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OLYMPIO METALS LIMITED

(formerly known as Croplogic Limited)

ABN 88 619 330 648

And Its Controlled Entities

Annual Report

For the financial year ended 31 March 2023

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CORPORATE DIRECTORY

Directors	Simon Andrew Sean Delaney Aidan Platel
Corporate Secretary	Peter Gray
Registered office and principal place of business	Olympio Metals Limited L2, 25 Richardson St, West Perth, 6005
Auditor	RSM Australia Partners Level 32 Exchange Tower, 2 The Esplanade Perth WA 6000
Website	www.olympiometals.com.au
Share Register	Link Market Services Limited Level 4, Central Park 152 St Georges Terrace Perth WA 6000
Stock Exchange Listing	Olympio Metals Shares are listed on the Australia Securities Exchange (ASX Code: OLY)
Country of Incorporation and Domicile	Australia
Corporate Governance Statement	The company has disclosed its corporate governance statement on the company website: www.olympiometals.com.au

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Financial report for the year ended 31 March 2023

DIRECTORS' REPORT

Your directors present their report together with the financial statements, on the consolidated group (referred to hereafter as the 'group') consisting of Olympio Metals Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the financial year ended 31 March 2023.

Directors

The names of the directors in office at any time during, or since the end of, the year are:

Simon Andrew	Non-Executive Chairman
Sean Delaney	Managing Director
Aidan Platel	Non-Executive Director
Peter Gray	Non-Executive Director (resigned on 24 May 2022)

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Review of Operations

During the reporting period, the company re-listed on the Australian Securities Exchange (ASX), following a successful $6 million equity capital raising.

Under the Public Offer, the company welcomed Electrification and Decarbonization AIE LP, a 100% owned subsidiary of Toronto based Waratah Capital Advisers, as a cornerstone investor following an investment of $2 million.

Exploration on the group's Halls Creek and Goldfields Projects was undertaken during the period, with a surface soils program returning positive results from Woodward Range and RC drilling conducted at the Mulwarrie Project, targeting two high priority areas identified by the group.

Rock chip sampling, geological mapping, compilation of historical soil sampling and drill hole planning at priority targets was also subsequently undertaken at Halls Creek during the reporting period.

Separately to this, the company undertook historical data reviewing and mapping of the company's Mulwarrie Lithium Project, which identified potential lithium-bearing pegmatites. Mulwarrie is situated in an emerging lithium province, with lithium mineralisation identified at Red Dirt Ltd's Mt Ida Project, Venus Metals Ltd's Henderson Project, and Ora Banda Mining Ltd's Riverina Project.

Whilst the historical samples are no longer available for re-assaying for lithium, the geological logs provide guidance for the group on where to focus future exploration efforts.

The Mulwarrie Project maintains its lithium potential, as many pegmatite occurrences have been identified in the historical drilling subsequent to recent field mapping. The historical occurrences and field mapping have been compared to detailed aeromagnetic data.

The new set of potential lithium-bearing pegmatites occur in a north-easterly orientation and correlate with late-stage brittle faulting.

The group completed rock chip sampling of the surface expression of historical pegmatite drilling intercepts where possible, and completed selective soil sampling around the locations of the historical drill holes.
The samples are being assayed and the results will be used to design a close spaced soil sampling program.

The consolidated loss of the group for the financial year after providing for income tax amounted to $5,303,749 (2022: loss of $272,112).

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DIRECTORS' REPORT

Significant Changes in the State of Affairs

The company changed its name from Croplogic Limited to Olympio Metals Limited, effective 4 April 2022.

CropLogic Australia Pty Ltd was deregistered as a company by the Adminstrators, Bolwell Corporate Advisory on 6 May 2022.

On 24 May 2022, following completion of a reverse take-over, the company relisted on the ASX and successfully raised $6 million in new capital to fund associated exploration tenements and prospects.
On 21 September 2022, the company applied under section 351 of the Companies Act 1993 (New Zealand) in the prescribed form for removal of the company from the New Zealand register in connection with the company becoming incorporated under the law in force in Australia in accordance with Part 5B.1 of the Corporations Act 2001. The company also adopted a new constitution following the migration from New Zealand to Australia.

On 16 November 2022, the company incorporated a wholly-owned subsidiary, Olympio Metals (SA) Pty Ltd.

On 28 December 2022, the company has issued 750,000 shares to Copper Claim Pty Ltd for the acquisition of non-copper exploration rights on Tenement EL 6374, amounting to $135,000.

Principal Activities

Principal Activity of Parent Entity

The principal activities of the Parent Entity during the financial year were the associated exploration tenements and prospects following the relisting on ASX on 24 May 2022.

Principal Activity of Subsidiaries

The principal activity of Rocktivity Gold Pty Ltd during the financial year was Gold exploration, with tenements in the Eastern Goldfields and Eastern Kimberley regions of Western Australia.
The principal activity of Olympio Metals (SA) Pty Ltd during the financial year was exploration, with tenements in the Adelaide Geosyncline in South Australia.

Events Subsequent to the End of the Reporting Period

On 3 April 2023, the company announced that it had agreed terms with Liontown Resources Limited (ASX: LTR) for Lionstown to farm into Olympio's Mulline and Mulwarrie lithium projects. The company further announced on 13 June 2023, that pursuant to this farm-in agreement Lionstown had completed the first stage of soil geochemistry across the Mulwarrie Lithium Project.

Apart from the above, no other matter or circumstance has arisen since 31 March 2023 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Environmental Regulation

The operations and proposed activities of the group are subject to State and Federal laws and regulations concerning the environment. As with most exploration projects and mining operations, the group's activities are expected to have an impact on the environment, particularly if advanced exploration or field development proceeds. It is the group's intention to conduct its activities to the highest standard of environment obligation, including compliance with all environmental laws. In this regard, the Department of Minerals and Petroleum of Western Australia from time to time, review the environmental bonds that are placed on permits. The Directors are not in a position to state whether a review is imminent or whether the outcome of such a review would be detrimental to the funding needs of the company.

Dividends

No dividends declared or paid during the financial year ended 31 March 2023 (2022: nil).

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DIRECTORS' REPORT

Information on directors

The following are names of Directors who held office during the year to the date of this report, unless otherwise stated.

Name:	Simon Andrew
Title:	Non-Executive Chairman (Appointed 2 August 2021)
Qualifications, experience, and expertise:	Mr Andrew is a commercial and financial executive and experienced Director of ASX listed companies. He is currently a Non-executive Director of Mamba Explowration Limited, and a Non-Executive Chairman of Riversgold Limited and Recharge Metals Limited. Mr Andrew has played a pivotal role in the sourcing and acquisition of projects for each of these companies.
Other current directorship:	Non-Executive Director of Riversgold Limited Non-Executive Chairman of Recharge Metals Limited Non-Executive Director of Mamba Exploration Limited
Former directorship (last 3 years):	Non-Executive Director of Lotus Resources Limited (resigned June 2020)
Interests in shares:	250,000
Interests in options:	500,000

Name:	Sean Delaney
Title:	Managing Director (Appointed 27 January 2022)
Qualifications, experience, and expertise:	Mr Delaney is a mining industry veteran with more than 30 years of board and executive level experience with substantial operational and financial expertise. He has held a variety of leadership positions in both operations and finance including Director and Chief Financial Officer (CFO) in mining and exploration companies involved in gold, coal, copper, and uranium projects. Sean has a broad range of experience in mining operations, mergers and acquisitions. Mr Delaney is the current CFO and director of Rocktivity Mining Pty Ltd. Sean has previous ASX experience as the CFO of Prosperity Resources Limited and Croesus Mining NL.
Other current directorship:	None
Former directorship (last 3 years):	Director of Gobi Coal and Energy Limited
Interests in shares:	840,000
Interests in options:	4,168,667
Interest in performance rights	1,000,000

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Name:	Aidan Platel
Title:	Non-Executive Director (Appointed 27 January 2022)
Qualifications, experience, and expertise	Mr Platel is a geologist with over 20 years' experience in the minerals industry, in both mining and exploration roles across a wide range of commodities. Recently, Mr Platel has worked as an independent strategic consultant focusing on project evaluation, prior to which he spent 12 years in South America in mining and exploration. He has a proven track record of exploration success having discovered and developed several major deposits including the word class Santa Rita Nickel deposits (>1Mt contained Ni metal).
Other current directorship:	Mr Platel is the current CEO of Charger Metals NL.
Former directorship (last 3 years):	Managing Director of Future Battery Minerals Limited Non-Executive Director of Wildcat Resources Ltd
Interests in shares:	Nil
Interests in options:	500,000

Name:	Peter Gary
Title:	Non-Executive Director (Resigned 24 May 2022)
Qualifications, experience, and expertise	Mr Gray has broad experience across the entire corporate finance and capital markets sector and been involved in both corporate finance advisory and equities research. Peter's skill base is grounded in a detailed understanding of valuations and valuation methodology.
Other current directorship:	None
Former directorship (last 3 years):	None
Interests in shares:	Not applicable as no longer a director
Interests in options:	Not applicable as no longer a director

Company secretary

Peter Gray (Appointed 31 March 2021)

Mr Gray has broad experience across the entire corporate finance and capital markets sector and been involved in both corporate finance advisory and equity research.

