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Annual Report
For the Year Ended 30 June 2025

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Corporate Directory

Directors

Brett Montgomery	Non-Executive Chairman
Timothy Strong	Executive Director
Douglas Jones	Non-Executive Director

Company Secretary

Joanna Kiernan

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Stock Exchange Listing

Australian Securities Exchange (ASX: AS1)
Berlin Open Market (ALM1:BER)
Frankfurt Open Market (ALM1:FRA)

Chairman's Message

Dear Shareholders,

2025 has been a year of significant transition and renewal for the Company. We have focused on value creation by rationalizing our project portfolio, strengthening our partnerships and ensuring we are well funded to deliver on our strategy.

During the year, we completed the sale of our gold projects – Kouri and Babonga in Burkina Faso to BIC West Africa Limited for US$2.2m cash. This transaction has allowed us to concentrate our exploration efforts at our flagship asset, the Kada Gold Project in Guinea.

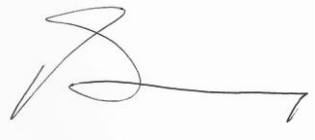
At the Loreto Copper Project in Chile, we successfully resolved legal proceedings, instigated by our Paguanta Project joint venture partner in late 2023. This resolution cleared the way for our Loreto joint venture partner Teck Resources Chile Limitada to make a US$100,000 cash payment under the US$17.6m Option and Joint Venture Agreement. We look forward to continuing to progress this prospective project with Teck Chile.

Kada remains the Company's priority. With a Mineral Resource Estimate of 30.3 million tonnes at 0.95 g/t Au, for 930,000 ounces and is open both at depth and along its 15km strike, Kada has attracted renewed investor interest.

A key milestone was the introduction of Barbet L.L.C FZ as a cornerstone investor. Barbet first invested in October 2024 and increased its shareholding to 19.89% in February 2025, contributing a total of $3.7 million. Their strong track record of supporting West African gold projects, particularly in Guinea, makes them an ideal long-term partner. Alongside this investment, we welcomed Matthew Sharples as Chief Executive Officer. Matthew brings deep geological expertise and a history of exploration success in Guinea. I also wish to acknowledge and thank Timothy Strong, who stepped down as Managing Director but remains on the Board as Executive Director – Strategy and Corporate Development. His leadership was instrumental in securing Barbet's support, finalising the Burkina Faso divestments, and resolving the Chilean litigation.

With Barbet's support, the Company quickly reactivated exploration at Kada. Work commenced with a comprehensive review of historical data, upgrades to camp infrastructure, and the start of a new drilling program in June. Following the end of the financial year, the Company was delighted to secure firm commitments to raise $25 million. This transformative funding provides us with a strong financial platform to accelerate exploration and resource expansion at Kada, positioning us for a highly active and value-driven 2026.

On behalf of the Board, I welcome Matthew as Chief Executive Officer and thank him for his tireless efforts in securing the recent capital raising. I also extend my gratitude to all our shareholders for your ongoing trust and support.



Brett Montgomery
Non-Executive Chairman
Asara Resources Ltd

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Operating and Financial Review

Company Overview

Asara is an exploration company with a portfolio of advanced minerals projects in Guinea, West Africa and in Chile, South America.

The Company's flagship project is the advanced Kada Gold Project (**Kada**), strategically located in the prolific Siguri Basin in eastern Guinea. The 2025 financial year saw the Company complete a systematic exploration program comprised of drone reconnaissance, mapping and commencement of an infill and extensional drilling program on the Massan deposit.

The Company completed the divestment of the Kouri Gold Project in north-east Burkina Faso (**Kouri**).

The Paguanta Copper and Silver-Lead-Zinc Project in northern Chile (**Paguanta**) remained on care and maintenance throughout the year while the Company actively sought to divest its interest in these projects to focus on Kada.

At the Loreto Copper Project in Chile (**Loreto**), the Company's Joint Venture Partner Teck Resources Chile Limitada (**Teck Chile**), a subsidiary of Teck Resources Limited, continued with its community engagement and exploration program.

Kada Gold Project, Guinea

Kada is located in the central Siguiri Basin, in eastern Guinea and is comprised of two permits, Kada and Bamféle covering an area of approximately 200km^2. Kada is an advanced project previously explored by Newmont Corporation (**Newmont**). It lies 31km along strike to the south of the +10Moz Siguiri Gold Mine operated by AngloGold Ashanti Ltd (**AngloGold Ashanti**). The Company first announced its intention to acquire up to a 75% interest in the project in July 2020.

Asara holds a 51% interest in Kada, and the Company exercised its right to a third earn-in interest of an additional 24% of the project (for a total 75% interest) in April 2022. To achieve this interest, Asara is required to fund the preparation of a Definitive Feasibility Study (**DFS**) for Kada. There is no time frame for completion of the DFS and the Company's immediate plan is to systematically conduct additional exploration over the Kada permits, outside of the Mineral Resource Estimate (**MRE**) area, with the objective of expanding the mineral resource.

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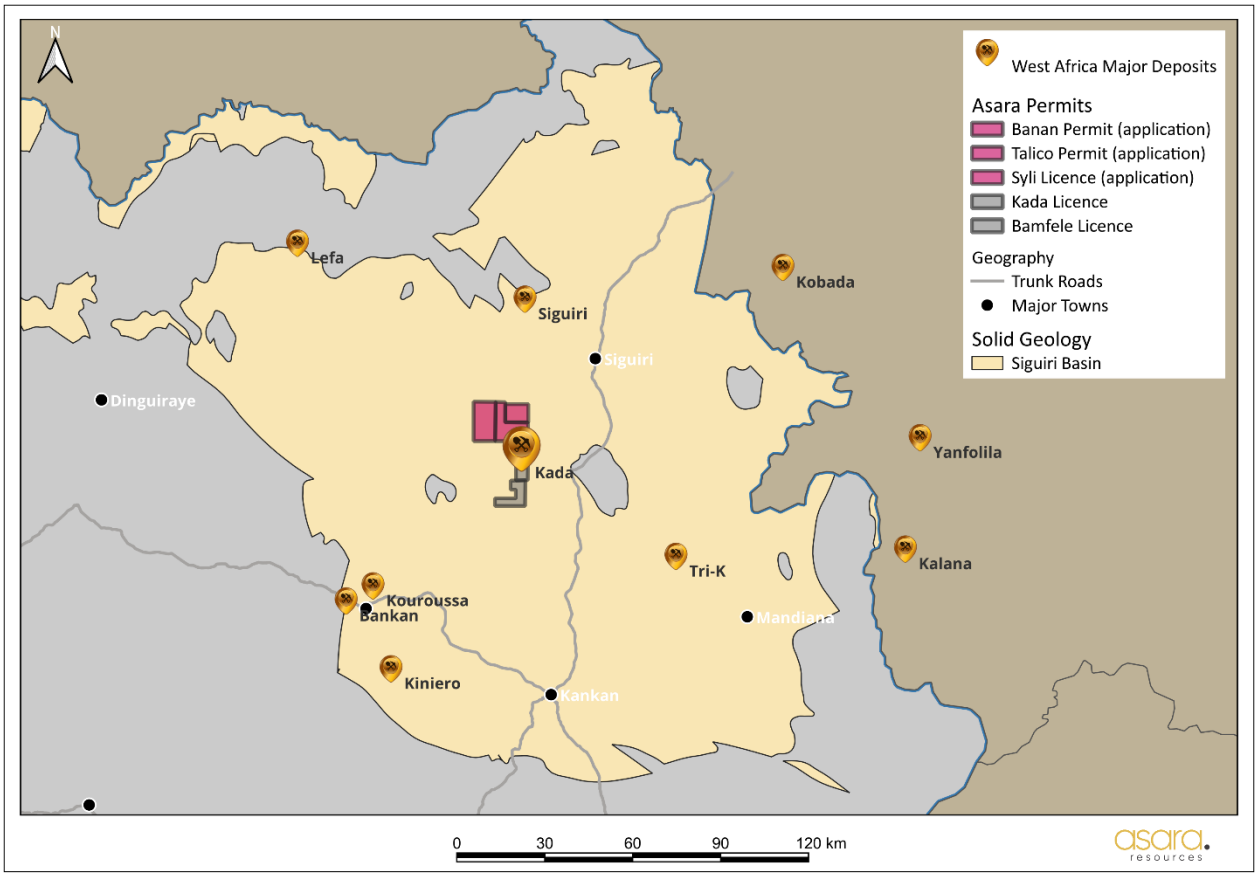


Figure 1: Siguiri Basin, Eastern Guinea, showing Major Deposits and Asara's Licenses

Expansion of Asara's Land Holdings

During the 2025 financial year, the Government of Guinea undertook a comprehensive review of its mining cadastre, resulting in the revocation of over 200 exploration and mining licences. The Company has received confirmation from the Guinean authorities that its existing Kada and Bamféle licences remain in good standing and will be renewed upon the reopening of the cadastre.

In addition, the Company anticipates that its pending application for the Syli licence area (49 km²) will be granted once the cadastre reopens.

Asara has also submitted applications for the Talico (93 km²) and Banan (99 km²) permits, which lie along strike from the Massan and Bereko deposits. If approved, these licences will significantly enhance the Company's footprint along the Siguiri mineralisation corridor, adjacent to AngloGold Ashanti's world-class Siguiri Gold Mine.

The Talico and Banan licence areas host extensive artisanal workings, particularly along strike of the Massan deposit. These workings are predominantly concentrated along the lithological contact between the Kintinian (shales) and Fayota (turbidite) formations. While most activity is located on or just east of the interpreted lithological boundary, ongoing fieldwork aims to refine this understanding further.

Preliminary reconnaissance has already identified over 5 km² of disturbed ground within the Eastern Talico licence area, attributed to artisanal mining activities. Subject to the approval of the licence applications, Asara plans to deploy ground-based IP/Resistivity gradient array surveys, supplemented by targeted auger drilling, to delineate structural controls and refine exploration targets.

The expanded land package (Figure 2) would extend Asara's presence to approximately 35 km along the north-south axis of the Siguiri structural corridor, of which only 6% has been explored to date. This presents a

compelling opportunity to delineate multiple satellite deposits, which could be developed in conjunction with a centralised processing hub.

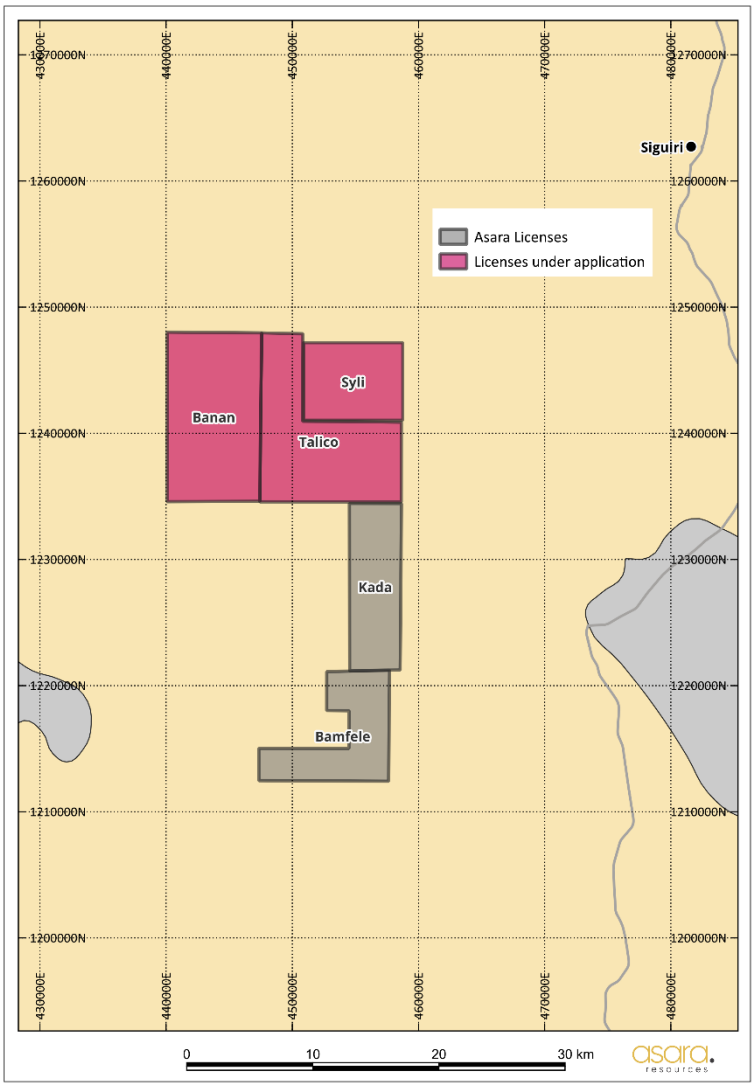


Figure 2: Asara's expanded land holding (applications pending)

Kada Exploration Activities

The focus this year has been on preparation for a significant increase in exploration activity during the 2026 financial year. The Company has built a highly credentialed senior geology team largely of local Guinean nationals. Only two expatriates are currently on site, one from Burkina Faso and one from the UK. All junior geologists are Guinean.

Significant improvements and expansion of the Niandankoro Camp include:

- New borehole and water tower
- Running hot and cold water to all bathroom facilities
- Insect protection added, mesh on windows, mosquito nets
- New office compound including five office rooms
- 2 fuel tanks have been installed, providing 35,000 litres of diesel storage

Exploration activities have also been focused on familiarisation and preparation for the increase in exploration activities in FY 2026. This includes:

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- Migration of the geological database to Seequent MX Deposit
- Relogging of all RC and Diamond drillholes
- Structural mapping of the artisanal workings at Massan
- Regolith mapping of the Kada license
- Drone reconnaissance imagery and interpretation
- Planning for RC and Diamond drilling
- Planning for Auger drilling, including the purchase of a tractor-mounted auger drilling rig
- Commencement of the RC and Diamond drilling infill program at Massan

Reconnaissance Drone Imagery

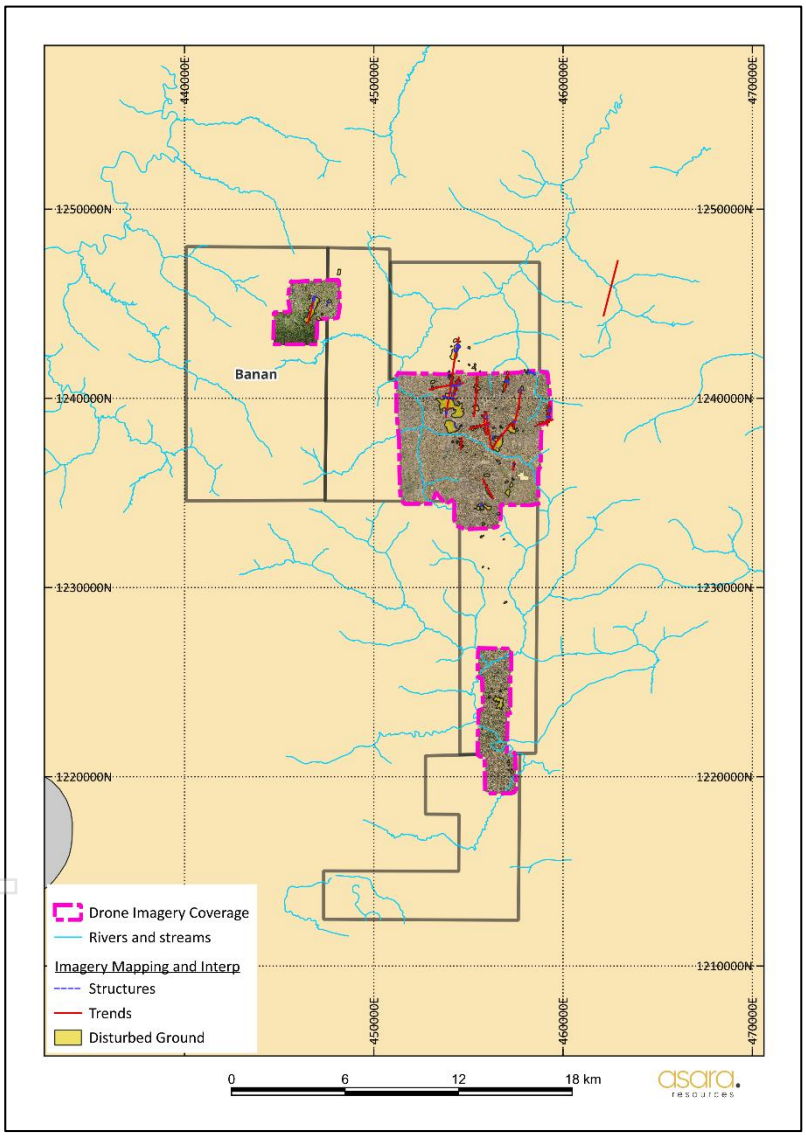


Figure 3: Area covered and interpreted by drone imagery

The Company commenced using an enterprise-level drone to gather imagery for photogrammetric processing. This enables the creation of high-resolution orthophotos and accurate 3D elevation models for the project.

