ASARA RESOURCES

ANNUAL REPORT

Year Ended 30 June 2026



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Corporate Directory

Directors

Jeffrey Quartermaine	Non-Executive Chairman
Matthew Sharples	Managing Director & CEO
Brett Montgomery	Non-Executive Director
Timothy Strong	Non-Executive Director
Douglas Jones	Non-Executive Director

Company Secretary
Joanna Kiernan

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Auditors
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Perth WA 6000

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

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Chairman's Message

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Dear Shareholders,

On behalf of the Board of Asara Resources Limited, I am pleased to present the Company's Annual Report for the Financial Year ended 30 June 2026 (**FY2026**).

Having joined the Board as Chairman in April 2026, I acknowledge that much of the progress achieved during FY2026 reflects the efforts and stewardship of the Board and management team before my appointment. I am pleased to have joined Asara at an important stage in its evolution and look forward to contributing to the Company's next phase of growth. In this respect, I would particularly like to thank our previous Chair, Brett Montgomery, for his leadership over a number of years that has positioned Asara for a very bright future.

The past 12 months have been a period of significant progress and renewed momentum for Asara. Most importantly, we successfully returned to active exploration at our flagship Kada Gold Project in Guinea (**Kada** or the **Project**) following an extended period without drilling. The restart represented an important milestone for the Company and was followed by a substantial ramp-up in activity, with multiple drill rigs operating across the Project and an extensive program focused on growing and improving confidence in the existing Mineral Resource Estimate (**MRE**).

Our work at Kada continues to reinforce the Board's belief in the significant potential of the Project and the Siguiri Basin in Guinea, where the project is located. During the year, our exploration program focused on resource definition and resource conversion, testing extensions to known mineralisation and advancing our understanding of the broader project area. This intensive program culminated in a 125% increase in the Kada MRE announced in August 2026, representing an important milestone for the project and demonstrating the value being created through the Company's accelerated exploration strategy.

The Company also strengthened its leadership during the year, including the appointment of Matthew Sharples as Managing Director. Matthew has played an important role in the successful restart and subsequent ramp-up of activities at Kada and brings the operational focus and experience required as we move into the next phase of the Project's development. We have also continued to build our in-country capability and strengthen our relationships with government, local communities and other stakeholders in Guinea.

Importantly, the Company was well supported by shareholders during the year through two successful capital raisings. This support has enabled Asara to undertake an ambitious exploration program while maintaining the financial flexibility required to assess opportunities that have the potential to complement our existing asset base.

Alongside our focus on Kada, we continued to simplify and rationalise the Company's portfolio. The divestment of non-core assets allows management and capital to be increasingly directed towards those opportunities where we believe Asara can generate the greatest value, while retaining exposure to potential future upside where appropriate.

Operating in Africa brings both opportunity and complexity. The Board and management remain focused on disciplined capital allocation, maintaining strong relationships with host governments, communities and our employees, most of whom are drawn from local villages, and ensuring that the Company maintains appropriate governance and risk management practices as the scale of our activities increases.

Looking ahead, Asara enters the new financial year in a considerably stronger position. Our immediate priority remains the advancement of Kada, including ongoing exploration programs, continued evaluation of opportunities to grow and improve the quality of the Mineral Resource and progressing the Project towards its next stage of development. At the same time, we will remain disciplined in considering opportunities capable of adding meaningful value to the Company through drill testing targets on recently acquired tenements and also consideration of inorganic growth should the opportunity present.

On behalf of the Board, I would like to thank our employees, contractors and consultants for their considerable efforts over the past year, particularly our teams working in Guinea. I also acknowledge the support of the Guinean Government and the communities surrounding Kada, whose continued engagement is important to the success of the Project.

Finally, I would like to thank our shareholders for their ongoing support. The past year has laid important foundations for Asara, and the Board looks forward to building on this momentum as we seek to realise the full potential of Kada and create sustainable long-term value for shareholders.

Yours sincerely,



Jeffrey Quartermaine
Non-Executive Chairman
Asara Resources Limited

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Operating and Financial Review

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Company Overview

Asara Resources Limited (**Asara** or the **Company**) is a gold-focused exploration company with its primary asset, the Kada Gold Project (**Kada**), located in Guinea, West Africa. The Company also holds two non-core projects in Chile, South America.

The advanced Kada Gold Project is strategically located in the prolific Siguiri Basin in eastern Guinea. The 2026 financial year saw a substantial acceleration of exploration activity at Kada, including the continuation of the Phase 1 Indicated Resource growth drilling program at the Massan Deposit, the commencement of the Phase 2 Inferred Resource growth drilling program, and extensive regional geochemical programs across the Bamféle licence and the Damissa Koura permit. This work was underpinned by two placements completed during the year, raising a combined $85 million before costs.

