and Leadership programs. We also track lag and lead indicators of diversity and inclusion, and focus on continuing to mainstream flexible working practices through Work Life Plans. We have an annual calendar of Inclusion and Diversity events such as International Women's Day and NAIDOC week. We regularly track progress around the experiences of our workforce through our independent workforce Pulse survey conducted every quarter.

CASE STUDY
GENDER PAY EQUITY

As part of our 2022 Salary Review we undertook a compa-ratio review of Gender Pay Equity at Pay Level, (not just 'like for like' roles) reducing our Gender Pay Gap from 2.3% to 0.9% for all OZ Minerals Australian Employees. We also updated our controls to systematise gender pay equity across the employee life cycle (hiring, promotions, annual review etc). Our 2021-22 WGEA Annual Compliance Report indicated OZ Minerals is number 1 in our Industry for Gender Pay Equity.

4.4 Culture

2022 SNAPSHOT

- WGEA Report 2021 - 2022 identified OZ Minerals as #1 in the mining industry for gender pay equity
- Increased overall leadership gender balance from 20.7% to 23.7%
- Increase in females in leadership from 18.6% to 22.1%
- Achieved 40:40:20 gender target for Board and Executive
- Executive LTI goals now carry 20% weighting on performance against ESG indices (Section 3, ESG benchmarking)

Our commitment to prioritising the safety, health and wellbeing of our Workforce includes ensuring our work environment is physically and psychologically safe and everyone feels respected and included. At the heart is our How We Work Together principles and behaviours of caring for each other, looking after our own health and wellbeing and supporting others to do the same, and questioning behaviours that are not aligned with How We Work Together.

The recent attention on challenges of sexual harassment and bullying in our industry are a powerful reminder that we must continue to focus on building a culture of care and respect. We are identifying and assessing both physical and psychosocial risks and hazards and putting in place plans to address these.

We measure our success using a series of Stakeholder Value Creation Metrics (SVCMs).

We have zero tolerance for harassment, bullying and discrimination in all its forms. In 2022 we took a number of actions to strengthen our controls and systematise zero tolerance into our operations. This includes:

- CEO conversation circles to listen directly to workforce experiences of respect and inclusion (what is working well and where we can improve).
- Increase in females in leadership from 18.6% to 22.1%.
- Incidents involving behaviour which may result in prolonged physical or psychological harm to member(s) of the workforce are treated as significant incidents.
- Sharing de-identified incidents through CEO broadcasts and safety circles on site to reinforce behavioural expectations and learning.
- Building capability in how to be an 'upstander' vs a bystander and proactively intervene early if people see or experience something that makes them or others feel uncomfortable.
- Strengthening our Code of Conduct, Speak up and Incidents Process Standards and Global Health and Wellbeing Performance standards.
- Strengthening lag and lead indicators in our Pulse survey to measure effectiveness of our controls.
- Independent audit of our two Australian site facilities, processes and policies to identify opportunities to strengthen controls aligned to our commitment to safe, respectful work environments.
- We are in the process of training and establishing a Safe Space Network as an additional channel to support people who have seen or experienced inappropriate workplace behaviours (partnering with Blue Knot National Centre of Excellence for support for people impacted by trauma).

This work supports OZ Minerals' pursuit of UN Sustainable Development Goal number 5, Achieve gender equality and empower all women and girls.

4.5 Community SVCMs

At OZ Minerals, we measure the value we create for our Communities through our approach to Social Performance with a set of metrics, our SVCMs, that help us understand and learn from our activities and their impacts (see page 5).

Community SVCMs

In 2022 we undertook a review of Community SVCMs to ensure that the Company is aiming high to achieve its targets and to collect rich data on emerging patterns and areas for learning and growth to support our Strategic Aspirations.

4.5.1 How we engaged in 2022

We work to protect and respect country and culture by supporting the principles of Voice, Treaty and Truth and support the effort being made to achieve National Reconciliation. In 2019, we engaged in extensive consultation with our Traditional Owners with respect to the need for a collective company Reconciliation Action Plan (RAP). It was their view that our Partnering Agreements superseded a RAP. These agreements enshrine our commitment to work in the spirit of shared value and mutual obligation and inform the management of our production Assets' specific Native Title Mining Agreements.

OZ Minerals recognises the collective rights of First Nations Peoples to self-determine and decision-make in regard to their lands and waters. This is the principle that underpins our work to ensure Free, Prior and Informed Consent. For more information on how we engage with Communities, develop Agreements and ensure that Free, Prior and Informed Consent is granted, see ozminerals.com/en/how-we-work/partnering-with-communities/how-we-engage.

Examples of successful partnerships undertaken in 2022 can be found at ozminerals.com/en/where-we-work.

Sustainability Review continued

Where issues arise with our Community partners, we have robust processes to ensure these incidents are recorded, heard and responded to in a timely manner. These include processes for assessing and responding to human rights incidents, heritage incidents and community grievances. For more information on these processes see ozminerals.com/en/how-we-work/partnering-with-communities/how-we-engage.

In 2022 there were zero significant/material human rights incidents and zero significant/material cultural heritage breaches. One grievance was recorded at Carrapateena relating to a concern about an increased risk of Foot and Mouth Disease impacting local pastoral operations due to the disease's spread in Asia. The grievance was responded to by being recorded in the Critical Risk Management portal, a risk assessment was undertaken and stakeholder communications were immediately initiated. This included the development of an infectious diseases protocol which was communicated to the workforce.

4.5.2 How we invested in 2022

Our social investment decisions expand our community efforts beyond our immediate sphere of influence and allow us to develop sustainable legacies. This year, we contributed a total of $1.58 million in community support. We work to ensure that our decisions are defined, driven, informed by the needs of the community and provide long-term benefits. To learn more about how we invest in our communities visit ozminerals.com/en/how-we-work/partnering-with-communities/social-investment.

Our Educating the Next Generation Program was redeveloped in 2022. The Program reflects what is front and centre of our Strategy – creating value for stakeholders – and through it, we have developed a number of partnerships to support our Communities. The Program now integrates OZ Minerals' support through funding, internships, STEM innovation projects and volunteer and mentoring opportunities for our Workforce. The funding arm of this Program is being delivered through partnerships with The Clontarf Foundation, Shooting Stars and The Smith Family totalling $900,000 over the next three years as well as an ongoing contribution to the Royal Flying Doctor Service of $150,000 per year.

In 2022 we continued our COVID-19 Stakeholder Support Fund established at the onset of the pandemic. This year, the Fund contributed $150,000 to Foodbank SA for support of food security and supply issues arising from the pandemic.

Additionally, ad hoc sponsorship initiatives are undertaken by the Corporate centre and at each Asset. In developing social contribution initiatives, we seek to avoid creating dependency. Instead, we strive to support organisations or projects in achieving self-sustaining outcomes so communities close to our operations benefit from our presence. For more information on sponsorship guidelines, including priority areas for support (ozminerals.com/en/news/sponsorship).

In 2022 OZ Minerals supported initiatives to the value of $145,000.

In addition, OZ Minerals is a member of associations including the South Australian Chamber of Mines and Energy (SACOME), Association of Mining Exploration Companies (AMEC), United Nations Global Compact (UNGC), Committee for Economic Development of Australia (CEDA), Australia-Latin America Business Council (ALABC), Work180, Diversity Council of Australia, Pride in Diversity, Parents at Work and International Copper Association Australia (ICAA).

In 2022 OZ Minerals undertook a review and due diligence of industry association and memberships for alignment with our Stakeholder Value Creation Metrics. No material misalignments were identified. OZ Minerals has developed Membership Principles, linking them to our existing Anti Bribery and Corruption Global Process Standards which sets out our zero tolerance for donations to political parties, organisations or any political official on behalf of OZ Minerals.

2022 SNAPSHOT

- Carrapateena human rights gap analysis completed
- Review of modern slavery internal and external capability for enhancement
- Australian supplier-wide communication from CEO on our human rights position
- Brazil human rights capability campaign

4.6 Human Rights

At OZ Minerals, we aim to advance and promote human rights throughout our value chain. We have zero tolerance of human rights abuse and modern slavery and expect this of our Workforce, Suppliers and partners. Our Human Rights Global Performance Standard (ozminerals.com/en/how-we-work/performance-standards) is guided by national and international guidelines, including:

- UN Guiding Principles on Business and Human Rights
- Universal Declaration on Human Rights
- Voluntary Principles on Security and Human Rights (VP)
- International Labour Organisations (ILO) Conventions on child labour and freedom of association
- International Council on Mining and Metals (ICMM) Principles
- *Australian Modern Slavery Act 2018 (Cth).*

In addition to our Human Rights Performance standard we also manage human rights issues through dedicated actions for our workforce culture, safety, heritage management and land disturbance standards.

In 2022 we continued progressing our Modern Slavery Plan, which included continuing high risk supplier due diligence and program enhancements via capability review of existing training modules.

In 2022 we did not identify any direct instances of modern slavery in our global Assets. OZ Minerals and multiple cross industry users in Australia were indirectly exposed to modern slavery in the rubber gloves supply chain in 2022. This exposure was a national issue and triggered further due diligence in collaboration with impacted suppliers (as distributors). This incident is currently being actively monitored as part of our ongoing modern slavery program. For further information on OZ Minerals' approach to modern slavery, see the company's 2021 Modern Slavery Statement (ozminerals.com/en/working-with-us/modern-slavery-statement). The 2022 Modern Slavery Statement will be published later in 2023.

In 2022 the key human rights focus areas included an externally facilitated audit of the threat of 'Occurance of Human Rights Breach'. This informed ongoing developments to the Carrapateena Human Rights Management Plan. Brazil commenced human rights capability enhancements including harassment, discrimination and First Nations heritage. At the West Musgrave Project (WMP), whilst still in greenfield state, the focus remained on cultural heritage approvals, community and First Nations engagement ozminerals.com/en/where-we-work/west-musgrave.

5. Environmental performance

- **Material topics:** Decarbonisation, water, waste and tailings management, biodiversity, ecology and rehabilitation
- **Strategic Aspirations:** Decarbonisation and traceability, closure, waste and water
- **SVCMs:** Emissions, energy, water, waste, land and biodiversity

Together with our Stakeholders, we depend on the natural environment. As a Modern Mining Company, we recognise our global operations inherently impact the environment and our Stakeholders. We remain committed to exceeding the expectations of our Stakeholders through how we manage our interactions with the environment, our practices and Standards, compliance with statutory and regulatory requirements, reduction of our impact, and regeneration and rehabilitation of the land and ecosystems which support our business and our Stakeholders. For a detailed overview of our approach to environmental management, see the Environmental Performance section of our website.

No regulatory non-compliances were identified for the reporting period at any of our operations, however a reportable spill occurred at Carrapateena, a seepage of saline water which impacted vegetation. This was reported to the South Australian regulator consistent with statutory requirements.

5.1 Climate change, decarbonisation and air emissions

2022 SNAPSHOT

- First year of Decarbonisation Roadmap delivery
- Final Investment Decision to proceed with our WMP which will be one of the lowest emissions intensity nickel mines globally
- FY22 emissions:
  Scope 1 95,387 tCO_2-e, 0.7% increase
  Scope 2 230,651 tCO_2-e, 7.7% decrease
  Scope 3 557,847 tCO_2-e

This section provides an overview of our 2022 performance and activities. More detailed disclosures aligned to the Recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) can be found on our website (ozminerals.com/en/how-we-work/performance-standards/climate-statement).

5.1.1 Climate change & decarbonisation

Our Assets continued to execute detailed Decarbonisation Plans in 2022 to implement and deliver against our Decarbonisation Roadmap (ozminerals.com/en/how-we-work/performance-standards/climate-statement). At Carrapateena and Prominent Hill, progress has been made on construction of the electric materials handling systems and to execute trials of electrified concentrate haulage, loaders and light vehicles (LVs) throughout 2023. Our Brazil team developed a greenhouse gas inventory across Scope 1, 2 and 3 emissions[2], from which they developed a Decarbonisation Plan for their operating context. In 2022 we announced FID to proceed with our West Musgrave Project which will be one of the lowest emissions intensity nickel mines globally.

Reflecting these developments, our Company Strategy was updated to focus on Modern Minerals, uniquely placing us to capitalise on the growing demand for the modern minerals that are integral to the multi-decade electrification and decarbonisation transition (page 8).

In 2022, we revised our approach to climate risk management to identify major enterprise risks for the Company, known as Context Risks (page 30). Climate change, encompassing both physical and transition risk (opportunities and threats), is identified as a Context Risk, owned by the Corporate Affairs Executive. Transition risks are managed by key Corporate roles including Sustainability and Strategy, as well as dedicated Asset roles overseeing the implementation of decarbonisation initiatives consistent with our Decarbonisation Roadmap. Specific physical climate-related risks have been identified as potential threats to our operational performance and are captured by our Assets as Performance Risks.

2. Brazil greenhouse gas inventory was prepared in alignment with Programa Brasileiro GHG Protocol and Greenhouse Gas Protocol requirements.

Sustainability Review continued

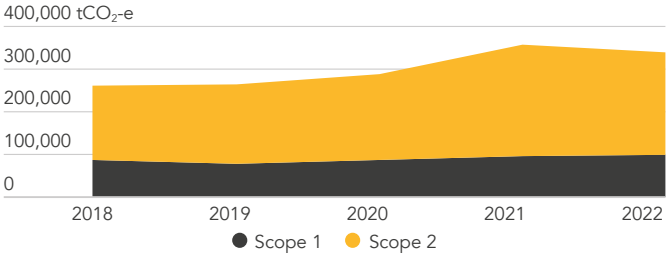
We also undertook a climate risk assessment of the Basis of Design for our Carrapateena Expansion. This builds on the physical risk assessments of our Assets in previous years (see 2021 Annual and Sustainability Report). The results of this assessment showed the current design to be resilient to physical risks (threats) under extreme climate change scenarios, with no Material threats identified[3].

To support delivery of our net zero commitments and potential exposure to changing government policy settings, we have developed an Offsets Plan. The Plan is centred on value creation for our Stakeholders through the use of offsets and informs how we meet our abatement requirements and ensure integrity. Key elements of the Plan include working with Stakeholders to develop opportunities for new offsets projects and building our offsets portfolio based on our operating locations as well as other jurisdictions.

We have developed a Reduction Plan for Scope 3 emissions which focuses on engaging our Suppliers and value chain partners, including our Customers, to identify opportunities to collaborate to reduce Scope 3 emissions.

In 2022, our total Scope 1 emissions were 95,387 tCO_2-e, increasing 0.7 per cent from FY21, consistent with the expected trajectory of our Decarbonisation Roadmap. Our Scope 2 emissions decreased over the same period by 7.7 per cent to 230,651 tCO_2-e, despite an increase in energy consumption. This was largely due to a significant decrease in the emissions intensity of the South Australian electricity grid[4], attributable to increased renewable penetration of approximately 67.5 per cent[5] in 2022.

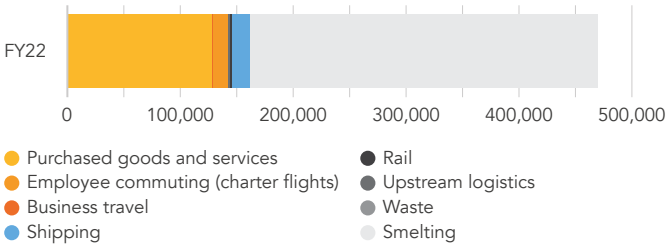
GHG Emissions - Scope 1 & 2 (tCO_2-e)



We re-baselined our Scope 3 emissions in 2022 (Figure below), which totalled 557,847 tCO_2-e. This increase was due primarily to a greater amount of smelting associated with our product. We also analysed our purchased goods and services in more detail which led to higher emissions for this category.

At the same time, we are on track to achieve several reductions in Scope 3 emissions. Through moving to smaller aircraft for commuting to our mines and scheduling enhancements, we are anticipating a 45 per cent reduction[6] in emissions from our charter flights. We have also made changes to our inbound logistics movements at Carrapateena which we estimate has reduced Scope 3 emissions by 10 per cent.

OZ Minerals' Scope 3 Emissions Profile (tCO_2-e)



5.1.2 Air emissions

In 2022, Prominent Hill successfully completed trials applying dust suppression additives to the site access road and underground mining environment. In addition, speed restrictions were implemented along sections of the access road stocked with livestock. Together, the trials have reduced the impacts of dust on air quality on both the surface and underground and on local livestock neighbouring the operation.

Our Australian Assets, Prominent Hill and Carrapateena, anually report emissions of air pollutants via the National Pollutant Inventory (NPI). In FY22, emissions of carbon monoxide and oxides of nitrogen increased at Carrapateena, consistent with the increase in diesel consumption, while the inverse occurred at Prominent Hill. No emissions to surface water were identified at either Asset, while all emissions to land (including groundwater) decreased at Carrapateena and increased at Prominent Hill, reflecting the change in water volume in tailings slurry at each Asset respectively.

3. Refer to 2022 TCFD disclosures for details of the risk assessment.
4. Compilation No. 14 (July 2022), National Greenhouse and Energy Reporting (Measurement) Determination 2008.
5. OpenNEM.
6. Estimated reduction over full financial year. Aircraft and scheduling change commenced in June 2022.

5.2 Non-mineral & mineral waste

2022 SNAPSHOT

- New Strategic Aspiration to eliminate waste and water from non-renewable sources in all our processes
- Enhancements in data capture via SVCMs

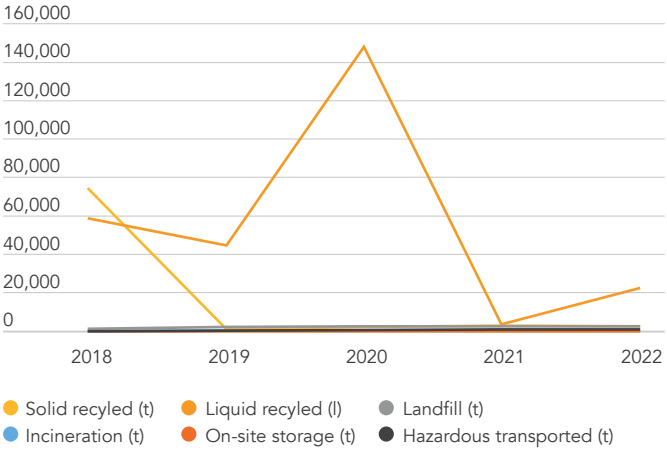
We have an Aspiration to eliminate waste from non-renewable sources at our operations. Our Assets maintain Waste Management Plans to manage non-mineral waste that are guided by the waste management hierarchy of avoid, reduce, reuse, recycle, recover, treat and dispose in accordance with our Non-Mineral Waste and Wastewater Performance Standard.

In 2022, Prominent Hill undertook an initiative to remove disused infrastructure and equipment from site for recycling. This resulted in an additional 327 tonnes of metal being recycled.

Carrapateena implemented timber and poly-pipe recycling initiatives whereby timber is reprocessed into wood chips for landscaping, and poly-pipe is granulated and supplied to manufacturers to be remoulded into new products.

We produced 2,497 tonnes of landfill waste across OZ Minerals Assets in 2022, slightly less than in 2021. We recycled nearly 2,700 tonnes of solid material, slightly less than in 2021.