Figure 3 shows the area covered during the second and third quarters of FY 2025. was not possible to use the drone during the June quarter due to adverse weather conditions and increased vegetation.

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Orthophotos generated from the drone imagery are loaded into GIS software, where areas of ground disturbed by local miners are mapped. Primary workings are mapped as structures, and larger trends are interpreted.

This allows the geologists to identify areas to focus on as preliminary targets for structural mapping. It also allows for some preliminary reconnaissance of the licenses with pending applications.

Regolith and Structural Mapping

Regolith mapping of the Kada license area was completed during the 2025 financial year, totalling an area of approximately 48.7 km². Several previously unidentified areas of informal workings were identified during the campaign and will undergo further investigation.

The central portion of Kada is dominated by lateritic plateau (flatlands) with extensive exposures of massive to pisolitic carapace (duricrust), separated by topographic lows characterised by alluvium and lateritic gravels associated with rivers and streams. Several particularly resistant steep-edged topographic highs, located in the northeast of the Permit, are dominated by iron- and silica-rich laterite, sometimes with hillside exposures of relatively continuous quartz veins.

The southernmost portion of the permit is close to the River Niger and is alluvium-dominated.

A detailed structural mapping campaign was conducted in Q2 of FY 2025 across the Massan Main orpaillage zone. This initiative aimed to enhance understanding of vein geometries and structural controls on mineralisation, particularly within areas of active artisanal workings.

A total of 112 structural measurements were recorded, with 94.6% focused on quartz-carbonate-sulphide vein systems.

Three principal vein sets were identified, consistent with prior subsurface drilling data (**Error! Reference source not found.**):

- V1 Veins: N-S striking, moderately to steeply east-dipping, interpreted as bedding-parallel structures.
- V2A Veins: NE-SW striking, steeply SE-dipping sheeted veins with strong lateral continuity.
- V2B Veins: Broadly E-W striking, variably dipping veins with less frequent surface exposure.

Veins exhibit saccharoidal to massive quartz textures, with pervasive sericite alteration and oxidised boxworks indicative of sulphide mineralisation.

Artisanal mining activity has preferentially exposed NE-SW trending veins, particularly in southern trench zones. This has introduced a sampling bias toward mineralised structures with greater accessibility. Despite these constraints, the mapping confirms a structurally complex vein system with multiple orientations and cross-cutting relationships.

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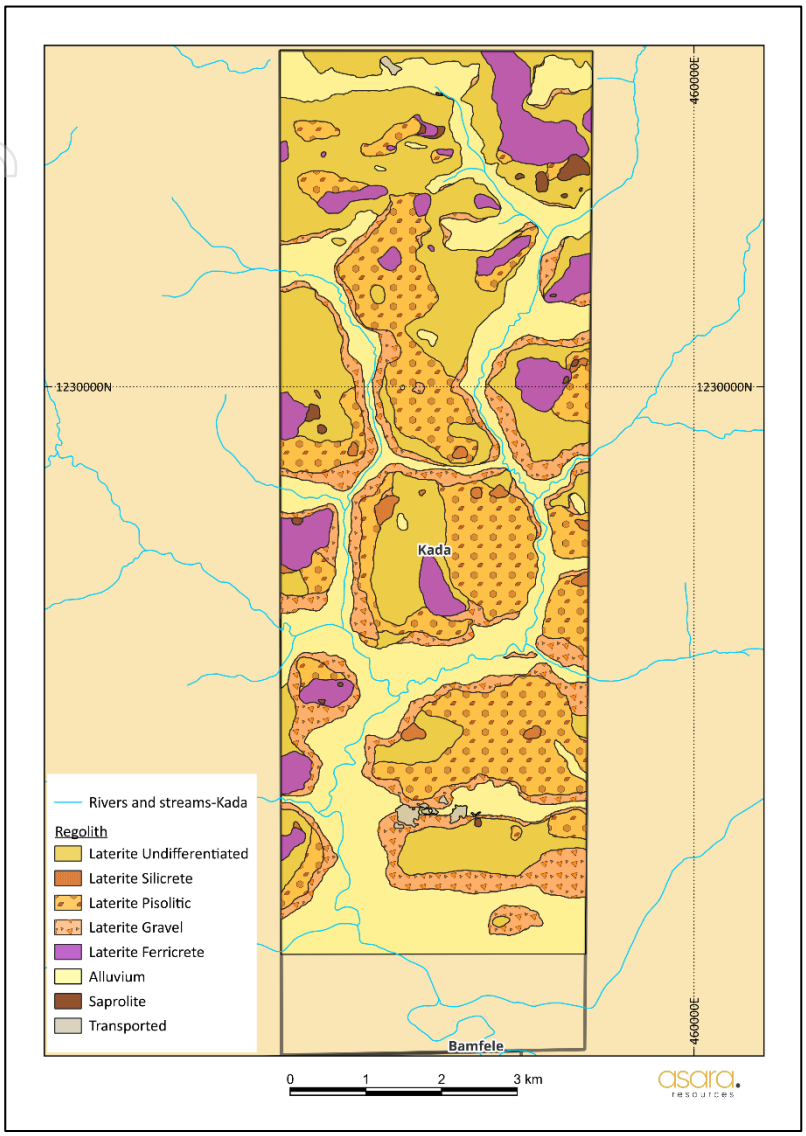


Figure 4: Kada License regolith mapping

The multi-directional veining and observed structural complexity support the presence of several mineralised corridors. Optimal drill orientation is interpreted as westerly (azimuth 290–310°), enabling the effective intersection of all major vein sets.

These findings will inform future drill targeting, pit design adjustments, and resource modelling, with potential for extension both north and south of the current development footprint.

Re-logging and Geological Database

The Company has migrated the geological database to Seequent MX Deposit, a cloud-based geological database management system, and is implementing new logging standards in the recently commenced drill program.

A re-logging exercise is underway to review older logged data, align this data with the new logging standards, and provide consistency throughout the geological database.

During the 2025 financial year, 23,463m of Reverse Circulation (**RC**) chips and 2,600m of Diamond Drill (**DD**) core have been re-logged.

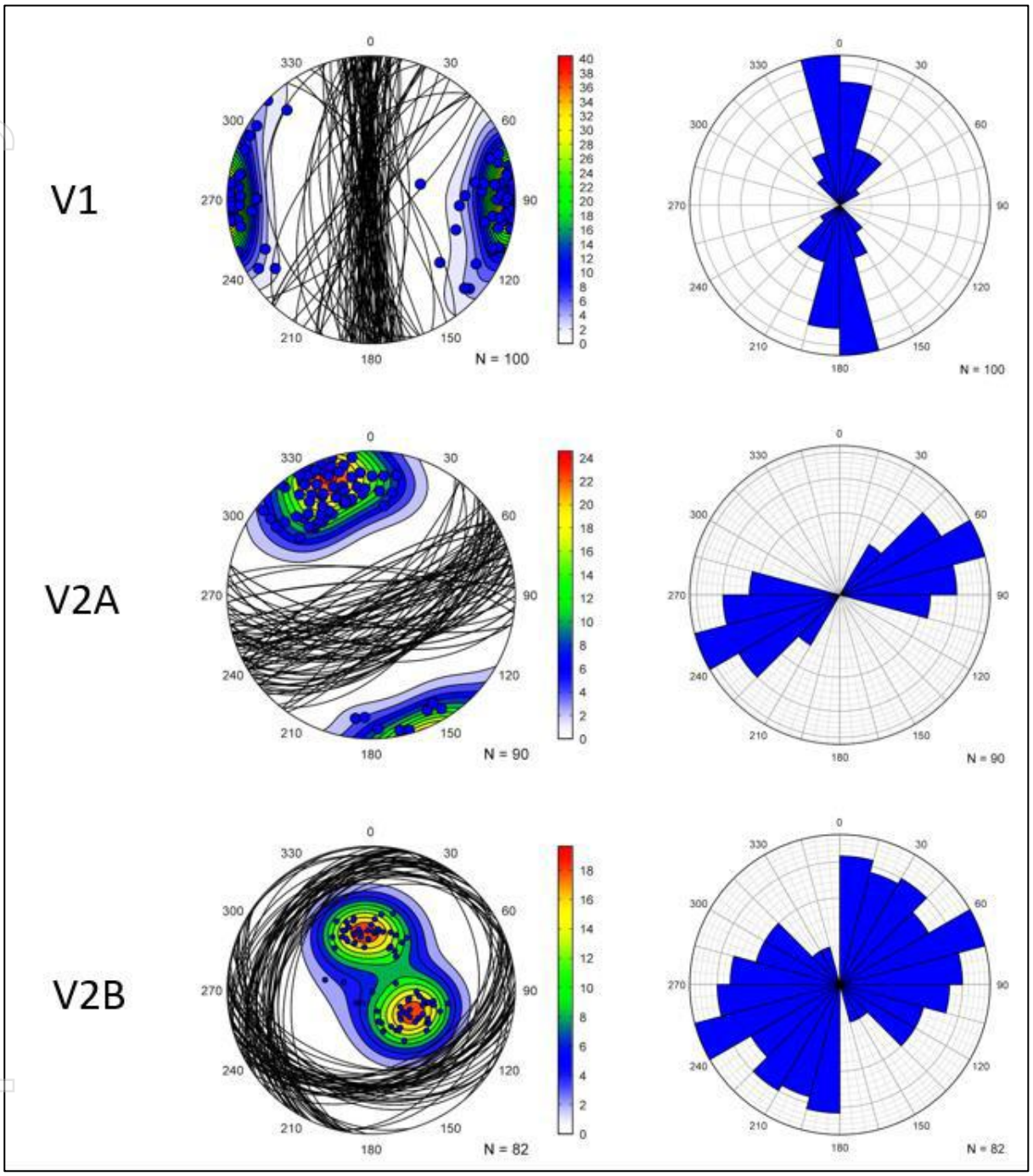


Figure 5: Equal Area Stereographic Plots demonstrating orientation and dip direction of the three main generations of quartz-carbonate-sulphide veins

Massan Infill Drilling

On 1 April 2025, the Company announced it had awarded a drilling contract to Capital Drilling Guinea-SA, a subsidiary of Capital Limited (LSE: CAPD), following a competitive tender process.

The campaign will comprise up to 22,000 metres of RC drilling and 4,000 metres of diamond core drilling, with completion targeted before year-end 2025. Drill planning has been conducted in collaboration with Micon International, a leading UK-based mining consultancy, ensuring technical rigor and alignment with Asara's exploration strategy.

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The program was designed to achieve two key objectives:

- **Infill and Confidence Building**: Enhance geological understanding and resource confidence at the Massan deposit through targeted infill drilling.
- **Resource Expansion**: Test down-dip and along-strike extensions of known mineralized structures at both Massan and Bereko, supporting future updates to the MRE.

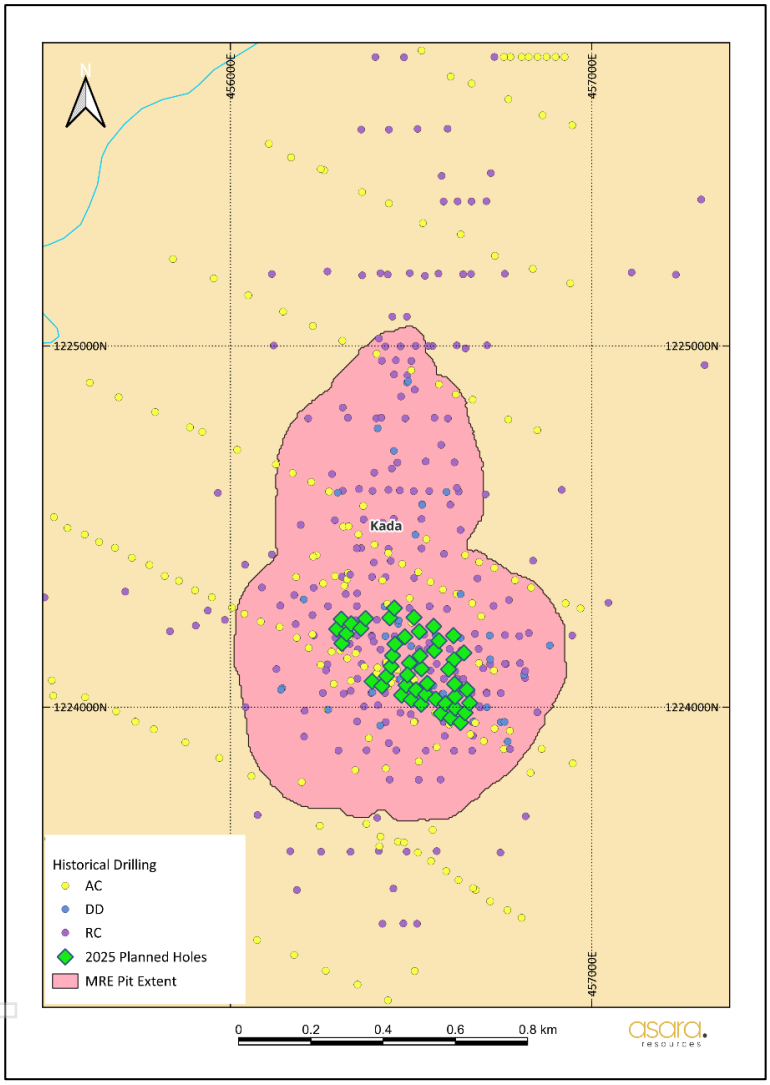


Figure 6: Massan Infill Drilling Program showing Historical Collars

The drilling campaign commenced in June 2025 and was ongoing at the time of writing this report. No assay results have been received at this time.

Community Relations

The Company recognises the importance of engaging the local community, strengthening working relationships, sharing information, understanding local expectations and resolving any issues as and when they arise.

During the year, Asara continued to engage and collaborate with the communities surrounding Kada, laying the foundations for a mutually rewarding relationship moving forward. This included consultation with local communities and relevant stakeholders regarding the employment of field assistants and technicians to support the ongoing drill and exploration programs.



Figure 7: The Company is committed to equal opportunities employment of local talent and focused on training

Kouri Gold Project, Burkina Faso

On 15 July 2024, the Company announced that it intended to divest all of its assets in Burkina Faso to BIC West Africa Limited, for a total consideration of US$2.2 million cash[1] via a binding Share Purchase Agreement (**SPA**)The Company satisfied all of the conditions precedent during the financial year with Completion occurring on 31 March 2025 and the Company receiving the final completion payment under the SPA on that date.

Paguanta Silver-Zinc-Lead Project, Chile

The Paguanta Silver-Lead-Zinc Project remained on care and maintenance throughout the financial year, while Asara remained focused on aggressively exploring the Kada Gold Project.

Loreto Copper Project, Chile

Asara has a US$17.6 million Option and Joint Venture Agreement (**Agreement**) with Teck Resources Chile Limitada (**Teck Chile**), a subsidiary of Teck Resources Limited (**Teck**), on its 100%-owned Loreto Copper Project (**Loreto**). The Agreement allows Teck to acquire a 75% interest in the Loreto mineral concessions.

In November 2023, the Company announced that its Paguanta Joint Venture partner, Costa Rica Dos SPA (**Costa Rica Dos**) instigated legal proceedings in Chile regarding the Loreto Project in the form of a civil action for damages against the Company and Teck Chile. The civil action related to predecessor exploration concessions over the ground comprising the Loreto Project that were historically held by Costa Rica Dos.

In May 2025, the Company announced that it had reached an out of court settlement with Costa Rica Dos bringing the matter to a definitive close without admission of liability. Under the settlement terms:

- A new holding company, Compañía Minera Loreto SpA (**Compañía Minera**), will be established to hold the Loreto Project assets.
- PRC will transfer the Loreto Project to Compañía Minera at book value.
- Asara will sell 25.26% of Compañía Minera to Costa Rica Dos for CLP 52,964,748 (approximately A$87,122[2]), with payment to be made through future profits generated by the Compañía Minera in the context of the OJV with Teck Chile.
- Asara and Costa Rica Dos will enter into a shareholders' agreement replicating the terms of the 2007 shareholders agreement for CMP.

[1] ASX announcement: Asara divests non-core Burkina Faso gold assets for US$2.2 million cash, dated 15 July 2024

[2] Exchange rate of 1CLP 0.00164 to 1 AUD www.xe.com 7 May 2025

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The settlement also provides for:

- The irrevocable withdrawal of the civil lawsuit (Case No. C-17523-2023) by Costa Rica Dos, without reservation of rights.
- Mutual settlement and waiver of any current or future claims relating to the dispute, with the agreement carrying the legal effect of *res judicata* under Chilean law.
- Standard commercial protections, including a second-degree mortgage over the mining concessions and a penalty clause for non-compliance.

Following the conclusion of the civil action, the Company received a cash payment of US$100,000 in relation to the Agreement.