During the year, the Company moved to expand its footprint in Guinea, entering into a binding Heads of Agreement to acquire Arafura Ouest PTE Ltd, owner of the Damissa Koura and Kankan West Projects, and progressing applications for several permits adjoining the Kada Project.

The Paguanta Copper and Silver-Lead-Zinc Project in northern Chile (**Paguanta**) remained on care and maintenance throughout the year while the Company continued discussions with several parties regarding the potential divestment of its interest in this non-core asset to focus on Kada.

At the Loreto Copper Project in Chile (**Loreto**), the Company's Joint Venture partner Teck Resources Chile Limitada (**Teck Chile**), a subsidiary of Teck Resources Limited, continued to engage with surface landowners and local communities with respect to project access.

Kada Gold Project, Guinea

The Kada Gold Project comprises the Kada and Bamféle permits, which together cover approximately 100km² of the central Siguiri Basin in eastern Guinea, 31km along strike to the south of the +10Moz Siguiri Gold Mine operated by AngloGold Ashanti Ltd (**AngloGold Ashanti**). The project area was previously explored by Newmont Corporation (**Newmont**), and Asara first announced its intention to acquire up to a 75% interest in July 2020.

Asara currently holds a 51% interest in Kada. Having exercised its right in April 2022 to a third earn-in tranche of an additional 24%, the Company can increase its interest to 75% by funding the preparation of a Definitive Feasibility Study (**DFS**), for which no time frame is prescribed. Ahead of any DFS, the Company's priority is systematic exploration across the Kada permits beyond the existing Mineral Resource Estimate (**MRE**) area, with the objective of growing the mineral resource.

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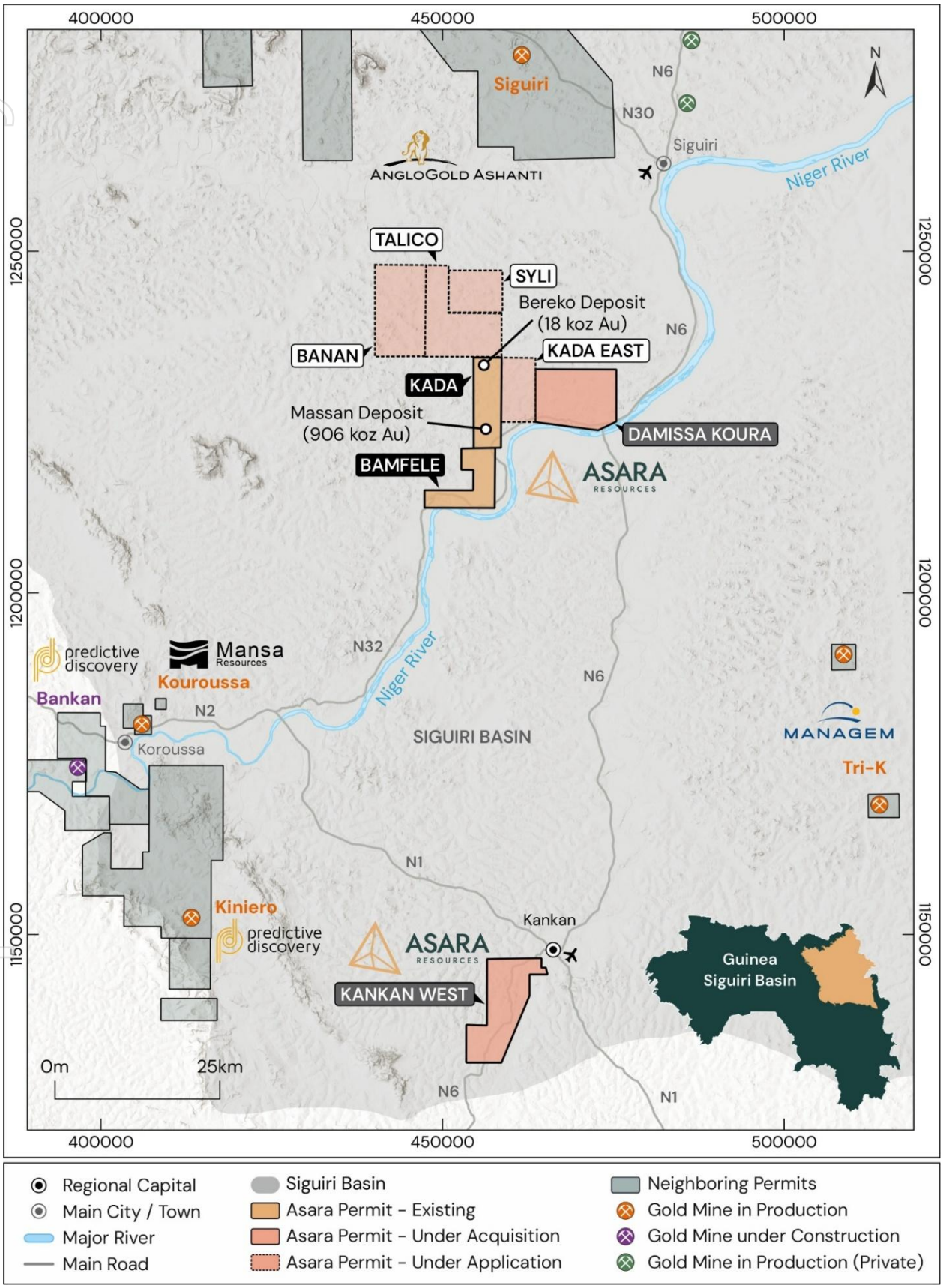


