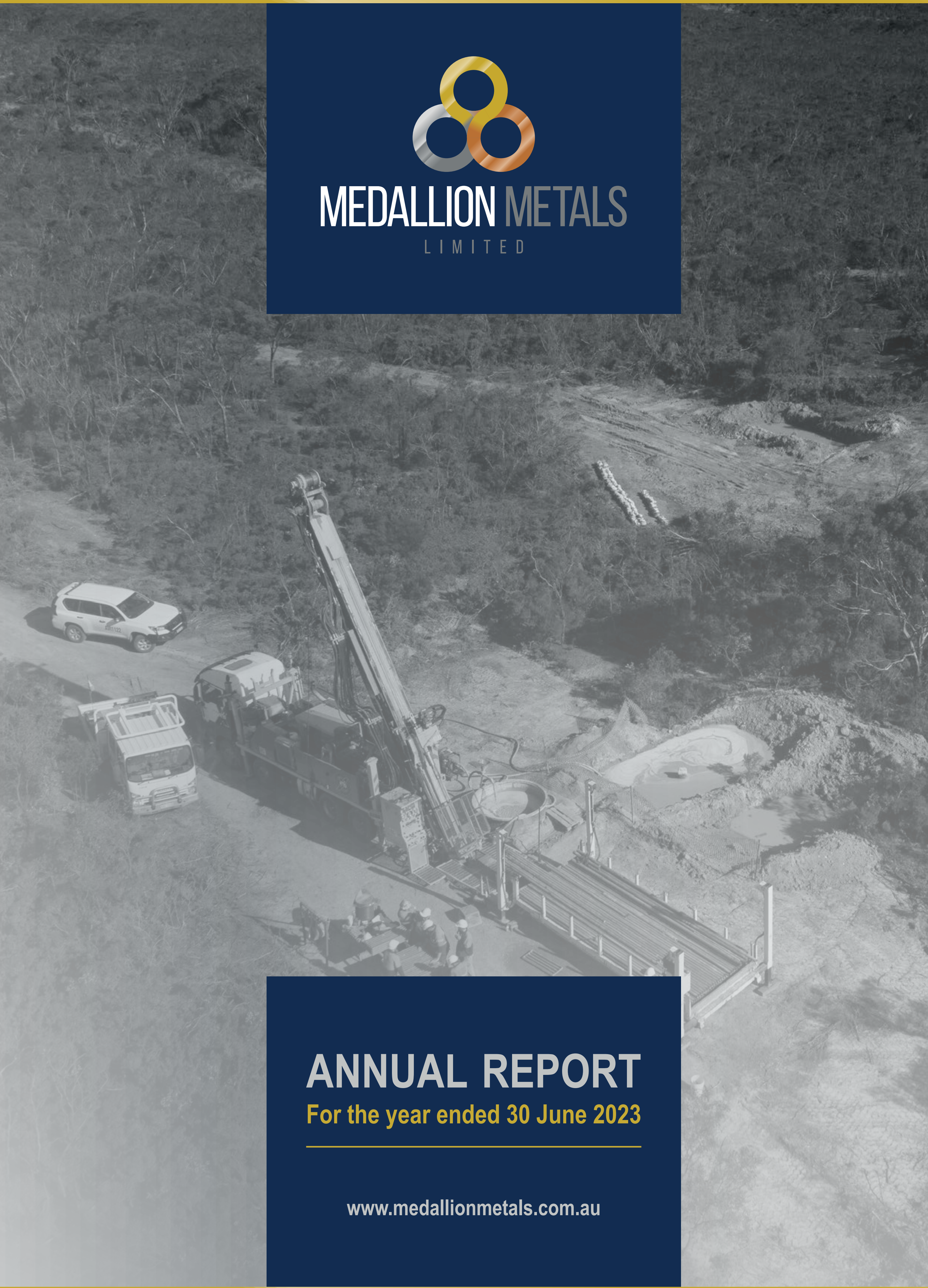

MEDALLION METALS
LIMITED

ANNUAL REPORT

For the year ended 30 June 2023

www.medallionmetals.com.au

MEDALLION METALS IS A MINERALS EXPLORATION COMPANY BASED IN PERTH, WESTERN AUSTRALIA.

The Company is focused on increasing the established resources at its 100% owned Ravensthorpe Gold Project (RGP), situated 550km south-east of Perth.

Located in an historically proven mineral field, the Ravensthorpe Gold Project represents an exciting belt scale advanced exploration opportunity which the Company is confident will grow to one day support a long life, low cost gold mine.

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Corporate directory

Directors

John Fitzgerald	Non-Executive Chair, Independent
Tony James	Non-Executive Director, Independent
Paul Bennett	Managing Director

Management

Ben Larkin	Chief Financial Officer & Company Secretary

Registered Office
Suite 1, 11 Ventnor Avenue
West Perth, WA 6005

ABN
89 609 225 023

Contact
Telephone: +61 8 6424 8700
Email: info@medallionmetals.com.au
Website: www.medallionmetals.com.au

Share Registry
Automic Pty Ltd
Level 5, 191 St Georges Terrace
Perth, WA 6000
Telephone: 1300 288 664
Email: hello@automicgroup.com.au
Website: www.automicgroup.com.au

Stock Exchange Listing
ASX Ltd
ASX code: MM8

Auditor
BDO Audit (WA) Pty Ltd
Level 9
Mia Yellagonga Tower 2
5 Spring Street
Perth WA 6000
Telephone: +61 8 6382 4600

Letter from the Chair

Dear Fellow Shareholders

Welcome to the 2023 Annual Report of Medallion Metals Limited (ASX:MM8, **Medallion** or the **Company**).

I'm pleased to report it has been another year of outstanding resource growth for Medallion. In February, we released an updated Mineral Resource Estimate (**MRE**) at the Ravensthorpe Gold Project (**RGP**), which now stands at 1.62Moz AuEq @ 2.6g/t AuEq. 16,500m of new drilling informed the updated MRE, which has delivered approximately 250,000 gold equivalent ounces, an increase of approximately 20% year on year.

Medallion has now demonstrated an impressive track record of consistent resource growth. Since listing on the ASX in March of 2021, we have completed 54,000m of drilling which has nearly doubled the pre-listing MRE through the addition of 855,000 gold equivalent ounces. An excellent return by any measure.

Having built a significant bank of resources, Medallion commenced work on a Pre-Feasibility Study (**PFS**) to evaluate the technical and commercial viability of the development of a standalone gold and copper open pit and underground mining operation at RGP. I'm pleased to report that at the time of writing, the PFS is substantially complete and results are expected to be released shortly. We eagerly await the conclusion of the PFS and reporting what promises to be robust project economics.

We believe the PFS will confirm our belief that RGP remains one of the very few Western Australian gold development prospects with strong development potential and significant resource upside.

I would like to take this opportunity to again thank our shareholders for their support and participation in our capital raisings over the course of the year and subsequent to its end. These capital raisings provide the critical funding required to continue to advance Medallion toward our longer term goal of developing a high grade, long life gold and copper mine at RGP.

Finally, I would also like to thank my fellow Board members, senior management team and our staff, whose continued effort and commitment has driven our progress at RGP.

I look forward to another year of further advancing RGP and delivering strong outcomes for our shareholders.

John Fitzgerald
Non-Executive Chair
25 September 2023

Directors' Report

1. Directors' Report

The Directors present their report for Medallion Metals Limited (**Medallion** or the **Company**) and its subsidiary (the **Group**) for the year ended 30 June 2023.

2. Directors

The names, qualifications and experience of the Company's Directors in office during the year and as at the date of this report are as follows.

Directors	Experience and other directorships
John Fitzgerald *CA, Fellow FINSIA, GAICD* Non-Executive Chair Appointed 5 October 2020 *Other current directorships* Northern Star Resources Ltd Turaco Gold Ltd *Previous directorships (last 3 years)* Exore Resources Ltd Danakali Resources Ltd	Mr Fitzgerald is an experienced Company Director and resource financier. He has worked with the resources sector for 30 years providing corporate advisory, project finance and commodity risk management services to a large number of companies in that sector. He has previously held senior positions at NM Rothschild & Sons, Investec Bank Australia, Commonwealth Bank, HSBC Precious Metals and Optimum Capital. Mr Fitzgerald is a Non-Executive Director of Northern Star Resources Ltd (ASX:NST) and is currently the Non-Executive Chair of Turaco Gold Ltd (ASX:TCG). He was previously Chair of Integra Mining Ltd (ASX:IGR), Carbine Resources Ltd (ASX:CRB), Atherton Resources Ltd (ASX:ATE) and Exore Resources Limited (ASX:ERX).
Paul Bennett *BEng (Mining), MBA, MAusIMM, MAICD* Managing Director Appointed 14 November 2016 *Other current directorships* NickelSearch Ltd *Previous directorships (last 3 years)* Horizon Gold Ltd	Mr Bennett is a Mining Engineer with an MBA who has extensive experience in the operation, development and financing of resource companies and projects over a 25-year period. He has worked in technical, management and business development roles for Newcrest, Western Metals and Panoramic Resources and holds a WA First Class Mine Manager's Certificate. For nine years, Mr Bennett was a senior executive at RMB Resources, the resources investment banking business of Rand Merchant Bank, where he specialised in the provision of equity, quasi-equity/mezzanine and debt financing for small to mid-sized resource companies across a range of commodities and jurisdictions. Mr Bennett is currently a Non-Executive Director of NickelSearch Ltd and was a Non-Executive Director of Horizon Gold Ltd (ASX: HRN) until July 2020.
Anthony (Tony) James *BEng (Mining), AWASM, FAusIMM* Non-Executive Director Appointed 5 October 2020 *Other current directorships* Galena Mining Ltd	Mr James has over 30 years' mine operating and project development experience predominantly in Western Australia and experience at Managing Director level of four ASX listed companies (Atherton Resources Limited (ASX: ATE), Mutiny Gold Limited (ASX: MYG), Carbine Resources Limited (ASX: CRB) and is the current Managing Director of Galena Mining Ltd (ASX: G1A).

Previous directorships (last 3 years) Wiluna Mining Corporation Ltd Apollo Consolidated Ltd	He has a background in feasibility studies leading into successful project development and operations (including the Pillara zinc/lead project, Trident/ Higginsville gold project, the Kanowna Belle Gold mine and most recently the Abra lead/silver mine).
Former Director Edmund Ainscough *B.Sc (Hons), FGeolSoc (London), MAusIMM* Non-Executive Director Appointed 10 November 2015 Resigned 22 March 2023 *Other current directorships* Lunnon Metals Ltd *Previous directorships (last 3 years)* Nil	Mr Ainscough is Managing Director of Lunnon Metals Ltd (ASX:LM8), a nickel focussed Australian resources company and led the acquisition of joint venture rights to the Foster/Jan Nickel Project (in 2014) which ultimately resulted in the recent listing of that company. Mr Ainscough also motivated and then led Medallion's acquisition of its projects in 2016. Mr Ainscough is a geologist with extensive operational experience (gold, copper and tin) in Australia, Africa, the UK and New Zealand. He was previously with Gold Fields where he held a key business development role reporting to the Executive Committee and was the last Chief Geologist for WMC at the St Ives Gold Mine, overseeing a $25 million per annum drill budget and the addition of over 2 million ounces to reserves during his tenure. Mr Ainscough was also previously at PCF Capital Group where he advised resource sector companies on corporate, merger and acquisition, and valuation assignments.

3. CFO & Company Secretary

Ben Larkin

Appointed 7 October 2020

B.Com, CA

Mr Larkin is a Chartered Accountant with approximately 20 years' experience. Mr Larkin commenced his career in public practice before specialising in the natural resources sector in 2007. Mr Larkin is the former Company Secretary of ASX listed Carnaby Resources Limited (ASX:CNB). Prior to his role at Carnaby Resources Limited, Mr Larkin served as the Financial Controller for the formerly ASX listed company, Beadell Resources Limited (ASX:BDR) until its acquisition by Great Panther Mining Ltd (TSX:GPR) in 2019.

Mr Larkin also serves as the Company's Chief Financial Officer, a role he has held since October 2020.

4. Directors' meetings

During the financial year the Board of Directors (the **Board**) held 8 Board meetings. The number of meetings attended by each director was as follows:

Director	Number of meetings eligible to attend	Number of meetings attended
John Fitzgerald	8	8
Paul Bennett	8	8
Edmund Ainscough	7	7
Tony James	8	8

5. Director interests

As at the date of this report, the interests of the directors in securities of the Company are as follows:

Director	Ordinary Shares	Options – exercisable at $0.01 each on or before 15 October 2026[1]	Options – exercisable at $0.00 each on or before 26 November 2027[1]
John Fitzgerald	744,213	450,000	550,000
Paul Bennett	6,679,212	900,000	2,000,000
Tony James	307,693	450,000	300,000

[1]Refer to the Audited Remuneration Report at Section 23 of this Directors' Report for further information regarding the performance criteria of the options.

6. Principal activities

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

7. Location of projects

The Company's assets are located within the southern Goldfields-Esperance region of Western Australia, approximately 550km southeast of Perth and 185km west of Esperance, the nearest deep-water port (Figure 1). Medallion's mineral tenure stretches over approximately 600km^2 and is prospective for numerous styles of mineralisation. The flagship Ravensthorpe Gold Project (**RGP**) surrounds the regional centre of Ravensthorpe which benefits from excellent infrastructure and a supportive community with other significant resource projects operating in the local government area.

Medallion's unique landholding contains the faulted intersections of two globally significant mineralised orogenic belts, the Archaean Yilgarn Craton and the Proterozoic Albany-Fraser Province. The Archaean Ravensthorpe Greenstone Belt which hosts RGP is situated in the southeast of the Youanmi Terrane and is considered an extension of the Southern Cross Province.

The Company refers to the southern portion of the tenement package as the Jerdacuttup Project (**JP**). The delineation of RGP and JP (**Projects**) loosely represents the Archaean geology to the north and the Proterozoic geology to the south with the Archaean plunging beneath the Proterozoic.

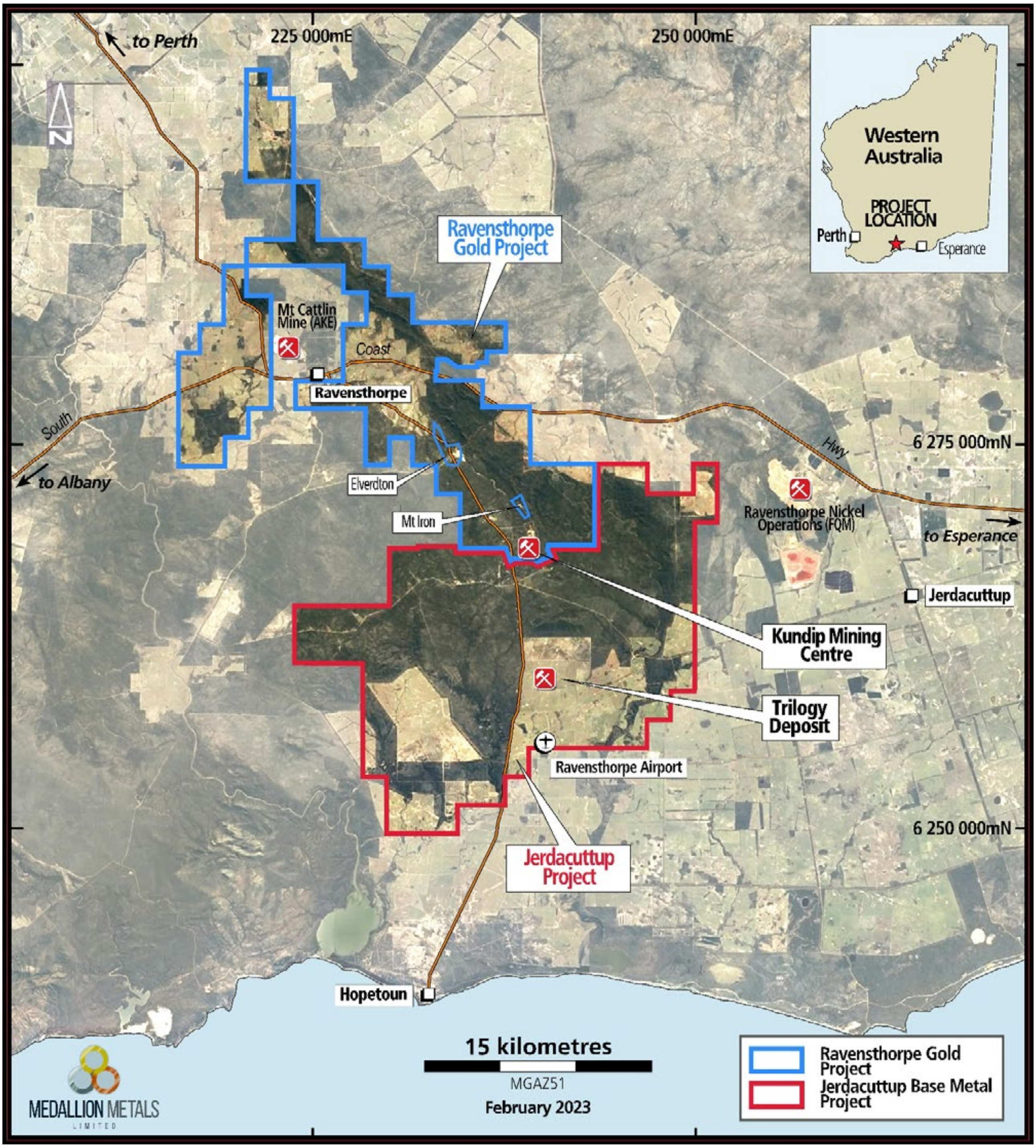

Figure 1: Location of the Company's projects (Elverdton and Mt Iron not held by Medallion)

8. Review of operations

8.1 Ravensthorpe Gold Project

RGP (Figure 2) comprises approximately 250km^2 of mineral tenure straddling the boundary of the Annabelle Volcanics and the Ravensthorpe Tonalite. It is this corridor that has hosted the majority of historical gold and copper production from the region and is host to the Medallion's existing Mineral Resources and regional prospects. The Company's activities are focussed on the Kundip Mining Centre (**KMC**) at the southeast end of RGP in addition to advancing the portfolio of regional targets.

