Annual Report

2025

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Our vision

Talga is a battery anode and advanced materials company accelerating the global transition towards sustainable growth. Our ambition is to enable the world's most sustainable battery and consumer products. Our vertical integration, strategic location and innovative processes are key to getting there.

Our values

We develop greener battery anode and advanced materials that will help shift the world to a sustainable future.

We work with one of the highest-grade graphite resources in the world at our mine and coated anode production facilities in northern Sweden, ensuring our part of the battery supply chain is clean, ethical and secure.

79
Patents

16
Patent families

27,000t
graphite ore stockpiled

$3.8m
Capital Investment

A$120k
from customer receipts

€70m
grant from EU innovation fund

$13.2m
cash balance as at 30 June

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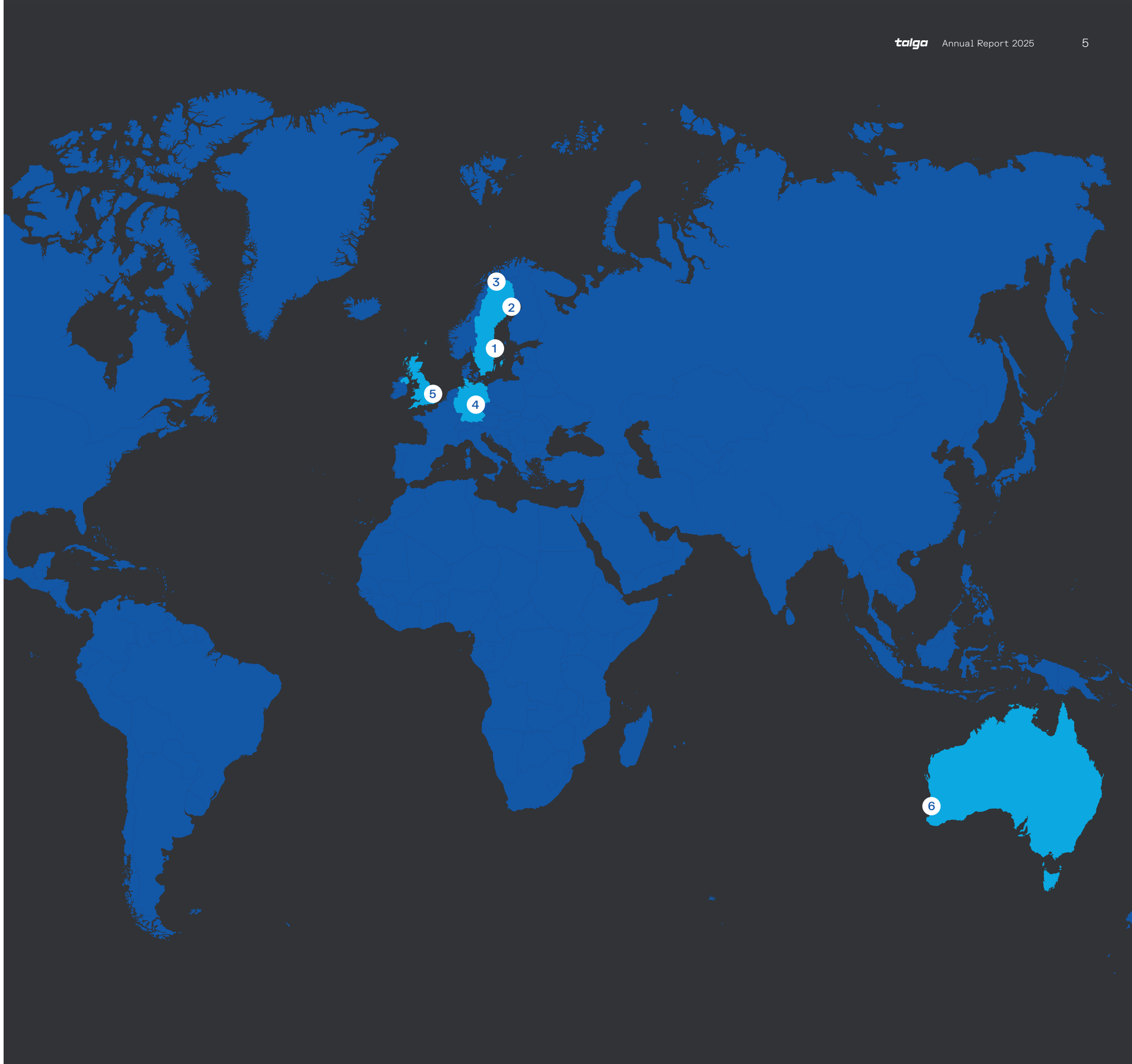
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Talga Group Ltd and controlled entities
ABN 32 138 405 419

talga

Talga Group Ltd is listed on the Australian Securities Exchange under TLG and trades on the US OTCQX Market under ticker TLGRF. Talga is a global leader in producing high-power, sustainable graphite battery anode and advanced materials. Our capabilities include proprietary graphite purification, recycling, shaping and coating technologies, ensuring secure and low-emission Li-ion battery anode supply chains and new-energy materials.

Talga's products and technologies solve battery manufacturing challenges such as supply vulnerabilities, performance limitations and recyclability, thereby accelerating the shift to more secure critical mineral product manufacturing.



1 **Stockholm, Sweden**
European head office

2 **Luleå, Sweden**
Anode production

3 **Kiruna, Sweden**
Integrated graphite mine

4 **Rudolstadt, Germany**
Metallurgical pilot facility
and EU customer network

5 **Cambridge, United Kingdom**
Battery materials product
and technology centre

6 **Perth, Australia**
Corporate head office

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Letter from the Chair



Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present Talga Group's Annual Report for FY 2025. This past year has been one of significant milestones and increased momentum as Talga continues to advance its strategic mission to deliver sustainable battery materials and scale globally. A lot has been achieved over the past year.

We cleared the final regulatory hurdles for the Nunasvaara South graphite mine, with all appeals dismissed—granting Talga its two key permits for the Vittangi Anode Project prior to Final Investment Decision.

In March 2025, our Nunasvaara South mine was awarded EU Strategic Project status under the European Commission's Critical Raw Materials Act, intended to fast-track permitting and enhance financing access.

We executed our first binding multi-year offtake agreement with Nyobolt, a leading developer of high-power, ultra-fast battery charging technology, for supply of Talnode®-C graphite anode from Vittangi. This underpins demand certainty and accelerates our path to commercialisation.

The Company advanced project financing and pre-FID work as well as supplying Talnode®-C to many potential customers for pre-qualification. The qualification process is a complex one and takes time, diligence and patience from all parties to complete.

Amid this pivotal growth phase, we welcomed former Swedish Government Minister Ms Eva Nordmark to our board as a new Non-executive Director (effective 1 September, 2025), bringing extensive leadership and public policy experience. We thank departing Non-executives Stephen Lowe and Ola Rinnan for their significant contributions over their tenures.

Post year end, the US Patent and Trademark Office (USPTO) accepted Talga's patent application covering Talnode®-C graphite battery anode material, marking a critical step toward protecting our proprietary technology and enabling future US expansion.

Talga upgraded its US market status, qualifying to trade on the OTCQX® Best Market under the ticker TLGRF, transitioning from the Pink market. This upgrade enhances transparency, improves access for North American investors, and raises our profile within the US investment community.

Together with our pending US patent, this positions Talga for operational expansion and US-based opportunities in FY2026 and beyond.

Our progress reaffirms Talga's position as a leader in sustainable battery materials, poised for growth across continents with the aim of growing shareholder value.

On behalf of the Board, I extend my gratitude to our shareholders, partners, leadership team, and employees for their ongoing support and dedication during this defining chapter.

Yours sincerely,

Terry Stinson

Non-Executive Chair

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Operational and Financial Review

During the financial year, Talga Group made substantial progress across its core operations as the Company continued to develop and produce its high-performance natural graphite battery anode materials and pioneering technologies critical to the lithium-ion battery industry.

Key pre-execution milestones for the Vittangi Anode Project successfully advanced and Talga supplied anode materials to potential customers for testing and qualification.

Talga also focused on the commercial and intellectual property development of its flagship high-power graphite product, Talnode®-C, and its high-energy silicon anode product, Talnode®-Si.

In parallel, the Company expanded its portfolio of sustainable battery materials, including the recycled graphite-based Talnode®-R, while continuing to progress development of its natural graphite and lithium mineral deposits in Sweden.

Talga secured the Exploitation Permit for the Nunasvaara South graphite mine following the dismissal of all appeals by the Swedish Government. Additionally, the Environment and Natura 2000 permit was brought into force after the Swedish Supreme Court upheld them, clearing the path for mine development ahead of Final Investment Decision.

Operational execution was strengthened by the selection of Worley as the preferred contractor for Engineering, Procurement and Construction Management of the Vittangi Anode Project. Talga successfully delivered the Front-End Engineering Design (FEED) and completed a Value Improvement Process, enhancing project efficiency and cost-effectiveness.

Commercially, Talga signed its inaugural binding offtake agreement with fast-charge innovator Nyobolt for the supply of Talnode®-C. It also entered into a strategic Memorandum of Understanding with Altilium to secure recycled graphite feedstock for Talnode®-R and a Development Agreement with Aurubis to develop graphite anode from battery scrap.

Talga further advanced its partnership with leading lithium producer SQM to explore the Aero lithium project. To optimise operations, key financial roles were strategically relocated to Sweden. The Group also streamlined its board with the retirement of two long-serving directors, positioning the company for focused growth and execution in the years ahead.

The Company was awarded a €70 million grant from the European Union Innovation Fund for its Luleå Anode Refinery, which was further bolstered by its designation as an EU Net-Zero Strategic Project by the Swedish Agency for Economic and Regional Growth.

Talga's natural graphite mine also received Strategic Project status under the EU Critical Raw Materials Act, reinforcing its importance to Europe's energy transition.

At June 30, Talga Group recorded cash and cash equivalents of $13.2 million (2024: $14.1 million) and net current assets of $10.5 million (2024: $10.8 million). The Group made a net loss of $16.7 million in 2025, narrowing from a year before (2024: $39.3 million net loss).

Orders of material for qualification generated $120,000 from customers while $967,000 was received via research and development grants.

The major expenditure during the year was $8.7 million on trial mining and anode production in Sweden, and just over $1 million on exploration, evaluation and exploitation. In addition, it cost $5.4m to run the test facility, research and product development operations. Capital investment in FY25 of $3.8m was for the purchase of plant and equipment, namely work on the Luleå refinery and the purchase of larger coating and shaping equipment for the EVA anode plant as part of production scale up plans.

The Company completed two successful equity raisings, issuing over 73 million shares to institutional, sophisticated, and retail investors. The combined Placement and Share Purchase Plan in October 2024, along with a Placement in May 2025, raised a total of A$28.5 million. In addition, $162,000 was received through the exercise of loyalty share options from shareholders up to June 30.

Talga fell below the reporting threshold requirements under the Australian National Greenhouse Emission Regulation ("NGER") to report its annual greenhouse gas emissions and energy use and is therefore not required to register or report.

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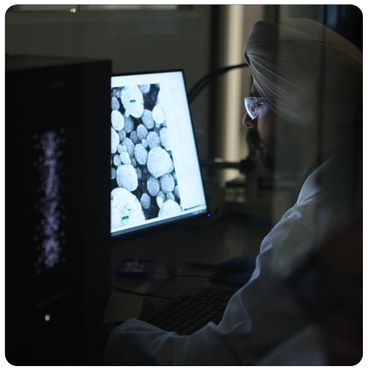
Talga Active Anode products



Talnode®-C
Talnode®-C is made from our unique Swedish high-grade natural graphite and proprietary coating processes to offer industry-leading low emission active anode. Talnode®-C can be tuned for high-rate applications or as a blended product using our 100% vertical integration control, and is characterised by low ohmic resistance and low swelling, providing outstanding fast charge and low temperature performance for battery electric vehicles, hybrids and consumer electronics. Post year end, a US application for a patent for Talnode®-C was accepted.



Talnode®-R
Talga's proprietary recycled graphite anode made from repurposed production scrap or black mass. Produced in Europe in a proprietary process, Talnode®-R aims to improve circularity by reintroducing spent graphite anode in new lithium-ion battery production. This will help increase European self-reliance, reduce landfilling or burning of waste battery materials and decrease greenhouse gas emissions associated with synthetic graphite's fossil fuel precursors. Talnode®-R is set to pave the way for new markets by utilising its established plant design positions, Talga can capitalise on fast growing graphite waste volumes from battery recyclers across multiple regions, and security and geopolitical impacts driving shifts in demand to non-Chinese anode supply.



Talnode®-Si
Silicon-carbon composite for use as an energy-boosting product in commercial graphite battery anodes. The drop-in design uses our proprietary technology to enable low swelling and commercial production calendaring pressures, in a lower cost and highly scalable manufacturing process.

Mineral resources and ore reserve statement

This statement represents the Mineral Resources and Ore Reserves ("Mineral Resources Statement") for Talga Group Ltd as at 30 June 2025.

This Mineral Resources Statement has been compiled and reported in accordance with the guidelines of the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves' (JORC Code).

This statement is to be reviewed and updated annually in accordance with Section 15 of the JORC Code 2012. The nominated annual review date for this Mineral Resources statement is 30 June.

As at the Annual Review date of 30 June 2025, this Statement has been approved by the named Competent Persons (see the Competent Persons Statement on page 16).

Mineral Resources

Talga owns 100% of multiple mineral assets of graphite ("Cg"), copper ("Cu"), cobalt ("Co") and iron ("Fe") in northern Sweden. An overview of each of the assets in the Group's portfolio at 30 June 2025 is below in Table 1 and details of each project's Mineral Resource categories are set out in Tables 2 to 6.

Table 1
Talga 30 June 2025 Total Mineral Resources

	Tonnes					Contained Mineral	Grade		
Project	Ore (Mt)	Cg (%)	Fe (%)	Cu (%)	Co (%)	Cg (Mt)	Fe (Mt)	Cu (t)	Co (t)
Vittangi Graphite	35.0	23.8	-	-	-	8.3	-	-	-
Jalkunen Graphite	31.5	14.9	-	-	-	4.7	-	-	-
Raitajärvi Graphite	4.3	7.1	-	-	-	0.3	-	-	-
Total Graphite	**70.8**	**18.8**	-	-	-	**13.3**	-	-	-
Kiskama Copper-Cobalt	7.7	-	-	0.25	0.04	-	-	17,000	1,800
Total Copper-Cobalt	**7.7**	-	-	**0.25**	**0.04**	-	-	**17,000**	**1,800**
Vittangi Iron	46.1	-	28.7	-	-	-	13.2	-	-
Total Iron	**46.1**	-	**28.7**	-	-	-	**13.2**	-	-

Notes:

1. Details of each of the Indicated and Inferred Mineral Resource categories are set out in tables 2 to 6.
2. All figures are rounded to reflect appropriate levels of confidence. Apparent differences may occur due to rounding.
3. All projects are 100% Talga owned.
4. The graphite and iron resources are separate deposits but sometimes occur within the same project area. The Kiskama Copper-Cobalt Project is a separate deposit and project from the graphite and iron projects.
5. Mineral quantities are contained mineral.
6. Mineral Resources are inclusive of Indicated and Inferred Mineral Resource categories.

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Vittangi Graphite Project, northern Sweden (Talga owns 100%)

Table 2
Vittangi Graphite Project (Nunasvaara and Niska Deposits) – JORC (2012) Resources at 12.5%Cg cut-off

Deposit	JORC Resource Category	Tonnes	Grade Cg (%)
Nunasvaara South	Indicated	8,406,000	25.0
	Inferred	2,737,000	24.5
Nunasvaara North	Indicated	4,138,000	27.6
	Inferred	1,464,000	17.2
Nunasvaara East	Indicated	2,942,000	23.5
	Inferred	1,466,000	23.0
Niska North	Indicated	7,503,000	23.3
	Inferred	1,621,000	23.0
Niska Link	Indicated	974,000	17.5
	Inferred	815,000	20.3
Niska South	Indicated	2,728,000	23.1
	Inferred	225,000	19.7
Total	**Indicated**	**26,691,000**	**24.3**
	Inferred	**8,329,000**	**22.1**
Total		**35,020,000**	**23.8**

Note: Tonnes rounded to nearest thousand tonnes.

The Nunasvaara graphite Mineral Resource estimate was first disclosed on 28 February 2012 (ASX:TLG 28 February 2012), and last disclosed on 6th October 2023 in accordance with the JORC Code 2012 (ASX:TLG 6 October 2023).

The Niska graphite Mineral Resource estimate was first disclosed on 15 October 2019, and last disclosed on 6 October 2023 in accordance with the JORC Code 2012 (ASX:TLG 6 October 2023).

Jalkunen Graphite Project, northern Sweden (Talga owns 100%)

Table 3
Jalkunen Graphite Project – JORC (2012) Resource at 10%Cg cut-off

Deposit	JORC Resource Category	Tonnes	Grade Cg (%)
Jalkunen	Inferred	31,500,000	14.9
Total		**31,500,000**	**14.9**

Note: Tonnes rounded to nearest hundred thousand tonnes.

The Jalkunen graphite Mineral Resource Estimate was first disclosed on 27 August 2015 in accordance with the JORC Code 2012 (ASX:TLG 27 August 2015).

Raitajärvi Graphite Project, northern Sweden (Talga owns 100%)

Table 4
Raitajärvi Graphite Project – JORC (2004) Resource at 5%Cg cut-off

Deposit	JORC Resource Category	Tonnes	Grade Cg (%)
Raitajärvi	Indicated	3,400,000	7.3
	Inferred	900,000	6.4
Total		**4,300,000**	**7.1**

Note: Tonnes rounded to nearest hundred thousand tonnes.

The Raitajärvi graphite Mineral Resource Estimate was first disclosed on 26 August 2013 in accordance with the JORC Code 2004 (ASX:TLG 26 August 2013). It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported. The Company is not aware of any new information or data that materially affects the information included in the previous announcement and that all of the previous assumptions and technical parameters underpinning the estimates in the previous announcement have not materially changed.

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Kiskama Copper-Cobalt Project, northern Sweden (Talga owns 100%)

Table 5
Kiskama Copper-Cobalt Project – JORC (2012) Resource at 0.1%CuEq cut-off

Deposit	JORC Resource Category	Tonnes	Grade Cu (%)	Grade Co (%)	Grade CuEq (%)
Kiskama	Inferred	7,672,000	0.25	0.04	0.36
Total		**7,672,000**	**0.25**	**0.04**	**0.36**

Note: 20% geological loss applied to account for potential unknown geological losses for Inferred Mineral Resources. Tonnes rounded to nearest hundred thousand tonnes.

The Kiskama copper-cobalt Mineral Resource Estimate was first disclosed on 21 August 2019 in accordance with the JORC Code 2012 (ASX:TLG 21 August 2019).

Vittangi Iron Project, northern Sweden (Talga owns 100%)

Table 6
Vittangi Iron Project – JORC (2004) Resource Estimate at 15%Fe cut-off

Deposit	JORC Resource Category	Tonnes	Grade Fe (%)
Kuusi Nunasvaara	Inferred	46,100,000	28.7
Total		**46,100,000**	**29.1**

Note: Tonnes rounded to nearest hundred thousand tonnes.

The Vittangi iron Mineral Resource estimate was first disclosed on 22 July 2013 in accordance with the JORC Code 2004 (ASX:TLG 22 July 2013). It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

The total for the Vittangi Iron Project has decreased from the previous reporting period due to the removal of a previously reported portion of the Vittangi Iron Mineral Resource (Mineral Resource estimate previously disclosed by Talga on 22 July 2013) through the expiry of the exploration permit Nunasvaara nr 2 during the reporting period. Aside from this, the Company is not aware of any new information or data that materially affects the information included in the previous announcement and that all of the previous assumptions and technical parameters underpinning the estimates in the previous announcement have not materially changed.

Ore reserves

Talga owns 100% of one mineral asset of graphite in the JORC Probable Ore Reserve category in northern Sweden. An overview of the asset in the Group's portfolio at 30 June 2025 is below in Table 7 and details of the project's Mineral Reserve category is set out below in Table 8.

Table 7
Talga 30 June 2025 Total Ore Reserves

	Tonnes	Grade	Contained Mineral
Project	**Ore** (Mt)	**Cg** (%)	**Cg** (Mt)
Vittangi Graphite	2.26	24.1	0.54
Total	**2.26**	**24.1**	**0.54**

Notes:

1. Detailed table setting out the Probable Ore Reserve category is set out in table 8.
2. All figures are rounded to reflect appropriate levels of confidence. Apparent differences may occur due to rounding.
3. All projects are 100% Talga owned.
4. Mineral quantities are contained mineral.
5. Ore Reserves are of Probable Ore Reserve category.
6. Ore Reserve is based on the previously disclosed Mineral Resource Estimate for Nunasvaara South (ASX: TLG 17 September 2020).

Vittangi Graphite Project, northern Sweden (Talga owns 100%)

Table 8
Vittangi Project Nunasvaara Graphite Deposit – JORC (2012) Reserve at 12%Cg cut-off

Deposit	JORC Resource Category	Tonnes	Grade Cg (%)
Nunasvaara	Probable	2,260,000	24.1
Total		**2,260,000**	**24.1**

Note: Tonnes rounded to nearest thousand tonnes.

The Vittangi graphite Ore Reserve statement was first disclosed on 23 May 2019 in accordance with the JORC Code 2012 (ASX:TLG 23 May 2019) and last disclosed on 1 July 2021 in accordance with the JORC Code 2012 (ASX:TLG 1 July 2021), and is based on the previously disclosed Mineral Resource Estimate for Nunasvaara South (ASX: TLG 17 September 2020).

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Comparison with prior year estimates

Mineral Resources
During the 2025 financial year, the Company made the following changes to its Mineral Resource inventory:

— The Vittangi Iron Ore Project's tenement (Nunasvaara nr 2) has expired which has resulted in the project's Mineral Resources decreasing from 50.6 million tonnes at 29.1% iron to 46.1 million tonnes at 28.7% iron.

All other resource estimates across the Company's projects remain unchanged from the Company's Mineral Resource Statement as at 30 June 2024.

Ore Reserves
All reserve estimates across the Company's projects remain unchanged from the Company's Mineral Reserve Statement as at 30 June 2024.

Governance summary

The Mineral Resource estimates and Ore Reserve statements listed in this report are subject to Talga's governance arrangements and internal controls. Talga's Mineral Resource estimates and Ore Reserve statements are derived by Competent Person's ("CP") with the relevant experience in the style of mineralisation and type of deposit under consideration and to the activity which they are undertaking. Geology models in all instances are generated by Talga staff and are reviewed by the CP. The CP carries out reviews of the quality and suitability of the data underlying the Mineral Resource estimate and Ore Reserve statement, including a site visit. Talga management conducts its own internal review of the estimate and statement to ensure that it honours the Talga geological model and has been classified and reported in accordance with the JORC Code.



Competent Persons statement

The information in this report that relates to Mineral Resource Estimation for the Vittangi Graphite Project is based on information compiled and reviewed by Ms Katharine Masun (HBSc Geology, MSc Geology, MSA Spatial Analysis). Ms Masun is a Principal Resource Geologist at SLR Consulting (Canada) Limited and is registered as a Professional Geologist in the Provinces of Ontario, Newfoundland and Labrador, Saskatchewan, and the Northwest Territories and Nunavut, Canada. Ms Masun has sufficient experience relevant to the styles of mineralisation and types of deposits which are covered in this document and to the activity which she is undertaking to qualify as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" ("JORC Code"). Ms Masun consents to the inclusion in this report of the matters based on this information in the form and context in which it appears. Ms Masun does not hold securities (directly or indirectly) in the Company.

The information reviewed by Mr John Walker in this report relates to updated September 2025 data for the Vittangi Graphite Project – Nunasvaara Reserve Estimate. The update covers items such as product price forecasts, 2023 contract mining costs, and updated processing costs and recoveries. Mr Walker confirms that, based on the information presented, the Reserve estimate remains valid. However, as the initial Reserve dates back to 2021, he recommends that a full update of the Reserve estimate be completed before the end of 2025. Mr Walker is a Technical Director and Principal Mining Engineer at SLR Consulting who act as consultants to the Company. Mr Walker is a Professional Member and Fellow of the Institute of Materials, Minerals and Mining (Membership No.451845), a Fellow of the Institute of Quarrying (Membership No.22637) and a Fellow Member of the Geological Society (Membership No.1021044). Mr Walker is qualified from mineral reporting (QMR) and has sufficient experience relevant to the styles of mineralisation and types of deposits which are covered in this document and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" ("JORC Code"). Mr Walker consents to the inclusion in this report of the matters based on this information in the form and context in which it appears. Mr Walker does not hold securities (directly or indirectly) in the Company.

The information in this report that relates to Mineral Resource Estimation for the Jalkunen and Raitajärvi Graphite Projects and Vittangi Iron Projects is based on information compiled and reviewed by Mr Simon Coxhell. Mr Coxhell is a consultant to the Company and a member of the Australian Institute of Mining and Metallurgy. Mr Coxhell has sufficient experience relevant to the styles of mineralisation and types of deposits which are covered in this document and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" ("JORC Code"). Mr Coxhell consents to the inclusion in this report of the matters based on this information in the form and context in which it appears. Mr Coxhell does not hold securities (directly or indirectly) in the Company.

The information in this report that relates to Mineral Resource Estimation for the Kiskama Copper-Cobalt Project is based on information compiled and reviewed by Mrs Elizabeth de Klerk. Mrs de Klerk is a consultant to the Company. Mrs de Klerk is a Fellow of the Institute of Materials, Minerals and Mining (IOM3), and a Fellow of the Geological Society of Africa (GSSA) and a registered Professional Natural Scientist (Pr.Sci.Nat. 400090/08). Mrs de Klerk has sufficient experience relevant to the styles of mineralisation and types of deposits which are covered in this document and to the activity which she is undertaking to qualify as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" ("JORC Code"). Mrs de Klerk consents to the inclusion in this report of the matters based on this information in the form and context in which it appears. Mrs de Klerk does not hold securities (directly or indirectly) in the Company.

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Sustainability and people



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Sustainability has been at the core of Talga's business strategy and vision since day one. We do not just offer products that help change the world; we produce them in ways that are both environmentally and socially sustainable.

Our ambition is to enable the world's most sustainable batteries and consumer products, and as an industry-leading anode and battery materials company we are determined to advance and set new benchmarks for sustainability in our industry.

To achieve this ambition, we develop high-performance, low-emission battery materials and graphitic materials for the energy storage systems, EV, defence, consumer electronics and industrial markets. Our vertical integration ensures traceability, quality and security of supply to support the resilience and competitiveness of emerging battery industries.

This report communicates our progress on our sustainability initiatives over the last 12 months ("Reporting Period").