Financial Review

During the reporting period the Group incurred a loss after tax of $1,518,407 (2024: profit of $1,457,391) which includes mineral exploration and evaluation expenditure of $540,523 (2024: $461,740) and impairment charge of $nil (2024: reversal of $3,298,400 relating to the Kouri projects).

Financial Position

As at 30 June 2025 the Group's net assets were $29,358,234 (2024: $26,532,711).

Assets

At the reporting date the Group's total current assets were $3,327,610, representing a decrease of $1,363,803 compared to the prior corresponding period (**PCP**). The decrease in total current assets is primarily attributable to an increase in cash and cash equivalents of $1,864,533 offset by the sale of the held for sale Burkina assets during the year.

Non-current assets of the Group were $26,417,081 at 30 June 2025, an increase of $2,899,298 compared to the PCP. This increase was primarily due to an increase in capitalised exploration expenditure associated with an expanded exploration program on the Kada Project.

Liabilities

Total liabilities were $386,457 as at reporting date, a decrease of $1,290,028 versus the PCP. The decrease in total liabilities related to the repayment of the remaining $500,000 of a convertible loan during the period, and the completion of the sale of the Burkina assets for which an $825,258 advanced payment had been recognised in liabilities at 30 June 2024 and released on completion of the disposal.

Group Cash Flows and Liquidity

At 30 June 2025 the Group held cash of $3,202,474 (2024: $1,337,941).

Cash outflows from operating activities for the year ended 30 June 2025 were $1,495,283 primarily related to payments to suppliers and employees for management, exploration supervision and general corporate expenditure.

Cash outflows from investing activities for the year ended 30 June 2025 were $85,631 primarily related to the exploration program associated with the Kada project, offset by the disposal proceeds from the sale of the Burkina assets.

Cash inflows from financing activities for the year ended 30 June 2025 were $3,166,996 relating to the proceeds from investors to fund exploration drilling and work programs at the Kada project and for general working capital purposes, offset by the $500,000 repayment of the convertible loan.

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Risk and Risk Management

The Company is subject to a number of risks. The Company reviews the possible impact of these risks and seeks to minimise any impact through a commitment to its corporate governance principles and its various risk management functions. The following summarises the material business risks that the Company considers could impede the achievement of its future operational and financial success. This list is by no means exhaustive, nor are they in order of significance.

The Board aims to manage these risks by carefully planning its activities and implementing risk control measures. Some of the risks are, however, highly unpredictable and the extent to which the Board can effectively manage them is limited.

Reliance on Key Personnel

Asara is an exploration company, and its success is largely dependent upon its Directors and senior management setting its business strategy, and employees and consultants implementing this strategy.

A number of factors, including the successful identification, recruitment and retention of senior management personnel, may impact the delivery of Asara's business strategy.

The Board has implemented numerous measures to mitigate the negative impact that the departure of key employees may have on the Company and its operations. These measures include (but are not limited to) succession planning for key roles, appropriate remuneration structures, and documentation and knowledge sharing.

Exploration Risk

Whilst considered highly prospective, the Company's projects are early-stage exploration with limited exploration undertaken on them to date. Exploration is a high-risk activity that requires large amounts of expenditure over extended periods of time. Asara's exploration activities will also be subject to all the hazards and risks normally encountered in the exploration of minerals, including climatic conditions, hazards of operating vehicles and equipment, risks associated with operating in remote areas and other similar considerations. Conclusions drawn during exploration are subject to the uncertainties associated with all sampling techniques and to the risk of incorrect interpretation or geological, geochemical, geophysical, drilling and other data. Furthermore, even if a significant mineral resource is identified, there can be no guarantee that it can be economically exploited.

Mineral Resource and Ore Reserve Estimates

Mineral Resource and Ore Reserve estimates are expressions of judgement based on knowledge, experience and industry practice. Estimates, which were valid when originally calculated, may alter when new information or techniques become available. In addition, by their very nature, Mineral Resource and Ore Reserve Estimates are imprecise and depend to some extent on interpretations, which may prove to be inaccurate. As further information becomes available through additional fieldwork and analysis, the Mineral Resources and Ore Reserve estimates may change.

Accordingly, the actual resources and reserves may materially differ from these estimates and assumptions and no assurances can be given that the Mineral Resource and Ore Reserve estimates and the underlying assumptions will be realised. This could result in alterations to exploration programs which may in turn affect the Company's operations and ultimately financial performance and value of its Shares.

Title

The Company holds all relevant and current titles for its projects. Renewal of titles is made by way of application to the relevant government department. There is no guarantee that a renewal will be automatically granted, other than in accordance with any applicable legislation. In addition, there may be conditions on renewal, including relinquishment of ground imposed.

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Legislative Changes, Government Policy and Approvals

Changes in government, monetary policies, taxation and other laws in the jurisdictions in which the Company operations may impact the Company's operations and the value of its Shares. The Company requires government regulatory approvals for its operations. As at the date of this Report, the Company has received all relevant approvals and licences required for conducting exploration activities in the jurisdictions it operates.

Commodity Prices

The Company's future prospects, and its share price will be influenced by the prices obtained for the commodities targeted in its exploration programs. Commodity prices fluctuate and are impacted by factors including the relationship between global supply and demand for minerals, forward selling by producers, costs of production, geopolitical factors (including trade tensions), hostilities and general global economic conditions.

Commodity prices are also affected by the outlook for inflation, interest rates, currency exchange rates and supply and demand factors. These factors are beyond the control of the Company and may have an adverse effect on the Company's exploration activities and any subsequent development and production activities, as well as its ability to fund its future activities.

Future Funding Requirements

The Company's exploration activities require expenditures going forward, and whilst no decision has been made in relation to ongoing funding of the Company's projects, any additional equity financing that may be required, may be undertaken at lower prices than the current market price.

Although the Company believes that additional funding can be obtained, no assurances can be made that appropriate funding will be available on terms favourable to the Company or at all. If Asara is unable to obtain additional financing as required, it may be required to scale back its exploration program. In addition, it may impact the Company's ability to continue as a going concern.

Economic Factors

The operating and financial performance of the Company is influenced by a variety of general economic and business conditions, including oil prices, inflation, interest rates, exchange rates, supply and demand, access to debt and capital markets and government fiscal, monetary and regulatory policies.

A prolonged deterioration in general economic conditions, including an increase in interest rates or a decrease in consumer and business demand, could be expected to have an adverse impact on the Company's operation and financial performance and financial position.

Foreign Exchange

Foreign exchange rates fluctuate over time. Fluctuating exchange rates have a direct effect on the Company's operating costs and cash flows expressed in Australian dollars.

Environment

Asara's projects are subject to various environmental laws and regulations in the jurisdictions in which it operates. While the Company proposes to comply with applicable laws and regulations and conduct its exploration programs in a responsible manner with regard to the environment, there is the risk that the Company may incur liability for any breaches of these laws and regulations.

The Company is also 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 effect its operations which could have a material adverse effect on the Company's business, financial condition and performance.

Insurance

The Company's business is subject to a number of risks and the materialisation of any of these risks could result in damage to property, personal injury or death, environmental damage, delays in exploration, monetary losses

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and possibly legal liability (including for indirect or consequential losses suffered by third parties). The Company intends to limit its exposure to such risks by contractually limiting its liability and insuring its business activities and operations in accordance with industry practice.
However, in certain circumstances, insurance may not be available or of a nature or level to provide adequate insurance to cover all liability. The occurrence of an event that is not covered or fully covered by insurance may cause delays to the Company's exploration activities and require a significant financial outlay, which could have a material adverse effect on the business, financial condition and results of the Company. In addition, there is a risk that an insurer defaults in the payment of a legitimate claim made by the Company.

Further, any increase in the cost of insurance policies, any change in the availability of insurance policies or in their terms, conditions or exclusions on which those polices are offered or renewed, or any inability to claim, or recover against the Company's insurance policies, including as a result of the uncertain macroeconomic environment, could have a material adverse effect on the Company's business, financial condition and results.

Political Risk and Instability

Asara has projects located in Guinea, Burkina Faso and Chile. The Company is subject to the risk that it may not be able to carry out its activities as it intends, including because of a change in government, legislation, regulation or policy.

Force Majeure

The Company's projects now or in the future may be adversely affected by risks outside the control of the Company, including labour unrest, civil disorder, war, subversive activities or sabotage, fires, floors, pandemics (ie. COVID-19), explosions or other catastrophes, epidemics or quarantine restrictions.

Risk Management

Asara seeks to manage risk through a number of risk controls and mitigants. Specific risk controls and mitigants include but are not limited to:

- Board oversight of risk factors.
- Implementation and adoption of Company policies and standards.
- Implementation of compliant Occupational Health and Safety processes and procedures at the Company's projects.
- Insuring business activities and operations in accordance with industry practice.
- Engaging appropriate tax, finance, accounting and legal advisors.

Corporate

Executive Changes

In February 2025, the Company announced that Timothy Strong stepped down from his role as Managing Director and Mr Matthew Sharples was appointed as Chief Executive Officer. Mr Strong remained on the Board as an Executive Director.

Capital Raisings

In September 2024 the Company announced that it had raised $1,400,000 via a placement with Barbet L.L.C FZ (**Barbet**) to advance exploration and development at Kada. The placement comprised of the issue of 114,484,957 fully paid ordinary shares at $0.012.

In February 2025, the Company announced that it had raised a further $2.3 million via a placement with Barbet to advance a drill program and exploration activities at Kada. The placement comprised of the issue of 104,517,541 fully paid ordinary shares at $0.022.

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Business Development

The Company continues to review and investigate various new business development opportunities, including advanced mineral project opportunities across the African continent. All potential opportunity processes the Company is engaged in remain incomplete, and are subject to full technical, legal and economic due diligence and/or documentation.

Whilst some processes are more advanced than others, there is no guarantee that the Company will be able to successfully conclude a transaction. The Company cautions investors that there is no certainty any transaction will proceed.

Mineral Resource Statement

In October 2023, Asara released an updated MRE for the Kada Gold Project. The MRE lies within the Massan and Bereko Prospects and was prepared by independent consultants, Wardell Armstrong International. WAI estimates an Inferred and Indicated Mineral Resource of 30.3 million tonnes at 0.95g/t gold for 923,000 ounces of contained gold. The MRE was reported within an optimised pit shell based on a US$1,800/oz gold price and is reported with lower cut-off grades of 0.5g/t gold

WAI estimated the MRE based on the results of 42 DD holes (12,292.8m) and 199 RC holes (27,219m) drilled by Asara and Newmont between 2009 and September 2023.

There was no change to the Mineral Resource Estimate at the Kada Gold Project or the Patricia Mineral Resource at the Paguanta Silver-Lead-Zinc Project during the financial year.

The Company's Mineral Resource Summaries as at 30 June 2025 for Kada and Patricia are provided in Tables 3, 4, and 5 respectively.

Table 3. Kada Maiden Mineral Resource Estimate by Material Types

Deposit	Type	Classification	Tonnes (Mt)	Grade (g/t Au)	Metal (Oz Au)
Massan	Oxide	Indicated	4.60	1.07	158,000
		Inferred	7.28	0.93	219,000
		Total	**11.88**	**0.99**	**377,000**
	Transition	Indicated	1.07	0.88	30,000
		Inferred	3.87	0.91	113,000
		Total	**4.94**	**0.90**	**143,000**
	Fresh	Indicated	1.25	0.90	36,000
		Inferred	11.65	0.93	350,000
		Total	**12.90**	**0.93**	**386,000**
	All	Indicated	6.92	1.01	224,000
		Inferred	22.80	0.93	682,000
		Total	**29.72**	**0.95**	**906,000**
Bereko	Oxide	Inferred	0.48	0.92	14,000
	Transition	Inferred	0.06	1.05	2,000
	Fresh	Inferred	0.04	1.01	1,000
	All	**Inferred**	**0.58**	**0.94**	**18,000**
Total Kada Project	Oxide	Indicated	4.60	1.07	158,000
		Inferred	7.77	0.93	233,000
		Total	**12.37**	**0.98**	**391,000**
	Transition	Indicated	1.07	0.88	30,000
		Inferred	3.92	0.91	115,000
		Total	**4.99**	**0.90**	**145,000**
	Fresh	Indicated	1.25	0.90	36,000

		Inferred	11.69	0.93	351,000
		Total	**12.94**	**0.93**	**387,000**
	All	Indicated	6.92	1.01	224,000
		Inferred	23.38	0.93	699,000
		Total	**30.30**	**0.95**	**923,000**

Notes:

1. Mineral Resources are reported on a dry in-situ basis at a 0.50g/t Au cut-off as selected by Asara, exceeding breakeven cut-off grades for economic extraction, and constrained to the limit of an optimised USD 1,800/oz gold price pit shell, based on a gravity/CIL processing route and typical West African open pit mining costs.
2. Mineral Resources have been compiled by Mr Frank Browning who is a full-time employee of WAI and a Registered Member of the Australian Institute of Geoscientists. Mr Browning has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that he has undertaken to qualify as a Competent Person as defined in the JORC Code.
3. All Mineral Resource figures reported in the table above represent estimates on 1st October, 2023. Mineral Resource estimates are not precise calculations, being dependent on the interpretation of limited information on the location, shape, and continuity of the occurrence and on the available sampling results. The totals contained in the above table have been rounded to reflect the relative uncertainty of the estimate. Numbers may not add due to rounding.
4. Mineral Resources are reported in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (The Joint Ore Reserves Committee Code – JORC 2012 Edition).

Mineral Resources have been reported at a 100% equity stake and not factored for ownership proportions. Ownership proportions are detailed in Appendix 1.

Table 4. Patricia Mineral Resource (6% Zinc Equivalent cut-off) by Resource Category

Resource Category	Tonnes	Zinc (%)	Lead (%)	Silver (g/t)	Gold (g/t)	Zinc Eq (%)
Measured (M)	493,300	5.5	1.8	88	0.3	8.6
Indicated (I)	612,700	5.1	1.8	116	0.3	8.8
M+I	1,106,000	5.3	1.8	104	0.3	8.7
Inferred	1,279,700	4.8	1.1	75	0.3	7.3
Total	**2,379,700**	**5.0**	**1.4**	**88**	**0.3**	**8.0**

Notes:

1. Tonnages and grades are rounded. Discrepancies in totals may exist due to rounding.
2. The resources were reported above a 6% Zn Eq cut-off grade. This is assessed as reasonable given the proposed underground mining methods. The Zn Eq grades were calculated using the following formula: Zn Eq%= (Zn %) + (Pb %*0.63) + (Ag g/t*0.019) + (Au g/t*1.38). The metal prices used for the zinc equivalent formula were: zinc - $US 1.1911/lb; lead - $US 0.9411/lb; silver – $US 17.07/oz; and gold - $US 1,252/oz. The metallurgical recoveries included in the zinc equivalent formula were the non-optimised metallurgical recoveries were derived from previous test work at Patricia and include 82%, 80% and 90% for zinc, lead and silver respectively. For gold a 90% recovery has been assumed, which Asara believes is a reasonable average for an epithermal style of deposit. It is Asara's opinion that all elements included in the metal equivalent calculation have a reasonable potential to be recovered and sold.
3. The Mineral Resource have been reported at a 100% equity stake and not factored for ownership proportions.

Governance and Internal Controls to Mineral Resource Estimations

Given the size of the Company and the internal expertise available to it, the Company does not calculate its own estimates of mineral resources. It engages reputable, suitably qualified external party to review the Company's data and determine an estimate of mineral resources. All data is collected and recorded in accordance with JORC requirements. There has been no external audit or review of the Company's techniques or data.

Competent Persons Statement

The information in this report relating to exploration results are extracted from ASX announcements dated 14 July 2022, 18 October 2022, 9 January 2023, 6 February 2023, 20 February 2023, 14 March 2023, 17 March 2023, 5 April 2023, 24 April 2023, 11 May 2023, 14 May 2023, 17 May 2023, 5 July 2023, 25 July 2023, 8 August 2023 and 10 October 2023. These ASX Announcements are available on the Company's website (www.asararesources.com) The Company confirms that it is not aware of any new information or data that

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materially affects the information included in these announcements and that all material assumptions and technical parameters underpinning exploration results continue to apply and have not materially changed.

The information in this report relating to Mineral Resources are extracted from ASX announcements dated 10 October 2023 and 3 March 2022 (Kada Project); and 30 May 2017 (Paguanta Project). These reports are available on the Company's website (www.asararesources.com). The Company confirms that it is not aware of any new information or data that materially affects the information included in these announcements and, in the case of the Mineral Resource estimate, that all material assumptions and technical parameters underpinning the Mineral Resource estimate continue to apply and have not materially changed.

Forward Looking Statements

Certain statements in this document are or may be "forward-looking statements" and represent Asara's intentions, projections, expectations or beliefs concerning among other things, future exploration activities. The projections, estimates and beliefs contained in such forward looking statements necessarily involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of Asara, and which may cause Asara's actual performance in future periods to differ materially from any express or implied estimates or projections. Nothing in this document is a promise or representation as to the future. Statements or assumptions in this document as to future matters may prove to be incorrect and differences may be material. Asara does not make any representation or warranty as to the accuracy of such statements or assumptions.