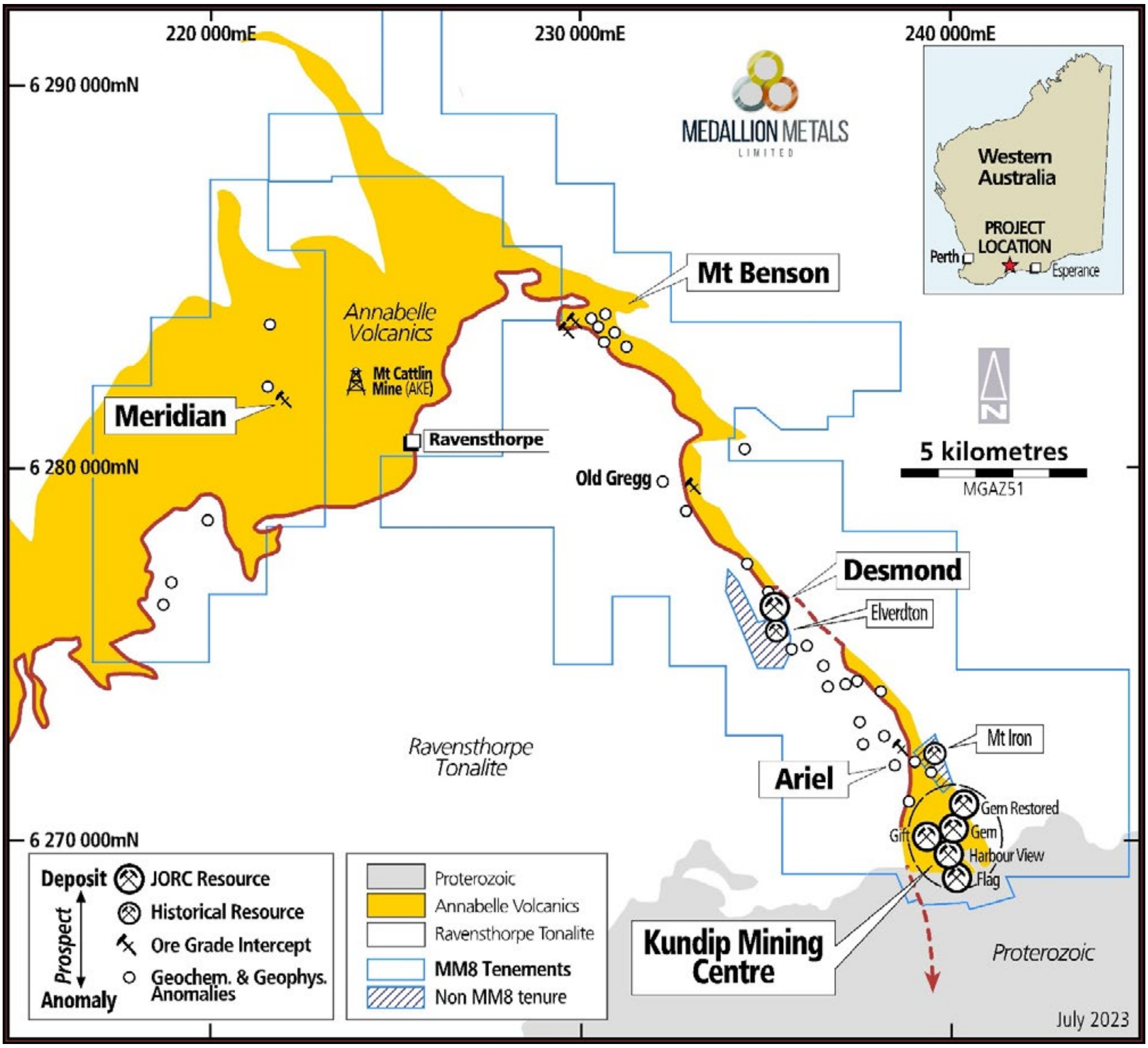

Figure 2: Ravensthorpe Gold Project tenements overlaid on simplified geology

KMC is located approximately 17km to the southeast of Ravensthorpe and is host to a JORC 2012 Mineral Resource Estimate (**MRE**) of approximately 1.62Moz gold equivalent (AuEq) @ 2.6g/t AuEq (1.3Moz Au and 59kt Cu)[1].

KMC mineralisation remains shallowly drilled and open at depth and along strike. Additionally, the immediate area within KMC is prospective for the discovery of new lodes as evidenced by the presence of multiple historical workings and ore grade drill intercepts outside the boundaries of the current MRE.

Exploration Programme Overview

Medallion completed approximately 8,000m of new drilling at KMC in the latter stages of CY2022, targeting extensions to established Mineral Resources at Gem, Harbour View and Flag in addition to priority near mine targets.

In total, Medallion completed approximately 54,000m of combined RC and DDH drilling at RGP since listing on the ASX in March 2021. Approximately 50,000m was carried out at KMC with the remainder completed at prospective regional targets.

[1] Refer to the Company's ASX announcement on 13 February 2023.

Drilling activities ultimately culminated in approximately 16,500m of new drilling being incorporated into the February 2023 MRE update, which will form the basis of the KMC Pre-Feasibility Study (**PFS**) currently underway and due for release in September 2023.

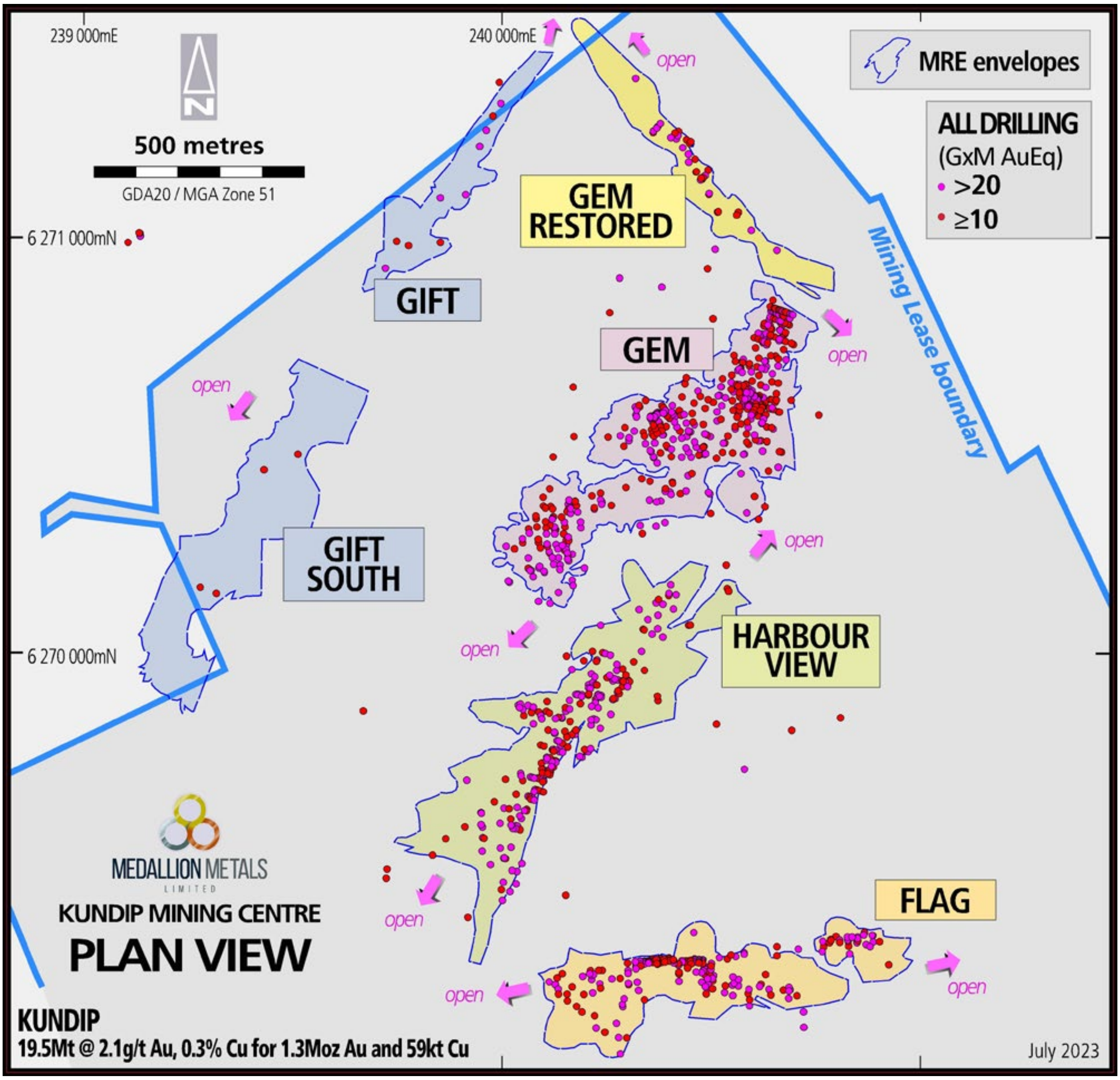

Figure 3: Plan view of KMC (Figure 2) showing MRE drilling results above 10 GxM[2]

Mineral Resource Estimate Updates

KMC MRE Update

In February 2023, Medallion reported a significantly expanded JORC 2012 MRE at KMC. The MRE now totals approximately 1.62Moz gold equivalent (AuEq) @ 2.6g/t AuEq (1.3Moz Au and 56kt Cu). Overall gold equivalent metal content at KMC increased by 112% (855koz), comprising 93% (+627koz) in contained gold and 238% (+42kt) in contained copper metal since Medallion listed on the ASX in March 2021[3].

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[2] Refer to the Company's ASX announcement on 13 February 2023.

[3] Refer to the Company's announcement on 13 February 2023.

Desmond Initial MRE

In addition to the KMC MRE update, Medallion reported an initial MRE for the Desmond deposit during the year of 270kt @ 0.8 g/t Au and 1.3% Cu for 27koz AuEq[4] (10koz Au and 4kt Cu). While Desmond is situated 7km north of the KMC (Figure 1) and is directly linked to KMC by a sealed public road, it has not been included in the PFS currently underway which is based on the KMC deposits solely.

RGP Global MRE

The RGP global MRE stands at 1.62Moz AuEq @ 2.6g/t AuEq (1.3Moz Au and 59kt Cu), which incorporates both the KMC and Desmond deposits. Additionally, 1.55 million ounces of silver is contained in the expanded MRE.

Mineral Resource Estimate for the Ravensthorpe Gold Project – February 2023							
Classification	**kt**	**Au g/t**	**Au koz**	**Cu %**	**Cu kt**	**AuEq g/t**	**AuEq koz**
Indicated	12,110	2.0	790	0.3	36	2.5	980
Inferred	7,370	2.2	510	0.3	23	2.7	640
Grand Total	**19,480**	**2.1**	**1,300**	**0.3**	**59**	**2.6**	**1,620**

Table 1: RGP MRE update by classification

Please refer to the Resources and Reserves Statement on page 25 for further details regarding Medallion's Mineral Resource and Ore Reserve Estimates.

Pre-Feasibility Study

Given the significant uplift in contained metal reported in the MRE update, the Company resolved to undertake PFS to assess the technical and commercial viability of the Mineral Resources contained within KMC.

Medallion engaged the following industry recognised consultants to assist in the completion of the PFS:

- Snowden Optiro: Mineral Resource Estimation;
- Mining Plus: mine design and scheduling;
- GR Engineering: metallurgy and process engineering;
- Resource Engineering Consultants: site civil engineering, surface geotechnical and Tailings Storage Facility (**TSF**) design; and
- Talis: permitting and approvals.

The PFS has benefited from the significant amount of work already completed during the prior 2020 Feasibility Study, including the results of geotechnical analysis, metallurgical testwork, surface and ground water studies and environmental assessments.

The PFS is considering the development of a standalone gold and copper open pit and underground mining operation at KMC, utilising an industry standard processing flow sheet comprising gravity, flotation and cyanidation of flotation tailings to recover gold, copper and silver to saleable products (concentrate & dore). The development envisaged at KMC will leverage off excellent local access and infrastructure including Medallion's operating Camp and the 1,700m sealed airstrip located 10km south of KMC and operated by the Shire of Ravensthorpe.

The PFS is significantly advanced, with multiple strands of work completed and results expected to be released in September 2023. Upon the completion of the PFS, critical work streams to advance KMC toward Final Investment Decision (**FID**) have been identified as follows:

- Conversion of Inferred to Indicated Resources in order to maximise metal reporting to Ore Reserves;
- Additional metallurgical testwork; and
- Progression of environmental permitting.

[4] Refer to the Company's announcement on 21 December 2022.

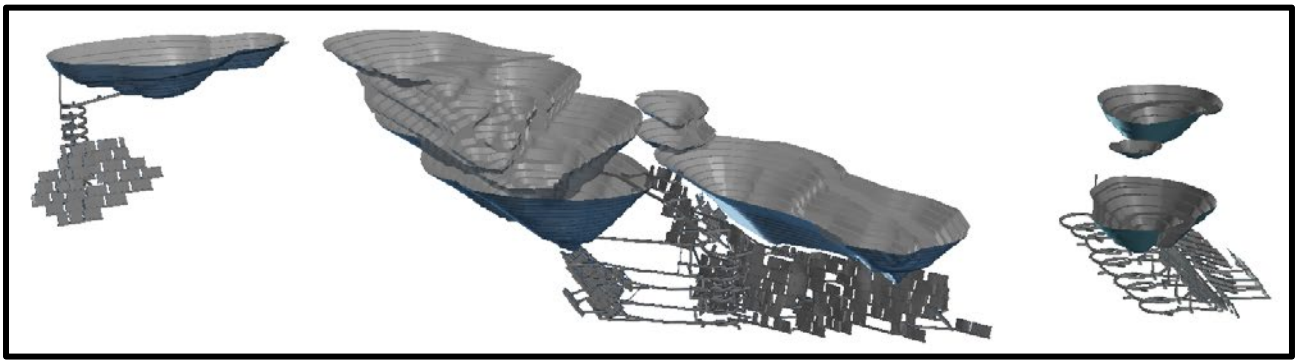

Figure 4: Isometric projection of KMC PFS mining voids, looking down and to the northeast (Gift workings not shown)

8.2 NickelSearch Limited

Medallion holds 15,713,662 shares (an 11.3% interest) in NickelSearch Limited (**NickelSearch**, ASX:NIS), an ASX listed nickel sulphide explorer focused on advancing the Carlingup Nickel Sulphide Project, located approximately 560km southeast of Perth. The project contains a JORC 2012 resource of 155kt of nickel metal[5].

Medallion acquired the interest in NickelSearch following the divestment of the RAV8 Nickel Project and certain mineral rights over select tenure in 2021 in order to maximise the value of the prospective nickel tenure within the Medallion portfolio.

As at the date of this report, the value of the Company's NickelSearch shareholding was approximately $0.8 million.

8.3 Jerdacuttup Project

The Jerdacuttup Project is located to the immediate south of KMC (Figure 1) within the Proterozoic Mt Barren Group and the Archaean Hatfield Formation of the Carlingup Terrane. The Project is host to the Trilogy SedEx Deposit which contains a JORC 2012 MRE of 162koz gold, 9.7Moz silver, 66kt copper,133kt lead and 77kt Zinc[6]. Trilogy is located approximately 9km to the south of KMC.

No drilling was completed during the year at the Jerdacuttup Project. Flora, dieback and heritage surveys have been completed along proposed drill lines at the Laurina Flats and Steere River areas in the Proterozoic Mt Barren Group, and at the Bandalup Pools VHMS prospect in the Archaean Hatfield Formation.

The Company continues to review pathways for maximising the value of the Jerdacuttup Project for Medallion shareholders.

8.4 Ravensthorpe Camp

Medallion's 89-person Worker Accommodation Village (**Camp**) is located in the regional centre of Ravensthorpe approximately 17km from KMC. The Camp houses Medallion's employees and contractors during its exploration programmes and provides paid accommodation services to third party businesses operating in the Ravensthorpe region.

During the 2023 financial year, the Camp generated revenue of approximately $3.03 million (2022: $2.14 million). The Company expects strong demand to continue for accommodation services at the Camp for the foreseeable future.

[5] Refer to the NickelSearch announcement lodged with ASX on 30 March 2023 for further details (ASX: NIS).

[6] Refer to the Company's Prospectus announced on the ASX on 18 March 2021.