Talga Integrated Management System

As part of our commitment to a broad quality assurance program and globally recognised standards, Talga has developed an Integrated Management System (IMS) and secured ISO certifications according to ISO 9001:2015 QMS (Quality Management Systems), ISO 14001:2015 EMS (Environmental Management Systems) and ISO 45001:2018 OH&SMS (Occupational Health and Safety Management Systems) for our pilot production and R&D facilities in Germany, the UK and Sweden. In addition, Talga has secured ISO 27001:2022 ISMS (Information Security Management Systems) across the Group. Talga is progressing alignment with ISO 26000, the international standard for social responsibility.

Our IMS, which is implemented and maintained in line with our ISO certifications, covers safe use, management and transport of chemicals, waste, and dust; safety procedures for emergencies; ongoing monitoring and auditing; and commitment and active support from leadership.

The IMS applies to our operations, as well as contractors, subcontractors and suppliers.

We strive for continual improvement with the IMS as we transition from development phase to commercial operations.

Looking ahead

Talga maintains a proactive view on sustainability disclosure and tracks emerging sustainability reporting compliance requirements and standards for progressive integration of disclosure into our financial reporting and to integrate the high standards required by our customers, stakeholders, investors and lenders.

Many jurisdictions globally, including Australia and the EU, have moved towards alignment with IFRS standards. As we prepare for Final Investment Decision, construction and subsequent operation of our mine-to-anode business we are implementing a plan to meet the International Sustainability Standards Board's standards and focus on scaling existing practices during these growth phases.

These efforts are combined with Talga's commitment to pursuing alignment with leading sustainability practice and reporting frameworks including the Initiative for Responsible Mining Assurance ("IRMA"), the United Nations Sustainable Development Goals, the Global Reporting Initiative ("GRI"), the Equator Principles and the International Finance Corporation ("IFC") Performance Standards on Environmental and Social Sustainability.

In coming years, our European operations and entities will be expected to meet the threshold of requirement to report in accordance with the European Sustainability Reporting Standards (ESRS).

As part of Talga's proactive approach we also capture opportunities for greater contribution in key sustainability areas and proactively work to mitigate the potential impacts from our operations throughout all development stages.

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Governance

We believe good governance is critical to strong sustainability performance and Talga has established a robust corporate governance framework embedded across the Group.

The framework includes corporate governance policies, procedures and charters with reference to the fourth edition of the ASX Corporate Governance Council's Principles and Recommendations. This framework ensures transparent and accountable business practices, built on fairness, equality and strong governance, with adequate compliance policies that prevent and minimise adverse impacts and protect stakeholders as we execute our business strategy.

Oversight and governance structure

Talga has embedded sustainability in our corporate governance structure, which continues to evolve alongside the development of our mine-to-anode business ahead of construction and future operation. Our Board and Committees' structures, charters and governance practices are continuously reviewed to reflect the evolving nature of our business, best practices, directors' assessments and delivery of our strategy.

The Directors of the Talga Group Board have diverse business leadership and operational management experience, an understanding of Talga's business climate, knowledge of capital markets, project development, decarbonisation technologies and strategies, and an understanding of the health, safety, environmental, community and other sustainably related matters relevant to Talga. The competencies and skills of the Directors are set out in the skills matrix in our corporate governance statement.

To assist in the discharge of its responsibilities, including sustainability, the Talga Group Board has three standing committees: Audit and Risk Committee, Remuneration Committee and Nomination Committee.

A structured calendar provides the Board and relevant committees with updates on sustainability topics and information is presented by the Sustainability Steering Group, management, external advisers or specialists where appropriate.

This framework outlines how we have embedded sustainability in our corporate governance structure.



The Talga Group Board provides sustainability leadership at the highest corporate level and oversight of climate-related risks and opportunities impacting the Group. The Board has accountability for Talga's long-term resilience with respect to potential shifts in the business landscape that may result from climate change.

The Sustainability Steering Group supports the management and oversight of sustainability in a focused and coordinated way across the Group.

The Sustainability Working Groups champion the adoption of the Sustainability Policy across Talga sites and create a culture of sustainability across the Group.

Risk

Talga has established processes to identify, assess, mitigate and manage risks across its operations including environmental, social and climate-related risks. Risk management practices are developed and deployed via our risk management and control framework. The framework integrates risk management into our corporate governance and business processes.

The Audit and Risk Committee is responsible for the oversight of Talga's risk management framework and the responsibility for control and risk management is delegated to the appropriate level of management within the Group.

In developing our projects and operations, we closely consider the risk of climate change. The analysis assesses the potential financial impact of these hazards on our potential revenue, costs and overall value; analyses how these scenarios could affect our operations, supply chain and market demand; and assesses the feasibility, cost-effectiveness and benefits of potential mitigation strategies. Refer to risks disclosed in the Director's report within the annual report. Our analysis found no major or fatal risks arising from climate change. Talga undertakes updates of its analysis periodically and to account for changes to our operating landscape and asset level risk and opportunity assessments.

Talga's materiality assessment undertaken in 2022 plots significant economic, environmental, and social risks and provides a holistic view of the relative significance of our impacts and associated risks and opportunities in line with the Global Reporting Initiative (GRI) framework.

Talga intends to undertake an updated materiality assessment with a focus on risk profile and operational portfolio, and external factors such as our regulatory environment, customer, supplier and partner interests, local community and other stakeholder interests, the views of ratings agencies and the standards set by emerging sustainability reporting initiatives.



Goals and objectives

Our broad ESG targets and objectives are informed by our materiality assessment and ensure our business strategy operationalises and embeds management of these material issues throughout our business.

We remain focused on continual improvement, exploring opportunities and finding tangible solutions to help us achieve our goals in 2026.

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	Objective	Opportunity	Broad target	Our progress
Environment	**Minimise environmental impact and pollution of operations.**	Implementation of Environmental Management Systems.	Continue to develop systems to the requirements of ISO 14001 and ISO 9001:2015 as the operations scale.	ISO 14001 and ISO 9001:2015 achieved for pilot production and R&D facilities in Germany, the UK and Sweden.
	Minimise GHG/CO_2 emissions.	Use of low-emission sources of energy.	Continue to use renewable energy in EVA Plant.	Achieved and ongoing.
			Undertake company-wide greenhouse gas emission inventory.	Ongoing.
	Undertake climate action including physical risk assessments.	Voluntary IFRS S2 reporting.	Implement a plan to meet IFRS S2 (climate related disclosures).	Underway and updated.
	Explore innovation and circular economy opportunities.	Partnership opportunities.	Continue R&D and partnership building.	Ongoing with collaboration agreements entered for development of recycled graphite anode products.
			Map resource flows within our production processes to identify circular economy opportunities.	Underway.
	Develop Life Cycle Assessment of products.	Life Cycle Assessments and R&D.	Continue to explore R&D opportunities, undertake new product Life Cycle Assessments and update existing assessments at appropriate times.	Achieved and ongoing.
	Achieve nature positive outcomes.	Develop nature positive outcomes for Vittangi Anode Project.	Work with the Swedish biodiversity accounting methodology (CLIMB) to achieve 15% net-positive compensation.	Underway, land secured for biodiversity compensation at Luleå with land being identified in Vittangi.
People and Communities	**Support sustainable community development.**	Create positive health and wellbeing, educational and employment outcomes.	Continue to build relationships and develop partnerships with local stakeholders.	Ongoing.
			Sponsor community development opportunities with our host communities.	Ongoing.
			Demonstrate alignment with ISO 26000 (Social Responsibility).	Underway.
	Show leadership in mining and supply chain human rights.	Positively influence entire value chain.	Demonstrate best practice environmental and social management and assess value chain for partnership opportunities.	Ongoing.
			Development of a holistic supply chain and governance strategy.	Underway.
	Zero harm to people.	Deliver industry-leading health and safety performance and public health and safety protection.	Make zero harm a priority and part of our culture. Implement best practice health and safety management, and community and worker health and well-being programs.	Ongoing.
Long-term value	**Ensure safe and sustainable site operations.**	Deliver industry-leading sustainability performance.	Implement Safety Management Standard and Framework and staff training.	Ongoing.
			Continue to develop systems to the requirements of ISO 45001 certification (health and safety management system) as the operations scale.	ISO 45001 achieved for pilot production and R&D facilities in Germany, the UK and Sweden.
	Contribute to local employment and workforce upskilling.	Maximise community employment and upskilling opportunities.	Continue to investigate the development of community training and development programs.	Achieved and ongoing.
	Be a market leader in battery anode industry.	Positively influence entire value chain.	Supply battery industry with locally sourced, low greenhouse gas emission battery anode material.	Ongoing.

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Carbon emissions

Decarbonisation is at the centre of our business strategy, driving our business model and the industries we market our products to. Our anode materials can play a crucial role in the global green transition and support the EU's and Sweden's emission reduction targets.

Our Environmental Policy outlines our commitment to identify and assess greenhouse gas emission reduction opportunities that support the goal of the Paris Agreement.

To quantify the impact of our operations and products, we conduct Life Cycle Assessments in line with global best practice and account for scope 1 to 3 emissions. A Life Cycle Assessment (LCA) last updated in 2023, based on industry data and modelled inputs for our flagship natural graphite anode product, Talnode®-C, demonstrated a 92% reduction in greenhouse gas emissions compared with existing synthetic anode material imported into Europe.[1]

The industry leading LCA for Talnode®-C is achieved through Talga's use of 100% renewable electricity, high-grade natural graphite and proprietary anode production technology.

We are designing systems for data collection which will be used during commercial production of Talnode®-C and plan to complete LCAs for new products as they are introduced and commercialised.

At our Battery Centre of Excellence in the UK and our pilot and demonstration facilities in Germany and Sweden our team is committed to making sustainability improvements in developing next generation battery materials and implementing continuous improvements in our production technology and processes.

1 See: ASX:TLG 9 August 2023.



Circularity

Talga strives to reduce waste and commit to recovery and recycling where feasible as outlined in our Environmental Policy.

Recycling of battery materials

As energy storage demand surges, recycling becomes crucial to secure the battery materials needed for the energy transition. Recycling of other battery materials is growing fast but the recycling of graphite anode back into a form suitable for re-use in batteries has been hindered by significant commercial challenges.

Constituting ~50% of the active material volume in lithium-ion batteries, the recycling of graphite anode can strengthen supply chain resilience, reduce environmental impact by avoiding energy-intensive and fossil fuel-dependent synthetic graphite production, and limit the growing volumes of graphite waste from battery recycling.

Graphite anode recycling also supports the EU's sustainability goals and policies, including the Critical Raw Materials Act, which sets a 2030 benchmark to source 25% of the EU's strategic raw materials from recycled sources. Additionally, the EU's Battery Regulation sets a target of at least 70% overall lithium-ion battery recycling efficiency by the end of the decade.

Closing the loop on graphite anode material

Utilising an adaptation of our proven mine-to-anode technology, we can capitalise on the fast-growing graphite waste volumes from end-of-life batteries and production scrap by transforming the recycled graphite anode into high-quality anode material.

Talga recently introduced Talnode®-R, a proprietary graphite anode product made from recycled lithium-ion battery waste to complement Talga's high-power natural graphite anode production. Talnode®-R repurposes waste from two recycling streams; anode production scrap from gigafactory waste and spent anodes from end-of-life batteries, to convert into graphite anode suitable for re-use in batteries.

By integrating recycled graphite into our advanced anode production processes, we can broaden Talga's battery materials portfolio, accelerate the scalability of our anode operations and reinforce our market leadership in sustainability and innovation.

Reducing waste

We envision a circular operation where our waste is innovated into value.

Focusing on solid and liquid waste we are investigating suitable research and development programs to use our operational waste streams with the aim of eventually creating and enabling new products. Key areas of focus include mine tailings and residue generated from effluent treatment.

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Achieving positive biodiversity outcomes

We acknowledge that our activities have the potential to impact biodiversity, and we take proactive measures across our operations to avoid, lessen or offset any impacts.

The objective of our Environmental Policy is to minimise any adverse environmental impacts and capitalise on commercial opportunities to have positive impacts on the environment as a result of our business activities.

To achieve this objective, we commit to having a 15% net positive impact on local biodiversity, to contribute to the conservation of biodiversity and integrated approaches to land-use planning and to invest in innovative solutions for achieving sustainable land use in harmony with nature.

As a member of Svemin and the Swedish mining and minerals industry, we have adopted the goal of contributing to a biodiversity net gain by 2030 under the Mining with Nature Roadmap. We submit a yearly report as part of our commitment to this goal and during the reporting period all members of the executive team and the environmental team completed the biodiversity education provided under the Mining with Nature initiative. Talga aims for all staff across the Group to complete the education before the end of 2025.

Project design

Our operations and projects – from our mining activities to our downstream anode production – are designed to minimise any impact on biodiversity. These design choices reduce the possibility of impact by adopting the mitigation hierarchy, a step-by-step process that involves avoiding, minimising, restoring and compensating for the impact on biodiversity.

The Nunasvaara South mine site layout was designed to avoid impacts on high value biodiversity areas, which will be protected during and after our mining operations.

Rehabilitation

We are proud to be a participant in the Vinnova-funded Waste2Place project, aiming to create long-term stable landforms to help to deliver land previously used for mining back to nature and people, and a partner in re:moss, a research project financed by Vinnova and mining industry actors to employ moss to accelerate the restoration of natural ecosystems following impacts from mining.

We view the Waste2Place project as an important part of our closure planning and future post-mining outcomes, and the aim is for the re:moss project to support new rehabilitation options that promote more sustainable mining practices.

We continue to monitor and follow up our rehabilitation program for the 2022/2023 Niska Trial Mine where moss was sprayed as part of the re:moss project in 2024 and where follow-up inventories were completed during the reporting period. Mosses form a protective layer on a substrate that prevents erosion, do not compete with other vegetation and create a natural foundation for other plants to build upon.

Follow-ups include identifying the type of vegetation that is growing and assessing substrate selection criteria as well as application options to inform future plans for best project rehabilitation outcomes.

Biodiversity compensation measures

We are committed to identifying and implementing biodiversity compensation measures to result in an increase in biodiversity values. This will be calculated through CLIMB; a methodology to evaluate biodiversity in a transparent and comparable way.

An implementation plan for the ecological compensation for the impact from the Luleå Anode Refinery has been finalised in consultation with Luleå Municipality and the Norrbotten County Administrative Board. A suitable area for compensation has been identified and inventoried. During the reporting period the ecological compensation plan was approved by Norrbotten County Administrative Board ready to be implemented starting in 2026.

Talga has actively been looking for suitable areas for ecological compensation near the Nunasvaara South mine with one area secured during the reporting period and inventories on additional potential sites completed. Over 2025/2026 an implementation plan for the ecological compensation for the impact from the Nunasvaara South mine will be finalised and submitted to the Norrbotten County Administrative Board for approval.



Protecting water resources

Responsible stewardship of the water resources within our operations is a key aspect of Talga's approach to sustainability and we are committed to recycle and reuse water, investigate and minimise risks to water and treat excess water prior to discharge to achieve our operating permit conditions and the objectives outlined in our Environmental Policy.

Our Nunasvaara South mine and Luleå Anode Refinery have been carefully designed to minimise any potential impact on local water resources.

Water management and monitoring

Water management at the Nunasvaara South mining operation is designed to ensure that all potentially contaminated water within the site is collected, treated and stored for use as process water which is then recirculated to the extent possible. When water cannot be recirculated or there is overflow, it is treated and discharged as purified wastewater which conforms with all regulatory requirements and is monitored regularly.

All Nunasvaara South mining activities lie within a catchment area that drains towards Hosiojärvi Lake, which drains via the Eastern creek to Torne River. Sampling has been carried out four times a year, both upstream and downstream, in the Torne River since 2018. The recipient assessment shows that the mining activities will not cause any impact on the water quality in the Torne River.

Following our trial mining operation at Nunasvaara South in 2015/2016 and at Niska in 2022/2023, Talga has conducted ongoing groundwater monitoring. Data is collected regularly across more than 20 sample points located throughout the Vittangi Graphite Project.

The Luleå Anode Refinery emits clean treated process wastewater which is purified and conforms with all regulatory requirements. Purification removes more than 99.8 percent of the metal content in the water before being discharged together with cooling water to the Bothnian Bay. The recipient assessment shows that the emissions to water will have an insignificant impact on the recipient with the set permit conditions. Recipient sampling is performed monthly since 2023.

Groundwater is also sampled quarterly at the Luleå Anode Refinery site. This work provides valuable data on how the groundwater levels and surface water quality changes over the seasons. This baseline data is used to mitigate any potential impacts.

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Social

Our Social Performance Policy outlines our objective to positively contribute to the social and economic development of our host countries and communities, develop and promote respectful and productive relationships with stakeholders, and capitalise on commercial opportunities to benefit people as a result of our business activities.

To achieve this objective, we commit to meaningful engagement with our host communities, work proactively with stakeholders to identify and avoid or minimise social risks and impacts associated with our activities, and provide our stakeholders with access to effective mechanisms for resolving grievances.

Talga is in the process of developing an Environmental and Social Management System (ESMS) with multiple policies, plans and procedures in place including our Code of conduct, Risk Management Policy, Environmental policy, Social Performance Policy, Equal treatment policy, Diversity policy, Recruitment policy, Anti-bribery and Corruption Policy and Whistle blower policy.

As part of the overall progressing ESMS Talga has an operational Stakeholder Engagement Plan (SEP) in place that we are committed to align with EU principals for sustainable raw materials, the Equator Principles, European Investment Bank (EIB) Environmental and Social Standards (2022), International Finance Corporation (IFC) Performance Standards, ISO 14001:2015 and ISO 26000 (2010), in addition to Swedish national requirements.

To effectively address any potential community concerns, we have established a Grievance Mechanism to provide a structured way for stakeholders to voice positive and negative feedback or complaints, and for Talga to resolve issues in a timely and effective manner. The Grievance Mechanism is accessible through our website and offers various contact points and reasonable timeframes for issue resolution to ensure that all community voices are heard and considered.

All stakeholder engagement including grievances are documented in Talga's Stakeholder Engagement Management System.

Social Impact Assessment and Human Rights Impact Assessment

Talga is progressing a Social Impact Assessment (SIA) including the development of a Human Rights Impact Assessment (HRIA) for the Nunasvaara South mine and the Luleå Anode Refinery.

The SIA will ensure that all potential social impacts are identified, mitigated, managed and can be addressed. Human rights of concern which could be impacted in a material way will be investigated further in the HRIA.



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Stakeholder engagement

Talga maintains ongoing engagement within the communities in which we operate to provide information about the project and its potential impacts to stakeholders, seek feedback from stakeholders on issues, concerns and suggestions, and fulfil the stakeholder engagement requirements of applicable legislation and standards.

This ongoing engagement supports the long-term viability of our projects by establishing and maintaining good relations with stakeholders and using feedback to inform our decision-making processes.

We communicate openly, transparently and consistently with stakeholders, and use different approaches to engagement based on the needs of the stakeholder and the objective of the engagement.

Local engagement in northern Sweden

7 newsletters communicating regular news & updates

2 years sponsoring Kultura Kiruna

2 open houses in Vittangi

4 years at Kiruna Fair

2 years at Kiruna Snow Festival

2 years at Hertsödagen

During the period Talga partnered with Luleå University of Technology to complete two programs; the assessment of a digital platform designed to provide a forum for citizen dialogue and a Vinnova funded pre-study regarding international standards and social sustainability.

Earlier in the year Talga initiated a collaboration meeting to discuss solutions and challenges for accommodation to support its Nunasvaara South mining operation. The meeting included local companies, municipal officers, police, healthcare providers and providers of contractor accommodation solutions.

Talga is a member of Kiruna Växer, a local network with the ambition to create a strong and vibrant Kiruna with greater capacity to attract labour and competence. Through our sponsorship strategy we continue to support local organisations including the Vittangi Sports Club, Kiruna Budo Club and Hertsö Ridklubb. As we transition from development phase to commercial operations, Talga has commenced planning for a future community investment plan.



Indigenous Peoples

We recognise the individual and collective rights and interests of Indigenous Peoples[2] consistent with the United Nations (UN) Declaration on the Rights of Indigenous Peoples. We recognise that Indigenous Peoples have connections to, and identify with, lands and waters and that these connections are tied to their physical, spiritual, cultural and economic well-being.

This is further detailed in our Indigenous Peoples Recognition Statement which is viewable at talgagroup.com.

We are seeking to lay the foundations, through dialogue, with identified Indigenous stakeholders to enter negotiations and agreement-making.

Indigenous Peoples Plan

We have committed to the creation of an Indigenous Peoples Plan (IPP), which will be further investigated and confirmed during the next Social Impact Assessment (SIA) phase. The development of the IPP is expected to commence late 2025 and will involve seven phases:

- Understanding and benchmarking;
- Local needs assessment involving;
- Primary data gathering;
- Participation and engagement;
- IPP development;
- Implementation and monitoring;
- Collaboration and partnerships; and
- Review and adaptation.

We continue to seek dialogue and build relations with Indigenous Peoples affected by the Vittangi Anode Project. Near Vittangi, these include Talma Sameby, Gabna Sameby and Tornedalians. Our engagement has covered various project development activities over 14 years such as reindeer herding assessments, workplans for exploration drilling and geophysics, permits for trial mining activities, and permits and agreements for resource development activities.

The Luleå Anode Refinery is situated on Gällivare Sameby reindeer herding land, with potential impacts on their lands and their form of reindeer herding. We continue to undertake dialogue and build relations with Gällivare Sameby. During the period two meetings were held with Gällivare Sameby with the purpose of finding suitable collaboration areas following the Luleå Anode Refinery permit entering force.

Our community team is responsible for developing and maintaining strong relationships with local Indigenous groups and affiliated community organisations. The team provides advice and support on matters relating to community consultation and Indigenous affairs, builds organisational capacity to foster increased cultural competency and awareness, evaluates opportunities to ensure that Indigenous engagement programs provide a recognition of community expectations and monitors and evaluates our progress.

2 Indigenous Peoples is recognised by Talga in accordance with Performance standard 7 Indigenous Peoples (IFC 2012) as a distinct social and cultural group possessing the following characteristics in varying degrees: Self-identification as members of a distinct indigenous cultural group and recognition of this identity by others; Collective attachment to geographically distinct habitats or ancestral territories in the project area and to the natural resources in these habitats and territories; Customary cultural, economic, social, or political institutions that are separate from those of the mainstream society or culture; or A distinct language or dialect, often different from the official language or languages of the country or region in which they reside.

Our team

We aim to attract, nurture and retain high-quality team members who are dedicated to helping us with our mission of enabling the world's most sustainable batteries and consumer products.

Through our workplace policy, we are committed to providing a working environment where employees can thrive, grow and feel valued. We foster a culture built on coaching, continuous development and mutual respect – a workplace free from harassment, where everyone is treated fairly and equitably.

We are a signatory to a declaration of intent for equal industry in northern Sweden. This declaration promotes sustainable and equal social development for both women and men. We value diversity and inclusion, recognising how a varied talent pool enhances performance and makes our goals more achievable.

Our leadership programme plays a key role in developing strong, inclusive leadership across the organisation. We support well-being and team spirit by arranging health-focused competitions that encourage physical activity and collaboration.

To ensure our efforts make a meaningful difference, we regularly assess the impact of these initiatives and the overall workplace atmosphere through our annual employee survey.

Our commitment is clear: to create and maintain a sustainable work environment where no one experiences ill health or injury as a result of their work.

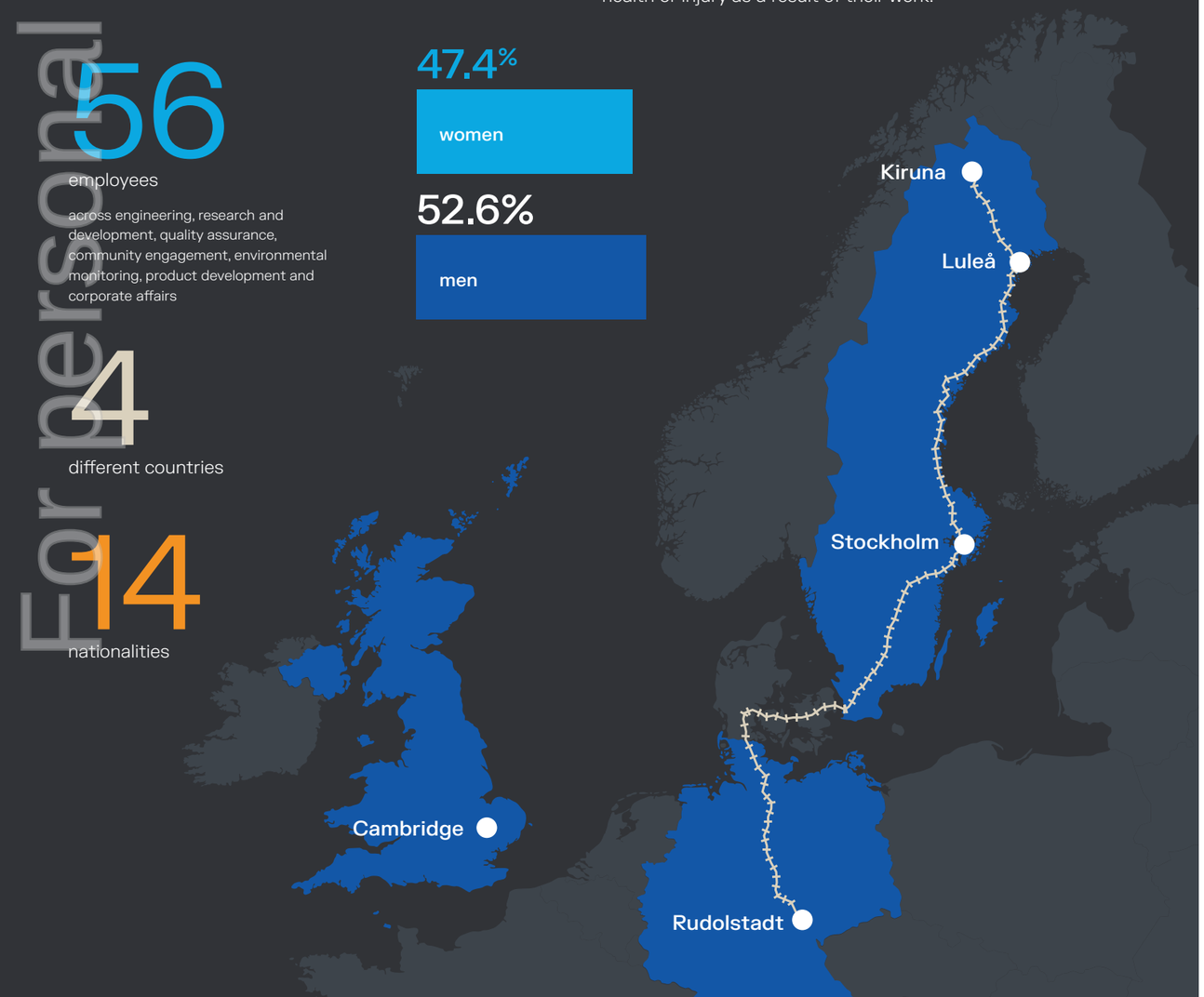
56
employees
across engineering, research and development, quality assurance, community engagement, environmental monitoring, product development and corporate affairs

47.4%
women

52.6%
men

4
different countries

14
nationalities



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Competence development
Together with REEDEAM, we offer our employees competence development through education in climate-neutral production, electrification, digitalisation and automation.