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') held during the year ended 31 March 2023, and the number of meetings attended by each director were:

	Full board	
	Attended	Held
Simon Andrew	6	6
Sean Delaney	6	6
Aidan Platel	6	6

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

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Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

Remuneration Philosophy

The performance of the group depends on the quality of the company's directors, executives, and employees and therefore the group must attract, motivate and retain appropriately qualified industry personnel.

Remuneration Policy

Remuneration levels for the executives are competitively set to attract the most qualified and experienced candidates, taking into account prevailing market conditions and the individual's experience and qualifications.

During the year, the group did not have a separately established remuneration committee. The Board is responsible for determining and reviewing remuneration arrangements for the executives and non-executive Directors.

The remuneration of executive and non-executive Directors is not dependent on the satisfaction of performance conditions. Remuneration and share based payments are issued to align Directors' interest with that of the shareholders.

In accordance with best practice corporate governance, the structure of non-executive Director and executive Director remuneration is separate.

Non-executive directors' remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive Directors' fees and payments are appropriate and in line with the market. The Chairman's fees are determined independently to the fees of other Non-Executive Directors based on comparative roles in the external market. The Chairman is not present at any discussions relating to the determination of his own remuneration.

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The maximum aggregate amount of fees that can be paid to non-executive Directors is subject to approval by shareholders at General Meetings and is currently set at $250,000. Fees for Non-Executive Directors are not linked to the performance of the company, however, to align Directors' interest with shareholders' interest, Directors are encouraged to hold shares in the company and may be subject to shareholder approval, where appropriate, be issued options.

Executive remuneration

The group aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has four components:

- base pay and non-monetary benefits
- short-term performance incentives
- share-based payments
- other remuneration such as superannuation and long service leave

Details of remuneration

Amounts of remuneration

Details of the remuneration of key management personnel of the group are set out in the following tables.

The key management personnel of the Group consisted of the following directors:

Sean Delaney- Managing Director

Simon Andrew- Non-Executive Chairman

Aidan Platel- Non-Executive Director

Peter Gray- Non-Executive Director (Resigned on 24 May 2022)

	Short-term benefits	Post-employment benefits	Share-based payments	
	Cash salary and fees	Superannuation	Equity settled options/performance rights	Total
2023	$	$	$	$
Managing director:				
Sean Delaney	200,000	20,884	404,500	625,384
Non-executive directors:				
Simon Andrew	50,000	5,188	58,550	113,738
Aidan Platel	30,000	3,113	58,550	91,663
Peter Gray*	-	-	-	-
	280,000	29,185	521,600	830,785
2022	$	$	$	$
Non-executive directors:				
Sean Delaney**	15,000	1,500	-	16,500
Simon Andrew	24,000	2,400	-	26,400
Aidan Platel	5,000	500	-	5,500
Peter Gray	24,000	2,400	-	26,400
	68,000	6,800	-	74,800

*Peter Gray has resigned on 24 May 2022.

**Sean Delaney only received remuneration in relation to his role as a Non-Executive Director.

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Fixed Remuneration:

Fixed remuneration consists of a base remuneration plus employer contributions to superannuation funds (unless otherwise stated). Remuneration levels are reviewed annually by the Board through a process that considers individual and overall performance of the group and compares remuneration to ensure it is comparable to competitive information within the market in which the group operates.

Performance based Remuneration

Performance-linked remuneration can consist of both short-term and long-term remuneration. Performance-linked remuneration is not based on specific financial indicators such as earnings or dividends as the group is at the exploration and development stage. Vesting of long-term incentives is based on the share price performance of the group, which is considered an appropriate measure of the outcome of overall performance. There is no separate profit share plan.

Service agreements

Name:	Sean Delaney
Title:	Managing Director (Appointed 27 January 2022)
Agreement commenced:	27 January 2022
Details:	Base salary of $164,000 plus superannuation, and director's fee of $36,000 to be reviewed annually by the Board of Directors.

Share-based compensation

Performance Rights	No. of rights	Grant Date	Expiry date	Fair value per performance rights
Sean Delaney	1,000,000	21 September 2022	3 years from grant date	$0.19

500,000- vested after the holder completing 12 months continuous service to the group from grant date.
500,000- vested after the holder completing 24 months continuous service to the group from grant date.

Total value of performance rights granted is $190,000 with $74,000 recognised as share based payment expense during the year. Management has assessed 100% probability that vesting conditions will be met.

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors in this financial year or future reporting years are as follows:

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
Sean Delaney	500,000	24 May 2022	24 May 2022	23 May 2025	$0.25	$0.1171
Sean Delaney	3,000,000	29 Sep 2022	29 Sep 2022	28 Sep 2025	$0.25/ $0.35	$0.0962/ $0.0851
Simon Andrew	500,000	24 May 2022	24 May 2022	23 May 2025	$0.25	$0.1171
Aidan Platel	500,000	24 May 2022	24 May 2022	23 May 2025	$0.25	$0.1171

Options granted carry no dividend or voting rights.

All options were granted over unissued fully paid ordinary shares in the company. The number of options granted was determined having regard to the satisfaction of performance measures and weightings as described above in the section 'group performance and link to remuneration'. Options vest based on the provision of service over the vesting period whereby the executive becomes beneficially entitled to the option on vesting date. Options are exercisable by the holder as from the vesting date. There has not been any alteration to the terms or conditions of the grant since the grant date. There are no amounts paid or payable by the recipient in relation to the granting of such options other than on their potential exercise.

Values of options over ordinary shares granted, exercised and lapsed for directors as part of compensation during the year ended 31 March 2023 are set out below:

Name	Value of options granted during the year $	Value of options exercised during the year $	Value of options lapsed during the year $	Remuneration consisting of options for the year $
Sean Delaney	404,500	-	-	65%
Simon Andrew	58,550	-	-	51%
Aidan Platel	58,550	-	-	64%

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the company held during the financial year by each director of the group is set out below.

Director	Balance at the start of the year No.	Received as part of remuneration No.	Additions No.	Disposal/others No.	Balance at the end of the year No.
Sean Delaney	-	-	840,000	-	840,000
Simon Andrew	-	-	250,000	-	250,000
Aidan Platel	-	-	-	-	-
Peter Gray	-	-	-	-	-

Option holding

The number of options over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the group, including their personally related parties, is set out below:

Options over ordinary shares	Balance at the start of the year No.	Granted No.	Exercise No.	Expired/ forfeited/ other No.	Balance at the end of the year No.
Sean Delaney	-	3,500,000	-	-	3,500,000
Simon Andrew	-	500,000	-	-	500,000
Aidan Platel	-	500,000	-	-	500,000

Performance rights holding

Director	Balance at the start of the year No.	Granted No.	Exercise No.	Expired/ forfeited/ other No.	Balance at the end of the year No.
Sean Delaney	-	1,000,000	-	-	1,000,000
Simon Andrew	-	-	-	-	-
Aidan Platel	-	-	-	-	-
Peter Gray	-	-	-	-	-

Additional information

The earnings of the group for the five years to 31 March 2023 are summarised below:

	2023 $	2022 $	2021 $	2020 $	2019 $
Sales revenue	-	-	2,086	2,076,799	2,190,539
EBITDA	(5,302,982)	(1,026,875)	1,876,486	(14,730,520)	(3,835,613)

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EBIT	(5,302,982)	(1,026,875)	1,876,486	(15,949,581)	(4,487,171)
(Loss)/profit after income tax	(5,303,749)	(1,027,131)	1,876,486	(17,043,286)	(4,746,735)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2023	2022	2021	2020	2019
Share price at financial year end ($)	0.11	N/A	N/A	N/A	0.03
Total dividends declared (cents per share)	-	-	-	-	-
Basic earnings/(loss) per share (cents per share)	(11.55)	(20.28)	37.91	(4.33)	(2.66)

N/A – During these financial years, the Group was in administration.

