ADELONG GOLD LIMITED
AND CONTROLLED ENTITIES

ABN: 15 120 973 775

Financial Report For The Year Ended
30 June 2024

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ADELONG GOLD LIMITED AND CONTROLLED ENTITIES
ABN: 15 120 973 775
DIRECTORS' REPORT

Review of Operations

During the 2023/2024 Financial Year, the Company continued to advance the Adelong Gold Project in southern NSW. In addition, the Company expanded its scope of operations during the year through the addition of two projects in Brazil: the Santa Rita do Aracui Project in the state of Minas Gerais and the Paraiba Project in the state of Paraiba.

There were also significant developments for the Company in terms of board composition and non-core assets over the course of the year that are described below.

Adelong Gold Project

The significant developments at the Adelong Gold Project during the year included:

- Delivery of maiden Inferred Resource for Perkins West at Gibraltar
- Completion of a successful soil and dump sampling program to the north of Currajong

Maiden Inferred Resource for Perkins West at Gibraltar

Following the completion of drilling at Gibraltar in March 2023, a maiden Inferred Resource estimate was completed by Snowden Optiro (ASX Release: 16 October 2023). This estimate consisted of 270,000 tonnes at 2.1 g/t gold for a resource of 18,300 ounces of contained gold. Importantly, it is considered that there is significant potential to grow and extend this maiden resource both along strike and down dip. The inclusion of the Perkins West resource has expanded the Company's total resource inventory for the Adelong Gold Project to 188,000 ounces of contained gold.

Soil and Dump Sampling Program at Currajong North

A program of soil and dump sampling to the north of the Currajong deposit was undertaken during the year with the results reported in March 2024 (ASX Release: 14 March 2024). The soil sampling consisted of 191 samples taken on 10 lines over a strike length of ~1,000 metres. There were a significant number of anomalous results with five samples returning in excess of 1 g/t gold and a peak result of 1.75 g/t gold. The spatial distribution of the sample results supported the potential for multiple lines of mineralisation striking NNW akin to the adjacent deposits in the immediate area (Challenger, Currajong and Caledonian).

The dump sampling consisted of a further 17 samples taken from a similar area to the program above. The results were encouraging with a peak result of 4.85 g/t gold returned. These dumps derive from historic mining activities at Adelong and have not been included in the Scoping Study previously completed. They present an upside opportunity given some of the grades returned and their proximity to the processing plant at Adelong.

Brazil Projects

The Company expanded its scope of operations during the year through the acquisition of tenement packages in two key areas of Brazil. Details and progress to date are outlined below:

Santa Rita do Aracui Project

This project was initially acquired in September 2023 (ASX Release: 22 September 2023) and consists of three tenements covering a total of 53 km2. The tenements are located in the "Lithium Valley" in the state of Minas Gerais. The region hosts a number of major lithium discoveries including Grota do Cirio (Sigma Lithium), Salinas (Latin Resources) and Itinga (Lithium Ionic). Minas Gerais is considered a Tier 1 mining jurisdiction with exceptional access to mining services and infrastructure.

An initial reconnaissance program was completed on the project (ASX Release: 27 February 2024). This program consisted of an initial mapping exercise aimed at identifying indicators of lithium mineralisation. Importantly, the fieldwork was successful in identifying the highly prospective Salinas Formation which hosts lithium-rich pegmatites elsewhere in the region. Two areas of particular interest were identified based upon structural setting and observed lithology/mineralogy. A follow-up program of detailed mapping and stream sediment sampling has been planned.

Paraiba Project

The Paraiba Project consists of ten exploration tenements in the state of Paraiba comprising a total area of 163 km2 (ASX Release: 23 November 2023). The tenement package is located within the Borborema Region consisting of Proterozoic rocks that form part of the Brasiliano Fold Belt. This geology is known to host plutonic intrusions with associated lithium pegmatites as well as being prospective for REE and niobium mineralisation. The tenements were initially applied for as applications and subsequently granted in March 2024 (ASX Release: 4 March 2024).

An initial reconnaissance program was completed consisting of a preliminary mapping campaign and isolated rock chip sampling (ASX Release: 23 May 2024). The program was successful in identifying previously unknown pegmatite occurrences and indications of anomalous results within the rock chip sampling. A more detailed follow-up program of detailed mapping and stream sediment/rock chip sampling was designed and commenced in June 2024 (ASX Release: 11 June 2024).

Exploration/Development Plans

- New exploration consultant/manager to be appointed to implement exploration program at Adelong.
- Follow-up soil sampling program to the north of Currajong deposit. Leveraging the previous program, this is aimed at identifying shallow extensions of mineralisation which may be exploitable for future open-pit mining.
- Upgrade the economic evaluation of the Adelong Gold Project to the status of a bankable feasibility study (BFS). This will include a targeted drilling program (including diamond drilling) aimed at upgrading and extending the resources and providing some of the key project parameters for the BFS (geotechnical, metallurgical).
- Engage with local council and NSW regulators to identify the approvals/permitting pathway for development of the Adelong Gold Project.
- Complete the follow-up program at the Paraiba Project and use the results obtained to date to plan for more detailed programs for both projects.

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Corporate

There were a number of changes to the board composition during the year:

- November 2023: Peter Mitchell retired as Managing Director (ASX Announcement: 14 November 2023)
- February 2024: Ian Holland was appointed as the new Managing Director (ASX Announcement: 20 February 2024)
- February 2024: John Chegwidden retired as Non-Executive Director (ASX Announcement: 28 February 2024)
- June 2024: Ian Hastings retired as Non-Executive Chairman and was appointed as Non-Executive Director; Mena Habib was appointed as the new Non-Executive Chairman (ASX Announcement: 24 June 2024)

The Company announced a transaction during the year to settle the loan outstanding owed by Cosmo Gold Limited to the Company in exchange for shares and options in Sarama Resources Limited (ASX:SRR) which will subsequently acquire a majority interest in Cosmo Gold's tenements (ASX Release: 17 June 2024). Upon completion, the Company will receive 25M shares in SRR with a market value of ~$550,000 at time of announcement.

The Company has a philosophy of efficient employing capital and minimizing shareholder dilution where possible. With this in mind, the Board decided to seek to sell a non-core property at Adelong. Consisting of a house and associated land, the local real estate agent (Ray White Tumut) has provided a valuation of $530,000 - $550,000 on the property (ASX Release: 19 June 2024). The property is now listed for sale with the agent.

The Company has continued to assess projects which it believes might complement the existing portfolio both in gold and other commodities and within Australia and overseas. The Company believes that the Adelong Gold project represents a valuable future development opportunity and that scope exists for additional activity until Adelong commences production.

The Directors of Adelong Gold Limited submit herewith the financial report of Adelong Gold Limited and its subsidiaries ("the Group") for the year ended 30 June 2024.

General Information

Directors

The names and details of the Group's Directors in office during the financial year and until the date of this report are as follows:

Mena Habib
Chairman
Non-Executive Director
Appointed 3 July 2023

Mr Habib has extensive experience in sales and marketing and is Managing Director of Power Minerals Limited and is a non-executive Director of Equinox Resources Limited. He has been a central figure in the acquisition by Power Minerals of Ultra Lithium Inc's subsidiaries whose Lithium projects are located at the Catamarca Province in North West Argentina, and has personally negotiated numerous agreements and understandings with Chinese based companies to accelerate several of the Argentine lithium projects.

Other current directorships of listed companies

Power Minerals Limited

Former directorships of listed companies in last three years

N/A

Ian Holland
Executive Director
appointed 20 February 2024

Mr Holland has more than 25 years' experience in the mining industry and was recently the Managing Director of Navarre Minerals Limited. He was responsible for acquiring the Mt. Carlton Mine and Cush Creek project and transitioning the company from explorer to producer.

Mr Holland is a qualified geologist and holds a Masters of Minerals Geoscience and a Graduate Diploma of Applied Finance and Investment in adddition to a Degree in Geology, and has experience at the Mount Isa Mines, Mount Gordon Copper Mine and Renison Tin Mine in addition to the Fosterville Gold Mine.

Other current directorships of listed companies

N/A

Former directorships of listed companies in last three years

N/A

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Ian Hastings
Non-Executive Director
appointed 23 July 2010

Mr Hastings is a corporate advisor with many years' experience in the field of finance, investment, securities markets compliance and regulation and has almost 40 years experience in the finance industry and regulatory bodies. He is a former Member of the ASX and former Principal of several ASX Member Stock Brokers. Mr Hastings is a Practitioner Member (Master Stockbroking) of the Stockbrokers Association of Australia and holds a Bachelor of Commerce and Bachelor of Laws Degree.

Other current directorships of listed companies

N/A

Former directorships of listed companies in last three years

Gladiator Resources Limited - Resigned 19 July 2022

John Chegwidden (CA)
Non-Executive Director
resigned 31 March 2024

Mr Chegwidden has over 20 years' experience as an accountant, including managing his own chartered accounting practice, providing advice in management, accounting and taxation, and consulting to manufacturing, mining, primary production and earthmoving operations. Mr Chegwidden has a strong knowledge of the mining and resources sector in Australia, with competencies in exploration, materials processing, marketing and financial management in relation to junior mining companies. More recently, he has consulted to a number of listed companies and negotiated with capital financiers for junior exploration companies.

Other current directorships of listed companies

None

Former directorships of listed companies in last three years

None

Peter Mitchell
Managing Director
resigned 27 November 2023

Mr Mitchell is a qualified Geologists with experience in gold, uranium, mineral sands, and base metals projects, and in recent time, Mr Mitchell has been focused on gold projects in several countries, including Australia and Haiti. Mr Mitchell is a former mining advisor to the Department of Mines & Energy, Northern Territory and has many years' experience as a Business Development Manager. Mr Mitchell has also worked as a Corporate Advisor for Lowell Capital where he provided financial and technical analysis of projects and companies, including projects in Australia and various other countries such as USA, China, North Korea, Mongolia, Zambia, Egypt, Romania and Zimbabwe, and as Resource Analyst for Prudential Bache. Mr Mitchell has experience in public companies and managed investment schemes and has held positions including Senior and Chief Geologists for numerous mining companies in the world.

Other current directorships of listed companies

None

Former directorships of listed companies in last three years

None

Justin Ward
Non-Executive Director
Resigned 3 July 2023

Mr Ward is a Principal of his own mining services business, Modern Mag, with experience in geophysical surveys, Electromagnetics (TEM), potential field interpretation (magnetics), drill programs and site preparation, sampling and rehabilitation. He is a Geoscientists with almost 30 years of global exploration experience.