Luleå University of Technology, Mälardalen University and Örebro University co-produce education together with industry through the REEDEAM project – an initiative aimed at meeting the industry's need for strategic competence in the green transition. Through REEDEAM, we offer competence development in climate-neutral production, electrification, digitalisation and automation, with a particular focus on the raw-material-based value chain.

The project builds on the universities' scientific strengths in production, digitalisation and automation, electrification, as well as the interaction between people, technology, organisations and society. Together, we create a coherent and demand-driven competence offering for professionals, researchers and companies – tailored to the real needs of industry in the green transition.

The initiative is well aligned with each university's strategic focus areas:

Luleå University of Technology: Natural resources for sustainable societal transformation and Sustainable material use in a connected and circular economy.

Mälardalen University: Future Energy and Dependable Smart Systems.

Örebro University: Strategic initiatives in AI, Robotics, and Mining.

Health and Safety
Health and safety is a foundational principle embedded across our operations. We promote a healthy work-life balance and implement well-being benefits, as well as maintain agreements with occupational health care providers to safeguard our employees' welfare.

We maintain a management system certified ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018 for our pilot production and R&D facilities in Germany, the UK and Sweden. ISO 45001 specifies requirements for an occupational health and safety management system and provides a framework for organisations to manage risks and improve performance. We are continuing to develop this management system to provide functional support in our current and future operations.

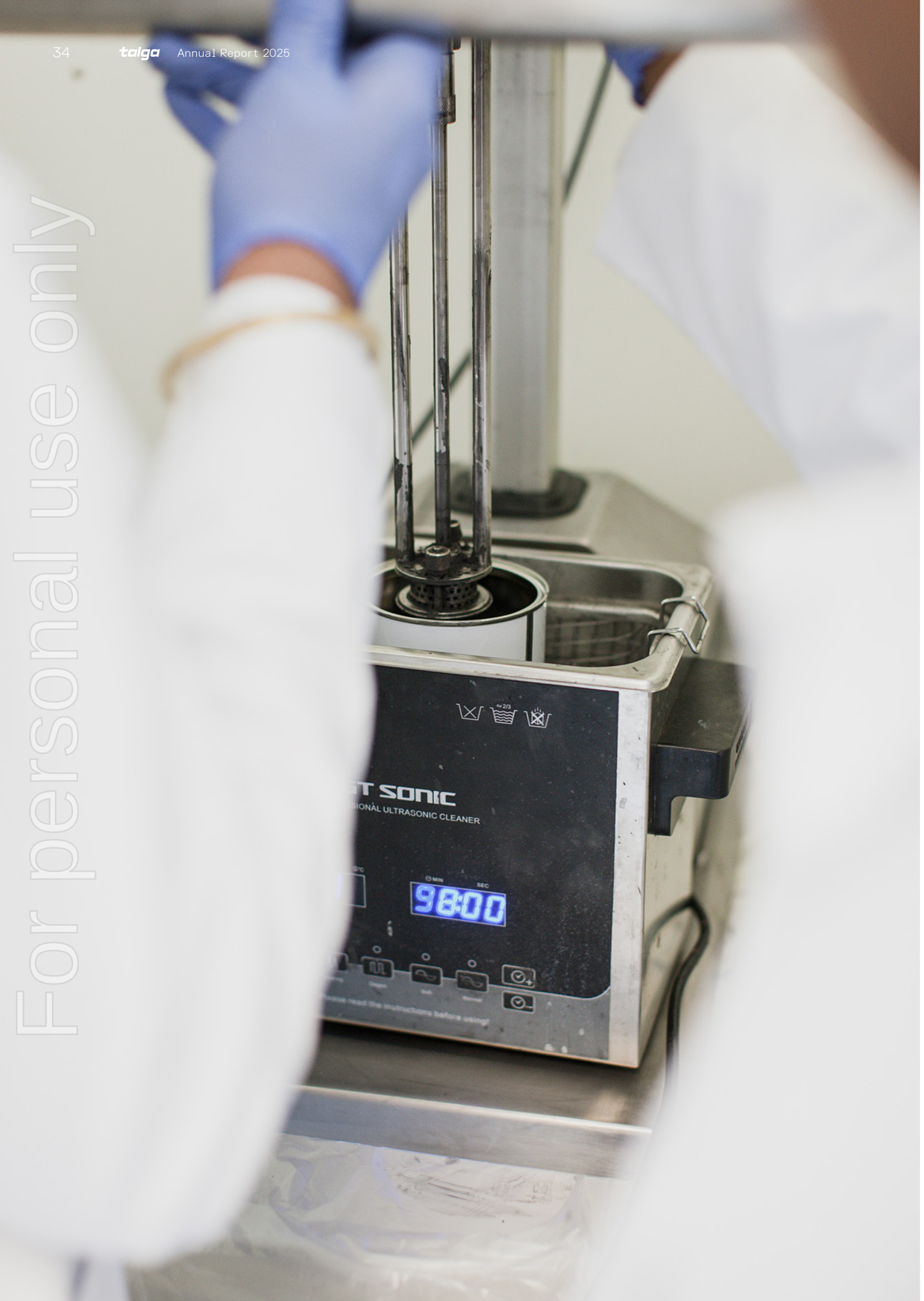
Basic health and safety training is conducted for managers to create a common platform and develop Talga's health and safety culture. This culture is benchmarked against practical experience from equivalent production facilities.

We are aligned with and exceed the International Labour Organisation's Fundamental Conventions. These conventions address issues of forced labour, freedom of associations, equal remuneration, discrimination, child labour and occupational safety and health.

Vocational training
Talga is committed to fostering talent and innovation within the minerals and battery industries and supporting the region's transition to a sustainable energy future.

We are proud to support the post-secondary industry education initiative aiming to upskill the workforce for the battery value chain at Campus Härnösand and the higher vocational training with KYH (higher vocational education provider) in Gällivare for Process Technicians.

Talga is part of the educational management team for the higher vocational training for process operators and laboratory technicians at an Industry campus in Luleå and we are an industry member of BASE, a Swedish national Centre of Excellence for battery research, encompassing post graduate student training, industry lead research programs and regular seminars and workshops to provide students with industry expertise.



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Corporate governance statement

The overall goals of the corporate governance process are to:

- support realisation of shareholders value;
- assure a prudential and ethical base to the Company's conduct and activities; and
- ensure compliance with the Company's legal and regulatory obligations.

The Board of Talga is committed to implementing the highest standards of corporate governance in conducting its business. The Board has established a corporate governance framework including corporate governance policies, procedures and charters with reference to the fourth edition of the ASX Corporate Governance Council's Principles and Recommendations ("ASX Principles"). Further information on Talga's corporate governance policies, procedures and charters are available on Talga's website, talgagroup.com.

Talga has followed the ASX Principles where the Board has considered the recommendation to be an appropriate benchmark for its corporate governance practices. In compliance with the "if not, why not" reporting regime, where, after due consideration, Talga's corporate governance practices do not follow an ASX Principles recommendation, the Company has explained its reasons for not following the recommendation and disclosed what, if any, alternative practices Talga has adopted. This corporate governance statement sets out the Company's corporate governance policies and practices and is current as at 15 October 2025 as approved by the Talga Board.

The eight ASX Principles and Talga's position in respect of each of them, are detailed in this statement.

Governance Statement

Principle 1: **Lay solid foundations for management and oversight**

Roles and responsibilities

The Board has adopted a Board Charter (disclosed on the Company's website) that sets out the roles and responsibilities of the Board and those functions delegated to senior executives.

The Board is collectively responsible for promoting the success of the Company through its key functions of setting strategic direction, overseeing management of the Company, providing overall corporate governance, monitoring financial performance, engaging appropriate management and directors commensurate with the desired structure and objectives of the Company, and reviewing, ratifying and monitoring systems of risk management and internal control, codes of conduct, policy and legal compliance.

The Managing Director, Chief Executive Officer and Chief Financial Officer, supported by other members of the senior management team, are responsible for managing the day to day activities of the Company and advancing the strategic direction of the Company as set by the Board.

Appointment, induction and training

When a vacancy exists on the Board, for whatever reason, or where it is considered that the Board would benefit from the services of a new director, the Board will determine the selection criteria for the position based on factors deemed necessary for the Board to best carry out its responsibilities. Nomination factors include, but are not limited to, competencies and qualifications, independence, diversity, other directorships, time availability, contribution to the overall balance of the composition of the Board and depth of understanding of the role and legal obligations of a director.

Two directors retired and one new director, Eva Nordmark, has been appointed since the last Annual Report. All new director appointments are subject to appropriate checks including criminal record and bankruptcy history, prior to the appointment. Information about a candidate standing for election or re-election as a director is provided to shareholders via the Notice of Meeting and where relevant, the information contained in the Annual Report.

Upon appointment, each director receives a written agreement which sets out the terms of their appointment, along with a deed of indemnity, insurance and access and also an induction pack containing information on the Company's vision, values, strategy, governance and risk management frameworks. The Company has a written agreement in place with each director and senior executive.

Directors are provided with the opportunity to participate in professional development to develop and maintain the skills and knowledge needed to perform their role as directors effectively.

For further information on the above, please see Talga's "Procedures for Selection and Appointment of Directors" policy which can be viewed on the Company's website.

Company Secretary

The Company Secretary plays an important role in supporting the effectiveness of the Board. The Company Secretary is accountable to the Board through the Chair on all matters regarding the proper function of the Board. This includes assisting the Board on governance matters, monitoring compliance with policies and procedures, co-ordinating board meetings and acting as the interface between the Board and senior executives. Details regarding the Company Secretary, including their experience and qualifications are set out in the Directors' Report section of the 2025 Annual Report.

Performance evaluation practices

The Company has a Performance Evaluation Practices Policy (as disclosed on the Company's website) with processes established to review the Board's performance and the performance of individual directors (including the Managing Director) and senior executives. The method and scope of the performance evaluation is set by the Board and may include a Board self-assessment checklist/questionnaire to be completed by each director as well as the use of external specialist consultants.

The Chair is responsible for conducting the performance appraisals of the non-executive directors in conjunction with each non-executive director. The Board will review the performance of the Managing Director. A review of the performance of the Managing Director was conducted during the period.

The Chair and the Board regularly discussed the performance and composition of the Board during the financial year, considering issues or concerns as they arose. This ongoing process has remained in-house and informal throughout the year, relying on regular discussion.

The Board together with the Remuneration Committee is responsible for evaluating the performance of the Company's senior executives. This is performed annually, meeting formally with each senior executive and ongoing informal monitoring throughout each financial year. Formal evaluation appraisals of senior executives were conducted during the financial year in accordance with this policy.

Diversity policy

The Company has adopted a Diversity Policy (as disclosed on the Company website) embracing a corporate culture supporting equal opportunity free from discrimination related to gender, ethnicity, cultural background, age, or other personal factors and includes requirements for the Board to develop measurable objectives for achieving diversity and annually assess both the objectives and the progress in achieving those objectives as positions become available.

The Company is committed to diversity and recognises the benefits arising from a diverse mix of skills and talent amongst its directors, officers and employees to enhance Company performance and achieve the Company's goals

Whilst the Company does not currently comply with ASX recommendation 1.5 (c) to establish measurable targets for achieving gender diversity at a Board level, a Nomination Committee was tasked with the process for the appointment of a new female board member. The process for selection, recruitment and appointment has commenced in line with Talga's Nomination Charter. Whilst the appointment of Eva Nordmark as a director (as noted above), represents 25% female composition of the board, the Company will endeavour to progress measurable objectives in its commitment to gender diversity and towards achieving a board composition of no less than 30% of its directors of each gender.

Gender diversity is achieved across the Group. The proportion of female and male employees across the whole organisation as at 30 June 2025 was 49% and 51% respectively. Currently the Board comprises four members, three are male and one is female. A senior executive office holding below the Board level, includes the Chief Executive Officer and Company Secretary.

The Company is not a "relevant employer" under the Workplace Gender Equality Act.

Principle 2: **Structure the Board to be effective and add value**

Nomination committee

In accordance with recommendation 2.1 of the ASX Corporate Governance Principles and Recommendations, the Company established a separate Nomination Committee to address the skill-set of current Board members and the future need to expand that skill-set and diversity by way of appointment of new directors.

The Board has adopted a Nomination Committee Charter (as disclosed on the Company website) which describes the role, functions, responsibilities and processes of the full Board in its capacity as the Nomination Committee. Items that are usually required to be discussed by a Nomination Committee are marked as separate agenda items at Board meetings when required.

Board skills and experience

The Company's objective is to have a Board with the appropriate mix of skills, expertise and experience to effectively discharge the duties of the Board. The Board collectively has a combination of skills and experience as set out in the table below. A profile of each director setting out their skills, experience, expertise, is set out in the Directors' Report section of the 2025 Annual Report.

Expertise	Mineral Exploration
	Commercial and Legal
	Finance/Accounting
	Governance and Compliance
	Strategy and Risk Management
	Capital Markets
	Project Development
Industry	Mineral Resources
	Capital Markets
	Renewable Energy
	Materials
	Automotive
	Aerospace
	Maritime
	Defence
Qualifications	Business and Accounting
	Operations Management
	Political Science
	Corporate Governance

The Board reviews its composition on a regular basis to consider where it is appropriate and relevant to further strengthen the Board through its development strategy.

Board independence

The Board considers the independence of directors having regard to the relationships listed in Box 2.3 of the ASX Corporate Governance Principles and Recommendations and the Company's materiality thresholds, namely whether a director:

- is, or has been, employed in an executive capacity by the Company or any of its subsidiaries and there has not been a period of at least three years between ceasing such employment and serving on the Board;
- is, or has been within the last three years, in a material business relationship (e.g. as a supplier, professional adviser, consultant or customer) with the Company or any of its subsidiaries, or an officer of, or otherwise associated with, someone with such a relationship;
- is, represents, or is or has been within the last three years an officer or employee of, or professional adviser to, a substantial shareholder;
- has close personal ties with any person who falls within any of the categories described above;
- receives performance-based remuneration (including options or performance rights) from, or participates in an employee incentive share scheme of, the entity; or
- has been a director of the Company for such a period that his or her independence may have been compromised.

In each case, independence is a matter of judgement for the Board as a whole and the materiality of the interest, position or relationship needs to be assessed by the board to determine whether it might interfere, or might reasonably be seen to interfere, with the director's capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the entity as a whole rather than in the interests of an individual security holder or other party.

Materiality is considered from both a quantitative and qualitative perspective. An item is presumed to be quantitatively immaterial if it is equal to or less than 5% of an appropriate base amount. Qualitative factors considered include the nature of the relationship or contractual arrangement and factors that could materially interfere with the independent exercise of the director's judgement.

Non-Executive directors do not currently hold any share options nor performance rights (see the Directors' Report, Option, Right and Shareholdings of Directors and Officers section and Note 17 to the financial statements).

Consequently, and in accordance with the definition of independence above and the materiality thresholds, the independent directors of the Company are Grant Mooney (Non-Executive Director since 20 February 2014), Terry Stinson (Non-Executive Chair since 8 February 2017) and Eva Nordmark (Non-Executive Director since 1 August 2025).

The Board recognises the ASX recommendations that the majority of the Board should be comprised of independent directors (Recommendation 2.4) and the Chair of the Board should be an independent director (Recommendation 2.5). The Company complies with these recommendations.

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Principle 3: **Instil a culture of acting lawfully, ethically and responsibly**

Code of conduct

The Company has adopted a Code of Conduct Policy (as disclosed on the Company website) as to the practices necessary to maintain confidence in the Company's integrity and objectivity, striving at all times to enhance the reputation and performance of the Company. The Code provides a framework covering the Board, officers and all employees including the responsibility and accountability of individuals for reporting reports of unethical behaviour and conflicts of interest.

The Company has also adopted a Whistleblower Policy to deal with issues of actual or suspected unethical, unlawful or undesirable conduct and includes mechanisms whereby employees and others can report their concerns freely and without fear of reprisal or intimidation. In addition the Company has adopted an Anti-bribery and Corruption Policy.

Sustainability

The Company has developed a Sustainability and People Report which sets out our values and aspirations focusing on three key areas: environment; people and communities; and long-term value. These areas cover responsible value chains (using ethically and environmentally responsible suppliers), governance (conducting business ethically and to a high standard), environmental stewardship (minimising and mitigating our impact on water, land, air quality and biodiversity), social responsibility (respecting the cultures, customs and values of the societies in which we operate whilst working collaboratively with our stakeholders to deliver positive outcomes) and our team (provide a safe, inclusive, supportive and diverse workplace). The full Sustainability and People Report is included as part of the 2025 Annual Report.

Conflict of interest

Directors must keep the Board advised, on an ongoing basis, of any interest that could potentially conflict with those of the Company. Where the Board believes that a significant conflict exists for a director on a Board matter, the director concerned does not receive the relevant Board papers and is not present at the meeting whilst the item is considered. In addition, where relevant, the Board has adopted a Board protocol for dealing with confidential information. Details of director related transactions with the Company are set out in Note 17 of the 2025 Annual Report financial statements.

Principle 4: **Safeguard integrity of corporate reporting**

Audit and risk committee

The Board has a separate Audit and Risk Committee and has an Audit and Risk Committee Charter (as disclosed on the Company website) which describes the role and responsibilities of the Audit Committee.

The Committee comprises three Non-Executive Directors: Stephen Lowe, Terry Stinson and Grant Mooney, and their qualifications and experience together with meetings attended during the year are contained in the Directors' Report section of the 2025 Annual Report.

The Company's Audit and Risk Committee Charter includes the process for (re)appointing, removal and rotation of an external auditor. The Board was responsible for the initial appointment of the external auditor and the Audit Committee for any subsequent appointment

of a new external auditor when any vacancy arises. An external auditor must be able to demonstrate complete independence from the Company and an ability to maintain independence throughout the engagement period. Furthermore, the auditor must have arrangements in place for the rotation of the audit engagement partner in accordance with professional standards as current from time to time, including part 2M.4 Division 5 of the Corporations Act 2001 (Cth).

The Company's external auditor is invited to and attends the Annual General Meeting ("AGM") to answer questions from shareholders relevant to the audit.

CEO and CFO declaration

The Chief Executive Officer and Director of Finance (in his capacity of performing the CFO function), have provided a declaration to the Board in accordance with section 295A of the Corporations Act 2001 (Cth) that, in their opinion, the financial records have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the Company for the reporting period and that their opinion is formed on the basis of a sound system of risk management and internal control which is operating effectively.

Principle 5: **Make timely and balanced disclosure**

The Company has adopted a Continuous Disclosure Policy (as disclosed on the Company website). The policy:

- raises awareness of the Company's obligations under the continuous disclosure regime;
- establishes a process to ensure that information about the Company which may be market sensitive and which may require disclosure is brought to the attention of the person primarily responsible for ensuring that the Company complies with its continuous disclosure obligations in a timely manner and is kept confidential; and
- sets out the obligations of directors, officers, employees and contractors of the Company to ensure that the Company complies with its continuous disclosure obligations.

Principle 6: **Respect the rights of security holders**

The Company recognises the value of providing current and relevant information to its shareholders and the Board is committed to open and effective communication, ensuring all shareholders are informed of all significant developments concerning the Company. The Company has in place an effective Shareholder Communications and Investor Relations Policy (as disclosed on the Company website).

The Company's Shareholder Communications and Investor Relations program includes:

- actively engaging shareholders at the AGM, promoting two-way interaction, by encouraging shareholder interaction during the AGM, including encouraging questions;
- issuing regular Company updates;
- sending and receiving shareholder communications electronically both from the Company and via the Company's share registry;
- maintaining the Company's website, including posting all announcements, reports, notice of meetings and governance information;
- engaging in scheduled interactions with institutional investors and analysts;
- meeting with shareholders upon request;
- responding to direct queries from time to time; and
- ensuring continuous disclosure obligations are understood across the Company.

In addition, shareholders are encouraged to follow the Company by following our Twitter account @Talga_Ltd and by signing up to our email subscriber list.

The Company commits to all substantive resolutions at a meeting of security holders which are to be decided by a poll rather than by a show of hands.

Principle 7: **Recognise and manage risk**

While the Board's Charter clearly establishes that the Board is responsible for ensuring there is a good sound system for overseeing and managing risk, the Board has established a separate Audit and Risk Committee. The Company has adopted a Risk Management Policy (as disclosed on the Company website) which describes the role and responsibilities of the Risk Committee. The Committee assumes the responsibilities of ensuring that risks and opportunities are identified on a timely basis and the Company's objectives and activities are aligned with those risks and opportunities.

The Committee and Board's collective experience enables accurate identification of the principal risks which may affect the Company's business. Management of these risks will be discussed by the Committee and the Board at periodic (at least annually) strategic planning meetings. In addition, key operational risks and their management, are recurring items for deliberation at Board meetings.

The Committee comprises three Non-Executive Directors: Stephen Lowe, Terry Stinson and Grant Mooney, and their qualifications and experience together with meetings attended during the year are contained in the Directors' Report section of the 2025 Annual Report.

The Company has a number of mechanisms in place to ensure that management's objectives and activities are aligned with the risks identified by the Committee. These are discussed further under the internal audit section below.

The Board has received assurance from the Chief Financial Officer and Chief Executive Officer that the declarations made in accordance with section 295A of the Corporation Act 2001 are:

1. founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the board; and
2. the Company's risk management and internal compliance and control system is operating efficiently and effectively in all material respects.

Internal Audit

The Company does not have an internal audit function and as such does not comply with ASX recommendation 7.3 (a). The Board has determined that given the size of the Company, an internal audit function is not practical. The Board has adopted a Risk Management Policy and processes appropriate to the size of the Company to manage the Company's material business risks through the Audit and Risk Committee and senior management to ensure regular reporting to the Board on whether those risks are being managed effectively in accordance with the controls in place such as:

- regular reporting to the Board in respect of operations and the financial position of the Company;
- regular rolling cashflow forecasts budgets accompanied by variance analysis;
- circulating minutes of and relevant Committees to the Board and the Chair of each respective committee and provide a report to the Board on an annual basis;
- employing appropriately qualified employees;
- SWOT analysis;
- developing commercial partnerships and relationships with end users;
- aligning Company activities with world class an innovative industry bodies and service providers;

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- appropriate health, safety and environment practices; and
- a corporate governance manual which contains other policies to assist the Company to establish and maintain its governance practices.

Economic, Environmental and Social Risks

The Company's economic, environmental and social sustainability risks are discussed in the Directors' Report section of the 2025 Annual Report.

Principle 8: **Remunerate Fairly and Responsibly**

It is the Company's objective to provide maximum stakeholder benefit from the retention of a high quality Board by remunerating directors and employees fairly and appropriately.

Remuneration Committee

The Board has a separate Remuneration Committee in compliance with ASX Corporate Governance Principles and Recommendation 8.1. The Remuneration Committee is focused on providing independent reviews and recommendations to the main Board on remuneration packages and policies applicable to senior executives and directors themselves. The Remuneration Committee charter is disclosed on the Company website. Members and meetings of the Remuneration Committee are set out in the Directors' Report section of the 2025 Annual Report.

The remuneration details of non-executive directors and executive directors are also set out in the Remuneration Report that forms part of the Directors' Report section of the 2025 Annual Report.

Remuneration Policy

As disclosed in the Remuneration Charter, non-executive directors are remunerated at market rates for time, commitment and responsibilities. Remuneration for non-executive directors is not linked to individual performance. There are no termination or retirement benefits for non-executive directors.

Pay and rewards for executive directors and senior executives consists of base pay and benefits (such as superannuation) as well as short-term and long-term incentives. Executives are offered a competitive level of base pay at market rates and are reviewed annually to ensure market competitiveness.

Details of director and senior executive remuneration, including the Company's policy on remuneration, are contained in the Remuneration Report which forms a part of the Directors' Report section of the 2025 Annual Report.

Securities Trading Policy

The Company recognises that directors, officers and employees may hold securities in the Company and that most investors are encouraged by these holdings. The Company's Securities Trading Policy (as disclosed on the Company website) explains and reinforces the Corporations Act 2001 requirements relating to insider trading. The policy applies to all directors, employees of the Company and their associates and closely related parties (collectively "Restricted Persons"). The policy is compliant with the ASX Listing Rules and expressly prohibits Restricted Persons buying or selling TLG securities where the Restricted Person is in possession of price sensitive or 'inside' information and in any event without the prior written approval of a clearance officer. Under the policy, Restricted Persons are also prohibited from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements under any equity based remuneration scheme.

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Directors' report



Board of Directors

The directors below held office during the whole of the financial year and since the end of the financial year unless otherwise stated below.



Terry Stinson
Non-Executive Chair

Appointed 8 February 2017

Mr Stinson has over 35 years' Executive and Non-Executive Director experience, working for global innovation companies across a range of industry segments, along with a proven track record of forming and leading international business collaborations and joint ventures. Mr Stinson holds a Bachelor of Business Administration in Operations Management and is a Graduate of the Australian Institute of Company Directors.

Mr Stinson is the Non-Executive Chair of Engentus Pty Ltd (appointed May 2021). He is the former CEO and Managing Director of Orbital Corporation, VP for Global Fuel Systems at Siemens AG, CEO and Managing Director of Synerject, VP of Manufacturing Outboard Marine Corporation, Non-Executive Chair of Carnegie Clean Energy Limited (19 October 2018 to 5 February 2025) and Non-Executive Director of Aurora Labs Limited (27 February 2020 to 31 July 2025).



Mark Thompson
Managing Director

Appointed 21 July 2009

Mr Thompson has over 30 years' global experience in the geoscience, technology and mineral industries, and a strong background in public company leadership and capital markets. Mr Thompson is the founder of Talga and a Non-Executive Director of Accelerate Resources Ltd (appointed 29 April 2024). He previously founded and served on the Board of ASX-listed Catalyst Metals Ltd.

He is a Member of the Australian Institute of Geoscientists, the Society of Economic Geologists and the Society of Vertebrate Palaeontology.