Other transactions with key management personnel and their related parties

There are no other transactions with key management personnel and their related parties.

This concludes the remuneration report, which has been audited.

Options

Unissued ordinary shares of the company under option at the date of this report are as follows:

Expiry date	Details	Exercise Price	Number under option
16 April 2025	Issued to former directors and sophisticated investors	$3.20	1,035,100
23 May 2025	Directors' options (including managing director)	$0.25	1,500,000
23 May 2025	Rocktivity's options	$0.25	5,000,000
23 May 2025	Rocktivity's options	$0.30	3,500,000
23 May 2025	Northgate's options	$0.25	2,500,000
28 Sep 2025	Managing director's options	$0.25	1,500,000
28 Sep 2025	Managing director's options	$0.35	1,500,000
23 May 2026	Lead advisor's options	$0.30	3,000,000

Performance rights

Expiry date	Details	Number under performance rights
21 September 2025	Director's performance rights	1,000,000

Indemnification of Officers

No indemnities have been given or insurance premiums paid, during or since the end of the financial year, for any person who is or has been an officer or auditor of the group.

Officers of the company who are former partners of RSM Australia Partners

There are no officers of the company who are former partners of RSM Australia Partners.

Proceedings on Behalf of the 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 a party to any such proceedings during the year.

Non-audit services

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

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DIRECTORS' REPORT

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under s 307C of the *Corporations Act 2001* is set out on page 14.

Auditor

The company's auditor, RSM Australia Partners, will continue in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001:

Director

Simon Andrew
Non-Executive Chairman

Dated this 30th day of June 2023

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RSM Australia Partners

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

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Olympio Metals Limited for the year ended 31 March 2023, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

RSM

RSM AUSTRALIA PARTNERS

Perth, WA
Dated: 30 June 2023

AIK KONG TING
Partner

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RSM Australia Partners ABN 36 965 185 036

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CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2023

	Note	Consolidated	Company
		2023	**2022**
		$	**$**
Other income		11,090	-
Restructuring/relisting expenses	17	(3,266,459)	-
Share based payment	5, 19	(521,600)	-
General and administrative expense		(882,017)	(40,029)
Exploration and evaluation expenditure		(643,196)	(232,083)
Other losses		(800)	-
Finance costs		(767)	-
Loss before income tax		**(5,303,749)**	**(272,112)**
Income tax expense	4	**-**	-
Total comprehensive loss for the year attributable to the owners of Olympio Metals Limited		**(5,303,749)**	**(272,112)**
Loss per share			
— basic and diluted loss per share (cents)	18	(11.55)	(7.24)

The accompanying notes form part of these financial statements.

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2023

	Note	Consolidated	Company
		2023	2022
		$	$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	7	3,186,458	255,057
Other receivables	8	43,220	15,539
TOTAL CURRENT ASSETS		3,229,678	270,596
NON-CURRENT ASSET			
Exploration and evaluation assets	9	1,993,803	516,053
TOTAL NON-CURRENT ASSET		1,993,803	516,053
TOTAL ASSETS		5,223,481	786,649
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	10	129,221	214,092
Borrowings	11	-	318,268
TOTAL CURRENT LIABILITIES		129,221	532,360
NON-CURRENT LIABILITY			
Trade and other payables	10	-	6,301
TOTAL NON-CURRENT LIABILITY		-	6,301
TOTAL LIABILITIES		129,221	538,661
NET ASSETS		5,094,260	247,988
EQUITY			
Issued capital	13	9,269,404	520,100
Capital raising costs		(762,333)	-
Reserves	12	2,163,050	-
Accumulated losses	14	(5,575,861)	(272,112)
TOTAL EQUITY		5,094,260	247,988

The accompanying notes form part of these financial statements.

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2023

Company

	Issued Capital	Capital Raising Costs	Accumulated Losses	Reserve	Total
	$	$	$	$	$
Balance at 1 April 2021	**100**	**-**	**-**	**-**	**100**
Loss for the year	-	-	(272,112)	-	(272,112)
Total comprehensive loss for the year	**-**	**-**	**(272,112)**	**-**	**(272,112)**
Transactions with owners, in their capacity as owners					
Shares issued during year	520,000	-	-	-	520,000
Total transactions with owners	**520,000**	**-**	**-**	**-**	**520,000**
Balance at 31 March 2022	**520,100**	**-**	**(272,112)**	**-**	**247,988**

Consolidated

Balance at 1 April 2022	**520,100**	**-**	**(272,112)**	**-**	**247,988**
Loss for the year	-	-	(5,303,749)	-	(5,303,749)
Total comprehensive loss for the year	-	-	(5,303,749)	-	(5,303,749)
Transactions with owners, in their capacity as owners					
Shares issued during the year					
Shares issued on relisting	6,000,000	-	-	-	6,000,000
Shares issued for acquisition of Rocktivity Gold Pty Ltd	1,013,054	-	-	-	1,013,054
Shares issued for Northgate acquisition	1,000,000	-	-	-	1,000,000
Shares issued for Eurelia acquisition	135,000	-	-	-	135,000
Conversion of convertible notes	475,000	-	-	-	475,000
Conversion of Atlas loan	126,250	-	-	-	126,250
Capital raising costs	-	(762,333)	-	378,900	(383,433)
Share-based payment	-	-	-	1,784,150	1,710,150
Total transactions with owners	**8,749,304**	**(762,333)**	**-**	**2,163,050**	**10,076,021**
Balance at 31 March 2023	**9,269,404**	**(762,333)**	**(5,575,861)**	**2,163,050**	**5,094,260**

The accompanying notes form part of these financial statements.

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CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2023

	Note	Consolidated	Company
		2023	2022
		$	$
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers			
Payments to suppliers and employees		(2,555,641)	(94,612)
Other income		11,090	-
Net cash used in operating activities	23	(2,544,551)	(94,612)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of subsidiary, net cash acquired	17	880	-
Payments for mining tenements		(50,000)	(495,000)
Net cash used in investing activities		(49,120)	(495,000)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares		6,000,000	300,000
Capital raising costs		(383,433)	-
Repayment of borrowings – others		(91,495)	-
Proceeds from the issue of convertible notes		-	275,000
Proceeds from borrowings		-	269,569
Net cash provided by financing activities		5,525,072	844,569
Net increase in cash held		2,931,401	254,957
Cash and cash equivalents at beginning of financial year		255,057	100
Cash and cash equivalents at end of financial year	7	3,186,458	255,057

The accompanying notes form part of these financial statements.

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The consolidated financial statements and notes represent those of Olympio Metals Limited (the "company") and Controlled Entity (the "group"). Olympio Metals Limited is incorporated and domiciled in Australia.

The separate financial statements of the company have not been presented within this financial report as permitted by the *Corporations Act 2001*.

The financial statements were authorised for issue on 30th June 2023 by the directors of the Company.

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

New or amended Accounting Standards and Interpretations adopted

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

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Basis of Preparation

These general-purpose financial statements have been prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board and International Financial Reporting Standards as issued by the International Accounting Standards Board. The group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

Historical cost convention

These financial statements, except for cash flow information, 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.

Adoption of Australian Accounting Standards

On 21 September 2022, the company applied under section 351 of the Companies Act 1993 (New Zealand) in the prescribed form for removal of the company from the New Zealand register in connection with the company becoming incorporated under the law in force in Australia in accordance with Part 5B.1 of the Corporations Act 2001. The company also adopted a new constitution following the migration from New Zealand to Australia.

