ABN 56 123 102 974

(Formerly Xantippe Resources Limited)

ANNUAL REPORT

FOR THE YEAR ENDED 30 JUNE 2024

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CORPORATE DIRECTORY

DIRECTORS

Mr John Featherby	Non-Executive Chairman
Mr Kevin Lynn	Executive Director
Mr Mathew Beem	Executive Director
Mr Juan Santos	Non-Executive Director
Mr. Carlos Aresco	Non-Executive Director (resigned on 7 February 2025)
Ms. Carolina Aresco	Non-Executive Director (resigned on 7 February 2025)

Company Secretary & CFO
Mr Kevin Lynn

AUDITOR

RSM Australia Partners
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2 The Esplanade
PERTH WA 6000

REGISTERED OFFICE & PRINCIPAL PLACE OF BUSINESS

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ASX CODE

XTC

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REVIEW OF OPERATIONS

During the financial year 2024 (FY24), XTC Lithium Limited (formerly Xantippe Resources Limited) (**XTC** or the **Company**) focussed its efforts on developing its lithium brine projects in Catamarca, Argentina known as the Carachi Pampa Lithium Project. In addition, it conducted exploration activities for gold and lithium on its Southern Cross tenements.

Carachi Pampa Lithium Project, Argentina

The Carachi Project comprises the La Sofia, Luz Maria, La Fortuna, La Fortuna 1, Rita and Rita I, Justina and La Portola properties, which cover over 21,900ha on Carachi Pampa salt flat east of Lake Resources (ASX: LKE) project in Catamarca Province, Argentina. They are located within the Carachi basin. The presence of a paleo salar at depth has been confirmed by the Vertical Electrical Survey (VES).

The tenements consist of a lithium brine target in Carachi Pampa is a paleo salar, which continues to the northeast of licences currently owned by Lake Resources. (refer to Figure 1).

The Company aims to target the paleo salt flat with lithium brine beginning at depths of 180-200m, covering 21,900ha. Many tenements in this area are in the salt lake and are prone to flooding whereas the Company target areas are covered by alluvial fans and easy to access. Geophysics show potential for these properties to host the deepest part of the salar. At depth, the potential for a hyper-saline brine is greater. Fresh water is available on the surface should the process chosen require such type of water. The Company's ground position in the Basin occupies the central and deepest point in the water basin.

The **Luz Maria** property covers over 3,383Ha on Carachi Pampa salt flats adjacent to Lake Resources' project (ASX: LKE) in Catamarca Province, Argentina. It lies in the centre of the Carachi basin, and the main outcropping units are alluvial fans, and a small portion of it is a salt lake. The presence of superficial brine and a paleo salar at depth is evidenced by available information on the area.

The **Rita and Rita I** properties cover over 6,000ha on the Carachi Pampa salt flat north of Lake Resources' project. Both are located within the Carachi basin, and the main outcropping units are alluvial fans and recent thin lava flows.

The **La Sofia** property lies some 200 metres south of Rita and adds 3,000ha to the Company land package. La Sofia's geological structure appears to be a continuation of Rita.

The **La Fortuna** properties cover over 9,500ha on the Carachi Pampa salt flat and comprise four tenements: La Fortuna, La Fortuna 1, La Potola, and Justina in Catamarca, Argentina.

Drilling in the neighbouring area controlled by Lake Resources has reported lithium-rich brine at depths of 60 up to 300m and 187 to 252Li mg/l (refer to ASX: LKE announcement 30 April 2020) and 183-198m and 229 avg Li mg/l (refer to ASX: LKE announcement 27 November 2018) some 12km away from the areas under consideration. Drilling has extended the brine beyond these depths. VES profiles undertaken by the Company on adjacent properties indicates the brine-saturated levels continue to the northeast and northwest into our target zone, starting at 70m depth in the south and going deeper to the north.

The maiden Lake JORC indicated an Inferred resource estimate of 4.4 million tons LCE was defined after studying an area of 172 Km^2 with 14 wells and included a pyroclastic complex (refer to ASX: LKE announcement 27 November 2018). The Lake Resources PFS is on its Kachi project. The current Kachi Measured and Indicated Resource is 2.9 Million Tonnes of Lithium Carbonate Equivalent with a 5.2 Million Tonnes Inferred Resource to a depth of 400m over 106 square kilometres (km^2) (refer to ASX: LKE announcement 15 June 2023). The lithium grade of the Measured Resource (0-400m) across the salar is 210 mg/L lithium, the Indicated Resource immediately southeast is 174 mg/L lithium, and the surrounding Inferred Resource (0-400m) has a concentration of 200 mg/L lithium. Kachi lithium brine is hosted in a 700-800m deep depression filled with brine salt water and salts, capped by salt crust and a small lake.

VES Geophysical has been undertaken, which indicated brine-saturated layers down to 600 metres depth with semi-saturated brine layers from 150m down to 300m depth. The 35-station VES survey was conducted by CONHIDRO S.R.L at the Carachi Project, encompassed the Luz Maria, La Justina, Fortuna, Fortuna I, La Potola, La Sofia, Rita and Rita I blocks.

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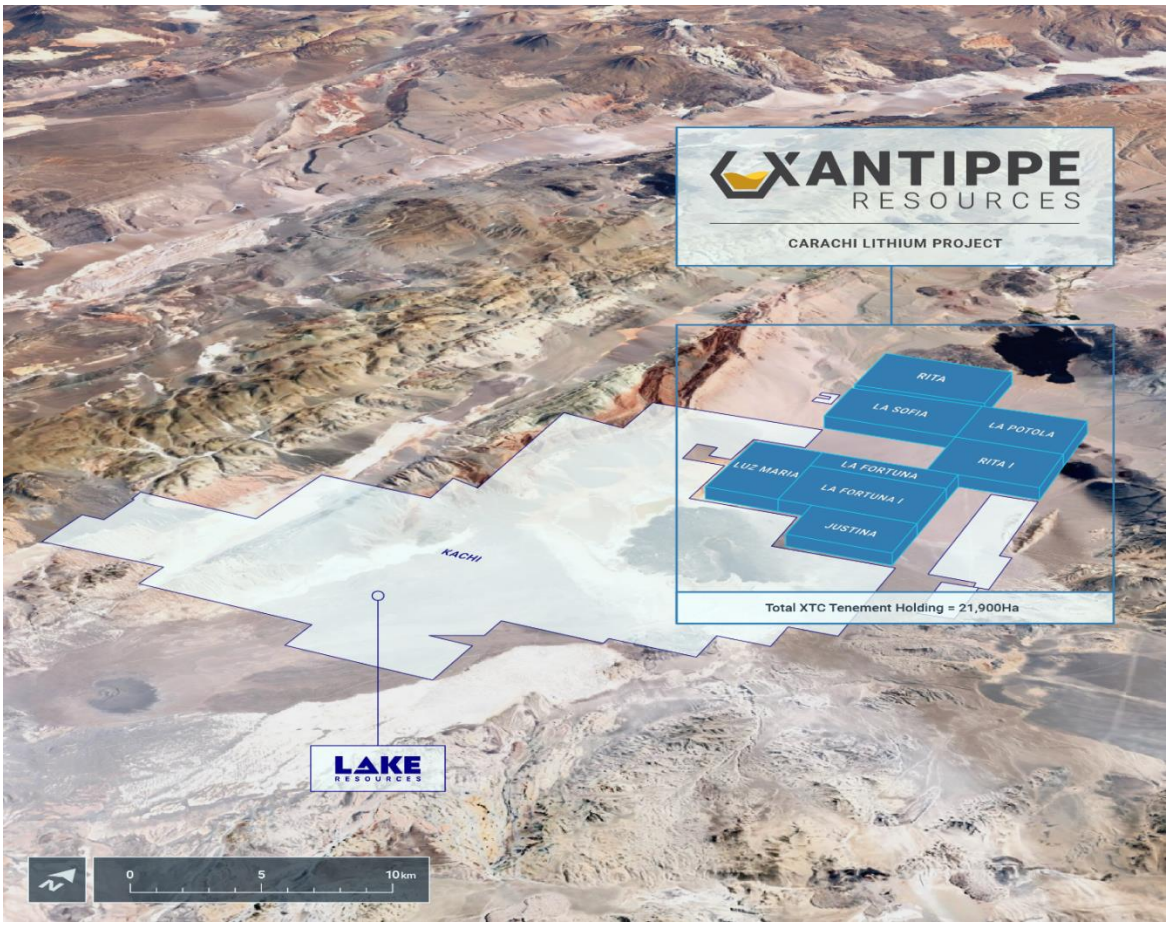


Figure 1: Carachi Pampa Licenses

Tenement Details

The tenements which comprise the Carachi Pampa Lithium Project include the following concessions:

Mine	Administrative File	Title
RITA	2021-00427648	XTC Lithium Argentina SAR
RITA I	2022-00120248	XTC Lithium Argentina SAR
Luz Maria	1209-C-2006	XTC Lithium Argentina SAR
La Sofia	242-A-2011	Arlupo SA
LA FORTUNA	848 F 2005	XTC Lithium Argentina SAR
LA FORTUNA I	849 F 2005	XTC Lithium Argentina SAR
LA POTOLA	622 F 2004	XTC Lithium Argentina SAR
JUSTINA	100 F 2008	XTC Lithium Argentina SAR

Table 1: Carachi Pampa Lithium Project concession details

Processing technology

The Company's technical team has shown that lithium can be processed in a more time-efficient and environmentally responsible way if the correct technology is used at each step of the process. There is no one technology better than another. It has in previous projects developed the process that best suits the chemistry of each salar based on the environmental constraints present in each region. To achieve this, the Company is opening one of Argentina's most advanced land largest lithium research facilities. The Company's objectives always include:

- Water conservation
- Footprint reduction
- Energy optimisation

- Chemical reduction and optimisation
- Improvement of recovery cycles
- Environmental consideration for waste

The Company will conduct a preliminary assessment of all commercial technologies for the Carachi Project and all alternatives (mining properties) considered for partnership.

During the year, the Company completed Hydrological drill hole exploration at the Company's Carachi Project in the Catamarca Province, Argentina. The results were inconclusive due to the nature of the work. The hole was closed and rehabilitated as requested by the authorities. This remediation work closes incomplete work left by the company that originally drilled the hole and enables XTC to start the new drilling campaign seeking to establish a resource in the area.

Using data from VES Geophysical Survey conducted by CONHIDRO S.R.L. the Company completed the mapping of the entire Salar at the Carachi Project which encompassed the Luz Maria, La Justina, Fortuna, Fortuna I, La Potola, La Sofia, Rita and Rita I blocks. As a result of the previously completed VES mapping, the Company has identified 6 drilling targets and has requested permission from the relevant authorities in Catamarca Argentina.

An assessment and attempted rehabilitation of historical drill holes was undertaken to test conceptual interpretation of improving grades with depth. The historical drill holes were found to have been compromised and thus unsuitable to conduct brine testing procedures.

The Company is looking to target the lower hyper saline aquifer running between 200m and 750m deep. This aquifer is in the centre of the water basin and due to its conductivity levels, a big target for this year's exploration campaign. All the necessary permits have been submitted to the local authorities.

Southern Cross Gold Project, Western Australia

The Southern Cross Gold Project tenements hold around 60km of linear strike of the prospective Southern Cross Greenstone Belt, which has historically produced around 15Moz gold, predominantly from the Marvel Loch and Southern Cross centres, both of which are in operation to varying extents.

The Southern Cross Greenstone Belt is an elongated belt of altered intrusive and meta-sedimentary rocks with a strike length of about 400km. It has been metamorphosed into amphibolite and is complexly deformed by multiple phases of folding, shearing, and faulting.

High-quality government mapping is available for the Southern Cross region in both online and digital formats. GSWA carried out regional geological mapping of this province at a 1:250,000 scale between 1973 and 1979.

Limited ground exploration activity has been conducted at Southern Cross since 2005. Gold mineralisation in the belt can be categorised into two distinct styles: shear hosted and vein deposits. Most Southern Cross Greenstone Belt gold deposits are located at contacts between different rock types or are controlled by shear zone networks.

The project area is serviced by sealed roads, grid power, scheme water, rail and town amenities. Minjar operates the Marvel Loch plant nearby and Ramelius Resources operates the Edna May facility some 60 kilometres to the west.

During the year:

- Fifteen drill holes completed at Glen Dower and Glen Innes Prospects.
- Shallow high-grade gold intercepted in initial composites including 4m at 6.06g/t Au from 12m.
- Shallow pegmatites intercepted with anomalous lithium intervals.

The Company completed an RC drill programme near the historic Glen Dower and Glen Innes Prospects on E77/2367 at its Southern Cross project. A total of fifteen holes were drilled for 1,205m targeting both lithium and gold.

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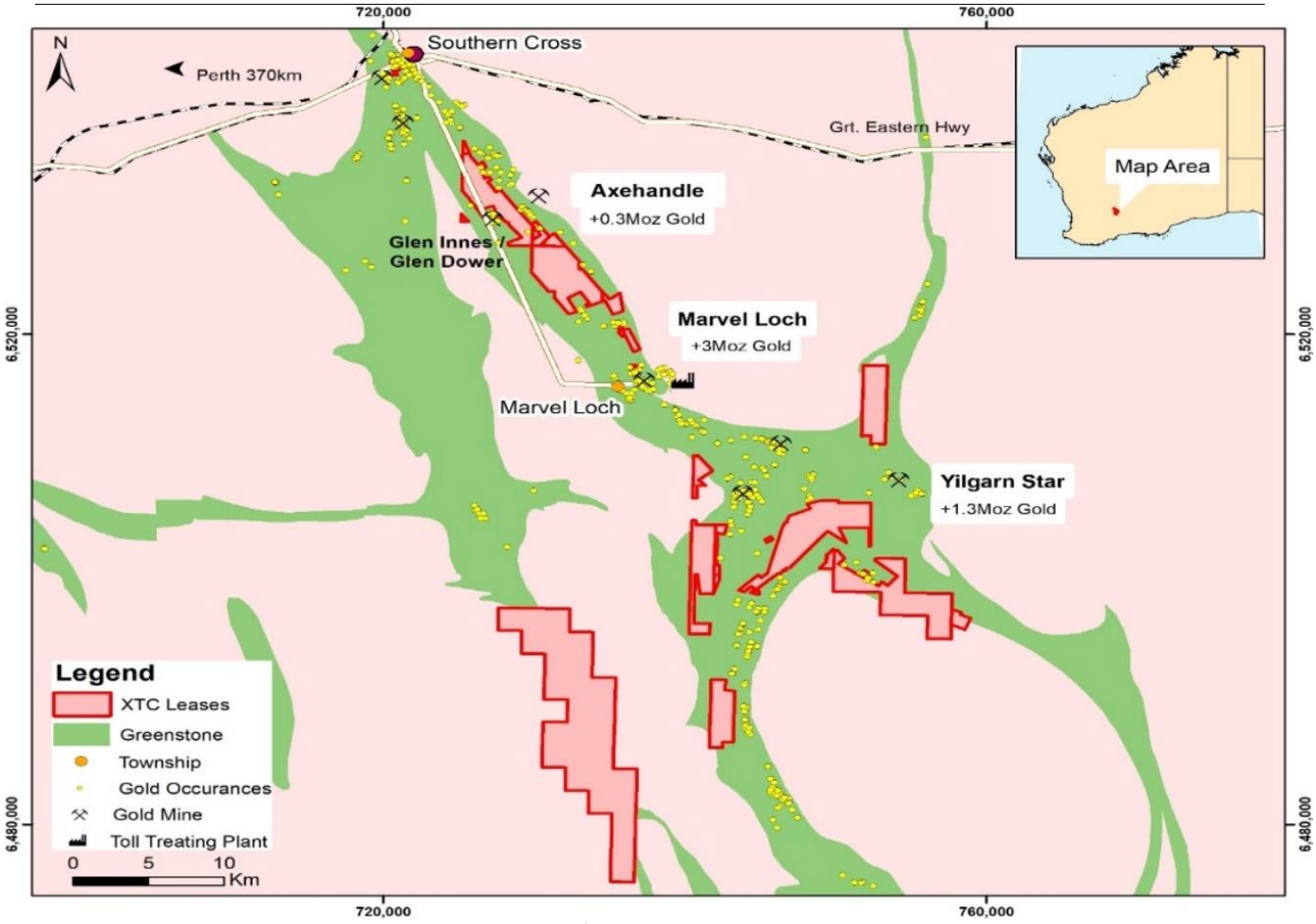


Figure 2: Southern Cross Project Location Map

The drilling successfully intercepted shallow gold at the Glen Innes prospect extending the strike of known mineralisation to approximately 420m. Drilling at Glen Dower less than 2km along strike to the south intercepted shallow high-grade gold and pegmatites with minor lepidolite logged in chips. The assays returned one outstanding interval of 4m at 6.06g/t Au from 12m, and a lithium interval returned 4m at 0.213% Li_2O from 56m. The initial 4m composite assays returned from the drilling highlight the potential the area still has for new gold mineralisation and shows lithium is present in the pegmatites system to some extent. Both findings warrant further exploration.