Other current directorships of listed companies

None

Former directorships of listed companies in last three years

None

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Company Secretary

Andrew J Draffin
Appointed 1 July 2013

Mr Draffin is a Director of DW Accounting & Advisory Pty Ltd. He holds a Bachelor of Commerce and is a member of the Chartered Accountants Australia and New Zealand. Andrew is a Director, Chief Financial Officer and Company Secretary of listed, unlisted and private companies operating across a broad range of industries. His focus is on financial reporting, treasury management, management accounting and corporate services, areas where he has gained over 20 years of

Shareholdings of directors and other key management personnel

The interests of each Director and any other key management personnel, directly and indirectly, in the shares and options of the Company at the date of this report are as follows:

Directors and other key management personnel	Ordinary Shares	Share Options
Mena Habib (appointed 3 July 2023)	18,833,333	57,916,667
Ian Holland (appointed 20 February 2024)	6,250,000	62,500,000
Ian Hastings	49,694,621	89,166,667
John Chegwidden (resigned 31 March 2024)	4,761,199	10,000,000
Peter Mitchell (resigned 27 November 2023)	26,837,677	5,000,000
Justin Ward (resigned 3 July 2023)	-	-
Andrew Draffin	15,000,099	24,166,667

Meetings of Directors

During the financial year, 7 meetings of directors (including committees of directors) were held.

Attendances by each director during the year were as follows:

	Directors' Meetings	
	Number eligible to attend	Number attended
Mena Habib (appointed 3 July 2023)	7	6
Ian Holland (appointed 20 February 2024)	2	2
Ian Hastings	7	7
John Chegwidden (resigned 31 March 2024)	5	5
Peter Mitchell (resigned 27 November 2023)	3	3
Justin Ward (resigned 3 July 2023)	-	-

Corporate Information

Corporate Structure

Adelong Gold Limited is a company limited by shares that is incorporated and domiciled in Australia. Adelong Gold Limited have prepared a consolidated financial report incorporating its subsidiaries (Refer to Note 12 : Interest in Subsidiaries for more information) which it controlled during the financial year and which are included in the financial statements.

Dividends

No dividends in respect of the current financial year have been paid, declared or recommended for payment.

Operating and Financial Review

Group Overview

Adelong Gold Limited was established in July 2006 with a strategy to consolidate and further explore some under-explored mineral properties located within selected geologically prospective areas in Western Australia. The Company has since expanded its scope in include the search of projects in other locations within Australia, Asia and the Pacific Region.

Financial Overview

Operating Results for the year

The loss for the Group is $2,262,876 (2023: Loss of $777,503). This result is consistent with the expectation of the costs associated with the exploration programme and reflected:

- costs associated with managing various exploration programs; and
- corporate overheads associated with statutory and regulatory requirements as a consequence of being listed on the Australian Securities Exchange.

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Review of financial position

The net assets of the Group have increased by $87,550 from $5,986,430 as at 30 June 2023 to $6,073,978 as at 30 June 2024. The Directors believe the Group is in a stable financial position to continue its current programs not withstanding future capital raisings will be required.

Capital Raising and Capital Structure

During the year under review, the Company issued 521,666,666 fully paid ordinary shares raising a total of $2,067,351, net of capital raising costs.

Summary of options on issue

The Company has the following options on issue at the date of this report:

	Number	Expiry Date	Exercise Price
Listed Options	547,083,335	30/06/2026	$0.020
Listed Options	465,000,000	1/05/2029	$0.008
Unlisted Options	20,000,000	22/12/2025	$0.020
Unlisted Options	30,000,000	24/05/2027	$0.020
Unlisted Options	20,000,000	24/05/2028	$0.020

Events after the Reporting Period

On 8 July 2024, the Company announced it had settled the Convertible Note on issue via cash payment of $250,000 plus accrued interest of $8,657.53.

On 11 July 2024, the Company sought quotation of 547,083,335 unlisted options with an exercise price of $0.02 and expiry date of 30 June 2026. Quotation of an additional 465,000,000 unlisted options with an exercise price of $0.008 and expiry date of 1 May 2029 were also sought.

On 14 August 2024, the Company announced that it had executed a binding agreement with Cosmo Gold Limited and Sarama Resources Limited to accept fully paid ordinary shares and options in Sarama Resources Limited in full settlement of the loan obligations owed by Cosmo Gold Limited to the Company.

Future Developments, Prospects and Business Strategies

Disclosure of information regarding likely developments in the operations of the Group in future financial years and the expected results of those operations are likely to result in unreasonable prejudice to the Group. Accordingly, this information has not been disclosed in this report.

Environmental Issues

The Group is subject to and compliant with all aspects of environmental regulation with regards to its exploration activities. The Directors are not aware of any environmental law that is not being complied with.

Indemnifying Officers or Auditor

During the year, the Group entered into an insurance policy to insure certain officers of the Company and its controlled entities. The officers of the Company covered by the insurance policy include the Directors named in this report.

The Directors' and Officers' Liability Insurance provides cover against all costs and expenses that may be incurred in defending civil or criminal proceedings that fall within the scope of indemnity and that may be brought against the officers in their capacity as officers of the Company or a related body corporate.

The insurance policy does not contain details of the premium paid in respect of individual officers of the Company. Disclosure of the nature of the liability cover and the premium paid is subject to a confidentiality clause under the insurance policy.

The Company has entered into an agreement with the Directors and certain officers to indemnify these individuals against any claims and related expenses which arise as a result of work completed in their respective capabilities.

The Company nor any of its related bodies corporate have provided any insurance for any auditor of the Company or a related body corporate.

Proceedings on Behalf of Company

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

The company was not party to any such proceedings during the year.

Non-audit Services

There were no non-audit services provided by auditor during the period.

Corporate Governance Statement

In accordance with Australian Securities Exchange ("ASX") Listing Rules, the Company's Annual Corporate Governance Statement is available on the Company's website at https://adelonggold.com/about-us/corporate-governance/ and released separately to the ASX Announcements in the form of an Appendix 4G.

Auditor's Independence Declaration

The lead auditor's independence declaration for the year ended 30 June 2024 has been received and can be found on page 10 of the Financial Report.

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REMUNERATION REPORT - AUDITED

This remuneration report, which forms part of the Directors' report, sets out information about the remuneration of the Group's Directors and other key management personnel for the year ended 30 June 2024. The prescribed details for each person covered by this report are detailed below.

Details of directors and other key management personnel

Directors and other key management personnel of the Group during and since the end of the financial year are as follows:

Mena Habib (appointed 3 July 2023)	Non-Executive Chairman
Ian Holland (appointed 20 February 2024)	Executive Director (Managing Director)
Ian Hastings	Non-Executive Director
John Chegwidden (resigned 31 March 2024)	Non-Executive Director
Peter Mitchell (resigned 27 November 2023)	Non-Executive Director
Justin Ward (resigned 3 July 2023)	Non-Executive Director
Andrew Draffin	Company Secretary

Remuneration policy

The Company's remuneration policy has been designed to align Director and Executive objectives with shareholder and business objectives by providing remuneration packages comprising of a fixed remuneration component and an options component. The Board believes the remuneration policy for its Directors and senior management to be appropriate and effective to attract and retain people with necessary qualifications, skills and experience to assist the company in achieving its desired results. Due to the size of the company, a remuneration committee has not been formed.

Remuneration is reviewed on an annual basis, taking into consideration a number of performance indicators. While no performance based remuneration component has been built into Director and senior management remuneration packages, it is envisaged that as the Company further progresses, consideration will be given to this component of remuneration.

The Group's earnings and movement in shareholders' wealth for five years to 30 June 2024 are detailed in the following table:

	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
Revenue and other income	29,030	7,032	1,368	170,679	887
Net (loss) /profit before tax	(2,262,876)	(777,503)	(726,875)	(692,644)	(601,468)
Net (loss) /profit after tax	(2,262,876)	(777,503)	(726,875)	(692,644)	(601,468)
Share price at start of year	$0.008	$0.005	$0.005	$0.003	$0.005
Share price at end of year	$0.006	$0.008	$0.002	$0.005	$0.003
Dividends paid	-	-	-	-	-
Basic (loss)/earnings per share	(0.30)	(0.16)	(0.02)	(0.02)	(0.04)

Remuneration Structure

In accordance with best practice corporate governance, the structure of Non-Executive and Executive director remuneration is separate and distinct.

Remuneration of Directors and Senior Management

The Directors (both Executive and Non-Executive) and senior management of the Company received remuneration during the year commencing 1 July 2023 and ending 30 June 2024 based on the following agreements.

Remuneration of Executive Directors

Objective

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

- reward Executives for Company, business unit and individual performance against targets set by reference to appropriate benchmarks;
- align the interest of Executives with those of shareholders;
- link award with the strategic goals and performance of the Company; and
- ensure total remuneration is competitive by market standards

Structure

In determining the level and mark-up of Executive remuneration, the Board considers external reports on market levels of remuneration for comparable executive roles. It is the Board's policy that employment contracts are entered into with all senior Executives.

Remuneration of Non-Executive Directors

Objective

The Board seeks to set aggregate remuneration at a level which provides the Group with the ability to attract and retain Directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

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Structure

The Constitution and ASX Listing Rules specify that the aggregate remuneration of Non-Executive Directors shall be determined from time to time by a general meeting of the Company's shareholders. An amount not exceeding the amount determined is then divided between the Directors as agreed whilst maintaining a surplus amount that can be attributable to further Non-Executive Directors should they be appointed at any time. The current aggregate remuneration amount is $150,000.

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst directors is reviewed annually. The Board considers advice from external consultants as well as the fees paid to Non-Executive Directors of comparable companies when undertaking the annual review process.

The Non-Executive Directors are paid a set amount per year. The Non-Executive Directors may receive consultant's fees through related entities for services rendered on a commercial basis.

Non-Executive Directors have long been encouraged by the Board to hold shares in the Company. It is considered good governance for Directors to have a stake in the company on whose board he or she sits.