9. Financial position and performance

The Company's net loss after tax attributable to the shareholders for the year to 30 June 2023 was $5,091,748 (2022 Loss: $3,596,723). The increase in net loss year on year has been driven primarily by:

- An increase in Camp revenue of $897,642; and offset by
- A reduction in gains on disposals of non-current assets by $3,620,629.

The Group's net assets are largely unchanged from the prior year (2023: decreased by $69,259). The Group's cash and restricted cash position as at 30 June 2023 was $423,514 (2022: $1,844,070). The Group has raised additional capital during and subsequent to the end of the financial year via equity raisings. For further information refer to sections 12 and 14 of this Directors' Report.

10. Material business risks

The Company operates in an environment where it is exposed to a range of business risks that have the potential to impact on the business plans, strategies and financial position and performance of the Company. Risks may be specific as they relate directly to the Company's business, or may be general risks, which are largely beyond the control of the Company.

The risks set out in this section are not exhaustive. These risks represent those which the Company is presently exposed to and may have a materially adverse impact on financial position and performance in the future.

Exploration and development risks

There can be no assurance that future exploration of the Company's tenements will result in the extraction of resources. Even where an apparently viable resource is identified, there is no guarantee that it can be economically exploited for a range of factors which may be specific to the Company's tenements, location and geology or more general as they relate to prevailing market conditions and the costs of exploration and development.

Capital requirements

The Company's ability to effectively implement its strategic and operational plans are currently dependent on its capacity to obtain additional capital in the form of equity, debt or other means.

There can be no assurance that additional capital will be available when needed or, if available, on terms which are acceptable to the Company. Inability to obtain sufficient funding may result in the delay or cancellation of certain activities, projects and/or the loss or reduction of the Company's tenure as a result of failure to meet expenditure commitments imposed by relevant mining acts and regulations.

Key personnel

The Company is substantially reliant on the expertise and abilities of its key personnel in overseeing the day-to-day operations of its projects. There can be no assurance that there will be no detrimental impact on the Company if one or more of these key personnel cease their relationship with the Company.

Force Majeure

The Company may be adversely affected by risks outside the control of the Company including labour unrest, civil disorder, war, subversive activities or sabotage, extreme weather conditions, fires, floods, explosions or other catastrophes, epidemics, or quarantine restrictions.

Safety

Safety is a fundamental risk for any exploration activity with regard to personal injury, damage to property and equipment and other losses. The occurrence of any of these events could result in legal proceedings against the Company and substantial losses due to injury or loss of life, damage or destruction of property, regulatory investigation, and penalties or suspension of operations.

Environmental

Environmental approvals are required from relevant government or regulatory authorities before certain activities may be undertaken on the Company's tenements. Failure or delay in obtaining such approvals will prevent the Company from undertaking its planned activities.

Further, the Company is unable to predict the impact of additional environmental laws and regulations that may be adopted in the future, which may have an adverse impact on the Company's ability to conduct exploration or development activities.

Further, the Company's activities are subject to the environmental laws inherent in the mining industry. The occurrence of any environmental incident could impede or delay exploration or development activities and lead to environmental liability or an increase in costs.

Macro-economic factors

Ultimately, the Company's future performance and viability is linked to a range of commodities (in particular gold and copper). A sustained decline in the market price of gold and copper, would have a material adverse effect on the financial performance of future operations and the financial position of the Company. Such a decline could also have a material adverse impact on the ability of the Company to finance the exploration and development of its projects. The Company may also have to assess the economic impact of any sustained lower commodity prices on the Company's projects, including financial viability, cut-off grades and the balances of Mineral Resources and Ore Reserves.

Rates of inflation and the increase in the costs of goods and services may affect the Company's operations and the nature and extent of activities carried out.

Mineral Resource and Ore Reserve Estimates

Mineral Resource and Ore Reserve estimates are expressions of judgement based on knowledge, experience and industry practice. Estimates may alter significantly when new information or techniques become available or are employed. Mineral Resource and Ore Reserve estimates are imprecise by nature and depend to some extent on interpretations which may prove to be inaccurate. As further information becomes available, these estimates may change adversely.

No assurance can be given that existing exploration results or additional exploration activities will result in the determination of new or upgraded Mineral Resources or Ore Estimates.

Tenure and title

The ability of the Company to carry out successful exploration activities will depend on the ability to maintain tenure to mining titles. The maintenance or issue of any such titles must be in accordance with the laws of the relevant jurisdiction and in particular, the relevant mining legislation. Conditions imposed by such legislation must also be complied with.

It is the Company's intention to satisfy the conditions that apply to its tenure. There is no certainty that the Company's tenure will be maintained or that the Company will be in a position to comply with all conditions that are imposed on individual tenements. If the conditions that apply to a tenement are not satisfied, it may be subject to additional conditions, penalties, objections, or forfeiture applications.

Tenements are subject to periodic renewal or extension of term. There is no certainty that any renewal or extension applications will be approved.

Native Title and Aboriginal Heritage

There may be areas of the Company's tenure over which legitimate common law native title rights of Aboriginal Australians exist. If native title rights do exist, the ability of the Company to gain access to tenements or to conduct operations may be adversely affected. Considerable expense may be incurred in negotiating and resolving such issues, including any compensation arrangements reached in settling native title claims lodged over any tenements held by the Company.

The presence of Aboriginal sacred sites and cultural heritage artefacts (if any) on the tenements is protected by law. Any destruction or harming of such sites and artefacts may result in the Company incurring significant fines and Court injunctions, which may adversely impact on the Company's activities. The existence of such sites may limit or preclude activities on those sites and delays may be experienced in obtaining clearance.

Changes to laws, regulations and policy

The Company may be affected by changes to laws, regulations and policy concerning mining and exploration, property, the environment, superannuation, taxation trade practices and competition, government grants, incentive schemes, accounting standards and other matters. Such changes could have adverse impacts on the Company from a financial and operational perspective.

Weather and climate change

Climate change related factors or hazardous weather conditions (including excessive rain, flooding and fires) over short or prolonged periods may affect the ability of the Company to conduct its operations and execute business plans.

11. Dividends

No dividend was paid or declared by the Company during the year and up to the date of this report.

12. Placement

During the year, the Company completed a fully underwritten pro-rata non-renounceable entitlement issue raising approximately $5.2 million before costs through the issue of 32,613,353 ordinary shares at 16 cents per share on an entitlement basis of 1 share for every 6 shares held.

13. Significant changes in the state of affairs

There have been no significant changes in the state of affairs of the Group during the financial year, other than as set out in this report.

14. Events subsequent to the reporting date

Placement and non-renounceable pro-rata entitlement issue

In July 2023, the Company announced a $5 million capital raising (**Offer**), comprised of a $2 million placement (**Placement**) and a $3 million fully underwritten pro-rata non-renounceable entitlement issue (**Rights Issue**). The Placement and Rights Issue was priced at 6.5 cents with the Rights Issue component conducted on the basis of one share for every five shares held. The Offer closed over July and August 2023, raising the full $5 million sought (before costs) and resulted in the issue of 76,895,734 new shares.

Directors' Report

Conversion of borrowings in the Offer

Medallion's major shareholder participated in the Offer by way of conversion of loan principal, reducing the principal outstanding from $4,000,000 to $2,916,410. The loan remains unsecured and is not repayable unless there is a change of control event or until a development decision is made at RGP.

There have been no other events subsequent to the end of the financial year, other than described elsewhere in this report.

15. Likely developments

The Board will continue to advance exploration and development opportunities in relation to its projects.

16. Environmental performance

The operations of the Company are presently subject to environmental regulation under the laws of the Commonwealth of Australia and the State of Western Australia. The Board believes that the Group has adequate systems in place for the management of its environmental requirements and is not aware of any material breach of those environmental requirements as they apply to the Group.

17. Share options

As at the date of this report there were 19,534,300 unissued ordinary shares under options. The number, exercise price and expiry dates of the options are as follows:

Number	Exercise Price $	Expiry Date
2,000,000	$0.285	31 January 2025
2,000,000	$0.38	31 January 2025
7,000,000	$0.0975	8 August 2026
2,235,000	$0.01	15 October 2025
291,800	Nil	21 October 2026
71,500	Nil	15 March 2027
5,936,000	Nil	26 November 2027
19,534,300		

These options do not entitle the holder to participate in any share issue of the Company.

Shares issued upon exercise of options

The following options were exercised during the year:

- 679,050 options were exercised at a zero exercise price per option, resulting in the issue of 679,050 ordinary shares; and
- 1,660,000 options were exercised at $0.01 per option resulting in the issue of 1,660,000 ordinary shares.

18. Indemnification and insurance of directors and officers

The Company has entered into agreements to indemnify all Directors and Officers of the Company against any liability arising from a claim brought by a third party against the Company. The Company has paid premiums to insure each Director and Officer against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in their capacity as a Director or Officer. Disclosure of the amount of the premium is subject to a confidentiality clause under the insurance policy.

Directors' Report

19. Indemnification of the auditor

The Group has not provided any insurance or indemnity for the auditor of the Company.

20. Proceedings on behalf of the Company

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

21. Non-audit services

During the period BDO Audit (WA) Pty Ltd (the Company's auditor) and its related entities (**BDO**) have performed certain other services in addition to the audit and review of the financial statements. During the year, the Company incurred $18,001 for taxation return services, $15,510 for other taxation services, $17,215 for remuneration related services and $2,575 for other assurance services. In the prior year, the Company incurred $5,150 in relation to taxation return services.

The Board has considered the non-audit services provided during the year by the auditor. In accordance with a resolution of the directors of the Company, the Board is satisfied that the provision of the non-audit services during the year by the auditor is compatible with and did not compromise the auditor independence requirements of the Corporations Act 2001. The Board is satisfied that the non-audit services do not undermine the Auditor's independence as they do not involve reviewing or auditing their own work, acting in a management or decision-making capacity or advocate for the Group or jointly sharing risks and rewards.

22. Lead auditors independence declaration

The Lead auditor's independence declaration is set out on page 63 and forms part of the Directors' Report for the period ended 30 June 2023.

23. Audited remuneration report

This remuneration report, which forms part of the Directors' report, outlines the remuneration arrangements in place for the Key Management Personnel (**KMP**) of Medallion Metals Limited for the financial year ended 30 June 2023. KMP are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group. The information provided in this remuneration report has been audited as required by Section 308(3C) of the Corporations Act 2001.

KMP include directors and other executives of the Company, whom during the period have been identified as:

Name	Position	Period in position during the year
Non-Executive Directors		
Mr John Fitzgerald	Non-Executive Director, Chair	Full Year
Mr Edmund Ainscough	Non-Executive Director	Resigned on 22 March 2023
Mr Tony James	Non-Executive Director	Full Year
Executive Directors		
Mr Paul Bennett	Managing Director	Full Year
Executives		
Mr Ben Larkin	CFO & Company Secretary	Full Year

22.1 Principles of remuneration

The Board is responsible for determining and reviewing compensation arrangements for directors and other KMP. Remuneration levels for directors and other KMP are competitively set to attract and retain appropriately qualified and experienced directors and executives, reward the achievement of strategic objectives and achieve the broader outcome of creation of value for shareholders. The Board determines remuneration packages using

Directors’ Report

trends in comparative companies with consideration of the role, capability and experience of each individual director or other executive.

Based on the size of the organisation, the Board has elected not to establish a remuneration committee and did not engage the services of an independent remuneration consultant during the period. The Board has instead agreed to meet as necessary and to allocate the appropriate time to issues regarding remuneration at Board meetings.

Fixed remuneration

Fixed remuneration consists of base remuneration and employer contributions to superannuation funds. As at the date of this report, fixed remuneration is set in accordance with the following table:

Key management person	Position	Fixed remuneration
John Fitzgerald	Non-Executive Chair	$88,800
Tony James	Non-Executive Director	$55,500
Paul Bennett	Managing Director	$321,900
Ben Larkin	Chief Financial Officer & Company Secretary	$238,650

Variable remuneration

The table below represents the variable remuneration framework for KMP’s in respect of the current year:

Variable component	Purpose	Incentives available
Short-term incentives (STI)	Cash performance bonuses or other STI’s are not currently offered to KMP but may be offered in the future. Non-executive directors are not eligible to be offered cash performance bonuses.	
Long-term incentives (LTI)	Align the interests of KMPs with the overall objective of increasing shareholder returns over the long term.	Offers to participate in the Company’s Incentive Option Plan (**IOP**).

Executive Service Agreements

The Managing Director and Chief Financial Officer (**Executives**) have been appointed under Executive Services Agreements (**ESA’s**) effective 6 and 7 October 2020 respectively. Each ESA specifies the duties and obligations of the Executive and each component of remuneration. Each executive is entitled to receive a fixed annual salary, plus superannuation (at the prevailing rate payable on ‘ordinary time earnings’) and statutory leave entitlements. Each ESA specifies that the Executive is entitled to participate in the Company’s IOP.

ESA’s are unlimited in term but may be terminated by providing 6 months’ notice in the case of the Company giving notice and 3 months’ notice in the case of the Executive giving notice. Following a Change of Control event which has resulted in a material diminution of the Executive’s role, status or authority with the Company, the Executive may elect to for the ESA to be terminated and be eligible for a payment of six months’ salary with all payments made in lieu of any notice periods. Other termination clauses are of a standard nature are included in each ESA.

Non-Executive Notices of Appointment

Each Non-Executive Director (**NED**) has been appointed under a Notice of Appointment (**NOA**) effective 5 October 2020. Each NOA specifies the duties and obligations of the NED and each component of remuneration. Each NED is entitled to receive a fixed annual salary, plus superannuation (at the prevailing rate payable on ‘ordinary time earnings’). NED’s do not accrue any leave entitlements. Each NOA specifies that the NED is entitled to participate in the Company’s IOP.

The term of the appointment is subject to the provisions of the Company's Constitution, which includes requirements for retirement by rotation and re-election of directors. Each appointment will cease at the end of any meeting in which the NED is not re-elected as a director by the shareholders of the Company. Alternatively, each NED may resign at any time by giving notice or as otherwise required or allowed by the Company's Constitution. There are no minimum notice periods.

The aggregate remuneration for NED's has been set at an amount not to exceed $300,000 per annum. This amount may only be increased with the approval of Shareholders at a general meeting.

Additional fees

Should a director perform special duties or services outside the scope of the ordinary duties of that director, that director may be paid additional fees as the Board determines. Directors may be reimbursed for out of pocket expenses incurred as a result of their directorship or any special duties.

There were no additional fees paid or out of pocket expenses reimbursed to directors during the year.

Consequences on shareholder wealth

The Company's profit or loss after tax and year on year percentage change in share price for the last 5 financial years is presented below. The Company operates in the exploration and development phase, and accordingly has not had sufficient profits available to date to enable the Company to pay any dividends.

	2023	2022	2021	2020	2019
Loss for the period after income tax	(5,091,747)	(3,596,723)	(3,773,072)	(2,627,276)	(2,719,204)
Closing share price as traded on the ASX ($/share)	0.075	0.200	0.245	N/A	N/A

Given the Company's stage of development, the Board has regard to the Company's share price as being the primary indicator of the Company's performance and ultimate effects on shareholder wealth.

Services of Remuneration Consultants

During the period, the Board engaged an independent remuneration expert, BDO Reward Pty Ltd (**BDO Reward**), to review the amount and structure of certain components of KMP remuneration and provide recommendations thereto. BDO Reward was paid $13,475 for this service and did not provide any other services to the Company throughout the year.

Arrangements were implemented to ensure that BDO Reward would be able to carry out its work, including information capture and the formation of its recommendations, free from undue influence by members KMP with voting power on the Board and to which the recommendations would relate. The Board appointed the Company's CFO and Company Secretary, Mr Larkin, as the sole person responsible for liaising with BDO Reward to develop remuneration recommendations and responsible for presentation of the recommendations of the report to the Board.

The Board reviewed the scope, terms of engagement and the processes and procedures followed by BDO Reward during the course of its assignment. The Board is satisfied that the remuneration recommendations made by BDO Reward were free from undue influence by members of KMP.

23.2 Directors' and executives remuneration

Details of the nature and amount of each element of remuneration for each KMP of the Company are as follows:

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	Salary & fees (short term) $	Super (post employment) $	Share based payments (options)[1,3] $	Total $	Value of options as a proportion of remuneration[2]
12 months ended 30 June 2023					
Directors					
John Fitzgerald	80,000	8,400	18,615	107,015	17%
Paul Bennett	290,000	30,450	67,691	388,141	17%
Edmund Ainscough (resigned 22 March 2023)	36,731	3,856	(54,394)	(13,807)	N/A
Tony James	50,000	5,250	10,154	65,404	16%
Executives					
Ben Larkin	215,000	22,575	47,383	284,958	17%
Total compensation	**671,731**	**70,531**	**89,449**	**831,711**	
12 months ended 30 June 2022					
Directors					
John Fitzgerald	79,077	7,908	45,390	132,375	34%
Paul Bennett	286,654	28,665	181,559	496,878	37%
Edmund Ainscough	49,423	4,942	45,390	99,755	46%
Tony James	49,423	4,942	45,390	99,755	46%
Executives					
Ben Larkin	212,519	21,252	72,624	306,395	24%
Total compensation	**677,096**	**67,709**	**390,353**	**1,135,158**	

[1] In accordance with AASB 2 Share Based Payments, the fair value of share based payments (**SBP**) is determined at the date of grant using the Black-Scholes option pricing model. SBP expense is allocated to each period evenly over the period from grant date to vesting date. The value disclosed is the portion of SBP expense recognised as an expense in each reporting period.