The Glen Innes prospect has historical small scale gold excavations from the early to mid-1900's and follow-up drilling by Sons of Gwalia from the 90's targeting greenstone contacts and magnetic anomalies of the Southern Cross greenstone belt but has not seen any recent exploration. A line of drill holes (SXRC0033 – 40) proposed ~100m to the south of historic drilling successfully intercepted and extended the mineralisation from 300m in historic drilling to over 420m along the NW-SE trend. It included a notable intercept in SXRC0038 of 36m at 0.45g/t Au, including a 4m composite returning 1.24g/t Au from 40m in mafic saprolite clays. The extension of mineralisation demonstrates the continuity of gold-bearing structures here and the potential exists for additional mineralisation to be discovered with immediate opportunity to continue mineralisation to the south of the drill line. See Figure 3 for details.

The completion of seven holes (SXRC0025 – 31, hole 32 was not drilled) near the Glen Dower prospect intercepted mafic greenstones intruded by pegmatites. High-grade gold intercepted in SXRC0026 was found in weathered mafic saprolite clays. The source of the gold is yet to be determined and the intercept which may be interpreted as steeply dipping is currently open at depth and along strike for further testing. Pegmatites were intercepted during the drilling from 1m depth, below transported cover, through to a maximum depth of 81m and remain open along strike and at depth. SXRC0026 had an anomalous zone of lithium in the pegmatites with a broad 24m zone from 52m returning 0.15% Li_2O including a 4m composite of 0.213% Li_2O from lepidolite mineralisation. The anomaly here demonstrates some of the thicker pegmatite intervals appear to have some lithium minerals forming and warrants further exploration with numerous pegmatites recorded within tenement boundaries.

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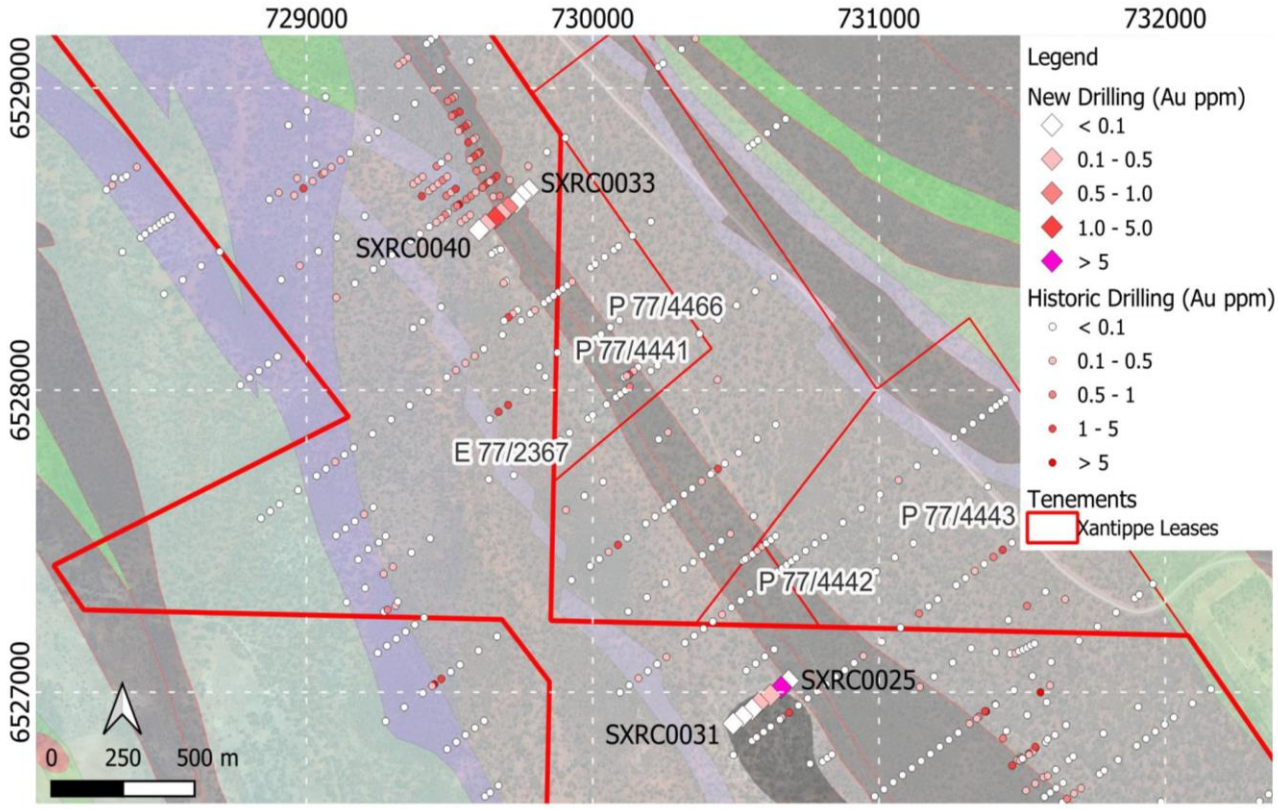


Figure 3: Drill locations on E77/2637

XTC plans to follow up these results with sampling the anomalous composite intersections to determine metre intercepts and extending the trends with additional fieldwork. Exploration at the Project is ongoing with continual appraisal of targets over the tenement package to prioritise future work, but new results present here show clear potential for dip and strike extensions at each prospect.

Reconnaissance mapping and soil sampling has been completed over three tenements in the Mount Caudin southern tenement group (E77/2694, E77/2695 and E77/2696) to investigate the potential for gold and lithium. Soil samples underwent UltraFines (UFF) multi-element analysis, and portable XRF was used on-site for geochemical signatures on outcrops of interest. Narrow, outcropping pegmatites were encountered on E77/2694 with two samples (within 85m of each other) returning desirable (<40) K/Rb ratios from portable XRF readings. The soil sampling did not return any strongly anomalous lithium results but three samples over 50ppm were also in this zone. Further investigation and extension of this area to the south-east is warranted given the low-level anomalies, pegmatite outcrops and K/Rb ratio from XRF. E77/2695 showed no strongly anomalous results for gold or lithium from 41 soil samples taken over a 100x100m grid. The sampling could not penetrate the sandy, gravel layer and although the UFF analysis extracts any remnant clay portion of the sample for analysis, the sandy, transported nature may still be a factor in yielding low assay results. This requires deeper auger or air-core drilling to test definitively. E77/2696 reconnaissance also showed majority of surface cover as sandy gravels in the north and soil sampling with UFF analysis was again experimented here for suitability. Broad, low-level anomalies were returned in the north where sands dominate, suggesting that penetration of the sand layer may be required for more accurate results. Sampling of residual soils in the south returned a maximum gold value of 122.3ppb from one sample, which warrants follow-up exploration. The lithium soil samples here, over historic drilling with pegmatites logged, returned a maximum of 84.2ppm Li and a best K/Rb ratio of 71 from rare, transported scree.

Two regional grid pattern auger drilling programmes were also completed. A 4WD mounted auger rig was utilised to retrieve over 600 samples from E77/2804 and P77/4585. This area is considered prospective for both lithium and gold with greenstones in contact with granitoids. Results from the laboratory are still pending. Sampling undertaken on northern Ghoorlie tenement E77/2367 has been used to cover the surroundings of the Catherine gold prospect which has numerous artisanal workings, and also to extend the Glen Innis gold prospects along strike to the north towards the Battler Gold mine. Soil samples have been sent for UFF analysis with results pending from the laboratory.

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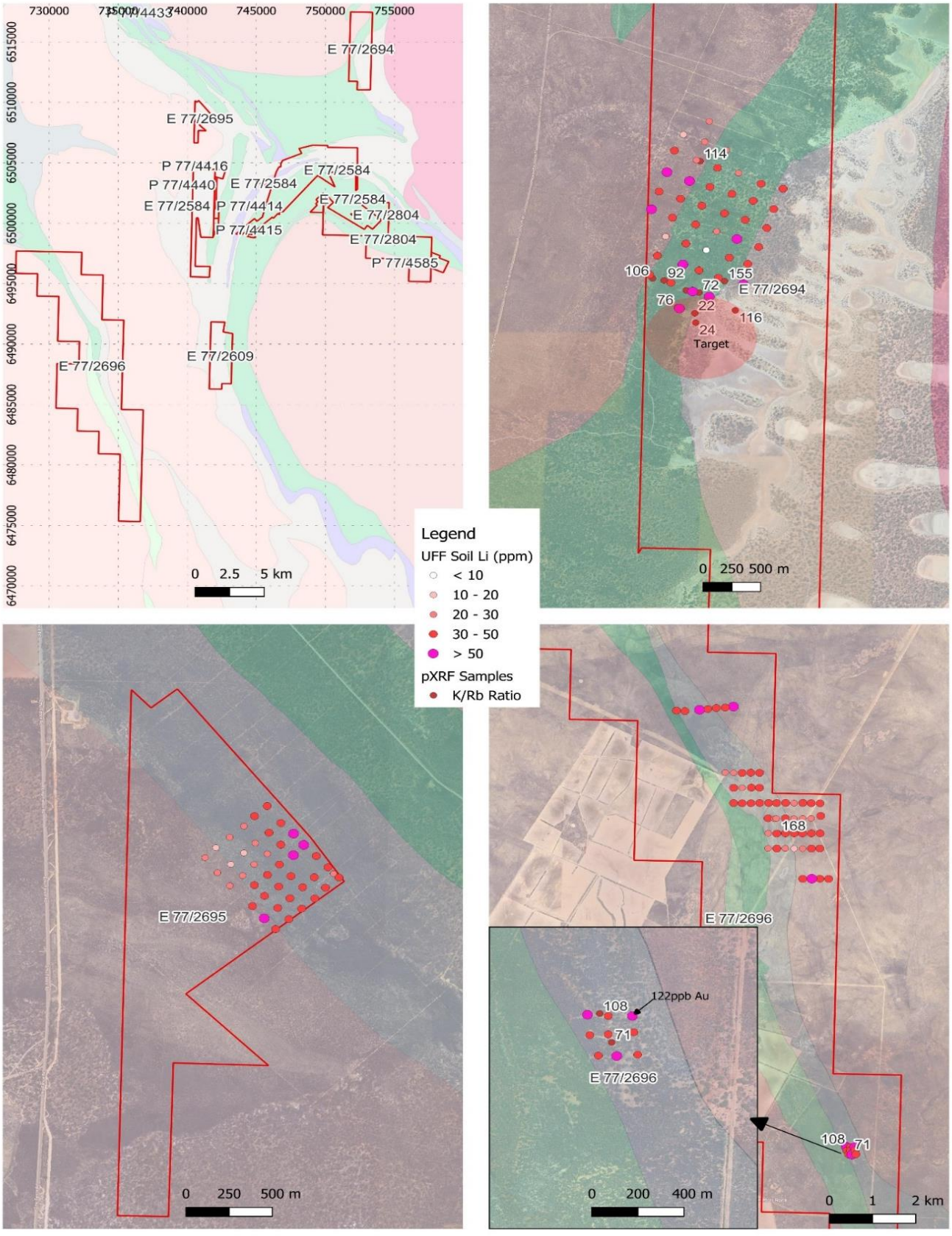


Figure 4 – Overview of soil and XRF sample reconnaissance mapping

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Corporate

Director & Management Changes

There were no changes to the Board's composition during the year.

Capital Raisings

The following shares were issued during the period:

01/07/2023	Opening Balance	11,480,099,694
17/08/2023	Placement – Rights Issue	6,047,905,620
		17,528,005,314
12/12/2023	Share consolidation (200:1)	(17,440,363,953)
30/06/2024	**Closing Balance**	**87,641,361**

On 17 August 2023, the Company closed a renounceable pro-rata rights issue, raising $6.0 million and issuing 6,047,905 620 shares at an issue price of $0.001 (0.1 cents) per new share (pre-share consolidation basis).

On 2 October 2023, the securities of the Company were suspended from quotation under Listing Rule 17.5 for not lodging the relevant periodic report by the due date. The securities will remain suspended until ASX is satisfied with XTC's compliance with the Listing Rules (including Listing Rules 12.2 and 3.1) and that it is otherwise appropriate for XTC's securities to be reinstated to quotation.

On 12 December 2023, The Company completed a share consolidation on the basis of every two hundred (200) fully paid ordinary shares (Share) to one (1) Share. The post-consolidation Shares, Options, Performance Rights and Convertible Notes on issue are as follows:

Security	**Post-consolidation**
Fully paid ordinary shares	87,641,361
XTCO listed options (expiring 30 Sep 2024 @ $0.70)	3,000,089
XTCAU unlisted options (expiring 3 Jul 2026 @$1.20)	750,000
Convertible notes (face value of $1.00 each, conversion price $3.60)	2,884,440
XTCAP performance rights (expiring 19 Aug 2025)	16,667
XTCAQ performance rights (expiring 19 Aug 2025)	16,667
XTCAR performance rights (expiring 19 Aug 2025)	16,667
XTCAT performance rights (expiring 15 May 2028)	6,000,000
XTCAT performance rights (expiring 15 May 2026)	250,000

Movement in Options

Options to take up fully paid ordinary fully paid shares in the Company at 30 June 2024 are as follows:

	Listed Options No.	**Unlisted Options No.**
At 1 July 2023	2,175,950,348	30,000,000
Options issued	-	150,000,000
Options expired	-	(30,000,000)
	2,175,950,348	150,000,000
Share consolidation (200:1)	(2,165,070,596)	(149,250,000)
Options expired	(7,879,663)	-
At 30 June 2024	3,000,089	750,000

The Company issued 150,000,000 unlisted Options on 3 July 2023 at an exercise price of $0.006 per option (pre-share consolidation basis), expiring 3 July 2026, to Roth Capital Partners LLC, per an executed Financial Services Agreement to act as Corporate Advisor assisting with a North American Capital markets strategy.