	Position Held as at 30 June 2024 and any changes during the year	Contract details (duration & termination)
Group KMP		
Mena Habib (appointed 3 July 2023)	Non-Executive Chairman	No fixed term
Ian Holland (appointed 20 February 2024)	Executive Director	No fixed term
Ian Hastings	Non-Executive Director	No fixed term
John Chegwidden (resigned 31 March 2024)	Non-Executive Director	No fixed term
Peter Mitchell (resigned 27 November 2023)	Non-Executive Director	No fixed term
Justin Ward (resigned 3 July 2023)	Non-Executive Director	No fixed term
Andrew Draffin	Company Secretary	No fixed term

Remuneration of Senior Management

Remuneration of Directors and other Key Management Personnel (KMP) for the Year Ended 30 June 2024

2024	**Short-term Benefits Salaries,**	**Post employment Benefits Superannuation**	**Share based Shares,**	**Total**	**Share based**	**Total outstanding as at 30 June 2024**
Group KMP	**$**	**$**	**$**	**$**	**%**	**$**
Mr Mena Habib (appointed 3 July 2023)	33,000	-	19,708	52,708	37%	26,400
Mr Ian Holland (appointed 20 February 2024)	87,500	7,700	154,964	250,164	62%	-
Mr Ian Hastings	121,000	-	29,563	150,563	20%	-
Mr Andrew Draffin	60,000	-	9,854	69,854	14%	5,000
Mr John Chegwidden (resigned 31 March 2024)	24,000	-	19,708	43,708	45%	-
Mr Peter Mitchell (resigned 27 November 2023)	50,000	-	9,854	59,854	16%	-
Mr Justin Ward (resigned 3 July 2023)	-	-	-	-	-	-
	375,500	7,700	243,652	626,852		31,400

2023	**Short-term Benefits Salaries,**	**Post employment Benefits Superannuation**	**Share based Shares,**	**Total**	**Share based**	**Total outstanding as at 30 June 2023**
Group KMP	**$**	**$**	**$**	**$**	**%**	**$**
Mr Ian Hastings	102,000	-	-	102,000	-	26,400
Mr Peter Mitchell	120,000	-	-	120,000	-	33,000
Mr John Chegwidden	27,000	-	-	27,000	-	6,600
Mr Mena Habib (Appointed 3 July 2023)	-	-	-	-	-	-
Mr Justin Ward (Resigned 3 July 2023)	17,348	-	-	17,348	-	6,600
Mr Andrew Draffin	60,000	-	-	60,000	-	16,500
	326,348	-	-	326,348	-	89,100

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KMP Shareholdings

The number of ordinary shares in Adelong Gold Limited held by each KMP of the Group during the financial year are as follows:

	Balance at beginning of Year	Granted as Remuneration during the year	Issued on Exercise of Options during the year	Other changes during the year	Balance at End of Year
Group KMP					
Mr Mena Habib (appointed 3 July 2023)	2,500,000	-	-	16,333,333	18,833,333
Mr Ian Holland (appointed 20 February 2024)	-	-	-	6,250,000	6,250,000
Mr Ian Hastings	21,361,288	-	-	28,333,333	49,694,621
Mr John Chegwidden (resigned 31 March 2024)	4,761,199	-	-	-	4,761,199
Mr Peter Mitchell (resigned 27 November 2023)	26,837,677	-	-	-	26,837,677
Mr Justin Ward (resigned 3 July 2023)	-	-	-	-	-
Mr Andrew Draffin	5,418,766	-	-	9,581,333	15,000,099

The number of listed options in Adelong Gold Limited held by each KMP of the Group during the financial year are as follows:

	Balance at beginning of Year	Granted as Remuneration during the year	Issued on Exercise of Options during the year	Other changes during the year	Balance at End of Year
Group KMP					
Mr Mena Habib (appointed 3 July 2023)	1,250,000	10,000,000	-	46,666,667	57,916,667
Mr Ian Holland (appointed 20 February 2024)	-	50,000,000	-	12,500,000	62,500,000
Mr Ian Hastings	-	15,000,000	-	74,166,667	89,166,667
Mr John Chegwidden (resigned 31 March 2024)	-	10,000,000	-	-	10,000,000
Mr Peter Mitchell (resigned 27 November 2023)	-	5,000,000	-	-	5,000,000
Mr Justin Ward (resigned 3 July 2023)	-	-	-	-	-
Mr Andrew Draffin	-	5,000,000	-	19,166,667	24,166,667

Reimbursement transactions with related parties

	2024 $	2023 $
Reimbursement of business expenses incurred by the Company and initially settled by Mr Holland. All expenses were incurred on an arm's length basis.	7,079	-
Reimbursement of business expenses incurred by the Company and initially settled by Mr Ian Hastings. All expenses were incurred on an arm's length basis.	66,770	15,745
Reimbursement of business expenses incurred by the Company and initially settled by DW Accounting & Advisory Pty Ltd, of which Mr Andrew Draffin is a director and shareholder. All expenses were incurred on an arm's length basis.	7,180	19,170
Reimbursement of business expenses incurred by the Company and initially settled by China Connect, of which Mr Peter Mitchell is the Manager. All expenses were incurred on an arm's length basis.	2,052	113,537
Reimbursement of business expenses incurred by the Company and initially settled by Modern Mag Pty Ltd , of which Mr Justin Ward is a director and Shareholder. All expenses were incurred on an arm's length basis.	-	697

Shares options granted to directors and executives

95,000,000 options were granted to Directors or Executives during the year.

Extension of Auditor's Eligibility Term

After completion of the financial year end 30 June 2024 audit, Mr. Adrian Fong (Audit Director – Morrows Audit Pty Ltd, the Auditor) has served for a period of five (5) years as a Key Audit Partner in the audit of the financial statements of Adelong Gold Limited (the Company).

In accordance with:

(i) s324DAA, the Directors of the Company had resolved to grant an approval for Mr Fong to play a significant role in the audit of the Company for a further two (2) successive years in addition to the five (5) successive financial years mentioned in subsection 324DA (1).

(ii) s324DAB (3), the Directors were satisfied that the approval (in accordance with s324DAA):

- is consistent with maintaining the quality of the audit provided to the Company.
- would not give rise to a conflict-of-interest situation (as defined in section 324CD).

(iii) s324DAC, the Directors, within 14 days of granting the approval, had:

- lodged a copy of the resolution granting the approval with ASIC; and
- given a copy of the resolution to Mr Fong and Morrows Audit Pty Ltd.

The Directors' Report, incorporating the Remuneration Report, is signed in accordance with a resolution of the Board of Directors made pursuant to s.298(2) of the Corporations Act 2001.

Mr Ian Holland

Dated: 26 September 2024

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morrows
AUDIT

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AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF ADELONG GOLD LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2024 there have been:

(i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and

(ii) no contraventions of any applicable code of professional conduct in relation to the audit.

MORROWS AUDIT PTY LTD

A.M. FONG
Director

Melbourne: 26 September 2024

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ADELONG GOLD LIMITED AND CONTROLLED ENTITIES
ABN: 15 120 973 775
CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2024

		Consolidated Group	
		2024	2023
	Note	$	$
Continuing operations			
Revenue and other income	3	29,030	7,032
Administration expenses		(131,125)	(113,384)
Audit fees		(35,500)	(33,500)
Share registry costs		(27,969)	(48,767)
Depreciation and amortisation expense		(68,442)	(68,436)
Employee benefits expense		(129,504)	(115,990)
Directors' fees		(220,075)	(176,348)
Consulting fees		(113,982)	(52,827)
Insurance		(49,134)	(44,327)
Legal and professional fees		(177,334)	(80,243)
Tenancy costs		(19,799)	(18,317)
Travel and accomodation		(88,337)	(23,738)
Share based payments		(243,652)	-
Provision for doubtful debts - Loan to Cosmo Gold	11	(967,053)	-
Finance costs		(20,000)	(8,658)
Loss before income tax	3	(2,262,876)	(777,503)
Tax expense	4	-	-
Net loss for the year	3	(2,262,876)	(777,503)
Earnings per share			
Basic and diluted earnings per share (cents)	7	(0.30)	(0.16)

The accompanying notes form part of these financial statements.

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ADELONG GOLD LIMITED AND CONTROLLED ENTITIES
ABN: 15 120 973 775
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 30 JUNE 2024

		Consolidated Group	
		2024	2023
	Note	$	$
Assets			
Current Assets			
Cash and cash equivalents	8	1,152,581	770,115
Trade and other receivables	9	11,833	91,539
Other financial assets	11	571,904	1,438,957
Other assets	14	667,087	669,764
Asset held for sale	24	330,000	-
Total Current Assets		2,733,405	2,970,375
Non-Current Assets			
Exploration expenditure	10	3,407,192	2,689,452
Property, plant and equipment	13	354,058	752,500
Total Non-Current Assets		3,761,250	3,441,952
Total Assets		6,494,655	6,412,327
Liabilities			
Current Liabilities			
Trade and other payables	15	170,677	175,899
Other financial liabilities	16	250,000	250,000
Total Current Liabilities		420,677	425,899
Total Liabilities		420,677	425,899
Net Assets		6,073,978	5,986,428
Equity			
Issued capital	17	22,270,957	20,203,606
Reserves	25	283,302	13,473
Retained earnings		(16,480,281)	(14,230,651)
Total Equity		6,073,978	5,986,428

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The accompanying notes form part of these financial statements.

ADELONG GOLD AND LIMITED AND CONTROLLED ENTITIES
ABN: 15 120 973 775
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2024

	Issued Capital	Accumulated Losses	Option Reserve	Foreign Currency Translation Reserve	Total
	$	$	$	$	$
Consolidated Group					
Balance at 1 July 2022	18,344,266	(13,453,148)	13,246	227	4,904,591
Comprehensive income					
Loss for the year	-	(777,503)	-	-	(777,503)
Total comprehensive income for the year	-	(777,503)	-	-	(777,503)
Transactions with owners, in their capacity as owners, and other transfers					
Shares issued during the year	2,025,083	-	-	-	2,025,083
Transaction costs net of tax	(165,743)	-	-	-	(165,743)
Total transactions with owners and other transfers	1,859,340	-	-	-	1,859,340
Balance at 30 June 2023	20,203,606	(14,230,651)	13,246	227	5,986,428
Balance at 1 July 2023	20,203,606	(14,230,651)	13,246	227	5,986,428
Comprehensive income					
Loss for the year	-	(2,262,876)	-	-	(2,262,876)
Total comprehensive income for the year	-	(2,262,876)	-	-	(2,262,876)
Transactions with owners, in their capacity as owners, and other transactions					
Shares issued during the year	2,330,000	-	-	-	2,330,000
Transaction costs net of tax	(262,649)	-	-	-	(262,649)
Issue of Options	-	-	283,075	-	283,075
Expiry of Options	-	13,246	(13,246)	-	-
Total transactions with owners and other transactions	2,067,351	13,246	269,829	-	2,350,426
Balance at 30 June 2024	22,270,957	(16,480,281)	283,075	227	6,073,978

The accompanying notes form part of these financial statements.