Non-mineral waste



5.3 Tailings

2022 SNAPSHOT

- Four active tailings facilities owned and operated by OZ Minerals
- All Assets completed assurance reviews against OZ Minerals' Standards and gap analyses against the GISTM
- Commitment to implementing the GISTM

We recognise the importance of ensuring safe, long-term impoundment of mine tailings and residues to prevent any detrimental impact on the environment, downstream communities and Workforce facilities. OZ Minerals is committed to aligning with the Global Industry Standard on Tailings Management (GISTM). We recognise that achieving alignment with the GISTM is a multi-year journey and our Assets are developing their own plans reflective of local requirements, regulations and our internal governance system.

We currently own and operate four active tailings facilities (Table below) at Prominent Hill and Carrapateena in South Australia and at the site of the Antas mine in the Carajás East Hub in Brazil. In the Carajás Hub, tailings are now deposited in the depleted Antas open pit. We currently do not have any closed tailings facilities.

Detailed information of our governance and management approaches to tailings and detailed disclosures regarding our tailings facilities can be found in the Tailings section of on our website ozminerals.com/en/how-we-work/performance-standards/tailings.

OZ Minerals' Tailings Storage Facilities

Tailings facility	Description	Initial operation date	Raising method	Current volume	Planned volume
Carrapateena	Cross-valley embankment	March 2020	Stage 2 downstream, stages 3-6 upstream	7.9 million m^3 (July 2022)	26.6 million m^3 (2028, estimated)
Prominent Hill	Large circular dam	February 2009	Downstream	51.6 million m^3 (July 2022)	65.1 million m^3 (2028)
Antas dam	Cross-valley embankment	March 2016	Downstream	2.4 million m^3 (October 2022)	30,000m^3 (2023, estimated)[8]
Antas pit	Depleted Antas pit[7]	April 2022	Not applicable	0.3 million m^3	5.8 million m^3, estimated

7. The exhausted Antas pit is not considered a dam under Brazilian regulations.
8. The relatively low planned volume in the Antas dam is due to transfer of tailings to the exhausted Antas pit.

Sustainability Review continued

All Assets with active tailings facilities completed reviews against the GISTM in 2022 to identify any gaps and pathways to alignment.

During the reporting period, Carrapateena completed stage two of the TSF, consisting of a 14m downstream raise using approximately 1.6 million m³ of compacted mine rockfill. Stage two is expected to provide adequate tailings storage capacity until 2028. At Prominent Hill, the Tailings Operational Management Plan was reviewed and updated and the stage six uplift design completed ahead of activity planned for 2024/25. Geotechnical and geochemical investigations at both Carrapateena and Prominent Hill confirmed tailings to be Non-Acid Forming (NAF).

In Brazil, activities focussed on decommissioning the Antas facility through transferring existing tailings to the exhausted mine pit. As a result, no continuous operational activities were undertaken.

5.4 Water

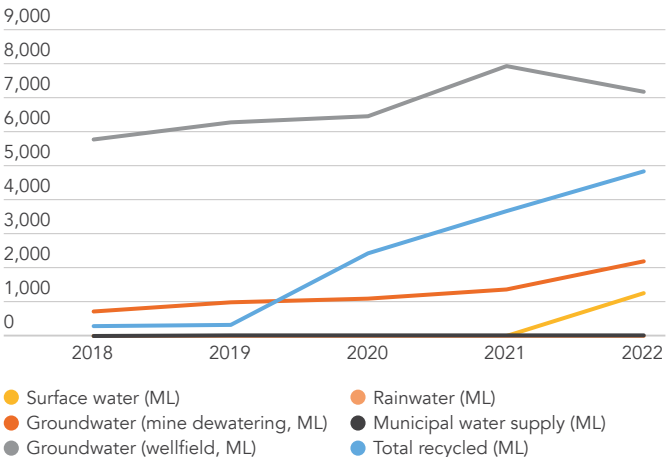
2022 SNAPSHOT

- New Strategic Aspiration to eliminate waste and water from non-renewable sources in all our processes

While water is essential to sustain our operations, we have an Aspiration to eliminate water from non-renewable sources.

Our Assets design, construct and operate water consuming activities and infrastructure with consideration to minimising water usage, including the adoption of new technologies. Our Australian operations are located in arid zones and rely on hyper-saline groundwater drawn from nearby wellfields. These Assets do not draw from the Great Artesian Basin. Our operations in Brazil are in high rainfall zones and use a combination of surface and groundwater. None of our Assets are located in areas of extreme water stress[9].

Water withdrawal



5.5 Land, biodiversity, rehabilitation & closure

2022 SNAPSHOT

- Determined to implement TNFD
- Some rehabilitation works

Recognising the need to further integrate nature into decision making, in 2022 we determined to implement the Task Force on Nature-Related Disclosures (TNFD) framework over a multi-year period, once the framework is finalised.

Our South Australian Assets have established Significant Environmental Benefit (SEB) offset areas on nearby land parcels. As an example the SEB area at Prominent Hill consists of a portion of the Mt Eba Pastoral Lease and undisturbed areas within the Mining Lease totalling approximately 12,415 ha (less project-related disturbances). The SEB areas contain several threatened flora and fauna species listed under State and Commonwealth legislation.

During the reporting period, regulatory approvals were granted to disturb 5.23 ha of land at Prominent Hill, while 8.06 ha were rehabilitated onsite following the demolition of several work areas. In total, 10.2 ha was reseeded at Carrapateena with native plant species.

6. Appendix

6.1 Organisational scope and boundary

Our sustainability data is disclosed in accordance with the Global Reporting Initiative (GRI) and Sustainability Accounting Standards Board (SASB) Metals and Mining Standard. We are also aware of emerging sustainability standards and frameworks, some elements of which are reflected in our Review.

Our 2022 Sustainability Review covers the performance of our Australian Assets Prominent Hill, Carrapateena and West Musgrave[10], and our Brazilian Assets in the Carajás Province. These are facilities over which OZ Minerals had or gained operational control[11] during the 2022 calendar year. Joint ventures which we do not operate are excluded.

6.2 Sustainability data

Data supporting the Sustainability Review is available from ozminerals.com/ArticleDocuments/358/230221_OZ%20Minerals%202022%20Sustainability%20Review_databook.xlsx.aspx.

6.3 Assurance

OZ Minerals engaged KPMG to undertake Reasonable Assurance over the energy and emissions data for our Australian Assets and Limited Assurance over other selected information in this Review. The full details of the process, scope of assurance and outcome are detailed in KPMG's Assurance Statement on page 67.

9. According to the World Resources Institute Aqueduct Water Risk Atlas.
10. WMP is not yet operational and data and reporting is therefore limited.
11. As defined by the *National Greenhouse and Energy Reporting Act 2007*.

KPMG

Independent Limited Assurance Report to the Directors of Oz Minerals Ltd

Conclusion

Based on the evidence we obtained from the procedures performed, we are not aware of any material misstatements in the Selected Sustainability Information which has been prepared by OZ Minerals Limited (the Company) in accordance with Global Reporting Initiative (GRI) Standards, the recommendations of the Taskforce on Climate- related Financial Disclosures (TCFD) and the Company specific definitions outlined in the Sustainability Review section of the Company's 2022 Annual Report and Sustainability Review on pages 58-66 and the 2022 Sustainability Review Databook for the year ended 31 December 2022.

INFORMATION SUBJECT TO ASSURANCE

The Selected Sustainability Information, as presented in the Sustainability Review section of the Company's 2022 Annual Report and Sustainability Review on pages 58-66 and the 2022 Sustainability Review Databook for the year ended 31 December 2022 and available on the Company website, comprises the following:

Selected Sustainability Information	Value assured	Location of disclosure
Greenhouse gas emissions Scope 1 1 July 2021 to 30 June 2022 Australian operations	87,400t $CO2\text{-}_e$	2022 Sustainability Review Databook tab "Environment 2022 Data"
Greenhouse gas emissions Scope 2 1 July 2021 to 30 June 2022 Australian operations	227,546t $CO2\text{-}_e$	
Greenhouse gas emissions Scope 3 1 July 2021 to 30 June 2022	557,847t $CO2\text{-}_e$	2022 Sustainability Review Databook tab "Scope 3 Emissions 2022"
Climate change, decarbonisation, and air emissions disclosure	N/A	OZ Minerals 2022 Annual Report and Sustainability Review pages 63-64
Fatalities	0	2022 Sustainability Review Databook tab "Social 2022 data"
Total Recordable Injury Frequency Rate (TRIFR)	6.99	
Lost Time Injury Frequency Rate (LTIFR)	1.06	
Significant safety incidents	58	
Representation at leadership level (Employees, CY22): › Board › Senior Leaders › Total Employees	› 50% female › 16.1% female › 23.7% female	

CRITERIA USED AS THE BASIS OF REPORTING

The criteria used in relation to the Selected Sustainability Information are the GRI Standards published by the GRI, Recommendations of the TCFD and Company specific definitions outlined in the Sustainability Review section of the Company's 2022 Annual Report and Sustainability Review on pages 58-66 and the 2022 Sustainability Review Databook for the year ended 31 December 2022.

BASIS FOR CONCLUSION

We conducted our work in accordance with Australian Standard on Assurance Engagements ASAE 3000 *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* and ASAE 3410 Assurance Engagements on Greenhouse Gas Statements (Standards). In accordance with the Standards we have:

- used our professional judgement to plan and perform the engagement to obtain limited assurance that we are not aware of any material misstatements in the Selected Sustainability Information, whether due to fraud or error;
- considered relevant internal controls when designing our assurance procedures, however we do not express a conclusion on their effectiveness; and
- ensured that the engagement team possess the appropriate knowledge, skills, and professional competencies.

SUMMARY OF PROCEDURES PERFORMED

Our limited assurance conclusion is based on the evidence obtained from performing the following procedures:

- enquiries with relevant Company personnel to understand the internal controls, governance structure and reporting process relevant to the Selected Sustainability Information;
- reviews of relevant documentation;
- analytical procedures over the Selected Sustainability Information;
- walkthroughs of the Selected Sustainability Information to source documentation;
- a site visit to Prominent Hill and remote discussions with Corporate Head Office (Adelaide), Carrapateena, and Brazil Assets;
- agreeing the Selected Sustainability Information to relevant underlying sources on a sample basis;
- evaluating the appropriateness of the criteria with respect to the Selected Sustainability Information; and
- reviewed the OZ Minerals Sustainability Review & Sustainability Review Databook in its entirety to ensure it is consistent with our overall knowledge of assurance engagement.

HOW THE STANDARD DEFINES LIMITED ASSURANCE AND MATERIAL MISSTATEMENT

The procedures performed in a limited assurance engagement vary in nature and timing from and are less in extent than for a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Misstatements, including omissions, are considered material if, individually or in the aggregate, they could reasonably be expected to influence relevant decisions of the Directors of OZ Minerals Limited.

USE OF THIS ASSURANCE REPORT

This report has been prepared for the Directors of OZ Minerals Limited for the purpose of providing an assurance conclusion on the Selected Sustainability Information and may not be suitable for another purpose. We disclaim any assumption of responsibility for any reliance on this report, to any person other than the Directors of OZ Minerals Limited or for any other purpose than that for which it was prepared.

MANAGEMENT'S RESPONSIBILITY

Management are responsible for:

- determining that the criteria is appropriate to meet their needs and the needs of the Company stakeholders;
- preparing and presenting the Selected Sustainability Information in accordance with the criteria; and
- establishing internal controls that enable the preparation and presentation of the Selected Sustainability Information that is free from material misstatement, whether due to fraud or error; and
- maintaining the integrity of the website.

OUR RESPONSIBILITY

Our responsibility is to perform a limited assurance engagement in relation to the Selected Sustainability Information for the year ended 31 December 2022, and to issue an assurance report that includes our conclusion.

Our Independence and Quality Control We have complied with our independence and other relevant ethical requirements of the *Code of Ethics for Professional Accountants (including Independence Standards)* issued by the Australian Professional and Ethical Standards Board and complied with the applicable requirements of Australian Standard on Quality Management 1 to design, implement and operate a system of quality management.

KPMG

KPMG

Julia Bilyanska

Julia Bilyanska
Partner

22 February 2023

Mineral Resources and Ore Reserves

As at 30 June each year OZ Minerals reports its Mineral Resources and Ore Reserves in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, December 2012 (the JORC Code) as required by the Australian Securities Exchange (ASX).

Overall, compared to the prior year the 2022 estimated Ore Reserves were stable at approximately 560 Mt. Total estimated Mineral Resources were also stable at approximately 1,800 Mt.

The Mineral Resource and Ore Reserve information in the table below is drawn from the following ASX releases:

Deposit	Release date
Prominent Hill Mineral Resource and Ore Reserve Statement as at 30 June 2022	21-Dec-22
Carrapateena 2022 Mineral Resources and Ore Reserves Statements and Explanatory Notes as at 30 June 2022	21-Dec-22
Fremantle Doctor 2022 Mineral Resources Statement and Explanatory Notes as at 30 June 2022	21-Dec-22
Maiden Succoth Resource Estimate (asx.com.au/asxpdf/20151207/pdf/433lsh4dgb91rs.pdf)	7-Dec-15
Maiden Jericho Resource and Cloncurry exploration update (asx.com.au/asxpdf/20200716/pdf/44kkzdc6ljty34.pdf)	16-Nov-21
West Musgrave Project Nebo-Babel Deposits 2022 Mineral Resource and Ore Reserve Statement and Explanatory Notes as at 23 September 2022	23-Sep-22
Antas North Mineral Resource included in "Summary of updated Mineral Resource & Ore Reserve Statements"	21-Dec-22
Pedra Branca Mineral Resource and Ore Reserve Statement and Explanatory Notes as at 30 June 2022	21-Dec-22
CentroGold Mineral Resource Estimate and Ore Reserve Statement as at 6 May 2019 and 24 June 2019	11-Jul-19
CentroGold Resources Increase 45% and Exceeds 1.8 Million Ounces[1] (asx.com.au/asxpdf/20171113/pdf/43p5by2k5xpcsl.pdf)	13-Nov-17
Santa Lúcia Mineral Resource Statement and Explanatory Notes as at 1 July 2021	24-Sep-21
Pantera Mineral Resource Statement and Explanatory Notes as at 1 October 2022	21-Dec-22

Note: All Mineral Resources and Ore Reserves are estimates. The OZ Minerals Mineral Resources and Ore Reserves statements and their accompanying explanatory notes can be viewed in full at: ozminerals.com/en/investing-in-us/resources-reserves

1. Announcement relates to Chega Tudo only

Summary of significant changes since 2021

PROMINENT HILL

The Prominent Hill Ore Reserves increased as a result of the upgrading of the Mineral Resource confidence due to the positive drilling results and the favourable long term copper price assumptions. The increase has resulted in an extension of the mine life.

Prominent Hill underground Mineral Resources increased due to a combination of favourable drilling results and a lower effective copper cut-off grade for the Mineral Resource. The Mineral Resource cut-off grade change was mostly the result of a more favourable long term copper price assumption.

CARRAPATEENA PROVINCE

The Carrapateena Mineral Resource and Ore Reserve decreased due to the inclusion of data from a drilling campaign of ~40 kms between July 2020 and June 2022 as well as mapping and sampling information collected from underground development resulting in refined interpretation and estimation.

Fremantle Doctor Mineral Resource decreased due to changes in the interpretation, estimation technique and application of the reasonable prospects to be aligned with selectivity of the block caving mining method.

WEST MUSGRAVE PROVINCE

The 2022 Ore Reserve estimate increased by 17 million tonnes, 20 thousand tonnes of nickel metal and 30 thousand tonnes of copper metal. The update is driven by favourable changes in the processing cost based on increased processing plant throughput and updated power cost assumptions, updated Mineral Resource, metal payability, mining modifying factors and offset by economic assumptions and logistics costs.

There has been 304 infill drillholes incorporated into the Nebo-Babel Mineral Resource estimate since the previous Mineral Resource update published in December 2020 as part of the West Musgrave Project (WMP) Pre Feasibility Study Update (PFSU). Overall, Mineral Resource tonnes, grade and metal have remained stable. A decrease in the size of the optimised reporting pit shell, as a result of site limitations, has been offset by favourable changes in the net smelter return (NSR) cut-off value and changes in interpretation as a result of drilling.

CARAJÁS PROVINCE

The Antas North Mineral Resource was reduced due to processing depletion of stockpiles. The Pedra Branca Ore Reserve and Mineral Resource were reduced due to mining depletion.

A new Mineral Resource was released for Pantera.

OTHERS

There have been no changes to the Mineral Resource estimates of Santa Lúcia, Succoth, CentroGold or Chega Tudo throughout 2022.

Mineral Resources and Ore Reserves continued

2022

Mineral Resources	Measured				Indicated				Inferred				Total						
	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Cu	Au	Ag
	Mt	%	g/t	g/t	Mt	%	g/t	g/t	Mt	%	g/t	g/t	Mt	%	g/t	g/t	kt	koz	Moz
Copper																			
Prominent Hill underground	49	1.2	0.6	3.0	51	0.9	0.9	2.5	66	0.8	0.9	2.3	170	0.9	0.8	2.5	1,600	4,300	14
Prominent Hill surface stocks	0.35	0.7	0.5	2.0	–	–	–	–	–	–	–	–	0.35	0.7	0.5	2.0	2.3	5.4	0.02
Carrapateena	140	1.1	0.43	4.1	470	0.61	0.26	2.7	300	0.26	0.13	1.8	900	0.56	0.24	2.6	5,100	7,000	76
Fremantle Doctor	–	–	–	–	–	–	–	–	100	0.51	0.33	1.2	100	0.51	0.33	1.2	520	1,100	4.0
Succoth	–	–	–	–	–	–	–	–	156	0.60	–	–	156	0.60	–	–	943	–	–
Antas North	–	–	–	–	0.4	0.8	0.2	–	1.0	0.4	0.1	–	1.3	0.5	0.1	–	6.2	6.0	–
Pedra Branca	1.9	1.6	0.48	–	8.7	1.7	0.44	–	7.3	1.4	0.36	–	18	1.6	0.41	–	280	240	–
Santa Lúcia	–	–	–	–	0.91	6.1	0.97	9.2	4.9	1.3	0.24	3.9	5.8	2.1	0.35	4.8	120	66	0.89
Pantera	–	–	–	–	13	1.3	0.2	–	7.1	1.1	0.2	–	20	1.2	0.2	–	250	110	–
Total	**190**	**1.1**	**0.5**	**3.7**	**540**	**0.7**	**0.3**	**2.6**	**650**	**0.5**	**0.2**	**1.3**	**1,400**	**0.6**	**0.3**	**2.1**	**8,800**	**13,000**	**94**
Gold																			
Prominent Hill surface stocks	–	–	–	–	8.8	0.1	0.5	0.4	–	–	–	–	8.8	0.1	0.5	0.4	11	150	0.12
CentroGold	–	–	–	–	21	–	1.9	–	7.3	–	1.8	–	28	–	1.9	–	–	1,700	–
Chega Tudo	–	–	–	–	8.2	–	1.6	–	3.1	–	1.5	–	11.3	–	1.6	–	–	577	–
Total	**–**	**–**	**–**	**–**	**38**	**0.03**	**1.5**	**0.1**	**10**	**–**	**1.7**	**–**	**48**	**0.02**	**1.6**	**0.1**	**11**	**2,400**	**0.12**
	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Ni	Cu	Au
	Mt	%	%	g/t	Mt	%	%	g/t	Mt	%	%	g/t	Mt	%	%	g/t	kt	kt	Moz
Nickel																			
Babel	91	0.31	0.36	0.06	190	0.28	0.31	0.05	58	0.32	0.35	0.06	340	0.30	0.33	0.06	1,000	1,100	0.6
Nebo	–	–	–	–	49	0.34	0.32	0.04	1.1	0.35	0.38	0.05	50	0.34	0.32	0.04	170	160	0.1
Total	**91**	**0.31**	**0.36**	**0.06**	**240**	**0.29**	**0.31**	**0.05**	**59**	**0.32**	**0.35**	**0.06**	**390**	**0.30**	**0.33**	**0.06**	**1,200**	**1,300**	**0.7**

Ore Reserves	Proved				Probable				Total						
	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Cu	Au	Ag
	Mt	%	g/t	g/t	Mt	%	g/t	g/t	Mt	%	g/t	g/t	kt	koz	Moz
Copper															
Prominent Hill underground	29	1.2	0.6	2.9	30	0.9	0.7	2.4	59	1.0	0.7	2.6	590	1,230	5.0
Prominent Hill surface stocks	0.35	0.7	0.5	2.0	–	–	–	–	0.35	0.7	0.5	2.0	2.3	5.4	0.02
Carrapateena	–	–	–	–	190	1.1	0.42	4.3	190	1.1	0.42	4.3	2,000	2,600	27
Pedra Branca	0.94	1.8	0.51	–	3.1	2.1	0.53	–	4.0	2.0	0.53	–	80	69	–
Total	**30**	**1.2**	**0.6**	**2.8**	**230**	**1.0**	**0.5**	**4.0**	**260**	**1.1**	**0.5**	**3.8**	**2,700**	**3,900**	**32**
Gold															
Prominent Hill surface stocks	–	–	–	–	8.8	0.1	0.5	0.4	8.8	0.1	0.5	0.4	11	150	0.12
CentroGold	–	–	–	–	20	–	1.7	–	20	–	1.7	–	–	1,100	–
Total	**–**	**–**	**–**	**–**	**28**	**0.04**	**1.3**	**0.2**	**31**	**0.04**	**1.3**	**0.1**	**11**	**1,200**	**0.12**
	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Ni	Cu	Au
	Mt	%	%	g/t	Mt	%	%	g/t	Mt	%	%	g/t	kt	kt	Moz
Nickel															
Babel	–	–	–	–	236	0.30	0.34	0.06	236	0.30	0.34	0.06	705	791	0.5
Nebo	–	–	–	–	36	0.37	0.35	0.04	36	0.37	0.35	0.04	132	125	0.05
Total	**–**	**–**	**–**	**–**	**270**	**0.31**	**0.34**	**0.06**	**270**	**0.31**	**0.34**	**0.06**	**840**	**920**	**0.5**

Numbers in table subject to rounding.