[2] Options are considered performance related remuneration, accordingly percentages shown represent percentage of option based remuneration.

[3] Mr Ainscough resigned during the year which resulted in the lapse of 525,000 unvested options in respect of ongoing service conditions attached to those options. Share based payment expenses previously recognised in respect of these lapsed options was reversed, resulting in a negative SBP amount being shown in respect of the 2023 financial year.

23.3 Equity instruments

Incentive Option Plan

The Group has an established incentive option plan that entitles eligible employees, including directors, to purchase shares in the Company. Under the plan, the Board may issue options to acquire shares in the future at an exercise price fixed by the Board on grant of options.

The vesting of all options is subject to service conditions being met whereby the recipient must meet the eligible employee criteria as defined in the plan, unless determined otherwise by the Board. The vesting of options may be subject to achievement of performance hurdles, as determined by the Board.

Directors' Report

Incentive options granted as remuneration during the period

	Grant date	Number granted	Expiry date	Exercise price per option	Fair value per option at grant date	Value of options at grant date	Date of expected vest
Directors							
John Fitzgerald	29/11/2022	550,000	26/11/2027	$0.00	$0.15	$82,500	30/06/2025
Paul Bennett	29/11/2022	2,000,000	26/11/2027	$0.00	$0.15	$300,000	30/06/2025
Edmund Ainscough	29/11/2022	300,000	26/11/2027	$0.00	$0.15	$45,000	30/06/2025
Tony James	29/11/2022	300,000	26/11/2027	$0.00	$0.15	$45,000	30/06/2025
Executives							
Ben Larkin	29/11/2022	1,400,000	26/11/2027	$0.00	$0.15	$210,000	30/06/2025
Total		**4,550,000**				**$682,500**	

Incentive options granted to directors during the period were approved by shareholders at the Annual General Meeting of the Company on 22 November 2022 and granted on 29 November 2022. Options proposed for grant were made in consideration of the recommendations of an independent report from remuneration consultant, BDO Reward. For further details regarding the services of BDO Reward, refer to Section 23.1 of this Directors' Report.

Performance conditions in respect to the grant of options granted to each KMP during the year are presented in the table below with the grant date of 29 November 2022. These performance criteria have been applied in equal proportion over all options granted to each KMP droning the period.

Terms and conditions of each option grant

The terms and conditions of each grant of options outstanding affecting KMP remuneration in the current or future reporting periods are as follows:

Performance criteria	Grant date	Number granted	Expiry date	Number exercised/ lapsed	Number outstanding	Exercise price per option	Fair value per option at grant date	Performance achieved	% Vested
1 million gold ounces at RGP	16/10/2020	1,935,000	15/10/2025	(1,485,000)	450,000	$0.01	$0.24	Achieved	100%
20 day VWAP of $0.40 per share	16/10/2020	967,500	15/10/2025	-	967,500	$0.01	$0.24	Not yet achieved	0%
20 day VWAP of $0.50 per share	16/10/2020	967,500	15/10/2025	-	967,500	$0.01	$0.24	Not yet achieved	0%
2Moz AuEq Resource at RGP	29/11/2022	1,516,667	26/11/2027	-	1,516,667	$0.00	$0.15	Not yet achieved	0%
1Moz AuEq Reserve at RGP	29/11/2022	1,516,667	26/11/2027	-	1,516,667	$0.00	$0.15	Not yet achieved	0%
Reaching a Final Investment Decision at RGP	29/11/2022	1,516,667	26/11/2027	-	1,516,667	$0.00	$0.15	Not yet achieved	0%

Directors' Report

Movements in incentive options granted as remuneration

The following table shows the movements in and vesting of options granted to KMPs as remuneration:

	Opening balance held	Granted in year	Vested in year	Exercised in year	Other changes[1]	Closing balance held[1]	Vested and exercisable[1]	Unvested
Directors								
John Fitzgerald	450,000	550,000	-	-	-	1,000,000	225,000	775,000
Paul Bennett	1,800,000	2,000,000	-	(900,000)	-	2,900,000	-	2,900,000
Edmund Ainscough	450,000	300,000	-	-	(525,000)	225,000	225,000	-
Tony James	450,000	300,000	-	-	-	750,000	225,000	525,000
Executives								
Ben Larkin	720,000	1,400,000	-	(360,000)	-	1,760,000	-	1,760,000
Total	**3,870,000**	**4,550,000**	**-**	**(1,260,000)**	**(525,000)**	**6,635,000**	**675,000**	**5,960,000**

[1] In respect of Mr Ainscough:

- 'other changes' of 525,000 options shown as a reduction represent options which lapsed following Mr Ainscough's resignation during the year due to ongoing service conditions attached to those options.
- 'closing balance held' and 'vested and exercisable' represent the balance held as at the date of resignation as a director of the Company on 22 March 2023

Exercise of options

The following table shows shares which were issued to KMPs upon the exercise of options previously granted as remuneration, while in office during the period:

	Number of shares acquired	Amount paid per share	Share price on date of issue	Value on date of issue[1]
Directors				
Paul Bennett	900,000	$0.01	$0.21	$180,000
Executives				
Ben Larkin	360,000	$0.01	$0.21	$72,000

[1] Value on the date of issue is calculated as the share price on the date of issue minus amounts paid to exercise the options multiplied by the number of shares issued upon exercise.

23.4 Movements in shares

The movement during the reporting period in the number of ordinary shares held, directly, indirectly or beneficially, by each KMP, including their related parties, is as follows:

	Opening balance held	Received on exercise of options	Shares purchased	Closing balance held
Directors				
John Fitzgerald	531,579	-	88,598	620,177
Paul Bennett	3,656,578	900,000	1,009,431	5,566,009
Edmund Ainscough[1]	3,592,110	-	-	3,592,110
Tony James	-	-	-	-
Executives				
Ben Larkin	220,000	360,000	36,668	616,668

[1] In respect of Mr Ainscough, the movement in shares represents the period until his resignation as a director of the Company on 22 March 2023.

Directors' Report

23.5 Other KMP transactions

A number of KMPs, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial and/or operating policies of those entities. The Company may from time to time enter into transactions with KMPs and their related parties. Any transactions entered into during the period are within a normal employment, customer or supplier relationships on terms and conditions no more favourable than those that it is reasonable to expect the entity would have adopted if dealing at arms-length with an unrelated person.

The Company did not enter into any other transactions with KMPs during the year other than as disclosed in the preceding Remuneration Report.

23.6 2022 Remuneration Report

The Remuneration Report for the year ended 30 June 2022 was adopted by shareholders at the Annual General Meeting of the Company on 29 November 2022 with a 98.81% vote in favour of the adoption of the report.

~ Audited remuneration report ends ~

24. Remuneration outlook for the forthcoming financial year

Fixed cash remuneration of directors has not been adjusted since the new Board was appointed in October 2020 (prior to the Company's IPO). Mr Larkin's fixed cash remuneration was nominally adjusted by 7.5% on 1 July 2021 in compensation for accepting additional responsibilities associated with acting as the sole Company Secretary.

As a result of the impacts of a competitive labour market and the need to retain suitably qualified and experienced KMPs, the Board intends to review KMP fixed cash remuneration in the forthcoming financial year.

The Board has not previously offered any performance based cash incentives to the Company's executives and does not anticipate doing so in the forthcoming year.

25. Board and executive performance evaluation

The Company has adopted a Performance Evaluation Policy to evaluate the performance of the Board and executives. These performance evaluations have been completed in accordance with the policy.

In respect of the Board, its composition, practices and effectiveness were evaluated. For executives, individual performance was assessed based on a range of metrics and key performance indicators.

This report is made with a resolution of the directors:

Paul Bennett
Managing Director
Dated at Perth, this 25th day of September 2023

Resources and Reserves Statement

The Company's JORC 2012 Mineral Resources and Ore Reserves as at 30 June 2023 are as follows:

Mineral Resource Estimate for the Kundip Mining Centre, Ravensthorpe Gold Project

Mineral Resource Estimate for the Kundip Mining Centre - February 2023																						
Deposit		Indicated							Inferred							Total Resources						
		kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt
Open pit COG 0.5g/t AuEq	Gem	7,840	1.6	400	1.5	380	0.1	10	2,820	1.9	170	1.5	140	0.1	4	**10,650**	**1.7**	**570**	**1.5**	**520**	**0.1**	**14**
	Harbour View	2,180	2.0	140	3.1	220	0.6	13	1,010	1.5	50	2.8	90	0.4	4	**3,190**	**1.8**	**190**	**3.0**	**310**	**0.6**	**18**
	Flag	730	4.4	100	4.4	100	0.5	4	220	2.4	20	2.7	20	0.2	1	**950**	**3.9**	**120**	**4.0**	**120**	**0.4**	**4**
	Gem Restored	470	2.0	30	2.7	40	0.2	1	340	1.3	10	2.1	20	0.2	1	**800**	**1.7**	**40**	**2.5**	**60**	**0.2**	**2**
	Gift	190	1.6	10	1.7	10	0.3	1	1,070	1.4	50	1.1	40	0.1	1	**1,260**	**1.4**	**60**	**1.2**	**50**	**0.1**	**1**
Underground COG 2.0g/t AuEq	Gem	-	2.9	-	2.4	-	0.2	0	300	6.4	60	3.1	30	0.4	1	**300**	**6.4**	**60**	**3.1**	**30**	**0.4**	**1**
	Harbour View	470	3.7	60	6.8	100	1.2	6	770	2.1	50	7.3	180	0.8	6	**1,240**	**2.7**	**110**	**7.1**	**280**	**1.0**	**12**
	Flag	140	5.2	20	4.9	20	0.4	1	410	5.0	70	5.1	70	0.4	1	**550**	**5.1**	**90**	**5.0**	**90**	**0.4**	**2**
	Gem Restored	80	7.2	20	9.0	20	1.0	1	180	5.6	30	7.1	40	0.7	1	**260**	**6.1**	**50**	**7.7**	**60**	**0.8**	**2**
	Gift	-	-	-	-	-	-	-	-	-	-	-	-	-	-	**-**	**-**	**-**	**-**	**-**	**-**	**-**
GrandTotal		12,110	2.0	790	2.3	900	0.3	36	7,110	2.2	510	2.7	620	0.3	20	**19,210**	**2.1**	**1,290**	**2.5**	**1,520**	**0.3**	**56**

Open pit	**11,400**	**1.9**	**690**	**2.0**	**750**	**0.3**	**29**	**5,460**	**1.7**	**290**	**1.7**	**300**	**0.2**	**10**	**16,860**	**1.8**	**980**	**1.9**	**1,060**	**0.2**	**38**
Underground	**710**	**4.4**	**100**	**6.7**	**150**	**1.0**	**7**	**1,650**	**4.0**	**210**	**6.0**	**320**	**0.6**	**10**	**2,350**	**4.1**	**310**	**6.2**	**470**	**0.7**	**17**
GrandTotal	**12,110**	**2.0**	**790**	**2.3**	**900**	**0.3**	**36**	**7,110**	**2.2**	**510**	**2.7**	**620**	**0.3**	**20**	**19,210**	**2.1**	**1,290**	**2.5**	**1,520**	**0.3**	**56**

Mineral Resource Estimate for the Desmond Deposit - December 2022																					
Deposit	Indicated							Inferred							Total Resources						
	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt
Open pit	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**160**	**0.9**	**-**	**3.1**	**20**	**1.4**	**2**	**160**	**0.9**	**-**	**3.1**	**20**	**1.4**	**2**
Underground	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**110**	**0.8**	**-**	**2.2**	**10**	**1.3**	**1**	**110**	**0.8**	**-**	**2.2**	**10**	**1.3**	**1**
GrandTotal	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**270**	**0.9**	**10**	**2.7**	**20**	**1.4**	**4**	**270**	**0.9**	**10**	**2.7**	**20**	**1.4**	**4**

Mineral Resource Estimate for the Kundip Mining Centre - February 2023																					
Deposit	Indicated							Inferred							Total Resources						
	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt	kt	Au g/t	Au koz	Ag g/t	Ag koz	Cu %	Cu kt
Open pit	**11,400**	**1.9**	**690**	**2.0**	**750**	**0.3**	**29**	**5,620**	**1.7**	**300**	**1.8**	**320**	**0.2**	**12**	**17,020**	**1.8**	**980**	**2.0**	**1,070**	**0.2**	**41**
Underground	**710**	**4.4**	**100**	**6.7**	**150**	**1.0**	**7**	**1,760**	**3.8**	**210**	**5.8**	**330**	**0.7**	**12**	**2,460**	**4.0**	**310**	**6.0**	**480**	**0.8**	**19**
GrandTotal	**12,110**	**2.0**	**790**	**2.3**	**900**	**0.3**	**36**	**7,370**	**2.2**	**510**	**2.7**	**650**	**0.3**	**23**	**19,480**	**2.1**	**1,300**	**2.5**	**1,550**	**0.3**	**59**

Table 2: KMC Mineral Resource Estimate, February 2023; Desmond Mineral Resource Estimate, December 2022; and Global RGP Mineral Resource Estimate, February 2023

All tonnages are dry metric tonnes. Minor discrepancies may occur due to rounding to appropriate significant figures.

Probable Ore Reserve Estimate for the Kundip Mining Centre, Ravensthorpe Gold Project

Deposit	Open Pit			Underground			Total Ore Reserves		
	Tonnes (kt)	Grade (g/t)	Ounces (koz)	Tonnes (kt)	Grade (g/t)	Ounces (koz)	Tonnes (kt)	Grade (g/t)	Ounces (koz)
Flag	183	4.1	24.0	133	3.9	17	316	4.0	41
Harbour View	253	2.4	19.0	308	4.5	45	561	3.6	64
Gem	3,208	1.6	165.0	-	-	-	3,208	1.6	165
Total	3,643	1.8	208.0	441	4.4	62	4,085	2.1	270

Table 3: KMC Ore Reserve Estimate, June 2020.

All tonnages are dry metric tonnes. Minor discrepancies may occur due to rounding to appropriate significant figures.

Mineral Resource Estimate for the Trilogy Deposit, Jerdacuttup Project

Trilogy Deposit			kt	Au	Ag	Cu	Pb	Zn	Au	Ag	Cu	Pb	Zn
				g/t	g/t	%	%	%	koz	koz	kt	kt	kt
Open pit (CuEq > 0.5%)	Ox	Ind	129	2.4	85.3	0.5	-	-	10	354	0.6	-	-
		Inf	336	1.9	71.7	0.1	-	-	21	774	0.3	-	-
	Tr/Fr	Ind	4,476	0.8	52.5	1.4	2.8	1.6	121	7,556	62.0	126.0	72.1
		Inf	614	0.7	54.9	0.6	1.3	0.9	14	1,084	3.8	8.2	5.3
UG (CuEq > 2.5%)	Tr/Fr	Ind	28	2.8	21.0	1.3	0.6	0.4	3	19	0.4	0.2	0.1
		Inf	18	1.5	19.7	1.4	0.3	1.1	1	11	0.3	0.1	0.2
Sub-total		Ind	4,633	0.9	53.2	1.4	2.7	1.6	133	7,929	63.0	126.2	72.2
		Inf	968	1.1	60.1	0.5	0.9	0.6	35	1,869	4.4	8.3	5.5
Total			5,601	0.9	54.4	1.2	2.4	1.4	169	9,798	67.3	134.4	77.7

Table 4: Trilogy Mineral Resource Estimate, December 2018.

All tonnages are dry metric tonnes. Minor discrepancies may occur due to rounding to appropriate significant figures.

Competent Persons Statements

The information that relates to exploration results is based on information compiled by Mr David Groombridge and Mr Paul Bennett, Competent Persons who are Members of the Australasian Institute of Mining and Metallurgy ("AusIMM"). Mr Groombridge and Mr Bennett are security holders of the Company and Mr Bennett is an employee of the Company. Mr Bennett and Mr Groombridge have sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to each qualify as a "Competent Person" as defined in the JORC Code. Mr Groombridge and Mr Bennett consent to the inclusion in this report of the matters based on their information in the form and context in which it appears.

The information that relates to the data review and validation, drilling, sampling and the geological interpretation of the Gem, Harbour View and Gift Deposits has been compiled by Ms Claire Edwards. Ms Edwards is an employee and security holder of the Company. The information that relates to the data review and validation, drilling, sampling, and the geological interpretation of the Flag Deposits has been compiled by Mr David Groombridge. Mr Groombridge is a security holder of the Company. The Competent Persons for Mineral Resource estimates are, for the Gem and Harbour View Deposits, Ms Justine Tracey, for the Flag Deposit, Ms Susan Havlin. The Competent Person for the Mineral Resource Estimate of the Desmond and Gem Restored deposits is Ms Jane Levett. The Competent Persons for the Mineral Resource estimates are Members and Chartered Professionals of the AusIMM. Ms Tracey, Ms Levett and Ms Havlin are full-time employees of

Snowden Optiro. Mr Groombridge, Ms Edwards Ms Tracey, Ms Levett and Ms Havlin have sufficient experience that is relevant to the Technical Assessment of the Mineral Assets under consideration, the style of mineralisation and types of deposit under consideration and to the activity being undertaken to qualify as Competent Persons as defined in the JORC Code. Mr Groombridge, Ms Edwards, Ms Tracey, Ms Levett and Ms Havlin consent to the inclusion in this report of the relevant matters based on their information in the form and context in which it appears.