As the financial statements was previously prepared in accordance with New Zealand Generally Accepted Accounting Practice (NZ GAAP). Following the migration from New Zealand to Australia, the financial statements is prepared in accordance with Australian Accounting Standards (AAS), issued by the Australian Accounting Standards Board (AASB). There is no impact from the transition from NZ GAAP to AAS on its reported financial position, financial performance and cash flows for the year ended 31 March 2023, since both frameworks are compliant with International Financial Reporting Standards ('IFRS').

a. **Principles of Consolidation**

The consolidated financial statements incorporate all of the assets, liabilities and results of the company and all of the subsidiaries (including any structured entities). Subsidiaries are entities the Company controls. The company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 17.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the group from the date on which control is obtained by the group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the group.

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Equity interests in a subsidiary not attributable, directly or indirectly, to the group are presented as "non-controlling interests". The group initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary's net assets on liquidation at either fair value or the non-controlling interests' proportionate share of the subsidiary's net assets. Subsequent to initial recognition, non-controlling interests are attributed to their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

b. **Income Tax**

The income tax expense for the year comprises current income tax expense and deferred tax expense.

Current income tax expense charged to profit or loss is the tax payable on taxable income for the current period. Current tax liabilities are measured at the amounts expected to be paid to the relevant taxation authority using tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss or arising from a business combination.

A deferred tax liability shall be recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from:

(a) the initial recognition of goodwill; or

(b) the initial recognition of an asset or liability in a transaction which:

  (i) is not a business combination; and

  (ii) at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled, and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where: (i) a legally enforceable right of set-off exists; and (ii) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities, where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

c. **Current and non-current classification**

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

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

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

Deferred tax assets and liabilities are always classified as non-current.

d. **Fair Value Measurement**

The group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard.

Fair value is the price the group would receive to sell an asset or would have to pay to transfer a liability in an orderly (ie unforced) transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability (ie the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (ie the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also takes into account a market participant’s ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity’s own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instrument, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

e. **Issued Capital**

Ordinary shares are classified as equity.

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

f. **Dividends**

Dividends are recognised when declared during the financial year and no longer at the discretion of the company.

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

g. **Exploration and Evaluation Assets**

All exploration and evaluation expenditures are expensed when incurred except for the cost of acquiring exploration and evaluation assets in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves. Where a project or an area of interest has been abandoned, the expenditure incurred thereon is written off in the year in which the decision is made.

h. **Financial Instruments**

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the group becomes a party to the contractual provisions to the instrument. For financial assets, this is the date that the group commits itself to either the purchase or sale of the asset (ie trade date accounting is adopted).

Financial instruments (except for trade receivables) are initially measured at fair value plus transaction costs, except where the instrument is classified "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss immediately. Where available, quoted prices in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Classification and subsequent measurement

Financial liabilities

Financial liabilities are subsequently measured at:

– amortised cost; or

– fair value through profit or loss.

A financial liability is measured at fair value through profit or loss if the financial liability is:

– a contingent consideration of an acquirer in a business combination to which AASB 3: *Business Combinations* applies;

– held for trading; or

– initially designated as at fair value through profit or loss.

All other financial liabilities are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest expense in profit or loss over the relevant period.

The effective interest rate is the internal rate of return of the financial asset or liability, that is, it is the rate that exactly discounts the estimated future cash flows through the expected life of the instrument to the net carrying amount at initial recognition.

Any gains or losses arising on changes in fair value are recognised in profit or loss to the extent that they are not part of a designated hedging relationship.

A financial liability cannot be reclassified.

Financial asset

Financial assets are subsequently measured at:

– amortised cost;

– fair value through other comprehensive income; or

– fair value through profit or loss

on the basis of the two primary criteria:

– the contractual cash flow characteristics of the financial asset; and

– the business model for managing the financial assets.

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

h. **Financial Instruments (continued)**

A financial asset is subsequently measured at amortised cost if it meets the following conditions:

– the financial asset is managed solely to collect contractual cash flows; and

– the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates.

A financial asset is subsequently measured at fair value through other comprehensive income if it meets the following conditions:

– the contractual terms within the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding on specified dates; and

– the business model for managing the financial asset comprises both contractual cash flows collection and the selling of the financial asset.

By default, all other financial assets that do not meet the conditions of amortised cost and the fair value through other comprehensive income's measurement condition are subsequently measured at fair value through profit or loss.

The group initially designates a financial instrument as measured at fair value through profit or loss if:

– it eliminates or significantly reduces a measurement or recognition inconsistency (often referred to as “accounting mismatch”) that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases;

– it is in accordance to the documented risk management or investment strategy and information about the groupings was documented appropriately, so as the performance of the financial liability that was part of a group of financial liabilities or financial assets can be managed and evaluated consistently on a fair value basis; and

– it is a hybrid contract that contains an embedded derivative that significantly modifies the cash flows otherwise required by the contract.

The initial designation of the financial instruments to measure at fair value through profit or loss is a one-time option on initial classification and is irrevocable until the financial asset is derecognised.

Equity instruments

At initial recognition, as long as the equity instrument is not held for trading or is not a contingent consideration recognised by an acquirer in a business combination to which AASB 3 applies, the group made an irrevocable election to measure any subsequent changes in fair value of the equity instruments in other comprehensive income, while the dividend revenue received on underlying equity instruments investments will still be recognised in profit or loss.

Regular way purchases and sales of financial assets are recognised and derecognised at settlement date in accordance with the group's accounting policy.

Derecognition

Derecognition refers to the removal of a previously recognised financial asset or financial liability from the statement of financial position.

Derecognition of financial liabilities

A liability is derecognised when it is extinguished (ie when the obligation in the contract is discharged, cancelled or expires). An exchange of an existing financial liability for a new one with substantially modified terms, or a substantial modification to the terms of a financial liability, is treated as an extinguishment of the existing liability and recognition of a new financial liability.

The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Derecognition of financial assets

A financial asset is derecognised when the holder's contractual rights to its cash flows expires, or the asset is transferred in such a way that all the risks and rewards of ownership are substantially transferred.

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

h. **Financial Instruments (continued)**

All the following criteria need to be satisfied for the derecognition of a financial asset:

– the right to receive cash flows from the asset has expired or been transferred;

– all risk and rewards of ownership of the asset have been substantially transferred; and

– the group no longer controls the asset (ie it has no practical ability to make unilateral decisions to sell the asset to a third party).

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

On derecognition of a debt instrument classified as fair value through other comprehensive income, the cumulative gain or loss previously accumulated in the investment revaluation reserve is reclassified to profit or loss.

On derecognition of an investment in equity which was elected to be classified under fair value through other comprehensive income, the cumulative gain or loss previously accumulated in the investment's revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

i. **Impairment of Assets**

At the end of each reporting period, the group assesses whether there is any indication that an asset may be impaired. The assessment will include considering external sources of information 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 group 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.

j. **Borrowings**

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

On the issue of the convertible notes the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and this amount is carried as a non-current liability on the amortised cost basis until extinguished on conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The remainder of the proceeds are allocated to the conversion option that is recognised and included in shareholders equity as a convertible note reserve, net of transaction costs. The carrying amount of the conversion option is not remeasured in the subsequent years. The corresponding interest on convertible notes is expensed to profit or loss.

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

k. **Operating segments**

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

l. **Foreign Currency Transactions and Balances**

Functional and presentation currency

The functional currency of each group entity is the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars, which is the Parent Entity's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the underlying gain or loss is directly recognised in other comprehensive income, otherwise the exchange difference is recognised in profit or loss.

m. **Employee Benefits**

Short-term employee benefits

Provision is made for the group's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The group's obligations for short-term employee benefits such as wages, salaries and sick leave are recognised as a part of current trade and other payables in the statement of financial position.

Other long-term employee benefits

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service. Other long-term employee benefits are measured at the present value of the expected future payments to be made to employees. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee departures and are discounted at rates determined by reference to market yields at the end of the reporting period on corporate bonds that have maturity dates that approximate the terms of the obligations. Upon the remeasurement of obligations for other long-term employee benefits, the net change in the obligation is recognised in profit or loss as a part of employee benefits expense.

The group's obligations for long-term employee benefits are presented as non-current provisions in its statement of financial position, except where the group does not have an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case the obligations are presented as current provisions.