Number of Options	Listed/Unlisted	Grant Date	Exercise Price	Expiry Date
750,000	Unlisted	3 Jul 23	$1.20	3 Jul 26
3,000,089	Listed	20 Oct 21	$0.70	30 Sep 24
3,750,089				

Movement in Performance rights

Performance rights to take up fully paid ordinary fully paid shares in the Company at 30 June 2024 are as follows:

	Number of Performance rights
Outstanding at 1 July 2023	1,260,000,000
Share consolidation (200:1)	(1,253,700,000)
Outstanding at 30 June 2024	**6,300,000**

Competent Persons Statements

The exploration results relating to the Southern Cross Project reported in this report are based on, and fairly represent, information and supporting documentation prepared by Mr Brodie Box, MAIG. Mr Box is a geologist and has adequate professional experience with the exploration and geology of the Western Australian Goldfields to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Box consents to the form and context in which the Exploration Results are presented in this report.

The Exploration Results reported in this report relating to the Carachi Pampa Lithium Project are based on, and fairly represent, information and supporting documentation prepared Mr Rosko, M.Sc., C.P.G. Mr Rosko is the general manager of Montgomery and Associates office in Santiago, Chile (M&A) and is a competent person (CP) as defined by JORC. Mr Rosko has adequate professional experience in salar environments to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Rosko consents to the form and context in which the Exploration Results are presented in this announcement.

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DIRECTORS' REPORT

XTC Lithium Ltd (**"the Company" or "XTC"**) is a public company incorporated and domiciled in Australia and listed on the Australian Securities Exchange. The Company's registered office is located at 63 Sinclair Street, Wollstonecraft, NSW, 2065.

The Company's Directors' present their report on the Group, which comprises XTC Lithium Limited (formerly Xantippe Resources Limited) and its controlled entities, for the year ended 30 June 2024.

DIRECTORS AND EXECUTIVES

The names and details of the Directors of XTC Lithium Limited during the financial year and up to the date of this report are:

Mr John Featherby	(Non-Executive Chairman)	(Appointed 10 October 2022)
Mr Juan Manuel Santos	(Non-Executive Director)	(Appointed 2 August 2022)
Mr Kevin Lynn	(Executive Director)	(Appointed 14 February 2023)
Mr Mathew Beem	(Executive Director)	(Appointed 26 June 2023)
Mr Carlos Arecco	(Non-Executive Director)	(Resigned 7 February 2025)
Ms Carolina Arecco	(Non-Executive Director)	(Resigned 7 February 2025)

Executive Chairman (appointed 10 October 2022)
Mr John Featherby
John has extensive experience in the stockbroking and wealth management industry. Mr Featherby joined Hartley Poynton (now EurozHartleys) in 1987, and his skills in securing finance, corporate relations and business development will be integral to the Company's future development.

Non-Executive Director (appointed 2 August 2022)
Mr Juan Manuel Santos
Juan Manuel Santos is Director of Catamarca Operations. Juan studied the management of agro-industrial companies. He is the General Manager of Grupo Santos. A group of companies with activities in logistics, soft drinks industry, citrus producer and exporters, mining, construction and real estate. He is the President of Unaje (Argentine Chamber of Young Entrepreneurs). He has an excellent relationship with the government to help other companies to export and soft-landing. He works with communities on many projects' seeking to generate a positive impact on society. Awarded for their excellence in management by Forbes, Galicia and BBVA Banks and other institutions.

Executive Director (appointed 14 February 2023)
Mr Kevin Lynn
Mr Lynn is a Chartered Accountant (ACA) with a Master of Finance. Mr Lynn is also a Fellow of FINSIA (F.FIN) and Institute of Company Directors (FAICD) with over 35 years experience in private, public and public listed companies, particularly in mining and oil and gas, whilst acting in various roles, including Director, CFO and Company Secretary.

Executive Director (appointed 26 June 2023)
Mr Mathew Beem
Matthew is a CFA charterholder (Chartered Financial Analyst). He holds a bachelor's degree from Trinity University, a master's degree from Stanford University, as well as a master's degree in Geosciences from Mississippi State University. Matthew Beem has over two decades of experience in the financial sector in Latin America, holding a wide array of positions throughout wealth management, investment advisory, and corporate finance, including CEO, CIO, and portfolio manager.

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Non-Executive Director (appointed 14 October 2022, resigned 7 February 2025)
Mr Carlos Arecco
Mr Carlos Arecco is one of Argentina's most respected and successful businessmen. His company, Arecco Ingenieria (AISA), was founded in 1979. Over its 43-year history of constant achievements, Carlos Arecco has built a major private conglomerate in the fields of water, gas, industrial installations, airports, communications and the naval industry. With its financial support, AISA has become an integrator of various business groups and carried out feasibility studies to develop various types of projects.

Mr Arecco has presided over the Bahia Blanca Stock Exchange for 40 years and is a Director of the Argentine Chamber of Commerce. He is also a member of the Buenos Aires Argentina Stock Exchange board, represents Argentina in Mercosur at the European Union, and was appointed as a strategic partner of the UK company British Gas in 2005. In addition, he has been chosen by companies such as Lockheed Martin, General Dynamics, Indal Technologies and Trafigura to represent them in Argentina. Mr Arecco has also been decorated by Chile with the highest decoration in the country.

Mr Arecco's experience and business connections will be invaluable as the Company seeks to advance its Carachi Lithium Brine Project in Catamarca, Argentina.

Non-Executive Director (appointed 12 April 2022, resigned 7 February 2025)
Ms Ana Carolina Arecco
Ms Arecco is an Argentinean and currently the Commercial Director of Arecco Ingenieria SA., a company with a major shareholding in Carolina Lithium Pty Ltd. In her role with Arecco, Carolina oversees the technical and commercial support offered to local and foreign companies through its extensive public and private networks. Carolina has experience working for American companies, where she has successfully opened a number of new markets, particularly in business development for markets in Argentina, Chile, and Spain. Over the past two decades, Carolina has successfully navigated political and press relationships and played a substantial role in coordinating the natural gas network in Brazil with Arecco's strategic partner, British Gas.

Company Secretary
Mr Kevin Lynn (appointed 6 February 2023)

PRINCIPAL ACTIVITIES
The principal activity of the group is exploration and development, assessing, and as appropriate, acquiring exploration and mine development projects in Australia and Argentina.

OPERATING RESULTS
The consolidated loss of the group for the financial year after providing for income tax amounted to $8,055,469 (2023: $9,798,378).

FINANCIAL POSITION
The net assets of the group at 30 June 2024 was $35,699,597 (2023: $35,842,129). At year-end, the group had $30,479 net cash (2023: $318,608).

DIVIDENDS
No dividends were paid during the year and the directors do not recommend the payment of a dividend.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS
On 2 October 2023, the securities of the Company were suspended from quotation under Listing Rule 17.5 for not lodging the relevant periodic report by the due date. The securities will remain suspended until ASX is satisfied with XTC's compliance with the Listing Rules (including Listing Rules 12.2 and 3.1) and that it is otherwise appropriate for XTC's securities to be reinstated to quotation.

On 12 December 2023, The Company completed a share consolidation on the basis of every two hundred (200) fully paid ordinary shares (Share) to one (1) Share.

The Company changed it's name from Xantippe Resources Limited to XTC Lithium Limited, effective from 11 December 2023.

There have been no other significant changes in the state of affairs of the Company

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MATERIAL BUSINESS RISKS

The Company's exploration and evaluation operations will be subject to the normal risks of mineral exploration. The material business risks that may affect the Company are summarised below.

Future capital raisings

The Company's ongoing activities may require substantial further financing in the future. The Company will require additional funding to continue its exploration and evaluation operations on its projects with the aim to identify economically mineable reserves and resources. Any additional equity financing may be dilutive to shareholders, may be undertaken at lower prices than the current market price and debt financing, if available, may involve restrictive covenants which limit the Company's operations and business strategy. Although the Directors believe that additional capital can be obtained, no assurances can be made that appropriate capital or funding, if and when needed, will be available on terms favourable to the Company or at all. If the Company is unable to obtain additional financing as needed, it may be required to reduce, delay or suspend its operations and this could have a material adverse effect on the Company's activities and could affect the Company's ability to continue as a going concern.

Exploration risk

The success of the Company depends on the delineation of economically mineable reserves and resources, access to required development capital, movement in the price of commodities, securing and maintaining title to the Company's exploration and mining tenements and obtaining all consents and approvals necessary for the conduct of its exploration activities. Exploration on the Company's existing tenements may be unsuccessful, resulting in a reduction in the value of those tenements, diminution in the cash reserves of the Company and possible relinquishment of the tenements. The exploration costs of the Company are based on certain assumptions with respect to the method and timing of exploration. By their nature, these estimates and assumptions are subject to significant uncertainties and, accordingly, the actual costs may materially differ from these estimates and assumptions.

Accordingly, no assurance can be given that the cost estimates and the underlying assumptions will be realised in practice, which may materially and adversely affect the Company's viability. If the level of operating expenditure required is higher than expected, the financial position of the Company may be adversely affected.

Feasibility and development risks

It may not always be possible for the Company to exploit successful discoveries which may be made in areas in which the Company has an interest. Such exploitation would involve obtaining the necessary licences or clearances from relevant authorities that may require conditions to be satisfied and/or the exercise of discretions by such authorities. It may or may not be possible for such conditions to be satisfied. Further, the decision to proceed to further exploitation may require participation of other companies whose interests and objectives may not be the same as the Company's. There is a complex, multidisciplinary process underway to complete a feasibility study to support any development proposal. There is a risk that the feasibility study and associated technical works will not achieve the results expected. There is also a risk that, even if a positive feasibility study is produced, the project may not be successfully developed for commercial or financial reasons.

Regulatory risk

The Company's operations are subject to various laws and plans, including those relating to mining, prospecting, development permit and licence requirements, industrial relations, environment, land use, royalties, water, native title and cultural heritage, mine safety and occupational health. Approvals, licences and permits required to comply with such rules are subject to the discretion of the applicable government officials.

No assurance can be given that the Company will be successful in maintaining such authorisations in full force and effect without modification or revocation. To the extent such approvals are required and not retained or obtained in a timely manner or at all, the Company may be limited or prohibited from continuing or proceeding with exploration. The Company's business and results of operations could be adversely affected if applications lodged for exploration licences are not granted. Mining and exploration tenements are subject to periodic renewal. The renewal of the term of a granted tenement is also subject to the discretion of the relevant Minister. Renewal conditions may include increased expenditure and work commitments or compulsory relinquishment of areas of the tenements comprising the Company's projects. The imposition of new conditions or the inability to meet those conditions may adversely affect the operations, financial position and/or performance of the Company.

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Mineral resource estimate risk

Mineral resource estimates are expressions of judgement based on knowledge, experience and industry practice. These estimates were appropriate when made but may change significantly when new information becomes available. There are risks associated with such estimates. Mineral resource estimates are necessarily imprecise and depend to some extent on interpretations, which may ultimately prove to be inaccurate and require adjustment. Adjustments to resource estimates could affect the Company's future plans and ultimately its financial performance and value. Lithium and gold metal price fluctuations, as well as increased production costs or reduced throughput and/or recovery rates, may render resources containing relatively lower grades uneconomic and may materially affect resource estimations.

Environmental risk

The operations and activities of the Company are subject to the environmental laws and regulations of Argentina and Australia. As with most exploration projects and mining operations, the Company's operations and activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. The Company attempts to conduct its operations and activities to the highest standard of environmental obligation, including compliance with all environmental laws and regulations. The Company is unable to predict the effect of additional environmental laws and regulations which may be adopted in the future, including whether any such laws or regulations would materially increase the Company's cost of doing business or affect its operations in any area. However, there can be no assurances that new environmental laws, regulations or stricter enforcement policies, once implemented, will not oblige the Company to incur significant expenses and undertake significant investments which could have a material adverse effect on the Company's business, financial condition and performance.

MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

On 30 September 2024, 3,000,089 listed options in the Group exercisable at $0.70 per share, expired.

The formation of XTC Lithium Argentina SAR and the registration of XTC Lithium Limited as a foreign company in Argentina was completed during January 2025.

As a result of successful negotiations with vendors, the Group was granted deferred payment extensions in January 2025 with no changes to the principle acquisition consideration payable, as noted below:

- Rita & Rita 1, until 31 December 2025 to pay the balance for the 100% acquisition
- Luz Maria, until 30 June 2027 to pay the balance for the 100% acquisition
- La Potola, La Fortuna, La Fortuna 1 and Justina tenements until 30 June 2027 to pay the balance for the 100% acquisition

The Group's non-core 22.5% interest in the South Korean mineral tenements has been relinquished for $nil consideration, effective 31 January 2025.

On 7 February 2025, Mr Carlos Arecco and Ms Carolina Arecco resigned as Directors. Following their resignations, the Group lost control of Minera la Falda S.A.

On 28 February 2025 the Group completed the disposal of its non-core wholly owned exploration tenements at Southern Cross WA to a private buyer to further the Group's strategy to focus on its Carachi Lithium project in Argentina. Cash of $1.0 million is payable in 3 instalments as consideration for the tenement package at Southern Cross, WA as follows:

- $250,000 paid on 24 February 2025.
- $250,000 paid on 3 April 2025
- $500,000 payable by 30 June 2025

The Sale Agreement was subject to standard conditions for this type of transaction.

No other matters or circumstances have arisen after the end of the financial year which significantly affected or could significantly affect the operations of the group, the results of those operations, or the state of affairs of the group in future financial years.

MEETINGS OF DIRECTORS

The following table sets out the number of meetings of Directors held during the financial year ended 30 June 2024 and the number of meetings attended by each Director:

Director	Full Board Meetings	
	Number Attended	Number Eligible to Attend
John Featherby (appointed 10 October 2022)	5	5
Carlos Arecco (appointed 14 October 2022)	3	5
Carolina Arecco (appointed 12 April 2022)	3	5
Juan Manual Santos (appointed 2 August 2022	4	5
Kevin Lynn (appointed 14 February 2023)	5	5
Mathew Beem (appointed 26 June 2023)	5	5

REMUNERATION REPORT (Audited)

Board policy

The objective of the Company's remuneration policy for key management personnel is to ensure reward for performance is appropriate for the results delivered. The policy is designed to ensure that the following key criteria for good governance practices are followed:

- Acceptability to shareholders
- Transparency
- Capital management

Company performance, shareholder wealth and key management personnel remuneration
The remuneration policy has been tailored to increase goal congruence between shareholders and key management personnel by the issue of options to the key management personnel to encourage the alignment of personal and shareholder interests. The Company believes this policy will be effective in increasing shareholder wealth.

The constitution of the Company provides that the non-executive Directors may collectively be paid as remuneration for their services a fixed sum not exceeding the aggregate maximum sum per annum from time to time determined by the Company in a general meeting. The Company has entered into separate Consulting Agreements with each of the Directors and pays Directors' fees as additional remuneration to the non-executive Directors.

A Director may be paid fees or other amounts as the Directors determine where a Director performs special duties or otherwise performs services outside the scope of the ordinary duties of a Director. A Director may also be reimbursed for out-of-pocket expenses incurred as a result of their directorship or any special duties.

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REMUNERATION REPORT (audited) ***(continued)***

The long-term incentives (LTI) include long service leave and share-based payments. Shares are awarded to executives over a period of three years based on long-term incentive measures. These include an increase in shareholders' value relative to the entire market and the increase compared to the consolidated entity's direct competitors. The Nomination and Remuneration Committee reviewed the long-term equity-linked performance incentives specifically for executives during the year ended 30 June 2024.