Grant Mooney
Non-Executive Director

Appointed 20 February 2014

Mr Mooney has a background in corporate advisory with extensive experience in equity capital markets, corporate governance and M&A transactions along with a wealth of experience in resources and technology markets. He is a member of the Institute of Chartered Accountants in Australia and holds a Bachelor of Business.

Mr Mooney is the Non-Executive Chairman of Aurora Labs Limited (appointed 25 March 2020) and a Non-Executive Director of Carnegie Clean Energy Limited (appointed 19 February 2008), Accelerate Resources Limited (appointed 1 July 2017), Gibb River Diamonds Limited (appointed 14 October 2008) and CGN Resources Limited (Appointed 1 July 2023). He is a former Non-Executive Director of Riedel Resources Ltd (31 October 2018 to 8 April 2025) and SRJ Technologies Limited (2 June 2020 to 17 January 2023).



Eva Nordmark
Non-Executive Director

Appointed 1 September 2025

Ms Nordmark, who joined the Talga AB board in December 2023, previously served as the Swedish Minister for Employment and Gender Equality. Before assuming her role as a Minister in two consecutive cabinets, Ms Nordmark held the position of President of the Swedish Confederation of Professional Employees (TCO) and previously served as a Member of the Swedish parliament. Ms Nordmark has also served as Chair of LTU, Luleå University of Technology.



Stephen Lowe
Non-Executive Director

Appointed 17 December 2015

Resigned 30 June 2025

Mr Lowe has a background in business management with over 20 years' experience consulting to a range of corporate and high wealth clients. Mr Lowe was the Group Manager for the Creasy Group for 12 years before retiring in August 2019.

Mr Lowe is an experienced public company Director. He previously served as the Chair of Sirius Resources NL and a Non-Executive Director of Belararox Ltd, Coziron Resources Ltd and Windward Resources Ltd. Mr Lowe holds a Bachelor of Business (Accounting) and a Masters of Taxation from the UNSW.



Ola Rinnan
Non-Executive Director

Appointed 7 August 2017

Resigned 30 June 2025

Mr Rinnan has extensive commercialisation and leadership experience across the energy, banking and finance sectors and has held numerous board positions for European listed companies and financial institutions including Non-Executive Directorships in Smedvig group companies and DFCU Bank (representing the largest shareholder Norfund).

Formerly the Chairman of Avinor AS, CEO at Eidsiva Energi AS, CEO at Norgeskreditt AS and CFO for Moelven Industrier AS, Mr Rinnan is currently the Chairman of Nordavind DC Sites AS, Kilde AS, Espern AS, B1 Holding AS and Stange Eiendomsforvaltnig KS. Mr Rinnan holds a Bachelor in Economics and a Masters in Construction and Materials Technology.

Interests in shares	232,372	13,038,036	25,000	Nil	2,107,273 (i)	Nil (i)
Interests in options	34,255	1,661,006	8,333	Nil	263,410 (i)	Nil (i)

(i) As at date of resignation.

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Directors' and committee meetings

The number of meetings attended by each of the Directors of the Group during the financial year was:

Directors	Number Eligible to Attend	Number Attended
Directors' Meetings		
Terry Stinson	6	6
Mark Thompson	6	6
Grant Mooney	6	6
Stephen Lowe	6	5
Ola Rinnan	6	5
Remuneration Committee Meetings		
Terry Stinson	2	2
Grant Mooney	2	2
Stephen Lowe	2	2
Ola Rinnan	2	2
Nomination Committee Meetings		
Terry Stinson	1	1
Stephen Lowe	1	1
Ola Rinnan	1	1
Audit and Risk Committee Meetings		
Grant Mooney	2	2
Terry Stinson	2	2
Stephen Lowe	2	2

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Group Chief Executive Officer



Martin Phillips

Appointed February 2024

Mr Phillips is Talga Group's CEO and a Director on the Board of Talga's Swedish subsidiary Talga AB. He is based in Stockholm, Sweden. Martin is an experienced Project Manager, Commercial Manager and Company Director with more than 25 years of global metals and mining sector experience. Martin oversees the establishment of the company's vertically integrated, low-emission battery and advanced material production. Prior to his appointment as Group CEO, Martin was Talga's COO and CEO Europe for more than 7 years.

He holds a Bachelor of Chemical Engineering (Honours) and a Graduate Diploma in Applied Finance and Investment. He is a Member of the Australian Institute of Company Directors and the Australasian Institute of Mining and Metallurgy and he holds a Confederation of British Industry (C.B.I.) Engineering Award.

Company secretary



Dean Scarparolo

Appointed February 2015

Mr Scarparolo is a member of CPA Australia with a wealth of experience in company secretariat practices. He has previously developed and managed the finance and administrative departments of several ASX-listed companies within the resources sector.

Corporate structure

Talga Group Ltd is a company limited by shares incorporated and domiciled in Australia. Talga Group Ltd has a 100% interest in Talga Mining Pty Ltd, Talga Anode UK Limited and Talga Technologies Limited (both UK companies), and Talga Advanced Materials GmbH (a German company). Talga Mining Pty Ltd has a 100% interest in Talga AB, Talga Battery Metals AB, Talga Tech AB, Raita Graphite AB and Jalk Graphite AB (all Swedish companies).

Principal activities and significant changes in state of affairs

Talga is producing high-performance natural graphite battery anode materials and innovative technologies that will supply products essential to the lithium-ion battery industry and global electrification. The principal activities of the Group during the financial year were:

- Advancing the Vittangi Anode Project pre-execution milestones
- Supplying anode materials to potential customers for testing and qualification
- Commercial and intellectual property development of high-power graphite product Talnode® -C and high-energy silicon anode product, Talnode®-Si
- Development of sustainable battery materials including recycled graphite anode product, Talnode®-R
- Exploration and development of Talga's natural graphite and lithium mineral deposits in Sweden

During the year, significant changes in the state of affairs of the Group were as follows:

- Achieved granting of the Exploitation permit for the Nunasvaara South graphite mine following the dismissal of all appeals by the Swedish Government
- Secured Environment and Natura 2000 permit into force after the Swedish Supreme Court dismissed appeals against the Nunasvaara South mine
- Awarded a €70 million grant (subject to certain project milestone conditions) from the European Union Innovation Fund for the Luleå Anode Refinery, bolstered by the Swedish Agency for Economic and Regional Growth designating it as an EU Net-Zero Strategic Project
- Earned Strategic Project designation for Talga's natural graphite mine under the EU Critical Raw Materials Act
- Selected Worley as preferred contractor for Engineering, Procurement and Construction Management for the Vittangi Anode Project
- Succesfully delivered the Front-End Engineering Design (FEED) and Value Improvement Process, enhancing project efficiency
- Signed inaugural binding offtake agreement with fast charge innovator Nyobolt for supply of Talnode®-C
- Forged strategic MoU with Altilium to secure recycled graphite supply for Talnode®-R
- Completed two successful equity raisings through the issue of 73,684,674 shares to institutional, sophisticated and retail investors. The Placement and SPP in October 2024 and Placement in May 2025 raised a total of A$28.5m
- Advanced the partnership with leading lithium producer SQM to explore Talga's Aero lithium project
- Strategically relocated key financial roles to Sweden to optimise operations
- Streamlined the Talga Group Ltd board with the retirement of two long-term board members, positioning the Company for focussed growth

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Review of operations

Vittangi Anode Project

The Vittangi Anode Project primarily consists of the Nunasvaara South natural graphite mine near Vittangi in the northern Swedish province of Norrbotten along with the EVA Anode Plant in Luleå, also located in Norrbotten.

During the year, the Vittangi Anode Project achieved two key milestones which are vital in the next stages of execution and operations, marking significant progress toward full operational readiness.

The integrated mine-to-anode project successfully secured the exploitation and environmental permits, following the dismissal of all appeals.

This follows earlier granting of environmental and building permits for the Luleå Anode Refinery which completed its first phase of groundworks in 2023 and is now shovel ready.

Project Advancement

Worley was selected as the preferred EPCM contractor to advance the Vittangi Anode Project development, bringing expert capabilities to drive efficient execution.

Front-End Engineering Design was successfully completed, resulting in a reduced refinery building footprint and optimised energy use for greater sustainability and cost efficiency.

In June 2025, the Swedish Government appointed the County Administrative Board (CAB) of Norrbotten to prepare the proposal for the detailed plan (zoning) for the Nunasvaara South natural graphite mine.

This step followed the failure of the Kiruna Municipality to meet the deadline set by the Government. The CAB later indicated it will split the detailed plan in two to streamline and expedite the process before finalising and submitting it to the government for adoption, demonstrating proactive measures to accelerate project timelines.

Technology

During the period, Talga's dedicated Research and Development teams at its facilities in Cambridge, UK, Rudolstadt, Germany and Luleå, Sweden made notable advancements in commercialisation of the Company's proprietary anode products, predominantly Talnode®-C and Talnode®-R.

Talnode®-C anode was produced at Talga's EVA plant in Sweden to provide prospective customers with material for testing and qualification. Total revenue from sale of product samples for the year amounted to A$106,168.

Intellectual Property

Talga maintains a strong IP portfolio with 79 patents and patent applications across 16 active patent families, with recent successful applications for innovative purification processes relating to both Talnode®-C and Talnode®-R recycled anode material. This strengthens the Company's competitive edge in anode technology and commercialisation opportunities and offers security of supply to customers.

European Union Support

Talga secured a €70 million grant (subject to certain project milestone conditions) from the European Union Innovation Fund targeting the Luleå Anode Refinery, a major achievement in funding support. The Luleå Anode Refinery was also designated an EU Net-Zero Strategic Project, reinforcing its strategic importance. Additionally, the Nunasvaara graphite mine earned EU Strategic Project status under the Critical Raw Materials Act, highlighting its role as a secure and vital resource for sustainable and defence industries.

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Mineral Exploration and Development

Through its ownership of the Vittangi Anode Project and Aero Lithium Project, Talga is strongly placed to serve the critical need for sustainable raw materials for Europe's green transition. Exploration and mineral asset development is a key activity, underpinning the future growth plans for Talga's vertically integrated mine-to-anode business and battery metal assets. Graphite and lithium are considered strategic raw materials under the new Critical Raw Materials Act, one of several favourable legislative developments supporting the EU's Green Deal objectives and the establishment of a European battery value chain.

Future outlook and strategy

During the year, Talga made progress towards Final Investment Decision (FID) for the full vertically integrated Vittangi Anode Project. With the key permits now successfully in force and the detailed plan under active review by the County Administration Board of Norrbotten, the Company has effectively cleared most of the regulatory hurdles before FID.

Talga's proprietary anode materials will support the global energy transition, and the Company is actively pursuing customer offtake agreements and project financing to reach FID for the Vittangi Anode Project.

Concurrently, Talga is also pursuing a strategy for the Talnode®-R product and technology, which Talga's scientists have developed over several years. Talnode®-R which is produced from spent battery waste and production scrap, is views as a pathway to global expansion for the Group.

The development of the proprietary product and associated technology is expected to feature prominently in Talga's future global strategy as it can be produced in modular production facilities which can be located near recycling hubs.

Against a backdrop of global uncertainty and efforts by the West to derisk supply chains away from China, Talga is strategically positioning itself as the supplier of secure and sustainable high-performance graphite anode battery material. This positioning, combined with elevated demand for graphite by the defence industry and battery manufacturing, solidly underpins Talga's long-term value proposition.

Post year end, Talga enhanced its US market exposure by commencing trading on the OTCQX, opening new avenues for U.S. investor access and potentially boosting liquidity of our ASX listing.

Subsequent events

Other than as disclosed below, there has not been any other matter or circumstance occurring subsequent to the end of the financial year that has significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

— Conclusion of Loyalty Options Offer (ASX:TLG 2 September 2024) whereby a non-renounceable pro rata bonus issue of unquoted options was awarded to shareholders on the basis of one option for every eight shares held on the Record Date (6 September 2024). Options were exercisable up to 12 September 2025 at $0.55 per share.

Dividends

No dividend has been paid during or is recommended for the financial year ended 30 June 2025. (30 June 2024: Nil).

Risks

There are specific risks associated with the activities of the Group and general risks that are largely beyond the control of the Group and the directors. The most significant risks identified that may have a material impact on the future financial performance of the Group and the market price of the shares are:

Licences, permits, processing and approvals risk

The Company's current and future operations are subject to receiving and maintaining licences, permits and approvals from appropriate governmental authorities. In particular, the Company will require processing, exploitation and environmental permits in Sweden from time to time in connection with mining and processing. There is no assurance that any required licences, permits or approvals will be granted or that delays will not occur in connection with obtaining or renewing the licences, permits or approvals necessary for the Company's proposed operations.

The primary permits required to enable development of the mine are an Exploitation Concession (under the Minerals Act) and an Environmental Permit (under the Environmental Code). The refinery also requires an Environmental Permit. The Company received its Environmental Permit for its commercial battery anode refinery plant (to be located at Lulea) in July 2023. The Company received its Environmental Permit for its Nunasvaara South natural graphite mine (located at Vittangi) in December 2024. The Nunasvaara South natural graphite mine Exploitation Concession was granted by the Mining Inspectorate of Sweden (Bergsstaten) in June 2025.

Whilst all major permits are now approved for the Company's 100% owned Nunasvaara South mine and anode refinery, delays in any other required licences, permits or approvals could impact planned and/or expanded production schedules and delay customer contracts.

At the date of this report all mining and exploration permits and licences were in good standing. Failure to obtain or renew one or more required licences, permits or approvals on a timely basis may adversely affect the Company's operations.

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Operating and budget risk

The proposed activities, costs and use of the Company's cash resources are based on certain assumptions with respect to the method and timing of exploration, metallurgy and other technical tests, analysis and feasibility studies. By their nature, these estimates and assumptions are subject to significant uncertainties and, accordingly, the actual costs may materially differ from the Company's estimates and assumptions. Accordingly, no assurance can be given that the cost estimates and the underlying assumptions will be realised in practice, which may materially and adversely affect the Company's viability.

The proposed activities of the Company including economic studies are dependent on economic inputs from commodity prices, metallurgical tests, electrochemical testing and market tests of which there is no guarantee of positive economics. It is a risk that studies may not be completed or may be delayed indefinitely where key inputs show negative economic outcomes. No assurances can be given that the Company will achieve commercial viability through the successful exploration and/or mining and processing of its mineral interests. Until the Company is able to realise value from its projects, it is likely to incur ongoing operating losses.

The Company has successfully piloted core aspects of its production flow sheet. It continues to conduct value improvement refinements of its flow sheet at laboratory and pilot plant level working in conjunction with key (or preferred) OEM equipment suppliers and technology providers.

Investment in the Company should be considered in light of the risks, expenses and difficulties frequently encountered by companies at this stage of development, including factors such as design and construction of efficient mining and processing facilities within capital expenditure budgets.

With all mining operations there can be a level of uncertainty and, therefore, risk associated with operating parameters and costs. This is also true with the scaling up of processing technology tested in pilot conditions. The nature of the technology risk is the cost of developing an economically viable commercial operation and production facility.

The Company has and will continue to enter into various agreements for the Vittangi Anode Project. Risks associated with agreements include rising contract prices as well as disputes regarding variations, extensions of time and costs, and global events impacting contractual performance and liability, all of which may give rise to delays and/or increased costs.

Production guidance and targets are, as always, subject to assumptions and contingencies which are subject to change as operational performance and market conditions change or other unexpected events arise. Any production guidance is dependent on a number of factors including maintenance and operation of the mine and plant without material equipment failure, loss of continuity of experienced personnel and achievement of recovery rates from the resource. These risks are discussed in more detail elsewhere in this section.

Commodity price volatility and foreign currency exchange rate risks

If the Company achieves success leading to mineral production, the revenue it will derive through the sale of product exposes the potential income of the Company to commodity prices and exchange rate risks. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand for minerals, technological advancements, forward selling activities, the price and availability of substitutes, the approach to pricing by competitors (i.e., aggressive pricing at or below the cost of production), and other macro-economic factors. Depressed graphite prices and/or the failure by the Company to negotiate favourable pricing terms (which terms may provide for fixed or market-based pricing) may materially affect the profitability and financial performance of the Company. Any sustained low prices for graphite (or low sale price achieved by the Company (however achieved) may adversely affect the Company's business and financial results and/or its ability to finance its current or planned operations and capital expenditure commitments.

Unlike the majority of base and precious metals, there is no internationally recognised market for graphite battery anode material nor is graphite battery anode material an exchange traded commodity; it is determined by actual transactions between buyers and sellers. As a result, there is a lack of market transparency associated with the price of graphite battery anode material. however, there are a few major independent price reporting agencies that track the graphite anode market. Given the range of factors which contribute to the price of graphite battery anode material, and the fact that pricing is subject to negotiation, it is particularly difficult for the Company to predict with any certainty the prices at which the Company will sell graphite battery anode material. The effect of changes in assumptions about future prices may include, amongst other things, changes to Mineral Resources and Ore Reserves estimates and the assessment of the recoverable amount of the Company's assets.

In relation to graphene, the value of graphene is affected by numerous factors and events that are external to and beyond the control of the Company and similarly this is not an exchange traded commodity. The graphene price has fluctuated, such that periods of significant decline have impacted graphene businesses. These factors have and may in the future include: the level of general economic activity and demand; forward selling activity; and economic conditions and political trends. Whilst graphene is not currently a major focus for the Company it does not have a material effect on the Company's performance.

Furthermore, foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the entity's functional currency. Prices of various commodities and services may be denominated in Swedish Krona, Euros or US dollars, whereas the income and expenditure of the Company are and will be taken into account in Australian currency, exposing the Company to the fluctuations and volatility of the rate of exchange between the Australian dollar and these currencies as determined in international markets. To mitigate the Company's exposure, currency rates are monitored regularly and funds are transferred to the foreign operations when rates are more favourable. The Company also plans to curtail this impact by paying foreign currency invoices in a timely fashion.

Additional requirements for capital

The Company's capital requirements depend on numerous factors. Depending on the Company's ability to generate income from its operations, the Company may seek to raise further funds through equity or debt financing, joint ventures, production sharing arrangements or other means. Failure to obtain sufficient financing for the Company's activities and future projects may result in delay and indefinite postponement of exploration, development or production on the Company's properties, or even loss of a property interest. There can be no assurance that additional finance will be available when needed or, if available, the terms of the financing might not be favourable to the Company and might involve substantial dilution to shareholders.

While the Company announced the completion of the DFS for its Vittangi Anode Project in northern Sweden in July 2021 (and subsequent completion of Feed Study on 15 April 2024). If the Company agrees on any near term future offtake arrangements, fast track commercial ramp up development may occur which will require additional funding to be obtained. Whilst the Company is in discussions with respect to offtake, there is no guarantee such discussions will result in binding agreements (see 'Offtake Arrangements risk' below).

Whilst the Company's cash as at 30 June 2025 was $13.2 million, the Company will need to seek funding options to provide for on-going business activities and to advance the Vittangi Anode Project. To date, the Company has announced that the European Investment Bank (EIB) board has approved €150 million senior debt funding to underpin the Project (ASX:TLG 20 June 2023). Following this approval, loan documentation is being agreed between EIB and the Company, including customary terms and conditions for a financing facility of this nature. While the Company will seek to expedite these negotiations, there can be no guarantee that they will result in a binding agreement. With the assistance of financial and transaction advisors BurnVoir, the Company will identify and evaluate potential outcomes which may emerge from ongoing project development partnership, customer and financing discussions with other European and international parties. Management has strategies to tailor budgeted cashflows based on future funding received. However, without regular income outside interest proceeds or assets sales, it will rely on continuing access to capital markets to fund further development in Sweden, Germany and the UK.

More generally, the Company is continually assessing its 'all in' funding costs for development of the Vittangi Anode Project through to expected first production. There are a wide range of factors that have the potential to influence the Company's funding needs, a number of which are beyond the control of the Company. As a consequence, and to ensure that the Company is reacting appropriately to changing events, market conditions, and broader economic circumstances, the Company will continue to refine its funding needs on an ongoing basis and in real time. The Company remains committed to delivering the Vittangi Anode Project in a cost-effective manner, consistent with previously stated safety and schedule priorities, and will continue to apply prudent and efficient capital expenditure processes.

Further, the Company, in the ordinary course of its operations and developments, may be required to issue financial assurances, particularly insurances and bond/bank guarantee instruments to secure statutory and environmental performance undertakings and commercial arrangements. The Company's ability to provide such assurances is subject to external financial and credit market assessment, and its own financial position.

Loan agreements and other financing rearrangements such as debt facilities, convertible note issues and finance leases (and any related guarantee and security) that may be entered into by the Company may contain covenants, undertakings and other provisions which, if breached, may entitle lenders

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to accelerate repayment of loans and there is no assurance that the Company would be able to repay such loans in the event of an acceleration. Enforcement of any security granted by the Company or default under a finance lease could also result in the loss of assets.

If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations and scale back its programs or enter into joint venture arrangements to reduce expenditure and this could have a material adverse effect on the Company's activities. Unfavourable market conditions may adversely affect the Company's ability to raise additional funding regardless of the Company's operating performance.

Both now and in the future, higher than expected inflation rates generally, specific to the mining industry, or specific to Sweden, may increase operating and capital expenditure costs and potentially reduce the value of future project developments. While, in some cases, such costs increases might be offset by increased selling prices, there is no assurance that this would be possible. To the extent that such offset is not possible, this could adversely impact the Company financial performance.

Offtake arrangements

The Company has entered into a binding offtake agreement with Nyobolt (ASX: TLG 14 May 2025), a non-binding offtake term sheet with Automotive Cells Company SE (ACC) (ASX:TLG 27 September 2022) and a non-binding letter of intent with EV battery manufacturer Verkor SA (Verkor) (ASX: TLG 11 January 2023) regarding the supply of graphite anode from the Company's Vittangi Anode Project in Sweden. While the Company will seek to execute definitive documentation as soon as reasonably practicable, there can be no guarantee the documentation will be finalised.

Further, the Company sells anode materials to a range of customers who purchase anode materials for trialling in their cells. The Company is seeking to secure other offtake agreements in respect of any excess production capacity not proposed to be taken by Nyobolt, ACC or Verkor, there is no certainty that the Company will be able to enter into such agreements in a timely manner, with acceptable parties, for sufficient volumes or on reasonable terms with new customers. Any of these circumstances may adversely impact the Company's financial performance and position including the Company generating less revenue than anticipated.

In addition, the Company expects that the sale of graphite battery anode material will (at least under some sales contracts) be subject to commercial verification and qualification processes to ensure any material produced meets the specifications for supply required by customers (including the industrial graphite markets and the battery anode sector). The qualification process may require approval from multiple parties in the supply chain and not just those parties with whom the Company has contractual arrangements. Failure of the Company's material to qualify for purchase, or any unanticipated delay in qualifying the Company's material may adversely impact the Company's financial performance and position (including by resulting in the Company generating less revenue or profit than anticipated and/or incurring higher costs than anticipated).

Environmental and social impact constraints

The Company's exploration, mining and processing activities will, in general, be subject to approval by regulatory authorities and influenced by other key stakeholders such as local communities. Development of the Company's properties is dependent on the related project following environmental guidelines and laws and, where required, being approved by the relevant authorities. In addition to the Company's Environmental Policy, the Company has developed an Integrated Management System (IMS) to document the process for managing environmental and social risks.

Talga has secured ISO certifications according to ISO 9001:2015 QMS (Quality Management Systems), ISO 14001:2015 EMS (Environmental Management Systems) and ISO 45001:2018 OHS (Occupational Health and Safety Management Systems) for our pilot production and R&D facilities in Germany, the UK and Sweden. In addition, Talga has secured ISO 27001:2022 ISMS (Information Security Management Systems) across the Group. Talga is progressing alignment with ISO 26000, the international standard for social responsibility, which includes a Social Performance Policy and developing Social Performance systems which will provide the structure for cascading the Company's commitment to protect labour and human rights. The Company's IMS covers safe use, management and transport of chemicals, waste, and dust; safety procedures for emergencies; ongoing monitoring and auditing; and commitment and active support from leadership.

The Company is well aware of its environmental obligations across its operational activities and continues to monitor compliance. The Company must comply with all known standards, existing laws, and regulations in each case which may entail greater or lesser costs and delays depending on the nature of the activity to be permitted and how vigorously and consistently the regulations are administered by the local authorities. There are inherent environmental risks in conducting exploration and mining activities, or industrial materials processing, giving rise to potentially substantial costs for environmental rehabilitation, damage control and losses.

Changes in environmental laws and regulations or their interpretation or enforcement may adversely affect the Company's operations, including the potential profitability of the operations. Further, environmental legislation evolving in a manner which may require stricter standards and enforcement (with associated additional compliance costs) and expose relevant operations to the increased risk of fines and penalties for non-compliance, more stringent environmental assessment of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulations, if any, will not adversely affect the Company's operations.

Community relations

The Company's mining and industrial materials processing activities may cause issues or concerns with the local community (including local indigenous groups) in connection with, amongst other things, the potential effect on the environment as well as other social impacts relating to employment, use of infrastructure and community development.

The Company has established ongoing engagement and management programs focussed on optimising positive impacts and minimising the risk of negative impacts on the community, particularly in those parts of Sweden where the Company operates.

A stakeholder engagement plan was developed in 2017, has been implemented and continuously updated. The Company undertakes a range of community engagement activities at Vittangi, Kiruna and Luleå such as open houses, open days, community sponsorships and participation in local fairs. As described within the Stakeholder engagement plan, the Company regularly discloses information about the project development through newsletters, web-based information and direct engagement. The Company conducted (via an independent company) its first community sentiment survey in December 2021, which has since been deployed yearly to collect feedback and insights supporting ongoing activities and engagement. Talga also seeks opinions of the local communities during permit consultations and via key informant interviews. Talga has a grievance mechanism which is communicated directly to local stakeholders, by reference during public meetings, in key informant interviews, within email newsletters (through invitation for feedback) and presence in multiple sections on the Company's website. The Company invites stakeholders to contact the Company with concern, feedback or questions via its local email addresses, phone numbers or postal addresses. A Social Impact Assessment is planned with the aim to further understand impacts on local stakeholders.

However, these programs do not guarantee that other issues or concerns may arise with local communities. If such issues or concerns were to arise, this may have an adverse effect on the Company's reputation and relationships with key stakeholders, which may in turn negatively impact its financial and operational performance.

Mineral title risks

Mining and exploration permits are subject to periodic renewal. There is no guarantee that current or future permits or future applications for production concessions will be approved. Permits are subject to numerous legislation conditions. The imposition of any new conditions or the inability to meet those conditions may adversely affect the operations, financial position and/or performance of the Company. Furthermore, the Company could lose title to, or its interest in, tenements if licence conditions are not met or if insufficient funds are available to meet expenditure commitments.

