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ARCADIA minerals

ARCADIA MINERALS Limited

Financial Report

for the 6 months ended
31 December 2023

Registration Number 68211
(Incorporated in Guernsey)
ARBN 646 114 749

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CORPORATE DIRECTORY

Board of Directors

Mr Jurie Hendrik Wessels - Executive Chairman
Mr Philip Le Roux - Chief Executive Officer and Director
Mr Johan Le Roux - Non-Executive Director
Mr Michael Davy - Non-Executive Director
Mr Andrew Law - Non-Executive Director

Local Agent & Australian Company Secretary

Onyx Corporate Pty Ltd, Ms Kyla Garic
Registered office in Australia and Local Agent Address
Suite 7, 63 Shepperton Road
Victoria Park WA 6100
Telephone: + 61 8 6158 9990

Guernsey Corporate Secretary

Oak Securities Limited
Registered office in Guernsey
Oak House, Hirzel Street
St Peter Port
Guernsey GY1 3RH

Auditors

RSM Australia Pty Ltd
Level 32, Exchange Tower
2 The Esplanade
Perth WA 6000

Share Registry

Automic Share Registry
Level 2/267 St Georges Terrace
Perth WA 6000
Telephone: +61 1300 288 664

Email:

info@arcadiaminerals.global

Website:

www.arcadiaminerals.global

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The Directors of Arcadia Minerals Limited ("**the Company**") present their report, together with the financial statements on the consolidated entity consisting of Arcadia Minerals Limited and its controlled entities for the half-year ended 31 December 2023 ("**the Period**").

It is recommended that the Report be read in conjunction with the annual financial statements for the period 30 June 2023 and considered together with any public announcements made by the Company during the Period and up to the date of this report.

1. DIRECTORS

The names of the Company's Directors who held office from 1 July 2023 until the date of this report are set out below. The Directors were in office for this entire period unless otherwise stated:

Name	Status	Appointment/ Resignation
Mr Jurie Hendrik Wessels	Executive Chairman	Appointed on 6 October 2020
Mr Philip Le Roux	Chief Executive Officer and Director	Appointed on 1 December 2020
Mr Johan Le Roux	Non-Executive Director	Appointed on 6 October 2020
Mr Michael Davy	Non-Executive Director	Appointed on 6 October 2020
Mr Andrew Law	Non-Executive Director	Appointed 24 September 2021

2. REVIEW OF OPERATIONS AND ACTIVITIES

Arcadia Minerals is a Namibia-focused diversified exploration company, which is domiciled in Guernsey. The Company is a diversified exploration Company targeting a suite of battery metal projects aimed at Lithium, Tantalum, Nickel, Copper and Gold.

Management and the Board developed a three pillar strategy to provide investors and shareholders with access to the opportunities presented in the mining industry.

- Pillar One, Potential development and exploitation of a cash generating asset **(Pillar One)**,
- Pillar Two, Use of the potential cash resources from pillar one to explore and potentially transform the Company's assets **(Pillar Two)** and
- Pillar Three, utilise and develop human capital of industry specific experience tied with a history of project generation to bring projects into production **(Pillar Three)**

The projects within the portfolio include:

1. **The Swanson Mining Project** – advanced Tantalum mining project which is currently under construction and expected to be in production by Q1 2025.
2. **Bitterwasser Brines Project** – prospective for lithium-in-brines, first phase drilling program has been completed and results are pending.
3. **Bitterwasser Clays Project** – prospective for lithium-in-clays, which contains a JORC Mineral Resource over which a pre-economic assessment (PEA) is expected to be conducted to determine high level economics.
4. **Kum-Kum Nickel Project** – prospective for Nickel, Copper, and Platinum group elements.
5. **TVC Lithium and Tantalum Project** – prospective for hard rock Lithium and Tantalum over circa. 200 pegmatites identified through remote sensing and limited field mapping, which is currently undergoing geochemical sampling and mapping with the objective of drilling the prospective pegmatites.
6. **Karibib Project** – prospective for Copper and Gold, which is expected to be explored further through scout drilling and trenching.

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2. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

Exploration activities during the 6-month period ending 31 December 2023 are set out below:

Swanson Tantalum/ Lithium Project (Swanson)

The Company secured construction funding for the Swanson Project through a subscription agreement with Hebei Construction **(Hebei).** Hebei is to construct a plant, the necessary infrastructure and conduct the works to execute mine development and the commissioning of a Multi Gravity Separation plant **(MGS)**. The funding of the construction is to be for a minimum value of US $7 million dollars, which is to be expended by Hebei in return for a 38% equity interest in Orange River Pegmatite (Pty) Ltd, which company is the holder of Mining License 223. Hebei will only earn the interest at consistent production of a Ta_2O_5 rich concentrate at a recovery grade of no less than 65% from approximately 12,000 tons of feed material per month.

Construction continued to progress during the half year with progress focused on road construction and the finalisation of design work for the water pipeline, power supply line, civil works for the plant and the procurement of processing equipment. Most of the processing equipment, including all long lead items, have already been ordered and are expected to arrive on site from April 2024, with longer lead items such as the spiral circuit and MGS expected to arrive from June 2024.

From an exploration point of view, the Swanson Mining Project is expected to be explored further over the rest of ML223 where 5 pegmatites of 15 have been extensively explored for the purposes of constituting a Mineral Resource for the mine. In addition, it is expected that the Swanson Mining Project is to be the primary processing location for ore that may be discovered over the TVC Lithium and Tantalum Pegmatite Project where 200 known pegmatites are believed to be situated over Exclusive Prospecting Licenses 5047 and 7295. Eight of the pegmatites were explored by the company through fieldwork during the half year. Forty-eight rock chip samples were taken over the explored pegmatites where outcrops were available.