Mining Tenements held by the Group as at 30 June 2025

Permit Name	Project Name	Asara Holding (%)
Guinea		
Kada	Kada	51
Bamfele	Kada	51 effective. 100% legal ownership, held on behalf of Kada Joint Venture.
Chile		
José Miguel 1 1-30 Exploitation	Paguanta	74
José Miguel 2 1-30 Exploitation	Paguanta	74
José Miguel 3 1-20 Exploitation	Paguanta	74
José Miguel 4 1-30 Exploitation	Paguanta	74
José Miguel 5 1-30 Exploitation	Paguanta	74
José Miguel 6 1-30 Exploitation	Paguanta	74
José Miguel 7 1-30 Exploitation	Paguanta	74
José Miguel 8 1-10 Exploitation	Paguanta	74
Carlos Felipe 1 1-30 Exploitation	Paguanta	74
Carlos Felipe 2 1-30 Exploitation	Paguanta	74
Carlos Felipe 3 1-30 Exploitation	Paguanta	74
Carlos Felipe 4 1-30 Exploitation	Paguanta	74
Carlos Felipe 5 1-30 Exploitation	Paguanta	74
Carlos Felipe 6 1-30 Exploitation	Paguanta	74
Teki I 1 1-20 Exploitation	Loreto	100
Teki I 2 1-40 Exploitation	Loreto	100
Teki I 3 1-60 Exploitation	Loreto	100
Teki I 4 1-60 Exploitation	Loreto	100
Teki I 5 1-60 Exploitation	Loreto	100
Teki I 6 1-60 Exploitation	Loreto	100
Teki I 7 1-20 Exploitation	Loreto	100

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Directors' Report

The Directors present their report on the Group consisting of Asara Resources Limited (**Asara** or **Company**) and its controlled entities for the year ended 30 June 2025.

Directors

The following persons were Directors of Asara during or since the end of the reporting period and up to the date of this Directors' Report:

Brett Montgomery

Timothy Strong

Douglas Jones

Principal Activities

The principal activities of the Group during the course of the reporting period were mineral exploration and investment.

Operating and Financial Review

A review of the operations and financial position of the Group during the year ended 30 June 2025, including details of operations, changes in the state of affairs, and likely developments in the operations of the Group in subsequent financial years are set out on pages 3 to 19.

Significant Changes in State of Affairs

Other than as referred to in the Review of Operations, there have not been any significant changes in the state of affairs of the group during the financial year.

Dividends

No dividends have been paid or declared during the financial year (2024: nil).

Subsequent Events

On 28 July 2025 the Company announced that it had raised $25m (before costs) from sophisticated and institutional investors via a two-tranche placement (**Placement**). The Placement was comprised of the issue of 500,000,000 shares at an issue price of $0.05. The first tranche of 275,294,461 shares to raise approximately $13.76m was completed utilising the Company's existing capacity pursuant to ASX Listing Rule 7.1 and 7.1A. The second tranche of 224,705,539 to raise approximately $11.24m was subject to shareholder approval which was obtained on 12 September 2025. At the date of this report the issue of 50,000,000 of those shares remains pending the receipt of $2.5m from Barbet.

Future Developments

Details of important developments occurring in this reporting period have been covered in the Operating and Financial Review. As the outcome of exploration and subsequent development is uncertain, it is impossible to determine the effect on the results of the Group's operations.

Further information on future developments in the operations of the Group and the expected results of operations has not been included in this Annual Report, as the Directors believe it is likely to result in unreasonable prejudice to the Group.

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Information on Directors

Details of the Directors of the Company in office at any time during or since the end of the reporting period are:

Brett Montgomery **Non-Executive Chairman**		
Experience and expertise	Brett Montgomery is a highly experienced mining executive with a breadth of experience in the management of public companies as well as equity and debt financing. Mr Montgomery has held a number of executive and non-executive roles covering projects in West Africa, Australia, North America, Europe and Indonesia.	
Other Current Directorships	Tanami Gold NL (ASX: TAM) AIC Mines (ASX: A1M)	
Former Directorships in the last 3 years	None	
Special responsibilities	Chairman	
Interests in shares and options as at the date of this report	Nil	

Timothy Strong BSc (Hons), MBA **Executive Director**		
Experience and expertise	Tim Strong is an economic geologist with over 14 years' experience over a wide range of commodities, with a focus on West African shear hosed orogenic gold. Throughout his career, Mr Strong has worked with major mining companies, junior exploration companies and capital markets professionals on a range of projects from target generation through to exploration planning and strategy, resource estimation and feasibility level studies. Work highlights include the resource drill out of the Yaoure gold deposit in Cote d'Ivoire (Amara Mining/Perseus Mining) as well as running near mine exploration for Resolute Mining Limited in Mali. Mr Strong has been involved with the raising of seed capital and pre-IPO financing for private companies through an extensive network of European and North American investors.	
Other Current Directorships	Anibesa Energy Metals Corp Marvel Gold Limited (ASX: MVL)	
Former Directorships in the last 3 years	Nil	
Special responsibilities	Nil	
Interests in shares and options as at the date of this report	Options	1,250,000 (NIL, 24-02-26) 2,500,000 (NIL, 24-02-27) 5,000,000 ($0.02, 03-06-28)

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Douglas Jones BSc (Hons 1), PhD **Non-Executive Director**		
Experience and expertise	Doug Jones is a geologist with 45 years' experience in international technical, commercial, corporate and project management gained in Sub Saharan and North Africa, Australia, Europe and the Americas. Mr Jones is a PhD qualified JORC 'competent person' with experience ranging from project generation and grass roots exploration to resource definition and feasibility studies, with extensive recent involvement in M&A project assessment and due diligence studies. Dr Jones' executive experience includes senior roles with ASX and TSX listed public companies and board positions with a number of ASX, AIM and TSX listed companies.	
Other Current Directorships	Nil	
Former Directorships in the last 3 years	Nil	
Special responsibilities	Nil	
Interests in shares and options as at the date of this report	Ordinary Shares	6,000,000

Information on Company Secretary

Joanna Kiernan BA	
Experience and Expertise	Ms Kiernan is a governance professional with over 18 years' experience in the operation and administration of publicly listed companies, primarily in the resources sector. Ms Kiernan has held the role of Company Secretary for numerous ASX, AIM and SGX listed companies. Ms Kiernan is currently the Company Secretary for Marvel Gold Limited and Wia Gold Limited.

Meetings of Directors

The following table sets out the number of meetings held during the reporting period by Directors, and the attendances.

Board	Attended	Eligible to attend
Brett Montgomery	7	7
Timothy Strong	7	7
Douglas Jones	7	7

Note: There are no sub-committees of the Board and the duties of these committees are undertaken by the Board.

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Shares under Option

Unissued ordinary shares of Asara under option at the date of this Directors' Report are as follows:

- 1,250,000 unlisted options expiring 24 February 2026, nil exercise price.
- 2,500,000 unlisted options expiring 24 February 2027, nil exercise price.
- 5,000,000 unlisted options expiring 24 February 2027, exercisable at $0.07 each.
- 2,500,000 unlisted options expiring 4 April 2028, exercisable at $0.02 each.
- 5,000,000 unlisted options expiring 3 June 2028, exercisable at $0.02 each.
- 24,000,000 performance rights expiring 3 June 2029.

Option holders do not have any right, by virtue of the options, to participate in any share issue of the Company or any related body corporate.

There have been no options granted over unissued shares or interests of any controlled entity within the Group during or since the end of the reporting period. No options have been exercised during or since the end of the reporting period.

Securities lapsed or cancelled

The following securities were cancelled due to expiry during the financial year:

- 15,000,000 unlisted options expiring 24 February 2025, exercisable at $0.045 each.
- 1,250,000 unlisted options expiring 24 February 2025, nil exercise price.

Proceedings on Behalf of the Company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purposes of taking responsibility on behalf of the Company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the *Corporations Act 2001*.

Environmental Regulation

The Group has assessed whether there are any particular or significant environmental regulations which apply. It has determined that the risk of non-compliance is low and has not identified any compliance breaches during the year.

Auditor's Independence

A copy of the Auditor's Independence Declaration, as required under section 307C of the *Corporations Act 2001*, is set out on page 29 of this Annual Report.

Non-Audit Services

The Auditor did not provide any non-audit services during the reporting period.

Indemnification of Directors and Officers

During the reporting period, the Company paid a premium in respect of a contract insuring the Directors and the Company Secretary against a liability incurred to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium. The Company has not otherwise, during or since the end of the reporting period, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or of any related body corporate against a liability incurred as such an officer or auditor.

Corporate Governance Statement

A copy of Asara's Corporate Governance Statement was lodged with ASX on 29 September 2025, and is available on its website at www.asararesources.com

Remuneration Report (Audited)

Introduction

This Remuneration Report which forms part of the Directors' Report, sets out information about the remuneration of the Directors and other senior management of the Group in accordance with the requirements of the *Corporations Act 2001* and its regulations. This information has been audited as required by section 308(3C) of the *Corporations Act 2001.*

This report details the remuneration arrangements for key management personnel (KMP) of the Company who are defined as those persons who have the authority and responsibility for planning, directing and controlling the activities of the Group, being:

- Non-Executive Directors
- Executive Directors and Senior Executives (together the Executives).

Names and positions of KMP of the Group in office at any time during or since the end of the reporting period are as follows:

Name	Position	Term as KMP during the reporting period
B Montgomery	Non-Executive Chairman	12 months
D Jones	Non-Executive Director	12 months
T Strong	Executive Director	12 months
M Sharples	Chief Executive Officer	4.5 months

There were no changes to KMP after the reporting date and before the date the financial report was authorised for issue.

Remuneration Governance

During the reporting period, the Board as a whole carried out the function of the Remuneration Committee, with remunerations matters to be discussed during meetings of the full Board, with Directors excluded from individual discussions as required. The Board will continue to assess the Company's circumstances and reinstate the Remuneration Committee when deemed appropriate.

The Board (operating under the formal charter of the Remuneration Committee) is responsible for reviewing and recommending the remuneration arrangements for the Executive and Non-Executive Directors, and KMP and ensuring that the Group's remuneration structures are aligned with the long-term interests of the Company and its shareholders. This includes an annual review of base salary, any short-term incentives (**STIs**) and long-term incentives (**LTIs**), including the appropriateness of performance hurdlers and total payouts proposed, superannuation, termination payments and service contracts.

References to Remuneration Committee in this report are references to the full Board's function as the Remuneration Committee.

Remuneration Consultants

To ensure that the Remuneration Committee is fully informed when making remuneration decisions, it may seek external advice, as it requires, on remuneration policies and practices. Remuneration consultants can be engaged by, and report directly to, the Remuneration Committee. In selecting remuneration consultants, the Remuneration Committee will consider potential conflicts of interest and independence from the Group's KMP.

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Remuneration Overview & Strategy

The Company has adopted a remuneration strategy intended to support the delivery of long-term shareholder value and to ensure remuneration accurately reflects achievement in line with general market conditions. The strategy is designed to attract, motivate and retain high calibre individuals through the provision of remuneration packages which contain the appropriate balance of fixed remuneration and equity incentives measured against clearly defined performance hurdles aligned with the strategic and operational objectives of the Company and the creative of value for shareholders.

The Company has an Incentive Awards Plan (**Plan**) that was approved by Shareholders at the Company's AGM in November 2024. Directors may participate in the plan, following approval of shareholders for such participation.

Executive Remuneration

The Company's remuneration objective is to reward and retain Executives with a level and mix of remuneration commensurate with their position and responsibilities and that is competitive within the market. With this in mind, the remuneration of Executives comprises both fixed and "at risk" or variable remuneration, with variable remuneration incorporating a mix of long-term incentives.

Fixed Remuneration

Fixed remuneration consists of base salary, superannuation, and other non-cash benefits. It is designed to provide a base level of remuneration which is appropriate for the position, reflecting the Executive's skills, experience, and responsibilities.

Performance Linked Remuneration

Performance linked remuneration which encompasses long-term incentives is designed to provide an at-risk reward in a manner which aligns this element of remuneration with the creation of shareholder value.

Long-Term Incentives

Long-term incentives are provided to Executives in the form of options, performance rights or shares (**Incentive Awards**) issued pursuant to the Plan. The issue of Incentive Awards is designed to provide its Executives with long term incentives which create a link between the delivery of value to shareholders, financial performance, and rewarding and retaining executives.

The quantum of Incentive Awards to be awarded to Executives is determined by the Board taking into account prevailing market conditions and the role and responsibilities of the Executive.

During the year, 5,000,000 options were issued to Executive Director Timothy Strong, and 24,000,000 performance rights were issued to Chief Executive Officer, Matthew Sharples.

Non-executive Directors Remuneration

The Company's policy is to remunerate non-executive Directors at market rates (for comparable ASX listed companies) at a fixed fee for time, commitments, and responsibilities. Fees paid to Non-Executive Directors cover all activities associated with their role on the Board and any sub-committees. The Company does not pay additional fees to Directors who are appointed to Board committees or to the Boards of subsidiary or associated companies.

Remuneration for Non-Executive Directors is not linked to the performance of the Company. From time to time however, and subject to shareholder approval, the Company may grant options to Non-Executive Directors. The grant of options is designed to attract and retain suitably qualified Non-Executive Directors and to maintain the Company's cash reserves.

Non-Executive Directors fees are determined within an aggregate limit, which currently sits at $300,000 per annum and any amendment is subject to approval by shareholders at a General Meeting.

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Relationship between Remuneration and Shareholder Wealth

During the Company's acquisition, exploration and development phases of its business, the Board anticipates that the Company will retain earnings (if any) and other cash resources for the exploration and development of its resource projects. Accordingly, the Company does not currently have a policy with respect to the payment of dividends and returns of capital. Therefore, there was no relationship between the Board's policy for determining the nature and amount of remuneration of key management personnel, and dividends paid and returns of capital by the Company during the current and previous four financial years.

Key Management Personnel Compensation

Details of non-executive Director fees as at 30 June 2025 are set out below.

Non-Executive Director	Annual fee as at 30 June 2025
Brett Montgomery (Non-Executive Chairman)	$59,000 (excl super)
Douglas Jones (Non-Executive Director)	$46,000 (excl super)

Executive Service and Employment Agreements

Remuneration arrangements for Executives are formalised in employment or consulting agreements.

Details of the agreements between the Company and other key management personnel, as at 30 June 2025, are set out below.

Name	Duration of contract	Annual fee as at 30 June 2025	Period of notice under the contract	Termination provision under the contract
Matthew Sharples	No fixed term	$275,000	6 months	6 months
Timothy Strong	No fixed term	$125,000	6 months	6 months

Remuneration of key management personnel for financial year ended 30 June 2025

	Short Term		Post Employment		Share-Based			
Name	Salary & fees $	Non-Monetary benefits[1] $	Superannuation $	Termination Benefits $	Performance Rights $	Options[2] $	Total $	Performance related %
B Montgomery	59,000	-	6,883	-	-	-	65,883	-
T Strong	125,000	-	-	-	-	154,722	279,722	59%
D Jones	46,000	-	5,367	-	-	-	51,367	-
M Sharples	235,026	-	-	-	213,406	-	448,432	48%
Total	465,026	-	12,250	-	213,406	154,722	845,404	

Notes:

1. Non-monetary benefits refers to movements in unpaid entitlements for leave.
2. The value of options remuneration during the financial year relates to the vesting portion of options granted in a previous year of $5,808 and in the current year of $148,914.

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Remuneration of key management personnel for financial year ended 30 June 2024

Name	Short Term		Post Employment		Share-Based			
	Salary & fees $	Non-Monetary benefits[1] $	Superannuation $	Termination Benefits $	Performance Rights $	Options[2] $	Total $	Performance related %
B Montgomery	59,000	-	6,490	-	-	-	65,490	-
T Strong	208,330	-	-	-	-	11,176	219,506	5
D Jones	46,000	-	5,060	-	-	-	51,060	-
Total	313,330	-	11,550	-	-	11,176	336,056	

Notes:

1. Non-monetary benefits refers to movements in unpaid entitlements for leave.
2. The value of options remuneration during the financial year relates to the vesting portion of options granted in a previous year.

During the 2023 financial year, the Group issued 5,000,000 (AAK) unlisted options to Tim Strong, subject to service-based vesting conditions and expensed over their respective vesting periods. Of these, 1,250,000 was expected to vest on 24 February 2025, a further 1,250,000 is expected to vest on 24 February 2026, and the remaining 2,500,000 is expected to vest on 24 February 2027. An expense of $5,808 has been recognised in the current financial year in respect of these options

Incentive Awards granted to key management personnel as part of their remuneration during the financial year ended 30 June 2025

5,000,000 options were granted to Executive Director, Timothy Strong. These Options expire on 3 June 2028 and have an exercise price of $0.015.