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ADELONG GOLD LIMITED AND CONTROLLED ENTITIES
ABN: 15 120 973 775
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2024

	Note	Consolidated Group 2024 $	2023 $
Cash flows from operating activities			
Payments to suppliers and employees		(987,756)	(940,712)
Interest received		25,798	2,637
Net cash generated by operating activities	20a	(961,958)	(938,075)
Cash flows from investing activities			
Payments for exploration expenses		(342,134)	(708,056)
Payments for tenements		(200,000)	-
Net cash (used in)/generated by investing activities		(542,134)	(708,056)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares		2,210,000	2,001,983
Payments for capital raising costs		(223,442)	(148,643)
Proceeds from issue of convertible note		-	250,000
Loan to Cosmo Gold Limited		(100,000)	(188,957)
Net cash provided by (used in) financing activities		1,886,558	1,914,383
Net increase in cash held		382,466	268,252
Cash and cash equivalents at beginning of financial year		770,115	501,863
Cash and cash equivalents at end of financial year	8	1,152,581	770,115

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The accompanying notes form part of these financial statements.

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The Directors of Adelong Gold Limited and its subsidiaries ("the Group") submit herewith the annual report of the Group for the financial year ended 30 June 2024. The separate financial statements of the parent entity, Adelong Gold Limited, have not been presented within this financial report as permitted by the Corporations Act 2001.

The financial statements were authorised for issue on 26 September 2024 by the directors of the company.

Note 1 Summary of Material Accounting Policy Information

Basis of Preparation

The financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, and other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. The Group is a for-profit-entity for financial reporting purposes under the Australian Accounting Standards.

Australian Accounting Standards set out accounting policies that the Australian Accounting Standards Board has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financials statements and notes also comply with the International Financial Reporting Standards as issued by the IASB. Material accounting policies adopted in the preparation of the financial statements are presented below and have been consistently applied unless stated otherwise.

Except for cash flow information, the financial statements have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

(a) Exploration and Development Expenditure

Exploration, evaluation and development expenditures incurred are capitalised in respect of each identifiable area of interest. These costs are only capitalised to the extent that they are expected to be recovered through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Accumulated costs in relation to an abandoned area are written off in full against profit or loss in which the decision to abandon the area is made.

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

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

Costs of site restoration are provided for over the life of the project from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with local laws and regulations and clauses of the permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Any changes in the estimates for the costs are accounted for on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly the costs have been determined on the basis that the restoration will be completed within one year of abandoning the site.

(b) Impairment of Assets

At the end of each reporting period, the company assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information, including dividends received from subsidiaries, associates or joint ventures deemed to be out of pre-acquisition profits. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs of disposal and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss, unless the asset is carried at a revalued amount in accordance with another Standard (eg in accordance with the revaluation model in AASB 116: *Property, Plant and Equipment*). Any impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that other Standard.

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

Impairment testing is performed annually for goodwill, intangible assets with indefinite lives and intangible assets not yet available for use.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

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Note 1: Summary of Material Accounting Policy Information (continued)

(c) Critical Accounting Estimates and Judgements

In applying the Group's accounting policies, management is required to make judgements, estimates and assumptions about the carrying values of assets and liabilities. These estimates and assumptions are made based on past experience and other factors that are considered relevant. Actual results may differ from these estimates. All estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is reviewed if the revision affects both current and future periods.

The following describes critical judgments that management has made in the process of applying the Group's accounting policies and that have the most significant effect n the amounts recognised in the financial statements.

Impairment of deferred exploration costs

The Group's accounting policy for exploration expenditure results in some items being capitalised for an area of interest where it is considered likely to be recoverable in the future where the activities have not reached a stage which permits a reasonable assessment of the existence of reserves. Management is required to make certain estimates and assumptions as to future events and circumstances, which may change as new information becomes available. If a judgement is made that recovery of a capitalised expenditure is unlikely, the relevant amount will be written off to the income statement.

Environmental Issues

Balances disclosed in the financial statements and notes thereto are not adjusted for any pending or enacted environmental legislation, and the directors' understanding thereof. At the current stage of the Group's development and its current environmental impact, the directors believe such treatment is reasonable and appropriate.

Taxation

Balances disclosed in the financial statements and the notes thereto related to taxation are based on the best estimates of the directors. These estimates take into account both the financial performance and position of the Group as they pertain to current income taxation legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents that directors' best estimate, pending an assessment by the Australian Taxation Office.

(d) New and Amended Accounting Policies Adopted by the Group

AASB 2021-2: Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates

The Group adopted AASB 2021-2 which amends AASB 7, AASB 101, AASB 108 and AASB 134 to require disclosure of 'material accounting policy information' rather than significant accounting policies' in an entity's financial statements. It also updates AASB Practice Statement 2 to provide guidance on the application of the concept of materiality to accounting policy disclosures.

The adoption of the amendment did not have a material impact on the financial statements.

AASB 2021-5: Amendments to Australian Accounting Standards – Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction

The Group adopted AASB 2021-5 Amendments to Australian Accounting Standards – Deferred Tax related to Assets and Liabilities arising from a Single Transaction for the financial year ending 30 June 2024. Previously, the Group applied the exemption in AASB 112 and did not recognise deferred taxes on its lease transactions where the right of use asset and lease liability were equal on initial recognition. However, the amendment subsequently clarified that this exemption does not apply to transactions for which entities recognise both an asset and a liability that give rise to equal taxable and deductible temporary differences, as may be the case for lease transactions. The amendment has been applied retrospectively to the beginning of the earliest comparative period presented – i.e. 1 July 2022, with the impact disclosed in the table below.

AASB 2022-7: Editorial Corrections to Australian Accounting Standards and Repeal of Superseded and Redundant Standards

AASB 2022-7 makes editorial corrections to various Australian Accounting Standards and AASB Practice Statement 2. It also formally repeals the superseded and redundant Australian Accounting Standards set out in Schedules 1 and 2 of this standard.

The adoption of the amendment did not have a material impact on the financial statements.

(e) Going Concern

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

The Company incurred a loss for the year of $2,262,876 (2023: $777,503) and net cash outflows from operating activities of $961,958 (2023:$938,075).

These conditions indicate a material uncertainty that may cast significant doubt about the ability of the Company to continue as a going concern. In the event the above matters are not achieved, the Company will be required to raise funds for working capital from debt or equity source.

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Note 1: Summary of Material Accounting Policy Information (continued)

The ability of the Company to continue as a going concern is principally dependent upon the ability of the Company to secure funds by raising capital from equity markets and managing cashflow in line with available funds.

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

Based on the cash flow forecasts and other factors referred to above, the directors are satisfied that the going concern basis of preparation is appropriate. In particular, given the Company's history of raising capital to date, the directors are confident of the Company's ability to raise additional funds as and when they are required.

(f) New and Amended Accounting Policies Not Yet Adopted by the Group

AASB 2020-1: Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current

The amendment amends AASB 101 to clarify whether a liability should be presented as current or non-current.

The Group plans on adopting the amendment for the reporting period ending 30 June 2025. The amendment is not expected to have a material impact on the financial statements once adopted.

AASB 2021-7c: Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128 and Editorial Corrections

AASB 2021-7c defers the application of AASB 2014-10 Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture so that the amendments are required to be applied for annual reporting periods beginning on or after 1 January 2025 instead of 1 January 2018.

The Group plans on adopting the amendments for the reporting periods ending 30 June 2026. The impact of initial application is not yet known.

AASB 2022-6: Amendments to Australian Accounting Standards – Non-current Liabilities with Covenants

AASB 2022-6 amends AASB 101 Presentation of Financial Statements to improve the information an entity provides in its financial statements about liabilities arising from loan arrangements for which the entity's right to defer settlement of those liabilities for at least twelve months after the reporting period is subject to the entity complying with conditions specified in the loan arrangement. It also amends an example in Practice Statement 2 regarding assessing whether information about covenants is material for disclosure.

The Group plans on adopting the amendment for the reporting period ending 30 June 2025. The amendment is not expected to have a material impact on the financial statements once adopted.

Note 2 Parent Information

	2024 $	2023 $
The following information has been extracted from the books and records of the financial information of the parent entity set out below and has been prepared in accordance with		
Statement of Financial Position		
Assets		
Current Assets	1,744,131	2,325,018
Non-current Assets	5,613,281	4,731,916
Total Assets	7,357,412	7,056,934
Liabilities		
Current Liabilities	406,385	406,287
Non-current Liabilities	-	-
Total Liabilities	406,385	406,287
Net Assets	6,951,027	6,650,647
Equity		
Issued Capital	22,270,967	20,203,618
Reserves	283,075	13,246
Retained earnings	(15,603,015)	(13,566,217)
Total Equity	6,951,027	6,650,647

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Note 2: Parent Information (continued)

	2024 $	2023 $
Statement of Profit or Loss and Other Comprehensive Income		
Loss for the year	(2,050,044)	(563,796)
Other comprehensive income	-	-
Total comprehensive income	(2,050,044)	(563,796)
Contingent liabilities		
Please refer to Note 19.		
COMMITMENTS		
Not longer than 1 year	-	-
Longer than 1 year and not longer than 5 years	-	-
Longer then 5 years	-	-

Note 3 Revenue and Other Income

The Group has recognised the following amounts relating to revenue in the statement of profit or loss.