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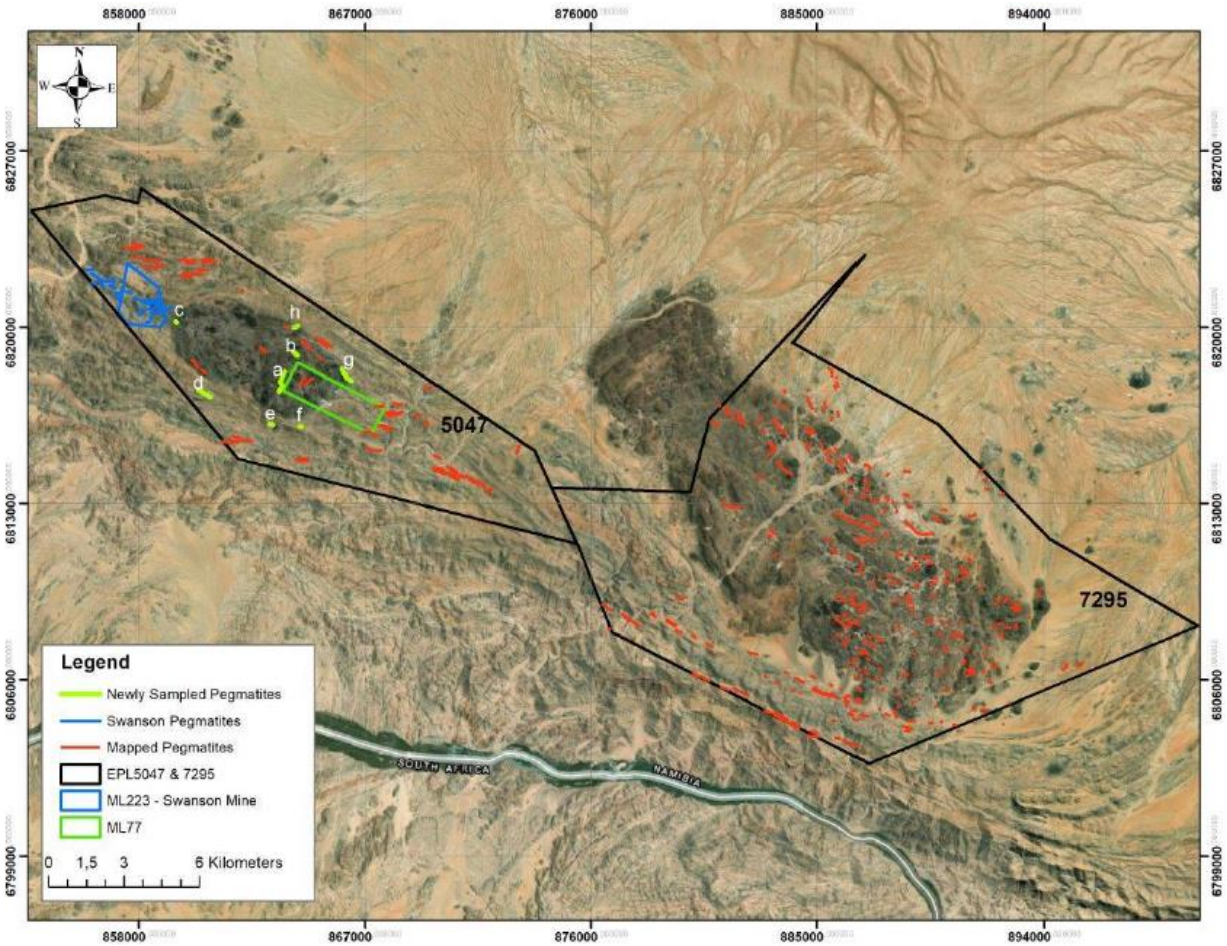
2. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

Map 1: Pegmatite field over the Licenses, including the Swanson pegmatite swarm (in blue) and location of the eight pegmatite sampled during work conducted in the half year (yellow)



Of the eight pegmatites explored, three pegmatites (Pegmatite A, D and G - refer to Map 1) showed elevated Tantalum mineralisation. Eleven of the 48 samples taken over the pegmatites delivered grades of more than 233ppm Ta2O5, which also happens to be the cut-off grade used for the Swanson Mineral Resource[1].

[1] Refer to ASX announcement 22 September 2023 "*Additional mineralized pegmatites identified near Swanson*"

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3. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

Best and average assay results for each of the eight pegmatites are shown in the table below[2].

Table 1: Best and average grades for Tantalum and Lithium of sampled Pegmatites

Pegmatite No.	No. of Samples	Highest Ta2O5 (ppm)	Highest LiO2 (ppm)	Average Ta2O5 (ppm)	Average LiO2 (ppm)
A	5	1310	92	753	42
B	1	8	11	8	11
C	1	18	<10	18	<10
D	14	21839	2171	2015	738
E	1	15	26	15	26
F	1	66	368	66	368
G	23	2498	285	192	106
H	2	8	17	7	13

The pegmatites with mineralisation will be explored further to possibly add to the Tantalum Mineral Resources of the area in close proximity to the Swanson Tantalum Mine.

Bitterwasser Lithium Clays Project

During the half year, Arcadia Minerals' 50%-owned subsidiary, Brines Mining and Exploration Namibia (Pty) Ltd **(BME)**, exercised the second option and completed the acquisition of the entire issued share capital of Bitterwasser Lithium Exploration (Pty) Ltd **(BLE)**, thereby increasing the BME interest in the Bitterwasser Lithium Clay Project to 100%[2]. BLE is the owner of three exploration licenses. A total of fourteen pans are located over the licenses. Resource drilling has been conducted over two of the pans which resulted in a combined **JORC inferred Mineral Resource of 327,284 tons of LCE**[3].