Terms and Conditions of Engagement (as at the date of this report):

Name	Role	Associated Company	Date of Agreement	Current Annual Consulting Fee	Directors' Fee/Salary	Notice Period Required from Company	Notice Period Required from Consultant	Termination Fees Payable
Directors								
John Featherby	Non Executive Chairman	N/A	10 Oct 2022	-	$216,000	-	-	-
Juan Manuel Santos	Non Executive Director	N/A	2 August 2022	USD144,000	$36,000	1 Month	3 Months	USD12,000
Kevin Lynn	Executive Director Chief Financial Officer Company Secretary	Strategy-Matters International Pty Ltd	14 February 2023	$200,000	-	2 Months	2 Months	$33,333
Mathew Been	Executive Director	Poplar Consulting LLC	26 June 2023	-	USD120,000	3 Months	3 Months	USD30,000
Carlos Arecco[(i)]	Non-executive Director	N/A	14 October 2022	-	$36,000	-	-	-
Carolina Arecco[(i)]	Non-executive Director	N/A	12 April 2022	USD120,000	$36,000	1 Month	3 Months	USD10,000

(i) Resigned on 7 February 2025.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

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REMUNERATION REPORT (audited) *(continued)*

(a) Principles used to determine the nature and amount of remuneration.

The nature and amount of remuneration paid to key management personnel have been determined by reference to the services provided, prevailing market rates, and the objective of retaining their services.

The Company renumerates key management personnel either by way of salary or by entering into agreements with entities related to key management personnel for the provision of their services to the group. Details of these agreements are set out within the remuneration report which is contained in the directors' report.

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 Nomination and Remuneration Committee. The Nomination and Remuneration Committee may, from time to time, receive advice from independent remuneration consultants to ensure nonexecutive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently of 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. Non-executive directors do not receive share options or other incentives.

ASX listing rules require the aggregate non-executive directors' remuneration to be determined periodically by a general meeting.

Executive remuneration

The consolidated entity 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

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation, and non-monetary benefits, is reviewed annually by the Nomination and Remuneration Committee based on individual and business unit performance, the overall performance of the consolidated entity, and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the consolidated entity and provides additional value to the executive.

The short-term incentives (STI) program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators (KPI's) being achieved. KPI's include profit contribution, customer satisfaction, leadership contribution and product management.

Use of remuneration consultants

The company did not engage any remuneration consultants during the financial years ended 30 June 2023 and 30 June 2024.

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REMUNERATION REPORT (audited) *(continued)*

(b) Details of remuneration

The remuneration of the Directors and other key management personnel is summarised below.

The following table of benefits and payments details, for each financial year, the components of remuneration for each member of the key management personnel of the Group.

2024	Short-term Benefits			Post-employment benefit	Long Term Benefits	Share-based payments	Total	Represented by Equity
	Fees Incurred to Associated Entity	Salary	Other Benefits	Super-annuation	Long service leave	Equity		
	$	$	$	$	$	$	$	%
Directors								
John Featherby	-	216,000	-	23,760	-	35,522	275,282	13
Carolina Arecco[(i)]	182,157	36,000	-	-	-	-	218,157	-
Carlos Arecco	-	36,000	-	-	-	-	36,000	-
Juan Manuel Santos[(ii)]	218,588	36,000	-	-	-	-	254,588	-
Kevin Lynn	200,000	-	-	-	-	35,522	235,522	15
Matthew Beem	185,307	-	7,045	-	-	-	192,352	-
	786,052	**324,000**	**7,045**	**23,760**	**-**	**71,044**	**1,211,901**	

(i) Carolina Arreco was paid directors fees of $3,000 per month. During the financial year, she was paid USD120,000 ($182,157) in consulting fees.

(ii) Juan Manuel Santos paid directors fees of $3,000 per month. During the financial year, he was paid USD144,000 ($218,588) in consulting fees.

2023 (restated[vii])	Short-term Benefits			Post-employment benefit	Long Term Benefits	Share-based payments	Total	Represented by Equity
	Fees Incurred to Associated Entity	Salary	Other Benefits	Super-annuation	Long service leave	Equity		
	$	$	$	$	$	$	$	%
Directors								
John Featherby[(i)]	-	157,714	-	16,560	-	4,464	178,738	2
Carolina Arecco[(ii)]	177,882	36,000	-	-	-	-	213,882	-
Carlos Arecco[(iii)]	-	28,500	-	-	-	-	28,500	-
Juan Manuel Santos[(iv)]	237,346	36,000	-	-	-	-	273,346	-
Kevin Lynn[(v)]	74,975	-	-	-	-	4,464	79,439	6
Matthew Beem[(vi)]	-	-	-	-	-	-	-	-
	490,203	**258,214**	**-**	**16,560**	**-**	**8,928**	**773,905**	

(i) John Featherby was appointed as executive chairman on 10 October 2022 then, became non-executive chairman on 15 August 2023.

(ii) Carolina Arreco was paid directors fees of $3,000 per month. In 2023, she was paid USD120,000 ($177,882) in consulting fees.

(iii) Carlos Arecco was appointed as non-executive director on 14 October 2022 and was paid directors fees of $3,000 per month.

(iv) Juan Manuel Santos paid directors fees of $3,000 per month. In 2023, he was paid USD156,000 ($237,346) in consulting fees.

(v) Kevin Lynn is an executive director, CFO, company secretary and paid consultancy fee of $16,667 per month. He was appointed on 14 February 2023.

(vi) Mathew Beem is an executive director appointed on 26 June 2023.

(vii) Additional information has been obtained following the issuance of the 2023 Annual Report to enable the update of the remuneration report and the completion of the audit for the year ended 30 June 2023.

REMUNERATION REPORT (audited) *(continued)*

No cash bonuses were paid or payable.

The Company has not entered into any agreements to remunerate consultants on the basis of performance.

(c) Performance rights issued as remuneration

No performance rights were issued as remuneration during the period to executive personnel during the year ended 30 June 2024 (2023: 300,000)[(1)].

Fair value

The fair value of performance rights granted as compensation are estimated at the date of grant using the Black-Scholes valuation model.

There were no performance rights issued during the year ended 30 June 2024.

The following table sets out the assumptions made in determining the fair value of the performance shares granted during the year ended 30 June 2023[(1)]:

- 50,000 performance shares were issued to Imants Kins.
- 125,000 performance shares were issued to Kevin Lynn.
- 125,000 performance shares were issued to John Featherby.
- 6,000,000 performance shares were issued to Gabriel Pindar.

Date Granted	Number Granted[(1)]	Share Price at Grant Date[(1)]	Fair Value of Performance Rights[(1)]	Vesting Date
		Cents	Cents	
19-Aug 22	50,000	0.20	0.80	19-Aug 2025
15-May-23	250,000	1.00	0.80	15-May-2026

(1) Post-share consolidation basis, which was completed on 12 December 2023.

(d) Compensation options

Options granted as compensation

There were no options granted to Directors in the year ended 30 June 2024 and 30 June 2023.

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REMUNERATION REPORT (audited) *(continued)*

(e) Additional disclosures relating to key management personnel

(i) Shareholding

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

	Opening Balance[(1)]	Acquired[(1)]	Sold[(1)]	Net Change Other[(1)]	Closing Balance[(1)]
2024					
John Featherby	2,719,686	10,873,746	-	-	13,593,432
Juan Manuel Santos	2,500,000	658,981	-	-	3,158,981
Carolina Arecco	-	-	-	-	-
Carlos Arecco	200,000	816,346	-	-	1,016,346
Kevin Lynn	-	-	-	-	-
Matt Beem	-	-	-	-	-

(1) Post-share consolidation basis which was completed on 12 December 2023.

(ii) Option holding

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

	Opening Balance[(1)]	Acquired[(1)]	Sold[(1)]	Net Change Other[(1)]	Closing Balance[(1)]
2024					
John Featherby	255,781	-	-	(62,500)[(2)]	193,281
Juan Manuel Santos	-	-	-	-	-
Carolina Arecco	-	-	-	-	-
Carlos Arecco	-	-	-	-	-
Kevin Lynn	-	-	-	-	-
Matt Beem	-	-	-	-	-

(1) Post-share consolidation basis, which was completed on 12 December 2023.

(2) Options lapsed on 10 June 2024.

(iii) Performance Rights

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

	Opening Balance[(1)]	Received as Remuneration [(1)]	Exercised[(1)]	Expired[(1)]	Closing Balance[(1)]
2024					
John Featherby	125,000	-	-	-	125,000
Juan Manuel Santos	-	-	-	-	-
Carolina Arecco	-	-	-	-	-
Carlos Arecco	-	-	-	-	-
Kevin Lynn	125,000	-	-	-	125,000
Matt Beem	-	-	-	-	-

(1) Post-share consolidation basis, which was completed on 12 December 2023.

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REMUNERATION REPORT (audited) *(continued)*

(iv) Other transactions with key management personnel and their related parties

During the year ended 30 June 2024, Mr. Lynn and Mr. Featherby provided $1,477,633 in loans to XTC and earned interest of $9,387. Moreover, $2.10 million of the director loans were settled via issue of 2,099,146,380 ordinary fully paid XTC shares (post-consolidation: 10,495,732 XTC shares).

Additional information

The table below shows the performance of the Company as measured by earnings and share price:

	2024 $	Restated[2] 2023 $	2022 $	2021 $	2020 $
Total comprehensive loss for the year	(8,055,469)	(9,798,378)	(2,147,341)	(1,675,686)	(2,803,479)
Basic and diluted loss per share[1]	(0.10)	(0.21)	(0.02)	(0.08)	(0.28)
Share price at 30 June[1]	0.20	1.00	1.40	0.40	0.40

(1) Post-share consolidation basis which was completed on 12 December 2023.

(2) Additional information has been obtained following the issuance of the 2023 Annual Report to enable the update of the remuneration report and the completion of the audit for the year ended 30 June 2023. Refer to Note 28 to the financial statements for more information.

(f) Voting and comments made at the company's 2023 Annual General Meeting ('AGM')

At the 2023 AGM, 87.7% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2023. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

**END OF REMUNERATION REPORT (AUDITED) **

PARTICULARS OF DIRECTORS' INTERESTS IN SHARES IN THE COMPANY

The relevant interest of each Director in the share capital of the Company at the date of this report is as follows:

	Ordinary Shares Fully Paid[1]		Options[1]		Performance Rights[1]	
	Direct	Indirect	Direct	Indirect	Direct	Indirect
J Featherby	13,109,057	484,375	-	193,281	125,000	-
J M Santos	-	3,158,981	-	-	-	-
A C Arecco	-	-	-	-	-	-
C Arecco	-	1,016,346	-	-	-	-
K Lynn	-	-	-	-	125,000	-
M Beem	-	-	-	-	-	-

(1) Post-share consolidation basis, which was completed on 12 December 2023

SHARE OPTIONS

Options to take up ordinary fully paid shares in the Company at 30 June 2024 were as follows:

Number of Options[1]	Listed/Unlisted	Grant Date	Exercise Price[1]	Expiry Date
750,000	Unlisted	3 Jul 23	$1.20	3 Jul 26
3,00,089	Listed	20 Oct 21	$0.70	30 Sept 24
3,750,089				

(1) Post-share consolidation basis, which was completed on 12 December 2023.

The names of all persons who currently hold options are entered in the register kept by the Company pursuant to section 170 of the Corporations Act (2001). Inspection of the register and of the documents kept pursuant to subsection 170 (3) may be made free of charge.

Options do not entitle their holders to participate in entitlement offers of new shares in the Company unless the holders first exercise their options. No person entitled to exercise any option above has or had, by virtue of the option, a right to participate in any share issue of any other body corporate.

PERFORMANCE RIGHTS

Performance rights on issue at 30 June 2024 were as follows:

Number of Rights[(1)]	Listed/Unlisted	Grant Date	Expiry Date
50,000	Unlisted	19/08/2022	19/08/2025
250,000	Unlisted	15/05/2023	15/05/2026
2,000,000	Unlisted	15/05/2023	15/05/2024*
2,000,000	Unlisted	15/05/2023	15/05/2025
2,000,000	Unlisted	15/05/2023	15/05/2028

(1) Post-share consolidation basis, which was completed on 12 December 2023.

* Shares to be issued upon re-listing.

AUDIT COMMITTEE

The Company is not of a size nor are its financial affairs of such complexity to justify a separate audit committee of the board of directors. Matters that might properly be dealt with by such a committee are the subject of scrutiny at full board meetings.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The consolidated entity intends to continue its exploration, development and production activities on its existing projects and to acquire further suitable projects for exploration as opportunities arise.

ENVIRONMENTAL REGULATIONS

In Western Australia the mining leases, exploration licences and prospecting licences granted to the group pursuant to the Mining Act (1978) (WA) are granted subject to various conditions which include standard environmental requirements. The group's policy is to adhere to these conditions and the Directors are not aware of any contraventions of these requirements.

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.

INSURANCE OF OFFICERS

The Company paid a premium in respect of a contract insuring its directors and officers. The contract prohibits disclosure of the nature of the liabilities insured and the amount of the premium.

INDEMNITY AND INSURANCE OF AUDITOR

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company did not pay a premium for a contract to insure the auditor of the company or any related entity.

NON-AUDIT SERVICES

The Company's external auditor, RSM Australia Partners, did not provide any non-audit services to the Company during the year ended 30 June 2024.

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AUDITOR'S INDEPENDENCE DECLARATION

A copy of the lead auditor's independence declaration as required by Section 307c of the Corporations Act 2001 is included within the Financial Report.

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

Signed in accordance with a resolution of the Directors:



John Featherby
DIRECTOR
Perth 4 July 2025

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STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024 $	Restated* 2023 $
Other income	3	194,073	5,643
Administration expenses	4	(4,586,813)	(5,157,394)
Share-based payments expense	15	(1,925,869)	(2,267,547)
Exploration and evaluation expenditure		(146,673)	(2,379,080)
Impairment	9	(1,590,187)	-
Loss before tax		(8,055,469)	(9,798,378)
Income tax expense	5	-	-
Net loss for the year		(8,055,469)	(9,798,378)
Other comprehensive income			
Items that may be reclassified subsequently to operating result			
Foreign currency translation		-	-
Total comprehensive loss for the year		**(8,055,469)**	**(9,798,378)**
Basic loss per share	24	(0.096)	(0.207)
Diluted loss per share	24	(0.096)	(0.207)

*Refer to Note 28 for detailed information on restatement of comparatives.

The accompanying notes form part of these financial statements.

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STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2024

	Note	Consolidated	
		30 June 2024 $	Restated* 30 June 2023 $
Current Assets			
Cash and cash equivalents	6	30,479	318,608
Other receivables	7	108,938	99,655
Total current assets		139,417	418,263
Non-Current Assets			
Property, plant and equipment	8	343,014	3,018
Exploration and evaluation expenditure	9	40,232,293	41,470,198
Total non-current assets		40,575,307	41,473,216
Total assets		40,714,724	41,891,479
Current Liabilities			
Trade and other payables	10	1,439,513	2,015,309
Loans	11	405,324	1,017,450
Financial liability	12	3,019,324	3,016,591
Total current liabilities		4,864,161	6,049,350
Non-Current Liabilities			
Trade and other payables	10	150,966	-
Total non-current liabilities		150,966	-
Total liabilities		5,015,127	6,049,350
Net Assets		35,699,597	35,842,129
Equity			
Issued capital	13	77,194,230	71,207,162
Reserves	14	2,432,666	697,897
Accumulated losses		(43,927,299)	(36,062,930)
Total Equity		35,699,597	35,842,129

*Refer to Note 28 for detailed information on restatement of comparatives.