Share-based payments

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Equity-settled share-based compensation benefits are provided to employees and suppliers.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services, and to suppliers for the acquisition of tenements.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are capitalised as assets if it meets the recognition criteria for an asset, or recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

n. **Finance costs**

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

o. **Cash and Cash Equivalents**

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. For the statement of cash flows presentation purposes, cash and cash equivalents also includes bank overdrafts, which are shown within borrowings in current liabilities on the statement of financial position.

p. **Other Income**

Other income is comprised of income from activities that are not undertaken in the ordinary course of business.

q. **Earnings per share**

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Olympio Metals Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

r. **Goods and Services Tax (GST)**

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

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NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

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

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

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the group for the annual reporting period ended 31 March 2023. The group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

t. **Reverse Acquisition Accounting**

On 24 May 2022, Olympio Metals Limited (Olympio), the legal parent and legal acquirer, completed the acquisition of Rocktivity Gold Pty Ltd (Rocktivity). The acquisition did not meet the definition of a business combination in accordance with AASB 3 Business Combinations. Instead the acquisition has been treated as a group recapitalisation, using the principles of reverse acquisition accounting in AASB 3 Business Combinations given the substance of the transaction is that Rocktivity has effectively been recapitalised. Accordingly, the consolidated financial statements have been prepared as if Rocktivity has acquired Olympio, not vice versa as represented by the legal position. The recapitalisation is measured at the fair value of the equity instruments that would have been given by Rocktivity to have exactly the same percentage holding in the new structure at the date of the transaction.

The impact of the group restructure on each of the primary statements is as follows:

Statement of profit or loss and other comprehensive income

– The 31 March 2023 consolidated statements comprise 12 months of Rocktivity and post 24 May 2022 of Olympio.

– The 31 March 2022 comparative statements comprise 12 months of Rocktivity.

Statement of financial position

– The consolidated statement of financial position as at 31 March 2023 represents both Rocktivity and Olympio.

– The comparative statement of financial position as at 31 March 2022 represents Rocktivity.

Statement of changes in equity

– The 31 March 2023 consolidated changes in equity comprises Rocktivity's equity balance at 1 April 2022, the loss for the period and transactions with equity holders for the 12 months. It also comprises Olympio's transactions with equity holders post 24 May 2022 and the equity balances of Rocktivity and Olympio as at 31 March 2023.

u. **Trade and other payables**

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

v. **Trade and other receivables**

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The group has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

NOTE 2: CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

a. Share-based payment transactions

The group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black- Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

b. Exploration and evaluation costs

All exploration and evaluation expenditures are expensed when incurred except for the cost of acquiring exploration and evaluation assets in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves.

Key judgements are applied in considering costs are only capitalised that are expected to be recovered either through successful development or sale of the relevant mining interest. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made.

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NOTE 3: PARENT INFORMATION

The following information has been extracted from the books and records of the Parent and has been prepared in accordance with Australian Accounting Standards.

	2023 $
Statement of Financial Position	
ASSETS	
Current assets	3,432,383
Non-current assets	120
TOTAL ASSETS	3,432,503
LIABILITIES	
Current liabilities	112,840
TOTAL LIABILITIES	112,840
EQUITY	
Issued capital	7,449,304
Capital raising costs	(762,333)
Reserves	1,870,300
Accumulated losses	(5,237,608)
TOTAL EQUITY	3,319,663
Statement of Profit or Loss and Other Comprehensive Income	
Total loss for the year	5,237,608

Guarantees

Olympio Metals Limited has not entered into any guarantees, in the current or previous financial years, in relation to the debts of its subsidiaries.

Contingent liabilities

Olympio Metals Limited has no contingent liability as at 31 March 2023 (2022: nil)

Capital commitments

Olympio Metals Limited has no capital commitments as at 31 March 2023 (2022: nil)

Significant accounting policies

The accounting policies of Olympio Metals Limited are consistent with those of the group, as disclosed in note 1, except

for the following:

● Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

● Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

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NOTE 4: TAX EXPENSE

		Consolidated 2023 $	Company 2022 $
a.	The components of tax expense comprise:		
	Current tax	-	-
	Deferred tax	-	-
		-	-
b.	The prima facie tax on profit from ordinary activities before income tax is reconciled to income tax as follows:		
	Prima facie tax payable on profit from ordinary activities before income tax at 30% (2022: 25%):	(1,591,125)	(68,028)
	Add:		
	Tax effect of:		
	– Other non-allowable items	192,711	-
	– Revenue losses not recognised	552,852	68,028
	– Other deferred tax balances not recognised	845,562	-
	Income tax expense reported in the consolidated statement of profit or loss and other comprehensive income	-	-
c.	Unrecognised deferred tax assets at 30% (2022: 25%)		
	Tax effect of:		
	Carry forward revenue losses	751,448	68,028
	Capital raising costs	928,396	-
	Provisions and accruals	34,951	-
	Investments	110,362	-
		1,825,157	68,028

The tax benefits of the above deferred tax assets will only be obtained if:

(a) the company derives future assessable income of a nature and of an amount sufficient to enable the benefits to be utilised;

(b) the company continues to comply with the conditions for deductibility imposed by law; and

(c) no changes in income tax legislation adversely affect the company in utilising the benefits.

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NOTE 5: KEY MANAGEMENT PERSONNEL COMPENSATION

The totals of remuneration paid to key management personnel (KMP) of the group during the year are as follows:

	2023	2022
	$	$
Short-term employee benefits	280,000	68,000
Post-employment benefits	29,185	6,800
Share-based payments	521,600	-
	830,785	74,800

Other KMP transactions

For details of other transactions with KMP, refer to Note 16.

NOTE 6: AUDITORS' REMUNERATION

	Consolidated	Company
	2023	2022
	$	$
Remuneration of the auditor of the company for:		
– auditing or reviewing the financial statements	46,000	10,000
	46,000	10,000

NOTE 7: CASH AND CASH EQUIVALENTS

	Consolidated	Company
	2023	2022
	$	$
Cash at bank	3,186,358	255,057
Cash on hand	100	-
	3,186,458	255,057

NOTE 8: OTHER RECEIVABLES

	Consolidated	Company
	2023	2022
	$	$
GST receivable	15,264	15,539
Other current receivable	10,385	-
Prepayment	17,571	-
	43,220	15,539

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NOTE 9: EXPLORATION AND EVALUATION ASSETS

	Consolidated	Company
	2023	**2022**
	$	**$**
Exploration and evaluation assets – at cost	1,993,803	516,053

Reconciliation:

Reconciliation of the written down values at the beginning and end of the current and previous financial year are set out below:

Company	**Totals**
Balance at 1 April 2021	-
Additions	516,053
Balance at 31 March 2022	**516,053**

Consolidated	
Balance at 1 April 2022	516,053
Additions during the year	50,000
Additions through share based payments	1,427,750
Balance at 31 March 2023	**1,993,803**

There are additions of exploration and evaluation assets through share based payments amounting to $1,135,000 in shares and $292,750 in options.

The group holds interests in a number of exploration tenements. The various authorities granting such tenements require the tenement holder to comply with the terms of the grant of the tenements and all directions given to it under those terms of the tenements.

Eurelia project:

On 4 December 2022, Olympio Metals Limited (Olympio) and Olympio Metals (SA) Pty Ltd (Buyer) has entered into a binding term sheet with Copper Claim Pty Ltd (Vendor or Copper Claim).

Olympio is to earn a 90% interest in the exploration rights in the tenement (excluding diamond and copper rights) by spending $1,000,000 over a period of three years, with a minimum expenditure of $100,000 over the first 18 months.

Once Olympio has earned a 90% interest in the tenement, an unincorporated joint venture (JV) is to be established between the parties and the Term Sheet will be replaced with formal JV agreement. Each party will contribute to the JV on a pro-rata basis to their ownership percentages.

Should the Vendor elect not to contribute to ongoing expenditure on the tenement for any period, a straight-line dilution will apply to their ownership percentage whereby every $20,000 spent on the tenement by Olympio will increase Olympio's exploration rights by 1% until it owns a 95% interest.

Once the Vendor's interest is reduced to 5%, Copper Claim's interest will convert to a 1% gross royalty and Olympio will own 100% of the non-diamond and non-copper rights.

Rights of first refusal over copper mineral rights

Copper Claim has also agreed to grant Olympio a first right of refusal to buy the copper rights over the Eurelia Project from Copper Claim. Detailed terms of this first right of refusal will be set out in the formal JV agreement to be entered into on Olympio acquiring a 90% interest in Eurelia on completion of the earn in referred to above. Pending entry into the formal JV agreement, the right of first refusal under the Term Sheet precludes Copper Claim from disposing of the Eurelia copper rights first offering to sell them to Olympio on terms no less favourable than those agreed with a third party buyer, with the time period for Olympio to match the third party offer being a reasonable period in the circumstances.