Further exploration activities continued over the Eden pan clay deposit during the half year. Infill drilling at the Eden pan included 26 infill holes for ~213m over a 250m drill spacing, which drilling was completed in November 2023 (refer to Figure 1). The Eden pan, which is 1,831 Hectares in extent, is one of 14 exposed clay pans located within the Bitterwasser Lithium in Clay Project area. Prior drilling totalled to 80 holes over a 500m grid spacing and resulted in a JORC[2] Mineral Resource of 85 million tons of mineralised ore at a cut-off grade of 500ppm Li for **286,909-tonnes of Lithium Carbonate (LCE),** which were wholly classified in the Inferred Category. All the geological units previously intersected in the inferred resource area were also intersected and logged during the infill drilling campaign.

A total of 155 clay samples and 13 Quality Control samples were taken from the holes drilled during the infill drilling program and were sent to Scientific Services in South Africa for analyses. The Company expects that sample results are to be complementary to possibly update the Mineral Resource statement over the Eden pan, which is anticipated to be reviewed during the next few months. If the Mineral Resource are updated to an indicated mineral resource category, mining related studies could commence with the aim of converting the resource into a reserve for the Eden pan.

Around 140kg of middle unit clay material has also been generated by this phase of drilling and were being used for additional metallurgical test work. Test work included Fines Optimised Heap Leach (FOHL) laboratory tests of the Bitterwasser Clays to assess the viability of the FOHL leach process as an alternative to conventional containerised leach processes. Initial results of the FOHL process were inconclusive but further test work are being undertaken.

[2] Refer to ASX announcement 22 September 2023 "Completion of Acquisition of Lithium Clay Project"

[3] Refer to ASX announcement 2 May 2023 "*Maiden Resource at Madube Pan increase Lithium Resource to 327,000 LCE tons*"

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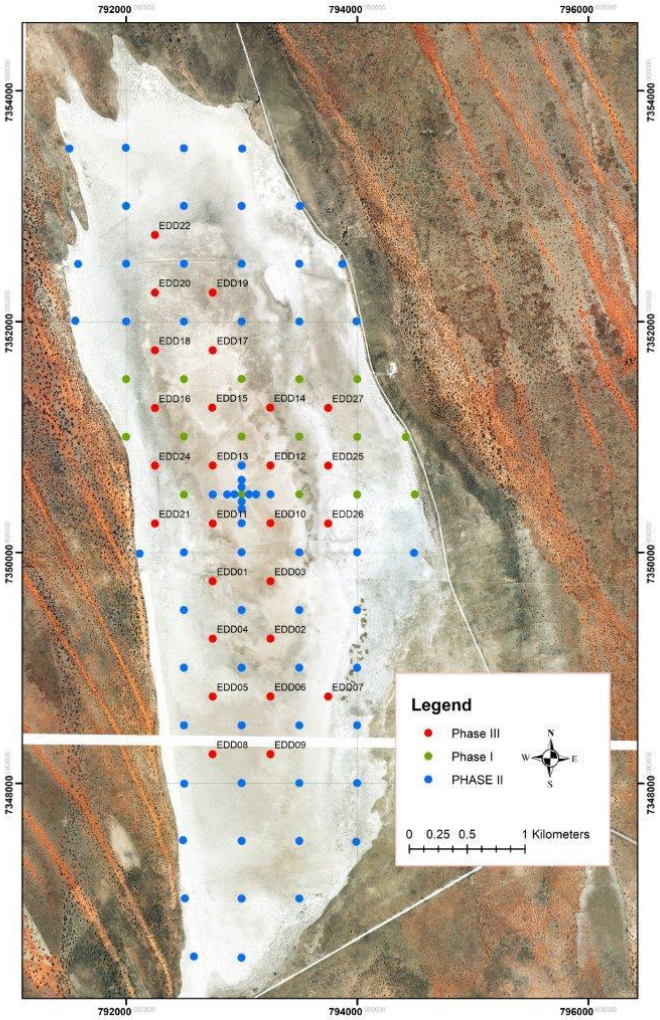
2. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

Figure 1: Map showing the location of all three phase of drilling over the Eden pan[2]



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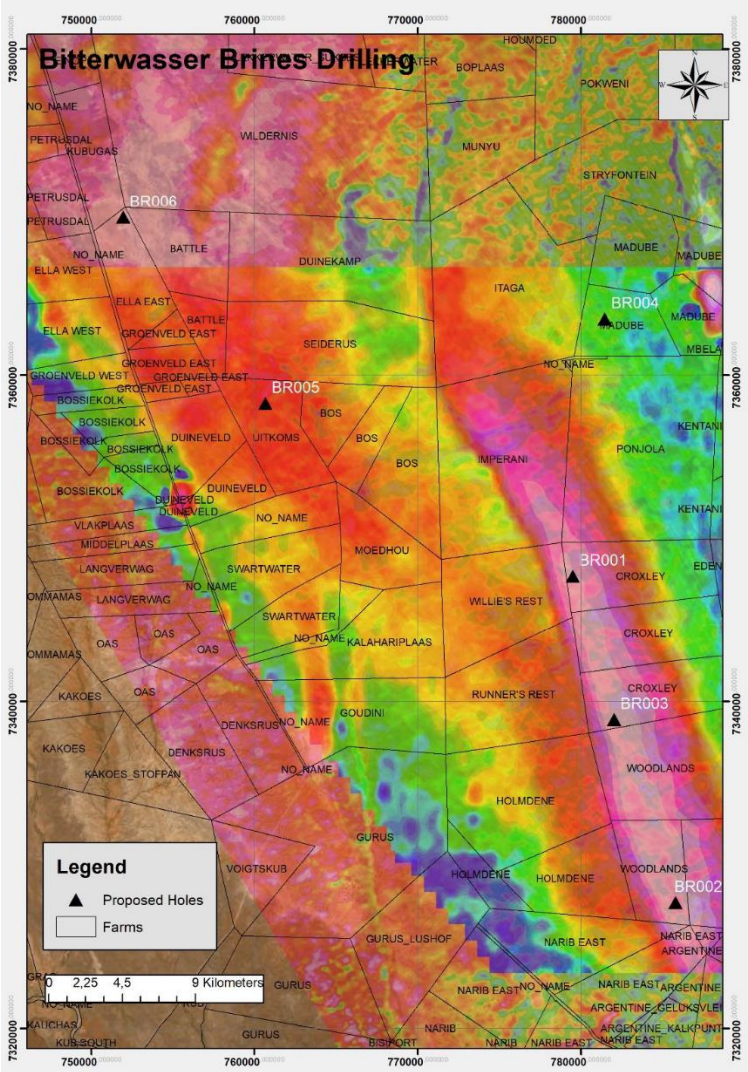
2. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