The Santa Lúcia project is 100% owned by Vale and the Brazil National Economic Development Bank (BNDES) holds a right to participate in up to 50% of the economic results of the project. OZ Minerals has an option to purchase Vale's share of the project and is in discussions with BNDES regarding the possible acquisition of its option to acquire the other 50% interest in the project. Data reported is on a 100% basis. Mineral Resources are inclusive of Ore Reserves.

2021

Mineral Resources	Measured				Indicated				Inferred				Total						
	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Cu	Au	Ag
	Mt	%	g/t	g/t	Mt	%	g/t	g/t	Mt	%	g/t	g/t	Mt	%	g/t	g/t	kt	koz	Moz
Copper																			
Prominent Hill underground	42	1.3	0.6	3.2	44	0.9	0.9	2.7	51	0.8	0.9	2.3	140	1.0	0.8	2.7	1,400	3,600	12
Prominent Hill surface stocks	2.4	0.6	0.4	1.7	–	–	–	–	–	–	–	–	2.4	0.6	0.4	1.7	14	28	0.1
Carrapateena	130	0.96	0.42	3.6	490	0.62	0.26	2.9	330	0.32	0.16	2.0	950	0.56	0.25	2.7	5,400	7,500	82
Fremantle Doctor	–	–	–	–	–	–	–	–	104	0.7	0.5	3	104	0.7	0.5	3	800	2,000	10
Succoth	–	–	–	–	–	–	–	–	156	0.60	–	–	156	0.60	–	–	943	–	–
Jericho	–	–	–	–	–	–	–	–	9.1	1.4	0.3	1.6	9.1	1.4	0.3	1.6	130	88	0.5
Antas North	0.1	0.7	0.3	–	0.4	0.8	0.2	–	1.1	0.3	0.1	–	1.5	0.5	0.1	–	7.1	6.6	–
Pedra Branca	2.3	1.6	0.5	–	11	1.6	0.4	–	4.8	1.5	0.4	–	19	1.6	0.4	–	300	270	–
Santa Lúcia	–	–	–	–	0.91	6.1	0.97	9.2	4.9	1.3	0.24	3.9	5.8	2.1	0.35	4.8	120	66	0.89
Total	**170**	**1.0**	**0.5**	**3.4**	**550**	**0.7**	**0.3**	**2.8**	**660**	**0.5**	**0.2**	**1.7**	**1,400**	**0.6**	**0.3**	**2.3**	**9,000**	**13,000**	**100**
Gold																			
Prominent Hill surface stocks	–	–	–	–	12	0.1	0.6	0.4	–	–	–	–	12	0.1	0.6	0.4	15	220	0.2
CentroGold	–	–	–	–	21	–	1.9	–	7.3	–	1.8	–	28	–	1.9	–	–	1,700	–
Chega Tudo	–	–	–	–	8.2	–	1.6	–	3.1	–	1.5	–	11.3	–	1.6	–	–	577	–
Total	**–**	**–**	**–**	**–**	**41**	**0.04**	**1.5**	**0.1**	**10**	**–**	**1.7**	**–**	**51**	**0.03**	**1.5**	**0.1**	**15**	**2,500**	**0.2**
	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Ni	Cu	Au
	Mt	%	%	g/t	Mt	%	%	g/t	Mt	%	%	g/t	Mt	%	%	g/t	kt	kt	Moz
Nickel																			
Babel	–	–	–	–	260	0.30	0.34	0.06	79	0.32	0.37	0.06	340	0.31	0.35	0.06	1,000	1,200	0.7
Nebo	–	–	–	–	52	0.36	0.32	0.04	2.3	0.32	0.33	0.04	54	0.36	0.32	0.04	190	170	0.1
Total	**–**	**–**	**–**	**–**	**310**	**0.31**	**0.34**	**0.06**	**82**	**0.32**	**0.37**	**0.06**	**390**	**0.31**	**0.34**	**0.06**	**1,200**	**1,300**	**0.7**

Ore Reserves	Proved				Probable				Total						
	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Tonnes	Cu	Au	Ag	Cu	Au	Ag
	Mt	%	g/t	g/t	Mt	%	g/t	g/t	Mt	%	g/t	g/t	kt	koz	Moz
Copper															
Prominent Hill underground	25	1.3	0.6	3.2	24	1.0	0.7	2.8	48	1.2	0.7	3.0	560	1,100	4.7
Prominent Hill surface stocks	2.4	0.6	0.4	1.7	–	–	–	–	2.4	0.6	0.4	1.7	14	28	0.1
Carrapateena	–	–	–	–	210	1.1	0.44	4.3	210	1.1	0.44	4.3	2,300	3,000	30
Antas North	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Pedra Branca	1.1	1.9	0.6	–	3.9	2.1	0.5	–	5	2.1	0.5	–	104	89	–
Total	**28**	**1.3**	**0.6**	**3.0**	**240**	**1.1**	**0.5**	**4.1**	**270**	**1.1**	**0.5**	**4**	**3,000**	**4,200**	**35**
Gold															
Prominent Hill surface stocks	–	–	–	–	12	0.1	0.6	0.4	12	0.1	0.6	0.4	14	210	0.2
CentroGold	–	–	–	–	20	–	1.7	–	20	–	1.7	–	–	1,100	–
Total	–	–	–	–	31	0.04	1.2	0.2	31	0.04	1.2	0.2	14	1,200	0.2
	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Tonnes	Ni	Cu	Au	Ni	Cu	Au
	Mt	%	%	g/t	Mt	%	%	g/t	Mt	%	%	g/t	kt	kt	Moz
Nickel															
Babel	–	–	–	–	220	0.31	0.35	0.06	220	0.31	0.35	0.06	680	770	0.4
Nebo	–	–	–	–	33	0.41	0.36	0.04	33	0.41	0.36	0.04	140	120	0.05
Total	**–**	**–**	**–**	**–**	**253**	**0.32**	**0.35**	**0.06**	**253**	**0.32**	**0.35**	**0.06**	**820**	**890**	**0.5**

Numbers in table subject to rounding.

Mineral Resources are inclusive of Ore Reserves.

In 2021 OZ Minerals had an 80 per cent ownership stake in the Jericho Joint Venture, however, the Mineral Resource was reported on a 100 per cent basis.

Mineral Resources and Ore Reserves continued

Material changes in the Mineral Resources and Ore Reserves estimates

OZ Minerals is not aware of anything that materially affects the information contained in any of the above-listed estimates since they were last reported, except for depletion due to mining. Depletion of the Ore Reserves between 30 June 2022 and 31 December 2022 is outlined below.

Asset	Tonnes (Mt)	Cu (%)	Au (g/t)	Ag (g/t)
Prominent Hill	4.3	0.8	0.6	2
Carrapateena	2.3	1.4	0.6	8
Pedra Branca	0.4	1.8	0.5	–

Competent Persons' statements

The information in this report that relates to the Mineral Resources and Ore Reserves listed in the table below is based on, and fairly represents, information and supporting documentation prepared by the relevant Competent Person whose name appears in the same row. Each has sufficient experience which is relevant to the style of mineralisation and types of deposits under consideration and to the activity which they have undertaken to qualify as a Competent Person as defined in the JORC Code (2012). As a whole, the Mineral Resources and Ore Reserves Statement in this report has been approved by each person named in the table below. Each person is a member of the Australasian Institute of Mining and Metallurgy, Australian Institute of Geoscientists or other Recognised Professional Organisations, and consents to the inclusion in this report of the matters based on their information in the form and context in which it appears.

Competent Persons may be shareholders in OZ Minerals Limited. OZ Minerals' employees are entitled to participate in the OZ Minerals Performance Rights Plan.

Asset	Estimate	Name	Employer	Professional Organisation	Membership Number
Prominent Hill	Mineral Resource	Bruce Whittaker	OZ Minerals full time employee	AusIMM	222853
Prominent Hill	Ore Reserve	Anne-Marie Ebbels	OZ Minerals full time employee	AusIMM	111006
Carrapateena	Mineral Resource	Shaun Light	OZ Minerals full time employee	AusIMM	316591
Carrapateena	Ore Reserve	Matthew Fargher	OZ Minerals full time employee	AusIMM	305811
Fremantle Doctor	Mineral Resource	Shaun Light	OZ Minerals full time employee	AusIMM	316591
Antas North	Mineral Resource	Colin Lollo	OZ Minerals full time employee	AusIMM	225331
Pedra Branca	Mineral Resource	Colin Lollo	OZ Minerals full time employee	AusIMM	225331
Pedra Branca	Ore Reserve	Luiz Eduardo Pignatari	Dompieri Tecnologia em Mineração Consultant	Comisión Minera	CH 20.235 No 288
Santa Lúcia	Mineral Resource	Colin Lollo	OZ Minerals full time employee	AusIMM	225331
Pantera	Mineral Resource	Colin Lollo	OZ Minerals full time employee	AusIMM	225331
CentroGold	Mineral Resource	Aaron Green	CSA Global Pty Ltd full time employee	AIG	1719
CentroGold	Ore Reserve	Adriano Carneiro	Mining Plus full time employee	AusIMM	319595
Chega Tudo	Mineral Resource	Aaron Green	CSA Global Pty Ltd full time employee	AIG	1719
Succoth	Mineral Resource	Aaron Green	CSA Global Pty Ltd full time employee	AIG	1719
Nebo-Babel	Mineral Resource	Phillippa Ormond	OZ Minerals full time employee	AusIMM	226746
Nebo-Babel	Ore Reserve	Yohanes Sitorus	OZ Minerals full time employee	AusIMM	317702

Governance arrangements

OZ Minerals has established Mineral Resources and Ore Reserves estimation processes, which set Company-wide consistency, rigour and discipline in the preparation and reporting of Mineral Resources and Ore Reserves in accordance with industry best practice.

Updates to Mineral Resources and Ore Reserves estimates compiled during 2022 were completed in accordance with the OZ Minerals guiding principles, suitably modified to meet current Company structures, delegated authorities and estimate requirements.

These included:

- reporting in accordance with the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code 2012 Edition)
- suitably qualified and experienced Competent Persons
- all Mineral Resources and Ore Reserves estimates being subject to independent review by suitably qualified practitioners, inclusive of the Competent Persons
- review by the Mineral Resources and Ore Reserves Corporate Team
- Board approval of the Mineral Resources and Ore Reserves estimates prior to release to the market.

Financial Report

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

To the Directors of OZ Minerals Limited:

I declare that, to the best of my knowledge and belief, in relation to the audit of OZ Minerals Limited for the financial year ended 31 December 2022 there have been:

1. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
2. no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

Chris Sargent
Partner

22 Feburary 2023

Consolidated statement of comprehensive income

For the year ended 31 December	Notes	2022 $m	2021 $m
Revenue	1	1,920.8	2,095.8
Other income		–	1.0
Mining		(657.1)	(516.3)
Processing		(306.1)	(281.0)
Freight		(100.8)	(80.4)
Site administration		(149.2)	(115.9)
Royalties		(75.4)	(93.6)
Inventory movement		(66.8)	(110.0)
Corporate administration		(78.4)	(61.7)
Exploration and corporate development		(143.3)	(56.3)
Foreign exchange gain		1.9	14.1
Profit before interest and income tax		345.6	795.7
Financing income		1.7	0.5
Financing expense		(37.1)	(39.6)
Profit before income tax		310.2	756.6
Income tax	3	(102.9)	(225.9)
Profit for the year attributable to equity holders of OZ Minerals Limited		207.3	530.7
Other comprehensive gain/(loss)			
Items that will not be reclassified subsequently to future Income Statements			
Change in fair value of investments in equity securities, net of tax		(2.3)	7.4
Items that may be reclassified subsequently to future to Income Statements			
Cash flow hedges change in fair value		–	1.6
Cash flow hedges reclassified to profit and loss		–	23.8
Foreign operations - foreign currency translation differences		30.7	22.2
Other comprehensive gain/(loss) for the year, net of tax		28.4	55.0
Total comprehensive income for the year attributable to equity holders of OZ Minerals Limited		235.7	585.7
		cents	**cents**
Basic earnings per share	2	62.0	159.6
Diluted earnings per share	2	61.7	158.5

The above Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying Notes.

Consolidated statement of change in equity

For the year ended 31 December 2022	Notes	Issued Capital	Retained earnings	Cash flow hedge reserve	Foreign currency translation reserve	Total equity
		$m	$m	$m	$m	$m
Balance as at 1 January 2022		2,400.3	1,315.5	–	13.9	3,729.7
Total comprehensive income for the year						
Profit for the year		–	207.3	–	–	207.3
Other comprehensive income		–	(2.3)	–	30.7	28.4
Total comprehensive income for the year		–	205.0	–	30.7	235.7
Transactions with owners, recorded directly in equity						
Dividends	4	8.4	(87.0)	–	–	(78.6)
Share-based payments	13	–	25.8	–	–	25.8
Total transactions with owners		8.4	(61.2)	–	–	(52.8)
Balance as at 31 December 2022		2,408.7	1,459.3	–	44.6	3,912.6

For the year ended 31 December 2021	Notes	Issued Capital	Retained earnings	Cash flow hedge reserve	Foreign currency translation reserve	Total equity
		$m	$m	$m	$m	$m
Balance as at 1 January 2021		2,371.4	873.7	(25.4)	(8.3)	3,211.4
Total comprehensive income for the year						
Profit for the year		–	530.7	–	–	530.7
Other comprehensive income		–	7.4	25.4	22.2	55.0
Total comprehensive income for the year		–	538.1	25.4	22.2	585.7
Transactions with owners, recorded directly in equity						
Dividends	4	28.9	(109.7)	–	–	(80.8)
Share-based payments	13	–	13.4	–	–	13.4
Total transactions with owners		28.9	(96.3)	–	–	(67.4)
Balance as at 31 December 2021		2,400.3	1,315.5	–	13.9	3,729.7

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

Consolidated balance sheet

At 31 December	Notes	2022 $m	2021 $m
Current assets			
Cash and cash equivalents		136.7	215.4
Trade receivables		296.0	236.5
Other receivables		27.8	20.7
Tax receivables		56.6	–
Inventories	5	289.2	279.3
Prepayments		31.2	19.1
Total current assets		837.5	771.0
Non-current assets			
Deferred tax assets	3	7.4	7.4
Inventories	5	69.9	129.4
Exploration assets	8	58.9	288.6
Property, plant and equipment	7	4,339.2	3,350.2
Right-of-Use Assets	9	739.8	733.6
Other assets		17.8	16.7
Total non-current assets		5,233.0	4,525.9
Total assets		6,070.5	5,296.9
Current liabilities			
Trade payables and accruals		326.9	232.1
Other payables		17.2	9.9
Current tax provision		–	55.0
Employee benefits		29.2	26.0
Borrowings	14	375.0	–
Lease liabilities	14	97.2	80.5
Total current liabilities		845.5	403.5
Non-current liabilities			
Deferred tax liabilities	3	504.2	356.4
Employee benefits		5.0	4.4
Provisions	10	130.2	139.5
Borrowings	14	15.6	–
Lease liabilities	14	657.4	663.4
Total non-current liabilities		1,312.4	1,163.7
Total liabilities		2,157.9	1,567.2
Net assets		3,912.6	3,729.7
Equity			
Issued capital	12	2,408.7	2,400.3
Retained earnings		1,459.3	1,315.5
Foreign Currency Translation Reserve		44.6	13.9
Total equity attributable to equity holders of OZ Minerals Limited		3,912.6	3,729.7

The above Consolidated Balance Sheet should be read in conjunction with the accompanying Notes.

Consolidated statement of cash flows

For the year ended 31 December	Notes	2022 $m	2021 $m
Cash flows from operating activities			
Receipts from customers		1,906.9	2,042.8
Payments to suppliers and employees		(1,052.8)	(830.0)
Payments for exploration and evaluation		(102.9)	(56.3)
Income tax paid		(68.2)	(145.6)
Financing costs		(37.1)	(40.4)
Interest received		1.7	0.5
Net cash inflows from operating activities	6	647.6	971.0
Cash flows from investing activities			
Payments for property, plant and equipment		(849.8)	(571.8)
Payments for exploration assets[(a)]		(92.2)	(72.4)
Proceeds from/(payment for) equity investments		(9.0)	14.0
Net cash outflows from investing activities		(951.0)	(630.2)
Cash flows from financing activities			
Dividends paid to shareholders	4	(78.6)	(80.8)
Proceeds from loans and borrowings	14	840.6	200.0
Payment for loans and borrowings	14	(450.0)	(300.0)
Lease payments	9	(87.5)	(76.0)
Net cash outflows from financing activities		224.5	(256.8)
Net (decrease)/increase in cash held		(78.9)	84.0
Cash and cash equivalents as at 1 January		215.4	131.7
Effects of exchange rate changes on foreign currency denominated cash balances		0.2	(0.3)
Cash and cash equivalents at the end of the year		136.7	215.4

[(a)] Payments for West Musgrave study costs spent prior to the final investment decision in September 2022.

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

Notes to the Consolidated Financial Statements

INTRODUCTION

The principal business activities of OZ Minerals Limited ('OZ Minerals' or 'the Company') and its controlled entities (collectively the 'Consolidated Entity' or the 'Group') were the mining and processing of ore containing copper, gold and silver; undertaking exploration activities; and the development of mining projects.