It is also possible that, in relation to mineral titles in which the Company has an interest or will in the future acquire such an interest, there may be areas over which legitimate rights of Indigenous and property owners exist. In this case, the ability of the Company to gain access to permits (through obtaining consent of any relevant Indigenous owner, body, group or landowner), or to progress from the exploration phase to the development and mining phases of operations may be adversely affected. The Company's mineral titles may also be subject to access by third parties including, but not limited to, the areas' Indigenous people and landowners. This access could potentially impact the Company's activities and/or may involve payment of compensation to parties whose existing access to the land may be affected by the Company's activities. The Company adopts a pro-active approach in engagement/consultation with local indigenous groups and landowners. The Company has successfully negotiated property rights with landowners covering the current Vittangi Project.

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Resource estimates

Resource estimates are expressions of judgment based on knowledge, experience and industry practice. Estimates which were valid when originally calculated may alter significantly when new information or techniques become available. In addition, by their very nature, resource 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, estimates are likely to change. This may result in alterations to development and mining plans which may, in turn, adversely affect the Company's operations.

The Company engages external, independent, Competent Persons to prepare public Mineral Resource and Ore Reserve reports according to and conforming to the 2012 Joint Ore Reserves Committee (JORC) Reporting Code and Chapter 5 of the ASX listing rules. These follow standard industry guidelines on public disclosure and thus the process of determining its reserves and resources.

Reserve estimates

The Reserve estimates have been carefully prepared by an appropriately qualified person in compliance with the Joint Ore Reserves Committee (JORC) guidelines and in appropriate instances are verified by independent mining experts. Estimated valuations are dependent on Market Prices for the targeted ore.

Mineral and exploration risk

The business of exploration, project development and mining contain risks by its very nature. To prosper, it depends on the successful exploration and/or acquisition of reserves, design and construction of efficient production/processing facilities, competent operation and managerial performance and proficient marketing of the product. In particular, exploration is a speculative endeavour and certain circumstances, cost overruns and other unforeseen events can hamper exploration and mining operations.

Mining of the Vittangi deposits is currently proposed to be via conventional drill and blast (open-cut for Nunasvaara South and underground operation for Niska). The well-established mining industry in Sweden ensures good drill and blast and mining contractor capability, mobile and fixed plant supply, mining supplies and operator training and the mining project risk is considered low.

There is also a risk that unforeseen geological or geotechnical issues may be encountered when developing and mining ore reserves, such unusual or unexpected geological conditions. As a consequence of any such event, a loss of revenue may be caused due to the lower than expected production or higher than anticipated operation and maintenance costs and/or ongoing unplanned capital expenditure in order to meet production targets.

Development and commercialisation

The Company's ability to generate revenues from its multiple anode and graphene products in the future will be subject to a number of factors, including but not limited to the technologies performing to a level sufficient to warrant commercialisation. The development, testing and manufacture of novel technologies is a high risk industry and whilst the Company has confidence in the development and results to date there is no guarantee that the Company will be able to successfully commercialise the products (including in a profitable sense).

Additionally, the Company's business depends on technology and is subject to technological change. Any failure or delay in developing or adopting new technology competitively may result in a reduction in customer demand and in turn reduced financial and operation growth. The Talga Group includes R&D departments to address these technological changes and is specifically working on next generation Li-ion batteries technologies including well advanced development plans for silicon anode.

Technology risks

Cybersecurity Risk
The Group is exposed to the risk of cyberattacks, ransomware, and data breaches that could result in unauthorised access to sensitive information relating to the Group, its employees, customers, suppliers, or intellectual property. Such incidents may cause reputational damage, financial loss, or regulatory penalties. Policies, procedures, and practices are in place to safeguard systems and data, supported by regular monitoring, penetration testing, and compliance with recognised security standards.

IT Systems Reliability Risk
The Group relies heavily on technology platforms to support operations. System outages, failures of legacy infrastructure, or prolonged downtime of critical applications could disrupt business processes, reduce productivity, and impact customer service. The Group maintains business continuity and disaster recovery plans and continues to invest in modernising core systems to ensure resilience and operational stability.

Digital Transformation & Technology Change Risk
The Group undertakes major technology transformation programs, including upgrades to enterprise platforms and the adoption of new digital tools. These projects may be delayed, exceed budget, or fail to deliver anticipated benefits, impacting operational efficiency and competitiveness. Governance frameworks, project management disciplines, and oversight by senior management are in place to mitigate these risks.

Third-Party Technology Risk
The Group is dependent on a range of third-party vendors and service providers, including cloud hosting, telecommunications, and software partners. A failure, outage, or cyber incident affecting these third parties could impact the Group's ability to operate effectively. Vendor risk assessments, contractual security requirements, and ongoing monitoring are undertaken to manage this risk.

Data Governance & Privacy Risk
The Group collects and manages significant volumes of personal, operational, and commercial data. Inadequate data governance or failure to comply with privacy regulations could result in financial penalties, litigation, and reputational harm. Policies, data management frameworks, and compliance with applicable laws, including the EU General Data Protection Regulation, are maintained to ensure the security and responsible use of data.

Talent & Skills Risk
The shortage of skilled technology and cybersecurity professionals presents a risk to the Group's ability to protect systems, deliver transformation projects, and maintain critical services. Over-reliance on key personnel may also increase operational exposure.

Reputation & Trust Risk
Any significant cyber incident, technology failure, or prolonged disruption could lead to a loss of customer confidence, negative media coverage, and diminished shareholder trust. The Group recognises the importance of maintaining a strong reputation for security and reliability and continues to strengthen its controls, oversight, and communication strategies.

Intellectual property risk

The success of the Company's graphite processing business depends, in part, on its continued ability to protect its intellectual property (IP) including trademarks to increase brand awareness, its trade secrets and patents on its products and production processes. The Company has 16 active patent families encompassing 79 active cases (28 proceeded to grant and 38 pending/under examination) that relate to processing graphite for Li-ion batteries as well as graphene products.

Given the dependence of the Company on intellectual property and the quality of its products and brands, and whilst the Company has IP management systems and processes in place, in the event that the Company is unable to protect its intellectual property adequately, then the value of the Company's products and brands could be adversely affected. This may further impact overall business, with respect to its financial position and overall profitability and operational output.

Within the industry that the anode processing business operates, there exists an ongoing risk of third parties claiming involvement in technological discoveries. The Company has taken steps to protect and confirm its interest in its intellectual property and will endeavour to implement all reasonable processes to protect its intellectual property. The Company is not aware of any third-party interests in relation to its intellectual property rights, however as stated above, the risk of third parties claiming involvement exists, which may result in litigation risks (see 'Litigation and Infringement risk' below), and there can be no assurance that the measures in place by the Company will be sufficient.

Reliance on key management

The responsibility of overseeing the day-to-day operations and the strategic management of the Company depends substantially on its senior management and its key personnel. Whilst the key management team has been well established with on-going stability, there can be no assurance given that there will be no detrimental impact on the Company if one or more of these employees cease their employment or are incapacitated for any length of time. Key Management have been incentivised with employment-based performance rights to mitigate this risk.

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Access to infrastructure risk

Mining, processing, development and exploration activities depend, to a significant degree, on adequate infrastructure. In the course of developing future mines, the Company may need to construct and/or update existing infrastructure, which includes permanent water supplies, dewatering, tailings storage facilities, power, maintenance facilities and logistics services and access roads. Reliable roads, bridges, power sources and water supply are important determinants, which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, government or other interference in the maintenance or provision of such infrastructure could materially adversely affect the Company's operations, financial condition and results of operations. Any such issues arising in respect of the supporting infrastructure or on the Company's sites could materially adversely affect the Company's results of operations or financial condition. Furthermore, any failure or unavailability of the Company's operational infrastructure (for example, through equipment failure or disruption to its transportation arrangements) could materially adversely affect its exploration activities or development of a mine or project.

Competition

Competition from other international graphite producers and explorers may affect the potential future cash flow and earnings which the Company may realise from its Vittangi Anode Project. This includes competition from existing production and new entrants into the market. The introduction of new mining and processing facilities and any increase in competition and supply in the global graphite market could lower the price of this commodity. The Company may also encounter competition from other mining and exploration companies for the acquisition of new projects required to sustain or increase its potential future production levels. The Company's downstream operation may also be impacted by new entrants to the market, or existing graphite producers, pursuing a similar strategy.

Litigation and infringement risk

The Company may be involved in claims, litigation and disputes from time to time including in relation to contractual disputes, claims from local Indigenous groups, tenure disputes, environmental claims, occupational health and safety claims, intellectual property disputes and employee claims. Claims, litigation and disputes can be costly, including amounts payable in respect of judgments and settlements made against, or agreed to by, the Company. They can also take up significant time and attention from management and the Board. Accordingly, the Company's involvement in claims, litigation and disputes may have an adverse impact on its financial performance.

Pandemic risk

Supply chain disruptions resulting from the transmission of pandemics such as COVID-19 in the community and measures implemented by governments around the world to limit the transmission of the virus may adversely impact the Company's operations, financial position, prospects and ability to raise capital. Travel bans may also lead to shortages of skilled personnel. Further outbreaks of COVID-19 or other pandemics and the implementation of travel restrictions also have the potential to restrict access to sites. Whilst the COVID-19 pandemic has had both short-term and long-term consequences that Talga, like other companies, must take into account, there have been no significant adverse impacts on the Company to date. The Company may also be subject to the severity of future lockdowns and relevant operators / supplier personnel not becoming infected which could result in delays.

Climate change risk

Climate change is a risk the Company has considered. The climate change risks particularly attributable to the Company include:

- The emergence of new or expanded regulations associated with the transitioning to a lower-carbon economy and market changes related to climate change mitigation. The Company may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the Company and its profitability. While the Company will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the Company will not be impacted by these occurrences; and
- Climate change may cause certain physical and environmental risks that cannot be predicted by the Company, including events such as increased severity of weather patterns and incidence of extreme weather events and longer-term physical risks such as shifting climate patterns.

Whilst all these risks associated with climate change may significantly change the industry in which the Company operates, as announced on the ASX on 9 August 2023, the Life Cycle Assessment of Talga's flagship lithium-ion battery anode product, Talnode®-C, emits 92% less CO_2-equivalent than incumbent electric vehicle battery anode materials largely due to avoiding the use of fossil-fuel power to either produce natural graphite anode or graphitise petroleum/coal derived feedstocks for energy intensive synthetic graphite anode production, as is the case with anode technology currently imported into Europe from Asia.

The Company has identified air emissions and greenhouse gases in the environmental impact assessment (EIA) process for the proposed mine. Mitigation measures have been identified for reducing dust and greenhouse gas emissions. Further EIA process for the refinery which includes best available technology air emission treatment technologies, was completed in 2022.

Public company obligations

As a publicly listed corporate entity, the Company is subject to evolving rules and regulations promulgated by a number of governmental and self-regulated organizations, including the ASX, which govern corporate governance and public disclosure regulations. These rules and regulations continue to evolve in scope and complexity creating many new requirements, which increase compliance costs and the risk of non-compliance. The Company's efforts to comply with these rules and obligations could result in increased general and administration expenses and a diversion of management time and attention from financing, development, operations and, eventually, revenue-generating activities.

General economic conditions

The operating and financial performance of the Company is influenced by a variety of general economic and business conditions, including levels of consumer spending, commodity prices, inflation, interest rates and exchange rates, supply and demand, industrial disruption, access to debt and capital markets and government fiscal, monetary and regulatory policies. Changes in general economic conditions may result from many factors including government policy, international economic conditions, significant acts of terrorism, hostilities or war or natural disasters. A prolonged deterioration in general economic conditions, including an increase in interest rates or a decrease in consumer and business demand, may have an adverse impact on the Company's operating and financial performance and financial position. The Company's future possible revenues and Share prices may be affected by these factors, which are beyond the control of the Company.

Volatility of share price

The price of the shares of resource companies tends to be volatile. Fluctuations in the world price of graphite and many other elements beyond the control of the Company could materially affect the price of the Shares of the Company.

There can be no assurance that an active market for the Shares would be sustained after any offering of securities. Securities of companies with smaller capitalisations have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include global economic developments and market perceptions of the attractiveness of certain industries. There can be no assurance that continuing fluctuations in price will not occur. If an active market for the Shares does not continue, the liquidity of a purchaser's investment may be limited. If such a market does not develop, purchasers may lose their entire investment in the Shares of the Company.

As a result of any of these factors, the market price of the Shares at any given point in time may not accurately reflect the long-term value of the Company. Securities class-action litigation often has been brought against companies following periods of volatility in the market price of their securities. The Company may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages, and also divert management's attention and resources.

Policies and legislation

Any material adverse changes in government policies or legislation of Australia or Sweden or any other country that the Company has economic interests may affect the prospects and profitability of the Company.

Force majeure

Force majeure is a term used to refer to an event beyond the control of a party claiming that the event has occurred. Significant catastrophic events – such as war, acts of terrorism, pandemics, loss of power, cyber security breaches or global threats – or natural disasters - such as earthquakes, fires (including forest fires) or floods or the outbreak of epidemic disease – could disrupt the Company's operations

and interrupt critical functions, or otherwise harm the business. To the extent that such disruptions or uncertainties result in delays or cancellations of the deployment of the Company's products and solutions, its business, results of operations and financial condition could be harmed.

Environmental regulations

The Group's operations are subject to local, State and Federal laws and regulations concerning the environment. Details of the Group's performance in relation to environmental regulations are as follows:

The Group's exploration activities are subject to the Swedish Minerals Act ("Minerallagen") and operational activities in Germany are subject to the German Federal Emissions Control Act (Bundes-Immisionsschutzgesetz) and the AwSV Regulations relating to water discharge. The Group has a policy of complying with or exceeding its environmental performance obligations. The Board believes that the Group has adequate systems in place to meet its obligations. The Group aims to ensure the appropriate standard of environmental care is achieved, and in doing so, that it is aware of and is in compliance with all environmental legislation. The Directors of the Group are not aware of any breach of environmental legislation for the financial year under review.

Talga maintains Environmental Management System ISO14000 certification for its Luleå EVA Plant operations and during the reporting period obtained ISO14000 certification for our Germany and UK (Cambridge) operation. As part of the ISO environmental management system Talga maintains environmental legal registers at these certified operations.

For the year ending 30 June 2025, the Group was below the reporting threshold requirements under the Australian National Greenhouse Emission Regulation ("NGER") to report its annual greenhouse gas emissions and energy use and is therefore not required to register or report. The Directors will continue to monitor the Group's registration and reporting obligations.

Share options and performance rights

As at the date of this report, there were 8,333,331 ordinary shares under option and 1,194,600 shares subject to performance rights:

- 31,000 performance rights expiring on 30 September 2025,
- 1,163,600 performance rights expiring on 31 December 2025, and
- 8,333,331 unlisted options with an exercise price of $0.58 expiring on 29 May 2027.

No person entitled to exercise any option or performance right referred to above has or had, by virtue of the option or performance right, a right to participate in any share issue of any other body corporate. During or since the end of the financial year no share options expired.

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Remuneration report (audited)

This report details the type and amount of remuneration for each Director and Key Management Personnel ("KMP") (defined as those having authority and responsibility for planning, directing and controlling the activities of the Group).

Remuneration Policy

The performance of the Group depends upon the quality of its Directors and Executives. To be successful, the Group must attract, motivate and retain highly skilled Directors and Executives.

It is the Group's objective to provide maximum stakeholder benefit from the retention of a high-quality board and KMP by remunerating them fairly and appropriately with reference to relevant employment market conditions. The Board links the nature and amount of some Director and KMP emoluments to the Group's financial and operational performance. To assist in achieving the objective the Board set up a Remuneration Committee.

The responsibilities of the Remuneration Committee are to:

- Attract, retain and motivate high quality Directors and KMP;
- Reward Directors and KMP for Group performance;
- Align the interest of Directors and KMP with those of shareholders;
- Link reward with strategic goals and performance of the Group; and
- Ensure total remuneration is competitive with market standards.

The remuneration of a Director or KMP will be decided by the Remuneration Committee. In determining competitive remuneration rates the Remuneration Committee reviews local and international trends among comparative companies and the industry generally. It also examines terms and conditions for the employee share option plan. The Remuneration Committee also relies on remuneration consultants from time to time. No remuneration consultants were used this year.

Non-Executive Director remuneration

The maximum remuneration of non-executive directors is the subject of shareholder resolution in accordance with the Company's Constitution, and the Corporations Act 2001 as applicable. The allocation of non-executive director remuneration within that maximum will be made by the Remuneration Committee having regard to the inputs and value to the Group of the respective contributions by each non-executive director. Shareholders at a general meeting approved an aggregate amount of $750,000 to be paid to non-executive directors for directors' fees. The Board, upon consultation with the Remuneration Committee, may allocate this pool (or part of it) at their discretion.

The Remuneration Committee may recommend awarding additional remuneration to non-executive directors called upon to perform extra services or make special exertions on behalf of the Group such as representation on committees. There is no scheme to provide retirement benefits, other than statutory superannuation (or pensions as the case may be for foreign non-executive directors) to non-executive directors.

Executive remuneration

Executive remuneration may consist of both fixed and variable (at risk) elements.

Fixed remuneration
The level of fixed remuneration is set so as to provide a base level of remuneration which is appropriate to the position and is competitive in the market and may be in a variety of forms including cash and fringe benefits. The remuneration is reviewed annually by the Remuneration Committee.

Variable (at risk) remuneration
Variable remuneration may be delivered in the form of a short-term incentive (STI) scheme, cash bonuses or long-term incentive schemes including share options or rights. All equity-based remuneration paid to directors and executives is valued at the cost to the Group and expensed. Options are valued using the Black-Scholes methodology, while performance rights without market-based conditions are valued based on the Group's share price at the grant

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date. All equity-based remuneration for directors must be approved by shareholders.

Performance Based Remuneration

Other than as noted below under Services Agreements of Executive Directors and KMP, the Group did not pay any other performance based bonuses to directors or KMP in the year ended 30 June 2025.

Group performance, shareholder wealth and Directors' and Executives' remuneration

The remuneration policy has been tailored to maximise the commonality of goals between shareholders, directors and executives. The method applied in achieving this aim to date has been the issue of options or performance rights to directors and executives under the Company's Employee Securities Incentive Scheme to encourage the alignment of personal and shareholder interests. Furthermore, STI's in the form of cash bonuses that are structured to remunerate KMP for achieving annual Group targets and individual performance targets that reflect the Group's development path and that can translate into long term value being created for shareholders have also been considered and implemented. The Group believes this policy will be the most effective in increasing shareholder wealth.

Services agreements of Executive Directors and KMP

Mark Thompson's employment conditions as Managing Director are defined by way of a contract of employment with no fixed term. Mr Thompson's annual Base Salary and superannuation is $495,704. His FY2024 STI's were agreed based on the four key performance milestones covering Commercial Agreements, Joint Venture/Corporate Development, Mineral Resource Upgrades and Market Capitalisation targets, up to a maximum at risk total of $135,000 (including superannuation). Following performance reviews on the 11 October 2024 it was determined that the corporate development milestones were met because of the entering into a JV agreement with SQM on the non-core lithium-ion assets (see ASX 21 June 2024 - SQM to join Talga in Swedish lithium project). A $20,000 STI amount was paid to Mr Thompson in the 2025 financial year. No STI's were agreed nor accrued or paid for the FY2025.

The Company may terminate Mr Thompson's employment contract without cause by providing nine months written notice or making payment in lieu of notice, based on the individual's annual salary component. Mr Thompson may terminate his employment without cause by providing six months written notice and the Company may pay Mr Thompson in lieu of notice or require him to serve out his notice. In the event of a change in control of the Company, Mr Thompson will receive a bonus payment comprising of a lump sum gross payment of 12 months' Base Salary. If within 6 months after the change in control Mr Thompson elects to terminate his employment or his employment is terminated by the Company, Mr Thompson will not be entitled to any notice of termination or payment in lieu of notice.

Martin Phillips's employment conditions as Chief Executive Officer (CEO) are defined by way of a contract of employment with no fixed term. Mr Phillips's annual Base Salary and superannuation is SEK 2,862,800 ($516,388). His FY2024 STI's were agreed based on the four key performance milestones covering Commercial Agreements, Joint Venture/Corporate Development, Mineral Resource Upgrades and Market Capitalisation targets, up to a maximum at risk total of $135,000 (including superannuation). Following performance reviews on the 11 October 2024 it was determined that the corporate development milestones were met because of the entering into a JV agreement with SQM on the non-core lithium-ion assets (see ASX 21 June 2024 - SQM to join Talga in Swedish lithium project). A $20,000 STI amount was paid to Mr Phillips in the 2025 financial year. No STI's were agreed nor accrued or paid for the FY2025.

Mr Phillips relocated permanently to Sweden as of 1 July 2024. His renegotiated remuneration package entitles him to three return airfares for immediate family members per year ($11,741 was paid in airfare benefits in FY25) as well as house benefit ($71,392 was paid as a house benefit in FY25).

The Company may terminate Mr Phillips's employment contract without cause by providing six months written notice or making payment in lieu of notice, based on the individual's annual salary component. Mr Phillips may terminate the employment without cause by providing six months written notice and the Company may pay Mr Phillips in lieu of notice or require him to serve out his notice.

Melissa Roberts's employment conditions as Chief Financial Officer (CFO) were defined by way of a contract of employment with no fixed term. Mrs Roberts's annual Base Salary and superannuation is $440,630. Her FY2024 STI's were agreed based on the four key performance milestones covering Commercial Agreements, Joint Venture/Corporate Development, Vittangi Permit milestones and Market Capitalisation targets, up to a maximum at risk total of $135,000 (including superannuation). Following performance reviews on 11 October 2024 it was determined that the corporate development milestones were met because of the entering into a JV agreement with SQM on the non-core lithium-ion assets (see ASX 21 June 2024 - SQM to join Talga in Swedish lithium project). A $20,000 STI amount was paid to Mrs Roberts in the 2025 financial year. No STI's were agreed nor accrued or paid for the FY2025.

As announced on ASX (see ASX 1 November 2024 - Talga to relocate Group CFO role to Europe), the Group Chief Financial Officer position was to relocate to Sweden as part of transitioning a range of corporate functions to Sweden. Melissa Roberts decided to not relocate and as a result terminated her role on 31 December 2024.

Mrs Roberts's employment contract terminated without cause with the Company providing three months written notice and a payment of three months in lieu of notice, based on her annual salary component.

Details of Remuneration

Details of the remuneration of the directors and other Key Management Personnel (defined as those who have the authority and responsibility for planning, directing and controlling the major activities of the Group) of Talga are set out in the following tables.

	Short term benefits				Post-employment	Long-term benefits		Share based payments	Termination payments	Total including share based & termination payments
2025	Salary $	Directors Fees $	Other (i) $	Leave entitlement (ii) $	Super-annuation (v) $	Long-service leave entitlements (ii) $	Subtotal $	Options and Rights (iii) $	Termination payments $	Total $
Terry Stinson Non-Executive Chair	-	150,000	4,525	-	17,770	-	**172,295**	(1,041,000)	-	**(868,705)**
Mark Thompson Managing Director	465,774	-	20,000	(12,132)	29,930	14,520	**518,092**	(4,861,489)	-	**(4,343,397)**
Grant Mooney Non-Executive Director	-	66,364	6,787	-	8,412	-	**81,563**	(867,500)	-	**(785,937)**
Stephen Lowe Non-Executive Director	-	66,364	6,787	-	8,412	-	**81,563**	(867,500)	-	**(785,937)**
Ola Rinnan Non-Executive Director (iv)	-	115,641	2,523	-	-	-	**118,164**	(867,500)	-	**(749,336)**
Martin Phillips Chief Executive Officer	428,549	-	126,765	36,622	89,975	17,825	**699,136**	(217,479)	-	**432,257**
Melissa Roberts Chief Financial Officer (vi)	205,349	-	20,000	(3,647)	22,447	(7,646)	**236,503**	(1,225,025)	157,961	**(830,561)**
Total	**1,099,672**	**398,369**	**187,387**	**20,843**	**176,946**	**24,699**	**1,907,916**	**(9,947,493)**	**157,961**	**(7,881,616)**

Notes: All directors are paid under the terms agreed by way of Director's resolution.

(i) Grant Mooney was paid $4,525 (plus superannuation) as Chair of Remuneration Committee and $2,262 (plus superannuation) as a member of the Audit and Risk Committee. Steve Lowe was paid $4,525 (plus superannuation) as Chair of Audit and Risk Committee and $2,262 (plus superannuation) as a member of the Remuneration Committee. Terry Stinson was paid $4,525 (plus superannuation) as a member of both the Remuneration Committee and Audit and Risk Committee. Ola Rinnan was paid $2,523 as a member of the Remuneration Committee. Mark Thompson, Melissa Roberts and Martin Phillips were paid a $20,000 STI bonus relating to a FY24 Corporate development milestone. Martin Phillips also includes $71,392 house benfit, $11,741 travel benefits and $7,609 health benefits.

(ii) Leave entitlements are the additional leave expense accrued or used for annual and long-service leave entitlements for the period

(iii) Option and rights represent the fair value expensed or credited for the year ended 30 June 2025; for options issued to Mark Thompson in November 2020; for options/ performance rights issued to Martin Phillips in September 2020, November and December 2022; for options/performance rights issued to Melissa Roberts in September 2021, December 2022 and October 2023; for performance rights issued to the Chair and non-executive directors in November 2020. The net share-based payment credit recognised for the financial year of $9,947,493 includes a reversal of $10,433,526 of the cumulative expense recognised in prior periods in relation to awards with non-market based vesting conditions that lapsed in the current period. See 'Additional disclosures relating to options, performance rights and shares' - table below for further details.

(iv) Ola Rinnan director fees includes $41,646 for representation on the subsidiary Talga AB board.

(v) Superannuation for Martin Phillips includes $17,800 Sweden public pension contributions required from employers.