Bitterwasser Lithium Brine Project

During the half year, the Company appointed Hammerstein Drilling Company (Pty) Ltd to drill 9 vertical drill holes sited at 6 locations in the Bitterwasser Basin. The drill sites were identified in consultation with Brisbane based hydrogeologists Klohn Crippen Berger **(KCB)** by referencing the results of a geophysical survey[4] conducted by the Company over the project area, an additional geophysical interpretation by KCB and the results of a stratigraphic drilling campaign concluded in April 2023[5].

The KCB geophysical interpretation identified two distinct aquifers in the Bitterwasser Basin with varying electroconductive signatures. By drilling two holes per site in the main anomaly, the Company aimed to target both aquifers.

Figure 2: Location Map of Drilling[1]



[4] Refer to ASX Announcement 6 February 2023 "*Geophysical interpretation defines drill targets for Lithium Brines*"
[5] Refer to ASX Announcement 17 May 2023 "*Mineralised Lithium Brines and Shallow Clays Discovered at Bitterwasser*

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2. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

Table 2: Drilling Locations

Name	X UTM	Y UTM	Twin holes	Target
BR001	779532	7347703	Pair holes (Shallow and Deep)	EM Anomaly
BR002	785816	7327708	Pair holes (Shallow and Deep)	EM Anomaly
BR003	782063	7338894	Pair holes (Shallow and Deep)	EM Anomaly
BR004	781481	7363432	Shallow	Scout Target
BR005	760693	7358266	Shallow	Scout Target
BR006	751967	7369676	Shallow	Mag. Anomaly

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The borehole locations of BR001 to BR005 were selected to:

- Characterise groundwater quality within the Bitterwasser Half-Graben;
- Characterise the hydraulic properties of the two aquifers associated with unconsolidated and consolidated formations; and
- Determine groundwater levels in the consolidated and unconsolidated graben material and vertical gradients between these units.

The objective of drilling the boreholes in the Bitterwasser Half-Graben were to:

- Conduct in-situ down hole water quality and mineralisation measurements to possibly determine mineralisation grades;
- Conduct step and constant rate discharge tests (pump rates) to obtain aquifer volume parameters to assist in Mineral Resource estimation;
- Determine groundwater levels in the different lithological units and vertical gradients between units;
- Facilitate data collection to allow updates to the hydrogeological conceptual model;
- Identify data gaps and inform the scope of future drilling programs; and
- Serve as long term monitoring boreholes to allow time-variant characterisation of groundwater levels and quality;

Hole BR006 is an exploration hole where drilling were to aim at identifying the geological characteristics of the large circular geophysical anomaly believed to be either an extinct Volcano (functioning as a likely source of Lithium mineralisation) or a magnetic intrusion exhibiting carbonatite features. This hole was not drilled, but will be drilled in the near future after assessment of the results of the holes drilled at BR001, BR002 and BR003.

Two holes were drilled at each of BR001, BR002 and BR003. Casing has been installed to ensure boreholes remain open during drilling, sampling, and testing. Factory manufactured thread-jointed non-corrosive casing and screens have been used for borehole retention and construction. In addition, special perforated screens with apertures compatible with the host gravel were used and suitable stabiliser have been applied where required to ensure holes stay intact.

2. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

The following stratigraphic conditions were encountered during drilling:

- Aeolian (windblown) sands to a depth of between 2m to 4m;
- Groundwater level at about 15m to 20m below surface;
- Unconsolidated conglomerate interbedded with loose sand to a depth of between 35m and 70m (the upper Aquifer);
- Semi-consolidated sandstone and mudstone, with layers of unconsolidated mud and sand for depths between 70m and 150m (the lower Aquifer), and;
- Basalt basement underlying the consolidated graben sediments.

Figure 3: Photo of HydraSleeve[1]

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2. REVIEW OF OPERATIONS AND ACTIVITIES (continued)

Figure 4: Photo of drilling operations underway[1]

3. SWANSON TANTALUM AND LITHIUM MINERAL RESOURCE ESTIMATES AND ORE RESERVE

Mineral Resources

Mineral Resources have been classified in accordance with the guidelines and procedures for classifying the reported Mineral Resource in accordance with 2012 Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves ("JORC Code, 2012").