The Company is incorporated and domiciled in Australia and limited by shares which are traded on the Australian Securities Exchange. OZ Minerals' registered office is located at 2 Hamra Drive, Adelaide Airport, South Australia 5950, Australia.

The Consolidated Financial Statements of OZ Minerals Limited and its controlled entities for the year ended 31 December 2022:

- are general purpose financial statements prepared in accordance with Australian Accounting Standards (AASBs) and the *Corporations Act 2001,* and comply with International Financial Reporting Standards (IFRS)
- are presented in Australian dollars which is also the functional currency of its major operations. The controlled entities of the Company have the functional currency of Australian dollars and US dollars. The financial statements of the Company include consolidation of its subsidiaries referred to in Note 17
- have amounts rounded off to within the nearest million dollars to one decimal place unless otherwise stated, in accordance with Instrument 2016/191, issued by the Australian Securities and Investments Commission.

The Consolidated Financial Statements have been prepared on a going concern basis. The Group's current liabilities exceed its current assets by $8.0 million. The Group's working capital, investing and financing requirements are being actively managed through operating cash flows and utilisation of committed facilities.

The Consolidated Financial Statements have been prepared under the historical cost convention, except for the following items which are measured at fair value, or otherwise, in accordance with the provisions of applicable accounting standards:

- financial instruments, including trade receivables
- items of property, plant and equipment which have been written down in accordance with applicable accounting standards.

Globally economies are experiencing high inflationary pressures as they emerge out of the COVID-19 pandemic; and commodity prices and foreign exchange rates have been volatile. OZ Minerals' operations and project execution have been impacted by inflationary pressures, COVID related absenteeism and supply chain disruptions.

On 22 December 2022, OZ Minerals entered into a Scheme Implementation Deed with BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by way of scheme of arrangement under the *Corporations Act 2001* (Cth) ('Scheme'). The Scheme Implementation Deed permits, subject to certain conditions, OZ Minerals to declare and pay OZ Minerals shareholders a special dividend prior to implementation of the Scheme.

Prior to the Scheme meeting (which is currently expected to be held in mid-April 2023), the Board intends to declare a fully franked special dividend of $1.75 per share, such dividend conditional on the Scheme becoming effective. If the Scheme does become effective the special dividend will be paid on the date the Scheme is implemented to OZ Minerals shareholders who hold OZ Minerals shares on the special dividend record date. The special dividend record date will be three days before the Scheme record date, with both record dates currently expected to be in late-April 2023.

As stated above, if the Scheme does not become effective the special dividend will not be paid. In that case, the Board will continue to consider the payment of dividends against its current policy of paying sustainable dividends from pre-growth cash flow, after taking into consideration the Company's near term identified capital investment opportunities and maintaining a strong balance sheet.

There have been no other events that have occurred subsequent to the reporting date that have significantly affected or may significantly affect the Consolidated Entity's operations, results of those operations or state of affairs in future years.

Notes to the Consolidated Financial Statements continued

Group performance

1 Operating segments

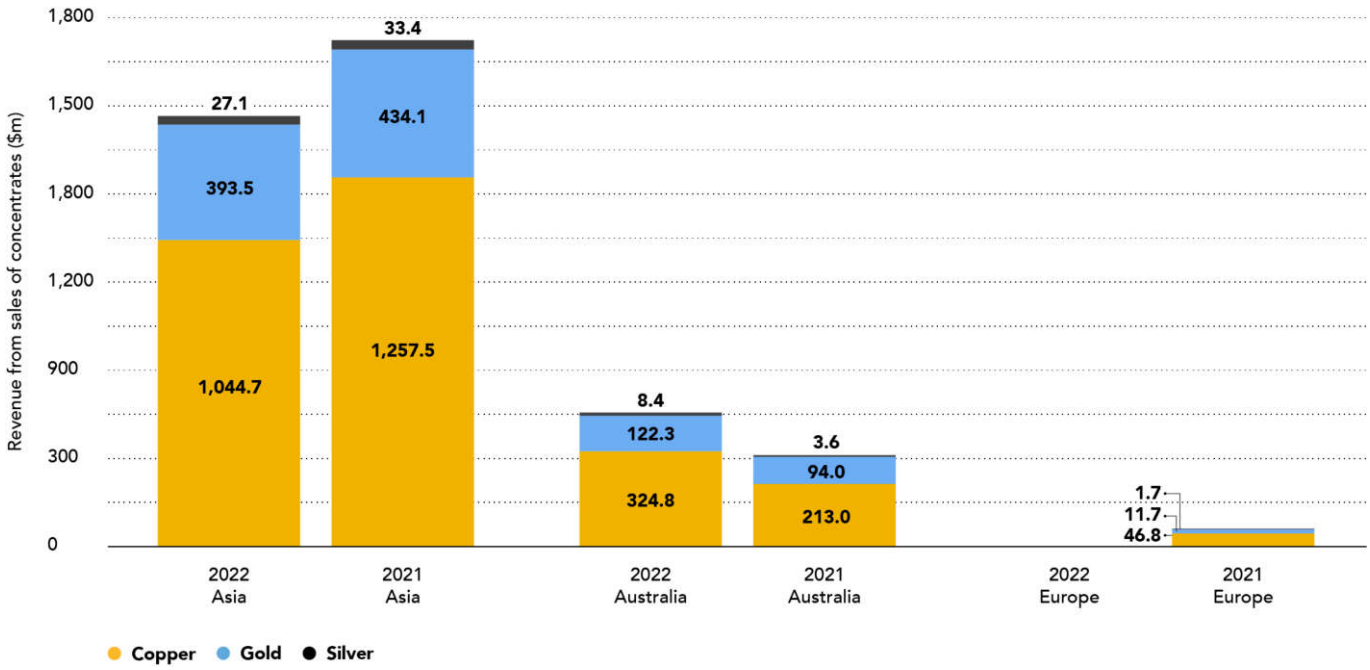
Segment	Principal activities
Prominent Hill	Mining and processing underground ore containing copper, gold and silver along with residual lower grade open pit ore from stockpiles. Development of an expansion project which includes the installation of a hoisting shaft enabling an increase in production rates and extension of mine life. The Prominent Hill mine is located in the Gawler Craton of South Australia. The Prominent Hill mine generates revenue from the sale of concentrate containing copper, gold and silver to customers in Asia, Europe and Australia.
Carrapateena	Mining and processing underground ore containing copper, gold and silver. Development of an expansion project which includes the transition to a block cave to materially increase production and extend mine life. The Carrapateena mine generates revenue from the sale of concentrate containing copper, gold and silver to customers in Asia, Europe and Australia.
Carajás	Mining ore containing copper and gold from the Pedra Branca underground mine and processing it at the processing facilities located at the Antas mine which support the Carajás East Hub in Brazil. The Carajás East Hub generates revenue from the sale of concentrate containing copper and gold to customers in Europe and Asia.
West Musgrave	Development associated with the West Musgrave Project, a significant greenfield copper and nickel mining and processing project located in the West Musgrave Mineral Province of central Western Australia. OZ Minerals announced a final investment approval to develop the West Musgrave Project in September 2022.
Exploration & development	Exploration and evaluation activities associated with other projects, including exploration arrangements with AIC Mines Limited (formerly Demetallica Ltd and prior to that Minotaur Exploration Ltd), Red Metal Ltd, Mineral Prospektering i Sverige, Inversiones Mineras La Chalina S.A.C., Resolution Minerals Ltd, Black Tiger Resources Ltd and corporate development activities. The Company undertakes its own evaluation and exploration on tenements around existing operating and development Assets, including at Mt Woods and the Stuart Shelf in South Australia, the West Musgrave Project in Western Australia, the Carajás province, and the CentroGold project in the Gurupi province in Brazil. A conditional binding Terms Sheet with Havilah Resources Limited was signed in 2022 setting out a new strategic relationship in the Curnamona Province in South Australia including the option to acquire the Kalkaroo project.
Corporate (corporate activities)	Other corporate activities include the Consolidated Entity's group office (which includes all corporate expenses that cannot be directly attributed to the operation of the Consolidated Entity's operating segments), and treasury activities.

RECOGNITION AND MEASUREMENT OF REVENUE

The Consolidated Entity generates sales revenue primarily from the transfer of concentrate to buyers (Primary Obligation) and in some cases, based on the commercial terms of the contract, delivering it to customers (Secondary Obligation). The performance obligation to transfer concentrate and delivery arises as and when a shipment is agreed with customers against ongoing short and long term supply contracts. Revenue is allocated between the performance obligations and recognised as each performance obligation is met, which for the primary obligation occurs when the concentrate is delivered to a vessel or location and for the secondary obligation, if applicable, when the concentrate is delivered to the customer's location. Revenue arising from the secondary obligation is immaterial to the Group and aggregated with the primary obligation for disclosure purposes. The Group's sale of concentrate incurs customary treatment and refining charges and other commercial costs consistent with industry practice. These items are a deduction from the value of metal contained within the concentrate and accordingly are recognised as a deduction from revenue.

As is industry practice, the Consolidated Entity typically makes sales whereby the final sales price for the primary performance obligation is determined based on the market price prevailing at a date in the future, typically three months. Revenue for the primary performance obligation is measured based on the fair value of the consideration specified in a contract with the customer at the time of settling the performance obligation and is determined by reference to forward market prices. Provisional pricing adjustments, which occur between the fair value at the time of settling the primary performance obligation and the final price, are also recorded within revenue.

Net revenue by metal by geographical region



Revenue information presented is based on the location of the customers' operations. Three major customers (2021: three customers) who individually accounted for more than 10 per cent of total revenue contributed approximately 92 per cent of total revenue (2021: 93 per cent).

Net revenue by metal

	Prominent Hill	Carrapateena	Carajás	Total
	$m	$m	$m	$m
2022				
Copper	512.5	721.7	135.3	1,369.5
Gold	278.6	215.2	22.0	515.8
Silver	8.0	27.5	-	35.5
Total	**799.1**	**964.4**	**157.3**	**1,920.8**
2021				
Copper	823.0	617.7	76.6	1,517.3
Gold	331.6	195.8	12.4	539.8
Silver	13.5	24.7	0.5	38.7
Total	**1,168.1**	**838.2**	**89.5**	**2,095.8**

Notes to the Consolidated Financial Statements continued

Segmental financial information

	Prominent Hill	Carrapateena	Carajás	West Musgrave	Exploration & Development	Corporate	Consolidated
	$m	$m	$m	$m	$m	$m	$m
31 December 2022							
Revenue[a]	799.1	964.4	157.3	–	–	–	1,920.8
Cost of goods sold[b]	(484.4)	(410.5)	(105.2)	–	–	–	(1,000.1)
EBITDA[c]	307.0	539.2	34.1[d]	–	(125.9)	(61.7)	692.7
Net depreciation and amortisation	(141.7)	(126.0)	(61.8)	–	–	(17.6)	(347.1)
Capital expenditure[e]	304.5	392.1	66.3	82.4[f]	–	12.4	857.7
Property, plant & equipment	1,121.9	2,145.2	288.5	395.6	359.0	29.0	4,339.2
31 December 2021							
Revenue[g]	1,168.1	838.2	89.5	–	–	–	2,095.8
Cost of goods sold[h]	(516.6)	(275.7)	(57.3)	–	–	–	(849.6)
EBITDA[c]	661.5	555.7	30.9	–	(52.6)	(33.1)	1,162.4
Net depreciation and amortisation	(216.1)	(101.8)	(31.2)	–	–	(17.6)	(366.7)
Capital expenditure	209.8	309.0	89.5	–	–	9.8	618.1
Property, plant & equipment	868.1	1,840.1	279.0	–	335.9	27.1	3,350.2

(a) Revenue includes a $50.8 million loss relating to the remeasurement of provisionally priced sales contracts for changes in commodity prices between the date of sale and the end of the quotational period.
(b) Cost of goods sold does not include net depreciation and amortisation and central cost allocations (Prominent Hill $11.2 million, Carrapateena $14.1 million and Brazil $4.7 million).
(c) OZ Minerals financial results are reported under IFRS. This Report includes certain non-IFRS measures including earnings before interest, tax, depreciation and amortisation (EBITDA). These measures are presented to enable an understanding of the performance of the Consolidated Entity and are consistent with the information the Consolidated Entity's chief operating decision maker uses to assess the performance of the business and make resource allocations.
(d) Includes previously recognised exploration assets of $16.2 million transferred to exploration expense during the year.
(e) Capital expenditure excluding capitalised borrowing costs of $9.8 million.
(f) West Musgrave capital expenditure excludes study costs of $92.2 million spent prior to the final investment decision made by the Board.
(g) Revenue includes a $65.0 million gain relating to the remeasurement of provisionally priced sales contracts for changes in commodity prices between the date of sale and the end of the quotational period.
(h) Cost of goods sold does not include net depreciation and amortisation, a net realisable value (NRV) adjustment of $18.0 million increasing Prominent Hill inventory value; and corporate cost allocations (Prominent Hill $10.6 million, Carrapateena $10.3 million and Brazil $4.0 million).

RECONCILIATION OF CONSOLIDATED EBITDA TO PROFIT AFTER TAX

31 December	2022	2021
	$m	$m
EBITDA[a]	692.7	1,162.4
Depreciation	(306.6)	(291.5)
Other assets amortisation	(6.6)	(6.6)
Capitalised depreciation unwind	(33.9)	(68.6)
Earnings before finance expense and tax	345.6	795.7
Net finance expense	(35.4)	(39.1)
Profit before tax	310.2	756.6
Tax expense	(102.9)	(225.9)
Profit for the year attributable to equity holders of OZ Minerals Limited	207.3	530.7

(a) EBITDA includes corporate and exploration expense of $228.8 million (2021: $116.5 million), other income Nil (2021: $1.0 million) and foreign exchange gain of $1.9 million (2021: $14.1 million) which resulted from the movement in AUD:USD and BRL:USD currency exchange rates on translation of foreign currency transactions and foreign currency denominated financial assets and liabilities. 2021 EBITDA also included an adjustment to increase the value of inventory by $18.0 million with respect to low grade gold ore following an assessment of the NRV.

Net depreciation and amortisation expense for the year

31 December	2022	2021
	$m	$m
Mining	178.8	156.2
Processing	85.6	91.1
Site and corporate administration	48.8	50.8
Capitalised depreciation unwind	33.9	68.6
Total depreciation and amortisation	347.1	366.7

2 Earnings per share

	2022	2021
Earnings per share-cents		
Basic	62.0	159.6
Diluted	61.7	158.5
Inputs used in calculating basic and diluted earnings per share		
Profit after tax - $ millions	207.3	530.7
Weighted average number of ordinary shares on issue used in the calculation of basic earnings per share	334,253,895	332,520,485
Weighted average number of ordinary shares on issue used in the calculation of diluted earnings per share	336,188,318	334,762,664

Basic earnings per share is calculated by dividing the profit attributable to equity holders of OZ Minerals Limited by the weighted average number of ordinary shares outstanding during the financial year. The weighted average is determined by the total number of shares on issue less treasury shares held by the Company throughout the period.

Diluted earnings per share adjusts the amounts used in the determination of basic earnings per share to take into account dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

3 Income tax

Income tax expense comprises current and deferred tax of the Consolidated Entity. Current and deferred tax expenses are recognised in other comprehensive income or directly in equity as is appropriate.

Recoverability of Deferred Tax Assets

The Consolidated Entity is subject to income taxes in Australia and of the jurisdictions where it has foreign operations. Significant judgement is required in the application of income tax legislation to determine the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain and for which provisions are based on estimated amounts probable of being accepted by the relevant tax authorities. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provision in the period in which the determination is made.

Assumptions about the generation of future taxable profits influence the ability of the Consolidated Entity to recognise (or continue to recognise) deferred tax assets. Taxable profit estimates are based on estimated future production and sales volumes, commodity prices, foreign exchange rates, operating costs, restoration costs and capital expenditure. A change in these assumptions may impact the amount of deferred tax assets recognised in the balance sheet in future periods.

GROUP TAXATION

The Consolidated Entity's principal operations are located in Australia and Brazil. Income tax expense, current tax and deferred tax balances have been determined based on the tax laws and tax rates applicable in the relevant jurisdiction.

OZ Minerals Limited and its wholly owned Australian-controlled entities are part of a tax consolidated group. OZ Minerals Limited is the head company of the Australian tax consolidated group. No foreign operating affiliates are consolidated for tax purposes.

Notes to the Consolidated Financial Statements continued

Income tax expense in the income statement

	2022	2021
	$m	$m
Current income tax benefit/(expense)	43.4	(180.0)
Deferred income tax expense	(146.3)	(45.9)
Income tax expense	(102.9)	(225.9)

Reconciliation of income tax expense to pre-tax profit

	2022	2021
	$m	$m
Profit before income tax	310.2	756.6
Income tax expense at the Australian tax rate of 30 per cent	(93.1)	(227.0)
Adjustments:		
Variation in overseas tax	5.9	5.3
Non-deductible expenditure	(30.8)	(6.4)
Revision for prior periods	0.2	(0.2)
Recognition of Australian losses	16.5	4.0
R&D tax benefit	0.5	0.5
Other	–	0.3
Derecognition of overseas losses	(2.1)	(2.4)
Income tax expense	**(102.9)**	**(225.9)**

The increase in non-deductible expenditure for the year ended 31 December 2022 compared to the prior year is predominantly due to the increased exploration expenditure in overseas jurisdictions for the year.

UNRECOGNISED TAX LOSSES

A review of unrecognised tax losses was undertaken during the year and additional restricted tax losses of $16.5 million tax effected (2021: $4.0 million) were recognised on the balance sheet. This is due to the increased taxable income forecast for future years, predominantly due to the inclusion of forecast revenue of the West Musgrave open-pit mine, which began construction during 2022.

Restricted tax losses are subject to an available fraction, which limits the amount of loss utilisation each year. Australian restricted tax losses of $126.5 million tax effected (2021: $143.0 million) remain unrecognised at 31 December 2022.

Capital losses of $648.2 million tax effected (2021: $648.2 million tax effected) remain unrecognised at 31 December 2022.

DEFERRED TAX ASSETS AND LIABILITIES

The movement in the Consolidated Entity's recognised deferred tax balances are as follows:

	31 December 2020	Recognised in income statement	Recognised in equity	31 December 2021	Recognised in income statement	Recognised in equity	31 December 2022
	$m	$m	$m	$m	$m	$m	$m
Deferred tax assets							
Unrestricted tax losses	**0.4**	(0.4)	–	**–**	8.8	–	**8.8**
Restricted tax losses	**51.0**	(14.7)	–	**36.3**	21.6	–	**57.9**
Lease liability	**226.7**	(3.6)	–	**223.1**	3.2	–	**226.3**
Provisions and accruals	**28.9**	(0.1)	0.1	**28.9**	0.7	0.3	**29.9**
Derivative financial instruments	**10.8**	–	(10.8)	**–**	–	–	**–**
Other	**4.4**	(2.5)	–	**1.9**	9.1	–	**11.0**
Total deferred tax assets	**322.2**	(21.3)	(10.7)	**290.2**	43.4	0.3	**333.9**
Less offset against deferred tax liabilities	**(315.2)**	21.5	10.9	**(282.8)**	(43.7)	–	**(326.5)**
Net deferred tax assets	**7.0**	0.2	0.2	**7.4**	(0.3)	0.3	**7.4**

	31 December 2020	Recognised in income statement	Recognised in equity	31 December 2021	Recognised in income statement	Recognised in equity	31 December 2022
	$m	$m	$m	$m	$m	$m	$m
Deferred tax liabilities							
Inventories	**(5.0)**	(0.2)	–	**(5.2)**	(0.8)	–	**(6.0)**
Exploration assets	**(17.2)**	(24.0)	(1.7)	**(42.9)**	35.8	(0.2)	**(7.3)**
Property plant and equipment	**(352.7)**	(5.4)	(9.2)	**(367.3)**	(222.7)	(1.4)	**(591.4)**
Right of use assets	**(225.0)**	4.9	–	**(220.1)**	(1.8)	–	**(221.9)**
Provisions and accruals	**(3.8)**	0.1	–	**(3.7)**	(0.2)	(0.2)	**(4.1)**
Total deferred tax liabilities	**(603.7)**	(24.6)	(10.9)	**(639.2)**	(189.7)	(1.8)	**(830.7)**
Less offset against deferred tax assets	**315.2**	(21.5)	(10.9)	**282.8**	43.7	–	**326.5**
Net deferred tax liabilities	**(288.5)**	(46.1)	(21.8)	**(356.4)**	(146.0)	(1.8)	**(504.2)**

RECOGNITION AND MEASUREMENT OF INCOME TAXES

Current tax

The tax payable is based on taxable profit for the year, using rates enacted or substantively enacted at the reporting date, and any adjustments to tax payable in respect of previous years.