Figure 1: Location of the Asara permits located in the Siguiri Basin of eastern Guinea.

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Expansion of Asara's Land Holdings

Following the Government of Guinea's comprehensive review of the country's mining cadastre in the prior year, the new cadastre, DAMANDA, was relaunched in December 2025. The Company's Kada and Bamféle licences remain in good standing.

The Company's pending application for the Syli licence area (49km²) and Kada East license area (47km²), remains subject to decisions by the Guinean authorities following the relaunch of the cadastre, with decisions pending as at the date of this report. Applications also remain pending for the Talico (94km²) and Banan (99km²) permits, which lie along strike from the Massan and Bereko deposits. If granted, these licences would significantly increase the Company's portfolio and footprint along the Siguiri mineralisation corridor, adjacent to and along strike from the AngloGold Ashanti's Siguiri Gold Mine.

Both the Talico and Banan application areas host extensive artisanal workings along strike of the Massan Deposit, concentrated on the lithological contact between the Kintinian (shale) and Fayota (turbidite) formations, with reconnaissance exploration identifying more than 5km² of artisanal disturbed ground within the east of the Talico license. If granted, the applications would extend Asara's presence to approximately 35km along the north-south axis of the Siguiri structural corridor, where ground-based IP/Resistivity gradient array surveys and targeted auger drilling is planned to define drill targets. The Company's existing permits, together with the permits under acquisition and under application, are shown in Figure 1.

In December 2025, the Company entered into a binding Heads of Agreement (**HoA**) to acquire 100% of Arafura Ouest PTE Ltd (**Arafura**), the owner of the Damissa Koura and Kankan West exploration permits, through its wholly owned subsidiary Ara Exploration SARLU (**Ara Exploration**). The acquisition process remained ongoing at the end of the financial year and is subject to finalisation.

The Damissa Koura permit, located adjacent to Kada, is the more advanced of the two permits, with historical exploration completed by Newmont Corporation (**Newmont**), including RC and air core drilling in 2009 and 2011 that identified broad zones of deep oxide gold mineralisation. Notable historical gold intersections include 4m at 8.0g/t Au from 38m and 16m at 3.0g/t Au from 54m (DKAC064), 10m at 1.9g/t Au from 10m and 38m at 1.9g/t Au from 30m (DKAC067), and 8m at 4.5g/t Au from 48m (DKRC001).

Kada Exploration Activities

Exploration activity at Kada increased substantially throughout the 2026 financial year. At 30 June 2026, six drill rigs were active comprising three RC rigs, one Diamond Drill (**DD**) rig one Air Core (**AC**) rig being operational at the Massan Deposit and one tractor-mounted auger rig being operation at the Damissa Koura permit. Drilling will continue into the 2027 financial year ahead of a planned updated Mineral Resource Estimate (**MRE**).

Massan: Phase 1 Indicated Growth Drill Program

The Phase 1 Indicated Growth Drill Program (**Phase 1**), which commenced at the Massan Deposit on 27 May 2025, continued throughout the financial year. Phase 1 was designed to convert existing Inferred Mineral Resources into Indicated Mineral Resource classification over approximately 1.3km of strike, while extending the depth coverage of the Massan Deposit to at least ~250m. Sample batches were dispatched to the PROSLABS Microbio Consulting laboratory in Kouroussa for gold analysis by fire assay, with all QA/QC results meeting required standards prior to upload into the Company's database.