Swanson Tantalum Project Mineral Resource and Ore Reserve

The mineral resource for the Swanson Tantalum project has not changed from the last reported balance, a JORC Mineral Resource of 2.59Mt at an average grade of 486g/t Ta_2O_5, 73g/t Nb_2O_5 and 0.15% Li_2O which was derived from 52 drillholes drilled over 10 pegmatites.

TABLE 3: SWANSON TANTALUM PROJECT MINERAL RESOURCE (JORC 2021)

D, E and F classification	Area	Tonnes (kt)	Ta_2O_5 Content (Tonnes)	Ta_2O_5 ppm	Nb_2O_5 ppm	Li_2O %
Indicated	Total D	568	207	365	87	0.27
Indicated	Total EF	577	334	578	65	0.07
Subtotal Indicated		**1,145**	**541**	**472**	**76**	**0.17**
Inferred	Total D	444	162	365	79	0.34
Inferred	Total EF	995	554	557	69	0.00
Subtotal Inferred		**1,439**	**716**	**498**	**72**	**0.14**

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3. MINERAL RESOURCE ESTIMATES AND ORE RESERVE (continued)

The ore reserve for the Swanson Tantalum project has not changed from the last reported balance.

TABLE 4: PROVEN AND PROBABLE ORE RESERVES FOR THE SWANSON PEGMATITES

D & E F Ore Reserve	Area	Mass (kt)	Ta_2O_5 (ppm)	Li_2O (%)	Ta_2O_5 (tonnes)
Proved	Total D Total EF	0	0	0	0
	Subtotal	**0**	**0**	**0**	**0**
Probable	Total D	409	347	0.23%	142
	Total EF	457	550	0.07%	251
	Subtotal	**866**	**454**	**0.15%**	**393**

Note: Ore Resources are reported at 236 ppm Ta_2O_5 cut-off. Only Lithium from the D Pegmatite is included.

Bitterwasser Prospective for Lithium in Clays Mineral Resource

On 24 August 2022[6], it was announced that the previous JORC Mineral Resource released on 3 November 2021 has been revised following the Phase 2 drilling program and comprises an updated JORC Mineral Resource defined over Eden Pan of 85.2 million tonnes @ 633ppm for 286,909t Li2CO3 (LCE) wholly classified in the Inferred Category. This updated resource represents a ~560% increase in resource and 430% increase in metal content.

TABLE 5: BITTERSWASSER LITHIUM PROJECT MINERAL RESOURCE FOR EDEN PAN (JORC 2012)

Category	Unit	Tonnage (ton)	Grade (Li ppm)	Contained (Li ton)
Cut-off Grade of 500 ppm Li				
Indicated	Upper	-	-	-
	Middle	-	-	-
	Total Indicated	-	-	-
Inferred	Upper	28,192,877	556.86	15,699
	Middle	56,955,751	670.72	38,201
	Total Inferred	**85,148,628**	**633.03**	**53,900**

On 2 May 2023, as announced[7], a Maiden Mineral Resource of 13,716,390 tons at an average grade of 553 ppm was declared over the Madube Pan using a 500ppm Li cut-off, for 40,375 tons of Li2CO3 Equivalent (LCE). Overall Mineral Resources at the Bitterwasser Clay Project Pans increased from 286,909 LCE tons to 327,284 LCE tons.

[6]Refer to Announcement dated 24 August 2022 *"Over 500% increase in lithium resource with 287Kt of LCE declared at Bitterwasser"*
[7]Refer to Announcement dated 2 May 2023 *"Maiden resource at Madube Pan increases lithium clay resource to 327,000 LCE tons*

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3. MINERAL RESOURCE ESTIMATES AND ORE RESERVE (continued)

TABLE 6: BITTERSWASSER LITHIUM PROJECT MINERAL RESOURCE FOR MADUBE PAN (JORC 2012)

Category	Unit	Tonnage ton	Grade Li ppm	Material Content LCE (t)	Contained Li ton
Cut-off Grade of 500 ppm Li					
	Upper	-	-	-	-
Indicated	Middle	-	-	-	-
	Total Indicated	-	-	-	-
	Upper	-	-	-	-
Inferred	Middle	13,716,390	553	40,375	7,585
	Total Inferred	**13,716,390**	**553**	**40,375**	**7,585**

TABLE 7: THE OVERALL (COMBINED) INFERRED MINERAL RESOURCES FOR THE EDEN AND MADUBE PANS

Stratigraphic Unit	Tonnes	Average Value Li (ppm)	K%	Material Content Li (t)	LCE (t)
Upper	28,192,877	557	1.54	15,699	83,566
Middle	70,672,141	648	1.78	45,786	243,719
Total	**98,865,018**	**622**	**1.71**	**61,485**	**327,285**

4. COMPETENT PERSONS'S & COMPLIANCE STATEMENT

Swanson Tantalum Project - Mineral Resource

The Company confirms it is not aware of any new information or data that materially affects the information included in the Swanson Mineral Resource estimate and all material assumptions and technical parameters underpinning the estimate continue to apply and have not materially changed when referring to its updated resource announcement made on 6 May 2022. The Company confirms that the form and context in which the Competent Persons's findings are presented and have not been materially modified from the original market announcement.

Swanson Tantalum Project – Ore Reserve

The Company confirms that it is not aware of any new information or data that materially affects the information included in the Swanson Ore Reserve Statement and that all material assumptions and technical parameters underpinning the Ore Reserve Statement continue to apply and have not materially changed. The information in this report has been extracted from the announcement dated 31 May 2023 *(Feasibility Study confirms Swanson Project as significant cash generator).* The Company confirms that the form and context in which the Competent Persons's findings are presented and have not been materially modified from the original market announcement.