24,000,000 performance rights were granted to Chief Executive Officer, Matthew Sharples. The vesting conditions for these Performance Rights were as follows:

Details of the vesting conditions of the performance rights issued in the period are as follows:

Participant	Tranche 1.1	Tranche 1.2	Tranche 1.3	Tranche 2.1	Tranche 2.2	Tranche 2.3	Tranche 3	Total
M. Sharples	4,000,000	4,000,000	4,000,000	2,000,000	2,000,000	2,000,000	6,000,000	24,000,000
Grant Date	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	
Expiry date	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	
Volatility	94.2%	94.2%	94.2%	N/A	N/A	N/A	N/A	
Risk free rate (%)	3.478%	3.478%	3.478%	N/A	N/A	N/A	N/A	
Underlying fair value on date of grant	$0.0516	$0.0488	$0.0455	-[1]	-[1]	-[1]	-[1]	
Total Fair Value ($) – Life of rights	$206,435	$195,151	$182,092	-[1]	-[1]	-[1]	-[1]	$583,678
Total Fair Value ($) – expensed to 30 June 2025	$206,435	$3,606	$3,365	-[1]	-[1]	-[1]	-[1]	$213,406
Method of valuation	Hoadley	Hoadley	Hoadley	Hoadley	Hoadley	Hoadley	Hoadley	

Note 1: These Tranches were not valued, and no amount was expensed in relation to these rights as it was not considered probable that the vesting conditions of these rights would be achieved.

Tranche 1.1 Performance Rights would vest upon the Company achieving a twenty consecutive trading day VWAP equal to or greater than $0.05 per share on or before 03 June 2029.

Tranche 1.2 Performance Rights would vest upon the Company achieving a twenty consecutive trading day VWAP equal to or greater than $0.075 per share on or before 03 June 2029.

Tranche 1.3 Performance Rights would vest upon the Company achieving a twenty consecutive trading day VWAP equal to or greater than $0.10 per share on or before 03 June 2029.

Tranche 2.1 Performance Rights would vest upon the Company releasing to the ASX a JORC compliance Mineral Resource of 1,000,000 ounces of gold in both the Measured and Indicated category on or before 03 June 2029.

Tranche 2.2 Performance Rights would vest upon the Company releasing to the ASX a JORC compliance Mineral Resource of 1,250,000 ounces of gold in both the Measured and Indicated category on or before 03 June 2029.

Tranche 2.3 Performance Rights would vest upon the Company releasing to the ASX a JORC compliance Mineral Resource of 1,500,000 ounces of gold in both the Measured and Indicated category on or before 03 June 2029.

Tranche 3 Performance Rights would vest upon delivery of a successful Bankable Feasibility Study to increase the Company's interest in the Kada project from 51% to 75% on or before 03 June 2029.

Shares of key management personnel for year ended 30 June 2025

Name	At start of year	Additions	Granted during year as remuneration	Other changes during year	At end of year
B Montgomery	-	-	-	-	-
T Strong	-	-	-	-	-
D Jones[1]	6,000,000	-	-	-	6,000,000
M. Sharples	-	-	-	-	-
Total	6,000,000	-	-	-	6,000,000

Options held by key management personnel for year ended 30 June 2025

Name	At start of year	Granted during year as remuneration	Expired during year	Other changes during year	At end of year
B Montgomery	-	-	-	-	-
T Strong	10,000,000	5,000,000	(1,250,000)	-	13,750,000
D Jones	-	-	-	-	-
M Sharples	-	-	-	-	-
Total	10,000,000	5,000,000	(1,250,000)	-	13,750,000

The 1,250,000 (AAH) options were issued in the 2023 financial year. As it was not considered probable that the vesting conditions would be met, these options carried no value. These options expired 24 February 2025.

Performance Rights held by key management personnel for year ended 30 June 2025

Name	At start of year	Granted during year as remuneration	Expired during year	Other changes during year	At end of year
B Montgomery	-	-	-	-	-
T Strong	-	-	-	-	-
D Jones	-	-	-	-	-
M Sharples	-	24,000,000	-	-	24,000,000
Total	-	24,000,000	-	-	24,000,000

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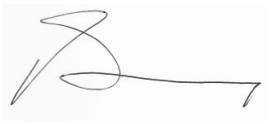
Other transactions with key management personnel of the Group

Brett Montgomery is a Director of AIC Mines Limited (**AIC**). The Company and AIC entered into a Sublease Agreement dated 23 May 2023, whereby Asara sub-leases office space from AIC. The terms were agreed at arm's length and are on the same terms as AIC is receiving from the Lessor.

The Company did not enter into any other transactions, including loans, with key management personnel.

This is the end of the audited Remuneration Report.

Signed on 29 September 2025 for and on behalf of the Board in accordance with a resolution of the Directors made pursuant to section 298(2) of the *Corporations Act 2001*.



Brett Montgomery
Chairman

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Asara Resources Limited for the year ended 30 June 2025, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

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



Perth, Western Australia
29 September 2025

B G McVeigh
Partner

hlb.com.au

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HLB Mann Judd is a member of HLB International, the global advisory and accounting network.

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the Year Ended 30 June 2025

	Note	Consolidated 2025 $	Consolidated 2024 $
Interest income		7,495	8,895
Other gains/(losses)	3	254,576	(43,059)
Administration expenses	4	(1,245,742)	(826,920)
Depreciation expense	8	(101,583)	(70,952)
Exploration and evaluation expenditure		(540,526)	(461,740)
Interest expense		(6,682)	(77,905)
Impairment reversal/(expense)	9	-	-
Profit/(loss) before tax		(1,632,462)	(1,471,681)
Income tax	5	-	-
Profit/(loss) for the year from continuing operations		(1,632,462)	(1,471,681)
Profit from discontinued operation	9	114,055	2,929,072
Profit/(loss) for the period		(1,518,407)	1,457,391
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations		199,619	(50,005)
Other comprehensive income for the year, net of income tax		199,619	(50,005)
Total comprehensive income/(loss) for the year		(1,318,788)	1,407,386
Profit/(loss) attributable to:			
Owners of the Company		(1,461,397)	1,538,947
Non-controlling interests		(57,010)	(81,556)
		(1,518,407)	1,457,391
Total comprehensive income attributable to:			
Owners of the Company		(1,294,987)	1,634,744
Non-controlling interests		(23,801)	(227,358)
		(1,318,788)	1,407,386
Total comprehensive income attributable to owners of the Company arises from :			
Owners of the Company		(1,294,987)	1,634,744
Non-controlling interests		(23,801)	(227,358)
		(1,318,788)	1,407,386
Loss per share from continuing operations			
Basic (cents per share)	6	(0.16)	(0.21)
Diluted (cents per share)	6	(0.16)	(0.21)
Loss per share			
Basic (cents per share)	6	(0.15)	0.20
Diluted (cents per share)	6	(0.15)	0.20

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

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Consolidated Statement of Financial Position

As at 30 June 2025

	Note	Consolidated 2025 $	Consolidated 2024 $
Current Assets			
Cash and cash equivalents	21(a)	3,202,474	1,337,941
Trade and other receivables	7	66,528	23,967
Assets held for sale	9	-	3,298,400
Other assets		58,607	31,105
Total Current Assets		3,327,609	4,691,413
Non-Current Assets			
Other financial assets		2,874	3,706
Plant and equipment	8	471,808	138,485
Exploration expenditure	9	25,942,399	23,375,592
Total Non-Current Assets		26,417,081	23,517,783
Total Assets		29,744,690	28,209,196
Current Liabilities			
Trade and other payables	10	386,457	1,146,481
Loans	11	-	500,000
Provisions	12	-	21,942
Total Current Liabilities		386,457	1,668,423
Non-Current Liabilities			
Provisions	12	-	8,062
Total Non-Current Liabilities		-	8,062
Total Liabilities		386,457	1,676,485
Net Assets		29,358,233	26,532,711
Equity			
Issued capital	13	119,365,709	115,698,713
Reserves	14	1,805,661	1,289,437
Accumulated losses		(90,397,005)	(89,063,107)
Equity attributable to owners of the Company		30,774,365	27,925,043
Non-controlling interests	20(c)	(1,416,132)	(1,392,332)
Total Equity		29,358,233	26,532,711

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

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Consolidated Statement of Changes in Equity

For the Year Ended 30 June 2025

	Note	Share Capital	Accumulated Losses	Option Reserve	Foreign Currency Translation Reserve	Non-controlling Interests	Total Equity
		$	$	$	$	$	$
Balance at 30 June 2023		112,607,002	(90,772,455)	302,481	1,050,383	(1,164,973)	22,022,438
Profit/(loss) for the year		-	1,538,947	-	-	(81,556)	1,457,391
Other comprehensive income for the year, net of income tax		-	-	-	95,797	(145,802)	(50,005)
Total comprehensive profit/(loss) for the year		-	1,538,947	-	95,797	(227,358)	1,407,386
Transactions with owners recorded directly in equity							
Issue of fully paid shares and options	13	3,218,711	-	11,176	-	-	3,229,887
Share issue costs	13	(127,000)	-	-	-	-	(127,000)
Fair value of expired options	14	-	170,400	(170,400)	-	-	-
Balance at 30 June 2024		115,698,713	(89,063,108)	143,257	1,146,180	(1,392,331)	26,532,711
Adjustment on disposal of subsidiaries		-	-	-	24,230	-	24,230
		115,698,713	(89,063,108)	143,257	1,170,410	(1,392,331)	26,556,941
Profit/(loss) for the year			(1,461,397)			(57,010)	(1,518,407)
Other comprehensive income for the year, net of income tax		-	-	-	166,410	33,209	199,619
Total comprehensive profit/(loss) for the year		-	(1,461,397)	-	166,410	(23,801)	(1,318,788)
Transactions with owners recorded directly in equity							
Issue of fully paid shares and options	13	3,687,470	-	453,084	-	-	4,140,554
Share issue costs	13	(20,474)	-	-	-	-	(20,474)
Fair value of expired options	14	-	127,500	(127,500)	-	-	-
Balance at 30 June 2025		119,365,709	(90,397,005)	468,841	1,336,820	(1,416,132)	29,358,233

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

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Consolidated Statement of Cash Flows

For the Year Ended 30 June 2025

	Note	Consolidated 2025 $	Consolidated 2024 $
Cash Flows From Operating Activities			
Payments to suppliers and employees		(855,417)	(1,040,640)
Payments for exploration and evaluation		(640,679)	(680,214)
Interest received		7,495	8,895
Interest paid		(6,682)	(77,905)
Net Cash Outflow From Operating Activities	21(b)	(1,495,283)	(1,789,864)
Cash Flows From Investing Activities			
Payment for acquisition of assets		(2,154,322)	(2,911,308)
Proceeds from sale of tenements		2,678,974	825,258
Purchase of plant and equipment		(439,021)	(24,224)
Proceeds from sale plant and equipment		-	8,233
Net Cash Inflow/(Outflow) From Investing Activities		85,631	(2,102,041)
Cash Flows From Financing Activities			
Proceeds from issue of shares and options		3,687,470	3,218,710
Share issue costs		(20,474)	(126,999)
Proceeds from borrowing	11	-	1,500,000
Repayments of borrowings	11	(500,000)	(1,000,000)
Net Cash Inflow From Financing Activities		3,166,996	3,591,711
Net increase/(decrease) in cash and cash equivalents		1,757,344	(300,194)
Cash and cash equivalents at the beginning of the financial year		1,337,941	1,640,890
Translation differences on cash held in foreign currencies		107,189	(2,755)
Cash and cash equivalents at the end of the financial year	21(a)	3,202,474	1,337,941

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

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Notes to the Financial Statements

For the Year Ended 30 June 2025

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1. Corporate Information

Asara is a listed public company incorporated in Australia. The nature of the operations and principal activity of Asara is mineral exploration focused on the discovery of gold resources. Refer to the Operating and Financial Review on page 3 for further information.

2. Material Accounting Polices

(a) Statement of Compliance

These financial statements are general purpose financial statements which have been prepared in accordance with the *Corporations Act 2001*, Australian Accounting Standards and Interpretations, and comply with other requirements of the law.

The financial statements comprise the consolidated financial statements of the Group. For the purposes of preparing the consolidated financial statements, the Company is a for-profit entity. Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards and Interpretations ensures that the financial statements and notes also comply with International Financial Reporting Standards.

The financial statements are prepared on an accruals basis and based on historical costs except for certain financial assets which have been measured at fair value. Cost is based on the fair values of consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

Fair value is 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of AASB 2, leasing transactions that are within the scope of AASB 16, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

Except as disclosed in notes 2(b) through to 2(g) the Group's accounting policies, estimates and judgements are set out within each note disclosure.

The financial statements for the reporting period were authorised for issue in accordance with a resolution of the Directors on 29 September 2025.

(b) Changes to accounting policies

(i) New and Amended Standards and Interpretations Adopted

None of the new and revised standards, interpretations and amendments to standards that are mandatory for the first time for the financial year beginning 1 July 2024 affected any of the amounts recognised in the reporting period or any prior period and are not likely to affect future periods.

(ii) Standards and Interpretations in issue not yet adopted

The Group has not applied any new and revised standards, interpretations and amendments to standards that have been issued to the date of authorisation of the financial statements but are not yet mandatory. None of these new pronouncements are likely to have a material impact on the Group in current or future reporting periods.

In addition, there are no forthcoming standards and amendments that are expected to have a material impact on the Group in the current or future reporting periods, or on foreseeable future transactions.

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(c) Going Concern

The consolidated financial statements have been prepared on the going concern basis which contemplates continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

During the year, the Group incurred a loss after tax of $1,518,407 (profit in 2024: $1,457,391) and experienced net cash outflows from operating and investing activities of $1,409,652 (2024: $3,891,905). At 30 June 2025, the Group had net assets of $29,358,234 (30 June 2024: $26,532,711) and net current assets of $2,941,153 (30 June 2024: $3,022,990). As at 30 June 2025, the Group had a cash balance of $3,202,474 (30 June 2024: $1,337,941).

The Directors have prepared a cash flow forecast for the period ending 30 September 2026, which indicates that the Group has the funding in place as of the date of this report to carry out its planned work program, and to continue as a going concern. This is as a direct result of the fundraising carried out after the balance sheet date which was announced in July 2025 and which raised a total of $25m, received during the quarter to September 2025.

(d) Foreign Currency Translation

(i) Functional and presentation currency

The individual financial statements of each Group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). The consolidated financial statements are presented in Australian dollars which is the functional currency of the Company and the presentation currency for the consolidated financial statements.

The functional currency of the subsidiaries, Golden Rim Resources Burkina SARL and Nemaro Gold Ltd, is CFA Franc.

The functional currency of the subsidiaries, Paguanta Resources (Chile) SA and Compania Minera Paguanta SA, is Chilean Peso.

The functional currency of the subsidiaries, Lafi Gold Limited and Kada Holdings Limited is US dollars.

The functional currency of the subsidiaries, Golden Rim Resources Guinea SARL, Vetro Gold SARL and Syli Resources SARL is Guinea Franc.

(ii) Transaction and balances

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

(iii) Group Companies

The financial results and position of foreign operations whose functional currency is different from the Group's presentation currency are translated as follows:

- Assets and liabilities are translated at exchange rates prevailing at the reporting date.
- Income and expenses are translated at average exchange rates for the reporting period.
- Equity transactions are translated at exchange rates prevailing at the dates of the transaction.

Exchange differences arising on translation of foreign operations are recognised in other comprehensive income and accumulated in the Group's foreign currency translation reserve (attributed to non-controlling interests as appropriate). These differences are recognised in the income statement in the period in which the operation is disposed.

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(e) Impairment of Assets

At each reporting date, the Group reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case, the impairment loss is treated as a revaluation decrease. When an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

(f) Goods and Services Tax (GST) Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST is not recoverable from the Australian Taxation Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST.

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 cash flows.

(g) Comparative Figures

When required by the Standards, comparative figures are adjusted to conform to changes in presentation for the current financial year.

3. Other Gains/Losses

	Consolidated	
	2025	**2024**
	$	**$**
Loss on sale of plant and equipment	-	(14,095)
Proceeds from farm in agreements	154,314	-
Foreign exchange losses	100,262	(28,964)
	254,576	(43,059)

Gains or losses arising from the sale of assets are recognised at the later of the date on which all conditions of sale are met and the risks and rewards of ownership have been transferred.