Results received during the year demonstrated strong continuity between drillholes across existing Inferred areas, reinforcing confidence in the geological model. Step-out drilling below the 2023 US$1,800/oz pit shell confirmed that mineralisation extends at depth, returning robust gold intersections in fresh rock and identifying new zones of deeper mineralisation. A previously untested northeast-trending, high-grade cross-cutting structure was intersected both along strike and at depth, confirming its continuity and potential significance, with the full strike extent yet to be defined.

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Notable gold intersections reported during the year included:

- **82m @ 2.2 g/t Au from 5m (MSRC26-057)**, including 5m @ 6.9 g/t Au
- **39m @ 4.6 g/t Au from 61m (MSRC26-070)**, including 10m @ 8.6 g/t Au
- **21m @ 8.0 g/t Au from 73m (MSRC26-041)**, including 1m @ 155.4 g/t Au
- **63m @ 2.0 g/t Au from 43m (MSRC26-064)**, including 7m @ 4.3 g/t Au
- **87m @ 1.3 g/t Au from 63m (MSRC26-097B)**, including 6m @ 4.3 g/t Au
- **35m @ 3.1 g/t Au from 13m (MSRC26-077B)**
- **47m @ 2.0 g/t Au from 30m (MSRC26-069)**, including 9m @ 3.3 g/t Au
- **52m @ 1.7 g/t Au from 0m (MSRC25-004b)**, including 11m @ 4.5 g/t Au
- **25m @ 2.3 g/t Au from 145m (MSRC25-001B)**, including 6m @ 6.0 g/t Au
- **90m @ 1.0 g/t Au from 226m (MSRC25-019)**

Massan: Phase 2 Inferred Growth Drill Program

The Phase 2 Inferred Growth Drill Program (**Phase 2**) commenced at the Massan Deposit on 31 December 2025 following the mobilisation of a multipurpose Air Core / RC drill rig. Phase 2 is focused on shallower drilling, targeting drill hole depths of approximately 120m, to expand the existing Inferred Resource envelope from approximately 1.3km x 1.0km to more than 3.5km x 1.0km along the north-south mineralised strike of the Massan Deposit.

At 30 June 2026, Phase 2 drilling had been completed over approximately 3.5km of strike, extending mineralisation to the north and south of the deposit, while deeper drilling within the deposit centre continued beyond 250m vertical depth to confirm continuity of mineralisation at depth. Completion of the Company's farm compensation program south of the centre of the Massan deposit enabled drilling to commence across the southern fence lines, providing first-pass coverage of a previously under-drilled section of the deposit, with early results including three individual 1m intervals grading greater than 130g/t Au from two drill holes along the southern extension.

During the 2026 financial year, a total of 408 drill holes for 57,360m was completed at the Massan Deposit (Table 1 and Figure 2), taking program-to-date drilling since commencement in May 2025 to approximately 59,600m across some 430 drill holes. This included 33,593m in 259 drill holes completed during the fourth quarter alone.

During the financial year, the Company also upgraded its camp and core processing facilities. Camp capacity was increased to accommodate up to 50 people, supported by upgrades to ancillary infrastructure including the kitchen and canteen, stores and recreational areas, along with the commissioning of a new clinic. The core yard was also improved with the construction of new core-logging tables and the delivery and commissioning of a point-load testing (**PLT**) machine, two additional core-cutters, and a binocular microscope, enhancing core processing capacity.

Table 1: Drilling completed at the Massan Deposit during the 2026 financial year

Drill Hole Type		No. Drill Holes	Metres			
			AC	RC	DD	TOTAL
Reverse Circulation	RC	202	-	32,478	-	**32,478**
RC Diamond Tail	RCD	23	-	3,546	2,892	**6,438**
Diamond Drilling	DD	10	-	-	2,500	**2,500**
Air Core	AC	173	15,944	-	-	**15,944**
TOTAL		**408**	**15,944**	**36,024**	**5,392**	**57,360**

Note: Table 1 reflects drill holes completed during the 2026 financial year per the Company's drill hole database, with RC Diamond Tail metres allocated between RC pre-collar and diamond tail. A further approximately 2,200m in some 20 drill holes was completed between commencement of the Phase 1 program on 27 May 2025 and 30 June 2025.