The accompanying notes form part of these financial statements.

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STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2024

	Notes	Issued Capital	Accumulated Losses	Share-Based Payments Reserve	Total
		$	$	$	$
At 1 July 2022		47,409,937	(26,358,271)	540,569	21,592,235
Loss for the year (restated*)		-	(9,798,378)	-	(9,798,378)
Total comprehensive loss for the year (restated*)		-	(9,798,378)	-	(9,798,378)
Transactions with owners in their capacity as owners (restated*):					
Share-based payments – Shares issued & performance rights	13,14	2,000,000	-	267,547	2,267,547
Exercise of vested performance rights	13,14	16,500	-	(16,500)	-
Issue of share capital - acquisitions	13	12,022,000	-	-	12,022,000
Issue of share capital - Placements	13	8,134,791	-	-	8,134,791
Issue of share capital - Share Purchase Plan	13	1,410,390	-	-	1,410,390
Exercise of options	13	953,230	-	-	953,230
Expired/Forfeited/cancelled during the year	14	-	93,719	(93,719)	-
Transaction costs	13	(739,686)	-	-	(739,686)
At 30 June 2023 (restated*)		71,207,162	(36,062,930)	697,897	35,842,129
Loss for the year		-	(8,055,469)	-	(8,055,469)
Total comprehensive loss for the year		-	(8,055,469)	-	(8,055,469)
Transactions with owners in their capacity as owners:					
Share-based payments – performance rights & options	14	-	-	1,925,869	1,925,869
Issue of share capital – rights issue	13	6,047,905	-	-	6,047,905
Expired/Forfeited/cancelled during the year	14	-	191,100	(191,100)	-
Transaction costs	13	(60,837)	-	-	(60,837)
At 30 June 2024		77,194,230	(43,927,299)	2,432,666	35,699,597

*Refer to Note 28 for detailed information on restatement of comparatives.

The accompanying notes form part of these financial statements.

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STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2024

	Note	Consolidated 2024 $	Consolidated Restated* 2023 $
Cash flows from operating activities			
Other payments to suppliers and employees		(4,843,627)	(4,056,213)
Payments for exploration expenditure		(146,673)	(1,631,368)
Interest received		3,226	5,643
Net cash used in operating activities	6	(4,987,074)	(5,681,938)
Cash flows from investing activities			
Payment for mining assets		(352,282)	(10,697,477)
Payment for land and buildings	8	(194,371)	-
Proceeds from sale of investments		190,847	-
Net cash used in investing activities		(355,806)	(10,697,477)
Cash flows from financing activities			
Proceeds from share purchase plan	13	-	1,410,390
Proceeds from capital raising	13	3,577,118	8,084,791
Proceeds from exercise of options	13	-	953,230
Proceeds from directors loans	11	1,477,633	1,017,450
Payment for share issue costs	13	-	(739,686)
Net cash from financing activities		5,054,751	10,726,175
Net decrease in cash and cash equivalents		(288,129)	(5,653,240)
Cash at the beginning of the financial year		318,608	5,971,848
Cash at the end of the financial year	6	30,479	318,608

*Refer to Note 28 for detailed information on restatement of comparatives.

The accompanying notes form part of these financial statements.

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NOTES TO THE FINANCIAL STATEMENTS

NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The company 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, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the consolidated entity.

Basis of preparation

These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of available-for-sale financial assets, financial assets and liabilities at fair value through profit or loss, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity

(a) Principles of consolidation

The consolidated financial statements incorporate the assets, liabilities and results of entities controlled by XTC Lithium Limited at the end of the reporting period. Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity 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 to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION (continued)

(a) Principles of consolidation (continued)

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

(b) Going Concern

These financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and extinguishment of liabilities in the ordinary course of business.

As disclosed in the financial statements, the Group incurred a net loss of $8,055,469 and had net cash outflows from operating activities and investing activities of $4,987,074 and $355,806 respectively for the year ended 30 June 2024. The Group's current liabilities exceeded its current assets by $4,724,744 as at 30 June 2024.

The ability of the Group to continue as a going concern is dependent on it being able to successfully raise further debt or capital funding in the next 12 months, to pursue its current acquisition and exploration strategy. These conditions indicate a material uncertainty that may cast significant doubt about the ability of the Group to continue as a going concern.

Management will continue to explore the tenements and the Directors are confident that the Group will be able to continue as a going concern and meet its current liabilities when they fall due in the next 12 months. Specifically, the Directors' conclusion is supported by the following:

- Successful negotiation with vendors for payment extensions when and if needed. Recent negotiation for payment extension for the Rita, Rita 1, Luz Maria, La Potola, La Fortuna, La Fortuna 1 and Justina tenements has been granted.
- The ability to reduce exploration expenditures accordingly should the need arise through the ongoing close monitoring of cash reserves.
- Interest from third parties to provide funding for a potential joint venture arrangement for the Carachi Pampa Lithium Project, Argentina.
- The disposal of the Group's non-core wholly owned exploration tenements at Southern Cross WA, to a private buyer during the first quarter of 2025 for a cash consideration of $1.0 million, is payable in 3 instalments to 30 June 2025. The two instalments totalling $500,000 have been received, with the balance due by 30 June 2025.
- Loan funding provided by Directors to meet the Group's operational requirements.

On this basis, no adjustments have been made to the financial report that might be necessary should the Group not continue as a going concern.

(c) Taxation

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

(c) Taxation (Continued)

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets is reviewed on each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities, and they relate to the same taxable authority on either the same taxable entity or different taxable entity's which intend to settle simultaneously.

Tax consolidation

The Company (the 'head entity') and its wholly-owned Australian resident entities have formed a tax-consolidated group under the tax consolidation regime. The head entity and each subsidiary in the tax consolidated group continue to account for their own current and deferred tax amounts. The tax consolidated group has applied the 'separate taxpayer within group' approach in determining the appropriate amount of taxes to allocate to members of the tax consolidated group.

In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from each subsidiary in the tax consolidated group.

Assets or liabilities arising under tax funding agreements with the tax-consolidated entities are recognised as amounts receivable from or payable to other entities in the tax-consolidated group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of each tax-consolidated group member, resulting in neither a contribution by the head entity to the subsidiaries nor a distribution by the subsidiaries to the head entity.

(d) Segment reporting

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.

(e) Trade and other payables

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability, and the amounts are normally paid within 30 days of the liability being recognized.

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

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

(f) 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.

(g) 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 relevant taxation authority. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of expenses.

Receivables and payables in the statement of financial position are shown inclusive of GST. The net amount of GST recoverable from, or payable to, the ATO is included as a current asset (under 'other receivable' line item) or liability in the statement of financial position.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating activities. Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

(h) Business combinations

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

(i) Business combinations (Continued)

Where the business combination is achieved in stages, the consolidated entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of contingent consideration classified as an asset or liability is recognised in profit or loss.

Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition-date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

(j) Revenue recognition

Interest income
Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

All revenue is stated net amount of goods and services tax (GST).

(k) Comparatives

Where required by accounting standards comparative figures have been adjusted to conform with changes in presentation for the current financial year.

(l) Earnings per share

Basic earnings per share

Basic earnings per share is determined by dividing the operating profit after income tax by the weighted average number of ordinary shares outstanding 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.

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

(m) Current and non-current classification

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

An asset is current when: it is expected to be realised or intended to be sold or consumed in normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within twelve 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 twelve months after the reporting period. All other assets are classified as non-current.

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

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

(n) Cash and cash equivalents

Cash and cash equivalents include 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.

(o) 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.

(p) Equity based payments

The group provides benefits to its directors, consultants and contractors in the form of share-based payments, whereby directors, consultants and contractors render services in exchange for options to acquire shares or rights over shares (equity-settled transactions).

The charge to profit or loss for the period is the cumulative amount as calculated above less the amounts already charged in previous periods. There is a corresponding entry to equity.

If the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. An additional expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of the modification.

If an equity-settled award is cancelled, it is treated as if it has vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

(q) Plant and Equipment

Each class of plant and equipment is carried at cost less, where applicable, any accumulated depreciation.

Plant and equipment are measured on a cost basis.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Depreciation is calculated on a straight-line basis so as to write off the net cost of each fixed asset over its effective life.

The assets' residual values and useful lives are reviewed and adjusted, if appropriate, at each reporting date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in profit or loss.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Plant and Equipment	7.5% - 33.3%
Buildings	2.5% - 4.0%

(r) Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principle market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interest. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified, into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed each reporting date and transfers between levels are determined based on a reassessment of the lowest level input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

(s) Exploration and Evaluation expenditure

Exploration and evaluation expenditure 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 period in which the decision is made.

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

(s) Exploration and Evaluation expenditure (Continued)

Exploration, evaluation and development costs comprise acquisition costs, direct exploration and evaluation costs and an appropriate portion of related overhead expenditure but do not include general overhead expenditure which has no direct connection with a particular area of interest. Revenue received from the sale or disposal of product, materials or services during the exploration and evaluation phase of operation is offset against expenditure in respect of the area of interest concerned.

(t) Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

(u) Employee benefits

Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled within 12 months of the reporting date are recognised in current liabilities in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Other long term employee benefits

The liability for annual leave and long service leaves not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Defined contribution superannuation expense
Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred

Share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

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 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.

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NOTE 1: MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

(u) Employee benefits (Continued)

Market conditions are taken into consideration in determining fair value. Therefore, any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

(v) Finance costs

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

(w) Foreign currency transactions

The financial statements are presented in Australian dollars, which is the company's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rate at the date of the transaction, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

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, which 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 within the next financial year are discussed below.

NOTE 2. Critical accounting judgements, estimates and assumptions *(continued)*

Share-based payment transactions
The consolidated entity 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 the 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.

Exploration and evaluation costs

Exploration and evaluation costs have been capitalised on the basis that the consolidated entity will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the mineral resources. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. In addition, 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.

	Consolidated	
		Restated*
	2024	2023
	$	$
NOTE 3: OTHER INCOME		
Gain on disposal of assets	36,922	-
Interest income	3,226	5,643
Other income	153,925	-
	194,073	5,643

Other income includes proceeds from due diligence activities.
*Refer to Note 28 for detailed information on restatement of comparatives.

NOTE 4: ADMINISTRATION EXPENSES		
Loss before tax includes the following specific expenses:		
Depreciation	9,872	3,855
Consulting and labour hire	2,520,280	2,745,175
Finance costs	452,531	670,431
Insurance and legal	678,353	511,417
ASX, ASIC and related fees	191,390	215,561
Travel and accomodation	347,695	860,742
Other expenses	386,692	150,213
	4,586,813	5,157,394

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	Consolidated	
		Restated*
	2024	2023
	$	$

NOTE 5: INCOME TAX

(a) Income tax expense/benefit

The components of income tax expense/benefit comprise:		
Current tax	-	-
Deferred tax	-	-
	-	-

(b) Reconciliation of income tax expense/(benefit) to prima facie tax payable on accounting profit/(loss)

Loss before income tax	(8,055,469)	(9,978,378)
Prima facie tax benefit at Australian rate of 25% (2023: 25%)	(2,013,867)	(2,449,595)
Adjusted for tax effect of the following amounts:		
Taxable/non-deductible items	1,565,139	1,932,969
Non-taxable/deductible items	(103,896)	(106,098)
Income tax benefit not brought to account	552,624)	622,724620,781
Income tax benefit	-	-

(c) Deferred tax assets and liabilities not brought to account

The directors estimate that the potential future income tax benefits carried forward but not brought to account at year end at the Australian corporate tax rate of 25% (2023: 25%) are made up as follows:		
Carry forward tax losses	7,869,108	7,281,293
Deductible temporary differences	683,305	659,065
Taxable temporary differences	(754,583)	(695,152)
	7,797,830	7,245,206

These benefits will only be obtained if:

(i) the group derives future assessable income of a nature and of an amount sufficient to enable the benefits from the deductions for the losses to be realised,

(ii) the group continues to comply with the conditions for deductibility imposed by tax legislation, and

(iii) no changes in tax legislation adversely affect the group in realising the benefit from the deduction for the losses.

*Refer to Note 28 for detailed information on restatement of comparatives.

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	Consolidated	
	2024 $	Restated* 2023 $
NOTE 6: CASH AND CASH EQUIVALENTS		
Cash at bank	30,479	318,608

*Refer to Note 28 for detailed information on the restatement of comparatives.

Reconciliation to cash and cash equivalents at the end of the financial year
The above figures are reconciled to cash and cash equivalents at the end of the financial year as shown in the statement of cash flows as follows:

Reconciliation of loss after income tax to net cash flow from operating activities		
Net loss for the year	(8,055,469)	(9,798,378)
Adjustments for:		
Share-based payments	1,925,869	2,267,547
Depreciation expense	9,872	3,855
Impairment	1,590,187	-
Other operating expenses	379,230	-
Other income	(190,847)	-
Change in operating assets and liabilities:		
(Increase)/decrease in other receivables	(9,283)	88,136
(Decrease) in employee benefits	-	(32,076)
(Decrease)/increase in trade and other payables	(636,633)	1,788,978
Net cash used in operating activities	(4,987,074)	(5,681,938)

Credit standby arrangements

The Company has no credit standby arrangements.

Non-cash investing and financing activities

Share-based payments issued (note 15)	1,925,869	2,267,547

NOTE 7: OTHER RECEIVABLES		
GST receivable	108,938	99,655

Allowance for expected credit losses
The entity has not recognised a loss in profit or loss in respect of the expected credit losses for the year ended 30 June 2024 and 30 June 2023.

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	Consolidated	
	2024	2023
	$	$
NOTE 8: PROPERTY, PLANT AND EQUIPMENT		
Property, plant and equipment – at cost	431,295	81,427
Accumulated depreciation	(88,281)	(78,409)
Total plant and equipment	343,014	3,018

A reconciliation of the carrying amounts of each class of plant and equipment at the beginning of the current financial year is set out below:

	Buildings	Field equipment	Total
	$	$	$
CONSOLIDATED			
Carrying amount at 1 July 2022	-	6,873	6,873
Depreciation expense	-	(3,855)	(3,855)
Carrying amount at 30 June 2023	-	3,018	3,018
Carrying amount at 1 July 2023	-	3,018	3,018
Additions	349,868	-	349,868
Depreciation expense	(6,854)	(3,018)	(9,872)
Carrying amount at 30 June 2024	343,014	-	343,014

An office space was acquired in Buenos Aries, Argentina for USD225,000 during the year with an initial payment of USD125,000 and the balance of USD100,000 payable by 18 September 2028.

	Consolidated	
	2024	Restated* 2023
	$	$
NOTE 9: EXPLORATION AND EVALUATION EXPENDITURE		
Balance at beginning of year	41,470,198	12,908,697
Exploration and evaluation costs incurred	352,282	28,561,501
Impairment of exploration and evaluation costs[(1)]	(1,590,187)	-
Balance at end of year	40,232,293	41,470,198
Exploration and evaluation cost incurred by projects:		
Luz Maria	195,817	15,510,143
Fornichiari	-	11,402,945
La Sofia	-	892,893
Total cost incurred on projects in Argentina	195,817	27,805,981
Total cost incurred on Southern Cross project Australia	156,465	755,520
Total Exploration and Evaluation costs incurred	352,282	28,561,501

[(1)] An impairment of $1,590,187 was recognised during the year ended 30 June 2024 as revisions to extend the payment terms for the deferred consideration payable concerning the La Sofia tenement in Argentina are yet to be agreed upon.