	Consolidated Group	
	2024	**2023**
Revenue from continuing operations	**$**	**$**
Other revenue		
(a) Interest received	29,030	5,032
(b) Other miscellaneous revenue	-	2,000
	29,030	7,032

Note 4 Tax Expense

	Consolidated Group	
	2024 **$**	**2023** **$**
(a) The components of tax (expense) income comprise:		
Current tax	-	-
Deferred tax	-	-
	-	-
(b) The prima facie tax on profit from ordinary activities before income tax is		
Prima facie tax payable on profit from ordinary activities before income tax at 25% (2023: 25%)		
— consolidated group	(565,719)	(194,376)
Add:		
Tax effect of:		
— Deferred tax not brought to account	565,719	194,376
	-	-
Income tax attributable to entity	-	-
Balance of franking account at year end	nil	nil
(c) Deferred tax assets		
Tax losses	3,816,914	3,464,270
Other	(443)	28,914
	3,816,471	3,493,184
Set-off deferred tax liabilities	(851,798)	(672,363)
Net deferred tax assets	2,964,673	2,820,821
Less deferred tax assets not recognised	(2,964,673)	(2,820,821)
	-	-

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Note 4: Tax Expense (continued)

	Consolidated Group 2024 $	2023 $
(d) Deferred tax liabilities		
Exploration expenditure	851,798	672,363
	851,798	672,363
Set-off deferred tax liabilities	(851,798)	(672,363)
Net deferred tax liabilities	-	-
(e) Deferred tax assets		
Unused tax losses for which no deferred tax asset has been recognised	16,015,431	14,604,857

Potential deferred tax assets attributable to tax losses and exploration expenditure carried forward have not been brought to account at 30 June 2024 because the directors do not believe it is appropriate to estimate the realisation of the deferred tax assets as probable at this point in time. These benefits will only be obtained if:

- the company derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss and exploration expenditure to be realised;
- the company continues to comply with conditions for deductibility imposed by law; and
- no changes in tax legislation adversely affect the company in realising the benefit from the deductions for the loss incurred and exploration expenditure.

Note 5 Key Management Personnel Compensation

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's key management personnel (KMP) for the year ended 30 June 2024.

The totals of remuneration paid to KMP of the company and the Group during the year are as follows:

	2024 $	2023 $
Short-term employee benefits	383,200	326,348
Total KMP compensation	383,200	326,348

The table below reconciles the total remuneration paid to KMPs of the company and the Group.

	2024 $	2023 $
Directors fees	323,200	266,348
Company secretarial and accounting fees	60,000	60,000
	383,200	326,348
Less:		
Directors fees capitalised (refer to note 11)	103,125	90,000
Company secretarial and accounting fees listed under Administration expenses	60,000	60,000
	163,125	150,000
Directors fees declared in Consolidated Statement of Profit or Loss and Other Comprehensive Income	220,075	176,348

Note 6 Auditor's Remuneration

	Consolidated Group 2024 $	2023 $
Remuneration of the auditor for:		
— auditing or reviewing the financial statements	35,500	33,500
	35,500	33,500

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Note 7 Earnings per Share

	Consolidated Group 2024 $	Consolidated Group 2023 $
(a) Reconciliation of earnings to profit or loss		
Losses	(2,262,876)	(777,503)
Losses used to calculate basic EPS	(2,262,876)	(777,503)
	No.	**No.**
(b) Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	745,848,703	485,187,033
Weighted average number of ordinary shares outstanding during the year used in calculating dilutive EPS	745,848,703	485,187,033
Basic loss per share from continuing and discontinued operations	(0.30)	(0.16)

Note 8 Cash and Cash Equivalents

	Consolidated Group 2024 $	Consolidated Group 2023 $
Cash at bank and on hand	1,152,581	770,115
	1,152,581	770,115

Reconciliation of cash

Cash and cash equivalents at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:

Cash and cash equivalents	1,152,581	770,115
	1,152,581	770,115

Note 9 Trade and Other Receivables

	Consolidated Group 2024 $	Consolidated Group 2023 $
Current		
Other receivables		
- TFN withholding	6,855	3,623
- other receivables	4,978	87,916
Total current trade and other receivables	11,833	91,539

(a) **Financial Assets Measured at Amortised Cost**	**Note**	Consolidated Group 2024 $	Consolidated Group 2023 $
Trade and other Receivables			
— Total current		11,833	91,539
— Total non-current		-	-
		11,833	91,539
Total financial assets measured at amortised cost	23	11,833	91,539

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Note 10 Exploration Expenditure

	Consolidated Group 2024 $	2023 $
Balance at beginning of year	2,689,452	1,892,780
Acquisition of tenements in Brazil	320,006	-
Current year expenditure capitalised	397,734	796,672
Balance at end of year	3,407,192	2,689,452

The value of the Company's interest in exploration expenditure is dependent upon the:

- continuance of the economic entity's right to tenure of the areas of interest;
- the results of future exploration; and
- the recoupment of costs through successful development and exploitation of the areas of interest, or alternatively, by their sale.

75% of Peter Mitchell's and Ian Holland's Directors Fees have been capitalised as Deferred Exploration and Evaluation Assets.

The recovery of deferred exploration and evaluation costs is dependent upon the success of pre-feasibility studies, exploration and

No impairment (2023: $Nil) was brought to account for the financial year. The Company still intends to exploit for economical gain the remaining tenements under its control.

During the financial year, the Group acquired tenements in Brazil known as Santa Rita do Aracui Project, covering a total of 53km^2 and 10 tenements in the state of Paraiba comparising a total area of 163km^2.

The Group's exploration properties may be subjected to claim(s) under native title, or contain sacred sites, or site of significance to Aboriginal people. As a result, exploration properties or areas within the tenements may be subjected to exploration restrictions, mining restrictions and/or claims for compensation. At this time, it is not possible to quantify whether such claims exist and therefore, the quantum of such potential claims cannot be estimated.

The Group has reviewed all of its tenements and has only carried forward the expenses on the tenements that give rise to a potential economic benefit to the Company through development or exploration.

The Group has considered the impairment indicators below and confirms no such indicators are applicable at 30 June 2024. As such, the Group does not consider that a full impairment test is necessary.

Impairment indicators

- The period for which the entity has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- Substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- Exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area;
- Sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale;
- Evidence is available of obsolescence or physical damage of an asset; and
- The net assets of the Group exceeds its market capitalisation.

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Note 11 Other Financial Assets

	Consolidated Group	
	2024	2023
CURRENT	$	$
Loan to Cosmo Gold Limited	1,538,957	1,438,957
Less:		
Provision for doubtful debts[1]	(967,053)	-
Total current assets	571,904	1,438,957

On 17 June 2024, the Company announced it had entered into a non-binding Memorandum of Understanding with both Cosmo Gold Ltd and Samara Resources Ltd (ASX: SRR) to undertake a transaction by which the outstanding loan to Cosmo would be settled.

[1] Subsequent to the end of the reporting period, the Company executed a binding agreement with Cosmo Gold Limited and Sarama Resources Limited to accept 25,000,000 fully paid ordinary shares and 7,500,000 options with an exercise price of $0.05 and expiry date of 2 years from date of issue in Sarama Resources Limited in full settlement of the loan obligations owed by Cosmo Gold Limited to the Company. The fair value of the shares and options at the date of this report was $571,904 and as such, the Company has provided for provision of impairment. Any further losses will be crystalised once the loan has been repaid.

The terms of the loan were:

On 16 November 2020, the Company entered into a loan agreement with Cosmo Gold Limited on the assumption that an initial public offering of securities of Cosmo Gold (IPO) and subsequent listing on ASX would be completed. The IPO has been formally withdrawn by Cosmo Gold Limited.

The loan agreement has been extended to 30 June 2024. Terms of the loan agreement are as follows:

- loan facility provided is up to AUD $1.54 million;
- repayment of the facility is secured by the General Security Deed;
- repayment terms are as follows:
  - (a) immediately upon the occurrence of an Event of Default; or
  - (b) on 30 June 2024

  whichever occurs first

Event of Default occurs on the happening of any of the following:

- Cosmo Gold failing to pay any of the monies required to be paid under the agreement at the time or in a manner required under the Agreement;
- Cosmo Gold failing to observe or perform any of its obligations under the Agreement, the General Security Deed or any other agreement or instrument in connect with the Agreement and:
  - (a) if such failure is capable of remedy, such failure is not remedied within 14 days of receipt by Cosmo Gold of Notice from the Company of such failure; or
  - (b) if such failure is not capable of remedy, upon the Company serving Notice of such failure on Cosmo Gold;
- without the prior written consent of the Company:
  - (a) Cosmo Gold granting an Encumbrance in any property the subject of the Security other than in the Company's favour; or
  - (b) any property the subject of the Security being removed form the effective management or control of Cosmo Gold;
- a change in the composition of the Board of Cosmo Gold;
- Cosmo Gold committing any act or experiencing any event which, in the opinion of the Company, shows or tends to show that it is not able to pay its debts as and when they fall due, or Cosmo Gold otherwise enters into any form of bankruptcy or insolvency administration; and
- Cosmo Gold having a receiver or receiver and manager appointed to any asset of Cosmo Gold.

Pursuant to the agreement between the Company, Cosmo Gold Ltd, and Samara Resources Ltd., the Company has agreed to settle the loan in full by the receipt of 25 million SRR shares and 7.5 million SRR options and not to call in the loan until the transaction between SRR and Cosmo Gold Ltd completes or is terminated in accordance with the terms of that agreement.

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Note 12 Interests in Subsidiaries

(a) **Information about Principal Subsidiaries**

The subsidiaries listed below have share capital consisting solely of ordinary shares or ordinary units which are held directly by the Group. The proportion of ownership interests held equals the voting rights held by Group. Each subsidiary's principal place of business is also its country of incorporation.

		Ownership interest held by the Group	
Name of subsidiary	**Principal place of**	**2024**	**2023**
Platquest Resources Pty Ltd	Australia	100%	100%
Haiti Gold Aust Pty Ltd	Australia	100%	100%
Challenger Mines Pty Ltd	Australia	100%	100%
Adelong Gold Brasil Ltda.	Brazil	100%	-

Subsidiary financial statements used in the preparation of these consolidated financial statements have also been prepared as at the same reporting date as the Group's financial statements.

Note 13 Property, Plant and Equipment

	Consolidated Group	
	2024	**2023**
	$	**$**
Land and Buildings		
Freehold land at:		
— at cost	-	330,000
Total land	-	330,000
Plant and Equipment		
Plant and equipment:		
At cost	661,409	661,409
Accumulated depreciation	(307,351)	(238,909)
	354,058	422,500
Total plant and equipment	354,058	422,500
Total property, plant and equipment	354,058	752,500

(a) **Movements in Carrying Amounts**

Movements in carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year.