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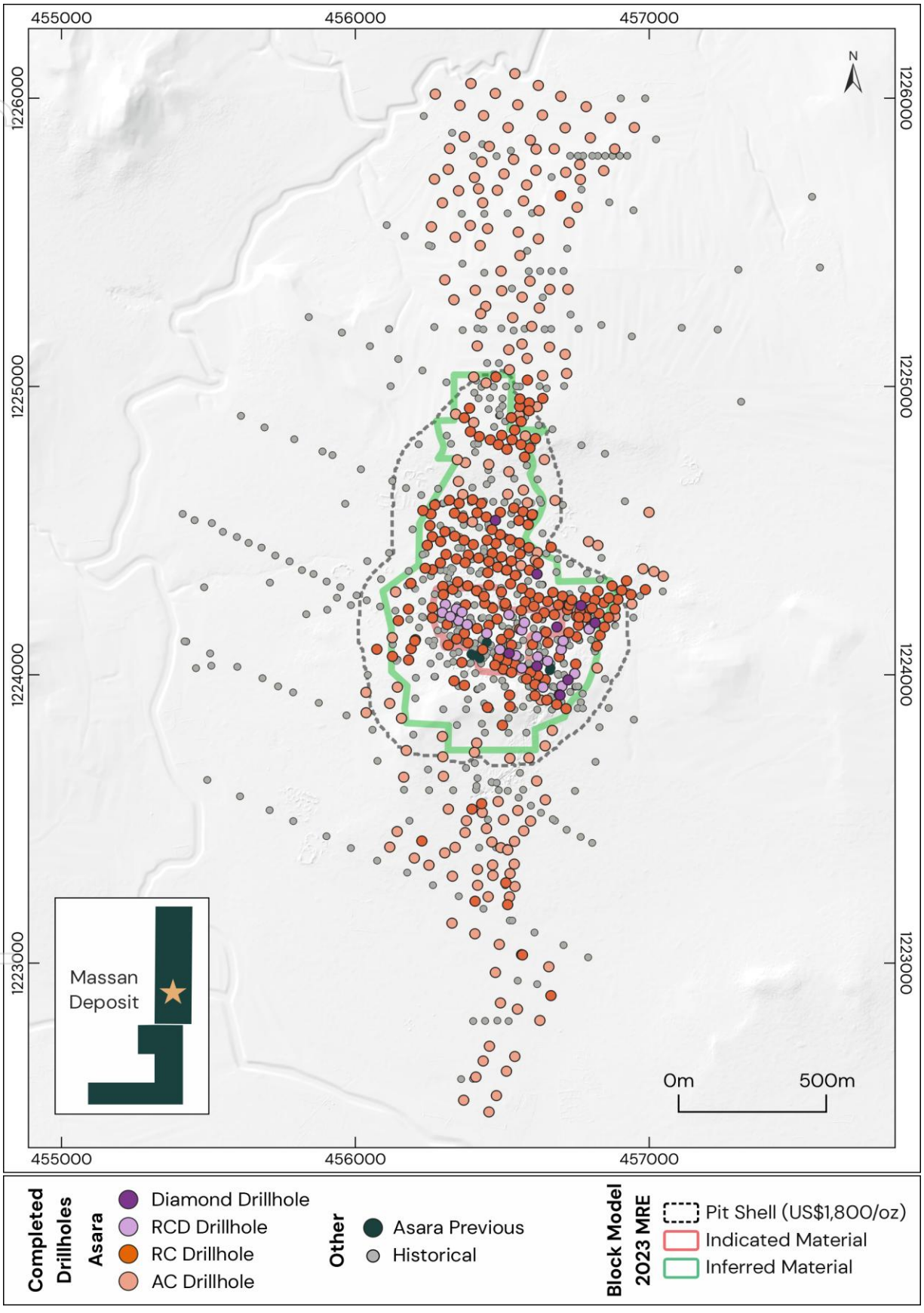


Figure 2: Massan Deposit drill holes completed during FY 2026, showing drill hole types, historical drilling and the 2023 MRE block model and pit shell.

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Regional Exploration and Target Generation

The Company intensified its regional exploration efforts during the year. A geochem BLEG soil sampling campaign was initiated in the southern portion of the Bamféle Permit during the second quarter, comprising 1,793 sample points on a 100m x 100m grid. Following the acquisition of a tractor-mounted auger drilling rig, supplied by PRD Group, a power-auger geochemical drilling campaign of approximately 15,000m commenced on the Bamféle permit during the second quarter, together with a concurrent BLEG gold-in-soil sampling program, to identify and refine sub-laterite targets.

The regional auger campaign at Bamféle was completed during the March 2026 quarter, with results confirming the continuity of an extensive ~18km long, >50 ppb Au north-south trending anomaly, interpreted to represent the T1 mineralised corridor. In addition, a well-defined northeast-trending cross-cutting anomaly was delineated, consistent with the high-grade T2 NE-SW structural event recognised across the Siguiri Basin (Figure 3).

At the end of January 2026, the auger rig was mobilised to the Damissa Koura permit, where a targeted program commenced in the western portion of the licence, designed to refine drill targeting over historical Newmont drilling and extensive in-situ artisanal workings. Results received to date have delineated a consistent ~1km, >100 ppb Au anomaly coincident with historical Newmont drilling, which previously tested approximately 500m of strike and returned significant intercepts (Figure 4).