* Refer to Note 28 for detailed information on the restatement of comparatives.

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	Consolidated	
	2024 $	Restated* 2023 $
NOTE 10: TRADE AND OTHER PAYABLES		
Current		
Trade Creditors	406,247	377,115
Accruals and other creditors	1,033,266	1,638,194
	1,439,513	2,015,309
Non-current		
Other payables	150,966	-
	150,966	-
Total	1,590,479	2,015,309

* Refer to Note 28 for detailed information on the restatement of comparatives.

NOTE 11: LOANS		
Director loans[1], [2]		
Balance at the beginning of the period	1,017,450	-
Drawdown on director loan facilities	1,477,633	1,012,669
Interest Accrued	9,387	4,781
Repayment of director loans[3]	(2,099,146)	-
Balance at the end of the period	**405,324**	**1,017,450**

Mr Kevin Lynn and Mr John Featherby provided the company with loans during the year ended 30 June 2024 (refer to note 20).

[1] The combined director loan facility available for use by XTC is $3,350,000. As at 30 June 2024, $405,324 had been utilised.

As per the terms of the loan facility agreement between Mr Featherby and the Group (ratified on 3 September 2024), XTC has access to a $3.0 million facility (Principal Sum). The loan is repayable on or before 21 March 2026. Borrowings on the Principal Sum is subject to 0% p.a. in interest. Drawdowns exceeding the Principal Sum amount are subject to a 5% p.a. interest rate. Prior to the ratification of the current loan agreement between Mr Featherby and the Group, a 5% p.a. interest rate was applied to all drawn downs.

[2] As per the terms of the loan facility agreement between Mr Lynn and the Group, XTC has access to a $350,000 loan facility (Principal Sum). This loan is repayable on or before 17 August 2026. Borrowings on the Principal Sum is subject to 0% p.a. in interest. Drawdowns exceeding the Principal Sum amount are subject to a 5% p.a. interest rate.

[3] On 17 August 2023, $2.099 million of director loans were settled via the issue of 2,099,146,380 ordinary fully paid XTC shares (post-consolidation: 10,495,732 XTC shares).

*Refer to Note 28 for detailed information on the restatement of comparatives.

NOTE 12: FINANCIAL LIABILITY		
Debt Payable	3,019,324	3,016,591

The Group issued 1000056634 Ontario Inc, Promissory Notes that denoted USD2,000,000 which was convertible into XTC shares up to 30 June 2023 in relation to partial consideration for the milestone payment of La Fortuna tenements. As a result of successful negotiations with vendors, the Group was granted deferred payment extensions in January 2025 until 31 December 2026 (Note 29).

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	Consolidated	
	2024	2023
	$	$
NOTE 13: ISSUED CAPITAL		
87,641,361 (2023: 57,400,498[1]) fully paid ordinary shares	77,194,230	71,207,162

Ordinary shares have no par value. There is no limit to the authorised share capital of the Company.

Rights attaching to ordinary shares

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

Movements in ordinary share capital

2024 Fully Paid Shares	Number	Issue	Issue Price	Cash	Non-Cash	Share Capital
	2024	Date	$	$	$	$
At the beginning of the year	**11,480,099,694**					**71,207,162**
Share Issue – Placements	6,047,905,620	17/08/2023	0.001	3,577,118	2,470,787	6,047,905
	17,528,005,314					77,255,067
Share Consolidation (200:1)	(17,440,363,953)	12/12/2023				-
Share issue costs	-				(60,837)	(60,837)
Balance at 30 June 2024	**87,641,361**					**77,194,230**

2023 Fully Paid Shares	Number[2]	Issue	Issue Price	Cash	Non-Cash	Share Capital
	2023	Date	$	$	$	$
At the beginning of the year	**7,946,148,564**					**47,409,937**
Share Issue - Placement Director	15,000,000	7/07/2022	0.008	120,000	-	120,000
Share Issue - Exercise of Options	14,575,000	22/07/2022	0.005	72,875	-	72,875
Share Issue - Exercise of Options	36,250,000	29/07/2022	0.005	181,250	-	181,250
Share Issue – Performance Rights	1,500,000	29/07/2022	0.011	-	16,500	16,500
Share Issue - Exercise of Options	42,616,649	5/08/2022	0.005	213,083	-	213,083
Share Issue - Exercise of Options	69,644,445	11/08/2022	0.005	348,222	-	348,222
Share Issue - Placement	19,495,192	9/09/2022	0.008	155,962	-	155,962
Share Issue - Placement	814,522,985	14/12/2022	0.006	4,887,138	-	4,887,138
Share Issue - Placement	422,152,460	14/12/2022	0.006	2,532,915	-	2,532,915
Share Issue - Placement	73,129,433	15/12/2022	0.006	438,776	-	438,776
Share Issue - Luz Maria Consideration	500,000,000	22/12/2022	0.01	-	5,000,000	5,000,000
Share Issue - Ontario Consideration	337,000,000	22/12/2022	0.006	-	2,022,000	2,022,000
Share Issue - Exercise of Options	53,000,000	3/02/2023	0.0026	137,800	-	137,800
Share Issue – Share Purchase Plan	235,064,966	16/02/2023	0.006	1,410,390	-	1,410,390
Share Issue - Luz Maria Consideration	500,000,000	15/05/2023	0.01	-	5,000,000	5,000,000
Share Issue - G Pindar	400,000,000	15/05/2023	0.005	-	2,000,000	2,000,000
Cost of share issue						(739,686)
Balance at 30 June 2023	**11,480,099,694**					**71,207,162**

(1) Post-share consolidation basis, which was completed on 12 December 2023.

(2) Pre-share consolidation basis

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NOTE 13: ISSUED CAPITAL *(Continued)*

On 17 August 2023, the Company closed a renounceable pro-rata shares issue, raising $6.0 million and issuing 6,047,905 620 shares at an issue price of $0.001 (0.1 cents) per new share (pre-share consolidation basis).

On 2 October 2023, the securities of the Company were suspended from quotation under Listing Rule 17.5 for not lodging the relevant periodic report by the due date. The securities will remain suspended until ASX is satisfied with XTC's compliance with the Listing Rules (including Listing Rules 12.2 and 3.1) and that it is otherwise appropriate for XTC's securities to be reinstated to quotation.

On 12 December 2023, the Company completed a share consolidation on the basis of every two hundred (200) fully paid ordinary shares (Share) to one (1) Share. The post-consolidation Shares, Options, Performance Rights and Convertible Notes on issue are as follows:

Security	Post-consolidation
Fully paid ordinary shares	87,641,361
XTCO listed options (expiring 30 Sep 2024 @$0.70)	3,000,089
XTCAU unlisted options (expiring 3 Jul 2026 @$1.20)	750,000
Convertible notes (face value of $1.00 each, conversion price $3.60)	2,884,440
XTCAP performance rights (expiring 19 Aug 2025)	16,667
XTCAQ performance rights (expiring 19 Aug 2025)	16,667
XTCAR performance rights (expiring 19 Aug 2025)	16,667
XTCAT performance rights (expiring 15 May 2028)	6,000,000
XTCAT performance rights (expiring 15 May 2026)	250,000

Capital risk management

The consolidated entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

The consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt in order to maintain or adjust the capital structure.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value-adding relative to the current company's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The consolidated entity is subject to certain financing arrangements covenants and meeting these is given priority in all capital risk management decisions. There have been no events of default on the financing arrangements during the financial year.

The capital risk management policy remains unchanged from the 30 June 2023 Annual Report.

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	Consolidated	
		Restated*
	2024	2023
	$	$
NOTE 14: RESERVES		
Option reserve	344,700	430,350
Performance rights reserve	2,087,966	267,547
	2,432,666	697,897

* Refer to Note 28 for detailed information on the restatement of comparatives.

Option reserve

The option reserve records items recognised as expense on valuation of the share options.

	Number	$
2024		
Balance at 1 July 2023	2,205,950,348	430,350
Expired/Forfeited/cancelled during the period	(30,000,000)	(33,000)
Granted during the period	150,000,000	105,450
	2,325,950,348	502,800
Share consolidation (200:1)	(2,314,320,596)	-
	11,629,752	502,800
Expired/Forfeited/cancelled during the period	(7,879,663)	(158,100)
Balance at 30 June 2024	3,750,089	344,700
2023		
Balance at 1 July 2022	1,529,103,855	524,069
Expired/Forfeited/cancelled during the year	(735,999,995)	(251,819)
Granted during the period	1,575,932,582	158,100
Exercised during the period	(163,086,094)	-
Balance at 30 June 2023	2,205,950,348	430,350

The Company issued 150,000,000 (750,000 on a post-share consolidation basis – refer to note 13) unlisted Options on 3 July 2023 at an exercise price of $0.006 per option ($1.20 on a post-share consolidation basis – refer to note 13), expiring 3 July 2026, to Roth Capital Partners LLC, per an executed Financial Services Agreement to act as Corporate Advisor assisting with a North American Capital markets strategy.

Options to take up fully paid ordinary fully paid shares in the Company at 30 June 2024 are as follows:

Number of Options	Listed/Unlisted	Grant Date	Exercise Price	Expiry Date
750,000	Unlisted	3 Jul 23	$1.20	3 Jul 26
3,000,089	Listed	20 Oct 21	$0.70	30 Sep 24
3,750,089				

Options to take up fully paid ordinary fully paid shares in the Company at 30 June 2023 are as follows:

Number of Options	Listed/Unlisted	Grant Date	Exercise Price	Expiry Date
30,000,000	Unlisted	29 Jul 20	$0.0040	11 Aug 23
1,575,932,582	Listed	8 Sep 22	$0.0150	10 June 24
600,017,766	Listed	20 Oct 21	$0.0035	30 Sept 24
2,205,950,348				

On 12 December 2023, The Company completed a share consolidation on the basis of every two hundred (200) fully paid ordinary shares (Share) to one (1) Share (refer to note 13).

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NOTE 14: RESERVES *(continued)*

Performance rights reserve

The performance rights reserve records items recognised as expense on valuation of the performance rights.

The movement in the Performance rights to take up fully paid ordinary shares in the Company at 30 June 2024 are as follows:

	Number	$
2024		
Balance at 1 July 2023	1,260,000,000	267,547
Share consolidation (200:1)	(1,253,700,000)	-
	6,300,000	267,547
Vested during the year	-	1,820,419
Balance at 30 June 2024	6,300,000	2,087,966

The movement in the Performance rights to take up fully paid ordinary shares in the Company at 30 June 2023 are as follows:

	Number	$
2023		
Balance at 1 July 2022	1,500,000	16,500
Granted during the period	1,260,000,000	267,547
Exercised during the period	(1,500,000)	(16,500)
Balance at 30 June 2023	1,260,000,000	267,547

On 12 December 2023, The Company completed a share consolidation on the basis of every two hundred (200) fully paid ordinary shares (Share) to one (1) Share (refer to note 13).

NOTE 15: SHARE-BASED PAYMENTS

Each option, performance share or share entitles the holder to take up one fully paid ordinary share in the Company at any time up to and including the expiry date. Upon exercise of an option, the resulting ordinary share has the same rights as other ordinary shares. Options do not entitle their holders to receive dividends, participate in entitlement issues or vote at general meetings of shareholders.

Total expenses arising from share-based payment transactions recognised during the period were as follows:

	Consolidated	
	2024	2023
	$	$
Performance rights issued/vested to directors and management	1,792,589	267,547
Performance rights vested to consultant	27,830	-
Options issued to broker	105,450	-
Shares issued to management	-	2,000,000
	1,925,869	2,267,547

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NOTE 15: SHARE-BASED PAYMENTS *(continued)*

The following are the performance rights issued as part of the Company's long-term incentive plan.

No performance rights were issued during the during the financial year 2024.

During the financial year 2023, the Company issued 1,260,000,000 performance rights as part of the Company's long-term incentive plan(1). The performance shares were issued in tranches with different vesting conditions:

Performance Rights – Mr Pindar was granted the following performance rights on 15 May 2023(1):

- 400,000,000 Pindar Performance Rights, vesting 15 May 2024.
- 400,000,000 Pindar Performance Rights, vesting 15 May 2025.
- 400,000,000 Pindar Performance Rights, vesting upon delivery of a development concept study for the Carachi Lithium Project in Argentina.

Performance Rights – Mr Lynn and Mr Featherby were each granted the following performance rights on 15 May 2023(1):

- 5,000,000 Class A Director Performance Rights, vesting upon the 30-day VWAP of XTC shares being at least $0.006;
- 10,000,000 Class B Director Performance Rights, vesting upon the 30-day VWAP of XTC shares being at least $0.0075; and
- 10,000,000 Class C Director Performance Rights, vesting upon the 30-day VWAP of XTC shares being at least $0.009.

Performance Rights – Mr Imants Kins was granted the following performance rights on 10 August 2022(1):

- 3,333,334 Class D Director Performance Rights, vesting upon the 20-day VWAP of the Company's shares being at least 100% premium to the share price on the day prior to announcement of Mr Imants Kins appointment as Non-Executive Chairman of the Company (being $0.01 on 17 May 2022);
- 3,333,333 Class E Director Performance Rights, vesting upon the 20-day VWAP of the Company's shares being at least 150% premium to the share price on the day prior to announcement of Mr Imants Kins appointment as Non-Executive Chairman of the Company (being $0.01 on 17 May 2022); and
- 3,333,333 Class F Director Performance Rights, vesting upon the 20-day VWAP of the Company's shares being at least 200% premium to the share price on the day prior to announcement of Mr Imants Kins appointment as Non-Executive Chairman of the Company (being $0.01 on 17 May 2022).

(1) Pre-share consolidation basis which was completed on 12 December 2023 (refer to Note 13)

(a) Movements in options granted

	Weighted average exercise price	Number of options
Outstanding at 1 July 2023	$0.0117	2,205,950,348
Forfeited/cancelled during the period	$0.004	(30,000,000)
Granted during the period	$0.006	150,000,000
	$0.0115	2,325,950,348
Share consolidation (200:1)	n/a	(2,314,320,596)
	$2.2906	11,629,752
Forfeited/cancelled during the period	$3.00	(7,879,663)
Outstanding at 30 June 2024 (i)	$0.80	3,750,089
Exercisable at 30 June 2024	$0.80	3,750,089

(i) The weighted average life of the outstanding options is 220 days or 0.60 years

On 12 December 2023, The Company completed a share consolidation on the basis of every two hundred (200) fully paid ordinary shares (Share) to one (1) Share (refer to note 13).