The information that relates to the data review and validation, drilling, sampling and the geological interpretation of the Desmond deposit has been compiled by Ms Claire Edwards. Ms Edwards is an employee and security holder of the Company. The Competent Person for the Mineral Resource Estimate of the Desmond deposit is Ms Jane Levett. Ms Levett is a Member and Chartered Professional of the AusIMM. Ms Levett is a full-time employee of Snowden Optiro. Ms Edwards and Ms Levett have sufficient experience that is relevant to the Technical Assessment of the Mineral Assets under consideration, the style of mineralisation and types of deposit under consideration and to the activity being undertaken to qualify as Competent Persons as defined in the JORC Code. Ms Edwards and Ms Levett consent to the inclusion in this report of the relevant matters based on their information in the form and context in which it appears.

The information that relates to the data review and validation, drilling, sampling and the geological interpretation of the Trilogy deposit has been completed by Mr David Groombridge. Mr Groombridge is a security holder of the Company. Mr Groombridge is a Member of the AusIMM and has sufficient experience with the style of mineralisation, the deposit type under consideration and to the activities undertaken to qualify as a Competent Person as defined in the 2012 Edition of the JORC Code. Mr Groombridge consents to the inclusion in this report of the contained technical information relating to the Mineral Resource Estimation in this report in the form and context in which it appears.

The information in this release that relates to the Estimation and Reporting of Mineral Resources for the Trilogy deposit has been compiled by Mr Richard Buerger BSc (Geology). Mr Buerger is a full-time employee of Mining Plus and has acted as an independent consultant on the Trilogy Polymetallic Deposit Mineral Resource estimation. Mr Buerger is a Member of the AIG and has sufficient experience with the style of mineralisation, the deposit type under consideration and to the activities undertaken to qualify as a Competent Person as defined in the JORC Code. Mr Buerger consents to the inclusion in this report of the contained technical information relating the Mineral Resource Estimation in this report in the form and context in which it appears.

The information that relates to Ore Reserves at the Kundip Mining Centre is based on information compiled by Mr Craig Mann, who is a full-time employee of Entech and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration, and to the activity which he is undertaking to qualify as a Competent Person as defined in the JORC Code. Mr Mann consents to the inclusion of this information in this report in the form and context in which it appears and is a Member of the AusIMM.

Reporting of gold equivalent grades

Gold Equivalent (AuEq) grades that are applied as cut off criteria and reported for the resource were calculated using the following formula: AuEq g/t = Au g/t + (Cu % × 1.61) + (Ag g/t × 0.01). Cu equivalence to Au was determined using the following formula: 1.61 = (Cu price x 1% per tonne x Cu recovery) / (Au price x 1 gram per tonne x Au recovery). Ag equivalence to Au was determined using the following formula: 0.01 = (Ag price x 1 gram per tonne x Ag recovery) / (Au price x 1 gram per tonne x Au recovery). Metal prices applied in the calculation were: Au = 2,946 AUD per ounce, Cu = 16,768 AUD per tonne, Ag = 42 AUD per ounce. Metallurgical recoveries applied were: Au = 94.6%, Cu = 86.1%, Ag = 73.3%. Refer to the Company's ASX announcement dated 28 March 2022 for further information relating to metallurgical recovery.

Annual review and material changes since 30 June 2022

RGP Mineral Resource Estimates and Ore Reserve

During 2023, the Company announced an updated Mineral Resource Estimate for the KMC deposits and a maiden Mineral Resource Estimate was declared for the Desmond deposit (**Updated MRE**).

The Updated MRE incorporates 16,508m of new drilling including Reverse Circulation (RC) drilling (30 holes for 7,153m) and Diamond (DD or Diamond) drilling (23 holes for 9,355m) completed at KMC throughout CY 2021 and 2022 targeting high-grade strike and depth extensions of the known mineralised structures. For further information regarding the Updated MRE, estimation and/or reporting methodologies used, please refer to the Company's ASX announcements dated 21 December 2022 and 13 February 2023.

In respect of the previous year ended 30 June 2022, the Mineral Resource Estimate for KMC reported was:

Resource	Deposit	Indicated					Inferred					Total Resources						
		kt	Au g/t	Au koz	Cu %	Cu kt	kt	Au g/t	Au koz	Cu %	Cu kt	kt	Au g/t	Au koz	Cu %	Cu kt	AuEq g/t	AuEq koz
Open pit COG 0.5g/t AuEq (Flag 0.5g/t Au)	Gem	7,320	1.7	400	0.1	10	2,760	1.9	160	0.1	4	10,080	1.7	560	0.1	14	**2.0**	**630**
	Harbour View	1,460	2.9	140	0.6	9	850	1.7	50	0.3	2	2,310	2.5	180	0.5	12	**3.3**	**250**
	Harbour View – Cu	710	0.0	-	0.6	4	190	0.0	-	0.5	1	890	0.0	-	0.6	5	**1.0**	**30**
	Flag	530	5.0	80	0.5	2	70	2.8	10	0.3	0	590	4.7	90	0.4	3	**5.4**	**100**
	Gem Restored	470	2.0	30	0.2	1	340	1.3	10	0.2	1	800	1.7	40	0.2	2	**2.0**	**50**
Underground COG 2.0g/t AuEq (Flag 2.0g/t Au)	Gem	-	-	-	-	-	10	3.6	-	0.5	0	10	3.6	-	0.5	0	**4.5**	**-**
	Harbour View	290	4.3	40	1.2	4	710	2.7	60	1.0	7	1,000	3.2	100	1.0	10	**4.9**	**160**
	Harbour View – Cu	40	0.0	-	1.6	1	90	0.0	-	1.4	1	130	0.0	-	1.5	2	**2.4**	**10**
	Flag	130	8.3	30	0.5	1	240	4.4	30	0.3	1	370	5.7	70	0.4	1	**6.3**	**80**
	Gem Restored	80	7.2	20	1.0	1	180	5.6	30	0.7	1	260	6.1	50	0.8	2	**7.5**	**60**
Grand Total		**11,020**	**2.1**	**740**	**0.3**	**32**	**5,430**	**2.1**	**360**	**0.3**	**18**	**16,450**	**2.1**	**1,100**	**0.3**	**50**	**2.6**	**1,370**

Table 5: Gem, Gem Restored, Harbour View and Flag Deposits as reported as at 30 June 2022

An analysis of the changes to tonnes, grade and contained metal since the prior year to the current year ended 30 June 2023 in respect of the Global RGP Mineral Resource is presented below in Table 6.

Resource		kt	Au g/t	Au koz	Cu %	Cu kt
% Change	Indicated	10%	-4%	7%	0%	11%
% Change	Inferred	36%	6%	42%	0%	30%
% Change	Grand Total	18%	1%	18%	-1%	18%

Table 6: Material changes in Mineral Resources at KMC since 30 June 2022

Kundip Mining Centre Mineral Ore Reserve Estimate

Analysis regarding an updated KMC Ore Reserve Estimate is presently underway but is incomplete and able to be estimated as at the date of this report. Accordingly, the Company is unable to reliably estimate changes to the KMC Ore Reserves at this point.

Jerdacuttup Project Mineral Resource Estimate

The annual review of the Company's Jerdacuttup Project has concluded that no new exploration data gathered during the financial year will result in a material change to the Mineral Resources at the Jerdacuttup Project. There are no Ore Reserves declared at the Jerdacuttup Project.

Governance controls

All Mineral Resource and Ore Reserve Estimates are prepared by Competent Persons using data that they have reviewed and are considered to have been collected using industry standard practices and which, to the most practical degree possible are representative, unbiased, and collected with appropriate QA/QC practices in place. All Mineral Resource and Ore Reserve Estimates quoted above have been estimated by independent consultants in accordance with the JORC Code. In addition, the existing composition of the Company's Board of Directors includes a Non-Executive Director who is a qualified and experienced mining engineer with mine development and mine operating experience.

Corporate Governance Statement

In recognising the need for the highest standards of corporate behaviour and accountability, the directors of Medallion support and adhere to the principles of sound corporate governance. Accordingly, the Board has adopted a Corporate Governance Plan which can be found on the Company's website: www.medallionmetals.com.au. The Board recognises the recommendations of the Australian Securities Exchange Corporate Governance Council and considers that Medallion is in compliance to the extent possible with those guidelines, which are of particular importance and add value to the commercial operations of ASX 300 listed companies.

Medallion reviews its corporate governance policies and practices on an annual basis to ensure they are appropriate for the Company's stage of development. These reviews are made in consideration of the ASX Corporate Governance Council's Principles and Recommendations which are applicable at the time of the review. The Company's Corporate Governance Statement for the year ended 30 June 2023 was approved by the Board on 25 September 2023 and is available on the Company's website: www.medallionmetals.com.au

Forward looking statements

This report may contain certain "forward-looking statements". The words "expect", "anticipate", "estimate", "intend", "believe", "guidance", "propose", "goals", "targets", "aims", "outlook", "forecasts", "should", "could", "would", "may", "will", "predict", "plan" and other similar expressions are intended to identify forward-looking statements. Any indications of, and guidance on, future operating performance, earnings and financial position and performance are also forward-looking statements. Forward-looking statements in this report may include statements regarding the Company's future growth options, strategies and new products. Forward-looking statements, opinions and estimates provided in this presentation are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions.

Forward-looking statements, including projections, guidance on future operations, earnings and estimates (if any), are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. No representation is given that the assumptions upon which forward looking statements may be based are reasonable. This report may contain statements that are subject to risk factors associated with the Company's industry. These forward-looking statements may be affected by a range of variables which could cause actual results or trends to differ materially, including but not limited to earnings, capital expenditure, cash flow and capital structure risks and general business risks. No representation, warranty or assurance (express or implied) is given or made in relation to any forward-looking statement by any person (including the Company). In particular, but without limitation, no representation, warranty or assurance (express or implied) is given that the occurrence of the events expressed or implied in any forward looking statements in this report will actually occur. Actual operations, results, performance or achievement may vary materially from any projections and forward-looking statements and the assumptions on which those statements are based. Any forward-looking statements in this report speak only as of the date of this report.

Subject to any continuing obligations under applicable law, the Company disclaims any obligation or undertaking to provide any updates or revisions to any forward-looking statements in this report to reflect any change in expectations in relation to any forward-looking statements or any change in events, conditions or circumstances on which any such statement is based.

Disclaimer

References in this report may have been made to certain ASX announcements, including exploration results, Mineral Resources and Ore Reserves. For full details, refer said announcement on said date. The Company is not aware of any new information or data that materially affects this information. Other than as specified in this report and mentioned announcements, the Company confirms it is not aware of any new information or data that materially affects the information included in the original market announcement(s), and in the case of estimates of Mineral Resources and Ore Reserves, that all material assumptions and technical parameters underpinning the estimates in the relevant announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original announcement.

Consolidated financial statements

Consolidated statement of financial position

As at 30 June 2023

	Note	Jun 2023 $	Jun 2022 $
Assets			
Cash and cash equivalents		423,514	1,844,070
Restricted cash		74,304	74,304
Prepayments		72,323	80,496
Trade and other receivables		350,007	253,025
Total current assets		**920,148**	**2,251,895**
Financial assets at fair value through profit or loss	*7*	927,106	2,042,776
Exploration and evaluation assets	*8*	12,740,005	10,708,100
Property, plant and equipment	*9*	911,621	894,585
Right of use assets		87,255	31,445
Total non-current assets		**14,665,987**	**13,676,906**
Total assets		**15,586,135**	**15,928,801**
Liabilities			
Trade and other payables		(788,539)	(1,078,556)
Lease liabilities		(69,799)	(21,819)
Employee benefits		(147,862)	(227,801)
Total current liabilities		**(1,006,200)**	**(1,328,176)**
Lease liabilities		(26,245)	(16,561)
Employee benefits		(38,885)	-
Borrowings	*11*	(4,000,000)	(4,000,000)
Provisions	*12*	(698,552)	(698,552)
Total non-current liabilities		**(4,763,682)**	**(4,715,113)**
Total liabilities		**(5,769,882)**	**(6,043,289)**
Net assets		**9,816,253**	**9,885,512**
Equity			
Share capital	*14*	28,335,278	23,436,069
Reserves	*15*	3,516,773	3,393,493
Accumulated losses		(22,035,798)	(16,944,050)
Total equity		**9,816,253**	**9,885,512**

The accompanying notes are an integral part of these consolidated interim financial statements.

Consolidated financial statements

Consolidated statement of profit or loss and other comprehensive income

For the year ended 30 June 2023

	Note	Jun 2023 $	Jun 2022 $
Camp revenue		3,033,998	2,136,356
Net gain on disposal of non-current assets		-	3,620,629
Other income		26,160	51,897
Exploration and evaluation expenses		(5,022,784)	(5,552,061)
Administrative expenses		(1,682,617)	(1,863,946)
Share-based payments expenses	*17*	(123,281)	(646,339)
Changes in fair value of listed equity investments	*7*	(1,115,671)	(1,099,956)
Results from operating activities		**(4,884,195)**	**(3,353,420)**
Finance income		47,598	11,881
Finance expense		(255,151)	(255,184)
Net finance expense		**(207,553)**	**(243,303)**
Income tax benefit/(expense)	*6*	-	-
Loss for the period after income tax		**(5,091,748)**	**(3,596,723)**
Other comprehensive profit/(loss)			
Items that may be recalssified subsequently to profit or loss		-	-
Other comprehensive profit/(loss) for the period net of tax		**-**	**-**
Total comprehensive loss for the period		**(5,091,748)**	**(3,596,723)**

The accompanying notes are an integral part of these consolidated interim financial statements.

Consolidated financial statements

Consolidated statement of changes in equity

For the year ended 30 June 2023

	Share Capital $	Reserves $	Accumulated Losses $	Total Equity $
Balance 1 July 2021	19,361,365	2,348,680	(13,347,327)	8,362,718
Total comprehensive loss for the period				
Loss for the period	-	-	(3,596,723)	(3,596,723)
Total comprehensive loss for the period	**-**	**-**	**(3,596,723)**	**(3,596,723)**
Transactions with owners recorded directly in equity contributions by and distributions to owners				
Issue of shares, net of transaction costs	4,074,704	-	-	4,074,704
Share based payments	-	1,044,813	-	1,044,813
Total contributions by and distributions to owners	**4,074,704**	**1,044,813**	**-**	**5,119,517**
Balance as at 30 June 2022	**23,436,069**	**3,393,493**	**(16,944,050)**	**9,885,512**

	Share Capital $	Reserves $	Accumulated Losses $	Total Equity $
Balance 1 July 2022	23,436,069	3,393,493	(16,944,050)	9,885,512
Total comprehensive loss for the period				
Loss for the period	-	-	(5,091,748)	(5,091,748)
Total comprehensive loss for the period	**-**	**-**	**(5,091,748)**	**(5,091,748)**
Transactions with owners recorded directly in equity contributions by and distributions to owners				
Issue of shares, net of transaction costs	4,882,609	-	-	4,882,609
Share options exercised	16,600	-	-	16,600
Share based payments	-	123,280	-	123,280
Total contributions by and distributions to owners	**4,899,209**	**123,280**	**-**	**5,022,489**
Balance as at 30 June 2023	**28,335,278**	**3,516,773**	**(22,035,798)**	**9,816,253**

The accompanying notes are an integral part of these consolidated interim financial statements.

Notes to the consolidated financial statements

Consolidated statement of cash flows

For the year ended 30 June 2023

	Jun 2023 $	Jun 2022 $
Cash flows from operating activities		
Loss for the period	(5,091,748)	(3,596,723)
Adjustments for:		
Depreciation	159,934	133,068
Net finance costs	194,031	229,788
Changes in fair value of listed equity investments	1,115,670	(2,520,673)
Equity settled share based payment transactions	123,280	646,339
	(3,498,833)	**(5,108,201)**
Changes in:		
Prepayments	8,175	(4,205)
Trade and other receivables	(178,678)	269,456
Trade and other payables	(208,321)	(423,424)
Employee benefits and provisions	(41,054)	77,836
Net cash used in operating activities	**(3,918,711)**	**(5,188,538)**
Cash flows from investing activities		
Interest received	45,969	10,050
Payments for property, plant and equipment	(110,908)	(588,872)
Payments for capitalised exploration and evaluation expenditure	(2,031,905)	(5,373,642)
Net cash used in investing activities	**(2,096,844)**	**(5,952,464)**
Cash flows from financing activities		
Proceeds from the issue of shares, net of transaction costs	4,882,609	4,473,178
Proceeds from exercise of options	16,600	-
Payment of interest on borrowings	(240,000)	(240,000)
Payments for lease liabilities	(64,210)	(69,231)
Net cash provided by financing activities	**4,594,999**	**4,163,947**
Net increase/(decrease) in cash and cash equivalents	(1,420,556)	(6,977,054)
Cash and cash equivalents as at 1 July	1,844,070	8,821,124
Cash and cash equivalents as at 30 June	**423,514**	**1,844,070**

The accompanying notes are an integral part of these consolidated interim financial statements.