Regional exploration activities continued across the broader Kada Project throughout the year, including reconnaissance mapping and grab sampling at multiple priority target areas, with the auger drilling program expected to continue into the first quarter of the 2027 financial year.

Team and Key Appointments

During FY2026, Asara continued to grow its corporate and Guinea management teams. Key corporate appointments included a new VP of Exploration, Chief Financial Officer (**CFO**), Principal Geologist and Mineral Resource Manager. In Guinea, the management team was strengthened with the appointment of a new Procurement Manager and site doctor, while interviews and candidate selections were completed for a Health, Safety and Environment (**HSE**) Manager and Finance Manager, with these appointments planned for FY2027. The Company remains committed to employing local Guinean nationals across its operations. Currently, only one expatriate employee from Burkina Faso is engaged, who is in the process of applying for Guinean citizenship.

Community Relations

Maintaining constructive and transparent relationships with the communities surrounding Kada remains central to the Company's operations, with Asara placing importance on open communication and understanding local challenges, needs and expectations.

During the year, Asara continued to engage and collaborate with the communities surrounding Kada. This included consultation with local communities and relevant stakeholders regarding the employment of field assistants and technicians to support the ongoing drilling and exploration programs. An extensive community engagement and compensation campaign was completed during the third quarter, ensuring that landowners affected by the Phase 1 and Phase 2 drilling programs were fairly and transparently compensated in accordance with applicable legislative guidelines. A further land compensation campaign commenced during the fourth quarter, and the Company's farm compensation program continuing throughout this final quarter, facilitating access for drilling and exploration activities.

During the final quarter, the Company sponsored and participated in two community engagement initiatives designed to strengthen relationships with local stakeholders: as a major sponsor and participant in the Nounkounkan Pond Fishing Ceremony, a longstanding cultural celebration held within the local communes, and through the launch and sole sponsorship of a community football tournament involving teams from the three rural communes of Niandankoro, Nounkounkan and Norassoba. The tournament final was scheduled for early July 2026 (Figure 5).