Deferred tax

Deferred tax assets and liabilities are not recognised for temporary differences arising from investments in subsidiaries where the Consolidated Entity is able to control the reversal of the temporary differences, and it is probable that they will not reverse in the foreseeable future. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available to utilise them.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and adjusted based on estimates of future taxable income and/or capital gains against which the deferred tax asset could be utilised.

Deferred tax assets and liabilities are measured at the tax rates applicable to each jurisdiction which are expected to apply in the period when the assets are realised, or liabilities discharged. They are offset where they relate to the same tax authority and there is a legally enforceable right to offset.

4 Dividends

On 22 December 2022, OZ Minerals entered into a Scheme Implementation Deed with BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by way of scheme of arrangement under the *Corporations Act 2001* (Cth) ('Scheme'). The Scheme Implementation Deed permits, subject to certain conditions, OZ Minerals to declare and pay OZ Minerals shareholders a special dividend prior to implementation of the Scheme.

Prior to the Scheme meeting (which is currently expected to be held in mid-April 2023), the Board intends to declare a fully franked special dividend of $1.75 per share, such dividend conditional on the Scheme becoming effective. If the Scheme does become effective the special dividend will be paid on the date the Scheme is implemented to OZ Minerals shareholders who hold OZ Minerals shares on the special dividend record date. The special dividend record date will be three days before the Scheme record date, with both record dates currently expected to be in late-April 2023.

Assuming the special dividend of $1.75 per share is paid, the consideration payable by BHP under the Scheme will be reduced by this amount. OZ Minerals shareholders who hold shares on both the special dividend record date and the Scheme record date will receive total consideration of $28.25 per share on the date the Scheme is implemented, with $1.75 being a fully franked special dividend paid by OZ Minerals and $26.50 being scheme consideration paid by BHP.

As stated above, if the Scheme does not become effective the special dividend will not be paid. In that case, the Board will continue to consider the payment of dividends against its current policy of paying sustainable dividends from pre-growth cash flow, after taking into consideration the Company's near term identified capital investment opportunities and maintaining a strong balance sheet.

The details in relation to dividends announced or paid since 1 January 2021 are set out below:

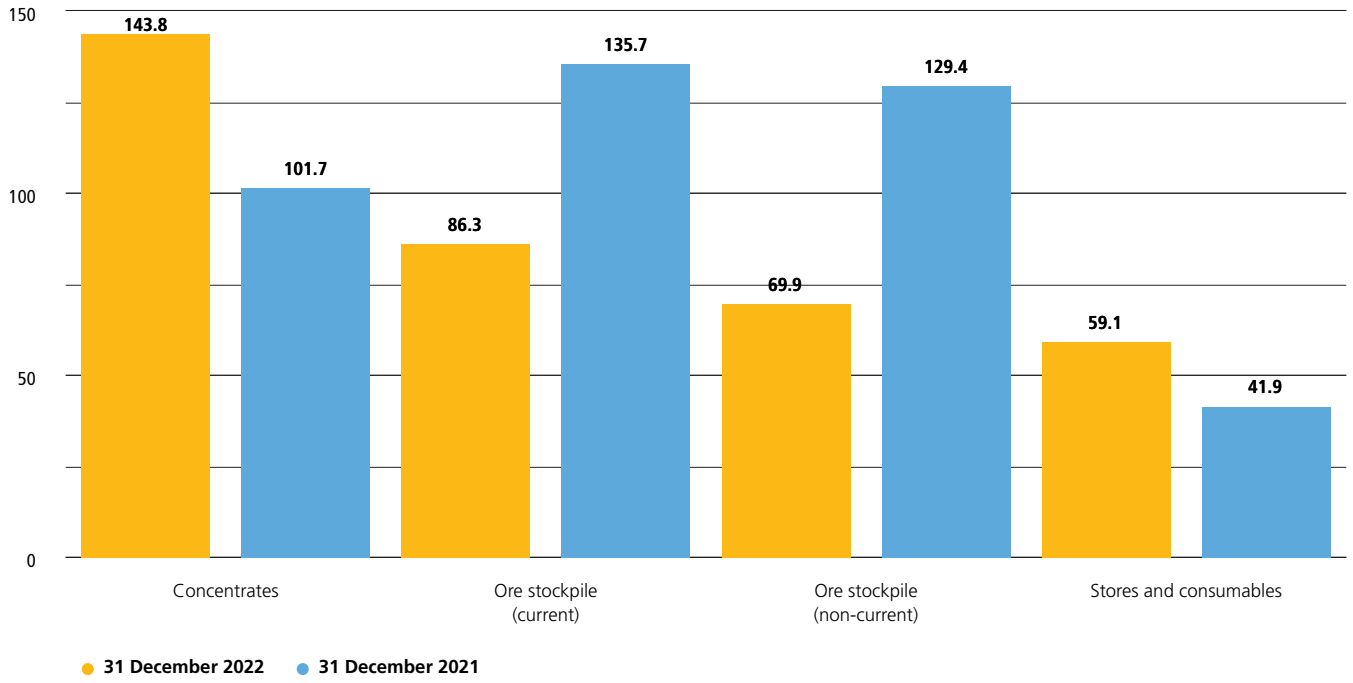
Record date	Date of payment	Fully franked	Total dividends	Dividend reinvestment plan (DRP)
		cents per share	$m	
1 September 2022	16 September 2022	8	26.8	No
25 February 2022	11 March 2022	18	60.2	Yes
24 August 2021	7 September 2021	16[(a)]	53.3	Yes
12 March 2021	26 March 2021	17	56.4	Yes

(a) Included a special dividend of 8 cents per share.

Notes to the Consolidated Financial Statements continued

Capital employed

5 Inventories



	31 December 2022	31 December 2021
	$m	$m
Concentrates	143.8	101.7
Ore stockpile	86.3	135.7
Stores and consumables	59.1	41.9
Inventories – current	289.2	279.3
Ore stockpile – non-current	69.9	129.4
Inventories – non-current	69.9	129.4
Total Inventories	359.1	408.7

There were no realisable value adjustments made during the year (2021: $18.0 million increase to Inventories). All inventories at 31 December 2022 were held at cost (2021: at cost).

Net Realisable Value of Inventories

Inventories are recognised at the lower of cost and net realisable value (NRV).

NRV of ore is based on the estimated amount expected to be received when the ore is processed and sold, less incremental costs to convert the ore to concentrate and selling costs. The calculation of NRV for stockpiles involves significant judgements and estimates in relation to future ore blend rates, timing of processing, processing costs, commodity prices, foreign exchange rates, discount rates and the ultimate timing of sale of concentrates produced.

A change in any of these critical assumptions will alter the estimated NRV and may therefore impact the carrying value of inventories.

RECOGNITION AND MEASUREMENT OF INVENTORIES

Costs are assigned to individual items of inventory on the basis of weighted average costs. Costs comprise direct materials, labour and a proportion of overhead expenditure directly related to the production of inventories. Expenditure directly related to the production of inventories includes processing costs; transportation costs to the point of sale; and depreciation of plant, equipment, mining property; and development assets, the latter of which includes deferred stripping assets and mine rehabilitation costs incurred in the mining process.

Inventories expected to be processed or sold within 12 months after the balance date are classified as current assets and all other inventories are classified as non-current.

6 Operating cash flows

The Consolidated Entity's operating cash flow reconciled to profit after tax is as follows:

	2022	2021
	$m	$m
Profit after tax for the year	207.3	530.7
Adjustments for:		
Depreciation and amortisation	221.1	217.5
Lease amortisation	92.0	80.6
Foreign exchange (loss)/gain on cash balances	(0.2)	0.3
Share based payments	22.9	13.4
Other items	0.1	(2.7)
Change in assets and liabilities:		
Trade and other receivables	(66.6)	(83.4)
Prepayments and other assets	(25.3)	(10.0)
Inventories	49.6	110.0
Trade and other payables	103.9	44.4
Provision for employee benefits	3.9	5.5
Other provisions	2.7	(1.8)
Derivative Financial Instruments	–	(36.3)
Net current and deferred taxes	36.2	102.8
Net cash inflow from operating activities	647.6	971.0

RECOGNITION AND MEASUREMENT OF CASH AND CASH EQUIVALENTS

Cash comprises cash on hand and demand deposits. Cash equivalents comprise short term and highly liquid cash deposits that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value. For the purposes of the Consolidated Statement of Cash Flows, cash includes cash on hand, at call deposits and cash equivalents.

Notes to the Consolidated Financial Statements continued

7 Property, plant and equipment

	Plant and equipment	Mine property and development	Freehold land and buildings	Mineral rights	Capital work in progress	Total
	$m	$m	$m	$m	$m	$m
31 December 2022						
At cost	2,486.8	3,352.0	261.4	359.8	1,021.4	**7,481.4**
Accumulated depreciation and impairment losses	(1,236.2)	(1,727.5)	(178.5)	–	–	**(3,142.2)**
Closing carrying amount	**1,250.6**	**1,624.5**	**82.9**	**359.8**	**1,021.4**	**4,339.2**
Reconciliation of carrying amounts						
Opening carrying amount at 1 January 2022	1,218.4	1,355.8	91.5	336.2	348.3	**3,350.2**
Reclassification of exploration assets[a]	–	–	–	–	308.7	**308.7**
Additions and transfers	140.6	363.0	0.6	–	353.5	**857.7**
Borrowing costs capitalised	–	–	–	–	9.8	**9.8**
Disposals – at cost	(0.8)	–	–	–	–	**(0.8)**
Accumulated depreciation on disposals	0.6	–	–	–	–	**0.6**
Depreciation	(109.6)	(95.5)	(9.5)	–	–	**(214.6)**
Foreign currency exchange differences	1.4	1.2	0.3	23.6	1.1	**27.6**
Closing carrying amount at 31 December 2022	**1,250.6**	**1,624.5**	**82.9**	**359.8**	**1,021.4**	**4,339.2**
31 December 2021						
At cost	2,345.6	2,987.8	260.5	336.2	348.3	**6,278.4**
Accumulated depreciation and impairment losses	(1,127.2)	(1,632.0)	(169.0)	–	–	**(2,928.2)**
Closing carrying amount	**1,218.4**	**1,355.8**	**91.5**	**336.2**	**348.3**	**3,350.2**
Reconciliation of carrying amounts						
Opening carrying amount at 1 January 2021	1,083.7	1,241.5	88.8	317.2	182.3	**2,913.5**
Additions and transfers	228.1	211.1	12.9	–	166.0	**618.1**
Depreciation	(97.7)	(103.0)	(10.2)	–	–	**(210.9)**
Foreign currency exchange differences	4.3	6.2	–	19.0	–	**29.5**
Closing carrying amount at 31 December 2021	**1,218.4**	**1,355.8**	**91.5**	**336.2**	**348.3**	**3,350.2**

[a] During the year the Board approved the construction of the West Musgrave open pit mine, therefore West Musgrave exploration assets balance of $308.7 million was reclassified to the property plant and equipment (refer to Note 8). This balance includes study cost of $92.2 million spent during 2022 prior to the final investment decision.

Borrowing costs relating to general and specific borrowing included in the carrying values of the assets is $9.8 million (2021:Nil).

Under the original terms of OZ Minerals' acquisition of Carrapateena, in the event of production of rare earths, iron or any other commodity except copper, gold and silver, a further US$25 million is payable to the vendor. No such production has occurred.

West Musgrave Project aquisition terms stated contingent payments up to an aggregated cap of $20 million are payable in two scenarios:

1. $10 million (or pro-rata) if OZ Minerals sells 30 per cent or more of the West Musgrave Project where the implied sale value for 30 per cent of the Project exceeds $76 million and $10 million (or pro-rata) calculated at 20 per cent of the value exceeding the implied value.
2. $10 million if OZ Minerals sells 30 per cent or more of the nickel stream to a mining company which produces, sells or markets base metals.

West Musgrave Project aquisition terms also stated deferred payments for:

1. a production milestone payment of $10 million, payable 12 months after commencement of production from the West Musgrave Project.
2. a two per cent net smelter royalty payable from future production from the tenements within the West Musgrave and Yarawindah Project.

Above contingent payment and deferred payments are not recognised as liabilities as their payment remains wholly within the control of the Group.

RECOGNITION AND MEASUREMENT OF PROPERTY, PLANT AND EQUIPMENT

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the items and costs incurred in bringing assets into use. Carrying values include borrowing costs incurred in relation to the acquisition of the item until the asset become available for intended use.

Expenditure associated with mining that relates to developing access to new sections of an ore body is capitalised as a mine development asset and depreciated on a units of production basis as ore is extracted. When ore extraction and mine development occur concurrently, expenditure is allocated between the cost of ore extraction (inventory) and mine development on the basis of the proportion of underlying activity; typically metres advanced or material moved.

Mineral rights comprise identifiable mineral resources and ore reserves which are acquired as part of a business combination and are recognised at fair value at date of acquisition. Mineral rights are subsequently reclassified as mine property and development once mine development commences.

Mine property and development assets include costs transferred from exploration and evaluation assets and mineral rights once technical feasibility and commercial viability of an area of interest are demonstrated. After transfer, all subsequent expenditures to develop the mine to the production phase and which are considered to benefit mining operations in future periods are capitalised.

The present value of the expected cost of decommissioning, rehabilitation, restoration and dismantling of assets after use is included in the cost of the respective asset if the recognition criteria for a provision is met including revision to the expected cost.

Property, plant and equipment is tested for impairment when there is an indication of impairment. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows. An impairment loss is recognised for the amount by which the asset or cash generating unit (CGU) carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value, less the cost to dispose and its value in use. Assets that have been impaired are reviewed for possible reversal of impairment at each reporting date.

Value in use is the net amount expected to be recovered through cash flows arising from the continued use and subsequent disposal of an asset (or group of assets). In assessing value in use, estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

The asset's fair value less costs to dispose is the amount obtainable from the sale of an asset or cash-generating unit in an arm's length transaction between knowledgeable and willing parties, less the estimated costs of disposal.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use, or by selling it to another market participant who would use the asset in its highest and best use.

Mineral Resource and Ore Reserve Estimates

The estimated quantities of Mineral Resource and Ore Reserve estimates are based upon interpretations of geological and geophysical models and require assumptions to be made regarding exchange rates, commodity prices, future capital requirements and future operating performance.

Changes in reported mineral resource and ore reserve estimates can impact the carrying value of property, plant and equipment, including deferred mining expenditure; capitalised exploration; provisions for mine rehabilitation; restoration and dismantling obligations; and recognition of deferred tax assets as well as the amount of depreciation charged to the income statement.

Changes in the carrying value of the assets may arise principally through changes in the income that can be economically generated from each project. Changes in depreciation expense may arise through a change in the units of ore available for extraction over which property, plant and equipment is depreciated.

Notes to the Consolidated Financial Statements continued

Recoverability of Assets

Cash generating units are tested for impairment when there is an indication that the CGU may be impaired. Examples of impairment indicators include the Group's net assets exceeding its market capitalisation, unfavourable fluctuations in commodity prices and foreign exchange rates, or a decline in the CGU's operating performance.

The Consolidated Entity undertook a review of the Prominent Hill, Carrapateena, Carajás and Gurupi CGUs to determine whether there was any indication that these CGUs had suffered an impairment loss. The Consolidated Entity concluded that there were no such indicators that the CGUs were impaired at the reporting date.

When the Group reviewed impairment indicators, consideration was also given to the potential impacts of climate change in the significant judgements and assumptions that may impact the CGU's valuation in future periods, including:

- expected future cash flows based on a range of factors including Board-approved internal budgets and forecasts which reflect expectations of resources and reserves; present mine plans and expectations regarding regulatory approvals; short and long term commodity prices and foreign exchange rates; and forecast operating and capital costs.
- implications of climate change risks and opportunities on the CGU's carrying value, including the transition to a low carbon economy which may result in higher demand for the Group's commodities due to regulatory, legal, technological, market or societal responses to climate change. Long term changes in climate patterns could also cause adverse impacts on the Group's operations with associated cost and operational implications due to the increased severity of extreme weather events. The Group continues to monitor for new factors and impacts as regulatory, technological and market responses to climate change evolve.
- potential implications of carbon pricing and other climate related regulatory costs in scenario analysis.
- the value of mineral resources not modelled in Board-approved budgets, based on the use of an appropriate resource valuation multiple to the contained copper equivalent within the resources applicable to the CGU.
- the discount rate applied to the cash flows which reflects current market conditions.

In addition, the Consolidated Entity monitors impairment indicators by considering the impact of the above judgements and assumptions on the valuation of CGUs through periodic updates to its business valuation models.

Such assumptions are subject to variation as a result of changes in future economic and operational conditions. Consequently, the carrying value of the Consolidated Entity's CGUs may differ in future years if assumptions made do not eventuate and actual outcomes are less favourable than present assumptions.

In considering the recoverable amount for the Gurupi CGU, the Group considers the likelihood that the historical injunction over development of the CentroGold project will be removed in future periods. Having considered the applicable legislation, the status of negotiations with local regulators and judicial precedents together with its external advisors, the Group considers that it is likely that the injunction will be removed in future periods. Accordingly, the recoverable amount of the Gurupi CGU is based on an estimate of future cash flows discounted to their present value, with the estimated future cash flows reflecting the prefeasibility study updated for current inputs such as commodity prices, exchange rates and inflation. The status of the injunction and its potential impact on the Gurupi CGU valuation is assessed each reporting period, and in the event the injunction is not removed in line with the Group's expectations, absent any other factors a downward adjustment to the carrying value may be required in future periods.

Depreciation methods adopted by the Consolidated Entity

Category	Depreciation method
Freehold land	Not depreciated
Buildings and other infrastructure	Straight line over life of mine
Short term plant and equipment	Straight line over life of asset
Processing plant	Units of ore milled over mining inventory
Mine property and development	Units of ore extracted over mining inventory applicable to the development

Depreciation of assets commences when the assets are ready for their intended use. The depreciation of mine property and development commences when the mine is commissioned or deemed ready for use.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each reporting date and adjusted prospectively, if appropriate. Where depreciation rates are changed, the net written down value of the asset is depreciated from the date of the change in accordance with the new depreciation rate, with the change accounted for as a change in accounting estimate.