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NOTE 10: TRADE AND OTHER PAYABLES

	Consolidated	Company
	2023	2022
	$	$
Trade and other payables	78,052	165,800
Accrued expenses	31,383	54,593
Other liabilities	19,786	-
	129,221	220,393
Current	129,221	214,092
Non-current	-	6,301
	129,221	220,393

NOTE 11: BORROWINGS

	Consolidated	Company
	2023	2022
	$	$
Loan from related parties	-	43,268
Convertible notes*	-	275,000
	-	318,268

*In March 2022, the company issued 275,000 convertible notes at a price of $1 each, raising $275,000. Convertible notes are interest free and will automatically convert into fully paid ordinary shares at a conversion price equal to 50% of the issue price on relisting. The convertible notes were converted into shares on 24 May 2023.

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NOTE 12: RESERVES

	Consolidated	Company
	2023	2022
	$	$
Share-based payment reserve	2,163,050	-

Below is the reconciliation of the movement of share-based payment reserve during the year:

			Consolidated	
	No. of options	No. of performance rights	Value	Total
	No.	No.	$	$
Directors' options	1,500,000	-	175,650	175,650
Lead adviser's options	3,000,000	-	378,900	378,900
Rocktivity's options	8,500,000	-	969,800	969,800
Northgate's options	2,500,000	-	292,750	292,750
Managing director's options	3,000,000	-	271,950	271,950
Managing director's performance rights	-	1,000,000	74,000	74,000
At the end of the year	18,500,000	1,000,000	2,163,050	2,163,050

The fair value of the performance right is $0.19 being the share price at grant date.

For the options granted during the current year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

	Directors' options	Lead adviser's options	Rocktivity's options	Northgate's options	Managing director's options
Grant date	24 May 2022	24 May 2022	24 May 2022	24 May 2022	29 Sep 2022
Expiry date	23 May 2025	23 May 2026	23 May 2025	23 May 2025	28 Sep 2025
Share price at grant date	$0.20	$0.20	$0.20	$0.20	$0.20
Exercise price	$0.25	$0.30	$0.25/$0.30	$0.25	$0.25/$0.35
Expected volatility	100%	100%	100%	100%	100%
Dividend yield	0%	0%	0%	0%	0%
Risk-free interest rate	2.84%	2.84%	2.84%	2.84%	2.84%
Fair value at grant date	$0.1171	$0.1263	$0.1171/ $0.1098	$0.1171	$0.0962/ $0.0851

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Note 13: Issued Capital

	Consolidated 2023 $	Company 2022 $
54,425,343 (2022:7,500,000) fully paid ordinary shares	9,269,404	520,100
	9,269,404	520,100

Below is the reconciliation of the movement of share capital during the year:

	Consolidated 2023		Company 2022	
	No.	$	No.	$
a. **Ordinary shares**				
At the beginning of the reporting period	7,500,000	520,100	100	100
Less: Elimination of existing Rocktivity shares	(7,500,000)	-	-	-
Add: Existing Olympio Metals Limited shares on acquisition	5,065,270	-	-	-
Add: shares issued during the year				
- capital raising	30,000,000	6,000,000	7,499,900	520,000
- issue of Olympio Metals Limited shares on acquisition to Rocktivity Gold Pty Ltd	7,500,000	1,013,054	-	-
- issue for acquisition of Northgate tenements	5,000,000	1,000,000	-	-
- issue for acquisition of Eurelia Project	750,000	135,000	-	-
Conversion of convertible notes	3,000,000	475,000	-	-
Conversion of Atlas loan	3,110,073	126,250	-	-
At the end of the reporting period	54,425,343	9,269,404	7,500,000	520,100

Ordinary shareholders participate in dividends and the proceeds on winding up of the Parent Entity in proportion to the number of shares held.

At the shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

NOTE 14: ACCUMULATED LOSSES

	Consolidated	Company
	2023	2022
	$	$
Accumulated losses at beginning of the year	(272,112)	-
Loss after income tax expense for the year	(5,303,749)	(272,112)
Accumulated losses at end of the year	(5,575,861)	(272,112)

NOTE 15: COMMITMENTS

The group has certain obligations to perform minimum exploration work and to expend minimum amounts of money on such work on mining tenements. The minimum expenditure commitment on the tenements to be incurred within the next financial year is $773,680 (2022: $289,930).

In relation to the term sheet signed with the Copper Claim Pty Ltd (vendor) for exploration licence EL 6374, the group has to incur exploration expenditure of $1,000,000 within 36 months from 3 December 2022 in order to earn in 90% of the exploration rights on the tenement.

NOTE 16: RELATED PARTY TRANSACTIONS

Related Parties

The group's main related parties are as follows:

a. **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, is considered key management personnel.

For details of disclosures relating to key management personnel, refer to Note 5.

b. **Entities subject to significant influence by the group**

An entity that has the power to participate in the financial and operating policy decisions of an entity, but does not have control over those policies, is an entity that holds significant influence. Significant influence may be gained by share ownership, statute or agreement.

The Parent entity also holds 100% voting power of Olympio Metals (SA) Pty Ltd and Rocktivity Gold Pty Ltd.

Transactions with Related Parties

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated. There are no other transactions with related parties except for key management personnel remuneration disclosed in Note 5.

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NOTE 17: INTEREST IN SUBSIDIARIES

The consolidated financial statements incorporate the assets, liabilities and results of the following wholly-owned subsidiaries in accordance with the accounting policy described in note 1:

Parent entity	Country of Incorporation	Principal activity	Percentage owned 2023	Percentage owned 2022
Olympio Metals Limited	Australia	Investment Parent		
Name of subsidiaries				
Indigo Systems Limited	New Zealand	Dormant	100%	100%
Rocktivity Gold Pty Ltd	Australia	Exploration	100%	-
Olympio Metals (SA) Pty Ltd*	Australia	Exploration	100%	-

*Olympio Metals (SA) Pty Ltd was incorporated during the financial year.

ACQUISITION OF CONTROLLED ENTITY

On 24 May 2022, Olympio Metals Limited (Olympio), the legal parent and legal acquirer, completed the acquisition of Rocktivity Gold Pty Ltd (Rocktivity). The acquisition did not meet the definition of a business combination in accordance with AASB 3 Business Combinations. Instead, the acquisition has been treated as a group recapitalisation, using the principles of reverse acquisition accounting in AASB 3 Business Combinations given the substance of the transaction is that Rocktivity has effectively been recapitalised. Accordingly, the consolidated financial statements have been prepared as if Rocktivity has acquired Olympio Metals Limited, not vice versa as represented by the legal position. The recapitalisation is measured at the fair value of the equity instruments that would have been given by Rocktivity to have exactly the same percentage holding in the new structure at the date of the transaction.

As the activities of Olympio would not constitute a business based on the requirements of AASB 3, the transaction has been accounted for as a share-based payment under AASB 2, The excess of the deemed consideration over the fair value of Olympio, as calculated in accordance with the reverse acquisition principles and with AASB 2, is considered to be a payment for a group restructure and has been expensed.

Olympio Metals Limited is the legal acquirer of Rocktivity Gold Pty Ltd in this transaction and the consideration for the acquisition was issued by Olympio Metals Limited of:

- 7,500,000 fully paid ordinary shares in Olympio Metals Limited in accordance with reverse asset acquisition accounting principles the considered is deemed to have been incurred by Rocktivity Gold Pty Ltd in the form of equity instruments issued to Olympio Metals Limited shareholders. The acquisition date fair value of this consideration has been determined with reference to the fair value of the issued shares of Olympio Metals Limited immediately prior to the acquisition and has been determined to be $1,013,054; and
- 8,500,000 share options, comprising.
    - 5,000,000 share options, expiring 3 years after the date of issuance and exercise price of $0.25 each; and
    - 3,500,000 share options, expiring 3 years after the date of issuance and exercise price of $0.30 each.

The fair value of these share options has been included as part of the consideration for the transaction in accordance with the relevant accounting standards.

As Olympio Metals Limited is deemed to be the acquiree for accounting purposes, the carrying values of its assets and liabilities are required to be recorded at fair value for the purpose of the acquisition. No adjustments were required to the historical values to effect this change.