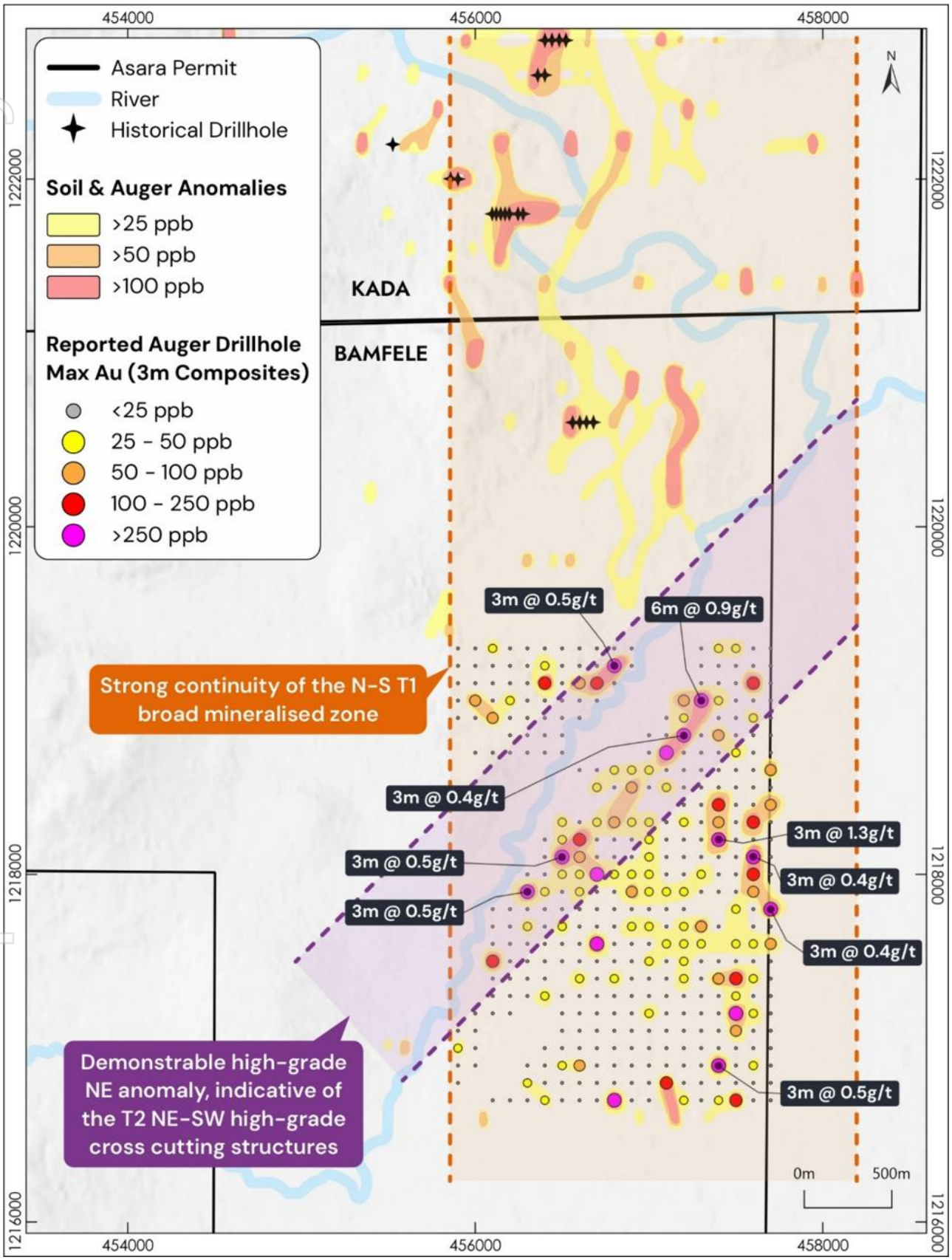


Figure 3: Bamfele auger programme results highlighting gold-in-soil anomalies

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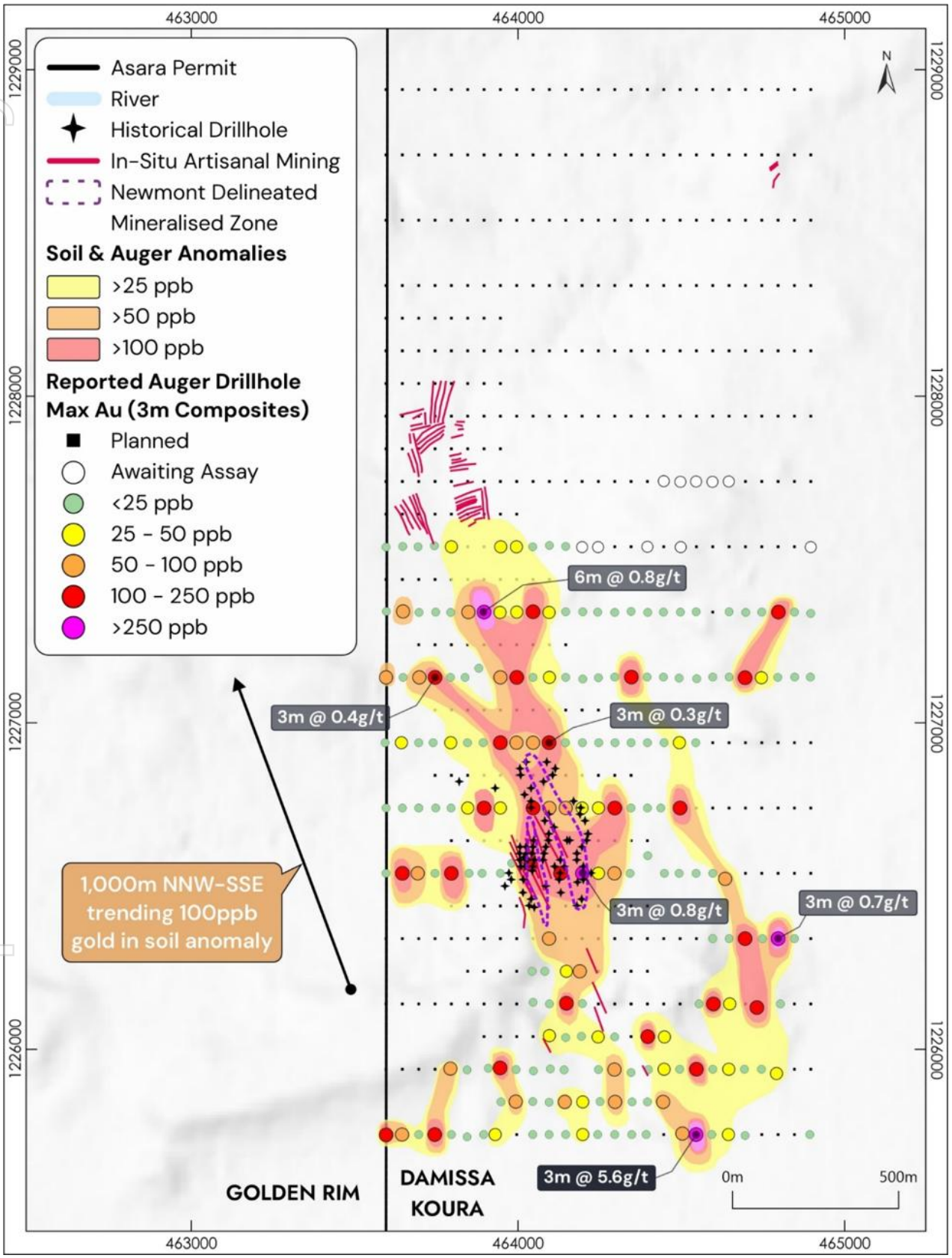