Notes to the consolidated financial statements

1. Reporting entity

Medallion Metals Limited (the **Company**) is a for profit public company limited by shares and incorporated in Australia. The Company's shares are traded on the Australian Stock Exchange under the code MM8.

The consolidated financial statements of the Company as at and for the period from 1 July 2022 to 30 June 2023 comprise the Company and its subsidiary (together referred to as the **Group** and individually as **Group Entities**).

The address of the Company's registered office is Suite 1, 11 Ventnor Avenue, West Perth, Western Australia. The nature of the operations and principal activities of the Group are described in the Directors' Report.

2. Basis of preparation

a) Statement of compliance

This financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards (**AASBs**) (including Australian Interpretations) adopted by the Australian Accounting Standards Board (**AASB**) and the Corporations Act 2001. The consolidated financial report of the Group complies with International Financial Reporting Standards (**IFRSs**) and interpretations adopted by the International Accounting Standards Board (**IASB**).

The financial statements were approved by the Board of Directors on 25 September 2023.

b) Basis of measurement

The consolidated financial statements have been prepared on an accruals basis under the historical cost convention.

c) Functional and presentation currency

These consolidated financial statements are presented in Australian dollars, which is the Company's functional currency.

d) Use of estimates and judgements

Set out below is information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year.

Share based payments

Determination of fair value

The Company measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value at the grant date is determined using the Black and Scholes option pricing model taking into account the terms and conditions upon which the instruments were granted and the assumptions. Refer to note 17 for further details regarding these assumptions.

Exploration & evaluation expenditure

The application of the Group's accounting policy for E&E 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 a decision to develop or mine a particular area. A key judgement initially is the likelihood or otherwise of establishing a JORC compliant resource. The determination of a JORC compliant resource is itself an estimation process that involves varying degrees of uncertainty depending on how the resources are classified (i.e., measured, indicated or inferred). The estimates directly impact when the Group capitalises E&E expenditure. The accounting policy requires management to make certain estimates and assumptions about future events and circumstances, particularly, whether an economically viable extraction operation can be established. Any such estimates and assumptions may change as new information becomes available. If, after expenditure is capitalised, information becomes available suggesting that the recovery of expenditure is unlikely, the relevant capitalised amount is written off to the statement of profit or loss and other comprehensive income in the period when the new information becomes available.

Site restoration obligations

Significant estimation is required in determining the provision for site restoration as there are many factors that may affect the timing and ultimate cost to rehabilitate sites where construction, mining and/or exploration activities have taken place. These factors include changes in the cost of goods and services required for restoration activities and changes to the legal and regulatory framework governing restoration obligations. These factors may result in future actual expenditure differing from amounts currently provided. Refer to note 12 for further information.

Classification of listed equity investments

As described in note 7, the Company holds 15,713,662 NickelSearch shares (**NIS Shares**), which represents 11.3% of the voting power of NickelSearch. Additionally, as Medallion holds more than 10% of the total NickelSearch shares on issue, the Company has exercised its right to appoint one nominee non-executive director to the NickelSearch board of directors.

The Company has assessed whether it has 'significant influence' over NickelSearch as defined in AASB 128. The Group does not consider that it has 'significant influence' over NickelSearch due to holding less than 20% of the voting power, the existence of other substantial shareholders and considering the composition of the NickelSearch Board, consisting of five directors. As a result, it has been determined that the investment in NickelSearch will not be accounted for as an 'associate' and the Company will not apply the equity method of accounting as 30 June 2022.

The Company has not elected to apply the option to designate the NIS Shares as being held at fair value through other comprehensive income' (**FVOCI**). Accordingly, the NIS Shares are held at 'fair value through profit or loss' (**FVPL**).

e) Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group 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. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Transactions and balances eliminated on consolidation

Intra-group balances, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

f) Segment reporting

The Group determines and presents operating segments based on the information that is provided to the board of directors, who are the Group's chief operating decision makers.

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the Board to make decisions about the allocation of resources to the segment and to assess its performance, and for which discrete financial information is available. Segment results that are reported to the Board include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise predominantly of administrative expenses. Segment capital expenditure is the total cost incurred during the period to acquire property, plant and equipment, and intangible assets other than goodwill.

g) Income taxes

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Notes to the consolidated financial statements

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously. A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

h) Goods and Services Tax (GST)

Revenue, expenses and assets are recognised net of the amount of goods and services tax and equivalent indirect taxes, except where the amount of tax incurred is not recoverable from the taxation authority. In these circumstances, the tax is recognised as part of the cost of acquisition of the asset or as part of the expense. Receivables and payables are stated with the amount of tax included. The net amount of tax recoverable from, or payable to, the taxation authority is included as a current asset or liability in the balance sheet. Cash flows are included in the statement of cash flows on a gross basis. The tax components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the taxation authority are classified as operating cash flows.

i) Financial instruments

The Group's financial instruments comprise cash and cash equivalents, restricted cash and trade and other receivables, trade and other payables and borrowings.

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument, and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Financial assets

Classification of financial assets

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

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

- amortised cost;
- fair value through profit or loss (**FVPL**);
- equity instruments at fair value through other comprehensive income (**FVOCI**); and
- debt instruments at fair value through other comprehensive income (**FVOCI**).

Notes to the consolidated financial statements

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Classifications are determined by both:

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

Subsequent measurement financial assets

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

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

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial.

Impairment of financial assets

AASB 9's impairment requirements use more forward looking information to recognise expected credit losses (the 'expected credit losses (**ECLs**) model'). Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under AASB 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

The Group considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk (Stage 1); and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low (Stage 2).

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month ECLs' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Financial liabilities

Classification and measurement of financial liabilities

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

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments).

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

Non-derivative financial instruments

The following summarises the accounting treatment of the Group's non-derivative financial instruments;

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank, cash on hand and short term deposits at call. Short term deposits have original maturities of 3 months or less that are readily convertible to known amounts of cash and are subject to insignificant risk of changes in fair value.

Restricted cash

Restricted cash comprises cash at bank and short term deposits that have been given as security. As the Group has given security over these balances they are not eligible for recognition as cash and cash equivalents.

Trade and other receivables

The Group makes use of a simplified approach in accounting for trade and other receivables and records the loss allowance at the amount equal to the expected lifetime credit losses. The Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix. The Group assess impairment of trade receivables on a collective basis as they possess credit risk characteristics based on the days past due.

Trade and other payables

Trade and other payables are carried at amortised cost. The amounts are unsecured and are typically settled in 30 to 60 days of recognition. Due to their short term nature, balances are generally not discounted.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Subsequent to initial measurement, borrowings are recorded at amortised cost using the effective interest rate method. Fees paid on the establishment of loan facilities, which are not an incremental cost relating to the actual drawdown of the facility, are amortised on a straight line basis over the term of the facility.

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

Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Dividends

Dividends are recognised as a liability in the period in which they are declared.

j) Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets (excluding deferred tax assets and inventories) are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. The recoverable amount of an asset or Cash Generating Unit (**CGU)** is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets, known as CGU's.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGU's are allocated to reduce the carrying amount of assets in the unit (group of units) on a pro rata basis. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

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k) Property, plant and equipment

Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised net within other income or other expenses in profit or loss. When re-valued assets are sold, the amounts included in the revaluation reserve are transferred to retained earnings.

Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Depreciation

Depreciation is charged to the statement of profit and loss and other comprehensive income on a straight line basis over the estimated useful lives of each asset. Land is not depreciated.

In the current and comparative periods, useful lives are as follows:

- Buildings: 25 - 40 years
- Motor vehicles: 8 years
- Plant & equipment: 4 - 20 years
- Office equipment: 3 - 7 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date.

l) Leases

The Group as a lessee

For any new contracts entered into on or after 1 January 2019, the Group considers whether a contract is, or contains a lease. A lease is defined as ‘a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration’.

To apply this definition the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group;
- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and
- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct ‘how and for what purpose’ the asset is used throughout the period of use.

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

The Group as a lessor

As a lessor, the Group classifies its leases as either operating or finance leases. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of the underlying asset and classified as an operating lease if it does not.

m) Employee benefits

Share based payments

The Group operates equity-settled share based payment employee option scheme. Refer to note 2 t) for further discussion.

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as a personnel expense in profit or loss when they are due.

Short term benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Long-term benefits

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and, where applicable, prior periods plus related on costs; that benefit is discounted to determine its present value and the fair value of any related assets is deducted. The discount rate is the yield at the reporting date on high quality corporate bonds that have maturity dates approximating the terms of the Group's obligations.

n) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Site restoration

Site restoration costs include the costs of dismantling and demolition of infrastructure or decommissioning, the removal of residual material and the remediation of disturbed areas specific to the site. Provisions are recognised at the time that the environmental disturbance occurs. The provision is the best estimate of the present value of the

Notes to the consolidated financial statements

future cash flows required to settle the restoration obligation at the reporting date, based on current legal requirements and technology. Future restoration costs are reviewed annually and any changes are reflected in the present value of the restoration provision at the end of the financial year.

The amount of the provision for future restoration costs is recognised as exploration and evaluation assets or expensed during the exploration phase according to the Company's policy for exploration and evaluation assets (refer note 2 r)). Upon the commencement of commercial production, future restoration costs are recognised as mine property assets.

Future restoration costs are depreciated on a unit-of-production basis over the economically recoverable reserves of the mine concerned, resulting in an amortisation charge proportional to the depletion of the economically recoverable mineral resources. Amortisation begins at the commencement of commercial production. The unwinding of the effect of discounting on the provision is recognised as a finance cost. Restoration expenditure is capitalised to the extent that it is probable that the future economic benefits associated with restoration expenditure will flow to the Group.

o) Revenue

Revenue is measured based on the consideration specified in the contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer. The Group's revenue is comprised of receipts from the provision of accommodation services at its Ravensthorpe Camp (**Camp Revenue**).

Camp Revenue is recognised over time as services are provided. Invoices raised following the completion of each calendar month. Consideration is based upon the standard nightly rate for accommodation services multiplied by customer's utilisation of the Camp during the month. Invoices are payable within 15 days of issue.

p) Finance income

The Group receives finance income in the form of interest income. Interest income is recognised on a time proportionate basis, taking into account the effective yield on the related financial asset.

q) Government grants

Grants that compensate the Group for expenses incurred are recognised in profit or loss as other income on a systematic basis in periods in which the expenses are recognised, unless the conditions for receiving the grant are met after the related expenses have been incurred. In this case, the grant is recognised when it becomes receivable.

Grants that relate to assets are initially recognised as deferred income at fair value if there is reasonable assurance they will be received and the Group can comply with the conditions of the grant. They are then recognised in profit or loss as other income on a systematic basis over the useful life of the asset.

r) Exploration and evaluation expenditure

Exploration and evaluation (**E&E**) expenditure includes:

- Tenure acquisition costs (including: consideration paid to acquire exploration, mining and/or other license's, stamp duty, professional fees attributable the acquisition and site restoration costs assumed or recognised);
- Drilling, sampling and analysing exploration data;
- Resource and reserve estimation;
- Technical and feasibility studies; and
- Employee remuneration associated with exploration and evaluation activities.

The Company applies the area of interest method when accounting for E&E expenditure. E&E expenditure is charged to profit or loss as incurred, unless the Group concludes that a future economic benefit is more likely than not to be realised, and the Company holds the legal right to explore the tenement.

In evaluating whether the expenditures meet the criteria to be capitalised, several different sources of information are used. The information that is used to determine the probability of future benefits depends on the extent of exploration and evaluation that has been performed.

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E&E expenditure incurred on areas of interest where a JORC-compliant resource has not yet been established is expensed as incurred until sufficient evaluation has occurred in order to establish a JORC-compliant resource.

Upon the establishment of a JORC-compliant Mineral Resource, and the Group considers it probable that economic benefits will be realised, the Group capitalises any further E&E expenditure that is directly associated with conducting E&E in relation to the particular area of interest.

E&E assets acquired in a business combination are initially recognised at fair value, including resources and exploration potential that is considered to represent value beyond proven and probable reserves. Similarly, the costs associated with acquiring an E&E asset (that does not represent a business) are also capitalised. E&E assets are subsequently measured at cost less accumulated impairment. Once JORC-compliant reserves are established and a decision to mine is sanctioned, E&E assets are tested for impairment and transferred to 'Mine properties'. No amortisation is charged during the E&E phase.

E&E assets are assessed for impairment if:

- sufficient data exists to determine technical feasibility and commercial viability; and
- facts and circumstances suggest the carrying amount exceeds the recoverable amount.

For the purposes of impairment testing, E&E assets are allocated to CGU's to which the exploration activity relates. The CGU shall not be larger than the area of interest.

In the event that an area of interest is abandoned, rights to explore or develop are lost, or the directors consider the E&E assets attributable to the area of interest to be of reduced value, the E&E assets are impaired in the period in which the assessment is made. Each area of interest is reviewed at each reporting period and accumulated costs are written off to the extent that they will not be recoverable in the future.

s) Earnings per share

The Group presents basic and diluted earnings per share (**EPS**) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

t) Share based payments

Employee benefits

The Group operates an equity-settled share based payment employee option scheme. The fair value of the equity to which employees become entitled is measured at grant date and recognised as an expense over the vesting period, with a corresponding increase to share based payments reserve. The fair value of options is ascertained using a recognised pricing model which incorporates all market vesting conditions. The fair value of options is measured using the Black-Scholes formula.

Measurement inputs include share price on measurement date, exercise price of the instrument, expected volatility (based on weighted average historic volatility adjusted for changes expected due to publicly available information), weighted average expected life of the instruments (based on historical experience and general option holder behaviour), expected dividends, and the risk-free interest rate (based on government bonds). Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value.

The cost of share based payment transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date). The cumulative expense recognised for share based payment transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the directors of the Company, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition. Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award.

Other share based payments

The Group has entered into equity-settled share based payment transactions with parties whom are not employees of the Company. The cost of equity-settled transactions with non-employees is measured by reference to the fair value of goods and services received unless this cannot be measured reliably, in which case the cost is measured by reference to the fair value of the equity instruments granted.

u) New accounting statements, amendments and interpretations

Adoption of new and revised accounting standards and interpretations

In the year ended 30 June 2023, the Directors have reviewed the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current reporting periods beginning on or after 1 July 2022. As a result of this review, the Directors have determined that there is no material impact of the Standards and Interpretations issued by the AASB and, therefore, no change is necessary to Company accounting policies.

New accounting standards and interpretations that are not yet mandatory

The Directors have reviewed the Standards and Interpretations issued and not yet adopted for the year ended 30 June 2023. As a result of this review, the Directors have determined that there is no material impact of the Standards and Interpretations in issue not yet adopted on the Company and, therefore, no change is necessary to Company accounting policies.

3. Financial risk management

This note presents information about the Group's exposure to credit, liquidity and market risks and objectives, policies and processes for measuring and managing financial risk and capital.

The Group does not use any form of derivatives as it is not at a level of exposure that requires the use of derivatives to hedge its exposure. Exposure limits are reviewed by management on a continual basis. The Group does not enter into or trade financial instruments, including derivatives, for speculative purposes.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Group through regular reviews of the risks.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's cash and cash equivalents, restricted cash and trade and other receivables.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and fixed deposits with maturities of less than 3 months. The Group limits its credit risk by holding cash and cash equivalents with reputable counterparties with acceptable credit ratings according to the Group's Treasury Policy.

Restricted cash

Restricted cash comprises cash balances used as security for the Company's transactional bank facilities and property leases. Cash balances used as security are held with reputable counterparties with acceptable credit ratings according to the Group's Treasury Policy.

Trade and other receivables

The Group's trade and other receivables are neither past due nor impaired.

Exposure to credit risk

The carrying amount of the Group's financial assets represent maximum exposure to credit risk, as follows:

Notes to the consolidated financial statements

	Jun 2023 $	Jun 2022 $
Total		
Cash and cash equivalents	423,514	1,844,070
Restricted cash	74,304	74,304
Trade and other receivables	350,007	253,025
Exposure to credit risk	**847,825**	**2,171,399**

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The Group manages liquidity risk by maintaining adequate cash reserves from funds raised by the Company in various capital raisings and continuously monitoring forecast and actual cash flows. The contractual maturities of the Group's financial liabilities, including estimated interest payments are as follows:

	Carrying amount $	Contractual cash flows $	Less than 1 year $	1 - 2 years $	2 - 5 years $	More than 5 years $
30 June 2023						
Trade and other payables	(788,539)	(788,539)	(788,539)	-	-	-
Lease liabilities	(96,044)	(111,989)	(83,322)	(28,667)	-	-
Borrowings	(4,000,000)	(6,160,000)	(240,000)	(480,000)	(1,440,000)	(4,000,000)
Balance as at 30 June	**(4,884,583)**	**(7,060,528)**	**(1,111,861)**	**(508,667)**	**(1,440,000)**	**(4,000,000)**
30 June 2022						
Trade and other payables	(1,078,556)	(1,078,556)	(1,078,556)	-	-	-
Lease liabilities	(38,380)	(48,468)	(28,073)	(20,395)	-	-
Borrowings	(4,000,000)	(6,160,000)	(240,000)	(480,000)	(1,440,000)	(4,000,000)
Balance as at 30 June	**(6,157,112)**	**(7,360,299)**	**(1,401,585)**	**(508,366)**	**(1,450,348)**	**(4,000,000)**

The contractual maturity of the Group's borrowings is dependent upon the occurrence of certain events of which the timing of which is uncertain. Accordingly, the maturity has been disclosed at more than 5 years and interest has been shown as contractual outflows in each period in the preceding table. Refer to note 11 for further information regarding the Group's borrowings.