4. Expenses

	Consolidated	
	2025 $	2024 $
Administration expenses comprise:		
Directors' fees	117,250	116,550
Employee benefits expenses		
Defined contribution superannuation expense	8,353	27,496
Share based payments	453,084	11,176
Other employee benefit expenses	63,316	125,912
Investor relations expense	44,628	58,917
Other administration expenses	559,111	486,869
	1,245,742	826,920

5. Income Tax

	Consolidated	
	2025 $	2024 $
Numerical reconciliation of income tax expense to prima facie tax payable:		
Gain/(Loss) before income tax expense	(1,518,407)	1,457,391
Income tax expense/(benefit) calculated at 30% (2024: 25%)	(455,522)	364,348
Effect of amounts which are not deductible/(taxable) in calculating taxable income		
Share issue costs	-	-
Share based payments	135,925	2,794
ATO technology boost	-	-
Other expenses	-	198
	(319,597)	367,340
Movement in temporary differences not recognised	(10,613,759)	(1,205,022)
Effect of tax losses for which no deferred tax asset has been recognised	10,933,356	837,682
Income tax expense	-	-

No income tax is payable by the Company. Benefits have not been recognised and will only be obtained if:

(a) the Group derives future taxable income of a nature and an amount sufficient to enable the benefit from the deductions for the loss to be realised;

(b) the losses are transferred to an eligible entity in the Group;

(c) the Group continues to comply with the conditions for deductibility imposed by tax legislation; and

(d) no changes in taxation legislation adversely affect the economic entity in realising the benefit from the deductions for the losses.

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable income for the reporting period. Taxable income differs from profit as reported in the consolidated statement of comprehensive income because of items of income or expense that are taxable or deductible in other periods and items that are never taxable or deductible.

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Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable income. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable income will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither taxable income nor accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable income against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

	Consolidated	
Unrecognised deferred tax balances	**2025**	**2024**
	$	**$**
The following deferred tax assets have not been brought to account:		
Deferred tax assets at 30% (2024: 25%)		
Carry forward tax losses	40,973,267	12,436,012
Other deferred tax balances	1,594,630	2,225,570
Total deferred tax assets	42,567,897	14,661,582

Current and deferred tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred tax is also recognised in other comprehensive income or directly in equity, respectively. Where current or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

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6. Earnings/(Loss) per Share

	2025 Cents	2024 Cents
Basic and diluted earnings/(loss) per share from continuing operations (2025: $1,575,452 loss. 2024: $1,390,125 loss)	(0.16)	(0.21)
From discontinued operations	0.01	0.41
Total basic and diluted earnings/(loss) per share	(0.15)	0.20
Weighted average number of shares outstanding during the year used in the calculation of basic loss per share	1,002,683,839	722,064,953

(a) Basic earnings/(loss) per share

Basic earnings per share is determined by dividing net profit/loss after income tax attributable to members of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

(b) Diluted loss per share

The profit or loss attributable to the owners of the Company has been used in the calculation of diluted loss per share.

The Group's options and performance rights potentially dilute basic earnings per share in the future. However, they have been excluded from the calculations of diluted earnings per share because they are anti-dilutive for the years presented.

7. Trade and Other Receivables

	Consolidated 2025 $	Consolidated 2024 $
Current		
GST refundable	52,674	12,419
Other receivables	13,854	11,548
	66,528	23,967

8. Plant and Equipment

	Consolidated 2025 $	Consolidated 2024 $
Office equipment, at cost	89,219	88,053
Less: accumulated depreciation	(64,336)	(52,765)
	24,883	35,288
Field equipment, at cost	854,528	414,376
Less: accumulated depreciation	(407,603)	(311,179)
	446,925	103,197
	471,808	138,485

Reconciliations of the carrying amounts of each class of plant and equipment at the beginning and end of the reporting period are set out below.

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	Office Equipment	Field Equipment	Total
	$	$	$
Carrying amount at 30 June 2023	67,300	151,121	218,421
Additions	13,926	2,214	16,140
Disposals	(14,095)	-	(14,095)
Depreciation	(22,512)	(48,440)	(70,952)
Foreign exchange movement	(9,331)	(1,698)	(11,029)
Carrying amount at 30 June 2024	35,288	103,197	138,485
Additions	-	439,021	439,021
Disposals	-	-	-
Depreciation	(11,323)	(90,260)	(101,583)
Foreign exchange movement	918	(5,033)	(4,115)
Carrying amount at 30 June 2025	24,883	446,925	471,808

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

Depreciation is recognised so as to write off the cost or valuation of plant and equipment less their residual values over their useful lives, using either the straight-line basis or diminishing value method, commencing from the time the assets are held ready for use. The depreciation rates used for plant and equipment vary between 10% and 40%. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The carrying values of plant and equipment are tested for impairment in accordance with the policy in note 2(e) when facts and circumstances suggest that the carrying amount may exceed its recoverable amount. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from an asset's employment and subsequent disposal. The expected net cash flows are discounted to their present values in determining recoverable amounts. An asset's carrying amount is written down immediately to its recoverable amount, if the asset's carrying value is greater than its estimated recoverable amount.

An item of plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Gains and losses on disposals, being the difference between the sale proceeds and the carrying amount of the asset are recognised in profit or loss.

9. Exploration Expenditure

	Consolidated	
	2025	2024
	$	$
Costs at beginning of year	23,375,592	21,599,492
Acquisition of exploration projects	2,397,295	1,786,999
Exploration impairment reversal	-	3,298,400
Exploration assets reclassified as held for sale	-	(3,298,400)
Foreign exchange movement	169,512	(10,899)
Costs at end of year	25,942,399	23,375,592
Assets held for sale	-	3,298,400

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Acquisition of exploration projects in the year relates to the Kada Gold Project in Guinea. Costs in relation to earning into Kada are capitalised in line with the Company's accounting policies. The Company currently holds a 51% interest in Kada, and the Company exercised its right to a third earn-in interest of an additional 24% of the project (for a total 75% interest) in April 2022. To achieve this interest, the Company is required to fund the preparation of a DFS for Kada. There is no time frame for completion of the DFS and the Company's immediate plan is to systematically conduction additional exploration over the Kada permits.

Assets are recognised in relation to each separate area of interest in the year in which they are incurred where the following conditions are satisfied:

(i) the rights to tenure of the area of interest are current; and

(ii) at least one of the following conditions is also met:

  (a) the exploration and evaluation expenditures are expected to be recouped through successful development and exploration of the area of interest, or alternatively, by its sale; or

  (b) exploration and evaluation activities in the area of interest have not, at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration and evaluation assets are assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. The recoverable amount of the exploration and evaluation asset (or the cash-generating unit(s) to which it has been allocated, being no larger than the relevant area of interest) is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

Where a decision is made to proceed with development in respect of a particular area of interest, the relevant exploration and evaluation asset is tested for impairment and the balance is then reclassified to mine properties under development.

The ultimate recoupment of acquisition costs carried forward is dependent upon successful development and commercial exploitation, sale or farm out of the respective areas. The carrying values are based upon the Group's assumption that the exploration permits will be renewed when required, subject to the Group meeting agreed budgets and work programs.

The Group assesses impairment of all assets at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. These include prospectivity of an area of interest and economic and political environments. If an impairment trigger exists, the recoverable amount of the asset is determined. No impairment indicators have been identified by management.

There is some subjectivity involved in determining any impairment indicators in relation to exploration and evaluation expenditure, however management give due consideration to areas of interest on a regular basis and are confident that decisions to either write off or carry forward such expenditure reflect fairly the prevailing situation.

Asset held for sale

In the previous year, following assessment of each of the projects and their respective carrying values, the Board resolved to adjust the carrying value of Kouri, Burkina Faso. A binding SPA was signed for the sale of all of the issued capital in Golden Rim Resources Burkina SARL on 14 July 2024. The previous impairment booked against this asset was reversed, and the assets reclassified as assets held for sale. The operations associated with this sale are treated as discontinued operations which are separately disclosed in the Statement of Comprehensive income. During the current period, the disposal of those assets was completed. Financial information on the operation held for sale are as below:

	2025 $	2024 $
Financial Performance		
Impairment reversal/(charged)	-	3,298,400
Depreciation	-	(7,131)
Mineral exploration costs	-	(362,197)
Loss on Disposal	114,055	-
Gain / (loss) from discontinued operations	**114,055**	**2,929,072**
Net cash outflow from operating activities	(329,490)	(231,605)
Net cash inflow from investing activities (2024 includes an inflow of $825,258 advance payment relating to the sale)	2,678,974	825,446
Net cash inflow / (Outflow) generated by the discontinued operations	**2,349,484**	**593,841**
Assets held for sale	**-**	**3,298,400**
Creditors and accruals	-	(145,861)
Unearned revenue (advance payment)	-	(825,258)
Liabilities directly associated with assets classified as held for sale	**-**	**(971,119)**

Exploration and evaluation assets are initially measured at cost and include the acquisition of permits / licenses, and the Group's share in joint projects, that provide the right to explore for minerals. All other exploration and evaluation expenditure including studies, exploratory drilling, trenching and sampling and associated activities is expensed as incurred.

Exploration Commitments

The Group has the following expenditure commitments at balance date in respect of exploration interests, which represent the minimum expenditure requirements specified by various government authorities and those under joint venture arrangements. These are subject to the right to withdraw at any time.

	Consolidated	
	2025 $	2024 $
Not later than one year	-	58,096
Later than one year, but not later than 5 years	-	21,081
Later than 5 years	-	-
	-	79,177

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10. Trade and Other Payables

	Consolidated	
	2025 $	2024 $
Trade creditors	19,212	29,724
Accrued expenses	356,882	290,028
Unearned income	-	825,258
Other liabilities	10,363	1,471
	386,457	1,146,481

Unearned income in the previous period represents a cash advance made to Asara for the sale of the Burkina assets prior to finalising a sale agreement.

The other payable amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year and which were unpaid at the balance date. The amounts are unsecured and are usually paid within 30 days of recognition.

11. Loans

In September 2023, the Company announced that it had entered into a Convertible Note Deed (**Note**) with major shareholder Capital DI Limited (**Capital**) to assist the Company with its working capital requirements.

The Company issued the $1,500,000 Note to Capital using its placement capacity under Listing Rule 7.1. The Note had an expiry date of six months from the date of issue, convertible by Capital at any time in whole or in part, subject to any necessary shareholder and regulatory approval. The Note is unsecured, and interest is payable at 11.5% per annum, payable monthly or capitalised if not paid. The conversion price is the lowest cash issue price of Shares at which the Company raises capital before the expiry date, provided that if the issue price is less than $0.017 per Share, the Conversion Price shall be $0.017 per Share.

In December 2023, the Company repaid $1,000,000 to Capital as part repayment of the Note. In February 2024, the Company reached an agreement with Capital to extend the maturity date of the Note for a further three months until June 2024. In April 2024, the Company agreed to extend the maturity date of the Note for a further seven months to January 2025 and on 18th July 2024 the remaining $500,000 was repaid in full. As at 30 June 2025, no amounts remained outstanding in relation to this loan.

	Consolidated	
	2025 $	2024 $
Face value of convertible note issued on 5 September 2023	500,000	1,500,000
Partial and final repayment of note	(500,000)	(1,000,000)
Value of note payable	-	500,000

12. Provisions

	Consolidated	
	2025 $	2024 $
Current		
Employee entitlements – annual leave	-	21,942
Non-Current		
Employee entitlements – long service leave	-	8,062

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made in respect of services provided by employees up to balance date.

13. Issued Capital

	Consolidated	
	2025 $	2024 $
Issued Capital		
Fully paid ordinary shares: 1,101,177,848 (2024: 882,175,350)	119,365,709	115,698,713

Movements in ordinary share capital of the Company during the past 2 years were as follows:

		Number of Shares	Cents	$
30/06/2023		591,588,368		112,607,002
19/12/2023	Rights issue	141,142,538	1.2	1,693,711
27/12/2023	Shortfall Placement	60,000,000	1.2	720,000
19/03/2024	Placement	89,444,444	0.9	805,000
	Cost of share issues			(127,000)
30/06/2024		882,175,350		115,698,713

		Number of Shares	Cents	$
30/06/2024		882,175,350		115,698,713
02/10/2024	Placement	114,484,957	1.21	1,388,084
26/02/2025	Placement	104,517,541	2.20	2,299,386
	Cost of share issues			(20,474)
30/06/2025		1,101,177,848		119,365,709

Note:

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of, and amounts paid, on the shares held.

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14. Reserves

	Consolidated	
	2025 $	2024 $
Option and Performance Rights Reserve (a)	468,841	143,257
Foreign Currency Translation Reserve (b)	1,336,820	1,146,180
	1,805,661	1,289,437

(a) Option and Performance Rights Reserve

The Company had the following options on issue as at 30 June for the relevant years:

Option series	No. of options 2025	No. of options 2024	Exercise price $	Issue Date	Expiry date
Unlisted options					
Class AAG	-	15,000,000	0.045	24/02/2023	24/02/2025
Class AAH	-	1,250,000	-	24/02/2023	24/02/2025
Class AAI	1,250,000	1,250,000	-	24/02/2023	24/02/2026
Class AAJ	2,500,000	2,500,000	-	24/02/2023	24/02/2027
Class AAK	1,250,000	1,250,000	0.07	24/02/2023	24/02/2027
Class AAK	1,250,000	1,250,000	0.07	24/02/2023	24/02/2027
Class AAK	2,500,000	2,500,000	0.07	24/02/2023	24/02/2027
Class AAL	2,500,000	-	0.02	04/04/2025	04/04/2028
Class AAK	5,000,000	-	0.02	03/06/2025	03/06/2028
	16,250,000	25,000,000			

Each option gives the holder the right to subscribe for one ordinary share in the Company at the exercise price on or before the expiry date. Classes AAH, AAI, AAJ, AAK all have vesting conditions based on time and/or performance criteria.

Performance Rights series	No. 2025	No. 2024	Exercise price $	Issue Date	Expiry date
Performance Rights					
Class AAM	24,000,000	-	-	03/06/2025	03/06/2029
	24,000,000	-			

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Movements in the number of options and the Option and Performance Rights Reserve in the past two years were as follows:

Issue / Expiry Date	Description	Number of Options	Fair value cents	$
	Balance at 30/06/2023	52,649,593		302,481
	Options vested during the year ended 30/06/2024			
	Class AAK			11,176
	Options expired during the year ended 30/06/2024			
26/11/2023	Class AAD	(3,000,003)		(117,600)
17/05/2024	Class AAE	(24,649,590)		(52,800)
		(27,649,593)		(170,400)
	Balance at 30/06/2024	**25,000,000**		**143,257**
	Options vested during the year ended 30/06/2025			
	Class AAK			5,808
	Options expired during the year ended 30/06/2025			-
26/11/2023	Class AAG	(15,000,000)		(127,500)
17/05/2024	Class AAH	(1,250,000)		-
		(16,250,000)		(127,500)
	Options issued during the year ended 30/06/2025			
04/04/2025	Class AAL	2,500,000	2.69	84,956
03/06/2025	Class AAK	5,000,000	3.42	148,914
		7,500,000		233,870
	Balance at 30/06/2025	**16,250,000**		**255,435**
Performance Rights				
03/06/2025	Class AAM	24,000,000	1.96	213,406
	Balance at 30/06/2025	**24,000,000**		**213,406**
Options and performance rights Total		**40,250,000**		**468,841**

The option and performance rights reserve relates to the fair value of options and performance rights granted by the Company. The fair values of options and performance rights are transferred to share capital on exercise, or to accumulated losses on expiry of the instruments.
Option and performance rights Classes AAK, AAL, AAM were issued as share based payments (note 15).

(b) Foreign Currency Translation Reserve

	Consolidated	
	2025 $	2024 $
At beginning of year	1,146,180	1,050,383
Adjustment on disposal of subsidiary	24,230	
Foreign currency translation movement for the year attributable to Asara	166,410	95,797
	1,336,820	1,146,180

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Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to Australian dollars are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve to the extent they are in substance part of the net investment in a foreign operation. Exchange differences previously accumulated in the foreign currency translation reserve are reclassified to profit or loss on the disposal of the foreign operation.

15. Share Based Payments

	Consolidated	
	2025 $	2024 $
Options and performance rights		
Issued to Directors and employees	447,276	11,176
Issued to other external service providers	-	-
Shares		
Issued to Directors and employees	-	-
	447,276	11,176
Recognised in Administration expenses	447,276	11,176
Recognised as Share issue costs	-	-
	447,276	11,176

Equity-settled share-based payments to Directors, employees and others providing external services are measured at the fair value of the equity instruments at the date of issue. External services for the reporting periods included corporate advisory and investor relations services. Refer note 14 for details of the options that remain outstanding at the end of the reporting period.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At each reporting date, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to reserves.

The Group measures the cost of equity-settled share-based payment transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of options is determined by using a Black Scholes option pricing model, with appropriate assumptions. The fair value of shares is determined using market prices at the date of the transaction. The accounting estimates and assumptions relating to equity-settled transactions would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact expenses and equity.

The Company's Incentive Awards Plan (**Incentive Plan**) was last renewed by Shareholders at the Company's Annual General Meeting in November 2024.

The Incentive Plan is designed to attract, retain and motivate eligible employees, promote and foster loyalty and support amongst eligible employees for the benefit of the Company, enhance the relationship between the Company and eligible employees for the long term mutual benefit of all parties and provide eligible employees with the opportunity to share in any future growth in value of the Company through the issue of options.