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4. COMPETENT PERSONS'S & COMPLIANCE STATEMENT (continued)

Bitterwasser Prospective for Lithium in Clays - Mineral Resource

The Company confirms that it is not aware of any new information or data that materially affects the information included in the Bitterwasser Mineral Resource estimate (Eden Pan) and the Bitterwasser Mineral Resources estimate (Madube Pan) and all material assumptions and technical parameters underpinning the mineral Resources estimates continue to apply and have not materially changed when referring to its updated resource announcement made on 24 August 2022 (Eden Pan) and the resource announcement made on 2 May 2023 (Madube Pan). The Company confirms that the form and context in which the Competent Persons's findings are presented and have not been materially modified from the original market announcement.

Compliance Statement

The information in this report that relates to exploration results, mineral resources and ore reserves as footnoted above at 1 – 7 has been released previously on the ASX. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements and that, in the case of mineral resources estimates, all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's finding is presented have not been materially modified from the original market announcements.

5. FINANCIAL RESULTS

The financial results of the consolidated entity for the half-year ended 31 December 2023 are:

	31 December 2023	31 December 2022
Cash and cash equivalents ($)	551,537	1,196,865
Net assets ($)	12,653,032	12,335,026
Net loss after tax ($)	(921,107)	(1,702,295)
Loss per share (cents)	(0.67)	(1.51)

6. SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

On 22 August 2023, Brines Mining and Exploration Namibia (Pty) Ltd **(BME)**, a subsidiary of Arcadia Minerals Limited, acquired 75% of the ordinary shares of Bitterwasser Lithium Exploration (Pty) Ltd **(BLE)** for a total consideration of $168,200.

There were no other significant changes in the state of affairs of the consolidated entity during the financial half-year.

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7. EVENTS OCCURRING AFTER REPORTING DATE

There are no matters or circumstances which have arisen since the end of the half-year which significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in subsequent financial periods.

This report is signed in accordance with a resolution of the Board of Directors.

JH Wessels
Chairman
14 March 2024

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CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE 6 MONTHS ENDED 31 DECEMBER 2023

	Notes	31 December 2023	31 December 2022
		$	$
Revenue from continuing operations			
Other income		1,416	32,067
Expenses			
Company secretary and financial management		(34,163)	(24,018)
Consulting and legal fees		(28,891)	(5,418)
Depreciation		(2,589)	(2,630)
Directors' fees		(216,398)	(192,013)
Exploration costs		(395,073)	(1,187,292)
Share of losses of associates accounted for using the equity method		-	(1,544)
Other expenses		(152,710)	(231,218)
Professional fees		(36,599)	(50,423)
Share and company registry fees		(56,100)	(39,806)
Loss before income tax for the period		(921,107)	(1,702,295)
Income tax expense		-	-
Loss after income tax for the period		(921,107)	(1,702,295)
Other comprehensive income for the period, net of tax		-	-
Total comprehensive loss for the period		(921,107)	(1,702,295)
Total comprehensive loss for the period attributable to:			
Owners of Arcadia Minerals Limited		(694,736)	(1,290,140)
Non-controlling interest	6	(226,371)	(412,155)
		(921,107)	(1,702,295)
Loss per share for the period			
Basic loss per share (cents)		(0.67)	(1.51)
Diluted loss per share (cents)		(0.67)	(1.51)

The Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the notes to the financial statements.

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2023

	Notes	31 December 2023	30 June 2023
		$	$
ASSETS			
Non-Current Assets			
Plant and equipment		14,052	3,696
Investments accounted for using the equity method		-	68,103
Other receivables		-	95,781
Exploration and evaluation assets	3	12,120,646	11,796,173
Total Non-Current Assets		12,134,698	11,963,753
Current Assets			
Trade and other receivables		66,967	87,909
Cash and cash equivalents		551,537	280,394
Total Current Assets		618,504	368,303
TOTAL ASSETS		12,753,202	12,332,056
EQUITY AND LIABILITIES			
Equity			
Issued capital	4	17,038,232	15,996,468
Reserves	5	2,531,399	2,145,863
Accumulated losses		(5,514,770)	(4,820,034)
Equity attributable to the owners of Arcadia Minerals Limited		14,054,861	13,322,297
Non-controlling interest	6	(1,401,829)	(1,175,458)
Total Equity		12,653,032	12,146,839
Current Liabilities			
Trade and other payables		100,170	185,217
Total Current Liabilities		100,170	185,217
TOTAL EQUITY AND LIABILITIES		12,753,202	12,332,056

The Consolidated Statement of Financial Position should be read in conjunction with the notes to the financial statements.

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE 6 MONTHS ENDED 31 DECEMBER 2023

	Issued Capital	Reserves	Non-controlling Interest	Accumulated Losses	Total Equity
	$	$	$	$	$
Balance at 1 July 2023	15,996,468	2,145,863	(1,175,458)	(4,820,034)	12,146,839
Loss after income tax for the period	-	-	(226,371)	(694,736)	(921,107)
Total comprehensive loss for the period	-	-	(226,371)	(694,736)	(921,107)
Transactions with owners in their capacity as owners:					
Contributions of equity, net of transaction costs	1,427,250	-	-	-	1,427,250
Share-based payments	(385,486)	385,536	-	-	50
Balance at 31 December 2023	17,038,232	2,531,399	(1,401,829)	(5,514,770)	12,653,032
Balance at 1 July 2022	16,158,016	860,866	(589,214)	(2,677,865)	13,751,803
Loss after income tax for the period	-	-	(412,155)	(1,290,140)	(1,702,295)
Total comprehensive loss for the period	-	-	(412,155)	(1,290,140)	(1,702,295)
Transactions with owners in their capacity as owners:					
Share issue costs	(81,438)	81,438	-	-	-
Share-based payments	-	285,518	-	-	285,518
Balance at 31 December 2022	16,076,578	1,227,822	(1,001,369)	(3,968,005)	12,335,026

The Consolidated Statement of Changes in Equity should be read in conjunction with the notes to the financial statements.