(vi) Melissa Roberts ceased employment on 31 December 2024 and received a termination payment of $157,961

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	Short term benefits				Post-employment	Long-term benefits		Share based payments	Total including share based & termination payments	
2024	Salary $	Directors Fees $	Other (i) $	Leave entitlement (ii) $	Super-annuation $	Long-service leave (ii) $	Subtotal $	Options and Rights (iii) $	Total $	Value of at risk share-based payment as proportion of remuneration %
Terry Stinson Non-Executive Chair	-	150,000	4,525	-	16,998	-	**171,523**	156,664	**328,187**	48%
Mark Thompson Managing Director	421,741	-	-	39,754	27,396	11,863	**500,754**	651,339	**1,152,093**	57%
Grant Mooney Non-Executive Director	-	66,364	6,787	-	8,047	-	**81,198**	130,554	**211,752**	62%
Stephen Lowe Non-Executive Director	-	66,364	6,787	-	8,047	-	**81,198**	130,554	**211,752**	62%
Ola Rinnan Non-Executive Director (v)	-	106,000	2,511	-	-	-	**108,511**	130,554	**239,065**	55%
Martin Phillips Chief Executive Officer (iv)	428,881	-	26,648	47,496	47,250	32,871	**583,146**	486,057	**1,069,203**	45%
Melissa Roberts Chief Financial Officer	387,273	-	-	35,067	27,396	6,692	**456,428**	1,027,106	**1,483,534**	69%
Total	**1,237,895**	**388,728**	**47,258**	**122,317**	**135,134**	**51,426**	**1,982,758**	**2,712,828**	**4,695,586**	

(i) Grant Mooney was paid $4,525 (plus superannuation) as Chair of Remuneration Committee and $2,262 (plus superannuation) as a member of the Audit and Risk Committee. Stephen Lowe was paid $4,525 (plus superannuation) as Chair of Audit and Risk Committee and $2,262 (plus superannuation) as a member of the Remuneration Committee. Terry Stinson was paid $4,525 (plus superannuation) as a member of both the Remuneration Committee and Audit and Risk Committee. Ola Rinnan was paid $2,511 as a member of the Remuneration Committee. Martin Phillips received $26,648 in airfare benefits (including fringe benefits tax).

(ii) Leave entitlements are the additional leave expense accrued for annual and long-service leave entitlements for the period.

(iii) Option and rights represent the fair value expensed for the year ended 30 June 2024; for options issued to Mark Thompson in November 2020; for options/performance rights issued to Martin Phillips in September 2020, November and December 2022; for options/performance rights issued to Melissa Roberts in September 2021, December 2022 and October 2023; for performance rights issued to the Chair and Non-Executive Directors in November 2020.

(iv) Part of Martin Phillips' remuneration is paid through Talga's German subsidiary and hence due to tax equalisation between Australia and Germany, Mr Phillips was paid a total annual base salary and superannuation of $476,131 for the 2024 financial year.

(v) Ola Rinnan's Director fees includes $20,000 for representation on the subsidiary Talga AB board.

Option, Right and Shareholdings of Directors and Officers

The number of options and performance rights over ordinary shares in Talga held by Key Management Personnel of the Group during the financial year is as follows:

Key Management Personnel Options and Rights 2025

30 June 2025	Balance at beginning of year	Granted as remuneration during the year	Granted shareholder options during the year (ii)	Exercised during the year	Other changes during the year	Balance at end of year (i)	Vested during the year	Vested and exercisable
Terry Stinson	600,000	-	25,922	-	(600,000)	25,922	25,922	25,922
Mark Thompson	4,000,000	-	1,611,006	-	(4,000,000)	1,611,006	1,611,006	1,611,006
Grant Mooney	500,000	-	-	-	(500,000)	-	-	-
Stephen Lowe	500,000	-	-	-	(500,000)	-	-	-
Ola Rinnan	500,000	-	-	-	(500,000)	-	-	-
Martin Phillips	2,500,000	-	91,244	-	(1,500,000)	1,091,244	591,244	1,091,244
Melissa Roberts (i)	3,500,000	-	-	(333,000)	(2,834,000)	333,000	333,000	333,000

(i) Melissa Roberts's "Balance at End of Year" represents her balance of vested performance rights at the date she ceased to be a member of the Key Management Personnel, being 31 December 2024.

(ii) Unlisted shareholder Loyalty Options pursuant to eligible shareholder entitlements as announced 13 September 2024.

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The number of ordinary shares in Talga held by Key Management Personnel of the Group during the financial year is as follows:

Key Management Personnel Shareholdings 2025

30 June 2025	Balance at beginning of year	Granted as remuneration during the year	Issued on exercise of options/rights during the year	Other changes during the year	Balance at end of year
Terry Stinson	207,372	-	-	-	207,372
Mark Thompson (i)	14,412,174	-	-	(1,374,138)	13,038,036
Grant Mooney	-	-	-	-	-
Stephen Lowe	2,107,273	-	-	-	2,107,273
Ola Rinnan	-	-	-	-	-
Martin Phillips (ii)	729,950	-	-	16,250	746,200
Melissa Roberts (iii)	-	-	333,000	(333,000)	-

(i) This is net of 1,524,138 shares relinquished as part of a Deed of Security in connection with a margin loan agreement.

(ii) Shares issued as result of participation in a placement.

(iii) Melissa Roberts terminated on 31 Dec 2024

Key Management Personnel Shareholdings 2024

30 June 2024	Balance at beginning of year	Granted as remuneration during the year	Issued on exercise of options during the year	Other changes during the year (i)	Balance at end of year
Terry Stinson	177,372	-	-	30,000	207,372
Mark Thompson	14,382,174	-	-	30,000	14,412,174
Grant Mooney	-	-	-	-	-
Stephen Lowe	2,077,273	-	-	30,000	2,107,273
Ola Rinnan	-	-	-	-	-
Martin Phillips	729,950	-	-	-	729,950
Melissa Roberts	-	-	-	-	-

(i) Issue of shares as a result of Share Purchase Plan allotment.

Share based payments

The following table summarises the value of options or rights granted, expensed, and exercised during the financial year, in relation to options or rights granted to Key Management Personnel as part of their remuneration.

	Value of options and rights		
Key Management Personnel	Granted in year $	Expensed/(reversed) in the year (i) $	Exercised in year $
Terry Stinson	-	(1,041,000)	-
Mark Thompson	-	(4,861,489)	-
Grant Mooney	-	(867,500)	-
Stephen Lowe	-	(867,500)	-
Ola Rinnan	-	(867,500)	-
Martin Phillips	-	(217,479)	-
Melissa Roberts	-	(1,225,024)	181,485

(i) The net share-based payment credit recognised for the financial year of $9,947,493 includes the reversal of $10,433,526 of the cumulative expense recognised in prior periods in relation to awards with non-market based vesting conditions that lapsed in the current period. See Note 26 to the financial statements for further details.

Additional disclosures relating to options, performance rights and shares

The table below discloses the number of share options and performance rights as at 30 June 2025 granted to Key Management Personnel as remuneration as well as the number of options that vested or lapsed during this year.

Share options do not carry any voting or dividend rights and can be exercised once the vesting conditions have been met until their expiry date.

As at 30 June 2025	Grant date	Number of options/ Performance rights awarded	Fair value per option /Performance right at award date $	Vesting date (i)	Exercise price $	Expiry date	No. vested in the year	No. lapsed in the year
Mark Thompson (ii)	12/11/2020	4,000,000	1.0820	31/12/2024	1.12	30/06/2025	-	4,000,000
Martin Phillips (ii)	24/09/2020	1,000,000	0.3790	31/12/2024	1.12	30/06/2025	-	1,000,000
Terry Stinson (ii)	12/11/2020	600,000	1.735	31/12/2024	-	30/06/2025	-	600,000
Ola Rinnan (ii)	12/11/2020	500,000	1.735	31/12/2024	-	30/06/2025	-	500,000
Stephen Lowe (ii)	12/11/2020	500,000	1.735	31/12/2024	-	30/06/2025	-	500,000
Grant Mooney (ii)	12/11/2020	500,000	1.735	31/12/2024	-	30/06/2025	-	500,000
Melissa Roberts (ii)	16/09/2021	2,000,000	0.696	31/12/2024	2.16	30/06/2025	-	2,000,000
Martin Phillips	14/11/2022	500,000	1.390	31/12/2023	-	31/12/2025	-	-
Martin Phillips	14/11/2022	500,000	1.3900	30/06/2025	-	31/12/2025	500,000	-
Martin Phillips (iii)	23/12/2022	500,000	1.430	31/03/2025	-	23/12/2025	-	500,000
Melissa Roberts (iv)	13/10/2023	1,000,000	1.120	30/06/2024-30/06/2026	-	31/12/2024-31/12/2026	333,000	334,000

(i) Subject to vesting conditions

(ii) These lapsed as the vesting conditions, "The Company obtaining project financing to enable a Final Investment Decision for the first commercial Talnode-C and / or Talnode-Si plant on or before 31 December 2024", were not met.

(iii) These lapsed as the vesting condition "commencement of steady state production by 31 March 2025", was not met.

(iv) 333,000 with a 30 June 2025 service condition vested early upon her cessation of employment at the discretion of the board. The share price of the Group at the date of the modification of share-based payment conditions, being 31 December 2024, was $0.44. As a result of the modification, the remaining fair value of this award was expensed in full at 31 December 2024 and a further 334,000 with a 30 June 2026 service condition (originally expiring 31 December 2026) lapsed upon her cessation of employment on 31 December 2024.

Financial performance and financial position

As a mineral explorer and advanced material developer of functional graphene and graphite enhanced products, the Group does not currently have any material operational revenue. Other income during the year consisted of interest, IUK Grants and R&D refunds.

The financial results of the Group as at 30 June 2025 are:

	2025	2024	2023	2022	2021
Cash and cash equivalents ($)	13,184,029	14,095,223	38,226,375	13,012,565	52,497,518
Net assets ($)	44,599,091	40,228,747	56,984,362	26,647,577	55,097,074
Income ($)	1,773,346	1,584,952	1,993,900	664,580	3,518,060
Net loss after tax ($)	(16,728,019)	(38,256,533)	(43,356,067)	(36,799,320)	(19,893,911)
Loss per share (cents per share)	(3.90)	(10.28)	(12.00)	(12.10)	(7.10)
Share Price ($)	0.39	0.58	1.48	1.02	1.33
Dividend ($)	-	-	-	-	-

Indemnification and insurance of Directors and officers

The Group paid a premium of $178,000 (2024: $202,435) to insure directors and officers of the Group. The directors and officers have indemnities in place with the Group whereby the Company has agreed to indemnify the directors and officers in respect of certain liabilities incurred by the director or officer while acting as a director of the Group and to insure the director or officer against certain risks the director or officer is exposed to as an officer of the Group.

Lodged with the Australian Securities Exchange

Indemnification of auditors

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young Australia, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young Australia during or since the financial year.

Auditor's independence declaration

The auditor's independence declaration for the year ended 30 June 2025 has been received and immediately follows the Directors' Report. There were $147,219 (2024: $169,660) fees paid to Ernst and Young for non-audit services provided during the year ended 30 June 2025. The directors are satisfied that the provisions of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are satisfied that the services disclosed did not compromise the external auditor's independence.

Corporate governance

In recognising the need for the highest standards of corporate behaviour and accountability, the directors support and have adhered to principles of sound corporate governance.

The Board recognises the recommendations of the Australian Securities Exchange Corporate Governance Council and considers that Talga is in compliance with those guidelines which are of critical importance to the commercial operation and commensurate of an ASX listed company of its size. During the financial year, shareholders continued to receive the benefit of an efficient and cost-effective corporate governance policy for the Group.

This report is made in accordance with a resolution of the directors.



Mark Thompson

Managing Director

Perth, Western Australia
30 September 2025

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Shape the future with confidence

Auditor's independence declaration to the directors of Talga Group Ltd

As lead auditor for the audit of the financial report of Talga Group Ltd for the financial year ended 30 June 2025, I declare to the best of my knowledge and belief, there have been:

a. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit;

b. No contraventions of any applicable code of professional conduct in relation to the audit; and

c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Talga Group Ltd and the entities it controlled during the financial year.

Ernst & Young



T S Hammond
Partner
30 September 2025

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Consolidated statement of profit or loss and other comprehensive income

for the year ended 30 June 2025

	Notes	2025 $	2024 $
Revenues from ordinary activities	2	106,168	225,405
Other Income	2	1,667,178	1,359,547
Expenses			
Administration expenses		(4,528,957)	(5,066,365)
Compliance and regulatory expenses		(1,022,799)	(2,610,677)
Depreciation expense		(3,514,870)	(3,308,564)
Write down of acquisition costs		(274,948)	-
Employee benefits expenses and Directors Fees		(3,865,375)	(4,265,270)
Exploration, evaluation and exploitation expenditure		(1,063,122)	(3,549,770)
Trial mine and anode production		(8,695,201)	(11,789,149)
Operations – Test Facility, Research & Product Development		(5,404,462)	(5,579,509)
FX realised and unrealised gain		306,239	30,705
Share based payments	26	9,562,130	(3,702,886)
(Loss) before income tax expense		**(16,728,019)**	**(38,256,533)**
Income tax expense	3	-	-
Net (loss) attributable to members of the parent entity		**(16,728,019)**	**(38,256,533)**
Other comprehensive income / (loss)			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translating foreign operations		3,321,433	(1,086,638)
Total other comprehensive (loss) / income for the year		**3,321,433**	**(1,086,638)**
Total comprehensive (loss) for the year		**(13,406,586)**	**(39,343,171)**
Total comprehensive (loss) attributable to members of the parent entity		**(13,406,586)**	**(39,343,171)**
Basic loss per share (cents per share)	16	(3.90)	(10.28)
Diluted loss per share (cents per share)	16	(3.90)	(10.28)

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

Consolidated statement of financial position

for the year ended 30 June 2025

	Notes	2025 $	2024 $
Current assets			
Cash and cash equivalents	4	13,184,029	14,095,223
Trade and other receivables	5	1,542,882	1,026,201
Prepayments	7	319,357	745,019
Total current assets		**15,046,268**	**15,866,443**
Non-current assets			
Other receivables	6	318,378	292,914
Property, plant and equipment	8	33,250,309	28,295,106
Right of use assets	9	1,032,877	1,386,071
Exploration and evaluation acquisition costs		-	255,472
Total non-current assets		**34,601,564**	**30,229,563**
Total assets		**49,647,832**	**46,096,006**
Current liabilities			
Lease liability	9	540,236	602,221
Trade and other payables	10	2,380,881	3,035,082
Provisions	11	1,583,847	1,391,160
Total current liabilities		**4,504,964**	**5,028,463**
Non-current liabilities			
Lease liability	9	543,777	838,797
Total non-current liabilities		**543,777**	**838,797**
Total liabilities		**5,048,741**	**5,867,260**
Net assets		**44,599,091**	**40,228,746**
Equity			
Issued capital	12	249,658,226	222,319,166
Reserves	13	16,254,634	22,495,330
Accumulated losses	14	(221,313,769)	(204,585,750)
Total equity		**44,599,091**	**40,228,746**

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

	Issued Capital $	Accumulated Losses $	Reserves $	Total $
At 1 July 2023	**203,434,497**	**(166,329,217)**	**19,879,082**	**56,984,362**
Comprehensive income				
Loss after income tax for the year	-	(38,256,533)	-	**(38,256,533)**
Exchange differences on translation of foreign operations	-	-	(1,086,638)	**(1,086,638)**
Total comprehensive income / (loss) for the year	**-**	**(38,256,533)**	**(1,086,638)**	**(39,343,171)**
Transactions with owners in their capacity as owners				
Issue of share capital	19,000,000	-	-	**19,000,000**
Capital raising costs	(115,331)	-	-	**(115,331)**
Share based compensation		-	3,702,886	**3,702,886**
At 30 June 2024	**-**	**(204,585,750)**	**22,495,330**	**40,228,746**
At 1 July 2024	**222,319,166**	**(204,585,750)**	**22,495,330**	**40,228,746**
Comprehensive income				
Loss after income tax for the year	-	(16,728,019)	-	**(16,728,019)**
Exchange differences on translation of foreign operations	-	-	3,321,433	**3,321,433**
Total comprehensive income / (loss) for the year	**-**	**(16,728,019)**	**3,321,433**	**(13,406,586)**
Transactions with owners in their capacity as owners				
Issue of share capital	28,514,998	-	-	**28,514,998**
Capital raising costs	(1,175,938)	-	-	**(1,175,938)**
Share based compensation	-	-	(9,562,129)	**(9,562,129)**
At 30 June 2025	**249,658,226**	**(221,313,769)**	**16,254,634**	**44,599,091**

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Consolidated statement of cash flows

for the year ended 30 June 2025

	Notes	2025 $	2024 $
Cash flows from operating activities			
Receipts from Customers		120,633	220,569
Payments for exploration, evaluation & exploitation, trial mine and anode production		(11,332,185)	(17,813,593)
Payments to suppliers, contractors and employees		(7,162,755)	(9,524,272)
German and UK Operations including R&D		(5,862,261)	(5,617,521)
Proceeds from exploration Earn-in Agreement		-	120,120
Interest received		490,496	646,312
Interest paid on leases		(80,662)	(90,065)
Other income – grants		153,851	391,952
Net cash flows (used in) operating activities	15	**(23,672,883)**	**(31,666,498)**
Cash flows from investing activities			
Purchase of plant and equipment		(3,832,044)	(10,447,000)
Security Bonds refunded		-	296,971
Net cash (used in) investing activities		**(3,832,044)**	**(10,150,029)**
Cash flows from financing activities			
Proceeds from issue of securities		28,382,909	19,000,000
Payment for costs of issue of securities		(1,060,848)	(79,000)
Proceeds from exercise of share options		162,090	-
Lease payments		(872,177)	(1,226,571)
Net cash flows (used in) / from financing activities		**26,611,974**	**17,694,429**
Net (decrease) / increase in cash and cash equivalents		**(892,953)**	**(24,122,098)**
Cash and cash equivalents at the beginning of the financial year		14,095,223	38,226,375
Net foreign exchange differences		(18,241)	(9,054)
Cash and cash equivalents at the end of the financial year	4	**13,184,029**	**14,095,223**

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

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Notes to the consolidated financial statements

for the year ended 30 June 2025

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1. Material accounting policy information

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. The financial report of the Group complies with all International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board in their entirety.

The financial report covers the parent Talga Group Ltd and Controlled Entities (the "Group"). Talga Group Ltd is a for profit public company, incorporated and domiciled in Australia.

The financial report has been prepared on an accruals basis and is based on historical cost. Cost is based on the fair values of the consideration given in exchange for assets.

Going concern

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

The Group has cash and cash equivalents of $13.2 million (2024: $14.1 million) and net current assets of $10.5 million (2024: $10.8 million) as at 30 June 2025. The Group made a net loss of $16.7 million (2024: $39.3 million) and has incurred net operating cash outflows of $23.7 million (2024: $31.7 million) for the year ended 30 June 2025. The Group's cash and cash equivalents at the date of this report totaled approximately $8.5 million.

The Directors acknowledge, having regard to the Group's cashflow forecast for the 15-month period ended 30 September 2026, that further funding, in the form of debt and/or equity raisings will be required in order to progress the Group's planned objectives, including the development of the Vittangi Anode Project.

The Directors consider there is a reasonable basis to conclude that further funds can be raised when required given the Group's historical capital raising and strong shareholder support.

As at the date of this report, the Directors are satisfied there is a reasonable basis that the Group will be able to achieve the matters set out above, including the securing of funding for the Vittangi Anode Project, and thus it is appropriate to prepare the financial statements on a going concern basis.

If, however the Group is unable to achieve these matters, then there is a material uncertainty that may cast significant doubt on whether the Group will continue as a going concern and therefore whether it will realise its assets and discharge its liabilities in the normal course of business and at the amounts stated in the financial statements.

The financial statements do not include any adjustments relating to the recoverability or classification of recorded asset amounts, nor the amounts or classification of liabilities that might be necessary should the Group not be able to continue as a going concern.

The following is a summary of the material accounting policies adopted by the Group in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

a. Business combinations

Business combinations occur where an acquirer obtains control over one or more businesses and results in the consolidation of its assets and liabilities.

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The acquisition method requires that for each business combination one of the combining entities must be identified as the acquirer (i.e., parent entity). The business combination will be accounted for as at the acquisition date, which is the date that control over the acquiree is obtained by the parent entity. At this date, the parent shall recognise, in the consolidated accounts, and subject to certain limited exceptions, the fair value of the identifiable assets acquired, and liabilities assumed. In addition, contingent liabilities of the acquiree will be recognised where a present obligation has been incurred and its fair value can be reliably measured.

The acquisition may result in the recognition of goodwill or a gain from a bargain purchase. The method adopted for the measurement of goodwill will impact on the measurement of any non-controlling interest to be recognised in the acquiree where less than 100% ownership interest is held in the acquiree.

The acquisition date fair value of the consideration transferred for a business combination plus the acquisition date fair value of any previously held equity interest shall form the cost of the investment in the separate financial statements. Consideration may comprise the sum of the assets transferred by the acquirer, liabilities incurred by the acquirer to the former owners of the acquiree and the equity interests issued by the acquirer.

Fair value uplifts in the value of pre-existing equity holdings are taken to the statement of comprehensive income. Where changes in the value of such equity holdings had previously been recognised in other comprehensive income, such amounts are recycled to profit or loss.

Included in the measurement of consideration transferred is any asset or liability resulting from a contingent consideration arrangement. Any obligation incurred relating to contingent consideration is classified as either a financial liability or equity instrument, depending upon the nature of the arrangement. Rights to refunds of consideration previously paid are recognised as a receivable. Subsequent to initial recognition, contingent consideration classified as equity is not re-measured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or a liability is re-measured each reporting period to fair value through the statement of comprehensive income unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to the business combination are expensed to the profit or loss.

b. Exploration, evaluation and development expenditure

Exploration and evaluation costs are written off in the year they are incurred. Costs of acquisition are capitalised to areas of interest and carried forward where right of tenure of the area of interest is current and they are expected to be recouped through sale or successful development and exploitation of the area of interest or, where exploration and evaluation activities in the area of interest have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

When an area of interest is abandoned, or the directors decide that it is not commercial, any accumulated acquisition costs in respect of that area are written off in the financial period the decision is made. Each area of interest is also reviewed at the end of each accounting period and accumulated acquisition costs written off to the extent that they will not be recoverable in the future. Where projects have advanced to the stage that directors have made a decision to mine, they are classified as development properties. When further development expenditure is incurred in respect of a development property, such expenditure is carried forward as part of the cost of that development property only when substantial future economic benefits are established. Otherwise, such expenditure is classified as part of the cost of production or written off where production has not commenced.

c. Plant and equipment

Plant and equipment are initially recognised at acquisition cost (including any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the Group's management) and subsequently measured using the cost model (cost less subsequent depreciation and impairment losses).

Depreciation is calculated on either the straight-line basis or diminishing value basis over their useful lives to the Group commencing from the time the asset is held ready for use. The following useful lives are applied:

Operating Equipment:	3–20 years
Office equipment:	1–15 years
Vehicles:	5–8 years
Buildings:	10–40 years

Material residual value estimates and estimates of useful life are updated as required, but at least annually. Gains or losses arising on the disposal of plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss within other income or other expenses.

d. Financial instruments

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument. Financial instruments (except for trade receivables) are measured initially at fair value adjusted by transaction costs, except for those carried at 'fair value through profit or loss', in which case transaction costs are expensed to profit or loss. Where available, quoted prices in an active market are used to determine the fair value. In other circumstances, valuation techniques are adopted. Subsequent measurement of financial assets and financial liabilities are described below.

Trade receivables are initially measured at the transaction price if the receivables do not contain a significant financing component in accordance with AASB 15.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expired.

Classification and measurement

Financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- amortised cost;
- fair value through other comprehensive income (FVOCI); and
- fair value through profit or loss (FVPL).

Classifications are determined by both:

- the contractual cash flow characteristics of the financial assets; and
- the Group's business model for managing the financial asset.

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet with the following conditions (and are not designated as FVPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

Financial assets at fair value through other comprehensive income

The Group measures debt instruments at fair value through OCI if both of the following conditions are met:

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding; and
- the financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling the financial asset.

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI.

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under AASB 132 Financial Instruments: Presentation and are not held for trading.

Financial assets at fair value through profit or loss (FVPL)

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Group designated a financial liability at fair value through profit or loss.

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss. All interest-related charges and, if applicable, gains and losses arising on changes in fair value are recognised in profit or loss.

Impairment

The Group assesses on a forward-looking basis the expected credit loss associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Group applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

e. Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within financial liabilities in current liabilities on the Statement of Financial Position.

f. Trade and other receivables

Trade and other receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30–90 days and therefore are all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Group holds the trade and other receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Details about the Group's impairment policies and the calculation of the loss allowance are provided in note 1(i).

g. Revenue

Revenue from the sale of goods is recognised upon the delivery of goods to customers. Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. Revenue from the rendering of a service is recognised upon the delivery of the service to the customers. All revenue is stated net of the amount of goods and services tax (GST) and Value Added Tax (VAT).

h. Grants

Government and other grants are recognised at fair value where there is reasonable assurance that the grant will be received and all grant conditions will be met. Grants relating to expense items are recognised as income over the periods necessary to match the grant to the costs it is compensating. Grants relating to assets are credited to deferred income at fair value and are credited to income over the expected useful life of the asset on a straight-line basis.

i. Impairment of assets

At each reporting date, the Group reviews the carrying amounts of its tangible and intangible 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). Where the asset does not generate cash flows that are independent from the other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Goodwill, intangible assets with indefinite useful lives and intangible assets not yet ready for use are tested for impairment annually regardless of whether there are impairment indicators or not.

Recoverable amount is the higher of fair value less costs of disposal 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.

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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 (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in the income statement immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) 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 (cash-generating unit) in prior years.

A reversal of an impairment loss is recognised in the income statement immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation increase.

j. Goods and Services Tax (GST) and Value Added Tax (VAT)

Revenues, expenses, and assets are recognised net of the amount of GST/VAT, except where the amount of GST/VAT incurred is not recoverable from the Australian Tax Office (ATO) or relevant Tax Authority. In these circumstances the GST/VAT 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/VAT.

The net amount of GST/VAT recoverable from, or payable to, the ATO or other Tax Authority is included as a current asset or liability in the statement of financial position.

Cash flows are included in the cash flow statement on a gross basis. The GST/VAT components of cash flows arising from investing and financing activities which are recoverable from, or payable to, the ATO or relevant Tax Authority are classified as operating cash flows.

k. Taxation

The Group adopts the liability method of tax-effect accounting whereby the income tax expense is based on the profit/loss from ordinary activities adjusted for any non-assessable or disallowed items.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised, or liability is settled. Deferred tax is credited in the income statement except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

l. Trade and other payables

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services.

m. Share based payments

The Group operates an employee share and option plan. Share-based payments to employees are measured at the fair value of the instruments issued and amortised over the vesting period. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments used, if it is determined the fair value of the goods and services cannot be reliably measured and are recorded at the date the goods or services are received.

Fair value is measured by use of a Black-Scholes option pricing model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

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 shares that will eventually vest.

For cash-settled share-based payments, a liability equal to the portion of the goods or services received is recognised at the current fair value determined at each reporting date.