Under the Incentive Plan, each award converts into one ordinary share in the Company on exercise. Unless the Board determines otherwise, no amounts are paid or payable by the recipient on receipt of the award. The awards do not carry any rights to dividends or voting. The awards may be exercised at any time from the date of vesting to the date of their expiry. The awards granted under the Incentive Plan are offered to employees and Directors on the basis of the Board's view of the contribution of the person to the Company. Any awards issued to Directors are approved by shareholders prior to issue.

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The following share-based payment arrangements were in existence during the current and prior reporting periods:

Option series	Grant date	Grant date fair value (cents)	Exercise price (cents)	Expiry date	Number of options
Expired					
Class AAG	24/02/2023	0.85	4.50	24/02/2025	15,000,000
Class AAH	24/02/2023	3.00	-	24/02/2025	1,250,000
Current					
Class AAI	24/02/2023	3.00	-	24/02/2026	1,250,000
Class AAJ	24/02/2023	3.00	-	24/02/2027	2,500,000
Class AAK	24/02/2023	0.49	7.00	24/02/2027	1,250,000
Class AAK	24/02/2023	0.49	7.00	24/02/2027	1,250,000
Class AAK	24/02/2023	0.49	7.00	24/02/2027	2,500,000
Class AAL	04/04/2025	2.69	2.00	04/04/2028	2,500,000
Class AAK	03/06/2025	3.42	1.50	03/06/2028	5,000,000
Performance Rights series					
Current					
Class AAM (Performance Rights)	03/06/2025	1,9625	-	03/06/2029	24,000,000

Classes AAH, AAI, AAJ have performance based vesting conditions which the Board has deemed unlikely to be met and therefore no expense has been recognised for these options in the reporting period. Class AAK options have time-based vesting conditions for which $5,808 has been recognised in the year ended 30 June 2025 ($11,176 vested in the year ended 30 June 2024). Class AAM are Performance Rights and have performance-based vesting conditions. An independent valuation of these performance rights has been undertaken and a value of $583,678 has been calculated, of which $213,406 has been recognised as an expense in the reporting period. All other share options were fully vested on the grant date. There has been no alteration to the terms and conditions of the above share-based payment arrangements since the grant date.

The movement, in the current and prior year, in the number and weighted average exercise price (WAEP) of share options issued as share based payments were as follows:

Options	**2025**		**2024**	
	Number	WAEP Cents	Number	WAEP Cents
Outstanding at the beginning of the year	25,000,000	4.10	30,000,003	6.02
Expired during the year	(16,250,000)	(4.15)	(5,000,003)	(15.60)
Issued during year	7,500,000	1.67	-	-
	16,250,000	2.92	25,000,000	4.10

The weighted average remaining contractual life of outstanding options issued as share based payments as at 30 June 2025 is 2.1 years (2024: 2.3 years).

The Company issued 5,000,000 options exercisable at $0.02 each expiring 03 June 2028 to Timothy Strong (Executive Director). These options were valued at $148,914 utilising a Black & Scholes option pricing model with the following inputs and were included as part of share issue costs:

Grant date:	12 May 2025
Expiry date:	03 June 2028
Share price at grant date:	4 cents
Exercise price:	2 cents
Risk-free rate:	3.473%
Volatility:	95.84%

The Company issued 2,500,000 options exercisable at $0.02 each expiring 04 April 2028 to Joanna Kiernan (Company Secretary). These options were valued at $84,956 utilising a Black & Scholes option pricing model with the following inputs and were included as part of share issue costs:

Grant date:	04 April 2025
Expiry date:	04 April 2028
Share price at grant date:	4.5 cents
Exercise price:	2 cents
Risk-free rate:	3.55%
Volatility:	93.80%

Performance Rights	**2025**		**2024**	
	Number	WAEP Cents	Number	WAEP Cents
Outstanding at the beginning of the year	-	-	-	-
Expired during the year	-	-	-	-
Issued during year	24,000,000	-	-	-
	24,000,000	-	-	-

The weighted average remaining contractual life of outstanding performance rights issued as share based payments as at 30 June 2025 is 3.9 years.

Share based payments for the Performance Rights granted to Mr Matthew Sharples

Details of the vesting conditions of the performance rights issued in the period are as follows:

Participant	Tranche 1.1	Tranche 1.2	Tranche 1.3	Tranche 2.1	Tranche 2.2	Tranche 2.3	Tranche 3	Total
M. Sharples	4,000,000	4,000,000	4,000,000	2,000,000	2,000,000	2,000,000	6,000,000	24,000,000
Grant Date	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	
Expiry date	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	
Volatility	94.2%	94.2%	94.2%	N/A	N/A	N/A	N/A	
Risk free rate (%)	3.478%	3.478%	3.478%	N/A	N/A	N/A	N/A	
Underlying fair value on date of grant	$0.0516	$0.0488	$0.0455	-[1]	-[1]	-[1]	-[1]	
Total Fair Value ($) – Life of rights	$206,435	$195,151	$182,092	-[1]	-[1]	-[1]	-[1]	$583,678
Total Fair Value ($) – expensed to 30 June 2025	$206,435	$3,606	$3,365	-[1]	-[1]	-[1]	-[1]	$213,406
Method of valuation	Hoadley	Hoadley	Hoadley	Hoadley	Hoadley	Hoadley	Hoadley	

Note 1: These Tranches were not valued, and no amount was expensed in relation to these rights as it was not considered probable that the vesting conditions of these rights would be achieved.

Tranche 1.1 Performance Rights would vest upon the Company achieving a twenty consecutive trading day VWAP equal to or greater than $0.05 per share on or before 03 June 2029.

Tranche 1.2 Performance Rights would vest upon the Company achieving a twenty consecutive trading day VWAP equal to or greater than $0.075 per share on or before 03 June 2029.

Tranche 1.3 Performance Rights would vest upon the Company achieving a twenty consecutive trading day VWAP equal to or greater than $0.10 per share on or before 03 June 2029.

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Tranche 2.1 Performance Rights would vest upon the Company releasing to the ASX a JORC compliance Mineral Resource of 1,000,000 ounces of gold in both the Measured and Indicated category on or before 03 June 2029.

Tranche 2.2 Performance Rights would vest upon the Company releasing to the ASX a JORC compliance Mineral Resource of 1,250,000 ounces of gold in both the Measured and Indicated category on or before 03 June 2029.

Tranche 2.3 Performance Rights would vest upon the Company releasing to the ASX a JORC compliance Mineral Resource of 1,500,000 ounces of gold in both the Measured and Indicated category on or before 03 June 2029.

Tranche 3 Performance Rights would vest upon delivery of a successful Bankable Feasibility Study to increase the Company's interest in the Kada project from 51% to 75% on or before 03 June 2029.

16. Key Management Personnel Disclosure

Names and positions of key management personnel of the Company and the Group in office at any time during the reporting period were:

Name	Position
B Montgomery	Non-Executive Chairman
T Strong	Executive Director (Managing Director to 14 February 2025)
D Jones	Non-Executive Director
M Sharples	Chief Executive Officer (from 14 February 2025)

Remuneration for Key Management Personnel (during the reporting period)

	Consolidated	
	2025	2024
	$	$
Short-term employee benefits	465,026	313,330
Post-employment benefits	12,250	11,550
Termination benefits	-	-
Share based payments	368,128	11,176
	845,404	336,056

Other Transactions with Related Parties

Brett Montgomery is a Director of AIC Mines Limited. The Company and AIC entered into a Sublease Agreement dated 23 May 2023, whereby Asara sub-leases office space from AIC. The terms were agreed at arm's length and are on the same terms as AIC is receiving from the Lessor.

At 30 June 2025 the non-executive directors were owed $nil in fees (30 June 2024: $38,850).

All transactions between related parties are considered to be on normal commercial terms and conditions and are conducted on an arm's length basis. There are no other balances outstanding at the end of the reporting period and no loans with related parties.

17. Remuneration of Auditors

	Consolidated	
	2025	**2024**
	$	**$**
HLB Mann Judd		
Audit or review of the financial reports		
- Group	57,000	63,440
	57,000	63,440
ARTL Auditores Chile Ltda and their related network		
Audit or review of financial reports:		
- Subsidiaries and joint operations	6,105	5,997
	6,105	5,997

18. Related Parties

Directors and Key Management Personnel

Disclosures relating to Directors and key management personnel are set out in the Directors' Report and note 16.

Subsidiaries

Balances and transactions between the Company and its subsidiaries (detailed in note 20), which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note.

19. Parent Entity Disclosures

	Parent Entity	
Financial Position	**2025**	**2024**
	$	**$**
Assets		
Current assets	3,083,935	4,558,012
Non-current assets	26,378,959	23,442,663
Total assets	29,462,894	28,000,675
Liabilities		
Current liabilities	104,660	1,459,902
Non-current liabilities	-	8,062
Total liabilities	104,660	1,467,964
Net assets	29,358,234	26,532,711
Equity		
Share capital	119,365,710	115,698,714
Option reserve	468,841	143,257
Accumulated losses	(90,476,317)	(89,309,260)
Total equity	29,358,234	26,532,711
Profit/(Loss) for the year	1,294,557	1,407,385
Total comprehensive income	1,294,557	1,407,385

In 2024 and 2025 the parent entity did not enter into any guarantees in relation to the debts of its subsidiaries, enter into any commitments for the acquisition of property, plant and equipment or have any contingent liabilities.

The parent company applies the same accounting policies as the Group.

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20. Subsidiaries and transactions with Non-Controlling Interests

(a) Interest in subsidiaries

Name of Subsidiary	Country of Incorporation	Ownership Interest	
		2025 %	2024 %
Golden Rim Chile Pty Ltd	Australia	100	100
Golden Rim Resources Burkina SARL	Burkina Faso	**-	100
Paguanta Resources (Chile) SpA	Chile	100	100
Compania Minera Paguanta SA	Chile	74	74
Lafi Gold Limited	Guernsey	100	100
Kada Holdings Limited	Guernsey	51	51
Nemaro Gold SARL	Burkina Faso	**-	100
Golden Rim Resources Guinea SARL	Guinea	*100	*100
Syli Resources SARL	Guinea	100	100
Vetro Gold SARL	Guinea	51	51
Compania Minera Loreto SpA	Chile	74	-

*100% legal ownership, but held on behalf of Kada Joint Venture

** .A binding SPA was signed for the sale of all of the issued capital in Golden Rim Resources Burkina SARL and Nemaro Gold SARL on 14 July 2024.. The operations associated with this sale are treated as discontinued operations which are separately disclosed in the Statement of Comprehensive income. During the current period, the disposal of those assets was completed (refer to note 9).

Paguanta Resources (Chile) SpA (**PRC**) owns shares in Compania Minera Paguanta SA (**CMP**). Lafi Gold Limited (**Lafi Gold**) owned 85% of the shares in Nemaro Gold SARL (**Nemaro**) while the Company owned the other 15% directly. Kada Holdings Limited owns 100% of the shares in Vetro Gold SARL.

Shares in the other subsidiaries are held directly by the Company. The subsidiaries have share capital consisting solely of ordinary shares, and the proportion of ownership interests held is equal to the voting rights held by the Group. The country of incorporation is also their principal place of business.

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of the Company as at 30 June 2025 and the results of all subsidiaries for the year then ended.

Subsidiaries are all entities (including structured entities) over which the Company has control. The Company controls an entity when the Group 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 Company. They are deconsolidated from the date that control ceases.

Asara has an ownership interest in Kada Holdings Limited of 51%. The Company has determined that it controls the entity through the contractual arrangements which provide the Company with the power to control the relevant activities of the entity. Kada Holdings limited is therefore judged to be a subsidiary of the Company.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated on consolidation. Unrealised losses are also eliminated on consolidation 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 Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statements of profit or loss and other comprehensive income, changes in equity and financial position. These represent the non-controlling interests rights to a proportionate share of net assets upon liquidation. This is initially measured at the non-controlling interests proportionate share of net assets and subsequently changes by their share of changes in equity. Total comprehensive income is attributed even if this results in the non-controlling interests having a deficit balance.

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(b) Significant restrictions

There are no significant restrictions noted in relation to these subsidiaries.

(c) Non-controlling interests

i) Set out below is summarised financial information for Compania Minera Paguanta SA in which a 25.5% (2024: 25.5%) ownership interest is held by non-controlling interests.

	2025 $	2024 $
Summarised Financial Position		
Current assets	44.683	20,625
Non-current assets	-	-
Total assets	44.683	20,625
Current liabilities	11,773	17,425
Non-current liabilities	1,147,325	1,153,276
Total liabilities	1,159,098	1,170,701
Net liabilities	(1,114,414)	(1,150,076)
Accumulated non-controlling interest	(2,095,231)	(2,074,319)
Summarised Financial Performance		
Loss for the period	(68,818)	(256,148)
Other comprehensive income	(12,924)	(31,893)
Total comprehensive income	(81,742)	(288,041)
Summarised Cash Flows		
Cash outflow from operating activities	(60,884)	(186,841)
Cash inflow from financing activities	68,818	185,492
Net increase in cash and cash equivalents	7,934	(1,349)

ii) Below is summarised financial information for Kada Holdings Limited and its wholly owned subsidiary Vetro Gold Sarl. A 49.0% (2023: 49.0%) ownership interest is held by non-controlling interests.

	2025 $	2024 $
Summarised Financial Position		
Current assets	83,698	14,569
Non-current assets	15,886,575	13,666,684
Total assets	15,970,273	13,681,253
Current liabilities	243,855	357
Non-current liabilities	17,204,445	15,237,622
Total liabilities	17,448,300	15,237,979
Net liabilities	(1,478,028)	(1,556,726)
Accumulated non-controlling interest	679,098	681,988

	2025 $	2024 $
Summarised Financial Performance		
Loss for the period	(61,960)	(32,941)
Other comprehensive income/(loss)	(74,524)	280,933
Total comprehensive income/(loss)	(136,484)	247,992
Summarised Cash Flows		
Cash outflow from operating activities	-	(55,029)
Cash outflow from investing activities	(1,964,603)	(1,967,316)
Cash inflow from financing activities	2,034,368	1,966,524
Net increase in cash and cash equivalents	69,765	(55,821)

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21. Notes to the Statement of Cash Flows

(a) Reconciliation of Cash and Cash Equivalents

For the purposes of the Statement of Cash Flows, cash and cash equivalents includes cash on hand and at call, deposits with banks, and investments in money market instruments net of outstanding bank overdrafts. Cash and cash equivalents at the end of the financial year as shown in the Statement of Cash Flows is reconciled to the related items in the Consolidated Statement of Financial Position as follows:

	Consolidated	
	2025	**2024**
	$	**$**
Cash at bank	3,202,474	1,337,941

(b) Reconciliation of Loss after Income Tax to Net Cash Flow from Operating Activities

	Consolidated	
	2025	**2024**
	$	**$**
Profit/(Loss) after income tax	(1,518,407)	1,457,391
Depreciation	101,583	70,952
Loss on sale of plant and equipment	-	33,421
Profit on sale of mineral tenements	-	(825,258)
Share based payments	453,084	11,176
Effect of foreign currency translation	(254,578)	(38,037)
Change in operating assets and liabilities:		
(Increase)/decrease in receivables	(42,561)	12,428
(Increase) in other current assets	(26,671)	(2,506)
Increase/(decrease) in trade and other payables	(177,728)	971,758
Decrease in provision for employee entitlements	(30,005)	(182,789)
Impairment	-	(3,298,400)
Net cash outflow from operating activities	(1,495,283)	(1,789,864)

22. Financial Instruments

Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise cash and cash equivalents, trade and other s
The Group manages its exposure to key financial risks, including currency and interest rate risk in accordance with the Group's risk management policies and procedures. The objective of the Company's risk management policies and procedures is to identify key risks, understand the cause and impact of any risk, assess and prioritise each key risk and develop a plan to manage such risks, where applicable.

Capital Risk Management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern. The group's overall strategy remains unchanged from 2024.

The capital structure of the Group consists of equity attributable to equity holders, comprising issued capital, reserves, retained earnings and non-controlling interests (as disclosed in notes 13, 14 and 20).

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

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Carrying Amounts of Financial Assets and Liabilities

The financial assets and financial liabilities of the Group are initially recognised at fair value and subsequently carried at amortised cost and their carrying amounts are disclosed in the table below.

The carrying amounts of financial assets and financial liabilities of the Group approximate their fair values.

Amortised cost and effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial assets other than purchased or originated credit-impaired financial assets (i.e. assets that are credit-impaired on initial recognition), the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at fair value through other comprehensive income. For financial assets other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

For purchased or originated credit-impaired financial assets, the Group recognises interest income by applying the credit-adjusted effective interest rate to the amortised cost of the financial asset from initial recognition. The calculation does not revert to the gross basis even if the credit risk of the financial asset subsequently improves so that the financial asset is no longer credit-impaired.