Market risk

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

The Group is exposed to market risk in the form of fluctuations in interest rates and equity price risk in respect of listed investments (NIS Shares) held at fair value through profit or loss.

Interest rate risk

Interest rate risk is the risk that a financial instrument's value will fluctuate as a result of changes in the market interest rates on interest-bearing financial instruments. The Group is exposed to interest rate risk on cash and cash equivalents and restricted cash. The Group does not use derivatives to mitigate these exposures.

Cash and cash equivalents and restricted cash (together "cash") are held at variable and fixed interest rates. Cash in term deposits are held for fixed terms at fixed interest rates maturing in periods less than 3 months. The Group's other cash balances are held in deposit accounts at variable rates with no fixed term.

Notes to the consolidated financial statements

Interest rate risk – profile

At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was:

	Jun 2023 $	Jun 2022 $
Fixed rate instruments		
Financial assets	74,304	74,304
Financial liabilities	(4,000,000)	(4,000,000)
Net fixed rate instruments	**(3,925,696)**	**(3,925,696)**
Variable rate instruments		
Financial assets	423,514	1,844,070
Net variable rate instruments	**423,514**	**1,844,070**

Interest rate risk – fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Interest rate risk – sensitivity analysis for variable and short term fixed rate instruments

A change in interest rates of 25 basis points at the reporting date would have increased/(decreased) the Group's profit before tax by the amounts shown below. This analysis assumes that all other variables remain constant.

Sensitivity	25bp increase Jun 2023 $	25bp decrease Jun 2023 $	25bp increase Jun 2022 $	25bp decrease Jun 2022 $
Variable and short term fixed interest bearing instruments	3,020	(3,020)	13,517	(13,517)
Cash flow sensitivity (net)	**3,020**	**(3,020)**	**13,517**	**(13,517)**

Equity price risk

The Group's NIS Shares are listed on the Australian Stock Exchange (ASX). A 10% increase in the NickelSearch share price at the end of the reporting period would have decreased the Company's loss for the period by $92,710 (2022: $204,278). An equal change in the opposite direction would have increased the Company's loss for the period by $92,710 (2022: $204,278).

Fair value

Fair value hierarchy

To provide an indication about the reliability of the inputs used in determining fair value. The Group classifies its financial instruments into the three levels prescribed under accounting standards:

	Level 1	Level 2	Level 3	Total
30 June 2023				
Financial assets as FVPL - equity securities	927,106	-	-	927,106
Balance at the end of the period	**927,106**	**-**	**-**	**927,106**
30 June 2022				
Financial assets as FVPL - equity securities	2,042,776	-	-	2,042,776
Balance at the end of the period	**2,042,776**	**-**	**-**	**2,042,776**

Notes to the consolidated financial statements

There were no transfers between levels during the year. The Group's policy is to recognise transfers into and out of the fair value hierarchy levels at balance date.

The fair value of the financial assets and liabilities held by the Group must be estimated for recognition, measurement and/or disclosure purposes. The Group measures fair value by the following fair value measurement hierarchy levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within level 1 that are observable for the asset or the liability, either directly (as prices) or indirectly (derived from prices); and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Valuation techniques used to determine fair values

The Group did not have any financial instruments that are recognised in the financial statements where their carrying value differed from the fair value. The fair value of assets and liabilities are included at an amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The carrying value of amounts of cash and short term trade and other receivables, trade payables and other current liabilities approximate their fair value largely due to the short term maturities of these payments.

Financial assets at fair value through other comprehensive profit or loss – equity securities

The fair value of the equity holdings held in ASX listed companies are based on the quoted market prices from the ASX on the last trading day prior to the period end.

Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so as to maintain a capital base sufficient to allow future exploration and development of the Group's current projects and evaluation of potential acquisitions.

The Group has raised capital through the issue of equity and borrowings to fund its administration, exploration and evaluation activities. The Group may raise additional capital through the issue of new shares or debt finance to fund exploration, development and/or asset acquisition, should the Group require additional capital to carry out those activities.

There were no changes in the Group's approach to capital management during the year. The Group is not subject to externally imposed capital requirements.

4. Segments

Operating segments

The Group identifies its operating segments based on the internal reports that are reviewed and used by the Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources. The Board reviews internal management reports on strategic business units at regular board meetings.

The Group has one reportable segment, 'Project Operations', which is the Group's strategic business unit. No segment assets were impaired during the period (2022: nil).

Notes to the consolidated financial statements

Information about reportable segment profit/(loss)	Projects $	Total $
12 months ended 30 June 2023		
External revenue	3,060,158	3,060,158
Depreciation and amortisation	(63,755)	(63,755)
Reportable segment profit/(loss) before income tax	**(1,962,626)**	**(1,962,626)**
12 months ended 30 June 2022		
External revenue	2,188,253	2,188,253
Net gain on disposal of segment assets	3,620,629	3,620,629
Depreciation and amortisation	(44,665)	(44,665)
Reportable segment profit/(loss) before income tax	**256,821**	**256,821**

Reconciliation of reportable segment profit/(loss)	Jun 2023 $	Jun 2022 $
Total profit/(loss) for reportable segments	(1,962,626)	256,821
Unallocated amounts		
- Corporate income	47,598	11,881
- Corporate expenses	(3,176,720)	(3,865,424)
Consolidated profit/(loss) before tax	**(5,091,748)**	**(3,596,723)**

Information about reportable segment assets, liabilities and capital expenditure	Projects $	Total $
2023		
Reportable segment assets	13,946,961	13,946,961
Reportable segment liabilities	(1,279,825)	(1,279,825)
Reportable segment capital expenditure	2,133,662	2,133,662
2022		
Reportable segment assets	11,783,523	11,783,523
Reportable segment liabilities	(1,436,876)	(1,436,876)
Reportable segment capital expenditure	5,453,829	5,453,829

Reconciliation of reportable segment assets and liabilities	Jun 2023 $	Jun 2022 $
Total assets for reportable segments	13,946,961	11,783,523
Unallocated amounts		
- Corporate assets	1,639,174	4,145,278
Consolidated assets	**15,586,135**	**15,928,801**
Total liabilities for reportable segments	(1,279,825)	(1,436,876)
Unallocated amounts		
- Corporate liabilities	(4,490,057)	(4,606,413)
Consolidated liabilities	**(5,769,882)**	**(6,043,289)**

Notes to the consolidated financial statements

Geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of activities earning revenue. Segment assets are based on the geographical location of assets.

The Group conducts all its activities within Australia and accordingly has assessed its sole geographical segment to be Australia.

5. Employee benefit expenses

	Jun 2023 $	Jun 2022 $
Salaries, wages and other benefits accrued	57,043	81,642
Leave liabilities	129,704	146,159
Balance at the end of the period	**186,747**	**227,801**
Current	147,862	227,801
Non-current	38,885	-
Balance at the end of the period	**186,747**	**227,801**

6. Income tax

Current tax

	Jun 2023 $	Jun 2022 $
Income tax benefit/(expense)		
Current tax benefit/(expense)	-	-
Deferred tax benefit/(expense)	-	-
Income tax benefit/(expense)	**-**	**-**
Numerical reconciliation between tax benefit/(expense) and pre-tax accounting (loss)/profit		
Pre-tax accounting loss for the period	(5,091,747)	(3,596,723)
Income tax benefit at the Group's Australian tax rate of 30% (2021: 30%)	(1,527,524)	(1,079,017)
Non-assessable income	(4,486)	(15,569)
Non-deductible expenses	37,617	201,488
Current year temporary differences not recognised	-	(48,973)
Current year losses for which no deferred tax asset was recognised	1,494,393	942,071
Income tax benefit/(expense)	**-**	**-**

Notes to the consolidated financial statements

Deferred tax

	Jun 2023 $	Jun 2022 $
Liabilities		
Exploration and evaluation assets	(1,120,091)	(1,278,646)
Right of use sssets	(26,177)	(9,434)
Prepayments	(21,697)	-
Recognition of deferred tax assets	1,167,965	1,288,080
Deferred tax liability recognised	**-**	**-**
Assets		
Losses available to offset against future taxable income	5,777,277	4,389,852
Investments	664,688	329,987
Provision for rehabilitation	209,566	209,566
Lease liabilities	28,813	11,514
Share issue costs deductible over five years	274,025	333,924
Employee provisions	49,869	62,040
Accrued expenses	7,800	6,450
Recognition of deferred tax assets	(1,167,965)	(1,288,080)
Net deferred tax assets not recognised	**5,844,074**	**4,055,253**

Unused tax losses

Tax effect carry forward losses at the Group's Australian tax rate of 30% (2022: 30%):

	Jun 2023 $	Jun 2022 $
Unused tax losses		
Unused tax losses	19,257,592	14,632,841
Balance at the end of the period	**5,777,277**	**4,389,852**

7. Financial assets at fair value through profit or loss

	Jun 2023 $	Jun 2022 $
Opening balance	2,042,776	-
Listed equity instruments acquired	-	3,142,732
Changes in fair value of listed equity instruments recognised in profit or loss	(1,115,670)	(1,099,956)
Balance at the end of the period	**927,106**	**2,042,776**
Current	-	-
Non-current	927,106	2,042,776
Balance at the end of the period	**927,106**	**2,042,776**

The Company holds 15,713,662 NickelSearch Limited (**NickelSearch)** shares issued as consideration for the divestment of nickel rights over certain tenure and associated freehold land. NickelSearch shares are quoted on the ASX and had a closing value as at 30 June 2023 of $0.059 per share.

Notes to the consolidated financial statements

8. Exploration and evaluation assets

	Jun 2023 $	Jun 2022 $
Cost		
Opening balance	10,708,100	6,520,854
Additions	2,031,905	5,284,869
Disposals	-	(1,097,623)
Balance at the end of the period	**12,740,005**	**10,708,100**

9. Property, plant and equipment

30 June 2023	Land & buildings $	Plant & equipment $	Motor vehicles $	Office equipment $	Total $
Cost					
Opening balance	448,639	389,526	114,357	97,811	1,050,333
Additions	-	101,757	-	8,387	110,144
Disposals	-	(3,450)	-	(1,647)	(5,097)
Balance as at 30 June 2023	**448,639**	**487,833**	**114,357**	**104,551**	**1,155,380**
Depreciation					
Opening balance	(3,935)	(85,715)	(40,475)	(25,623)	(155,748)
Depreciation	(3,946)	(45,977)	(14,295)	(24,819)	(89,037)
Disposals	-	462	-	564	1,026
Balance as at 30 June 2023	**(7,881)**	**(131,230)**	**(54,770)**	**(49,878)**	**(243,759)**
Carrying amount					
Opening balance	444,704	303,811	73,882	72,188	894,585
Balance as at 30 June 2023	**440,758**	**356,603**	**59,587**	**54,673**	**911,621**

30 June 2022	Land & buildings $	Plant & equipment $	Motor vehicles $	Office equipment $	Total $
Cost					
Opening balance	537,411	271,365	63,558	37,766	910,100
Additions	-	118,161	50,799	60,045	229,005
Disposals	(88,772)	-	-	-	(88,772)
Balance as at 30 June 2022	**448,639**	**389,526**	**114,357**	**97,811**	**1,050,333**
Depreciation					
Opening balance	-	(56,840)	(28,620)	(8,586)	(94,046)
Depreciation	(3,935)	(28,875)	(11,855)	(17,037)	(61,702)
Balance as at 30 June 2022	**(3,935)**	**(85,715)**	**(40,475)**	**(25,623)**	**(155,748)**
Carrying amount					
Opening balance	537,411	214,525	34,938	29,180	816,054
Balance as at 30 June 2022	**444,704**	**303,811**	**73,882**	**72,188**	**894,585**

Notes to the consolidated financial statements

10. Employee benefits

	Jun 2023 $	Jun 2022 $
Salaries, wages and other benefits accrued	57,043	81,642
Leave liabilities	129,703	146,159
Balance at the end of the period	**186,747**	**227,801**
Current	147,862	227,801
Non-current	38,885	-
Balance at the end of the period	**186,747**	**227,801**

11. Borrowings

	Jun 2023 $	Jun 2022 $
Unsecured borrowings	4,000,000	4,000,000
Balance at the end of the period	**4,000,000**	**4,000,000**
Non-current	4,000,000	4,000,000
Balance at the end of the period	**4,000,000**	**4,000,000**

The Company's borrowings are represented by an unsecured shareholder loan. The key terms of the loan are set out below:

- the loan may be secured by charge over the Company's projects located in Ravensthorpe, Western Australia (**Projects**) (no security has been perfected to date);
- any security perfected shall be subordinated (as required) to any new debt financing obtained by the Company;
- the loan is repayable upon the receipt of the proceeds following the sale of all, or part of the Projects, a change of control of the Group and no later than 120 days after a decision is made by the Company to commence development of the Projects; and
- interest accrues at 6% p.a., payable in arrears at the end of each calendar quarter.

The Company has assessed it has complied with the terms and conditions of the loan during the period. Subsequent to the end of the period, there has been a reduction in the principal repayable to $2,916,410 as a result of a loan conversion in an equity raising. Refer note 21 for further information.

12. Provisions for site restoration

	Jun 2023 $	Jun 2022 $
Balance at beginning of the period	698,552	2,362,844
Provisions made during the period	-	-
Provisions reversed during the period	-	(1,664,292)
Balance at end of the period	**698,552**	**698,552**
Current	-	-
Non-current	698,552	698,552
Balance at the end of the period	**698,552**	**698,552**

Notes to the consolidated financial statements

The Company's provisions represent provisions for site restoration costs. The provision includes estimates of costs associated with reclamation, rehabilitation and other costs associated with the restoration of sites where the Company's projects are located.

13. Commitments

In order to maintain current rights of tenure to exploration and mining tenements, the Company is required to meet annual minimum expenditure requirements as specified by the Western Australian state government. The Company must report expenditure for each tenement annually, at which point it is determined if the Company has met the minimum expenditure requirements for the tenement, failure to meet the minimum expenditure requirement may result in the loss of tenure.

Annual reporting falling due within 12 months after balance date contain minimum expenditure requirements of approximately $460,000. The Company has incurred varying levels of expenditure against those commitments as at balance date and is therefore not committed to expending the full amount to meet the minimum expenditure requirement.

The Company has received Ministerial approval for combined reporting status for its tenements at Ravensthorpe. Approval for combined reporting establishes a group for the purpose of applying for expenditure exemptions under sections 102(2)(h) of the Mining Act.

14. Share capital

The Company's share capital comprises fully paid ordinary shares. The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares are fully paid and rank equally with regard to the Company's residual assets.
The number of ordinary shares on issue and amounts paid up, net of transactions costs, are as presented below.

Ordinary share capital	Jun 2023 shares	Jun 2022 shares	Jun 2023 $	Jun 2022 $
On issue at the beginning of the period	195,680,115	170,522,545	23,436,069	19,361,365
Exercise of incentive options[1]	2,339,050	88,000	16,600	-
Issued for cash, net of costs[2]	32,613,353	25,069,570	4,882,608	4,074,704
On issue at the end of the period, net of costs	**230,632,518**	**195,680,115**	**28,335,277**	**23,436,069**

[1] Exercise of options

Ordinary shares issued to directors and employees of the Company upon the exercise of incentive options (refer note 17 for further information).

[2] Pro-rata non-renounceable entitlement issue

In August 2022, the Company completed a fully underwritten pro-rata non-renounceable entitlement issue raising approximately $5.2 million before costs through the issue of 32,613,353 ordinary shares at 16 cents per share on an entitlement basis of 1 share for every 6 shares held.

Subsequent to the end of the period, the Company has completed a $5 million capital raising resulting in the issue of 76,895,734 new shares. Refer note 21 for further information.

15. Reserves

Share-based payments reserve

The share-based payments reserve includes the cumulative share-based payments expense recognised in respect of share options granted. Refer to note 17 for further information regarding share-based payments.

Option premium reserve

The Company has recognised an option premium reserve of $4,000 in respect of the subscription price paid in relation to unlisted options issued March 2021.

Notes to the consolidated financial statements

16. Loss per share

Basic loss per share attributable to ordinary shareholders

The basic loss per share for the period is $0.02 (2022 loss per share: $0.02). The calculation of loss per share at 30 June 2023 was based on the consolidated loss attributable to ordinary shareholders of $5,091,747 (2022 loss: $3,596,723) and a weighted average number of ordinary shares outstanding of 224,764,727 (2022: 184,944,521) calculated as follows:

	Jun 2023 $	Jun 2022 $
Loss for the period	(5,091,747)	(3,596,723)
Loss attributable to ordinary shareholders	**(5,091,747)**	**(3,596,723)**

Basic weighted average number of ordinary shares

Weighted average effects	Jun 2023 shares	Jun 2022 shares
Opening balance	195,680,115	170,522,545
Effect of shares issued	29,084,612	14,421,976
Weighted average number of ordinary shares at the end of the period	**224,764,727**	**184,944,521**

Diluted loss per share

The Company does not have any potential ordinary shares whose conversion to ordinary shares would have a dilutive effect on basic loss per share and as such, diluted loss per share is equal to basic loss per share. Potential ordinary shares of the Company consist of 12,534,300 unlisted options.