The value of shares issued to employees financed by way of a non-recourse loan under the employee share plan is recognised with a corresponding increase in equity when the Company receives funds from either the employees repaying the loan or upon the loan termination. All shares issued under the plan with non-recourse loans are considered, for accounting purposes, to be options.

n. Issued capital

Issued and paid-up capital is recognised at the fair value of the consideration received by the Company. Any transaction costs arising from the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

o. Earnings per share

Basic earnings per share is calculated as net earnings attributable to members, adjusted to exclude costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for a bonus element.

Diluted EPS is calculated as net earnings attributable to members, adjusted for costs of servicing equity (other than dividends) and preference share dividends; the after tax effect of dividends and interest associated with dilutive potential ordinary shares that would have been recognised as expenses; and other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares; divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

p. Critical accounting estimates and judgments

The Directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

Key Estimates – Impairment
The Group assesses impairment at the end of each reporting period by evaluating conditions and events specific to the Group that may be indicative of impairment triggers. If impairment triggers are identified, then recoverable amounts of relevant assets are reassessed using value-in-use calculations or fair value assessments which incorporate various key assumptions.

Key Judgment – Environmental issues
Balances disclosed in the financial statements and notes thereto are not adjusted for any pending or enacted environmental legislation, and the Directors' understanding thereof. At the current stage of the Group's development and its current environmental impact, the Directors believe such treatment is reasonable and appropriate. As at 30 June 2025, the Group had no environmental rehabilitation issues to provide for.

Share based payments
The Group measures the cost of equity-settled and cash-settled transactions by reference to the fair value of the goods or services received in exchange if it can be reliably measured. If the fair value of the goods or services cannot be reliably measured, the costs is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using the Black-Scholes model and the assumptions and carrying amount at the reporting date, if any, is disclosed in note 26.

Deferred tax
The potential deferred tax asset arising from the tax losses and temporary differences have not been recognised as an asset, other than to offset existing deferred tax liabilities in the same jurisdiction, because recovery of the tax losses is not yet considered probable (refer note 3).

q. Application of new and revised accounting standards

New and amended accounting policies adopted by the Group
The Group has adopted all the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to its operations and effective for an accounting period that begins on or after 1 July 2024. The adoption of any changes to accounting standards and interpretations did not have any material impact on the financial performance of the Group.

New and revised Standards and amendments thereof and Interpretations effective for the current year that are relevant to the Group include:

AASB 2020-1 Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current, AASB 2020-6 Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current – Deferral of Effective Date and AASB 2022-6 Amendments to Australian Accounting Standards - Non-current Liabilities with Covenants
The amendments to AASB 101 Presentation of Financial Statements affect only the presentation of liabilities as current or non-current in the statement of financial position and not the amount or timing of recognition of any asset, liability, income or expenses, or the information disclosed about those items.

AASB 2022-5 Amendments to Australian Accounting Standards – Lease Liability in a Sale and Leaseback
Requires a seller-lessee to subsequently measure lease liabilities arising from a sale and leaseback transaction in a way that does not result in recognition of a gain or loss that relates to the right of use it retains. The Group does not currently have sale and leaseback arrangements. The Group will apply the amendments if sale and leaseback arrangements are entered into in the future.

AASB 2023-1 Amendments to Australian Accounting Standards – Supplier Finance Arrangements
Amends: AASB 107 Statement of Cash Flows to require entities to provide qualitative and quantitative information about its supplier finance arrangements; AASB 7 Financial Instruments: Disclosures by adding supplier finance arrangements as an example within the requirements to disclose information about an entity's exposure to concentration of liquidity risk. The Group does not currently have Supplier Finance Arrangements.

AASB 2023-5 Amendments to Australian Accounting Standards – Lack of Exchangeability
Amends AASB 121 The Effects of Changes in Foreign Exchange Rates by specifying how to assess whether a currency is exchangeable and how to determine the exchange rate when it is not. The Group does not currently have currencies not exchangeable at the measurement date.

Standards issued but not yet effective
The Group is yet to assess in detail the potential impacts on its consolidated financial statements of the following, however they are not expected to have a material impact on the consolidated financial statements.

AASB 2014-10 Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (as amended) – effective date 1 January 2028
Limits the recognition of gain or loss arising from the loss of control of a subsidiary that does not contain a business in a transaction with an associate or joint venture to the extent of the unrelated investors' interest in that associate or joint venture. Similar limitations apply to remeasurements of retained interests in former subsidiaries.

These amendments may impact the Group's consolidated financial statements in future periods should such transactions arise.

AASB 18 Presentation and Disclosure in Financial Statements – effective date 1 January 2027
This Standard will not change the recognition and measurement of items in the financial statements, but will affect presentation and disclosure in the financial statements, including introducing new categories and subtotals in the statement of profit or loss, requiring the disclosure of management defined performance measures, and changing the grouping of information in the financial statements. The impact of the initial application is yet to be assessed.

r. Foreign Currency

i. Functional and presentation currency
The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency. The functional currency of the Consolidated Entity's subsidiaries, Talga Mining Pty Ltd, is Australian dollars, Talga AB and Talga Battery Metals AB, is the Swedish Krona (SEK), Talga Advanced Materials GmbH, is the Euro (EUR) and Talga Technologies Limited is Great Britain Pounds (GBP) and Talga Anode UK Limited are in (GBP).

ii. Foreign currency transactions
Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising on retranslation are generally recognised in profit or loss. However, foreign currency differences arising from the retranslation of the following items are recognised in other comprehensive income:

- Investments at fair value through other comprehensive income (except on impairment in which case foreign currency differences that have been recognised in other comprehensive income are reclassified to profit or loss);
- A financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; or
- Qualifying cash flow hedges to the extent the hedge is effective.

iii. Foreign operations
For the purposes of presenting consolidated financial statements, the assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Australian dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Australian dollars at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and presented in the foreign currency translation reserve (translation reserve) in equity. However, if the foreign operation is a non-wholly owned subsidiary, then the relevant proportion of the translation difference is allocated to the non-controlling interests.

When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such items are considered to form part of the net investment in the foreign operation and are recognised in other comprehensive income and presented in the translation reserve in equity.

s. Principles of consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Talga Group Ltd) and all of its subsidiaries. Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 25.

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

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

t. Fair value of assets and liabilities

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

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

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

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

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

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

Valuation techniques

In the absence of an active market for an identical asset or liability, the Group selects and uses one or more valuation techniques to measure the fair value of the asset or liability. The Group selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Group are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.
- Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Group gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

Fair value hierarchy

AASB 13 requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1: Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2: Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Measurements based on unobservable inputs for the asset or liability.

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The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

The Group would change the categorisation within the fair value hierarchy only in the following circumstances:

- if a market that was previously considered active (Level 1) became inactive (Level 2 or Level 3) or vice versa; or
- if significant inputs that were previously unobservable (Level 3) became observable (Level 2) or vice versa.

When a change in the categorisation occurs, the Group recognises transfers between levels of the fair value hierarchy (i.e., transfers into and out of each level of the fair value hierarchy) on the date the event or change in circumstances occurred.

u. Leases – the Group as lessee

At inception of a contract the Group assesses if the contract contains or is a lease. If there is a lease present, a right-of-use asset and a corresponding liability are recognised by the Group where the Group is a lessee. However, all contracts that are classified as short-term leases (i.e. leases with a remaining lease term of 12 months or less) and leases of low-value assets are recognised as an operating expense on a straight-line basis over the term of the lease.

Initially, the lease liability is measured at the present value of the lease payments still to be paid at the commencement date. The lease payments are discounted at the interest rate implicit in the lease. If this rate cannot be readily determined, the Group uses an incremental borrowing rate.

Lease payments included in the measurement of the lease liability are as follows;

- Fixed lease payments less any lease incentives;
- variable lease payments that depend on index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options if the lessee is reasonably certain to exercise the options;
- lease payments under extension options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of options to terminate the lease.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, any lease payments made at or before the commencement date and any initial direct costs. The subsequent measurement of the right-of-use assets is at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the lease term or useful life of the underlying asset, whichever is the shortest.

Where a lease transfers ownership of the underlying asset or the costs of the right-of-use asset reflects that the Group anticipates to exercise a purchase option, the specific asset is depreciated over the useful life of the underlying asset.

v. Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provision for employee entitlements

Provision is made for employee entitlements accumulated as a result of employees rendering services up to the end of the reporting period. These benefits include wages, salaries, annual leave and long service leave. Liabilities in respect of employees' services rendered are not expected to be wholly settled within one year after the end of the period in which the employees render the related services are measured at the present value of the estimated future cash outflow to the employees. Liabilities expected to be wholly settled within one year after the end of the period in which the employees render the related services are measured at the amount due to be paid.

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2. Revenue and other income

	2025 $	2024 $
Product Sales	**106,168**	**225,405**
Interest revenue	499,294	655,412
Research and development refund	200,290	261,840
Grants - Research and development projects	967,594	320,322
Earn-in Agreement - exclusivity fee	-	121,973
Total other income	**1,667,178**	**1,359,547**

3. Income taxes

Prima facie income tax benefit at 25% (2024: 25%) on loss from ordinary activities is reconciled to the income tax provided in the financial statements.*

a. Income tax

	2025 $	2024 $
Loss before income tax	(16,728,019)	(38,256,533)
Current Tax Expense / (Benefit) at 25%	(4,182,005)	(9,564,133)
Tax effect of		
Differences in overseas tax rates	1,044,705	(1,156,191)
Expenses not allowed / income not assessable	(2,388,488)	927,399
Section 40-880 deduction (capital raise costs through equity)	(58,797)	(5,767)
Future income tax benefit not brought to account	5,584,585	9,798,692
Income tax attributable to operating losses	-	-

b. Deferred tax assets*

	2025 $	2024 $
Australian tax losses	15,910,502	12,498,170
Provisions net of prepayments	144,828	192,950
Section 40-880 deduction	704,135	739,787
Other deferred amounts	456,552	362,316
Accruals	25,887	22,646
Prepayments	(147,364)	(100,180)
Unrecognised deferred tax assets relating to the above temporary differences	**17,094,540**	**13,715,689**

* The tax calculations for the year ended 2025 are based on the tax jurisdiction of the parent entity and the tax consolidated group (Talga Group Ltd and Talga Mining Pty Ltd) only.

The estimated foreign (German/Swedish/UK) cumulative tax losses are approximately $131 million and the deferred tax benefit from the cumulative foreign tax losses not recognised, as their realisation is not probable, is approximately $25.8 million (based on a German/Swedish/UK tax rate of 15.0%/21.6%/19.0%).

The benefits will only be obtained if:

- The Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deduction for the losses to be realised.
- The Group continues to comply with the conditions in deductibility imposed by the Law; and
- No change in tax legislation adversely affects the Group in realising the benefits from the deductions or the losses.

4. Cash and cash equivalents

	2025 $	2024 $
Cash at bank	**13,184,029**	**14,095,223**

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5. Trade and other receivables

	2025 $	2024 $
Current		
Trade debtors and grant receivables	18,828	70,070
R&D refund receivable	559,376	-
GST / VAT receivable	964,678	956,131
Total trade and other receivables	**1,542,882**	**1,026,201**

6. Other receivables

	2025 $	2024 $
Non current		
Security term deposit	291,957	271,006
Environmental bond	26,421	21,908
Total security deposits	**318,378**	**292,915**

Security term deposit relates to a term deposit taken out as security for rent of the Perth head office and German pilot plant facility. The Environmental Bond (SEK 150,063) relates to term deposits taken out as security for the Vittangi Trial Mine.

7. Prepayments

	2025 $	2024 $
Balance at the start of the financial year	745,019	687,970
Movement for the period	(425,662)	57,049
Balance at the end of the financial year	**319,357**	**745,019**

8. Property, plant and equipment

	Plant and Equipment	Land and Buildings	Construction in progress	Total
Net book value, as at 1 July 2024	**13,120,665**	**5,052,194**	**10,122,248**	**28,295,107**
Additions	436,795	-	3,938,986	4,375,781
Depreciation charge	(1,980,048)	(668,127)	-	(2,648,175)
Effect of foreign currency exchange differences	821,618	636,643	1,769,335	3,227,596
Net book value, as at 30 June 2025	**12,399,030**	**5,020,710**	**15,830,569**	**33,250,309**
Cost	20,168,932	6,663,534	15,830,569	42,663,035
Accumulated depreciation	(7,769,902)	(1,642,824)	-	(9,412,726)
Net book value, as at 1 July 2023	**14,022,958**	**5,397,224**	**1,294,797**	**20,714,979**
Additions	400,930	-	9,412,289	9,813,219
Depreciation charge	(1,679,084)	(424,126)	-	(2,103,210)
Effect of foreign currency exchange differences	(375,860)	79,096	584,839	(129,883)
Net book value, as at 30 June 2024	**13,120,664**	**5,052,194**	**10,122,247**	**28,295,105**
Cost	17,922,750	5,893,755	10,122,247	33,938,752
Accumulated depreciation	(4,802,086)	(841,561)	-	(5,643,647)

9. Leases

	Right of use assets
Net book value, as at 1 July 2024	**1,386,071**
Additions	447,456
Depreciation charge	(866,695)
Effect of foreign currency exchange differences	66,045
Net book value, as at 30 June 2025	**1,032,877**
Cost	3,117,175
Accumulated depreciation	(2,084,298)

	Right of use assets
Net book value, as at 1 July 2023	**2,303,006**
Additions	272,862
Depreciation charge	(1,205,355)
Effect of foreign currency exchange differences	15,558
Net book value, as at 30 June 2024	**1,386,071**
Cost	4,041,289
Accumulated depreciation	(2,655,218)

	2025 $	2024 $
Liabilities at the end of period in the relation to right of use assets are:		
Current Lease Liability	540,236	602,221
Non-Current Lease Liability	543,777	838,797
Amounts recognised in statement of profit or loss for the period in relation to right of use assets and lease liabilities are:		
Depreciation right-of-use assets	866,695	1,205,355
Interest expense	80,662	90,065
Expense relating to short-term leases (included in administration expenses)	253,693	158,709
Expense relating to leases of low value assets (included in administration expenses)	53,802	47,892

The lease principal payments totaling $872,177 (2024: $1,291,968) during the period are recorded in the statement of cashflows.

At initial recognition, the lease liability was measured as the present value of minimum lease payments using the Group's incremental borrowing rate of 4% - 6.9%. The incremental borrowing rates were based on the unsecured interest rate that would apply if finance was sought for an amount and time period equivalent to the lease requirements of the Group. Each lease payment is allocated between the liability and interest expense. The interest expense of $80,662 (2024: $90,065) is included in administration expenses in the consolidated statement of profit or loss and other comprehensive income.

10. Trade and other payables

	2025 $	2024 $
Current payables		
Trade creditors	1,481,685	2,326,533
Accruals	568,317	381,092
Superannuation / PAYG payable	330,878	327,457
Total trade and other payables	**2,380,881**	**3,035,082**

Trade liabilities are non-interest bearing and normally settled on 30-day terms.

11. Provisions – current liabilities

	2025 $	2024 $
Provision for annual leave	1,362,979	1,200,432
Provision for long service leave	220,868	190,728
Total	**1,583,847**	**1,391,160**

12. Issued capital

	2025 $	2024 $
Issued and fully paid	**249,658,226**	**222,319,166**

	2025 Number	2025 $	2024 Number	2024 $
Fully paid ordinary shares	**454,593,026**	**249,658,226**	**379,754,172**	**222,319,166**

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Movement reconciliation

Ordinary shares	Date	Quantity	Issued Price	$
Balance 30 June 2023		**360,754,172**		**203,434,497**
Placement	24/11/2023	19,000,000	1.00	19,000,000
Less transaction costs				(115,331)
Balance 30 June 2024		**379,754,172**		**222,319,166**
Placement	7/08/2024	25,000,000	0.38	9,500,000
Share Purchase Offer	29/08/2024	23,684,674	0.38	9,000,000
Exercise of loyalty options	21/10/2024	11,455	0.55	6,300
Exercise of loyalty options	20/11/2024	217,657	0.55	119,711
Exercise of loyalty options	20/12/2024	29,075	0.55	15,991
Exercise of loyalty options	20/01/2025	5,588	0.55	3,073
Exercise of loyalty options	18/02/2025	18,617	0.55	10,239
Exercise of loyalty options	2/04/2025	2,546	0.55	1,400
Exercise of loyalty options	22/04/2025	9,770	0.55	5,374
Placement	27/05/2025	24,632,272	0.40	9,852,909
Exercise of Performance Rights	12/07/2024	333,000	-	-
Exercise of Performance Rights	28/10/2024	216,300	-	-
Exercise of Performance Rights	20/12/2024	83,000	-	-
Exercise of Performance Rights	20/01/2025	124,400	-	-
Exercise of Performance Rights	18/02/2025	131,000	-	-
Exercise of Performance Rights	11/03/2025	147,300	-	-
Exercise of Performance Rights	28/03/2025	71,300	-	-
Exercise of Performance Rights	29/04/2025	60,900	-	-
Exercise of Performance Rights	5/06/2025	60,000	-	-
Less transaction costs				(1,175,938)
Balance 30 June 2025		**454,593,026**		**249,658,226**

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Capital Management

Management controls the capital of the Group in order to ensure that the Group can fund its operations and continue as a going concern. The Group's capital includes ordinary share capital. There are no externally imposed capital requirements.

The working capital position of the Group as at 30 June 2025 is as follows:

	2025 $	2024 $
Cash and cash equivalents	13,184,029	14,095,223
Trade and other receivables	1,542,882	1,026,201
Prepayments	319,357	745,019
Trade and other payables	(2,380,881)	(3,035,082)
Lease liability	(540,236)	(602,221)
Provisions – employee entitlements	(1,583,847)	(1,391,160)
Working capital position	**10,541,304**	**10,837,980**

13. Reserves

		2025 $	2024 $
a.	Unlisted option reserve	11,799,933	21,362,063
b.	Listed option reserve	843,939	843,939
c.	Foreign currency reserve	3,629,419	307,985
d.	Financial assets reserve	(18,657)	(18,657)
Total reserves		**16,254,634**	**22,495,330**

a. Unlisted option and performance rights reserve

	2025 $	2024 $
Balance at the start of the financial year	**21,362,063**	**17,659,177**
Share-based payments (credit) / expense	(9,562,130)	3,702,886
Balance at the end of the financial year	**11,799,933**	**21,362,063**

The unlisted options and performance rights reserve is to record the value of equity benefits provided to employees and Directors as part of their remuneration.

b. Listed option reserve

	2025 $	2024 $
Balance at the start of the financial year	**843,939**	**843,939**
Movement during the year	-	-
Balance at the end of the financial year	**843,939**	**843,939**

The listed option reserve represents the value of 45.5 million options issued to shareholders on 20 June 2016 for $0.02 which were exercisable at $0.45 and expired in December 2018.

c. Foreign currency reserve

	2025 $	2024 $
Balance at the start of the financial year	**307,985**	**1,394,623**
Movement during the year	3,321,433	(1,086,638)
Balance at the end of the financial year	**3,629,419**	**307,985**

The foreign currency translation reserve represents exchange differences arising from the translation of non-Australian dollar functional currency operations within the Group into Australian dollars.

d. Financial asset reserve

	2025 $	2024 $
Balance at the start of the financial year	**(18,657)**	**(18,657)**
Movement during the year	-	-
Balance at the end of the financial year	**(18,657)**	**(18,657)**
Total Reserves	**16,254,634**	**22,495,330**

The financial asset reserve represents the revaluation of investments in shares recognised through other comprehensive income.

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14. Accumulated losses

	2025 $	2024 $
Balance at the start of the financial year	**(204,585,750)**	**(166,329,217)**
(Loss) for the year	(16,728,019)	(38,256,533)
Balance at the end of the financial year	**(221,313,769)**	**(204,585,750)**

15. Cash flow information

	2025 $	2024 $
Reconciliation of cash flows from operating activities with loss after income tax		
Loss after income tax	(16,728,019)	(38,256,533)
Non-cash flows in loss for the year		
Depreciation expense - office and field equipment and right-of-use assets	3,514,870	3,308,564
Share based payment	(9,562,130)	3,702,886
Foreign exchange loss	(306,239)	(30,705)
Other non-cash items	(13,367)	(727,971)
Changes in assets and liabilities		
Decrease (increase) in trade and other receivables	(542,146)	1,765,736
Increase (decrease) in trade and other payables	(654,201)	(1,783,795)
Decrease (increase) in prepayments	425,662	(57,049)
Increase (decrease) in provisions	192,687	412,369
Net cash outflows from operating activities	**(23,672,883)**	**(31,666,498)**

Non-Cash Financing and Investing Activities

There have been non-cash financing and investing activities for the 2025 financial year where shares were issued after cashless exercise of 1,227,200 performance rights. There were no non-cash financing and investing activities for the 2024 financial year.

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16. Loss per share

	2025 $	2024 $
Net loss used in calculating the basic loss per share	(16,728,019)	(38,256,533)

	2025 #	2024 #
Weighted average number of shares on issue during the financial year used in the calculation of basic loss per share	428,807,263	372,174,937
Basic loss per share (cents per share)	(3.90)	(10.28)
Diluted loss per share (cents per share)	(3.90)	(10.28)

This calculation does not include shares under option that could potentially dilute basic earnings per share in the future as the Group has incurred a loss for the year, and therefore those options are anti-dilutive. See note 26 for unlisted options and performance rights that could potentially dilute basic earnings per share in the future, but not included in the calculation of diluted earnings per share.

17. Key Management Personnel compensation

a. Remuneration of Director and Key Management Personnel

The aggregate compensation paid to Directors and other KMP of the Group and recognised as an expense during the reporting period is set out below:

	2025 $	2024 $
Short-term employee benefits	1,706,271	1,796,198
Long-term employee benefits	24,699	51,426
Post-employment benefits	176,946	135,134
Share-based payments	(9,947,493)	2,712,828
Termination payments	157,961	-
Total	**(7,881,616)**	**4,695,586**

b. Remuneration options and performance rights: granted and vested during the year

The total (credit) / expense recognised in the 2025 financial year for the options and performance rights issued to Key Management Personnel was $(9,947,492) (2024: $2,712,828).

During the year ended 30 June 2025, there were no new performance rights or options granted to Directors or Key Management Personnel.

c. Related party transactions

No related party transactions occurred during the current or prior financial year.

18. Auditors' remuneration

	2025 $	2024 $
Fees to Ernst & Young (Australia)		
— Fees for auditing the statutory financial report of the parent covering the group	132,998	113,891
— Fees for other services - taxation advice and compliance services	100,782	169,660
Total fees to Ernst & Young (Australia)	233,780	283,551
Fees to other overseas member firms of Ernst & Young (Australia)		
— Fees for auditing the financial report of any controlled entities	38,056	54,393
— Fees for other services - taxation advice and compliance services	46,437	-
Total fees to overseas member firms of Ernst & Young (Australia)	**84,493**	**54,393**
Total Auditors' Remuneration	**318,273**	**337,944**

19. Commitments

Commitments for the acquisition of property, plant and equipment by the Group:	2025 $	2024 $
Plant and equipment		
Not longer than 1 year	-	2,451,093
Longer than 1 year and not longer than 5 years	-	-
Longer than 5 years	-	-
Total	**-**	**2,451,093**

During the year, the Group honored its 2024 financial year commitments for the acquistion of property, plant and equipment. The Group does not have any minimum exploration or development commitments.

20. Financial instruments

Financial Risk Management Policies

The Group's financial instruments consist of deposits with banks, receivables, payables, and lease liabilities. No financial derivatives are held.

Financial Risk Exposures and Management

The main risk the Group is exposed to through its financial instruments is interest rate risk.

Interest Rate Risk

Interest rate risk is managed by obtaining the best commercial deposit interest rates available in the market by the major Australian Financial Institutions.

Credit Risk Exposures

Credit risk represents the loss that would be recognised if the counterparties default on their contractual obligations resulting in financial loss to the Group. The Group has adopted the policy of only dealing with creditworthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group measures credit risk on a fair value basis.

The Group does not have any significant credit risk to any single counterparty or any group of counterparties having similar characteristics. The credit risk on financial assets of the Group, which have been recognised in the Statement of Financial Position, is the carrying amount, net of any provision for doubtful debts.

Cash at bank and short-term deposits are held in financial institutions which must have a minimum AA2 rating.

	2025 $	2024 $
Trade and other current receivables		
Group 1	-	-
Group 2	1,542,883	1,026,201
Group 3	-	-
Total trade and other current receivables	**1,542,883**	**1,026,201**
Cash at bank and short-term deposits	13,184,029	14,095,223
Total cash at bank and short-term deposits	**13,184,029**	**14,095,223**

Group 1: new customers (less than 6 months).

Group 2: existing customers (more than 6 months) with no defaults in the past.

Group 3: existing customers (more than 6 months) with some defaults in the past. All defaults were fully recovered.

i. **Liquidity Risk**

Liquidity risk is the risk that the Group might be unable to meet its financial liability obligations. The Group manages liquidity risk by monitoring forecast cash flows. The Group does not have any significant liquidity risk as the Group does not have any collateral debts.

ii. **Net Fair Values**

The net fair values of:

— Other financial assets and other financial liabilities approximate their carrying value.

iii. **Interest Rate Risk**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group has performed 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.

Interest Rate Sensitivity Analysis

At 30 June 2025, the effect on loss as a result of changes in the interest rate, with all other variables remaining constant would be as follows:

	2025 $	2024 $
Change in loss		
Increase in interest rate by 100 basis points	131,840	140,952
Decrease in interest rate by 100 basis points	(131,840)	(140,952)
Change in equity		
Increase in interest rate by 100 basis points	131,840	140,952
Decrease in interest rate by 100 basis points	(131,840)	(140,952)

	Floating interest rate $	Fixed interest rate $	Non interest bearing $	Total $	Weighted average interest rate %
2025 Financial Assets					
Cash and cash equivalents	2,535,069	9,502,000	1,146,961	**13,184,029**	4.1%
Trade and other receivables	-	-	1,542,883	**1,542,883**	-
Security Deposit	-	67,110	251,268	**318,378**	4.0%
Other financial assets	-	-	-	**-**	-
Total financial assets	**2,535,069**	**9,569,110**	**2,941,112**	**15,045,291**	
Financial Liabilities					
Trade and other payables	-	-	2,380,881	**2,380,881**	
Lease Liability	-	1,084,013	-	**1,084,013**	
Total financial liabilities	**-**	**1,084,013**	**2,380,881**	**3,464,894**	
2024 Financial Assets					
Cash and cash equivalents	2,863,351	9,818,318	1,413,554	**14,095,223**	1.5%
Trade and other receivables	-	-	1,026,201	**1,026,201**	-
Security deposit	-	67,110	225,803	**292,913**	3.4%
Other financial assets	-	-	-	**-**	-
Total financial assets	**2,863,351**	**9,885,428**	**2,665,558**	**15,414,337**	
Financial liabilities					
Trade and other payables	-	-	3,035,082	**3,035,082**	
Lease liabilities	-	1,441,018	-	**1,441,018**	
Total financial liabilities	**-**	**1,441,018**	**3,035,082**	**4,476,100**	

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Foreign currency risk

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the entity's functional currency.