Interest income is recognised in profit or loss and is included in the "finance income – interest income" line item.

Carrying Amounts of Financial Assets and Liabilities of the Group

	Fixed Interest Rate		Floating Interest Rate		Non-interest Bearing		Total	
	2025 $	2024 $	2025 $	2024 $	2025 $	2024 $	2025 $	2024 $
Financial Assets								
Cash and cash equivalents	-	-	1,614,295	377,294	1,588,179	955,915	3,202,474	1,333,209
Trade and other receivables	-	-	-	-	66,528	23,836	66,528	23,836
Other financial assets	-	-	-	-	2,874	3,706	2,874	3,706
Total financial assets	-	-	1,614,295	377,294	1,657,581	983,457	3,271,876	1,360,751
Interest rate			1.97%	1.35%				
Financial Liabilities								
Trade and other payables	-	-	-	-	386,457	321,222	386,457	321,222
Unearned income	-	-	-	-	-	825,258	-	825,258
Convertible note	-	527,500	-	-	-	-	-	527,500
Total financial liabilities	-	527,500	-	-	386,457	1,146,480	386,457	1,673,980
Interest rate	-	11.00%	-	-				

The fixed interest rate cash and cash equivalents are held in a term deposit.

Interest Rate Risk

The economic entity's exposure to interest rate risk is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rate on classes of financial assets and liabilities. The Group does not have a major exposure in this area as the interest rate earned on deposited funds does not vary greatly from month to month.

Sensitivity Analysis

The Company has performed a sensitivity analysis relating to its exposure to interest rate risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks.

The effect on loss and total equity as a result of changes in the interest rate with all other variables remaining constant would be as follows:

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	Consolidated	
	2025 $	**2024 $**
Change in profit		
- Increase interest rate by 1% (one basis point)	(16,143)	(1,227)
- Decrease interest rate by 1% (one basis point)	16,143	1,985
Change in equity		
- Increase interest rate by 1% (one basis point)	(16,143)	(1,227)
- Decrease interest rate by 1% (one basis point)	16,143	1,985

Credit Risk

The maximum exposure to credit risk, excluding the value of any collateral or other security at balance date to recognised financial assets is the carrying amount of those assets, net of any provisions for doubtful debts, as disclosed in the Consolidated Statement of Financial Position and notes to and forming part of the financial statements. The Group does not have any material credit risk exposure to any single debtor or group of debtors under financial instruments it has entered into.

Foreign Currency Risk and Sensitivity

The Group undertakes transactions denominated in foreign currencies, hence exposures to exchange rate fluctuations arise. The Group does not hedge to reduce the foreign exchange risk as the Directors believe the risk is not significant. The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date in Australian dollars are as follows:

	Consolidated	
	2025 $	**2024 $**
Assets		
- CLP (Chilean peso)	89,043	30,245
- USD (US dollar)	1,485,371	894,512
- XOF (CFA franc)	-	13,663
- GNF (Guinea franc)	84,153	25,907
Foreign currency denominated monetary assets	1,658,567	964,327
Liabilities		
- CLP (Chilean peso)	45,419	59,107
- USD (US dollar)	-	820,004
- XOF (CFA franc)	-	145,861
- GNF (Guinea franc)	237,882	3,555
Foreign currency denominated monetary liabilities	283,301	1,028,527

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Sensitivity Analysis

The table below details the Group's sensitivity to a 10% increase or decrease in the Australian dollar against the relevant foreign currencies.

	Consolidated		
	AUD	**2025 $**	**2024 $**
Change in profit / loss and equity			
- Increase in CLP rate by 10%	+10%	(3,966)	(2,624)
- Decrease in CLP rate by 10%	-10%	4,847	4,475
- Increase in USD rate by 10%	+10%	(135,034	6,773
- Decrease in USD rate by 10%	-10%	165,041	(8,279)
- Increase in XOF rate by 10%	+10%	-	(12,018)
- Decrease in XOF rate by 10%	-10%	-	14,689
- Increase in GNF rate by 10%	+10%	14,519	2,032
- Decrease in GNF rate by 10%	-10%	(17,745)	(2,484)

Market Price Risk

The Group is not exposed to any material market price risk.

Liquidity Risk

The Group manages liquidity risk by monitoring forecast cash flows.

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

Liquidity risk table of Financial Liabilities

	Weighted average effective interest rate %	**Less than 1 month** $	**1-3 months** $	**3 months to 1 year** $	**Total** $
2025					
Non-interest bearing		386,457	-	-	386,457
		386,457	-	-	386,457
2024					
Non-interest bearing		243,535	42,687	-	286,222
Unearned income		-	825,258	-	825,258
Convertible note	11.0%	-	-	527,500	527,500
		243,535	867,945	527,500	1,638,980

The following table details the Group's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Group's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Liquidity risk table of Financial Assets

	Weighted average effective Interest rate %	Less than 1 month	1-3 months	3 months to 1 year	1-5 years	Total
		$	$	$	$	$
2025						
Non-interest bearing	-	1,654,707	-	-	2,874	1,657,581
Variable interest rate instruments	1.95	1,614,295	-	-	-	1,614,295
		3,269,002	-	-	2,874	3,271,876
2024						
Non-interest bearing	-	979,751	-	-	3,706	983,457
Variable interest rate instruments	1.35	377,718	-	-	-	377,718
		1,357,469	-	-	3,706	1,361,175

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

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23. Segment Information

The Group operates in one business, namely exploration for mineral resources in various geographical regions. The financial results from this business are presented to the Board which collectively performs the role of the chief operating decision maker on a geographical basis. Information on a geographical segment basis is presented below:

	Australia	South America	Africa	Eliminations/ Unallocated	Group
	$	$	$	$	$
2025					
Interest revenue	7,495	-	-	-	7,495
Gains/(losses)	100,262	154,314	114,052	-	368,628
Interest expense	(6,682)	-	-	-	(6,682)
Mineral exploration expenditure expensed	10,589	212,753	317,181	-	540,523
Depreciation expense	1,659	-	99,924	-	101,583
Segment result	(1,156,915)	(58,439)	(303,053)	-	(1,518,407)
Income tax expense	-	-	-	-	-
Non-current assets	15,916	-	26,401,165	-	26,417,081
Segment assets	3,099,852	89,045	26,555,795	-	29,744,692
Segment liabilities	97,176	45,419	243,862	-	386,457
Additions to non-current assets	-	-	2,879,486	-	2,879,486
2024					
Interest revenue	8,895	-	-	-	8,895
Gains/(losses)	(43,059)	-	-	-	(43,059)
Interest expense	(77,905)	-	-	-	(77,905)
Mineral exploration expenditure expensed	12,342	453,076	365,650	-	831,068
Depreciation expense	4,349	-	66,603	-	70,952
Impairment reversal	-	-	(3,298,400)	-	(3,298,400)
Segment result	(955,678)	(453,076)	2,866,145	-	1,457,391
Income tax expense	-	-	-	-	-
Non-current assets	17,576	-	23,500,207	-	23,517,783
Segment assets	1,277,189	30,506	26,901,501	-	28,209,196
Segment liabilities	1,467,963	59,107	149,415	-	1,676,485
Additions to non-current assets	13,361	-	1,789,778	-	1,803,139

The accounting policies of the reportable segments are the same as the Group's accounting policies described in the notes to the financial statements. Segment result represents the results of each segment without allocation of central administration costs and Directors' salaries, share of losses of associates, investment income, gains and losses, finance costs and income tax expense. These are treated as corporate costs within the Australian segment. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

24. Contingent Assets and Liabilities

Contingent Asset

According to Guinea tax law, value added tax (**VAT**) paid in relation to the Company's Guinea tenements may be recovered from the Guinea tax authorities. No asset has been recognised in the Consolidated Statement of Financial Position as there is currently no certainty around timing for the recovery of the VAT or that the total VAT will be fully recovered. However, a contingent asset exists relating to total VAT paid to date. The total paid to the Guinea tax authorities to date has been capitalised as the acquisition of the Company's interest in the Kada Gold Project remains active.

Contingent Liabilities

1. Chilean exporters may recover the VAT paid with respect to their exports. Under certain circumstances, exporters may claim VAT credits in advance before exports are completed or the VAT has been incurred. CMP has received such VAT credits in advance of Chilean Unidad Tributaria Mensual (UTM) 31,340.58 which calculates to approximately AUD3.3 million at 30 June 2025 exchange rates (2024: AUD3.3 million). It is expected that CMP will, in the future, export mineral concentrates from its operations and the VAT credit received will be applied to reduce this advanced VAT credit over time. If CMP does not carry out the exports as approved, such amounts of VAT credits claimed in advanced must be paid back to the tax authorities.

25. Events Occurring after Balance Date

On 28 July 2025 the Company announced that it had raised $25m (before costs) from sophisticated and institutional investors via a two-tranche placement (**Placement**). The Placement was comprised of the issue of 500,000,000 shares at an issue price of $0.05. The first tranche of 275,294,461 shares to raise approximately $13.76m was completed utilising the Company's existing capacity pursuant to ASX Listing Rule 7.1 and 7.1A. The second tranche of 224,705,539 to raise approximately $11.24m was subject to shareholder approval which was obtained on 12 September 2025. At the date of this report the issue of 50,000,000 of those shares remains pending the receipt of $2.5m from Barbet.

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Consolidated Entity Disclosure Statement

Name of entity	Type of entity	Trustee, partner or participant in joint venture	% of share capital held	Country of incorporation	Australian resident or foreign resident (for tax purposes)	Foreign tax jurisdiction
Asara Resources Ltd	Body corporate	n/a	n/a	Australia	Australian	n/a
Golden Rim Chile Pty Ltd	Body corporate	n/a	100%	Australia	Australian	n/a
Paguanta Resources (Chile) SpA	Body corporate	n/a	100%	Chile	Foreign	Chile
Compania Minera Paguanta SA	Body corporate	Participant in JV	74%	Chile	Foreign	Chile
Lafi Gold Limited	Body corporate	n/a	100%	Guernsey	Foreign	Guernsey
Kada Holdings Limited	Body corporate	Participant in JV	51%	Guernsey	Foreign	Guernsey
Golden Rim Resources Guinea SARL	Body corporate	n/a	100%	Guinea	Foreign	Guinea
Syli Resources SARL	Body corporate	n/a	100%	Guinea	Foreign	Guinea
Vetro Gold SARL	Body corporate	Participant in JV	51%	Guinea	Foreign	Guinea
Compania Minera Loreto SpA	Body Corporate	Participant in JV	74%	Chile	Foreign	Chile

Basis of preparation

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

This CEDS includes onto those entities consolidated as at the end of the financial year in accordance with AASB 10 Consolidated Financial Statements.

Section 295.3A of the Corporations Act 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involved judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the consolidated entity has applied the following interpretations:

Australian tax residency
The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance.

Foreign tax residency
Where necessary, the consolidated entity has used independent tax advisors in foreign jurisdictions to assist in its determination of tax residency to ensure applicable foreign tax legislation has been complied with.

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Directors' Declaration

The Directors declare that:

(a) in the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;

(b) in the Directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 2(a) to the financial statements;

(c) in the Directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including compliance with accounting standards and giving a true and fair view of the financial position as at 30 June 2025 and performance of the Group;

(d) the consolidated entity disclosure statement is true and correct; and

(e) the Directors have been given the declarations required by section 295A of the *Corporations Act 2001*.

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

On behalf of the Directors



Brett Montgomery

Non-Executive Chairman

29 September 2025

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INDEPENDENT AUDITOR'S REPORT

To the Members of Asara Resources Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Asara Resources Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, 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:

(a) giving a true and fair view of the Group's financial position as at 30 June 2025 and of its financial performance for the year then ended; and

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

Key Audit Matters

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

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Key Audit Matter	How our audit addressed the key audit matter
Exploration and evaluation assets/Asset held for sale Refer to note 9	
In accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources*, the Group capitalises all costs associated with acquisition and exploration of its mineral resources. As at 30 June 2025, the Group held capitalised exploration assets of $25,942,399 Our audit focused on the Group's assessment of the carrying amount of the capitalised exploration and evaluation asset and asset held for sale, as this is the most significant assets of the Group. We planned our work to address the audit risk that the capitalised expenditure may no longer meet the recognition criteria of the standard. In addition, we considered it necessary to assess whether facts and circumstances existed to suggest the carrying amount of the exploration and evaluation assets may exceed their recoverable amounts. We ensured that asset held for sale was carried at its recoverable amount.	Our procedures included, but were not limited to: – Obtaining an understanding of the key processes associated with management's review of the carrying values of each area of interest; – Considering management's assessment of potential impairment indicators in addition to making our own assessment. – Obtaining evidence that the Group has current rights to tenure over its areas of interest; – Considering the nature and extent of planned or budgeted ongoing activities; – Substantiating a sample of expenditure by agreeing to supporting documentation; and – Examining the disclosures made in the financial report.

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 2025, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

The directors 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

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

(a) 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

(b) the consolidated entity disclosure statement that is true and correct and is free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

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- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the Directors' Report for the year ended 30 June 2025.

In our opinion, the Remuneration Report of Asara Resources Limited for the year ended 30 June 2025 complies with Section 300A of the *Corporations Act 2001*.

Responsibilities

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

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

B M'Veigh

B G McVeigh
Partner

Perth, Western Australia
29 September 2025

Additional Shareholder Information

The following information as required by ASX Listing Rules is current as at 22 September 2025.

Distribution of Equity Securities

The Company has 1,551,177,848 ordinary fully paid shares quoted on ASX.

Distribution	Number of Holders	Number of Shares	% of Issued Capital
1 - 1,000	925	304,271	0.02
1,001 - 5,000	498	1,313,644	0.08
5,001 - 10,000	244	1,803,683	0.12
10,001 - 100,000	572	20,269,898	1.31
100,001 and over	286	1,527,486,352	98.47
Total holders	2,525	1,551,177,848	100

There are 1,487 shareholders holding less than a marketable parcel of shares in the Company.

The names of the 20 largest shareholders of shares, on an unconsolidated basis, are listed below:

	Name	Number of Shares	%
1	Barbet L.L.C FZ	219,002,498	14.12
2	JP Morgan Nominees Australia Pty Limited	180,000,053	11.60
3	Capital DI Limited	156,800,000	10.11
4	BNP Paribas Nominees Pty Ltd <IB Au Noms Retailclient>>	78,380,036	5.05
5	HSBC Custody Nominees (Australia) Limited	63,854,341	3.35
6	BNP Paribas Nominees Pty Ltd <Clearstream>	51,937,884	3.35
7	Citicorp Nominees Pty Limited	51,453,981	3.32
8	Jayleaf Holdings Pty Ltd <The Pollock Investment A/C>	50,000,000	3.22
9	Capital DI Limited	43,200,000	2.78
10	Gold Elegant (HK) Investment Limited	30,000,000	1.93
10	HSBC Custody Nominees (Australia) Limited <GSCO Customers A/C>	30,000,000	1.93
10	Wersman Nominees Pty Ltd	30,000,000	1.93
13	Goldrich Holdings Pty Ltd	27,000,000	1.74
13	Palm Beach Nominees Pty Limited	27,000,000	1.74
15	El-Raghy Kriewaldt Pty Ltd	20,000,000	1.29
15	Lujeta Pty Ltd <Margaret A/C>	20,000,000	1.29
17	BPM Investments Limited	19,600,000	1.26
18	Westminex Pty Ltd	19,022,336	1.23
19	BNP Paribas Nominees Pty Ltd <Barclays>	15,900,000	1.03
20	Great Missenden Group Pty Ltd	15,162,500	0.98
	TOTAL	**1,148,313,629**	**74.03**

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Substantial Shareholders

Substantial shareholders as disclosed in the substantial shareholding notices received by the Company are:

Date	Entity	Number of Shares	%
2 January 2024	Capital DI Limited	138,000,001	17.41%
28 December 2023	BPM Investments Limited	58,000,000	7.32%
16 December 2022	Auralandia Group	24,954,779	6.36%
25 November 2021	Jetosea Pty Ltd	20,169,954	8.20%

Unquoted Securities

The Company has the following unquoted securities on issue. Options and performance rights do not entitle the holder to vote in respect of that Option, nor participate in dividends when declares, until such time as the instrument is exercised and is subsequently registered as an ordinary share.

Number	Exercise Price	Expiry Date	Number of Holders	% Issued Share Capital
1,250,000 Options	Nil	24 February 2026	1	100%
2,500,000 Options	Nil	24 February 2027	1	100%
5,000,000 Options	$0.070	24 February 2027	1	100%
2,500,000 Options	$0.020	04 April 2028	1	100%
5,000,000 Options	$0.020	03 June 2028	1	100%
24,000,000 Performance Rights	Nil	03 June 2029	1	100%

Voting Rights

All ordinary fully paid shares carry one vote per ordinary share without restriction.

Restricted Securities

The Company does not have any restricted securities on issue.

On Market Buy Back

The Company is not currently undertaking an on-market buy back of its securities.

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