	Freehold Land	Plant and Equipment	Total
	$	**$**	**$**
Consolidated Group:			
Balance at 1 July 2022	330,000	490,936	820,936
Depreciation expense	-	(68,436)	(68,436)
Balance at 30 June 2023	330,000	422,500	752,500
Balance at 1 July 2023	330,000	422,500	752,500
Reclassification[1]	(330,000)	-	(330,000)
Depreciation expense	-	(68,442)	(68,442)
Balance at 30 June 2024	-	354,058	354,058

[1]On 19 June 2024, the Company announced that it had engaged an agent to facilitate the sale of 33 Ryans Road, Adelong, a non-core property of the Group. As such, it has been reclassified to asset held for sale. (refer to note 24)

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Note 14 Other Assets

	Consolidated Group 2024 $	2023 $
Current		
Prepayments	31,400	34,077
Security bonds paid	635,687	635,687
	667,087	669,764

Note 15 Trade and Other Payables

	Consolidated Group 2024 $	2023 $
Current		
Unsecured liabilities		
Trade payables	88,355	42,720
Sundry payables and accrued expenses	82,322	133,179
	170,677	175,899

	Consolidated Group 2024 $	2023 $
(a) Financial liabilities at amortised cost classified as trade and other payables		
Trade and other payables		
— Total current	170,677	175,899
— Total non-current	-	-
Financial liabilities as trade and other payables	170,677	175,899

Note 16 Other Financial Liabilities

	Consolidated Group 2024 $	2023 $
Current		
Convertible loans	250,000	250,000
	250,000	250,000
Total Other Financial Liabilities		
Current	250,000	250,000
Non-Current	-	-
	250,000	250,000

On 8 July 2024, the Company announced it had settled the Convertible Note on issue via cash payment of $250,000 plus accrued interest of $8,657.53.

Details of convertible loan were:

Conversion price: $0.024

Interest: 8% per annum, payable in cash, annually in arrears

Maturity date: 23 June 2024, being 18 months after the date of issue

Redemption: All convertible notes which are not converted must be redeemed on the Maturity date. Any number of convertible notes held may be redeemed by the Noteholder giving the Company notice within 60 days' of an Event of Default occurring.

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Note 16: Other Financial Liabilities (continued)

Events of Default: It is an event of default where:

(i) the Company does not pay any monet that becomes payable by the Company under the Deed on its due date for payment and does not rectify that failure to pay within ten business days of receipt of a notice from the Noteholder stating that payment has not been made;

(ii) the Company becomes insolvent; or

(iii) the Company is in breach of any convenant or undertaking contained in the Deed, and does not rectify that breach within ten business days of receipt of a notice from the Noteholder stating that the breach has occurred and providing reasonable details of the breach.

Transferability: The Noteholder is entitled to transfer the notes and shares issued pursuant to conversion of a note in accordance with the Deed, provided any applicable requirements of Chapter 6D of the Corporations Act are complied with.

Note 17 Issued Capital

	Consolidated Group	
	2024	2023
	$	$
1,117,988,958 (2023: 596,322,292) fully paid ordinary shares	22,270,957	20,203,606
	22,270,957	20,203,606

The Group has authorised share capital amounting to 1,117,988,958 ordinary shares.

(a) **Ordinary Shares**

	Consolidated Group			
	2024		2023	
	No.	$	No.	$
At the beginning of the reporting period	596,322,292	20,203,606	4,181,872,092	18,344,266
Shares issued during the year	521,666,666	2,330,000	403,135,387	2,025,083
Less transaction costs arising from issue of shares	-	(262,649)	-	(165,743)
Less share consolidation	-	-	(3,988,685,187)	-
At the end of the reporting period	1,117,988,958	22,270,957	596,322,292	20,203,606

On 6 December 2023, 83,333,333 fully paid ordinary shares were issued at $0.006 per share, raising a total of $500,000, net of capital raising costs.

On 22 December 2023, 20,000,000 fully paid ordinary shares were issued at $0.006 per share as consideration for the acquisition of tenements. No cash was raised.

On 5 March 2024, 18,333,333 fully paid ordinary shares were issued at $0.006 per share, raising a total of $110,000, net of capital raising costs.

On 13 March 2024, 162,500,000 fully paid ordinary shares were issued at $0.004 per share, raising a total of $650,000, net of capital raising costs.

In the month of May 2024, 237,500,000 fully paid ordinary shares were issued at $0.004 per share, raising a total of 950,000, net of capital raising costs.

(b) **Options**

The following reconciles the outstanding unlisted options to subscribe for fully paid ordinary shares in the Company at the beginning and end of the financial year.

	Consolidated Group	
	2024	2023
	No.	No.
At the beginning of the reporting period	43,249,996	252,500,000
Issued during the year	1,050,833,335	31,250,000
Consolidation during the year	-	(118,000,004)
Lapsed during the year	(11,999,996)	(122,500,000)
Balance at the end of financial year	1,082,083,335	43,249,996
Exercisable at the end of the financial year	1,082,083,335	43,249,996

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Note 17: Issued Capital (continued)

	Number	Issue Date	Expiry Date	Exercise $
Unlisted options	31,250,000	30/06/2023	30/06/2026	$ 0.020
Unlisted options	20,000,000	22/12/2023	22/12/2025	$ 0.020
Unlisted options	41,666,666	6/12/2023	30/06/2026	$ 0.020
Unlisted options	9,166,666	4/03/2024	30/06/2026	$ 0.020
Unlisted options	65,000,000	20/03/2024	30/06/2026	$ 0.020
Unlisted options	272,500,000	2/05/2024	30/06/2026	$ 0.020
Unlisted options	292,500,000	2/05/2024	30/06/2026	$ 0.008
Unlisted options	45,000,000	24/05/2024	30/06/2024	$ 0.020
Unlisted options	90,000,000	24/05/2024	1/05/2029	$ 0.008
Unlisted options[1]	30,000,000	24/05/2024	24/05/2027	$ 0.020
Unlisted options[2]	20,000,000	24/05/2024	24/05/2028	$ 0.020
Unlisted options	82,500,000	25/06/2024	30/06/2024	$ 0.020
Unlisted options	82,500,000	25/06/2024	1/05/2029	$ 0.008

[1] 15,000,000 unlisted options is subjected to 2 years service for Ian Holland. The remainder 15,000,000 unlisted options is subjected to 2 years service of Ian Holland and 20 day VWAP of $0.05.

[2] 20,000,000 unlisted options is subjected to 3 years service of Ian Hoalland and 20 day VWAP of $0.10.

(c) **Capital Management**

Management controls the capital of the Group in order to maintain a sustainable debt to equity ratio, generate long-term shareholder value and ensure that the Group can fund its operations and continue as a going concern.

The Group's debt and capital include ordinary share capital, and financial liabilities, supported by financial assets.

The Group is not subject to any externally imposed capital requirements.

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

		Consolidated Group	
		2024	2023
	Note	$	$
Total other financial liabilities	16	250,000	250,000
Trade and other payables	15	170,677	175,899
Less cash and cash equivalents	8	(1,152,581)	(770,115)
Net debt		(731,904)	(344,216)
Total equity		6,073,978	5,986,428
Total net debt and equity		5,342,074	5,642,212

Note 18 Capital and Leasing Commitments

	Consolidated Group	
	2024	2023
	$	$
(a) **Exploration Commitments**		
Not longer than 1 year	100,000	100,000
Longer than 1 year and not longer than 5 years	300,000	400,000
Longer than 5 years	-	-
Committed at reporting date but not recognised as liabilities	400,000	500,000

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Note 19 Operating Segments

General Information

Identification of reportable segments

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

Unless stated otherwise, all accounts are reported to the Board of Directors, being the chief decision makers with respect to operating segments, which are determined in accordance with accounting policies that are consistent to those adapted in the annual financial statements of the consolidated entity.

(a) **Segment information**

(i) **Segment performance**

30 June 2024	Adelong Gold $	Challenger $	Brazil $	Platquest $	Total $
REVENUE					
Total segment revenue	-	-	-	-	-
Total segment revenue	-	-	-	-	-
Reconciliation of segment revenue to group revenue					
Other revenue					29,030
Administrative expenses					
Directors' fees					(220,075)
Consultancy fees					(113,982)
Occupancy costs					(19,799)
Travel and marketing costs					(88,337)
Provision for doubtful debts					(967,053)
Other costs					(882,660)
Net loss before tax from continuing operations					(2,262,876)

30 June 2023	Adelong Gold $	Challenger $	Brazil $	Platquest $	Total $
REVENUE					
Total segment revenue	-	-	-	-	-
Total segment revenue	-	-	-	-	-
Reconciliation of segment revenue to group revenue					
Other revenue					7,032
Administrative expenses					
Directors' fees					(176,348)
Consultancy fees					(52,827)
Occupancy costs					(18,317)
Travel and marketing costs					(23,738)
Other costs					(513,305)
Net loss before tax from continuing operations					(777,503)

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Note 19: Operating Segments (continued)

(ii) **Segment assets**

30 June 2024	Adelong Gold $	Challenger $	Brazil $	Platquest $	Total $
Segment assets - opening balance	-	2,689,452	-	-	2,689,452
Segment assets increases for the year:	524,096				524,096
Capital expenditure/exploration	-	193,644	-	-	193,644
	524,096	2,883,096	-	-	3,407,192
Reconciliation of segment assets to group assets					
Unallocated assets:					
— Cash					1,152,581
— Receivables					11,833
— Other assets					571,904
— Other financial assets					667,087
— Asset held for sale					330,000
— Property, plant and equipment					354,058
Total group assets					6,494,655

30 June 2023	Adelong Gold $	Challenger $	Brazil $	Platquest $	Total $
Segment assets - opening balance	-	1,892,780	-	-	1,892,780
Segment assets increases for the year:					-
Capital expenditure/exploration	-	796,672	-	-	796,672
	-	2,689,452	-	-	2,689,452
Reconciliation of segment assets to group assets					
Unallocated assets:					
— Cash					770,115
— Receivables					91,539
— Other assets					669,764
— Other financial assets					1,438,957
— Property, plant and equipment					752,500
Total group assets					6,412,327

(iii) **Segment liabilities**

30 June 2024	Adelong Gold $	Challenger $	Brazil $	Platquest $	Total $
Segment liabilities- opening balance	-	-	-	-	-
	-	-	-	-	-
Reconciliation of segment liabilities to group liabilities					
Unallocated liabilities					
— Trade and other payables					170,677
— Other financial liabilities					250,000
Total group liabilities					420,677

30 June 2023	Adelong Gold $	Challenger $	Platquest $	Alltower $	Total $
Segment liabilities- opening balance	-	-	-	-	-
	-	-	-	-	-
Reconciliation of segment liabilities to group liabilities					
Unallocated liabilities					
— Trade and other payables					175,899
— Other financial liabilities					250,000
Total group liabilities					425,899

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Note 20 Cash Flow Information

	Consolidated Group 2024 $	2023 $
(a) **Reconciliation of Cash Flows from Operating Activities with Profit after Income Tax**		
Profit after income tax	(2,262,876)	(777,503)
Non-cash flows in profit		
- Depreciation	68,442	68,436
- Directors fees capitalised	(103,125)	(90,000)
- Provision for doubtful debts	967,053	-
- Share based payments	243,652	-
Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries:		
Decrease/(Increase) in trade and term receivables	79,706	(19,303)
Decrease/(Increase) in other assets	2,677	(2,741)
Increase/(Decrease) in trade payables and accruals	42,513	(116,964)
Net cash generated by operating activities	(961,958)	(938,075)

Note 21 Events After the Reporting Period

Other than the following, the directors are not aware of any significant events since the end of the reporting period.