8 Exploration assets

Carrying Value of Capitalised Exploration Expenditure

The accounting policy for exploration and evaluation expenditure requires judgement to determine whether future economic benefits are likely from either future exploitation or sale, or whether activities have not reached a stage that permits a reasonable assessment of the existence of reserves. In the event future economic benefits are unlikely or a reasonable assessment of the existence or otherwise of economic reserves is not possible, an impairment test may be required which may result in an adjustment to the carrying value of capitalised exploration expenditure.

The ultimate recoupment of costs capitalised for exploration and evaluation phases is dependent on successful development and commercial exploitation or sale of the respective area of interest.

Exploration assets

	2022	2021
	$m	$m
Opening balance at 1 January	288.6	215.8
Additions during the period	92.2	72.4
West Musgrave balance transferred to property, plant and equipment (refer Note 7)	(308.7)	–
Transferred to exploration expense	(16.2)	(3.9)
Foreign currency exchange difference	3.0	4.3
Closing balance at 31 December	**58.9**	**288.6**

RECOGNITION AND MEASUREMENT OF EXPLORATION EXPENDITURE

Exploration and evaluation expenditure is recognised in the Income Statement as incurred, unless it is expected to be recouped through successful development and exploitation of the area of interest; or alternatively by its sale, in which case it is recognised as an asset on an area of interest basis; or the exploration asset is acquired via an asset purchase or a business combination.

Exploration and evaluation assets are classified as tangible according to the nature of the assets. Exploration and evaluation assets are not depreciated and are assessed for impairment when facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

For the purposes of impairment testing, exploration and evaluation assets are allocated to cash-generating units to which the exploration activity relates. A CGU is not larger than the area of interest. Once the technical feasibility and commercial viability of the extraction of mineral reserves in an area of interest are demonstrated, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mine property and development assets within property, plant and equipment.

From time to time the Consolidated Entity enters into arrangements which enable it to secure the opportunity to explore and potentially earn the right to mineralisation if discovered on underlying exploration tenements held by other entities (earn-in arrangements). Under these agreements, OZ Minerals does not assume any liabilities or hold any rights to other assets that the holder of the tenement may possess. Expenditure is accounted for under OZ Minerals' accounting policy for exploration and evaluation expenditure.

Notes to the Consolidated Financial Statements continued

9 Right-of-use assets

	Powerline infrastructure	Property	Plant & equipment	Total
	$m	$m	$m	$m
2022				
Opening balance at 1 January	561.8	5.2	166.6	733.6
Additions to right-of-use assets	34.3	0.3	63.6	98.2
Depreciation charge for the period	(40.1)	(0.8)	(51.1)	(92.0)
Closing carrying amount at 31 December	556.0	4.7	179.1	739.8
2021				
Opening balance at 1 January	586.0	5.7	158.4	750.1
Additions to right-of-use assets	14.9	0.3	113.7	128.9
Derecognition of right-of-use assets	–	–	(64.8)	(64.8)
Depreciation charge for the period	(39.1)	(0.8)	(40.7)	(80.6)
Closing carrying amount at 31 December	561.8	5.2	166.6	733.6

The right-of-use (ROU) assets include office space, mining equipment leases contained in mining service contracts, aviation equipment included in air charter services contracts and powerline infrastructure. Corresponding lease liabilities are recognised within 'Lease liabilities' in the consolidated balance sheet (refer to Note14).

RECOGNITION AND MEASUREMENT OF ROU ASSETS

An assessment is made, at inception or when contract terms are changed, to determine whether the contract is or contains a lease. A contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. The Consolidated Entity determines the consideration attributable to the lease or a lease component within a contract on the basis of the standalone price of the assets for which a right of use is conveyed. However, for the leases of Powerline Infrastructure the Consolidated Entity has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

As a lessee, the Consolidated Entity recognises a ROU asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. Short term and low value leases are expensed in the consolidated statement of comprehensive income on a straight-line basis over the life of the lease.

The Group recognises a ROU asset and a lease liability at the lease commencement date. The ROU asset is initially measured at cost (present value of the lease liability, deemed cost of acquiring the asset and restoration or make good cost), and subsequently at cost less any accumulated depreciation, impairment losses and adjustments for remeasurement of the lease liability. The ROU assets are depreciated over the life of the lease. The lease liability is initially measured at the present value of the lease payments expected to be paid over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the entity's incremental borrowing rate. The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. The lease liability is further remeasured if the estimated future lease payments change as a result of index or rate changes, residual value guarantees or the likelihood of exercising purchase, extension or termination options.

Extension and Renewal of Lease

The Consolidated Entity has applied judgement to determine the lease term for lease contracts that include renewal options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which affects the measurement of lease liabilities and ROU assets recognised.

Where practicable, the Group seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. The Group also reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

The Group has estimated that the potential future lease payments, should it exercise the available extension options, would result in an increase in the lease liability amount of $105.4 million (2021:$69.0 million).

Amounts recognised in the Consolidated financial statements for the year ended 31 December 2022

	2022	2021
	$m	$m
Amount recognised in profit and loss		
Depreciation and amortisation	92.0	80.6
Lease interest (included in finance expense)	26.2	25.9
Expense relating to short term leases	5.6	4.3
Expense relating to lease of low-value assets, excluding short term	0.3	0.2
Amount recognised in the statement of cash flows		
Lease liability payments (included in cash flows from net financing activities)	87.5	76.0
Lease interest paid (included in cash flows from operating activities)	26.2	25.9
Balance sheet		
Right-of-use assets at carrying value	739.8	733.6
Lease liabilities		
Current	(97.2)	(80.5)
Non-current	(657.4)	(663.4)

Short term lease commitments

At 31 December 2022, the Group has short term lease commitments of $1.6 million (2021: $1.6 million).

10 Provisions

Mine Rehabilitation, Restoration and Dismantling Obligations

The provision for mine rehabilitation includes future cost estimates associated with reclamation, plant closures, waste site closures, monitoring, demobilisation of equipment, decontamination, water purification and permanent storage of historical residues.

Uncertainty exists as to the amount of rehabilitation obligations which will be incurred due to the impact of environmental legislation changes and many other factors, including future changes in technology, adverse impacts relating to climate change which could impact both the cost, extent and timing of rehabilitation, price increases and changes in interest rates. The calculation of these provision estimates requires assumptions to be made as to the application of environmental legislation, the potential physical impacts of climate change, plant closure dates, available technologies, engineering cost estimates and discount rates. A change in any of the assumptions used may have a material impact on the carrying value of mine rehabilitation, restoration and dismantling provisions.

RECOGNITION AND MEASUREMENT OF PROVISIONS

Provisions are measured at the present value of the best estimate of the expenditure required to settle the present obligation at balance sheet date. The discount rate used to determine the present value reflects current market assessments of the time value of money and the risks specific to the liability. The increase in provisions due to the passage of time is recognised in the income statement as a financing expense.

Provisions are made for the estimated cost of rehabilitation, decommissioning and restoration of areas disturbed during mining and exploration operations up to the reporting date for areas not yet rehabilitated. Provisions for mine rehabilitation are based on the current estimated cost to rehabilitate such areas, discounted to their present value based on expected future cash flows. The estimated costs include the current cost of rehabilitation necessary to meet legislative requirements. Changes in estimates are dealt with on a prospective basis as they arise. The provision is recognised as a liability, separated into current (estimated costs arising within 12 months) and non-current components based on the expected timing of these cash flows.

Notes to the Consolidated Financial Statements continued

	2022	2021
	$m	$m
Provisions		
Other provisions	20.6	8.7
Mine rehabilitation	109.6	130.8
Total provisions	130.2	139.5
Reconciliation of mine rehabilitation provisions		
Opening carrying amount	130.8	111.2
Unwind of discount	3.7	1.3
Provisions (decrease) /increase	(24.9)	18.3
Closing carrying amount	109.6	130.8

The decrease in mine rehabilitation provision reflects the net impact of discount rate changes during the year, inflation expectations and a change in the expected timing of rehabilitation activities resulting principally from the extension to the Prominent Hill mine life.

11 Commitments

The Consolidated Entity has entered into various contracts with suppliers for the ongoing sustaining and growth development activities at existing mines as well mine development at West Musgrave. The total capital expenditure commitment in relation to these contracts as at 31 December 2022 was $325.5 million (2021: $283.6 million).

Contributed equity

12 Issued capital

31 December	2022	2021
	$m	$m
334,890,502 shares (2021: 333,654,973 shares)	2,408.7	2,400.3

Share capital movement

	Number of shares	Share capital
		$m
31 December 2022		
Opening balance at 1 January 2022	333,654,973	2,400.3
Shares issued under employee share plans	896,000	–[a]
Shares issued under DRP	339,529	8.4
Closing balance at 31 December 2022	334,890,502	2,408.7
31 December 2021		
Opening balance at 1 January 2021	331,293,359	2,371.4
Shares issued under employee share plan	1,051,995	–[a]
Shares issued under DRP	1,309,619	28.9
Closing balance at 31 December 2021	333,654,973	2,400.3

[a] Shares issued under the employee share plan are at no cash cost. Shares granted are valued on the grant date and the related expense of the employee earning the shares is recognised as an expense progressively over the vesting period within share-based payment expenses.

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of shares held. On a show of hands, every holder of ordinary shares present at a meeting in person or by proxy is entitled to one vote, and upon a poll each holder is entitled to one vote per share.

RECOGNITION AND MEASUREMENT OF ISSUED CAPITAL

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown within equity as a deduction.

Shares were issued but no shares were bought for the Employee Share Plan Trust to meet the Consolidated Entity's obligation to provide shares to employees in accordance with the terms of their employment contracts and employee share plans as and when they may vest, and are classified as ordinary shares and are presented as an addition to the total equity.

The Company may also issue securities as consideration for asset acquisitions in lieu of cash. The fair value of assets acquired is measured with reference to market observable prices adjusted for any matters specific to the arrangement. The value recognised as an increase in issued capital reflects the fair value of assets acquired.

The increase in equity associated with shares issued under the DRP is measured as the amount equal to the cash payment the security holder was otherwise entitled to, had the holder not participated in the DRP.

Notes to the Consolidated Financial Statements continued

13 Share-based payments

Element	Performance rights granted under PRP[a]	Performance rights granted under LTIP		
Performance period	2022: 1 January 2022 to 31 December 2023 2021: 1 January 2021 to 31 December 2022 2020: 1 January 2020 to 31 December 2020	2022: 1 January 2022 to 31 December 2024 2021: 1 January 2021 to 31 December 2023 2020: 1 January 2020 to 31 December 2022		
Service period	2022: 1 July 2022 to 1 July 2024 2021: 1 July 2021 to 1 July 2023 2020: 1 July 2020 to 1 July 2021	2022: 1 January 2022 to 31 December 2024 2021: 1 January 2021 to 31 December 2023 2020: 1 January 2020 to 31 December 2022		
Vesting conditions	Percentage vesting based on individual performance against Key Performance Indicators	**1. Total shareholder return (TSR)**		
		TSR performance measured Comparator Group		**Percentage of vesting**
		Less than 50th percentile		Nil
		50th percentile		50%
		Between the 50th and 75th percentile		Straight-line vesting between 50% and 100%
		75th percentile or greater		100%
		2. All-In Sustaining Costs (AISC)[b]		
		OZ Minerals AISC over the performance period		**Percentage of vesting**
		Above 50th percentile		Nil
		50th percentile		50%
		Between 50th percentile and 25th percentile (Lowest cost)		Straight-line vesting between 50% and 100%
		25th percentile or below		100%
		3. Environmental, Social and Governance (ESG)[b]		
		MSCI[c] ESG Ratings Metals & Mining: Non-Precious Metals (FIAS[d] score out of 10)	**MSCI[c] Band**	**Percentage of vesting**
		Below 7.143	A	Nil
		7.143	AA	50%
		Between 7.143 and 8.23	AA	Straight-line vesting between 50% and 100%
		8.23 or above	AA	100%
Exercise price	Nil	Nil		

[a] The PRP Plan performance and service periods are set to two years starting from 2021.
[b] From the year 2022 the LTI Plan was set on TSR, AISC and ESG, weighted at 60 per cent, 20 per cent and 20 per cent respectively (2021: TSR and AISC, weighted at 70 per cent and 30 per cent respectively).
[c] Morgan Stanley Capital International index
[d] Final Industry-Adjusted Score

The total employee benefits expense for 2022 was $164.4 million of which $25.8 million comprised share-based payments (2021: $133.5 million, share-based payment $13.4 million).

Performance rights granted under the employee incentive schemes do not include dividends or voting rights. All performance rights under current performance rights offers are automatically exercised upon vesting which is dependent upon meeting both the service condition and the performance conditions. When issued, the shares on vesting of performance rights rank equally in all respects with previously issued, fully paid ordinary shares.

On 22 December 2022, OZ Minerals entered into a Scheme Implementation Deed with BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by way of scheme of arrangement under the *Corporations Act 2001* (Cth) ('Scheme'). Subject to the Scheme becoming effective, all unvested performance rights (other than performance rights granted under the 2023 LTI offer to Executive KMP) will automatically vest and be exercised, with one OZ Minerals share issued per performance right. If the Scheme does not become effective, the unvested performance rights continue on foot on their current terms. OZ Minerals must assess the likelihood of the Scheme becoming effective and the performance rights therefore automatically vesting and being exercised, and has determined that it is more likely than not that the Scheme will become effective. As such, share based payments have been calculated on the basis that the Scheme becomes effective and all of the performance rights (other than the performance

rights granted under the 2023 LTI offer to Executive KMP) vest and are exercised on Scheme effective date, with the cumulative impact of the revision to original estimates recognised in the income statement with a corresponding adjustment to equity.

The fair value of services received in return for share-based payments granted during the year is based on the fair value of the performance rights granted, measured using a binomial approximation option valuation model and Monte-Carlo simulation valuation model for performance rights plans and LTIPs respectively. The models use the following inputs:

Grant date	Fair value at grant date	Share price at grant date	Expected volatility	Expected dividends	Risk-free interest rate
	$	$	%	%	%
Performance rights granted under the LTIP					
1 January 2022					
Managing Director and CEO Tranche One (60%)	13.3	25.8	35.0	1.4	2.4
Managing Director and CEO Tranche Two (20%)	24.9	25.8	35.0	1.4	2.4
Managing Director and CEO Tranche Three (20%)	24.9	25.8	35.0	1.4	2.4
Other KMP Tranche One (60%)	14.1	25.3	35.1	1.4	1.9
Other KMP Tranche Two (20%)	24.4	25.3	35.1	1.4	1.9
Other KMP Tranche Three (20%)	24.4	25.3	35.1	1.4	1.9
1 January 2021					
Managing Director and CEO Tranche One (70%)	16.1	23.2	33.0	1.7	0.1
Managing Director and CEO Tranche Two (30%)	22.1	23.2	33.0	1.7	0.1
Other KMP Tranche One (70%)	14.1	22.4	33.0	1.8	0.1
Other KMP Tranche Two (30%)	21.3	22.4	33.0	1.8	0.1
1 January 2020					
Managing Director and CEO Tranche One (70%)	6.0	9.0	31.0	2.7	0.3
Managing Director and CEO Tranche Two (30%)	8.4	9.0	31.0	2.7	0.3
Other KMP Tranche One (70%)	5.7	9.6	29.0	2.9	0.3
Other KMP Tranche Two (30%)	9.0	9.6	29.0	2.9	0.3
Performance rights granted under the PRP					
1 July 2022	16.8	17.3	37.0	1.3	2.6
1 July 2021	21.4	22.1	37.0	1.8	0.1
1 July 2020	11.1	11.3	33.0	2.0	0.3
Performance rights granted under the retention award					
1 November 2021	23.3	24.6	35.0	1.7	1.0

PERFORMANCE RIGHTS

The movement in the number of performance rights during the year

	2022	2021
	Number	Number
Opening balance	2,242,179	2,553,714
Rights granted	815,737	934,954
Rights vested	(808,741)	(1,069,990)
Rights forfeited	(194,387)	(176,499)
Closing balance	2,054,788	2,242,179

RECOGNITION AND MEASUREMENT OF SHARE-BASED PAYMENTS

The fair value of share-based payment transactions measured at grant date are recognised as an employee benefit expense with a corresponding increase in equity over the period during which employees become unconditionally entitled to the instruments.

Notes to the Consolidated Financial Statements continued

If the employee does not meet a non-market condition, such as a service condition or internal KPI, any cumulative previously recognised expense is reversed.

The fair value of the share-based payment transactions granted is adjusted to reflect market vesting conditions at the time of grant and are not subsequently adjusted. Non-market vesting conditions are included in assumptions about the number of instruments that are expected to become exercisable and are updated at each balance sheet date. The impact of the revision to original estimates for non-market conditions, if any, is recognised in the income statement with a corresponding adjustment to equity. Changes as a result of market conditions are not adjusted after the initial grant date.

Risk management

14 Financial risk management

OZ Minerals' Group Treasury Function (Group Treasury) evaluates and manages financial risks for the Group. The Board approves principles for overall risk management as well as policies covering specific risk areas such as commodity markets, financial markets, counterparty credit risk and liquidity risk.

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

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

- commodity prices
- foreign currency exchange rates
- counterparty
- credit
- liquidity
- interest rate.

The Consolidated Entity holds the following financial instruments

Carried at fair value using level one valuation technique (based on share prices quoted on the relevant stock exchanges)	Carried at fair value using level two valuation technique (quoted market prices of copper, gold and silver adjusted for specific settlement terms)	Carried at amortised cost
› Investments in equity securities	› Trade receivables	› Cash and cash equivalents[(a)] › Other receivables[(a)] › Trade payables[(a)] › Other payables[(a)]

[(a)] The carrying value of each of these items approximates fair value.

Recognition and measurement

Financial assets and liabilities are recognised when the Consolidated Entity becomes party to the contractual provisions of an instrument.

NON-DERIVATIVE FINANCIAL ASSETS

The Consolidated Entity classifies its financial assets as:

- financial assets at fair value through other comprehensive income
- financial assets at fair value through profit and loss
- loans and receivables at amortised cost.

Financial assets measured at amortised cost are recognised initially at fair value plus any directly attributable transaction costs. Trade receivables, including those containing an embedded derivative, are carried at fair value.

Concentrate sales receivables are recognised in accordance with the recognition and measurement criteria disclosed in Note 1. Provisional payments in relation to trade receivables are usually due within 30 days from the date of invoice issue, with final settlement usually due within 90 days.

Other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

The Consolidated Entity de-recognises a financial asset or a part of it when, and only when, the contractual rights to the cash flows from the financial asset or part of it expires or, the financial asset is transferred to another party without retaining control or substantially all risks and rewards of the asset. On de-recognition of a financial asset, the difference between the carrying amount (measured at the date of de-recognition) and the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in the income statement.

A financial asset measured at amortised cost is assessed at each reporting date as to whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset. An impairment loss is recognised for any expected credit loss for the lifetime of the financial asset, accounted for at amortised cost or fair value through other comprehensive income. Credit losses are measured on the present value of all cash shortfalls between the cash flows due to the entity in accordance with the contract and the expected cash flows.

In the event that an impairment loss is reversed, the asset's carrying amount cannot exceed what the carrying amount would have been had the impairment not been recognised. The amount of reversal is recognised in the income statement.

NON-DERIVATIVE FINANCIAL LIABILITIES

All financial liabilities are recognised initially at fair value and net of directly attributable transaction costs. Trade and other payables represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial year which are unpaid. The amounts are non-interest-bearing, unsecured and are usually paid within 30 days of recognition. Lease liabilities are recognised at net present value and reduced by the actual payment made (refer Note 9).