	Weighted average exercise price	Number of options
Outstanding at 1 July 2022	$0.0087	1,529,103,855
Forfeited/cancelled during the period	$0.0148	(735,999,995)
Granted during the period	$0.0150	1,575,932,582
Exercised during the period	$0.0044	(163,086,094)
Outstanding at 30 June 2023 (ii)	$0.0117	2,205,950,348
Exercisable at 30 June 2023	$0.0117	2,205,950,348

(ii) The weighted average life of the outstanding options is 372 days or 1.02 years

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NOTE 15: SHARE-BASED PAYMENTS *(continued)*

(b) Fair value

The fair value of any options and performance rights granted as compensation are estimated at the date of grant using the Black-Scholes valuation model. The following table sets out the assumptions made in determining the fair value of the performance shares granted during the year ended 30 June 2023:

	Date Granted	Number Granted[(1)]	Share Price at Grant Date[(1)]	Fair Value of performance share[(1)]	Vesting Date
			Cents	Cents	
Directors	10 Aug 2022	10,000,000	0.010	0.004	19 Aug 2025
G Pindar	15 May 2023	400,000,000	0.005	0.0050	15 May 2024
G Pindar	15 May 2023	400,000,000	0.005	0.0050	15 May 2025
G Pindar	15 May 2023	400,000,000	0.005	0.0015	15 May 2028
Directors	15 May 2023	10,000,000	0.005	0.0028	15 May 2026
Directors	15 May 2023	20,000,000	0.005	0.0014	15 May 2026
Directors	15 May 2023	20,000,000	0.005	0.0040	15 May 2026

The following table sets out the assumptions made in determining the fair value of the options granted during the year ended 30 June 2024:

Date Granted	Number Granted[(1)]	Expected Volatility	Risk free Interest Rate	Weighted Ave. Life of Options	Exercise Price[(1)]	Share Price at Grant Date[(1)]	Fair Value of Options[(1)]
		%	%	Years	Cents	Cents	Cents
3 Jul 2023	150,000,000	100%	3.97	3.0	0.006	0.001	0.0007

The following table sets out the assumptions made in determining the fair value of the options granted during the year ended 30 June 2023:

Date Granted	Number Granted[(1)]	Expected Volatility	Risk free Interest Rate	Weighted Ave. Life of Options	Exercise Price	Share Price at Grant Date	Fair Value of Option
		%	%	Years	Cents	Cents	Cents
8 Sep 2022	793,749,996[(i)]	-	-	-	-	-	-
23 Jun 2023	782,182,586[(i)]	-	-	-	-	-	-

(i) 1,575,932,582 were free attaching options issued to shareholders hence it was valued as $nil.

The expected life of the options is based on historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility is based on the assumption that the historical volatility is indicative of future trends, which may not necessarily be the actual outcome.

(1) Pre-share consolidation basis (refer to note 13).

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NOTE 15: SHARE-BASED PAYMENTS *(continued)*

(c) Terms and conditions for each grant of options

In the year ended 30 June 2024, the Company issued options to brokers.

2024	Number Granted[1]	Grant Date	Value of Option at Grant Date[1]	Exercise Price[1]	Expiry Date
Options	150,000,000	3 Jul 2023	$0.0003	$0.006	3 Jul 2026

In the year ended 30 June 2023, the Company issued options to shareholders and brokers.

2023	Number Granted[1]	Grant Date	Value of Option at Grant Date	Exercise Price[1]	Expiry Date
Free-attaching options	793,749,996	8 Sep 2022	-	$0.015	10 June 2024
Free-attaching options	782,282,586	23 Jun 2023	-	$0.015	10 June 2024
	1,575,932,582				

Issued pursuant to Share Purchase Plan and Prospectus date 14 June 2023. The options were free attaching options issued to shareholders, hence it was valued as NIL.

(1) Pre-share consolidation basis (refer to note 13).

(d) Shares issued as consideration

During the year ended 30 June 2024, no share are issued as consideration.

During the year ended 30 June 2023[1]:

- issued 400,000,000 shares and 1,260,000,000 performance rights as consideration to directors and employees as part of the Employee Long Incentive Plan.
- issued 1,000,000,000 shares at $0.01 as part of the consideration for the acquisition of the Luz Maria property.
- Issued 337,000,000 shares at $0.006 as part of the consideration for the acquisition of the La Potola, La Fortuna, La Fortuna 1 and Justina tenements.

(1) Pre-share consolidation basis (refer to note 13).

NOTE 16: KEY MANAGEMENT PERSONNEL COMPENSATION

(a) Names and positions of key management personnel

The names and positions of persons who were key management personnel of XTC at any time during the financial year are as follows:

Key management personnel

Mr John Featherby	Non -Executive Chairman	Appointed 10 October 2022
Mr Juan Manuel Santos	Non-Executive Director	Appointed 1 June 2022
Mr Carlos Arecco	Non-Executive Director	Appointed 14 October 2022, Resigned 7 February 2025
Ms Carolina Arecco	Non-Executive Director	Appointed 12 April 2022, Resigned 7 February 2025
Mr Kevin Lynn	Non-Executive Director	Appointed 14 February 2023
Mr Matthew Beem	Executive Director	Appointed 26 June 2023
Mr Gabriel Pindar	Chief Operating Officer	Appointed 7 February 2023

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NOTE 16: KEY MANAGEMENT PERSONNEL COMPENSATION *(continued)*

Key management personnel remuneration

	Consolidated	
	2024	**2023**
	$	**$**
Share-based payments	1,792,589	2,267,547

Refer to the remuneration report contained in the directors' report for details of the remuneration paid or payable to each member of the group's key management personnel for the year ended 30 June 2024.

NOTE 17: REMUNERATION OF AUDITORS

	Consolidated	
	2024	**2023**
	$	**$**
Audit and review services	95,000	54,500

NOTE 18: CONTINGENCIES

Contingent liabilities

There were no contingent liabilities for termination benefits under service agreements with Directors or executives at 30 June 2024 (2023: nil).

NOTE 19: COMMITMENTS FOR EXPENDITURE

Mineral tenements

In order to maintain the mineral tenements in which the group is involved, the group is committed to fulfill the minimum annual expenditure conditions under which the tenements are granted. The minimum estimated expenditure requirements in accordance with the requirements of the Western Australian Department of Mines and Petroleum are:

	Consolidated	
	2024	**2023**
	$	**$**
Exploration commitments		
Within 1 year	232,740	69,320
Within 2 to 5 years	1,191,700	1,424,440
	1,424,440	1,493,760

These requirements are expected to be fulfilled in the normal course of operations and may be varied from time to time subject to approval by the grantor of titles. The estimated expenditure represents potential expenditure which may be avoided by relinquishment of tenure. Exploration expenditure commitments beyond twelve months cannot be reliably determined.

NOTE 19: COMMITMENTS FOR EXPENDITURE *(continued)*

Commitments for Argentina Tenements

The following are the payments (excluding equity payments) to be made for the agreements made to acquire the Argentina tenements:

	2024 $	2023 $
Tenement option payment commitments		
Within 1 year	24,829,400	21,372,600
Within 2 to 5 years	-	-
Beyond 5 years	-	-
	24,829,400	21,372,600

Subsequent to the year-end, the Group was granted payment extensions. Refer to Note 29 for further information

Permit Name	USD $	AUD $*	Due Date
Rita & Rita	2,060,000	3,109,900	31 December 2025
La Sofia	887,000	1,339,100	To be agreed
Luz Maria	10,000,000	15,096,600	30 June 2027
Fornaciari	3,500,000	5,283,800	31 December 2026
Total	**16,447,000**	24,829,400	

*The company used an AUD: USD FX rate of 0.6624 (spot rate at 30 June 2024)

As at 30 June 2024 (30 June 2023: nil), the Group did not have any commitments for the acquisition of plant or equipment.

NOTE 20: RELATED PARTY TRANSACTIONS

Transactions with related parties

The following transactions occurred with related parties:

(a) Remuneration and retirement benefits

Information on the remuneration of Directors for the financial year is disclosed in Note 16 and in the remuneration report in the directors' report.

(b) Other transactions of Directors and Director-related entities

Mr Juan Manuel Santos has a consultancy agreement to provide services in Argentina for the Company. Mr Santos was paid USD144,000 consultancy for the year ended June 2024.

Ms. Carolina Arecco has a consultancy agreement to provide services for the Company. Ms. Arecco was paid USD120,000 consultancy for the year ended June 2024.

Mr Kevin Lynn and Mr John Featherby provided the Company with $1,477,633 in loans and earned interest of $9,387 during the year ended 30 June 2024. More information is disclosed in Note 11 to these financial statements.

On 16 April 2024, XTC sold its newly incorporated subsidiary, Rosa Verde LLC which is a Delaware limited liability company, to Thomson Resources Ltd for USD24,000 or AUD36,926. Mr Kevin Lynn and Mr John Featherby are also the directors of Thomson Resources Ltd.

During the year ended 30 June 2024, XTC issued 371,640,540 shares (1,858,203 shares post consolidation) as payment of directors fees and consultancy totalling to $371,641.

(c) Transactions of Directors and Director-related entities concerning shares and share options

Details of transactions of Directors and Director-related entities concerning shares and share options are set out in the remuneration report in the directors' report.

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NOTE 21: FINANCIAL RISK MANAGEMENT

The group, in its normal course of business, is exposed to financial risks comprising market risk (essentially interest rate risk), credit risk and liquidity risk.

The directors have overall responsibility for the group's management of these risks and seek to minimise these risks through on-going monitoring and review of the adequacy of the risk management framework in relation to the risks encountered by the group.

Market risk

The group's market risk exposure is to the Australian money market interest rates in respect of its cash assets. The risk is managed by monitoring the interest rate yield curve out to 90 days to ensure a balance is maintained between the liquidity of its cash assets and interest rate return.

Liquidity risk

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents). The group manages its liquidity by monitoring forecast cash flows.

Remaining contractual maturities

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 2024	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade and other payables	-	1,439,513	-	150,966	-	1,590,479
Directors' loans	-	405,324	-	-	-	405,324
Interest-bearing - fixed rate						
Debt payable	12%	3,019,324	-	-	-	3,019,324
Total non-derivatives		4,864,161	-	150,966	-	5,015,127

Consolidated – 2023 (restated*)	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade and other payables	-	2,015,309	-	-	-	2,015,309
Directors' loans	-	1,017,450	-	-	-	1,017,450
Interest-bearing - fixed rate						
Debt payable	12%	3,016,591	-	-	-	3,016,591
Total non-derivatives		6,049,350	-	-	-	6,049,350

* Refer to Note 28 for detailed information on the restatement of comparatives.

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

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NOTE 21: FINANCIAL RISK MANAGEMENT *(continued)*

Credit risk
The group's only exposure to credit risk arises from its cash deposits at the bank. The group manages this minimal exposure by ensuring its funds are deposited only with major banks with high security ratings.

Exposure to credit risk

	Consolidated	
	2024	**2023**
	$	**$**
Cash and cash equivalents	30,479	318,608

Fair value estimates
The carrying amount of the group's financial assets and liabilities approximates fair value due to their short-term maturity.

Capital management risk
The group's objective in managing capital is to safeguard its ability to continue as a going concern, so that it can continue to explore for minerals with the ultimate objective of providing returns for shareholders whilst maintaining an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the group may issue new shares, sell assets, or farm out joint venture interests in its projects.

NOTE 23: SEGMENT INFORMATION

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

In the year ended 30 June 2024 and 30 June 2023, the group operated as two segments which is mineral exploration and evaluation within Australia and Argentina.

The group is domiciled in Australia. Segment revenues are allocated based on the country in which the customer is located. Segment assets are allocation to countries based on where the assets are located.

No operating revenue was derived during the year ended June 2024 (2023: nil).

	Australia	**Argentina**	**Consolidated**
	$	**$**	**$**
Year Ended 30 June 2024			
Sales to external customers			-
Other revenue/income	40,148	153,925	194,073
Total segment revenue	40,148	153,925	194,073
Segment result from continuing operations before tax	(4,022,019)	(4,033,450)	(8,055,469)
As at 30 June 2024			
Segment assets	4,349,791	36,364,933	40,714,724
Segment liabilities	(1,564,381)	(3,450,746)	(5,015,127)
Year Ended 30 June 2023 (restated*)			
Sales to external customers			-
Other revenue/income	5,643	-	5,643
Total segment revenue	5,643	-	5,643
Segment result from continuing operations before tax	(4,334,049)	(5,464,329)	(9,798,378)
As at 30 June 2023 (restated*)			
Segment assets	4,132,177	37,759,302	41,891,479
Segment liabilities	(1,660,755)	(4,388,595)	(6,049,350)

* Refer to Note 28 for detailed information on the restatement of comparatives.

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NOTE 24: LOSS PER SHARE

	Consolidated[1]	
	2024 $	Restated* 2023 $
Reconciliation of loss		
Loss used in calculating earnings per share – basic and diluted	(8,055,469)	(9,798,378)
Net loss for the reporting period	(8,055,469)	(9,798,378)
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic and diluted earnings per share	83,674,187	47,351,875
Basic earnings per share	(0.096)	(0.207)
Diluted earnings per share	(0.096)	(0.207)

1. Post-share consolidation basis which was completed on 12 December 2023 (refer to note 13).

* Refer to Note 28 for detailed information on the restatement of comparatives.

NOTE 25: CONTROLLED ENTITIES

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

Name	Principal place of business / Country of incorporation	Ownership interest 30 June 2024 %	30 June 2023 %
Dawn Metals Pty Ltd	Australia	100	100
Carolina Lithium Pty Ltd	Australia	100	100
Slipstream Pty Ltd	Australia	100	100
Xantippe SX Pty Ltd	Australia	100	100
XTC Investments Australia Pty Ltd	Australia	100	-
Korean Resources Pty Ltd	Australia	22.5[2]	22.5
Suyeon Mining Company Limited	South Korea	22.5[2]	22.5
Korea Graphite Company Limited	South Korea	22.5[2]	22.5
Investment Advisory, S.A.	Argentina	100[1]	-
Minera la Falda S.A.	Argentina	97[3]	97

(1) The Group has a beneficial interest of 100% in Investment Advisory, S.A., which is held in trust for the Group by Mr Matthew Beem as at 30 June 2024.

(2) The Group's interest in these entities was relinquished, effective 31 January 2025 (refer to note 28).

(3) The Group has a beneficial interest of 97% in Minera la Falda S.A. as of 30 June 2024. The Group lost control over this entity following the resignation of Carlos and Carolina Arecco on 7 February 2025.

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NOTE 26: PARENT ENTITY DISCLOSURES

(a) Financial Position

	2024 $	Restated* 2023 $
Assets		
Current assets	139,417	418,263
Non-current assets	40,575,307	41,473,216
Total assets	40,714,724	41,891,479
Liabilities		
Current liabilities	4,864,161	6,049,350
Total liabilities	5,015,127	6,049,350
Equity		
Issued capital	77,194,230	71,207,162
Reserves	2,432,666	697,897
Retained earnings	(43,927,299)	(36,062,930)
Total equity	35,699,597	35,842,129

(b) Financial Performance

Loss for the year	(8,055,469)	(9,798,378)
Other comprehensive income	-	-
Total comprehensive loss for the year	(8,055,469)	(9,798,378)

(c) Guarantees entered into by the parent entity in relation to the debts of its subsidiary

XTC has not entered into any guarantees in relation to the debts of its subsidiary.

(d) Contingent liabilities of the parent

The parent entity has no contingent liabilities in 2024 (2023: nil):

(e) Commitments for the acquisition of property, plant or equipment

As at 30 June 2024 (30 June 2023: nil), the parent entity did not have any commitments for the acquisition of plant or equipment.

* Refer to Note 28 for detailed information on the restatement of comparatives.