On 8 July 2024, the Company announced it had settled the Convertible Note on issue via cash payment of $250,000 plus accrued interest of $8,657.53.

On 11 July 2024, the Company sought quotation on 547,083,335 unlisted options with an exercise price of $0.02 and expiry date of 30 June 2026. Quotion on an addition 465,000,000 unlisted options with an exercise price of $0.008 and expiry date of 1 May 2029 were also sought.

On 14 August 2024, the Company announced that it had executed a binding agreement with Cosmo Gold Limited and Sarama Resources Limited to accept fully paid ordinary shares and options in Sarama Resources Limited in full settlement of the loan obligations owed by Cosmo Gold Limited to the Company.

Note 22 Related Party Transactions

Related Parties

(a) The Group's main related parties are as follows:

i. **Key Management Personnel:**

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity are considered key management personnel.

The aggregate compensation made to directors and other members of key management personnel of the Company and the Group is set out below:

	2024 $	2023 $
Short-term employee benefits	323,200	326,348
Accounting and Secretarial fees	60,000	60,000
	383,200	386,348

ii. **Other Related Parties**

Other related parties include entities controlled by the ultimate parent entity and entities over which key management personnel have joint control.

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Note 22: Related Party Transactions (continued)

(b) Transactions with related parties:

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other

The following transactions occurred with related parties:

		Consolidated Group	
		2024	2023
		$	$
i.	**Director related entities**		
-	Consulting and Directors' fees paid to Tomik Nominees Pty Ltd, of which Mr Ian Hastings is a director and shareholder	121,000	102,000
-	Consulting and Directors' fees paid to China Connect, of which Mr Mitchell is the owner	50,000	120,000
-	Consulting and Directors' fees paid to Ausnom Pty Ltd, of which Mr Chegwidden is a director and shareholder	24,000	27,000
-	Consulting and Directors' fees paid to Modern Mag Pty Ltd, of which Mr Ward is a director and shareholder	-	17,348
-	Accounting and Secretarial fees paid to DW Accounting & Advisory Pty Ltd, of which Mr Andrew Draffin is a director and shareholder	60,000	60,000
ii.	**Reimbursement Transactions with related parties**		
	Reimbursement of business expenses incurred by the Company and initially settled by Mr Ian Holland. All expenses were incurred on an arm's length basis.	7,079	-
	Reimbursement of business expenses incurred by the Company and initially settled by Mr Ian Hastings. All expenses were incurred on an arm's length basis.	66,770	15,745
	Reimbursement of business expenses incurred by the Company and initially settled by China Connect, of which Mr Peter Mitchell is a director and Shareholder. All expenses were incurred on an arm's length basis.	2,052	113,537
	Reimbursement of business expenses incurred by the Company and initially settled by Modern Mag Pty Ltd , of which Mr Justin Ward is a director and Shareholder. All expenses were incurred on an arm's length basis.	-	697
	Reimbursement of business expenses incurred by the Company and initially settled by DW Accounting & Advisory Pty Ltd , of which Mr Andrew Draffin is a director and Shareholder. All expenses were incurred on an arm's length basis.	7,180	19,170

(c) Amounts outstanding to related parties

	Consolidated Group	
	2024	2023
	$	$
Tomik Nominees Pty Ltd	26,400	26,400
China Connect	-	33,000
Ausnom Pty Ltd	-	6,600
Modern Mag Pty Ltd	-	6,600
DW Accounting & Advisory Pty Ltd	5,000	16,500
	31,400	89,100

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Note 23 Financial Risk Management

The Group's financial instruments consist mainly of deposits with banks, local money market instruments, short-term investments, accounts receivable and payable, bills, leases, preference shares and derivatives.

The totals for each category of financial instruments, measured in accordance with AASB 9: *Financial Instruments* as detailed in the accounting policies to these financial statements, are as follows:

	Note	Consolidated Group 2024 $	2023 $
Financial Assets			
Financial assets at amortised cost			
— cash and cash equivalents	8	1,152,581	770,115
— trade and other receivables	9	11,833	91,539
— other financial assets	11	571,904	1,438,957
Total Financial Assets		1,736,318	2,300,611
Financial Liabilities			
Financial liabilities at amortised cost			
— trade and other payables	15	170,677	175,899
— other financial liabilities	16	250,000	250,000
Total Financial Liabilities		420,677	425,899

Financial Risk Management Policies

Specific Financial Risk Exposures and Management

The main risks the Group is exposed to through its financial instruments are credit risk, liquidity risk and market risk consisting of interest rate risk, foreign currency risk and other price risk (commodity and equity price risk). There have been no substantive changes in the types of risks the Group is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

a. Credit risk

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

The Group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The credit risk on liquid funds and derivative financial instruments is limited as the counterparties are banks with high credit ratings assigned by international credit rating agencies.

The carrying amount of financial assets recorded in the financial statements, net of any allowances for losses, represent the Group's maximum exposure to credit risk.

Significant increase in credit risk for financial instruments

The Company evaluates and compares the risk of a default on a financial instrument at the reporting date with the risk of a default on the financial instrument at the date of initial recognition. To support the evaluation process, the Company takes into consideration both quantitative and qualitative information that is reasonable and justifiable, including past experience and prospective information that is publicly available. Prospective information taken into consideration includes the future volatility of the industries in which the Company's debtors are in, obtained from industry expert reports, financial news report, governmental bodies, as well as taking into consideration multiple external sources of current and future economic information that Company's core operations can relate to.

b. Liquidity risk

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The Group manages this risk through the following mechanisms:
• preparing forward-looking cash flow analyses in relation to its operating, investing and financing activities;
• maintaining a reputable credit profile;

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Note 23: Financial Risk Management (continued)

Financial liability and financial asset maturity analysis

Consolidated Group	Within 1 Year 2024 $	Within 1 Year 2023 $	1 to 5 years 2024 $	1 to 5 years 2023 $	Over 5 years 2024 $	Over 5 years 2023 $	Total 2024 $	Total 2023 $
Financial liabilities due for payment								
Trade and other payables	170,677	175,899	-	-	-	-	170,677	175,899
Other financial liabilities	250,000	250,000	-	-	-	-	250,000	250,000
Total expected outflows	420,677	425,899	-	-	-	-	420,677	425,899

Consolidated Group	Within 1 Year 2024 $	Within 1 Year 2023 $	1 to 5 years 2024 $	1 to 5 years 2023 $	Over 5 years 2024 $	Over 5 years 2023 $	Total 2024 $	Total 2023 $
Financial Assets - cash flows realisable								
Cash and cash equivalents	1,152,581	770,115	-	-	-	-	1,152,581	770,115
Trade, term and loan receivables	11,833	91,539	-	-	-	-	11,833	91,539
Other financial assets	571,904	1,438,957	-	-	-	-	571,904	1,438,957
Total anticipated inflows	1,736,318	2,300,611	-	-	-	-	1,736,318	2,300,611
Net (outflow) / inflow on financial instruments	1,315,641	1,874,712	-	-	-	-	1,315,641	1,874,712

c. Market Risk

i. *Interest rate risk*

The Group's exposure to market risk primarily consists of financial risks associated with changes in interest rates as detailed below. As the level of risk is low, the Group does not use any derivatives to hedge its exposure.

The Group is exposed to interest rate risks as it holds funds at variable interest rates.

The Group holds no borrowed funds.

ii. *Foreign currency risk*

Exposure to foreign currency risk may result in the fair value or future cash flows of a financial instrument fluctuating due to movement in foreign exchange rates of currencies in which the Group holds financial instruments which are other than the AUD functional currency of the Group.

Sensitivity Analysis

The following table illustrates sensitivities to the Group's exposures to changes in interest rates, exchange rates and commodity and equity prices. The table indicates the impact of how profit and equity values reported at the end of the reporting period would have been affected by changes in the relevant risk variable that management considers to be reasonably possible.

These sensitivities assume that the movement in a particular variable is independent of other variables.

	Consolidated Group Profit	Consolidated Group Equity
Year ended 30 June 2023	**$**	**$**
+/- 0.75% in interest rates	-	-

	Consolidated Group Profit	Consolidated Group Equity
Year ended 30 June 2024	**$**	**$**
+/- 0.75% in interest rates	5,776	5,776

There have been no changes in any of the methods or assumptions used to prepare the above sensitivity analysis from the prior year.

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Note 23: Financial Risk Management (continued)

Fair Values

Fair value estimation

The Directors consider that the carrying amounts of financial assets and liabilities recorded at cost less any accumulated impairments in the financial statements approximates their fair values.

The fair values of financial assets and financial liabilities are determined as follows:

- Other financial assets and financial liabilities are determined in accordance with generally accepted pricing models.

Fair value estimation

The fair values of financial assets and financial liabilities are presented in the following table and can be compared to their carrying amounts as presented in the statement of financial position. Fair value is the amount at which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

Differences between fair values and carrying amounts of financial instruments with fixed interest rates are due to the change in discount rates being applied by the market since their initial recognition by the Group.