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CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE 6 MONTHS ENDED 31 DECEMBER 2023

	Notes	31 December 2023	31 December 2022
		$	$
Cash flows used in operating activities			
Payments to suppliers and employees		(601,897)	(497,979)
Payments for exploration expenditure		(395,073)	(1,169,705)
Interest received		1,416	31,077
Net cash flows used in operating activities		(995,554)	(1,636,607)
Cash flows from investing activities			
Payments for exploration and evaluation assets		(160,603)	-
Net cash flows used in investing activities		(160,603)	-
Cash flows from financing activities			
Receipts from capital raising		1,500,000	-
Capital raising costs		(72,700)	-
Payments to associates for long term loan		-	(6,934)
Net cash flows provided by/(used in) financing activities		1,427,300	(6,934)
Net increase/(decrease) in cash and cash equivalents		271,143	(1,643,541)
Cash and cash equivalents at the beginning of the period		280,394	2,840,406
Cash and cash equivalents at the end of the period		551,537	1,196,865

The Consolidated Statement of Cash Flows should be
read in conjunction with the notes to the financial statements.

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NOTE 1: MATERIAL ACCOUNTING POLICIES

These general-purpose financial statements for the interim half-year reporting period ended 31 December 2023 have been prepared in accordance with International Accounting Standard 34 *Interim Financial Reporting*, as appropriate for for-profit oriented entities.

These general-purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2023 and any public announcements made by the company during the interim reporting period.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the International Accounting Standards Board that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going Concern

The financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business. As disclosed in the financial statements, the consolidated entity incurred a loss of $921,107 and had net cash outflows from operating activities of $995,554 for the half-year ended 31 December 2023. As at that date, the consolidated entity had net current assets of $518,334 and net assets of $12,653,032, including a cash balance of $551,537. This indicates a material uncertainty which may cast significant doubt as to whether the consolidated entity will continue as a going concern.

The Directors believe that it is reasonably foreseeable that the consolidated entity will continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report after consideration of the following factors:

- the consolidated entity has the ability to scale down its operations during the next 12 months, in order to curtail expenditure, to ensure the consolidated entity has sufficient cash available; and
- the company has the ability to issue additional shares to raise further working capital.

Should the consolidated entity be unable to continue as a going concern it may be required to realise its assets and discharge its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount of liabilities that might result should the consolidated entity be unable to continue as a going concern and meet its debts as and when they fall due.

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NOTE 2: SEGMENT INFORMATION

For the half-year ended 31 December 2023 it was determined that the consolidated entity operates in two operating segments, being exploration activities in Namibia, and resources allocated to administration in Australia. This is the basis in which internal reports are provided to the Directors for assessing performance and determining the allocation of resources within the consolidated entity.

For the half-year ended 31 December 2023	Australia	Namibia	Total
Other income	55	1,362	**1,416**
Loss before income tax expense	(300,690)	(620,418)	**(921,107)**
Total segment assets	275,653	12,477,549	**12,753,202**
Total segment liabilities	(31,691)	(68,480)	**(100,170)**
Net segment assets	243,962	12,409,070	**12,653,032**

For the half-year ended 31 December 2022	Australia	Namibia	Total
Other income	1,614	30,453	**32,067**
Loss before income tax expense	(324,392)	(1,377,903)	**(1,702,295)**
Total segment assets	354,788	12,128,790	**12,483,578**
Total segment liabilities	(47,383)	(101,169)	**(148,552)**
Net segment assets	307,405	12,027,621	**12,335,026**

The Board considers its business operations in mineral exploration to be its primary reporting function. Results are analysed as a whole by the CODM. Consequently, revenue, profit or loss, net assets, total assets and total liabilities for the operating segment are reflected in this financial report.

NOTE 3: NON-CURRENT ASSETS – EXPLORATION AND EVALUATION ASSETS

	31 December 2023 $	30 June 2023 $
Balance at the beginning of the period	11,796,173	10,783,221
Additions capitalised during the period	324,473	1,123,449
Impairment	-	(110,497)
Balance at the end of the period	12,120,646	11,796,173

In the previous year, Brines Mining Exploration Namibia (Pty) Ltd ("BME"), a subsidiary of Arcadia Minerals Ltd, acquired 25% of the issued shares in Bitterwasser Lithium Exploration (Pty) Ltd ("BLE"), an exploration company situated in Namibia on 14 April 2022.

On 22 August 2023, BME exercised the second option to acquire the remaining 75% of the issued shares in BLE. The additions in exploration and evaluation assets during the period is fully attributable to this acquisition.

NOTE 4: ISSUED CAPITAL

Issued Capital	31 December 2023 No. of shares	31 December 2023 $	30 June 2023 No. of shares	30 June 2023 $
Ordinary Shares Fully Paid	109,050,100	17,038,232	85,500,100	15,996,468

Movement in ordinary shares on issue	No. of Shares	$
Balance as at 30 June 2023	85,500,100	15,996,468
Issue of shares from placement	15,000,000	1,500,000
Issue of shares from conversion of performance shares	8,550,000	-
Capital raising costs	-	(458,236)
Balance at 31 December 2023	109,050,100	17,038,232