NOTE 17: INTEREST IN SUBSIDIARIES

Consideration	$
7,500,000 fully paid ordinary shares	1,013,054
8,500,000 share options	969,800
Total fair value of consideration	1,982,854
Fair value of Olympio Metals Limited at acquisition:	
Cash	880
Other current assets	23,745
Trade and other payables	(933,753)
Borrowings	(374,477)
Fair value of net liabilities	(1,283,605)
Excess of consideration provided over the fair value of net liabilities at the date of acquisition expensed, being group restructuring and relisting costs	3,266,459

NOTE 18: LOSS PER SHARE

The consolidated financial statements incorporate the assets, liabilities and results of the following wholly-owned subsidiaries in accordance with the accounting policy described in note 1:

	Consolidated	**Company**
	2023	**2022**
	$	**$**
Loss per share from continuing operations		
Loss after income tax	(5,303,749)	(272,112)
Basic loss per share	(11.55)	(7.24)
Diluted loss per share	(11.55)	(7.24)
Weighted average number of ordinary shares		
Weighted average number of ordinary shares used in calculating basic and diluted loss per share	45,925,429	3,757,918

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NOTE 19: SHARE-BASED PAYMENTS

	Consolidated	Company
	2023	2022
	$	$
Directors' options	175,650	-
Managing director's options	271,950	-
Managing director's performance right	74,000	-
Recognised in the consolidated statement of profit or loss and other comprehensive income	521,600	-
Northgate's options	292,750	-
Eurelia's shares	1,135,000	-
Capitalised as exploration and evaluation assets	1,427,750	-
Lead advisor's options	378,900	-
Recognised as capital raising costs	378,900	-
Rocktivity's options	969,800	-
Recognised as consideration for group restructuring and relisting	969,800	-
Total share based payments	3,298,050	-

2023

Options Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised/ Expired/ forfeited/ other	Balance at the end of the year	Value
			No.	No.	No.	No.	$
24 May 2022	23 May 2025	$0.25	-	1,500,000	-	1,500,000	175,650
24 May 2022	23 May 2026	$0.30	-	3,000,000	-	3,000,000	378,900
24 May 2022	23 May 2025	$0.25	-	7,500,000	-	7,500,000	878,250
24 May 2022	23 May 2025	$0.30	-	3,500,000	-	3,500,000	384,300
29 Sep 2022	28 Sep 2025	$0.25	-	1,500,000	-	1,500,000	144,300
29 Sep 2022	28 Sep 2025	$0.35	-	1,500,000	-	1,500,000	127,650
			-	18,500,000	-	18,500,000	2,089,050

Set out below are the options exercisable at the end of the financial year:

Grant date	**Expiry date**	**2023**	**2022**
		No.	No.
24 May 2022	23 May 2025	12,500,000	-
29 Sep 2022	28 Sep 2025	1,500,000	-
29 Sep 2022	28 Sep 2025	1,500,000	-
24 May 2022	23 May 2026	3,000,000	-
		18,500,000	-

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NOTE 19: SHARE-BASED PAYMENTS

The weighted average exercise price during 2023 was $0.28 (2022: nil).

The weighted average remaining contractual life of options outstanding at the end of the financial year was 2.37 years (2022: nil).

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
24 May 2022	23 May 2025	$0.20	$0.25	100%	0%	2.84%	$0.12
24 May 2022	23 May 2026	$0.20	$0.30	100%	0%	2.84%	$0.13
24 May 2022	23 May 2025	$0.20	$0.25	100%	0%	2.84%	$0.12
24 May 2022	23 May 2025	$0.20	$0.30	100%	0%	2.84%	$0.11
24 May 2022	23 May 2025	$0.20	$0.25	100%	0%	2.84%	$0.12
29 Sep 2022	28 Sep 2025	$0.18	$0.25	100%	0%	3.64%	$0.10
29 Sep 2022	28 Sep 2025	$0.18	$0.35	100%	0%	3.64%	$0.09

2023
Performance right

Grant date	Expiry date	Balance at the start of the year	Granted	Exercised/ Expired/ forfeited/ other	Balance at the end of the year	Value	Amount amortised during the year
		No.	No.	No.	No.	$	$
21 September 2022	21 September 2025	-	1,000,000	-	1,000,000	190,000	74,000
		-	1,000,000	-	1,000,000	190,000	74,000

500,000- vested after the holder completing 12 months continuous service to the group from grant date.
500,000- vested after the holder completing 24 months continuous service to the group from grant date.

The weighted average remaining contractual life of performance rights outstanding at the end of the financial year was 2.5 years (2022: nil).

For the performance rights granted during the current financial year, the fair value for each performance rights being the market price at grant date of $0.19. Management has assessed 100% probability that vesting conditions will be met.

There were no performance rights for the financial year ended 31 March 2022.

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NOTE 20: 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, loans to and from subsidiaries, bills, leases, preference shares and derivatives.

The totals for each category of financial instruments, measured in accordance with AASB 139: *Financial Instruments: Recognition and Measurement* as detailed in the accounting policies to these financial statements, are as follows:

	Note	Consolidated 2023 $	Company 2022 $
Financial assets			
Financial assets at amortised cost:			
– cash and cash equivalents	7	3,186,458	255,057
– trade and other receivables	8	43,220	15,539
Total financial assets		3,229,678	270,596
Financial liabilities			
Financial liabilities at amortised cost:			
– trade and other payables	10	129,221	214,092
– borrowings	11	-	318,268
Total financial liabilities		129,221	532,360

Financial Risk Management Policies

The directors' overall risk management strategy seeks to assist the company in meeting its financial targets, while minimising potential adverse effects on financial performance. Risk management policies are approved and reviewed by the Board of Directors on a regular basis. These include the credit risk policies and future cash flow requirements.

The main purpose of non-derivative financial instruments is to raise finance for company operations. The company does not have any derivative instruments at 31 March 2023.

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 relating to interest rate risk and other price risk.

There have been no substantive changes in the types of risks the company 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.

Credit risk is managed through maintaining procedures ensuring, to the extent possible, that customers and counterparties to transactions are of sound credit worthiness, which includes the utilisation of systems for the approval, granting and renewal of credit limits, the regular monitoring of exposures against such limits and the monitoring of the financial stability of significant customers and counterparties. Such monitoring is used in assessing receivables for impairment. Depending on the division within the group, credit terms are generally 14 to 30 days from the date of invoice.

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NOTE 20: FINANCIAL RISK MANAGEMENT

Risk is also minimised through investing surplus funds in financial institutions that maintain a high credit rating or in entities that the finance committee has otherwise assessed as being financially sound. Where the group is unable to ascertain a satisfactory credit risk profile in relation to a customer or counterparty, the risk may be further managed through title retention clauses over goods or obtaining security by way of personal or commercial guarantees over assets of sufficient value which can be claimed against in the event of any default.

Credit risk exposures

The maximum exposure to credit risk by class of recognised financial assets at the end of the reporting period, excluding the value of any collateral or other security held, is equivalent to the carrying amount and classification of those financial assets (net of any provisions) as presented in the statement of financial position. Credit risk also arises through the provision of financial guarantees, as approved at board level, given to third parties in relation to obligations under its bank bill facility.

The group does not hold any collateral.

The group has no significant concentrations of credit risk with any single counterparty or group of counterparties.

Other receivables that are neither past due nor impaired are considered to be of high credit quality. Aggregates of such amounts are detailed in Note 8.

Credit risk related to balances with banks and other financial institutions is managed by the finance committee in accordance with approved board policy. Such policy requires that surplus funds are only invested with counterparties with a Standard and Poor's rating of at least AA–. The following table provides information regarding the credit risk relating to cash and money market securities based on Standard and Poor's counterparty credit ratings:

	Consolidated	Company
	2023	**2022**
	$	**$**
Cash and cash equivalents:		
– AA rated	3,186,358	254,957
– A rated	100	100
	3,186,458	255,057

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;
- obtaining funding from a variety of sources;
- maintaining a reputable credit profile;
- managing credit risk related to financial assets;
- only investing surplus cash with major financial institutions; and
- comparing the maturity profile of financial liabilities with the realisation profile of financial assets.