In accordance with AASB 133 'Earnings per Share' these options have been excluded from the calculation of diluted loss per share due to the antidilutive effect.

17. Share based payments

Share based payments recognised during the period

Share based payments	*Note*	Jun 2023 $	Jun 2022 $
Recognised in profit or loss	*19 a)*	123,281	646,339
Balance at the end of the period		**123,281**	**1,044,813**

19 a) Incentive Options Plan

The Company has an established an Incentive Options Plan (**IOP**) under which directors, employees and certain other eligible participants may be offered options to acquire shares in the Company (**IOP Options**), subject to the terms of the IOP and any additional terms and conditions as the Company determines. The objective of the plan is to assist in the recruitment, reward, retention and motivation of eligible persons in the Group.

The vesting of all options is subject to service conditions being met whereby the recipient must meet the eligible participant criteria as defined in the IOP, unless determined otherwise by the Board.

The following table illustrates the number and weighted average exercise prices (**WAEP**) of, and movements in, IOP Options during the period:

Notes to the consolidated financial statements

	Jun 2023		Jun 2022	
	options	WAEP ($)	options	WAEP ($)
Opening balance	5,666,100	0.01	4,220,000	0.01
Options granted during the period	8,761,000	0.00	1,622,100	-
Options exercised during the period	(2,339,050)	0.01	(88,000)	-
Options lapsed during the period	(3,711,250)	0.00	(88,000)	-
Options outstanding at the end of the year	**8,376,800**	**0.00**	**5,666,100**	**0.01**
Options exercisable at the end of the year	**2,877,050**	**0.01**	**2,789,050**	**0.01**

The outstanding balance of IOP Options as at 30 June 2023 is represented by:

Number of options	Grant date	Vesting	Expiring	Strike price per option ($)	Contractual life (years)	Fair value per option ($)
Key Management Personnel						
1,710,000	16-Oct-20	Performance conditions[1]	15-Oct-25	0.01	5.0	0.24
450,000	16-Oct-20	Vested[2]	15-Oct-25	0.01	5.0	0.24
4,250,000	29-Nov-22	Performance conditions[4]	26-Nov-27	-	5.0	0.15
Employees						
75,000	16-Oct-20	Performance conditions[1]	15-Oct-25	0.01	5.0	0.24
291,800	21-Oct-21	Performance conditions[3]	20-Oct-26	-	5.0	0.22
71,500	16-Mar-22	Performance conditions[3]	15-Mar-27	-	5.0	0.25
1,528,500	16-Dec-22	Performance conditions[4]	26-Nov-27	-	4.9	0.15

[1]Performance conditions:

- 50% vesting upon achieving a 20 trading day Volume Weighted Average Price (**VWAP**) of $0.40 per share; and
- 50% vesting upon achieving a 20 trading day VWAP of $0.50 per share.

[2]Vested options:

- vested on 14 June 2022 upon the satisfaction of their vesting criteria following the declaration of JORC Resources in excess of 1 million ounces of gold at RGP ounces of gold at RGP.

[3]Performance conditions:

- vesting upon completion of two years of continuous service from grant date.

[4]Performance conditions:

- One third vesting upon the declaration of JORC Resources in excess of 2 million gold equivalent ounces at RGP;
- One third vesting upon the declaration of JORC Reserves in excess of 1 million gold equivalent ounces at RGP; and
- One third vesting upon reaching a final investment decision regarding the development of a mine at RGP.

Fair value of IOP Options granted during the period

The grant date fair value of the IOP Options granted to employees during the period was measured using the Black-Scholes formula.

The inputs used to determine the fair value of options granted during the period were:

Period ended 30 June 2023	KMP grant 29-Nov-22	Employee grant 16-Dec-22
Fair value at grant date	$0.15	$0.15
Expected dividends	0%	0%
Contractual life (years)	5.0	4.9
Market value of underlying shares	$0.15	$0.15
Option exercise price	$0.00	$0.00
Expected volatility of the underlying shares	90.00%	90.00%
Risk free rate applied	3.14%	3.14%

18. Related parties

Key Management Personnel compensation

	Jun 2023 $	Jun 2022 $
Short-term employee benefits	671,730	677,096
Post-employment benefits	70,531	67,709
Share based payments	89,450	390,353
Key management personnel compensation	**831,711**	**1,135,158**

Individual directors and executives compensation disclosures
Information regarding individual directors and executives' compensation and some equity instruments disclosures as required by Corporations Regulations 2M.3.03 are provided in the Remuneration Report as presented in the Directors' Report at section 23.

Other Key Management Personnel transactions
Other than Key Management Personnel compensation presented in the preceding table, the Company had no transactions or balances with related parties (2022: nil).

19. Auditors remuneration

	Jun 2023 $	Jun 2022 $
Audit and review services	45,369	39,700
Other services:		
- Other assurance services	2,575	-
- Income tax return services	18,001	5,150
- Other taxation services	15,510	-
- Remuneration services	17,215	-
Balance at end of the period	**98,671**	**44,850**

Notes to the consolidated financial statements

20. Parent entity information

	June 2023 $	June 2022 $
Result		
Loss for the period	(5,091,747)	(3,596,723)
Other comprehensive income	-	-
Total comprehensive loss	(5,091,747)	(3,596,723)
Financial position		
Current assets	920,048	2,251,795
Total assets	15,586,134	15,928,801
Current liabilities	(1,006,200)	(1,328,176)
Total liabilities	(5,769,882)	(6,043,289)
Net assets	**9,816,252**	**9,885,512**
Equity		
Share capital	28,335,278	23,436,069
Reserves	3,516,773	3,393,493
Accumulated losses	(22,035,797)	(16,944,050)
Total equity	**9,816,254**	**9,885,512**

21. Subsequent events

Placement and non-renounceable pro-rata entitlement issue

In July 2023, the Company announced a $5 million capital raising (**Offer**), comprised of a $2 million placement (**Placement**) and a $3 million fully underwritten pro-rata non-renounceable entitlement issue (**Rights Issue**). The Placement and Rights Issue was priced at 6.5 cents with the Rights Issue component conducted on the basis of one share for every five shares held at the record date, being 18 July 2023. The Offer closed over July and August 2023, raising the full $5 million sought (before costs) and resulted in the issue of 76,895,734 new shares.

Conversion of borrowings in the Offer

Medallion's major shareholder participated in the Offer by way of conversion of loan principal, reducing the principal outstanding from $4,000,000 to $2,916,410. The loan remains unsecured and is not repayable unless there is a change of control event or until a development decision is made at RGP.

There have been no other events subsequent to balance date which would have a material effect on the Group's consolidated financial statements.

Directors' declaration

In accordance with a resolution of the Directors of Medallion Metals Limited, I declare that:

1. In the opinion of the Directors:

   a) The consolidated financial statements and notes of Medallion Metals Limited for the year ended 30 June 2023 are in accordance with the Corporations Act 2001, including:

      i. giving a true and fair view of the consolidated financial position as at 30 June 2023 and of its performance for the year ended on that date; and

      ii. complying with Accounting Standards (including the Australian Accounting Interpretations), the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

   b) the consolidated financial statements and notes also comply with International Financial Reporting Standards as disclosed in note 2 (a).

2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

3. This declaration has been made after receiving the declarations required to be made by the Directors in accordance with section 295A of the Corporations Act 2001 for the financial year ended 30 June 2023.

On behalf of the Board:

Paul Bennett
Managing Director

Dated at Perth, this 25th day of September 2023

Independent auditor's report

Tel: +61 8 6382 4600
Fax: +61 8 6382 4601
www.bdo.com.au

Level 9, Mia Yellagonga Tower 2
5 Spring Street
Perth WA 6000
PO Box 700 West Perth WA 6872
Australia

INDEPENDENT AUDITOR'S REPORT

To the members of Medallion Metals Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Medallion Metals Limited (the Company) and its subsidiary (the Group), which comprises the consolidated statement of financial position as at 30 June 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies and the directors' declaration.

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

(i) Giving a true and fair view of the Group's financial position as at 30 June 2023 and of its financial performance for the year ended on that date; and

(ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

Carrying value of exploration and evaluation asset

Key audit matter	*How the matter was addressed in our audit*
As disclosed in Note 8 to the financial report, the carrying value of capitalised exploration and evaluation expenditure represents a significant asset of the Group at 30 June 2023. In accordance with AASB 6 Exploration for and Evaluation of Mineral Resources (AASB 6), the recoverability of exploration and evaluation expenditure requires significant judgment by management in determining whether there are any facts or circumstances that exist to suggest that the carrying amount of this asset may exceed its recoverable amount. As a result, this is considered a key audit matter.	Our procedures included, but were not limited to: • Obtaining a schedule of the areas of interest held by the Group and assessing whether the rights to tenure of those areas of interest remained current at balance date; • Considering the status of the ongoing exploration programmes in the respective areas of interest by holding discussions with management, and reviewing the Group’s exploration budgets, ASX announcements and directors’ minutes; • Considering whether any such areas of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed; • Considering whether any facts or circumstances existed to suggest impairment testing was required; and • Assessing the adequacy of the related disclosures in Note 2(d) and Note 8 to the Financial Report.

Independent auditor's report

Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2023, but does not include the financial report and the auditor's report thereon.

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

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

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

Responsibilities of the directors for the Financial Report

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

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

Auditor's responsibilities for the audit of the Financial Report

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

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.

Independent auditor's report

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 18 to 24 of the directors' report for the year ended 30 June 2023.

In our opinion, the Remuneration Report of Medallion Metals Limited, for the year ended 30 June 2023, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit (WA) Pty Ltd

Glyn O'Brien

Director

Perth

25 September 2023

Auditor’s independence declaration

Tel: +61 8 6382 4600
Fax: +61 8 6382 4601
www.bdo.com.au

Level 9, Mia Yellagonga Tower 2
5 Spring Street
Perth, WA 6000
PO Box 700 West Perth WA 6872
Australia

DECLARATION OF INDEPENDENCE BY GLYN O'BRIEN TO THE DIRECTORS OF MEDALLION METALS LIMITED

As lead auditor of Medallion Metals Limited for the year ended 30 June 2023, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of 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.

This declaration is in respect of Medallion Metals Limited and the entities it controlled during the period.

Glyn O’Brien

Director

BDO Audit (WA) Pty Ltd

Perth

25 September 2023

ASX additional information

AS AT 18 SEPTEMBER 2023

Securities on issue
Medallion Metals Limited shares and are listed on the Australian Stock Exchange (**ASX**) and quoted under the ASX code MM8. The Company has issued 19,534,300 options on issue which are not quoted on the ASX (**Unlisted Options**).

20 largest shareholders

Position	Holder Name	Holding	%
1	BOLONG (AUSTRALIA) INVESTMENT MANAGEMENT PTY LTD	66,670,618	21.68%
2	FAN RONG MINERALS CONSULTING PTY LTD <FAN RONG FAMILY A/C>	27,535,000	8.95%
3	MINMETALS PTY LTD <THE MINING A/C>	22,341,554	7.26%
4	LANGYU INTERNATIONAL HOLDINGS LTD	20,953,952	6.81%
5	AURORA PROSPECTS PTY LTD <AURORA FAMILY A/C>	20,100,000	6.54%
6	SHC SMART INVESTMENT PTY LTD	9,800,000	3.19%
7	MRS YAN WANG <AUST WEST COAST TRAVEL A/C>	7,000,000	2.28%
8	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	6,004,272	1.95%
9	YARRAANDOO PTY LTD <YARRAANDOO SUPER FUND A/C>	5,561,500	1.81%
10	EQUITY TRUSTEES LIMITED <LOWELL RESOURCES FUND A/C>	5,258,875	1.71%
11	MR PAUL WILLIAM BENNETT & MR STUART HAMILTON BENNETT <SCP BENNETT INVESTMENT A/C>	5,250,554	1.71%
12	JJ METAL RESOURCES PTY LTD <JJ METAL RESOURCES FAM A/C>	4,190,789	1.36%
13	NUB HOLDINGS PTY LTD <NUB OPERATING A/C>	3,817,110	1.24%
14	WESTPARK OPERATIONS PTY LTD <WESTPARK OPERATIONS UNIT A/C>	2,900,000	0.94%
15	CX SUPER PTY LTD <CX SUPER FUND A/C>	2,800,001	0.91%
16	RUBI HOLDINGS PTY LTD <JOHN RUBINO SUPER FUND A/C>	2,127,273	0.69%
17	PIPO INVESTMENT PTY LTD <PIPO INVESTMENT UNIT A/C>	2,125,000	0.69%
18	JETOSEA PTY LTD	1,923,076	0.63%
19	BUTTERFLY TRADING PTY LTD	1,729,167	0.56%
20	NORFOLK BLUE PTY LTD <NORFOLK BLUE A/C>	1,720,001	0.56%
	Total Top 20 Shareholders	**219,808,742**	**71.48%**

Distribution of shareholders

Range	Holders	Total Units	% Units
1 - 1,000	15	3,762	0.00%
1,001 - 5,000	111	346,643	0.11%
5,001 - 10,000	99	803,917	0.26%
10,001 - 100,000	446	17,886,698	5.82%
above 100,001	237	288,487,232	93.81%
Totals	**908**	**307,528,252**	**100.00%**

Unmarketable parcels
The number of shareholders holding less than a Marketable Parcel is 160.

Substantial shareholder notices lodged with the Company
The names of substantial shareholders as disclosed in substantial shareholding notices given to the Company are:

ASX additional information

Holder Name	Holding	%
BOLONG (AUSTRALIA) INVESTMENT MANAGEMENT PTY LTD	66,670,618	21.68%
FAN RONG MINERALS CONSULTING PTY LTD <FAN RONG FAMILY A/C>	27,535,000	8.95%
MINMETALS PTY LTD <THE MINING A/C>	22,341,554	7.26%
LANGYU INTERNATIONAL HOLDINGS LTD	20,953,952	6.81%
AURORA PROSPECTS PTY LTD <AURORA FAMILY A/C>	20,100,000	6.54%

Distribution of Unlisted Options

Range	Holders	Total Units	% Units
1 - 1,000	-	-	-
1,001 - 5,000	-	-	-
5,001 - 10,000	-	-	-
10,001 - 100,000	2	146,500	0.75%
above 100,001	13	19,387,800	99.25%
Totals	**15**	**19,534,300**	**100.00%**

On market buy back
The Company has not initiated an on-market buy back of any of its securities.

Voting rights
Ordinary shares
On a show of hands every shareholder present in person or by proxy shall have one vote and upon a poll, each share shall have one vote.
Options
Optionholders have no voting rights.

Use of cash and assets
In accordance with listing rule 4.10.19, the Company confirms that it has used cash and assets in a form readily convertible to cash in a way consistent with its business objectives during the period from its admission to the Official List of the ASX to the financial year ended 30 June 2023.

ASX additional information

Mineral tenements

Tenement	Location	Nature of Interest	Interest
E74/0311	Western Australia	Granted	100%
E74/0379	Western Australia	All mineral rights other than Li/Ta	100%
E74/0399	Western Australia	All mineral rights other than Li/Ta	100%
E74/0406	Western Australia	All mineral rights other than Li/Ta	100%
E74/0486	Western Australia	Granted	100%
E74/0560	Western Australia	Granted	100%
E74/0602	Western Australia	All mineral rights other than Ni, Co & PGEs	100%
E74/0638	Western Australia	All mineral rights other than Ni, Co & PGEs	100%
E74/0639	Western Australia	Granted	100%
E74/0653	Western Australia	Granted	100%
E74/0683	Western Australia	All mineral rights other than Ni, Co & PGEs	100%
L74/0034	Western Australia	Granted	100%
L74/0058	Western Australia	Granted	100%
M74/0041	Western Australia	Granted	100%
M74/0051	Western Australia	Granted	100%
M74/0053	Western Australia	Granted	100%
M74/0083	Western Australia	All mineral rights other than Ni, Co & PGEs	100%
M74/0135	Western Australia	Granted	100%
M74/0136	Western Australia	Granted	100%
M74/0163	Western Australia	Granted	100%
M74/0165	Western Australia	Granted	100%
M74/0180	Western Australia	Granted	100%
M74/0184	Western Australia	Granted	100%
E74/0636	Western Australia	Granted	80%
E74/0413	Western Australia	Granted	100%
E74/0462	Western Australia	Granted	100%
E74/0557	Western Australia	Granted	100%
E74/0578	Western Australia	Granted	100%
E74/0656	Western Australia	Granted	100%
E74/0630	Western Australia	Granted	100%
E74/0631	Western Australia	Granted	100%
E74/0637	Western Australia	Granted	100%
E74/0642	Western Australia	Granted	100%
E74/0643	Western Australia	Granted	100%
E74/0644	Western Australia	Granted	100%
E74/0665	Western Australia	Granted	100%
E74/0671	Western Australia	Granted	100%
E74/0740	Western Australia	Application	100%
L74/0035	Western Australia	Granted	100%
L74/0045	Western Australia	Granted	100%
M74/0176	Western Australia	Granted	100%
P74/0385	Western Australia	Granted	100%
P74/0386	Western Australia	Granted	100%

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