NOTE 27: CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

Consolidated	Loans $	Financial liabilities $	Total $
Balance at 1 July 2022	-	-	-
Net cash from by financing activities	1,017,450	-	1,017,450
Acquisition of mining assets	-	3,016,591	3,016,591
Balance at 1 July 2023 (restated*)	**1,017,450**	**3,016,591**	**4,034,041**
Net cash from by financing activities	1,477,633	-	1,477,633
Settlement of loans through share issuance	(2,099,146)	-	(2,099,146)
Other changes	9,387	2,733	12,120
Balance at 1 July 2024	**405,324**	**3,019,324**	**3,424,648**

* Refer to Note 28 for detailed information on the restatement of comparatives.

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NOTE 28: RESTATEMENT OF COMPARATIVES

Additional information has been obtained following the issuance of the 2023 Annual Report, to enable the update of the financial statements, resulting in the expensing of previously capitalised exploration and evaluation, and the completion of the audit of the closing balances as at 30 June 2023. No effect was identified in the financial statements for the year ended 30 June 2022.

Extracts (being only those line items affected) are disclosed below.

Statement of profit or loss and other comprehensive income

Extract	30 June 2023 $ Reported	$ Adjustment	30 June 2023 $ Restated
Other income	25	5,618	5,643
Administration expenses	(5,750,574)	(1,674,367)	(7,424,941)
Exploration and evaluation expenditure	-	(2,379,080)	(2,379,080)
(Loss) before income tax	**(5,750,549)**	**(4,047,829)**	**(9,798,378)**
Foreign currency translation	26,176	(26,176)	-
Total comprehensive loss for the period	**(5,724,373)**	**(4,074,005)**	**(9,798,378)**

	30 June 2023 $ Reported	$ Adjustment	30 June 2023 $ Restated
Basic earnings per share	(0.001)	(0.206)	(0.207)
Diluted earnings per share	(0.001)	(0.206)	(0.207)

Statement of financial position at the end of the comparative period

Extract	30 June 2023 $ Reported	$ Adjustment	30 June 2023 $ Restated
Cash and cash equivalents	1,052,650	(734,042)	318,608
Other receivables	96,592	3,063	99,655
Total current assets	**1,149,242**	**(730,979)**	**418,263**
Exploration and evaluation expenditure	48,063,533	(6,593,335)	41,470,198
Total non-current assets	**48,066,551**	**(6,593,335)**	**41,473,216**
Total assets	**49,215,793**	**(7,324,314)**	**41,891,479**
Trade and other payables	2,873,392	(858,083)	2,015,309
Loans	1,024,146	(6,696)	1,017,450
Derivative financial instruments	5,279,035	(2,262,444)	3,016,591
Total current liabilities	**9,176,573**	**(3,127,223)**	**6,049,350**
Net Assets	**40,039,220**	**(4,197,091)**	**35,842,129**
Equity			
Reserves	914,702	(216,805)	697,897
Accumulated losses	(32,082,644)	(3,980,286)	(36,062,930)
Total equity	**40,039,220**	**(4,197,091)**	**35,842,129**

NOTE 28: RESTATEMENT OF COMPARATIVES *(continued)*

Statement of cash flows

Extract	30 June 2023 $ Reported	$ Adjustment	30 June 2023 $ Restated
Net cash used in operating activities	(3,800,183)	(1,887,398)	(5,687,581)
Net cash used in investing activities	(12,177,137)	1,485,303	(10,691,834)
Net cash from financing activities	11,058,122	(331,947)	10,726,175
Net decrease in cash	**(4,919,198)**	**(734,042)**	**(5,653,240)**
Cash at the beginning of the financial year	5,971,848	-	5,971,848
Cash at the end of the financial year	**1,052,650**	**(734,042)**	**318,608**

NOTE 29: EVENTS OCCURRING AFTER THE END OF THE FINANCIAL YEAR

On 30 September 2024, 3,000,089 listed options in the Group exercisable at $0.70 per share, expired.

The formation of XTC Lithium Argentina SAR and the registration of XTC Lithium Limited as a foreign company in Argentina was completed during January 2025.

As a result of successful negotiations with vendors, the Group was granted deferred payment extensions in January 2025 with no changes to the acquisition consideration payable, as noted below:

- Rita & Rita 1, until 31 December 2025 to pay the balance for the 100% acquisition
- Luz Maria, until 30 June 2027 to pay the balance for the 100% acquisition
- La Potola, La Fortuna, La Fortuna 1 and Justina tenements until 31 December 2026 to pay the balance for the 100% acquisition

The Group's non-core 22.5% interest in the South Korean mineral tenements has been relinquished for $nil consideration, effective 31 January 2025.

On 7 February 2025, Mr Carlos Arecco and Ms Carolina Arecco resigned as Directors. Following their resignations, the Group lost control of Minera la Falda S.A.

On 28 February 2025 the Group completed the disposal of its non-core wholly owned exploration tenements at Southern Cross WA to a private buyer to further the Group's strategy to focus on its Carachi Lithium project in Argentina. Cash of $1.0 million is payable in 3 instalments as consideration for the tenement package at Southern Cross, WA as follows:

- $250,000 paid on 24 February 2025.
- $250,000 payable by 31 March 2025
- $500,000 payable by 30 June 2025

The Sale Agreement was subject to standard conditions for this type of transaction.

No other matters or circumstances have arisen after the end of the financial half year which significantly affected or could significantly affect the Group's operations, the results of those operations, or the state of affairs of the Group in future financial periods.

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CONSOLIDATED ENTITY DISCLOSURE STATEMENT
As at 30 June 2024

Entity name	Entity type	Trustee, partner, or participant in joint venture	Country of Incorporation	Ownership interest %	Australian resident or foreign resident (for tax purpose)	Foreign tax jurisdiction(s) of foreign residents
Dawn Metals Pty Ltd	Body corporate	N/A	Australia*	100%	Australia	N/A
Carolina Lithium Pty Ltd	Body corporate	N/A	Australia*	100%	Australia	N/A
Slipstream Pty Ltd	Body corporate	N/A	Australia*	100%	Australia	N/A
XTC Investments Australia Pty Ltd	Body corporate	N/A	Australia*	100%	Australia	N/A
Xantippe SX Pty Ltd	Body corporate	N/A	Australia*	100%	Australia	N/A
Investment Advisory S.A.	Body corporate	N/A	Argentina	100%	Foreign	Argentina
Minera la Falda S.A.	Body corporate	N/A	Argentina	97%	Foreign	Argentina
XTC Lithium Royalties LLC	Body corporate	N/A	USA	100%	Foreign	USA

* XTC Lithium Limited ('the head entity') and its wholly owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime.

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DIRECTORS' DECLARATION

The directors of the company declare that the financial statements and notes are in accordance with the *Corporations Act 2001,* the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

a. comply with Australian Accounting Standards, which as stated in Note 1, constitutes explicit and unreserved compliance with International Financial Reporting Standards; and

b. give a true and fair view of the consolidated entity's financial position as at 30 June 2024 and of its performance for the year ended on that date;

In the directors' opinion:

a. there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and

b. the information disclosed in the attached consolidated entity disclosure stament is true and correct.

This declaration has been made after receiving the declarations required to be made by the directors in accordance with sections of 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.

This declaration is made in accordance with a resolution of the Board of Directors.



John Featherby
DIRECTOR
Perth, 4 July 2025

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INDEPENDENT AUDITOR'S REPORT

To the Members of XTC LITHIUM LIMITED

Opinion

We have audited the financial report of XTC Lithium Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of 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 material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

(i) giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year 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* (*including independence standards*) (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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Emphasis of Matter – Restatement of comparative balances

We draw attention to Note 28 to the financial statements, which states that the amounts reported in the previously issued financial statements for the year ended 30 June 2023 have been restated and disclosed as comparatives in these financial statements. Our opinion is not modified in respect of this matter.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements, which indicates that the Group incurred a net loss of $8,055,469 had net cash outflows from operating activities and investing activities of $4,987,074 and $355,806 respectively for the year ended 30 June 2024. The Group's current liabilities exceeded its current assets by $4,724,744 as at 30 June 2024. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the consolidated entity's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed this matter
Capitalisation and impairment of exploration costs Refer to Note 9 to the financial statements	
The Group has capitalised exploration and evaluation expenditure with a carrying value of $40,232,293 as at 30 June 2024. 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	Our audit procedures included: • Assessing the Group's accounting policy for compliance with Australian Accounting Standards; • Assessing the Group's right to tenure of each relevant area of interest; • Agreeing on a sample basis, additions of capitalised exploration and evaluation expenditure to supporting documentation, including assessing whether amounts are capital in nature and relate to the relevant area of interest; • Assessing and evaluating management's assessment of impairment at the reporting date; • Assessing management's determination that exploration and evaluation activities have not yet reached a stage where the existence or

Key Audit Matter	How our audit addressed this matter
applied to determine and quantify any impairment loss.	otherwise of economically recoverable reserves may be reasonably determined; • Enquiring with management and assessing 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 disclosures in financial statements.

Other Information

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

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

b. the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

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

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

ii. the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the 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.

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Auditor's Responsibilities for the Audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar1_2020.pdf This description forms part of our auditor's report.

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Report on the Remuneration Report

Opinion on the Remuneration Report

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

In our opinion, the Remuneration Report of XTC Lithium Limited, for the year ended 30 June 2024, complies with section 300A of the *Corporations Act 2001*.

Emphasis of Matter – Restatement of comparative balances

We draw attention to page 18 of the Annual Report, which states that the amounts reported in the previously issued annual report for the year ended 30 June 2023 have been restated and disclosed as comparatives in this annual report. Our opinion is not modified in respect of this matter.

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.

RSM AUSTRALIA PARTNERS

Perth, WA
Dated: 4 July 2025

J A KOMNINOS
Partner

RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of XTC Lithium Limited for the year ended 30 June 2024, 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 AUSTRALIA PARTNERS

Perth, WA
Dated: 4 July 2025

J A KOMNINOS
Partner

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SHAREHOLDER INFORMATION

The shareholder information set out below was applicable at 1 July 2025 (post-share consolidation basis).

1. Number and Distribution of Equity Securities

The number and class quoted securities on issue:

ASX Code	Number	Description
XTC	87,641,361	Ordinary fully paid shares quoted

Distribution of equity securities: Fully Paid ordinary Shares:

Range	Total holders	Units	% Units
1 - 1,000	2,850	1,325,806	1.51
1,001 - 5,000	2,057	5,333,507	6.09
5,001 - 10,000	521	3,859,329	4.40
10,001 - 100,000	691	19,726,447	22.51
100,001 Over	89	57,396,272	65.49
Total	**6,210**	**87,641,361**	**100.00**

Unmarketable parcel:

	Minimum Parcel Size	Holders	Units
Pre-share consolidation basis: Minimum $ 500.00 parcel at $ 0.001 per unit	500,000	6,187	45,440,682
Post-share consolidation basis: Minimum $ 500.00 parcel at $ 0.200 per unit	2,500	6,187	227,203

Unmarketable parcel

A minimum $500 parcel cannot be calculated due to no price.

The number and class of unquoted securities on issue:

Number	Description
750,000	Options exercise price $1.20 expiring 3 July 2026

2. Substantial Shareholders

Shareholders who hold 5% or more of the issued capital of the Company as per substantial shareholder notices lodged with ASX are listed below.

Name	Number of Shares	%
John Featherby	13,598,431	15.52
Gabriel Pindar	11,089,706	12.65

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Unquoted Equity Security Holders with Greater than 20% of an Individual Class are listed below.

Name	**XTCA Performance Rights expiring 19/8/2025**	**%**
Tewal Pty Ltd	16,667	100.00
Name	**XTCAQ Performance Rights expiring 19/8/2025**	**%**
Tewal Pty Ltd	16,666	100.00
Name	**XTCAR Performance Rights expiring 19/8/2025**	**%**
Tewal Pty Ltd	**16,666**	100.00
Name	**XTCAT Performance Rights expiring 19/8/2028**	**%**
G Pindar	6,000,000	96.00
Name	**XTCAU Options expiring 03/07/2026**	**%**
Roth Capital LLS	750,000	100.00

3. Voting Rights

Ordinary Share

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

Options

There are no voting rights attached to any class of options that are on issue.

Performance Rights

There are no voting rights attached to any class of performance rights that are on issue.

4. Securities Subject to Escrow

No securities are currently subject to any escrow provisions.

5. On-market Buy-Back

Currently there is no on-market buy-back of the Company's securities.

6. Corporate Governance Statement

The 2024 Corporate Governance statement of XTC Lithium Limited is available on the Company's website at https://xantippe.com.au/company-overview/corporate-governance/

XTC Lithium Limited
ACN 123 102 974

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7. Twenty Largest Shareholders as at 1 July 2025

The twenty largest fully paid shareholders hold 47.58% of the issued capital and are tabled below:

Rank	Name	Units	% Units
1	MR RUBEN GABRIEL PINDAR	8,000,000	9.13
2	JEMAYA PTY LTD <FEATHERBY FAMILY A/C>	6,250,000	7.13
3	JEMAYA PTY LTD <JH FEATHERBY SUPER FUND A/C>	3,805,463	4.34
4	BNP PARIBAS NOMS PTY LTD	3,230,210	3.69
5	DANIEL SANTOS + JUAN MANUEL SANTOS + LUZ BOLLEA + GONZALO A S BOLLEA	3,158,847	3.60
6	JEMAYA PTY LTD <THE FEATHERBY FAMILY A/C>	2,933,594	3.35
7	ST BARNABAS INVESTMENTS PTY LTD <THE MELVISTA FAMILY A/C>	1,590,000	1.81
8	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,585,166	1.81
9	MORGAN STANLEY AUSTRALIA SECURITIES (NOMINEE) PTY LIMITED <NO 1 ACCOUNT>	1,245,940	1.42
10	CITICORP NOMINEES PTY LIMITED	1,198,076	1.37
11	BNP PARIBAS NOMS PTY LTD <GLOBAL MARKETS>	1,159,105	1.32
12	1000056634 ONTARIO INC	1,093,789	1.25
13	BASKERVILLE INVESTMENTS PTY LTD <BASKERVILLE FAMILY A/C>	1,093,504	1.25
14	MR GREGORY ROLLAND CUNNOLD + MS LARA CHERYL GROVES <STRATFORD A/C>	1,000,000	1.14
15	MR JOHN MOSEGAARD NORUP	925,731	1.06
16	BLUEDALE PTY LTD <COMB SUPER FUND A/C>	761,417	0.87
17	SOUTHERN CROSS CAPITAL PTY LTD	700,000	0.80
18	FINCLEAR SERVICES PTY LTD <SUPERHERO SECURITIES A/C>	677,536	0.77
19	CEN PTY LTD	673,500	0.77
20	AGROSUCRE GLOBAL ENTERPRISES INC	614,634	0.70
Totals: Top 20 holders of ORDINARY FULLY PAID SHARES		**41,696,512**	**47.58**
Total Remaining Holders Balance		**45,944,849**	**52.42**

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MINERAL TENEMENT INFORMATION

(as at 1 June 2025)

South America

Mine	Administrative File	Title
RITA	2021-00427648	XTC Lithium Argentina SAR
RITA I	2022-00120248	XTC Lithium Argentina SAR
Luz Maria	1209-C-2006	XTC Lithium Argentina SAR
La Sofia	242-A-2011	Arlupo SA
LA FORTUNA	848 F 2005	XTC Lithium Argentina SAR
LA FORTUNA I	849 F 2005	XTC Lithium Argentina SAR
LA POTOLA	622 F 2004	XTC Lithium Argentina SAR
JUSTINA	100 F 2008	XTC Lithium Argentina SAR

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XTC LITHIUM Limited
(FORMERLY XANTIPPE RESOURCES LIMITED)

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