	Note	2024		2023	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
Consolidated Group		$	$	$	$
Financial assets					
Financial assets at amortised cost:					
Cash and cash equivalents	9	1,152,581	1,152,581	770,115	770,115
Trade and other receivables	10	11,833	11,833	91,539	91,539
Other financial assets	11	571,904	571,904	1,438,957	1,438,957
Total financial assets		1,736,318	1,736,318	2,300,611	2,300,611
Financial liabilities at amortised cost					
Trade and other payables	15	170,677	170,677	175,899	175,899
Other financial liabilities	16	250,000	250,000	250,000	250,000
Total financial liabilities		420,677	420,677	425,899	425,899

(i) Cash and cash equivalents, trade and other receivables, and trade and other payables are short-term instruments in nature whose carrying amounts are equivalent to their fair values.

Note 24 Asset held for sale

	Consolidated Group	
	2024	2023
	$	$
33 Ryans Road, Adelong	330,000	-
	330,000	-

On 19 June 2024, the Company announced that it had engaged an agent to facilitate the sale of 33 Ryans Road, Adelong, a non-core property of the Group.

Note 25 Reserves

a. **Option Reserve**

The option reserve records items recognised as expenses on valuation of employee share options and options issued as a result of

	Consolidated Group	
	2024	2023
	$	$
Balance at the beginning of the year	13,246	13,246
Issue of options during the year	283,075	-
Expiry of options during the year	(13,246)	-
Balance at the end of the year	283,075	13,246

The reserve arisen on the grant of share options to third parties as equity based payments and the issue of options as a result of a capital raise exercise.

Note 25: Reserves (continued)

b. **Foreign Currency Translation Reserve**

The foreign currency translation reserve records exchange differences arising on translation of a foreign controlled subsidiary.

	Consolidated Group	
	2024	**2023**
	$	**$**
Balance at the beginning of the year	227	227
Foreign currency movements during the year	-	-
Balance at the end of the year	227	227

c. **Total Reserves**

Option reserve	283,075	13,246
Foreign currency translation reserve	227	227
	283,302	13,473

Note 26 Economic Dependency

All subsidiaries and controlled entities are dependent on the Parent Company, Adelong Gold Limited.

Note 27 Company Details

The registered office of the company is:

Adelong Gold Limited
Level 4
91 William Street
Melbourne Vic 3000

The principal places of business are:

Adelong Gold Limited
Level 4
91 William Street
Melbourne Vic 3000

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ADELONG GOLD LIMITED AND CONTROLLED ENTITIES
ABN: 15 120 973 775
CONSOLIDATED ENTITY DISCLOSURE STATEMENT

Name of entity	Type of entity	Trustee, partner, or participant in JV	% share capital	Country of Incorporation	Australian resident or foreign resident	Foreign jurisdiction(s) of foreign residents
Adelong Gold Limited	Body Corporate	N/A	100	Australia	Australian	N/A
Platquest Resources Pty Ltd	Body Corporate	N/A	100	Australia	Australian	N/A
Challenger Mines Pty Ltd	Body Corporate	N/A	100	Australia	Australian	N/A
Adelong Gold Brasil Ltda.	Body Corporate	N/A	100	Australia	Foreign	Brazil

Basis of Preparation

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the Corporations Act 2001. It includes certain information for each entity that was part of the consolidated entity at the end of the financial year.

Determination of Tax Residency

Section 295 (3A) of the Corporation Acts 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involves judgment as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

Australian tax residency

The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Tax Ruling TR 2018.

Foreign tax residency

Where necessary and if required, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in determining tax residency and ensure compliance with applicable foreign tax legislation.

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ADELONG GOLD LIMITED AND CONTROLLED ENTITIES
ABN: 15 120 973 775
DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Adelong Gold Limited, the directors of the company declare that:

1. the financial statements and notes, as set out on pages 11 to 35, are in accordance with the Corporations Act 2001 and:

   (a) comply with Australian Accounting Standards applicable to the entity, which, as stated in accounting policy Note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards; and

   (b) give a true and fair view of the financial position as at 30 June 2024 and of the performance for the year ended on that date of the consolidated group;

2. the consolidated entity disclosure statement is true and correct;
3. in the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and
4. the directors have been given the declarations required by section 295A of the *Corporations Act 2001* from the Chief Executive Officer and Chief Financial Officer.

Director

Mr Ian Holland

Dated this 26 September 2024

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AUDIT

Level 13, Freshwater Place, 2 Southbank Boulevard,
Southbank VIC 3006

Phone: 03 9690 5700
Facsimile: 03 9690 6509
Website: www.morrows.com.au

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ADELONG GOLD LIMITED

Report on the Financial Report

Opinion

We have audited the financial report of Adelong Gold Limited, (the Company and its subsidiaries (the Group)), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, 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 2024 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 auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1(e) in the financial report which indicates that the ability of the Company to continue as a going concern is dependent upon the ability of the Company to secure funds by raising capital from equity markets and managing cashflow in line with available funds. The events and conditions, including the loss for the period, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern and therefore the Company may be unable to realise its assets and discharge its liabilities in the normal course of business at amounts stated in the financial report.

Our opinion is not modified in respect of this matter.

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ADELONG GOLD LIMITED

Key Audit Matters

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

Key audit matter	How our audit addressed the key audit matter
1) Carrying value of Capitalised Exploration Expenditure Refer to Note 10 **($3,407,192**)	
Capitalised Exploration Expenditure relates to costs incurred in relation to the various tenements. For the financial year ended 30 June 2024, the Directors have assessed and determined that no further write off or impairment is required.	The auditor's procedures included: • obtaining a copy of the Directors' assessment of the carrying value of capitalised Exploration Expenditure and reviewing and challenging assertions made by the Directors. • discussing with Directors the existence of any potential impairment indicators, including if: i. the period for which the entity has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed; ii. substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned; iii. exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; iv. sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale; v. significant changes with an adverse effect on the entity have taken place during the period, or will take place in the near future, in the technological, market, economic or legal environment in which the entity operates or in the market to which an asset is dedicated; vi. the carrying amount of the net assets of the entity is more than its market capitalisation; and vii. evidence is available of obsolescence or physical damage of an asset.

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ADELONG GOLD LIMITED

Key Audit Matters (continued)

Key audit matter	How our audit addressed the key audit matter
2) Recoverability of loan to Cosmo Gold Limited Refer to Note 11 **($ 571,904**)	
A loan is receivable from Cosmo Gold Limited. For the financial year ended 30 June 2024, the Directors have assessed and determined that an impairment was required on the loan owing from Cosmo Gold Limited.	The auditor's procedures included: • obtaining a copy of the loan agreement • ensuring that the loan has been recorded in the financial records of Cosmo Gold Limited • discussing with Directors the existence of any potential impairment indicators • discussing with Directors their basis of ascertaining the impairment amount and that the remaining unimpaired loan balance is fully recoverable • obtaining a signed management representation letter to support the Directors' assessment that the remaining loan balance (after impairment) is fully recoverable.

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ADELONG GOLD LIMITED

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2024 but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

The Directors are responsible for the preparation of:

- the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001; and
- the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and

for such internal control as the Directors determine is necessary to enable the preparation of:

- the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

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

The Directors are responsible for overseeing the Group's financial reporting process.

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ADELONG GOLD LIMITED

Auditor's Responsibility 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/auditors_responsibilities/ar1.pdf. This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in included in the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Adelong Gold 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.

MORROWS AUDIT PTY LTD

A.M. FONG
Director
Melbourne: 26 September 2024

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The following information is current as at 20 September 2024:

1. **Shareholding**

a. **Distribution of Shareholders**

Category (size of holding)	No. of Holders	No. of Ordinary Shares
1 – 1,000	124	81,896
1,001 – 5,000	139	410,088
5,001 – 10,000	323	2,793,627
10,001 – 100,000	1,340	54,389,482
100,001 – and over	787	1,060,313,864
	2,713	1,117,988,957

b. The number of shareholdings held in less than marketable parcels is 1,989. (2023: 1,840) with a combined total of 64,766,703 securities (2023: 40,525,794)

c. The names of the substantial shareholders listed in the holding company's register are:

Shareholder	Number	
	No. of Ordinary Shares	% Held of Issued Capital
MR PETER ANDREW PROKSA	122,500,000	10.96%
MS CHUNYAN NIU	103,186,555	9.23%

d. **Voting Rights**

The voting rights attached to each class of equity security are as follows:

Ordinary shares

- Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

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e. 20 Largest Shareholders — Ordinary Shares

	Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1.	MR PETER ANDREW PROKSA	122,500,000	10.96%
2.	MS CHUNYAN NIU	103,186,555	9.23%
3.	TOMIK NOMINEES PTY LTD	28,333,333	2.53%
4.	SABA NOMINEES PTY LTD <SABA A/C>	25,718,240	2.30%
5.	MR PETER ROBERT MITCHELL + MRS ROBIN MARY MITCHELL <P & RM FUND A/C>	24,830,135	2.22%
6.	MS SIHOL MARITO GULTOM	24,500,000	2.19%
7.	JULIA AUSTRALIA PTY LTD <JJJ & Z FAMILY A/C>	23,777,777	2.13%
8.	R & C HASTINGS PTY LTD <R & C HASTINGS S/F A/C>	21,361,288	1.91%
9.	MR IVAN VANIS	20,000,000	1.79%
10.	MR MENA HABIB	18,333,333	1.64%
11.	CITICORP NOMINEES PTY LIMITED	17,568,884	1.57%
12.	MR DRAGOSLAV JEVTIC + MRS NICOLE JEVTIC	16,700,000	1.49%
13.	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	14,198,769	1.27%
14.	MR RAFAEL VIOLA MOTTIN	12,500,000	1.12%
15.	LOK INVESTMENTS PTY LTD <LOK FAMILY A/C>	12,000,000	1.07%
16.	MR MINA GREISS	11,595,235	1.04%
17.	MR HUIYANG ZHU	9,900,000	0.89%
18.	MR TAMER FANOUS	9,668,413	0.86%
19.	DW ACCOUNTING & ADVISORY PTY LTD	8,750,099	0.78%
20.	PANJETA INVESTMENT GROUP PTY LTD <THE PANJETA A/C>	8,000,000	0.72%
		533,422,061	47.71%

2. The name of the company secretary is Andrew John Draffin.

3. The address of the principal registered office in Australia is Level 4, 91 William Street, Melbourne Vic 3000. Telephone (03) 8611 5320.

4. Registers of securities are held at the following addresses

   Computershare Limited
   Level 2, 45 St Georges Terra
   Perth WA 6000

5. **Stock Exchange Listing**

   Quotation has been granted for all the ordinary shares of the company on all Member Exchanges of the Australian Securities Exchange Limited.