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NOTE 5: RESERVES

	31 December 2023 $	30 June 2023 $
Share-based payments reserve	2,531,399	2,145,863

Movement in share-based payments reserve	No. of performance shares	No. of unlisted options	$
Balance as at 30 June 2023	8,550,000	5,000,000	2,145,863
Conversion of performance shares	(8,550,000)	-	-
Recognition of share-based payment expense for unlisted options issued in prior period (Note 7)	-	-	81,438
Options issued to lead manager (Note 7)	-	5,000,000	304,098
Balance at 31 December 2023	-	10,000,000	2,531,399

NOTE 6: NON-CONTROLLING INTEREST

	31 December 2023 $	30 June 2023 $
Non-Controlling Interest Reserve	1,401,829	1,175,458

Movement reconciliation of non-controlling interest reserve	31 December 2023 $	30 June 2023 $
Balance at the beginning of the period	1,175,458	589,214
Loss for the period attributable to non-controlling interest	226,371	586,244
Balance at the end of the period	1,401,829	1,175,458

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NOTE 7: SHARE-BASED PAYMENTS

	31 December 2023 $	31 December 2022 $
Share-based payment expense for options issued in prior period (Note 5)	81,438	285,518
Options issued to lead manager during the period (Note 5)	304,098	-
	385,536	285,518

On 16 August 2023, the Company issued 5,000,000 lead manager options to lead manager as part consideration for the provision of lead manager services. The options will be exercisable at $0.15 each on or before the date that is three years from the date of issue and vest upon the Company's 30-Day VWAP being equal or greater than $0.20. The options were issued at an issue price of $0.00001 per option.

Options	Issue Date	Expiry Date	Exercise Price	Balance at the start of the period	Granted during the period	Exercised during the period	Expired during the period	Balance at the end of the period
Lead manager options	16/08/2023	16/08/2026	$0.15	-	5,000,000	-	-	5,000,000
				-	5,000,000	-	-	5,000,000

The lead manager options have been valued using the Black-Scholes model with the following valuation input.

	Lead manager options
Grant date share price	$0.11
Exercise price	$0.15
Vesting conditions	30-day VWAP equal or greater than $0.20
Expected volatility	100.00%
Grant date	16/08/2023
Expiry date	16/08/2026
Dividend yield	0.00%
Risk free rate	0.10%
Fair value per option	$0.06
Total fair value of options	$304,148
Number of options issued	5,000,000
Share-based payment expense for the period	$304,148

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NOTE 8: DIVIDENDS

No dividends were paid or proposed to be paid to members during the half-year ended 31 December 2023 (31 December 2022: nil).

NOTE 9: CONTINGENCIES

On 22 August 2023, Brines Mining Exploration Namibia (Pty) Ltd ("BME"), a subsidiary of the Company completed Acquisition 2 to acquire 75% of the issued shares in Bitterwasser Lithium Exploration (Pty) Ltd ("BLE"), which is subject to a contingent payment clause. According to the terms of the acquisition agreement, the Company is liable to make a payment of N$7,000,000 (approximately A$588,000) contingent upon the successful completion of a Definitive Feasibility Study ("DFS") within two years from the date of completion of the acquisition, being 22 August 2025. The payment is conditional upon the DFS confirming the feasibility of producing no less than 500,000 tons of Lithium Carbonate Equivalent from potential lithium-in-brines resident under these licences. As of reporting date, the outcome of this contingent event is uncertain, and the DFS process is ongoing.

There are no other contingent assets or contingent liabilities as at 31 December 2023.

NOTE 10: COMMITMENTS

There are no commitments as at 31 December 2023 and 30 June 2023.

NOTE 10: EVENTS OCCURRING AFTER REPORTING DATE

There are no matters or circumstances which have arisen since the end of the half-year which significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in subsequent financial periods.

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DIRECTORS' DECLARATION FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

In the directors' opinion:

- the attached financial statements and notes comply with the International Accounting Standard 34 *Interim Financial Reporting*;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 31 December 2023 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Board of Directors.

On behalf of the directors,

JH Wessels
Chairman
14 March 2024

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RSM Australia Pty Ltd

Level 32, Exchange Tower
2 The Esplanade Perth WA 6000
GPO Box R1253 Perth WA 6844

T +61 (0) 8 9261 9100
F +61 (0) 8 9261 9111

www.rsm.com.au

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INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF ARCADIA MINERALS LIMITED

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Arcadia Minerals Limited and its controlled entities (the consolidated entity), which comprises the consolidated statement of financial position as at 31 December 2023, consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended 31 December 2023, notes comprising a summary of significant accounting policies and other explanatory information.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the accompanying half-year financial report of Arcadia Minerals Limited does not give a true and fair view of the consolidated entity's financial position as at 31 December 2023 and of its performance for the half-year then ended in accordance International Accounting Standard 34 *Interim Financial Reporting*.

Material Uncertainty Related to Going Concern

We draw attention to Note 1, which indicates that the consolidated entity incurred a loss of $921,107 and net cash outflows from operating activities of $995,554 for the half-year ended 31 December 2023. These events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the consolidated entity's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Basis for Conclusion

We conducted our review in accordance with ISRE 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the Auditor's Responsibilities for the Half-Year Financial Report section of our report. We are independent of the consolidated entity in accordance with the International Ethics Standard Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) that are relevant to our review of the half-year financial report. We have also fulfilled our other ethical responsibilities in accordance with the IESBA Code.

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RSM Australia Pty Ltd ABN 36 965 185 036

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Directors' Responsibility for the Half-Year Financial Report

The directors of Arcadia Minerals Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with International Accounting Standard 34 *Interim Financial Reporting* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility for the Half-Year Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with International Standard on Review Engagements ISRE 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with International Accounting Standard 34 *Interim Financial Reporting.*

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

RSM

RSM AUSTRALIA PTY LTD

Perth, WA
Dated: 14 March 2024

TUTU PHONG
Director

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