The Group conducts exploration, mining development and battery anode production activities in Sweden (transaction currency is SEK), product development in the United Kingdom (transaction currency is GBP) as well as Germany where the Group is developing a graphite/graphene pilot plant facility (transaction currency is EUR). The Group is subject to foreign currency value fluctuations in the course of its operations. To mitigate the Group's exposure, currency rates are monitored regularly and funds are transferred to the foreign operations when rates are more favourable and also plans to curtail this impact by paying foreign currency invoices in a timely fashion.

As at 30 June 2025, the Group's exposure to recognised assets and liabilities denominated in a currency that is not the entity's functional currency was not material.

21. Segment note

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance. The term 'chief operating decision maker' identifies a function, not necessarily a manager with a specific title. That function is to allocate resources to and assess the performance of the operating segments of an entity. The Company's Board is the chief operating decision maker as it relates to segment reporting.

The Group operates in three operating segments being graphite exploration, graphite development; and research and development in four geographical locations, being graphite exploration and development in Sweden, graphite/graphene research and development in Germany and research and development in the United Kingdom, with Australia as unallocated corporate. This is the basis on which internal reports are provided to the directors for assessing performance and determining the allocation of resources within the Group.

2025	Sweden $	Germany $	United Kingdom $	Australia unallocated corporate $	Total $
Segment performance					
Revenues from ordinary activities	27,745	78,419	-	-	**106,168**
Other Income	331,068	3,213	840,884	492,013	**1,667,178**
Total segment revenue and income	**358,817**	**81,632**	**840,884**	**492,013**	**1,773,346**
Segment expense (including write-offs)	**(11,840,206)**	**(3,809,173)**	**(5,496,171)**	**2,644,185**	**(18,501,365)**
Major segment expense breakdown					
Trial mine and anode production	(8,695,201)	-	-	-	
Research and product development	-	(2,212,334)	(3,192,128)	-	
Exploration, evaluation and exploitation expenditure	(1,063,122)	-	-	-	
Write down of acquisition costs	(113,376)	-	-	(161,572)	
Employee benefits and Director fees	-	-	-	(3,865,375)	
Administration, compliance and regulatory	(1,441,191)	(19,861)	(247,833)	(3,842,871)	
Share based payments	-	-	-	9,562,130	
Reconciliation of segment result to net loss before tax					
Segment Result					(13,519,387)
Unallocated items					(3,208,632)
Net loss before tax from continuing operations					**(16,728,019)**
Segment assets as at 30 June 2025					
as at 1 July 2024	25,367,090	3,007,339	4,148,104	13,573,474	**46,096,007**
Movement					
Cash and cash equivalents	(326,770)	1,716	38,458	(624,598)	**(911,194)**
Grant funding receivable	(7,986)	107,389	384,263	58,480	**542,146**
Financial assets	-	-	-	-	**-**
Plant and equipment	5,648,487	(835,977)	(64,400)	(146,101)	**4,602,009**
Exploration and evaluation expenditure	(255,473)	-	-	-	**(255,473)**
Other	13,253	(41,617)	(449,970)	52,671	**(425,663)**
	30,438,601	**2,238,850**	**4,056,455**	**12,913,926**	**49,647,832**
Reconciliation of segment assets to total assets					
Other assets					-
Total assets from continuing operations					**49,647,832**

2025	Sweden $	Germany $	United Kingdom $	Australia unallocated corporate $	Total $
Segment liabilities					
Segment liabilities as at 30 June 2025	2,424,774	344,036	902,848	1,377,083	5,048,741
Reconciliation of segment liabilities to total liabilities					
Unallocated items					-
Total liabilities from continuing operations					**5,048,741**

2024	Sweden $	Germany $	United Kingdom $	Australia unallocated corporate $	Total $
Segment performance					
Revenues from ordinary activities	97,895	127,510	-	-	**225,405**
Other Income	131,065	53,018	529,195	646,269	**1,359,547**
Total segment revenue and income	**228,960**	**180,528**	**529,195**	**646,269**	**1,584,952**
Segment expense (including write-offs)	**(19,779,396)**	**(3,410,130)**	**(3,627,107)**	**(13,024,852)**	**(39,841,485)**
Major segment expense breakdown					
Trial mine and anode production	(11,789,149)	-	-	-	
Research and product development	-	(2,703,739)	(2,875,770)	-	
Exploration, evaluation and exploitation expenditure	(3,549,770)	-	-	-	
Employee benefits and Director fees	-	-	-	(4,265,270)	
Administration, compliance and regulatory	(2,071,396)	(168,683)	(206,609)	(5,230,353)	
Share based payments	-	-	-	(3,702,886)	
Reconciliation of segment result to net loss before tax					
Segment Result					(34,978,675)
Unallocated items					(3,277,858)
Net loss before tax from continuing operations					**(38,256,533)**

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2024	Sweden $	Germany $	United Kingdom $	Australia unallocated corporate $	Total $
Segment assets as at 30 June 2024					
as at 1 July 2023	17,365,805	3,064,783	4,627,604	40,091,009	**65,149,201**
Movement					
Cash and cash equivalents	692,038	204,288	72,008	(25,099,488)	**(24,131,154)**
Grant funding receivable	(528,002)	219,116	(24,591)	(1,432,259)	**(1,765,736)**
Financial assets	-	-	-	-	**-**
Plant and equipment	7,785,787	(519,231)	(505,236)	(98,130)	**6,663,190**
Exploration and evaluation expenditure	123,451	-	-	-	**123,451**
Other	(71,986)	38,382	(21,682)	112,340	**57,054**
	25,367,093	**3,007,338**	**4,148,103**	**13,573,472**	**46,096,006**
Reconciliation of segment assets to total assets					
Other assets					-
Total assets from continuing operations					**46,096,006**
Segment liabilities					
Segment liabilities as at 30 June 2024	2,507,104	480,594	1,165,100	1,714,462	5,867,260
Reconciliation of segment liabilities to total liabilities					
Unallocated items					-
Total liabilities from continuing operations					**5,867,260**

22. Subsequent events

There has not been any other matter or circumstances occurring subsequent to the end of the financial year that has significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

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23. Related parties

Related party transactions with management personnel are disclosed in note 17.

24. Parent information

The following information has been extracted from the books and records of the parent and has been prepared in accordance with Australian Accounting Standards. Talga Group Ltd has not entered into cross guarantees in relation to the debts of its wholly owned subsidiaries. There are no guarantee of contingencies and subsequent events other than mentioned elsewhere in this report.

Statement of financial position	2025 $	2024 $
Assets		
Current assets	12,581,997	13,095,439
Non-current assets	399,990	877,794
Total assets	**12,981,987**	**13,973,233**
Liabilities		
Current liabilities	1,256,080	1,642,052
Non-current liabilities	118,045	207,866
Total liabilities	**1,374,124**	**1,849,918**
Net assets	**11,607,863**	**12,123,315**
Equity		
Issued capital	249,658,226	222,304,060
Accumulated losses	(250,380,072)	(233,516,973)
Reserves	12,329,708	23,336,228
Total equity	**11,607,863**	**12,123,315**
Statement of profit or loss and other comprehensive income		
Net (loss) for the year	(2,983,766)	(12,376,265)
Total comprehensive (loss) for the year	**(2,983,766)**	**(12,376,265)**

25. Controlled entities

Talga Group Ltd has a 100% direct and indirect interest in the following subsidiaries:

		Percentage Owned (%)*	
Name of Entity	**Country of Incorporation**	**30 June 2025**	**30 June 2024**
Talga Mining Pty Ltd	Australia	100%	100%
Talga Advanced Materials GmbH	Germany	100%	100%
Talga Technologies Limited	United Kingdom	100%	100%
Talga Anode UK Limited	United Kingdom	100%	100%
Talga AB	Sweden	100%	100%
Talga Battery Metals AB	Sweden	100%	100%
Talga Tech AB (incorporated on 25/08/2021)	Sweden	100%	100%
Jalk Graphite AB (incorporated on 25/08/2021)	Sweden	100%	100%
Raita Graphite AB (incorporated on 25/08/2021)	Sweden	100%	100%

* Percentage of voting power is in proportion to ownership.

26. Share based payments

The (credit) / expense recognised for the financial year, including what is disclosed at note 17(b) for options and performance rights that were granted in the current and previous years was $(9,562,130) (2024: $3,702,886). Share based payments for the financial year have been determined by allocating the grant date value on a straight-line basis over the period from grant date to vesting date with the relevant proportion expensed for this financial year.

The Company will transfer or allot to the Participant that number of Shares equal in value to the positive difference between the then Market Value of the Shares at the time of exercise and the Exercise Price that would otherwise be payable to exercise those Convertible Securities.

There were no new share-based payments granted during the financial year.

The net share-based payment credit recognised for the year included a reversal of $10,433,526 of the cumulative expense recognised in prior periods in relation to awards with non-market based vesting conditions that lapsed in the current period, as follows:

Share-based payments	**No. of awards**	**Original vesting date**	**Vesting condition**	**Reversal of cumulative expense recognised in prior periods $**
Class A options	5,000,000	31-12-24	(i)	5,341,227
Class B options	2,000,000	31-12-24	(i)	1,350,000
Performance rights	2,100,000	31-12-24	(i)	3,643,500
Performance rights	334,000	30-06-26	(ii)	98,799
Total				**10,433,526**

(i) The Company obtaining project financing to enable a Final Investment Decision for the first commercial Talnode-C and / or Talnode-Si plant on or before 31 December 2024.

(ii) Employee to remain in the employment of the entity until the vesting date.

	2025		2024	
	Number of options / rights	**Weighted average exercise price $**	**Number of options / rights**	**Weighted average exercise price $**
Balance at beginning of financial year	**13,784,000**	**0.82**	**12,447,900**	**0.98**
Options granted during the financial year	-	-	-	-
Rights granted during the financial year	-	-	1,336,100	-
Expired unvested during the financial year	(11,008,000)	0.99	-	-
Exercised during the financial year	(1,227,800)	-	-	-
Balance at end of the financial year	**1,548,200**	**-**	**13,784,000**	**0.82**
Exercisable at end of the financial year	**1,384,600**	**-**	**-**	**-**

The share based payment options and performance rights outstanding at the end of the financial year had a weighted average exercise price of $0.0 (2024: $0.82) and a weighted average remaining contractual life of 0.52 years (2024:1.29).

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Unlisted share options and performance rights

During the period ending 30 June 2025, the Group had the following ordinary shares under option or subject to performance rights (unlisted) either by cash or non-cash settlement.

- **5,000,000 unlisted options with an exercise price of $1.12 expiring on 30 June 2025;**

  Vesting Conditions: The Company obtaining project financing to enable a Final Investment Decision for the first commercial Talnode®-C and / or Talnode®-Si plant on or before 31 December 2024 (New Milestone).

  Vesting date: 31 December 2024

  Vesting conditions were not met and therefore these lapsed in the current period.

- **2,000,000 unlisted options with an exercise price of $2.16 expiring on 30 June 2025(i);**

  Vesting Conditions: The Company obtaining project financing to enable a Final Investment Decision for the first commercial Talnode®-C and / or Talnode®-Si plant on or before 31 December 2024 (New Milestone).

  Vesting date: 31 December 2024

  Vesting conditions were not met and therefore these lapsed in the current period.

- **2,100,000 performance rights expiring on 30 June 2025(i);**

  Vesting Conditions: The Company obtaining project financing to enable a Final Investment Decision for the first commercial Talnode®-C and / or Talnode®-Si plant on or before 31 December 2024 (New Milestone).

  Vesting date: 31 December 2024

  Vesting conditions were not met and therefore these lapsed in the current period.

- **1,000,000 performance rights expiring on 31 December 2025;**

  Vesting Conditions: Subject to remaining an employee or otherwise engaged by the Company in the role of CEO Europe (or such other role as may be agreed between the Company and Martin Phillips) at all times until the Milestone Date.

  Vesting date: 500,000 on 31 December 2023
  Vesting date: 500,000 on 30 June 2025

- **1,000,000 performance rights expiring on 31 December 2025;**

  Vesting Conditions: Commencement of steady state production at the Vittangi Anode Project that ramps up to the 19,500 tonnes per annum anode production, as proposed in the Vittangi Project DFS, by the Milestone Date.

  Vesting date: 31 March 2025

  Vesting conditions were not met and therefore these lapsed in the current period.

- **847,900 performance rights expiring on 31 March 2025;**

  Vesting Conditions: Subject to remaining an employee at all times until the Milestone Date.

  Vesting date: 30 September 2024

  In the current year, 773,900 vested and were exercised with the remaining 74,000 not vesting and lapsed.

- **333,000 performance rights expiring on 31 December 2024;**

  Vesting Conditions: Subject to remaining an employee or otherwise engaged by the Company in the role of CFO (or such other role as may be agreed between the Company and Melissa Roberts) at all times until the Milestone Date.

  Vesting date: 30 June 2024

  These vested and were exercised in the current period.

- **333,000 performance rights expiring on 31 December 2025;**

  Vesting Conditions: Subject to remaining an employee or otherwise engaged by the Company in the role of CFO (or such other role as may be agreed between the Company and Melissa Roberts) at all times until the Milestone Date.

  (30 June 2025 – subsequently modified to 31 December 2024).

  Vesting date: These vested on 31 December, 2024 being the modified vesting date.

- **334,000 performance rights expiring on 31 December 2026;**

  Vesting Conditions: Subject to remaining an employee or otherwise engaged by the Company in the role of CFO (or such other role as may be agreed between the Company and Melissa Roberts) at all times until the Milestone Date.

  Vesting date: 30 June 2026

  Due to termination these did not vest and lapsed in the current period.

- **172,500 performance rights expiring on 30 September 2025.**

  Vesting Conditions: Subject to remaining an employee at all times until the Milestone Date.

  Vesting date: 31 March 2025

  In the current year, these all vested, 120,900 were exercised and the remaining 51,600 were unexercised.

- **163,600 performance rights expiring on 31 December 2025.**

  Vesting Conditions: Subject to remaining an employee at all times until the Milestone Date.

  Vesting date: 30 September 2025

27. Contingent liabilities

There were no contingent liabilities as at 30 June 2025.

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Consolidated entity disclosure statement

The following table provides a list of all entities included in the Group's consolidated financial statements, prepared in accordance with the requirements of Section 295(3A) of the Corporations Act. The ownership interest is only disclosed for those entities which are a body corporate, representing the direct and indirect percentage share capital owned by the Company.

		Body corporates		Tax residency	
Company name	Type of entity	Place formed or incorporated	% of share capital held	Australian or foreign	Foreign jurisdiction
Talga Group Ltd (Holding company)	Body corporate	Australia	-	Australian (i)	N/A
Talga Mining Pty Ltd	Body corporate	Australia	100%	Australian (i)	N/A
Talga Advanced Materials GmbH	Body corporate	Germany	100%	Foreign	Germany
Talga Technologies Limited	Body corporate	United Kingdom	100%	Foreign	United Kingdom
Talga Anode UK Limited	Body corporate	United Kingdom	100%	Foreign	United Kingdom
Talga AB	Body corporate	Sweden	100%	Foreign	Sweden
Talga Battery Metals AB	Body corporate	Sweden	100%	Foreign	Sweden
Talga Tech AB	Body corporate	Sweden	100%	Foreign	Sweden
Jalk Graphite AB	Body corporate	Sweden	100%	Foreign	Sweden
Raita Graphite AB	Body corporate	Sweden	100%	Foreign	Sweden

(i) This entity is part of a tax-consolidated group under Australian taxation law, for which Talga Group Ltd is the head entity.

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Directors' declaration

The Directors of the Company declare that:

1. The financial statements and notes, as set out on pages 74 to 111, are in accordance with the Corporations Act 2001:
   a. comply with Accounting Standards;
   b. are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, as stated in note 1 to the financial statements; and
   c. give a true and fair view of the financial position as at 30 June 2025 and of the performance for the year ended on that date of the Group.
2. The consolidated entity disclosure statement required by section 295(3A) of the Corporations Act is true and correct;
3. The Chief Executive Officer has declared that:
   a. the financial records of the Group for the financial year have been properly maintained in accordance with section 286 of the Corporations Act 2001;
   b. the financial statements and notes for the financial year comply with the Accounting Standards; and
   c. the financial statements and notes for the financial year give a true and fair view.
4. In the Directors' opinion (subject to the matters set out in note 1) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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



Mark Thompson

Managing Director

Perth, Western Australia
26 September 2025

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Independent auditor's report to the directors of Talga Group Ltd

Report on the audit of the financial report

Opinion

We have audited the financial report of Talga Group Ltd (the Company) and its subsidiaries (collectively 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, consolidated statement of changes in equity and 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 consolidated statement of financial position of the Group as at 30 June 2025 and of its consolidated financial performance for the year ended on that date; 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.

Material uncertainty related to going concern

We draw attention to Note 1 in the financial report, which describes the principal conditions that raise doubt about the Group's ability to continue as a going concern. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. In addition to the matter described in the *Material uncertainty related to going concern* section, we have determined the matter described below to be the key audit matter to be communicated in our report. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial report section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial report.

Share Based Payments

Why significant	How our audit addressed the key audit matter
As disclosed in Note 26 to the financial report, the Group awarded a significant value of share-based payments to its employees and directors in prior periods, for which related expenses and reversals of previously recognised expenses have been recognised for the year ended 30 June 2025. Due to the complex accounting treatment associated with share-based payments, and the judgmental estimates used in determining their value, we considered accounting for share-based payments to be a key audit matter.	Our audit procedures included the following: ▪ We obtained an understanding of the share-based payment awards, including any modifications to existing awards or lapse of awards issued in prior periods, by reviewing agreements, minutes of Board and Committee meetings and ASX announcements. ▪ We assessed the allocation of the share-based payment expense over the relevant vesting period. ▪ We assessed whether the accounting treatment, including the reversal of previously recognised expenses, was in accordance with the requirements of Australian Accounting Standards. ▪ We assessed the adequacy of the disclosures contained in Note 26 of the financial report.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's 2025 annual report other than the financial report and our auditor's report thereon. We obtained the directors' report that is to be included in the annual report, prior to the date of this auditor's report, and we expect to obtain the remaining sections of the annual report after the date of this auditor's report.

Our opinion on the financial report does not cover the other information and we do not and will not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

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.

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If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, 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:

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

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

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

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

Auditor's responsibilities for the audit of the financial report

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

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As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment 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.
- Plan and perform the Group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the Group financial report. We are responsible for the direction, supervision and review of the audit work performed for the purposes 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.

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From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year 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 communications.

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included the directors' report for the year ended 30 June 2025.

In our opinion, the Remuneration Report of Talga Group Ltd 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.

Ernst & Young

T S Hammond
Partner
Perth
30 September 2025

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Additional shareholder information

The following additional information is required by the Australian Securities Exchange Limited Listing Rules. Information was prepared based on the share registry information processed up to 19 September 2025.

Statement of Quoted Securities

Listed on the Australian Securities Exchange are 455,911,352 fully paid ordinary shares as at 19 September 2025.

Distribution of Shareholding

The distribution of members and their holdings of equity securities in the Group as at 16 September 2025 were as follows:

Spread of holdings	Fully paid ordinary shares	Total shareholders
1 - 1,000	1,360,309	2,337
1,001 - 5,000	9,569,965	3,581
5,001 - 10,000	11,538,264	1,496
10,001 - 100,000	96,553,026	2,949
100,001 and over	336,889,788	561
Totals	**455,911,352**	**10,924**

Unmarketable Parcels

The number of holders of less than a marketable parcel of ordinary shares is 2,481.

Substantial Shareholders

Shareholders who hold 5% or more of the issued capital in Talga Group Ltd are set out below:

Shareholder	Number held	% Held
Citicorp Nominees Pty Limited	32,399,153	7.11%
BNP Paribas Noms Pty Ltd	24,457,816	5.36%
JP Morgan Nominees Australia Pty Limited	24,020,621	5.27%

Restricted Securities

There are no restricted securities of Talga Group Ltd.

Voting Rights

In accordance with the Group's Constitution, on a show of hands every member present in person or by proxy or attorney or duly authorised representative has one vote. On a poll each ordinary share is entitled to one vote. There are no voting rights attached to any class of options or performance rights.

20 largest shareholders

The names of the twenty largest ordinary fully paid shareholders as at the 19 September 2025 are as follows:

	Ordinary shares	Number held	% Held
1	Citicorp Nominees Pty Limited	32,399,153	7.11
2	BNP Paribas Noms Pty Ltd	24,457,816	5.36
3	JP Morgan Nominees Australia Pty Limited	24,020,621	5.27
4	Warbont Nominees Pty Ltd	13,475,335	2.96
5	Lateral Minerals Pty Ltd <Thompson Family A/C>	13,038,036	1.61
6	BNP Paribas Nominees Pty Ltd ACF Clearstream	12,228,060	2.66
7	HSBC Custody Nominees (Australia) Limited	11,040,775	2.42
8	HSBC Custody Nominees (Australia) Limited – A/C 2	8,985,626	1.97
9	LAK Holdings Pty Ltd	8,100,000	1.78
10	Yandal Investments Pty Ltd	5,500,000	1.21
11	BNP Paribas Nominees Pty Ltd <IB AU Noms Retail Client DRP>	5,268,749	1.16
12	Mr Anthony Neil Holman <The Holman Super Fund A/C>	4,088,948	0.90
13	BNP Paribas Nominees Pty Ltd <Barclays>	3,811,886	0.84
14	Two Tops Pty Ltd	2,870,042	0.63
15	Methuselah Capital Management Pty Ltd <Feldman Family A/C>	2,412,000	0.53
16	Mr Nigel Robert Austin	2,200,000	0.48
17	Woomargama Fund Pty Ltd	2,200,000	0.48
18	Mrs Pamela Gladys Austin	2,072,000	0.45
19	Mr John Oliver Dougan Fitz-Henry	2,046,000	0.45
20	EST Mr Kevin Graham Danks	1,825,000	0.40
Top 20 holders of ordinary shares		**182,041,204**	**38.68**

Unquoted Equity Securities

As at 19 September 2025, the following unquoted securities were on issue:

Unlisted performance rights with the following terms:

Expiry date	Exercise price	Number on issue	Number of holders
31-Dec-25	Nil	1,000,000	1
30-Sep-25	Nil	31,000	3
31-Dec-25	Nil	163,600	8
29-May-27	$0.58	8,333,331	46
Total on issue		**9,527,931**	

All the above options and performance rights were issued under the Company employee securities incentive scheme (except for the 8,333,331 shareholder options).

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Schedule of mineral tenements

Tenement Holdings as at 30 June 2025

Project/location	Tenements	Area (Ha)	Interest held by Talga	Disposed during year
Aero Project (Lithium) Norrbotten County, Sweden	Nilivaara nr 1	5273.11	100%	-
	Suorravaara nr 6	4007.04	100%	-
	Sourravaara nr 7	4259.3	100%	-
	Suorravaara nr 3	2800	100%	-
	Suorravaara nr 5	10560.73	100%	-
Jalkunen Project (Graphite) Norrbotten County, Sweden	Jalkunen nr 1	459.04	100%	-
	Jalkunen nr 4	2194.45	100%	-
Kiskama Project (Copper – Cobalt) Norrbotten County, Sweden	Kiskama nr 1	1807.16	100%	-
Raitajärvi Project (Graphite) Norrbotten County, Sweden	Raitajärvi nr 5	169.742	100%	-
	Raitajärvi nr 7	234.973	100%	-
Vittangi Project (Graphite) Norrbotten County, Sweden	Nunasvaara nr 2	1094.97	0%	100%
	Nunasvaara nr 3	64.7911	100%	-
	Vittangi nr 2	1713.73	100%	-
	Vittangi nr 6	1145.01	100%	-

Mining Concession Holdings as at 30 June 2025

Project/location	Tenements	Area (Ha)	Interest held by Talga	Acquired during year
Vittangi Project (Graphite) Norrbotten County, Sweden	Nunasvaara Södra K nr 1	37.916	100%	100%

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Corporate directory

Directors

Terry Stinson (Non-Executive Chair)

Mark Thompson (Managing Director)

Grant Mooney (Non-Executive Director)

Eva Nordmark (Non-Executive Director)

Resigned 30 June 2025
Stephen Lowe (Non-Executive Director)

Ola Rinnan (Non-Executive Director)

Company Secretary

Dean Scarparolo

Registered office and principal place of business

Suite 3.03, Level 3
46 Colin Street
West Perth WA 6005

Phone: 08 9481 6667

Email and website

Email: info@talgagroup.com

Website: www.talgagroup.com

ABN

32 138 405 419

Securities exchange listing

Talga Group Ltd is listed on the ASX

Home Exchange: Perth

ASX Code: TLG (Shares)

Share registry

Automic Registry Services

GPO Box 5193
Sydney NSW 2001

Phone: 1300 288 664

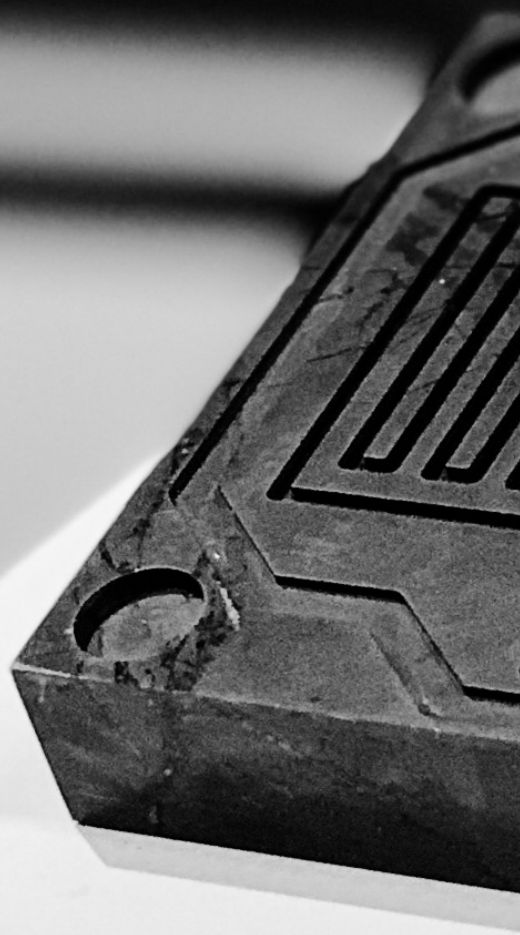
Auditors

Ernst & Young

9 The Esplanade
Perth WA

talga

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46 Colin Street
West Perth WA 6005, Australia

Phone: 08 9481 6667

ASX:TLG