The Consolidated Entity de-recognises financial liabilities when its obligations are discharged, cancelled or expire. The difference between the carrying amount of the liability de-recognised and the consideration paid and payable is recognised in the income statement.

COMMODITY PRICE RISK MANAGEMENT AND SENSITIVITY ANALYSIS

The Consolidated Entity is exposed to commodity price volatility on the sale of metal in concentrates such as copper, gold and silver which are priced on, or benchmarked to, open market exchanges. OZ Minerals aims to realise average copper prices which are materially consistent with the prevailing average market prices for the same period. The Consolidated Entity manages uneven exposure to price by managing shipment schedules.

Commodity price sensitivity analysis

The analysis below reflects the impact of movements in copper and gold prices. Variations in silver prices have been deemed immaterial for the purpose of this analysis. In accordance with Australian Accounting Standards, the sensitivity analysis is on all financial assets and liabilities deemed material to the Consolidated Entity.

	+10% movement in copper prices	-10% movement in copper prices	+10% movement in gold prices	-10% movement in gold prices
	Impact on income statement net of tax	Impact on income statement net of tax	Impact on income statement net of tax	Impact on income statement net of tax
	$m	$m	$m	$m
2022				
Trade receivables	14.9	(14.9)	5.4	(5.4)
Total	14.9	(14.9)	5.4	(5.4)
2021				
Trade receivables	12.0	(12.0)	4.3	(4.3)
Total	12.0	(12.0)	4.3	(4.3)

Provisionally priced sales are those for which price finalisation, referenced to the relevant index, is outstanding at balance date. The Provisional pricing mechanisms within the Consolidated Entity's sales arrangements have the character of a commodity derivative. Trade receivables under these contracts are carried at fair value through the profit and loss using a Level 2 valuation based on quoted market prices for copper, gold and silver adjusted for specific settlement terms. The Consolidated Entity's exposure at 31 December 2022 to the impact of movements in commodity prices on provisionally invoiced sales was on both copper and gold. The Consolidated Entity had 38,000 tonnes of copper exposure and 28,000 ounces of gold exposure as at 31 December 2022 (2021: 37,000 tonnes and 30,000 ounces respectively) that was provisionally priced. The final price of these sales volumes will be determined during the first half of 2023.

A 10 per cent movement in copper and gold prices which is based on reasonably possible changes over a financial year and reflects the variability management applies in forecasting sensitivity. In accordance with accounting standards, the impact has been calculated on the outstanding balance that is subject to commodity price risk and does not include the impact of the movement in commodity prices on the total revenue for the year.

FOREIGN CURRENCY EXCHANGE RISK MANAGEMENT AND SENSITIVITY ANALYSIS

The Consolidated Entity is exposed to foreign currency risk arising from assets and liabilities that are held in currencies other than the Australian dollar (primarily United States Dollar and Brazilian Real).

The Group's principal operations have a functional currency of Australian dollars. An entity's functional currency is the currency of the primary economic environment in which the entity operates. Determination of an entity's functional currency requires management's judgement and considers a number of factors, including the currency that mainly influences revenue, costs of production, and competitive forces and regulations which impact on revenue. In addition, consideration must be given to the currency in which financing and operating activities are undertaken.

All exchange differences that arise on translating results and the financial position of all entities within the Consolidated Entity that have a functional currency different from the presentation currency are recognised as a separate component of equity in the Foreign Currency Translation Reserve. When a foreign operation is sold a proportionate share of such exchange differences is recognised in the Income Statement as part of the gain or loss on sale where applicable.

Foreign currency transactions are translated into the functional currency using exchange rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation at year-end exchange rates of financial assets and liabilities denominated in foreign currencies, are recognised in the Income Statement. The carrying amount of the Consolidated Entity's financial assets and financial liabilities by their currency risk exposure at the reporting date are disclosed below.

Notes to the Consolidated Financial Statements continued

	Denominated in US$ presented in A$m	Other currencies presented in A$m	Total A$m
2022			
Cash and cash equivalents	92.6	9.2	101.8
Trade receivables	294.3	–	294.3
Trade payables	(4.7)	(17.0)	(21.7)
Total	382.2	(7.8)	374.4
2021			
Cash and cash equivalents	100.3	3.9	104.2
Trade receivables	233.6	–	233.6
Trade payables	(4.3)	(24.7)	(29.0)
Total	329.6	(20.8)	308.8

Exchange rates during the year	Average rate		31 December spot rate	
	2022	2021	2022	2021
AUD:USD	0.6951	0.7516	0.6813	0.7256
AUD:BRL	3.5863	4.0584	3.6040	4.0400

At reporting date, if the foreign currency exchange rates weakened or strengthened against the functional currency by 5 per cent and all other variables were held constant, the Consolidated Entity's after tax profit would have increased by $14.1 million (2021: $12.1 million) or decreased by $12.7 million (2021: $11.0 million) respectively. There would have been no impact to the other comprehensive income. The sensitivity analysis includes only outstanding foreign currency denominated monetary items at the reporting date and adjusts their translation for a 5 per cent change in the foreign currency rate.

INTEREST RATE RISK MANAGEMENT AND SENSITIVITY ANALYSIS

During the year, the Consolidated Entity drew down $825.0 million of the available revolving credit facility and repaid $450.0 million with an outstanding balance of $375.0 million at 31 December 2022, and drew down $15.6 million of the West Musgrave syndicated term loan facility. The Consolidated Entity is exposed to changes in the Australian bank bill interest rate as at 31 December 2022.

	+1% movement in interest rates	-1% movement in interest rates
	Impact on income statement net of tax	Impact on income statement net of tax
	$m	$m
2022		
Cash and cash equivalent	1.0	(1.0)
Borrowings	(5.3)	5.3
Total	**(4.3)**	**4.3**
2021		
Cash and cash equivalent	1.5	(1.5)
Borrowings	0.0	0.0
Total	**1.5**	**(1.5)**

CREDIT RISK MANAGEMENT

Credit risk refers to the risk that any counterparty will default on its contractual obligations resulting in financial loss to the Consolidated Entity. Counterparty credit risk arises through sales of metal in concentrate on normal terms of trade and investment of cash.

The credit risk on cash and cash equivalents is managed by restricting financial transactions to relationship banks which have Board-approved exposure limits and a minimum credit rating assigned by an internationally recognised credit rating agency.

Credit risk in trade receivables is managed by restricting trade credit to Board-approved exposure limits with customers that have a minimum credit rating or trade credit that is secured by a letter of credit from a bank with an acceptable credit rating.

As there are a relatively small number of transactions, they are closely monitored to ensure risk of default is kept to an acceptable level. Sales contracts generally require a provisional payment of at least 90 per cent of the estimated value of each sale either promptly after vessel loading or upon the vessel arriving at the discharge port.

MAXIMUM EXPOSURE TO CREDIT RISK FOR TRADE RECEIVABLES AT THE REPORTING DATE BY CUSTOMER GEOGRAPHIC REGION

	2022	2021
	$m	$m
Asia	248.1	197.0
Australia	47.9	39.5
Total	**296.0**	**236.5**

Three major customers (2021: three customers) who individually accounted for more than 10 per cent of total revenue contributed approximately 92 per cent of total revenue (2021: 93 per cent). These customers also represent 99.3 per cent of the trade receivables balance as at 31 December 2022 (2021: 99.5 per cent). There were no instances of customer default during 2022 and there are no significant receivables which are past due at the reporting date.

LIQUIDITY RISK MANAGEMENT

Liquidity risk is the risk of encountering difficulty in meeting obligations associated with financial liabilities. OZ Minerals manages liquidity risk by conducting regular reviews of the timing of cash outflows, the maturity profiles of term deposits and maintaining committed available bank credit to ensure sufficient funds are available to meet its obligations.

The following table reflects all contractual repayments from recognised financial assets and liabilities at the reporting date.

Contractual cashflows

	Carrying amount	<1 year	1-2 years	2-5 years	>5 years	Total
	$m	$m	$m	$m	$m	$m
2022						
Non-derivative financial instruments						
Cash and cash equivalents	136.7	136.7	–	–	–	136.7
Trade receivables	296.0	296.0	–	–	–	296.0
Other receivables	27.8	27.8	–	–	–	27.8
Trade payables	(326.9)	(326.9)	–	–	–	(326.9)
Borrowings	(390.6)	(375.0)	(15.6)	–	–	(390.6)
Lease liabilities	(754.5)	(120.8)	(111.2)	(231.7)	(462.2)	(925.9)
Total	**(1,011.5)**	**(362.2)**	**(126.8)**	**(231.7)**	**(462.2)**	**(1,182.9)**
2021						
Non-derivative financial instruments						
Cash and cash equivalents	215.4	215.4	–	–	–	215.4
Trade receivables	236.5	236.5	–	–	–	236.5
Other receivables	20.7	20.7	–	–	–	20.7
Trade payables	(232.1)	(232.1)	–	–	–	(232.1)
Lease liabilities	(743.9)	(104.5)	(98.7)	(234.9)	(489.5)	(927.6)
Total	**(503.4)**	**136.0**	**(98.7)**	**(234.9)**	**(489.5)**	**(687.1)**

LOANS AND BORROWINGS

The Consolidated Entity recognised the draw-down of its revolving credit facility and the specific term loan within the borrowings for the year. Lease liabilities are recognised for any new ROU lease contracts as they are entered. When lease contracts are terminated or altered, the unpaid lease liability and net carrying value of ROU assets are derecognised.

Notes to the Consolidated Financial Statements continued

	2022			2021		
	Borrowings	Lease liabilities	Total	Borrowings	Lease liabilities	Total
	$m	$m	$m	$m	$m	$m
Opening balance 1 January	–	743.9	743.9	100.0	755.8	855.8
Debt facility drawdown	840.6	–	840.6	200.0	–	200.0
Lease recognised during the year	–	98.2	98.2	–	128.9	128.9
Accretion of interest	–	26.2	26.2	–	25.9	25.9
Lease terminations during the year	–	–	–	–	(64.8)	(64.8)
Repayment during the year	(450.0)	(113.7)	(563.7)	(300.0)	(101.9)	(401.9)
Closing balance at 31 December	**390.6**	**754.6**	**1,145.2**	**–**	**743.9**	**743.9**

In May 2022, the Company increased its existing revolving credit facility of $483.0 million to $700.0 million with an extended expiry date of 25 May 2027 (31 December 2021: $483.0 million) subject to maintaining certain financial covenants. During the year the Company secured $1.2 billion 18-month syndicated term loan facility to fund the mine development of West Musgrave project. Borrowings represent the drawn down balance of the revolving credit facility and the specific term loan for the West Musgrave Project as at the reporting date. The Company was not in breach of its financial covenants as at 31 December 2022.

The Lease liabilities recognised during the period include arrangements identified within certain mining services supply contracts of $63.6 million, the powerline infrastructure agreement of $34.3 million, and other agreements of $0.3 million. The addition to lease liabilities corresponds to the increase in ROU assets (refer Note 9).

Borrowing costs relating to major assets under development are capitalised as a component of the cost of development. Where funds are borrowed specifically for qualifying assets, the actual borrowing costs incurred are capitalised. Where the projects are funded through general borrowings, the borrowing costs are capitalised based on the weighted average cost of borrowing. Borrowing costs incurred after commencement of commercial operations are expensed to the income statement.

	31 December 2022			31 December 2021		
	Borrowings	Lease liabilities	Total	Borrowings	Lease liabilities	Total
	$m	$m	$m	$m	$m	$m
Current	375.0	97.2	472.2	–	80.5	80.5
Non-current	15.6	657.4	673.0	–	663.4	663.4
Total	**390.6**	**754.6**	**1,145.2**	**–**	**743.9**	**743.9**

During the year the company decreased its bilateral bank guarantee facilities from $525.0 million to $505.0 million. At 31 December 2022 bank guarantees totalling $437.1 million had been issued to support the Consolidated Entity's obligations which primarily relate to power infrastructure lease agreements and mine rehabilitation obligations.

15 Contingencies

Contingencies

By their nature, contingencies will only be resolved when one or more uncertain future events occur. Determination of contingent liabilities disclosed in the financial statements required the exercise of significant judgement regarding the outcome of future events and the financial results of OZ Minerals in future periods may be impacted unfavourably in the event of an unfavourable outcome of a number of matters outlined in this note.

BANK GUARANTEES

OZ Minerals Group Treasury Pty Ltd has provided certain financial bank guarantees to third parties, associated with the terms of mining leases, power infrastructure contracts, exploration licences and office leases, in respect of which the relevant entity is obliged to indemnify the bank if the guarantee is called upon. At the end of the financial year, no claims have been made under any of these guarantees. The amount of some of these guarantees may vary from time to time depending upon the requirements of the recipient. These guarantees amounted to $437.1 million as at 31 December 2022 (2021: $436.2 million) and are issued under bilateral bank facilities that are rolled forward every twelve months.

DEEDS OF INDEMNITY

The Consolidated Entity has granted indemnities under deeds of indemnity with current and former executive and Non-executive Directors, current and former officers, the former General Counsel–Special Projects, former Group Treasurers and each employee who was a director or officer of a controlled entity of the Consolidated Entity, or an associate of the Consolidated Entity, in conformity with Rule 10.2 of the OZ Minerals Limited Constitution.

Each deed of indemnity indemnifies the relevant director, officer or employee to the fullest extent permitted by law for liabilities incurred while acting as an officer of OZ Minerals, its related bodies corporate and any associated entities, where such an office is or was held at the request of the Company. Under these indemnities, the Company meets the legal costs incurred by company officers in responding to investigations by regulators and may advance funds to meet defence costs in litigation, to the extent permitted by the *Corporations Act 2001 (Cth)*.

WARRANTIES AND INDEMNITIES

The Consolidated Entity has given certain warranties and indemnities to the purchasers of assets and businesses that have been sold. Warranties have been given in relation to various matters including the sale of assets, certain taxes and information. Indemnities have also been given by the Consolidated Entity in relation to matters including compliance with laws, environmental claims, a failure to transfer or deliver all assets, and payment of taxes.

FORMER CAMBODIAN OPERATIONS

In 2011, OZ Minerals self-reported to the Australian Federal Police (AFP) that employees of Oxiana (Cambodia) Limited, a former foreign subsidiary of Oxiana Limited that later became part of the OZ Minerals Group, may have provided benefits to foreign officials to obtain mining rights in Cambodia contrary to applicable law. As OZ Minerals has previously disclosed, the matter has been subject to an AFP investigation. The Commonwealth Director of Public Prosecutions has informed OZ Minerals that it determined not to commence a prosecution against OZ Minerals in relation to the matter. Proceeds of crime associated with the matter remain under consideration by the AFP and minor legal provision remains in place.

OTHER

OZ Minerals Limited and its controlled entities are defendants from time to time in other legal proceedings or disputes, arising from the conduct of their business. OZ Minerals does not consider that the outcome of any of these proceedings or disputes is likely to have a material effect on the Consolidated Entity's financial position.

Notes to the Consolidated Financial Statements continued

Group structure and other information

16 Parent entity disclosures

As at, and throughout the financial year ended 31 December 2022, the parent entity of the Consolidated Entity was OZ Minerals Limited.

Income Statement of the parent entity	2022	2021
	$m	$m
Net provision reversal/(increase) for non-recovery of loans to subsidiary	10.7	(12.4)
Dividend income	800.0	–
Net other expense	(28.4)	(28.7)
Net profit/(loss) for the year	782.3	(41.1)
Other comprehensive (loss)/income	(0.4)	7.4
Total comprehensive income/(loss)	781.9	(33.7)

Financial position of the parent entity		
Assets		
Current assets	131.5	16.1
Non-current assets	2,974.4	2,395.4
Total assets	3,105.9	2,411.5
Liabilities		
Current liabilities	18.2	47.2
Non-current liabilities	6.6	6.4
Total liabilities	24.8	53.6
Net assets	3,081.1	2,357.9
Equity		
Issued capital	2,408.7	2,400.3
Retained earnings	869.7	174.8
Accumulated losses	(197.3)	(217.2)
Total equity	3,081.1	2,357.9

Refer to Note 15 for Contingencies and Note 18 for Deed of Cross Guarantee disclosures. The parent entity's capital expenditure commitment as at 31 December 2022 was nil (2021: nil).

Franking account details

	2022	2021
	$m	$m
Franking account balance at the beginning of the year	291.1	194.5
Franking credits from income tax paid during the year	62.5	143.6
Franking debits from franked dividend paid during the year	(37.3)	(47.0)
Franking account balance at the end of the year	316.3	291.1

17 Basis of consolidation

INVESTMENTS IN SUBSIDIARIES

Subsidiaries are those entities over which the Consolidated Entity is capable of exerting control. The Consolidated Entity controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Where the Consolidated Entity holds less than a majority of the voting rights, other relevant factors are considered in assessing whether power over the entity exists. Factors considered include any contractual arrangements with other vote holders, rights arising from other contractual arrangements, as well as the Consolidated Entity's voting and potential voting rights.

The Consolidated Entity reassesses whether it controls an entity if circumstances indicate that there has been a change in one of the factors which indicate control. Subsidiaries are consolidated from the date on which control is assessed to exist until the date that control ceases. The purchase method of accounting is used to account for the acquisition of subsidiaries by the Consolidated Entity. Intercompany transactions, balances and unrealised gains and losses on transactions between companies controlled by the Consolidated Entity are eliminated on consolidation.

SUBSIDIARIES

The wholly-owned controlled entities of OZ Minerals Limited are listed below:

Entity	Country of incorporation	Entity	Country of incorporation
OZ Minerals Brazil (Holdings) Pty Ltd	Australia	Avanco Lux I S.C.S	Luxembourg
Avanco Resources Pty Ltd	Australia	Carrapateena Pty Ltd	Australia
Avanco Holdings Pty Ltd	Australia	CTP Assets Pty Ltd	Australia
Estrela Metals Pty Ltd	Australia	CTP Operations Pty Ltd	Australia
AVB Copper Pty Ltd	Australia	Minotaur Resources Holdings Pty Ltd	Australia
AVB Brazil Pty Ltd	Australia	OZ Exploration Pty Ltd	Australia
AVB Carajás Holdings Pty Ltd	Australia	OZ Minerals Equity Pty Ltd	Australia
AVB Minerals Pty Ltd	Australia	OZ Minerals Group Treasury Pty Ltd	Australia
Mineração Águas Boas Ltda	Brazil	OZ Minerals Holdings Pty Ltd	Australia
AVB Mineração Ltda	Brazil	OZ Minerals Insurance Pte Ltd	Singapore
Avanco Resources Mineração Ltda	Brazil	OZ Minerals International (Holdings) Pty Ltd	Australia
SLM – Santa Lúcia Mineração Eireli	Brazil	OZ Minerals Investments Pty Ltd	Australia
MCT Mineração Ltda	Brazil	OZ Minerals Jamaica Limited	Jamaica
ACG Mineração Ltda	Brazil	OZ Minerals Prominent Hill Operations Pty Ltd	Australia
ARL South America Exploration Ltd	Bermuda	OZ Minerals Prominent Hill Pty Ltd	Australia
ARL Holdings Ltd	Bermuda	OZ Minerals Services Pty Ltd	Australia
Avanco Lux S.a.r.l.	Luxembourg	OZ Minerals Zinifex Holdings Pty Ltd	Australia
OZ Minerals Carrapateena Pty Ltd	Australia	Crossbow Resources Pty Ltd	Australia
OZM Carrapateena Pty Ltd	Australia	Wirraway Metals & Mining Pty Ltd	Australia
OZ Minerals Musgrave Holdings Pty Ltd	Australia	OZ Minerals Peru S.A.C	Peru
OZ Minerals Musgrave Operations Pty Ltd	Australia	OZ Exploration (USA) LLC	USA
Cassini Resources Pty Ltd	Australia	ZRUS Holdings Pty Ltd	Australia

Notes to the Consolidated Financial Statements continued

18 Deed of cross guarantee

The Company and all its Australian domiciled subsidiaries listed in Note 17 to the Consolidated Financial Statements, except for OZ Minerals International (Holdings) Pty Ltd and ZRUS Holdings Pty Ltd, are party to a Deed of Cross Guarantee ('Deed').