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NOTE 20: FINANCIAL RISK MANAGEMENT

The table below reflects an undiscounted contractual maturity analysis for non-derivative financial liabilities. Bank overdrafts have been deducted in the analysis as management does not consider that there is any material risk that the bank will terminate such facilities. The bank does however maintain the right to terminate the facilities without notice and therefore the balances of overdrafts outstanding at year-end could become repayable within 12 months. Financial guarantee liabilities are treated as payable on demand since the group has no control over the timing of any potential settlement of the liability. The group does not hold any derivative financial liabilities directly.

Cash flows realised from financial assets reflect management's expectation as to the timing of realisation. Actual timing may therefore differ from that disclosed. The timings of cash flows presented in the table to settle financial liabilities reflect the earliest contractual settlement dates and do not reflect management's expectations that banking facilities will be rolled forward.

Financial liability and financial asset maturity analysis

Consolidated	**Within 1 Year**		**1 to 5 Years**		**Over 5 Years**		**Total**	
	2023	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
	$	**$**	**$**	**$**	**$**	**$**	**$**	**$**
Financial liabilities due for payment								
Trade and other payables	129,221	214,092	-	-	-	-	129,221	214,092
Lease liabilities	-	318,268	-	-	-	-	-	318,268
Total expected outflows	129,221	532,360	-	-	-	-	129,221	532,360
Financial assets – cash flows realisable								
Cash and cash equivalents	3,186,458	255,057	-	-	-	-	3,186,458	255,057
Other receivables	25,649	15,539	-	-	-	-	25,649	15,539
Total anticipated inflows	3,212,107	270,596	-	-	-	-	3,212,107	270,596
Net inflow/(outflow) on financial instruments	3,082,886	(261,764)	-	-	-	-	3,082,886	(261,764)

NOTE 21: DIVIDENDS

No dividend has been declared or paid during the year ended 31 March 2023 (31 March 2022: nil). The Directors do not recommend the payment of a dividend in respect of the year ended 31 March 2023.

NOTE 22: OPERATING SEGMENT

The Group has identified its operating segments based on internal reports that are reviewed and used by the Board of Directors in assessing performance and determining the allocation of resources. The Group operates in one business segment being exploration for mineral resources. The Group operates in Australia. All segment assets, segment liabilities and segment results relate to one business segment and therefore no segment analysis has been prepared.

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NOTE 23: CASH FLOW INFORMATION

		Consolidated	Company
		2023	2022
		$	$
a.	**Reconciliation of cash flows from operating activities with loss after income tax**		
	Loss after income tax	(5,303,749)	(272,112)
	Non-cash items in profit:		
	– Restructuring/relisting expense	3,266,459	-
	– Share based payments	521,600	-
	Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries:		
	– (increase)/decrease in trade and other receivables	(6,591)	(15,539)
	– (increase)/decrease in prepayment	2,654	-
	– increase/(decrease) in trade and other payables	(1,044,710)	193,039
	– increase/(decrease) in other current liabilities	19,786	-
	Net cash provided by operating activities	(2,544,551)	(94,612)

NOTE 24: NON-CASH INVESTING ACTIVITIES

	Consolidated	Company
	2023	2022
	$	$
Acquisition of mining tenements	1,427,750	-

NOTE 25: CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Except for below, the group had no contingent liabilities as at 31 March 2023 and 31 March 2022.

Deferred Contingent Consideration

In relation to the term sheet signed with Copper Claim Pty Ltd (vendor) in relation to exploration licence EL 6374 that if Olympio defines a JORC-compliant Mineral Resource Estimate greater than 6 million tonnes of contained TREO using a cut-off grade of at least 500ppm TREO within the tenement, the vendor will be entitled to shares in Olympio to the value of $1,000,000.

NOTE 26: EVENTS AFTER THE REPORTING PERIOD

On 3 April 2023, the company announced that it had agreed terms with Liontown Resources Limited (ASX: LTR) for Lionstown to farm into Olympio's Mulline and Mulwarrie lithium projects. The company further announced on 13 June 2023, that pursuant to this farm-in agreement Lionstown had completed the first stage of soil geochemistry across the Mulwarrie Lithium Project.

Apart from the above, no other matter or circumstance has arisen since 31 March 2023 that has significantly affected, or may significantly affect the group's operations, the results of those operations, or the group's state of affairs in future financial years.

DIRECTORS' DECLARATION

In the directors' opinion:

1. the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
2. the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
3. the attached financial statements and notes give a true and fair view of the group's financial position as at 31 March 2023 and of its performance for the financial year ended on that date; and
4. there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors

Simon Andrew
Non-Executive Chairman

Dated this 30th day of June 2023

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RSM Australia Partners

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

T +61 8 9261 9100
F +61 8 9261 9111

www.rsm.com.au

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF OLYMPIO METALS LIMITED

Opinion

We have audited the financial report of Olympio Metals Limited (the "Company") and its subsidiaries (the "Group"), which comprises the consolidated statement of financial position as at 31 March 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial 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 31 March 2023 and of its financial performance for the year then ended; 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 confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

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Key Audit Matters

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

Key Audit Matter	How our audit addressed this matter
Reverse Acquisition – *r*efer to Note 1(t) in the financial statements	
On 24 May 2022, the Company completed the acquisition of 100% of the issued capital of Rocktivity Gold Pty Ltd. The acquisition did not meet the definition of a business combination in accordance with AASB 3 *Business Combinations*. Instead, the acquisition has been treated as a group recapitalisation, using the principles of reverse acquisition accounting in AASB 3 *Business Combinations.* We identified the acquisition of Rocktivity Gold Pty Ltd as a key audit matter due to the technical complexity of the accounting treatment and significant management judgment required in: • determining the accounting acquirer; • determining the fair value of consideration paid and the acquisition date; and • whether the accounting acquiree meets the definition of a business under AASB 3 *Business Combinations.*	Our audit procedures included: • Obtaining and reviewing the binding agreement in order to obtain an understanding of the transaction including an assessment of the accounting acquirer and whether the transaction constituted a business or asset acquisition; • Assessing management's determination of accounting treatment of reverse acquisition in accordance with applicable accounting standards; • Critically evaluating management's determination that Rocktivity Gold Pty Ltd was the accounting acquirer and that the acquired entity did not meet the definition of a business; • Assessing management's determination of the fair value of consideration paid and the acquisition date; • Evaluating the assumptions and methodology applied by management in determining the fair value of assets and liabilities acquired; and • Assessing the appropriateness of the disclosures in the financial statements, including comparative information disclosed in the financial statements is that of the continuing business of the accounting acquirer.

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Key Audit Matter	How our audit addressed this matter
Exploration and evaluation assets – *r*efer to Note 9 in the financial statements	
The Group has capitalised exploration and evaluation assets with a carrying value of $1,993,803 as at 31 March 2023. We considered this to be a key audit matter due to the significant management judgments involved in assessing the carrying value of the asset including: • Determination of whether the expenditure can be associated with finding specific mineral resources, and the basis on which that expenditure is allocated to an area of interest; • Determination of whether exploration activities have progressed to the stage at which the existence of an economically recoverable mineral reserve may be assessed; and • Assessing whether any indicators of impairment are present, and if so, judgments applied to determine and quantify any impairment loss.	Our audit procedures included: • Assessing the Group's accounting policy for compliance with Australian Accounting Standards; • Obtaining a schedule of the areas of interest held by the Group and testing on a sample basis that the right to tenure of each relevant area of interest remained current at reporting date; • Testing a sample of additions to supporting documentation and ensuring the amounts capitalised during the year are in compliance with the Group's accounting policy and relate to the area of interest; • Assessing and evaluating management's assessment of whether indicators of impairment existed at the reporting date; • Assessing management's determination that exploration and evaluation activities have not yet reached a stage where the existence or otherwise of economically recoverable reserves may be reasonably determined; • Enquiring with management and reading budgets and other supporting documentation to corroborate that active and significant operations in, or relation to, each relevant area of interest will be continued in the future; and • Assessing the appropriateness of the related financial statements disclosure.

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 31 March 2023, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and 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.

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Responsibilities of the Directors for the Financial Report

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

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

Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar2_2020.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 the directors' report for the year ended 31 March 2023.

In our opinion, the Remuneration Report of the Company, for the year ended 31 March 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.

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RSM AUSTRALIA PARTNERS

AIK KONG TING
Partner

Perth, WA
Dated: 30 June 2023