The effect of the Deed is that the Company guarantees to each creditor payment in full of any debt in the event of the winding up of any of the subsidiaries under certain provisions of the *Corporations Act 2001*. If a winding up occurs under other provisions of the Act, the Company will only be liable in the event that after six months any creditor has not been paid in full. The subsidiaries have also given similar guarantees in the event that the Company is wound up.

Consolidated Statement of Comprehensive Income of the entities within the Deed

	2022 $m	2021 $m
Revenue	1,763.5	2,006.3
Other income	–	0.7
Mining	(573.0)	(484.4)
Processing	(267.7)	(247.7)
Freight	(88.3)	(74.6)
Site administration	(131.1)	(109.5)
Royalties	(63.1)	(84.7)
Inventory movement	(65.8)	(114.3)
Corporate administration	(73.6)	(57.2)
Exploration and corporate development	(124.4)	(50.6)
Foreign exchange gain	0.3	10.4
Profit before interest and income tax	376.8	794.4
Financing income	1.2	–
Financing expense	(37.2)	(38.9)
Profit before income tax	340.8	755.5
Income tax	(112.8)	(230.3)
Profit for the year	228.0	525.2
Other comprehensive gain/(loss)		
Items that will not be reclassified subsequently to future Income Statements		
Change in fair value of investments in equity securities, net of tax	(2.3)	7.4
Items that may be reclassified subsequently to future Income Statements		
Cash flow hedges reserve change in fair value	–	1.6
Cash flow hedges reclassified to profit and loss	–	23.8
Other comprehensive gain/(loss) for the year, net of tax	(2.3)	32.8
Total comprehensive income for the year	225.7	558.0

Consolidated balance sheet of the entities within the Deed

	2022 $m	2021 $m
Current assets		
Cash and cash equivalents	81.4	196.5
Trade receivables	293.8	236.0
Tax receivable	58.2	–
Inventories	266.3	259.3
Prepayments	27.7	13.7
Other receivables	285.1	247.3
Total current assets	1,012.5	952.8
Non-current assets		
Inventories	69.9	129.4
Exploration assets	–	216.5
Property, plant and equipment	3,691.8	2,735.3
Right-of-Use assets	739.8	733.6
Investment in subsidiaries which are not part of the Deed	346.0	346.0
Other assets	15.7	15.5
Total non-current assets	4,863.2	4,176.3
Total assets	5,875.7	5,129.1
Current liabilities		
Trade payables and accruals	294.2	213.6
Other payables	7.2	6.1
Current tax provision	–	51.2
Employee benefits	27.7	25.0
Borrowings	375.0	–
Lease liabilities	97.2	80.5
Total current liabilities	801.3	376.4
Non-current liabilities		
Deferred tax liabilities	349.9	190.1
Employee benefits	5.0	4.4
Provisions	97.2	118.5
Borrowings	15.6	–
Lease liabilities	657.4	663.4
Total non-current liabilities	1,125.1	976.4
Total liabilities	1,926.4	1,352.8
Net assets	3,949.3	3,776.3
Equity		
Issued capital	2,408.7	2,400.3
Retained earnings	1,540.6	1,376.0
Total equity	3,949.3	3,776.3

Notes to the Consolidated Financial Statements continued

19 Key management personnel

KEY MANAGEMENT PERSONNEL (KMP) REMUNERATION

KMP are accountable for planning, directing and controlling the affairs of the Company and its controlled entities.

KMP REMUNERATION FOR THE CONSOLIDATED ENTITY

	2022	2021
	$	$
Short-term employee benefits	6,049,631	5,024,438
Other long term benefits	32,809	88,469
Post-employment benefits	206,534	141,697
Termination benefits	580,847	–
Share-based payments	4,279,100	2,471,840
Total	**11,148,921**	**7,726,444**

Share based payments for 2022 have been calculated on the basis that the likelihood of the Scheme with BHP becoming effective is more likely than not and all of the performance rights (other than performance rights granted under the 2023 LTI offer to Executive KMP) vest and are exercised on Scheme effective date, with the cumulative impact of the revision to original estimates recognised in the income statement with a corresponding adjustment to equity, as disclosed in Note 13.

RECOGNITION AND MEASUREMENT OF WAGES AND SALARIES AND SHORT-TERM EMPLOYEE BENEFITS

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 the provision for employee benefits in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid, inclusive of on-costs, when the liabilities are settled.

RECOGNITION AND MEASUREMENT OF OTHER LONG-TERM EMPLOYEE BENEFITS

Long-term employee benefits include annual leave liabilities which are expected to be settled in the period greater than 12 months from balance date and long service leave liabilities. Other long-term benefits are recognised in the provision for employee benefits 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 using the projected unit credit method. Consideration is given to the 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 high availability corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

20 Related party transactions

A number of KMP, or their related parties, may hold positions in other entities that may result in them having control or significant influence over the financial or operating policies of those entities. Where the Consolidated Entity transacts with the KMP and their related parties, the terms and conditions of these transactions are no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-KMP related entities on an arm's length basis.

During the year the Group did not enter into any related party transactions (2021: None).

21 Remuneration of auditors

	2022	2021
	$	$
Audit and review services		
Audit and review of financial statements - Group	606,200	557,000
Total fee for the audit and review services	606,200	557,000
Assurance services		
Sustainability and NGERS assurance	100,800	87,700
Other assurance services	15,000	–
Total fee for audit, review and assurance services	722,000	644,700
Other services		
Transaction advisory services	33,200	–
Taxation advice and tax compliance services	–	76,000
Other services	–	5,000
Total fee for other services	33,200	81,000
Total fee	**755,200**	**725,700**

22 New accounting standards

CHANGES IN ACCOUNTING POLICIES AND MANDATORY STANDARDS ADOPTED DURING THE YEAR

The accounting policies applied by the Consolidated Entity in these Consolidated Financial Statements are consistent with those applied by the Consolidated Entity in its Annual & Sustainability Report for the year ended 31 December 2021. A number of new standards were effective from 1 January 2022 and they did not have a material effect on the Group's financial statements for the year.

ISSUED STANDARDS AND PRONOUNCEMENTS NOT EARLY ADOPTED

A number of new standards and amendments to standards are effective for annual periods beginning after 1 January 2023 and earlier application is permitted; however, the Group has not early adopted any of the forthcoming new or amended standards in preparing these Consolidated Financial Statements for the year.

Directors' declaration

1. In the opinion of the Directors of OZ Minerals Limited (the Company):
   a. the Consolidated Financial Statements and Notes set out on pages 75 to 109 and the remuneration disclosures that are contained in the Remuneration Report on pages 36 to 57, are in accordance with the *Corporations Act 2001*, and:
      i. give a true and fair view of the financial position of the Consolidated Entity as at 31 December 2022 and of its performance for the year ended on that date; and
      ii. comply with Australian Accounting Standards and the Corporations Regulations 2001;
   b. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due and payable.
2. The Directors draw attention to page 79 of the Consolidated Financial Statements, which includes a statement of compliance with international financial reporting standards.
3. At the date of this declaration, there are reasonable grounds to believe that the Company, and the consolidated entities identified in Note17, will be able to meet any liabilities to which they are, or may become subject to because of the Deed of Cross Guarantee between the Company and those consolidated entities pursuant to ASIC Instrument 2016/785.
4. The Directors have been given the declarations required by Section 295A of the *Corporations Act 2001* from the Chief Executive Officer and Chief Financial Officer for the financial year ended 31 December 2022.

Signed in accordance with a resolution of the Directors.

Rebecca McGrath
Chairman
22 February 2023

Andrew Cole
Managing Director & CEO
22 February 2023

Independent Auditor's Report

To the shareholders of OZ Minerals Limited

Report on the audit of the Financial Report

OPINION

We have audited the *Financial Report* of OZ Minerals Limited (the Company).

In our opinion, the accompanying Financial Report of the Company is in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the *Group's* financial position as at 31 December 2022 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Financial Report** comprises:

- Consolidated balance sheet as at 31 December 2022;
- Consolidated statement of comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cashflows for the year then ended;
- Notes including a summary of significant accounting policies; and
- Directors' Declaration.

The **Group** consists of OZ Minerals Limited (the Company) and the entities it controlled at the year end or from time to time during the financial year.

BASIS FOR OPINION

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Group in accordance with *the Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code)* that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with these requirements.

KEY AUDIT MATTERS

The *Key Audit Matters* we identified are:

- Recognition and measurement of revenue
- Recoverability of non-current assets.

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.

RECOGNITION AND MEASUREMENT OF REVENUE

Refer to Note 1 to the Financial Report.

The key audit matter	How the matter was addressed in our audit
As disclosed in Notes 1 and 14 to the Financial Report, the Group's agreements for the sale of concentrate may provide for provisional invoicing based on commodity prices at the date of shipment and an initial metallurgical assay, with a subsequent adjustment at the end of the quotational period to reflect the final commodity price and final metallurgical assay. This was a key audit matter as the provisional pricing adjustments may represent a significant component of revenue within the consolidated income statement. Also, for sales where the final settlement price is yet to be determined, the value of the provisionally recognised revenue (and the associated outstanding receivable) is adjusted based on the appropriate forward price.	Our procedures included: › We tested controls relating to the authorisation of new contracts and the approval of amendments to existing contracts. › On a sample basis, we inspected the Group's sales contracts and assessed key terms of sale, including the basis for issuing provisional invoices and the duration of any quotational period. › On a sample basis, we compared the provisional and final invoices raised during the year to supporting documentation, including the results of metallurgical assays, prevailing commodity prices and shipping terms. › We assessed the methodologies, inputs and assumptions used by the Group in determining the fair value of trade receivables subject to quotational pricing. › We recalculated the fair value measurement of trade receivables still subject to quotational pricing adjustments as at 31 December 2022 using market forward prices. › We evaluated the adequacy of the disclosures within the Financial Report with reference to the requirements of accounting standards.

RECOVERABILITY OF NON-CURRENT ASSETS, INCLUDING PROPERTY, PLANT AND EQUIPMENT ($4,339M)

Refer to Note 7 to the Financial Report.

The key audit matter	How the matter was addressed in our audit
A key audit matter was the recoverability of non-current assets, including property plant and equipment, given the size of the balances and, particularly with respect to the impact of the historical injunction restricting development activity in the Gurupi cash generating unit (CGU), the level of judgement applied by us when evaluating the evidence available. We focused on the significant forward looking assumptions made by the Group, including future commodity prices, operational and development expenditure, reserve and resource estimates, discount rates and matters relevant to permitting of mining activity. We involved valuation specialists to supplement our senior audit team members in assessing this key audit matter.	Our procedures included: › Using our understanding of the nature of the Group's business, we assessed the Group's evaluation as to whether there were any impairment indicators relevant to the Group's CGUs. › Specifically with respect to the Gurupi CGU: – We assessed the impact of the historical injunction restricting development activity on the Group's assessment of recoverable amount. We read correspondence with the Group's external advisors and relevant regulatory bodies and used this knowledge to assess inputs into the Group's recoverable amount assessment. – We assessed the integrity of the model used to assess the recoverable amount, including the accuracy of the underlying calculation formulas. – We assessed the Group's discounted cash flow models and key assumptions by comparing to business plans, prefeasibility studies and resource and reserve statements. Working with our valuation specialists, we independently developed ranges for key inputs such as commodity prices, foreign exchange rates and discount rates and compared these to the rates used by the Group. – We evaluated the Group's sensitivity analysis in respect of key assumptions in the models, including relating to the injunction, to identify those assumptions at higher risk of bias or inconsistency in application and to focus our further procedures. – We assessed the scope, competence and objectivity of the Group's external experts engaged to assist with the assessment of regulatory matters and with the assessment of the recoverable amount of the Gurupi CGU. › We evaluated the adequacy of the disclosures within the Financial Report using our understanding of the matter obtained from our testing and against the requirements of accounting standards.

OTHER INFORMATION

Other Information is financial and non-financial information in OZ Minerals Limited's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the Remuneration Report and defined sustainability information within the Sustainability Review and our related assurance opinions.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

RESPONSIBILITIES OF THE DIRECTORS FOR THE FINANCIAL REPORT

The Directors are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error
- assessing the Group and Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL REPORT

Our objective is:

- to obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- to issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They 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 the Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the *Auditing and Assurance Standards Board* website at: https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf. This description forms part of our Auditor's Report.

REPORT ON THE REMUNERATION REPORT

Opinion

In our opinion, the Remuneration Report of OZ Minerals Limited for the year ended 31 December 2022 complies with *Section 300A of the Corporations Act 2001*.

Directors' responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with *Section 300A of the Corporations Act 2001*.

Our responsibilities

We have audited the Remuneration Report included in pages 39 to 57 of the Directors' report for the year ended 31 December 2022.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with *Australian Auditing Standards*.

KPMG

KPMG

Chris Sargent
Partner

22 February 2023

Shareholder Information

Capital

Share capital comprised 335,515,966 fully paid ordinary shares on 17 February 2023.

Shareholder details

At 17 February 2023, OZ Minerals had 43,063 shareholders. There were 394 shareholdings with less than a marketable parcel of $500 worth of ordinary shares.

Top 20 investors at 17 February 2023

Name	Number of shares	Issued Capital %
HSBC Custody Nominees (Australia) Limited	104,537,484	31.16
Citicorp Nominees Pty Limited	70,587,851	21.04
J P Morgan Nominees Australia Pty Limited	62,408,459	18.60
National Nominees Limited	13,431,404	4.00
BNP Paribas Nominees Pty Ltd (AGENCY LENDING DRP A/C)	10,853,242	3.23
BNP Paribas Nominees Pty Ltd (DRP)	9,309,757	2.77
Warbont Nominees Pty Ltd (UNPAID ENTREPOT A/C)	2,708,195	0.81
Romsup Pty Ltd (ROMADAK SUPER FUND A/C)	2,467,057	0.74
Neweconomy Com Au Nominees Pty Limited (900 ACCOUNT)	1,424,246	0.42
Pacific Custodians Pty Limited (OZL PLANS CTRL)	1,358,954	0.41
OZ Minerals Equity Pty Ltd (DESP A/C)	1,186,032	0.35
Citicorp Nominees Pty Limited (COLONIAL FIRST STATE INV A/C)	1,047,930	0.31
OZL Directors' Holdings (Balances & Assoc A/cs)	741,488	0.22
BNP Paribas Nominees Pty Ltd (HUB24 CUSTODIAL SERV LTD DRP)	708,535	0.21
BNP Paribas Nominees Pty Ltd Acf Clearstream	612,818	0.18
A & R Cole Investments Pty Ltd (COLE FAMILY A/C)	597,831	0.18
Netwealth Investments Limited (WRAP SERVICES A/C)	577,358	0.17
BNP Paribas Nominees (NZ) Ltd (DRP)	499,418	0.15
Mirrabooka Investments Limited	367,000	0.11
UBS Nominees Pty Limited	341,497	0.10
Total	**285,766,556**	**85.17**

Substantial shareholders of OZ Minerals limited at 17 February 2023

BlackRock Group advised as at 27 January 2023, it and its associates had an interest in 17,003,397 shares, which represented 5.07 per cent of OZ Minerals capital at that time.

Mitsubishi UFJ Financial Group Inc advised that as at 23 January 2023, it and its associates had an interest in 18,938,885 shares, which represented 5.66 per cent of OZ Minerals capital at that time.

State Street Corporation advised that as at 23 January 2023, it and its associates had an interest in 22,052,927 shares, which represented 6.59 per cent of OZ Minerals capital at that time.

Investor categories at 17 February 2023

Ranges	Number of investors	Number of shares	Issued capital %
1 – 1,000	32,833	11,283,259	3.36
1,001 – 5,000	8,708	18,646,406	5.56
5,001 – 10,000	955	6,883,955	2.05
10,001 – 100,000	527	12,085,465	3.59
100,001 and over	40	286,643,881	85.43
Total	**43,063**	**335,515,966**	**100.00**

Voting rights

On a show of hands, every member present in person or by attorney or by proxy or by representative shall have one vote. Upon a poll, every member present in person or by attorney or by proxy or by representative shall have one vote for every share held by the member. Where more than one proxy, representative or attorney is appointed, none may vote on a show of hands.

Other securities on issue

The Company has performance rights on issue in addition to ordinary shares. The details of the securities held as at 20 February 2023 are as follows:

Class of security	Number of holders	Number of securities
Performance rights	752	2,204,154

No voting rights attach to the above securities, however, any ordinary shares that are allotted to the holders of the securities upon vesting or conversion of the above-mentioned securities will have the same voting rights as all other ordinary OZ Minerals shares.

Dividends

On 22 December 2022, OZ Minerals entered into a Scheme Implementation Deed with BHP Lonsdale Investments Pty Ltd ('BHP'), a wholly owned subsidiary of BHP Group Limited, in relation to the proposed acquisition by BHP of all of the issued shares in OZ Minerals by way of scheme of arrangement under the Corporations Act 2001 (Cth) ('Scheme'). The Scheme Implementation Deed permits, subject to certain conditions, OZ Minerals to declare and pay OZ Minerals shareholders a special dividend prior to implementation of the Scheme.

Prior to the Scheme meeting (which is currently expected to be held in mid-April 2023), the Board intends to declare a fully franked special dividend of $1.75 per share, such dividend conditional on the Scheme becoming effective. If the Scheme does become effective the special dividend will be paid on the date the Scheme is implemented to OZ Minerals shareholders who hold OZ Minerals shares on the special dividend record date. The special dividend record date will be three days before the Scheme record date, with both record dates currently expected to be in late-April 2023.

An interim dividend of 8 cents per share, fully franked was paid to shareholders on 16 September 2022.

Dividend payments

Dividend payments are credited directly into any nominated bank, building society or credit union account in Australia.

Annual & Sustainability Report

A full copy of the Annual & Sustainability Review is available online at ozminerals.com. If you no longer wish to receive hard copies of the Annual & Sustainability Report, log into your shareholding or contact our share registry to update your shareholder communication instructions.

Share registry information

The OZ Minerals share registry is maintained by Link Market Services Limited.

Visit Link Market Services' website linkmarketservices.com.au and access a wide variety of holding information, change your personal details and download forms. You can:

- check your current and previous holding balances
- elect to receive financial reports electronically
- update your address details
- update your bank details
- confirm whether you have lodged your Tax File Number (TFN), Australian Business Number (ABN) or exemption
- check transaction and dividend history
- enter your email address
- check the share prices and graphs
- download a variety of instruction forms.

You can access this information via a security login using your Security Holder Reference Number (SRN) or Holder Identification Number (HIN) as well as your surname (or company name) and postcode (must be the postcode recorded on your holding record).

Contact information

Shareholder enquiries about shareholding should be addressed to Link Market Services. You can contact the Company's share registry by calling (+61) 1300 306 089, local call cost within Australia. Share registry contact information can be found on the back cover of this report.

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OZ MINERALS