Figure 4: Damissa Koura auger programme across the broader area surrounding historical Newmont drilling, highlighting delineated gold-in-soil anomalies



Asara Team attending the Nounkounkan Pond Fishing Ceremony



Presentation of the catch



Official launch of the Asara Community Football Tournament and presentation of team jerseys



The launch ceremony was hosted at the Niandankoro Youth Town Hall and attended by community leaders, participating teams and local residents

Figure 5: Community engagement at the Kada Gold Project.

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Paguanta Silver-Zinc-Lead Project, Chile

The Paguanta Silver-Lead-Zinc Project (**Paguanta**) remained on care and maintenance throughout the financial year. The Company continued discussions with several parties regarding the potential divestment of this non-core asset as it works towards monetising its interest in Paguanta while focusing on its flagship asset, Kada.

Loreto Copper Project, Chile

Under a US$17.6 million Option and Joint Venture Agreement (**Agreement**) with the Company, Teck Resources Chile Limitada (**Teck Chile**), a subsidiary of Teck Resources Limited (**Teck**), may acquire a 75% interest in the mineral concessions comprising Asara's 100%-owned Loreto Copper Project (**Loreto**).

Legal proceedings brought by the Company's Paguanta joint venture partner in relation to Loreto were settled out of court in May 2025, without admission of liability, with the Company receiving a cash payment of US$100,000 under the Agreement, as detailed in the Company's 2025 Annual Report.

During the year, Teck Chile continued to engage with surface landowners and local communities with respect to project access.

Financial Review

During the reporting period the Group incurred a loss after tax of $3,657,208 (2025: loss of $1,518,407) which includes mineral exploration and evaluation expenditure of $381,664 (2025: $540,523).

Financial Position

As at 30 June 2026, the Group's net assets were $101,088,681 (2025: $29,358,233).

Assets

At the reporting date the Group's total current assets were $61,439,682, representing an increase of $58,112,073 compared with the prior year.

Non-current assets of the Group were $43,799,937 at 30 June 2026, representing an increase of $17,382,856 compared with the prior year. This increase was primarily due to an increase in capitalised exploration expenditure associated with an expanded exploration program on the Kada Project.

Liabilities

Total liabilities were $4,150,938 as at reporting date, an increase of $3,764,481 compared with the prior year.

Group Cash Flows and Liquidity

At 30 June 2026, the Group held cash of $59,752,785 (2025: $3,202,474).

Cash outflows from operating activities for the year ended 30 June 2026 were $2,021,883 (2025: $1,495,283 outflows) primarily related to payments to suppliers and employees for management, exploration supervision and general corporate expenditure.

Cash outflows from investing activities for the year ended 30 June 2026 were $17,519,317 (2025: cash inflows of $85,631) primarily related to the exploration program associated with the Kada project.

Cash inflows from financing activities for the year ended 30 June 2026 were $76,667,113 (2025: $3,166,996 inflows) relating to the proceeds from investors to fund exploration drilling and work programs at the Kada project and for general working capital purposes.

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Corporate

Executive Changes

In November 2025, the Company announced that Mr Timothy Strong transitioned to the role of Non-Executive Director. The Company announced the appointment of Mr Jeffrey Quartermaine as Chairman of the Company on 14 April 2026. On 1 May 2026, the Company announced the appointment of Mr Matthew Sharples as Managing Director.

Capital Raisings

In July 2025, the Company announced that it had raised $25 million before costs via a two-tranche placement to accelerate the Company's exploration program at Kada, with planning for an expanded drilling program underway. The placement comprised the issue of 500,000,000 new shares at an issue price of $0.05 per share.

In May 2026, the Company announced that it had raised a further $60 million before costs via a two-tranche placement of shares to fund the acceleration of the exploration program at Kada, advance resource development, undertake regional exploration activities and progress technical studies. The placement involved the issue of 480,000,000 new shares at an issue price of $0.125 per share.

Business Development

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

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

Risk and Risk Management

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

The Board aims to manage these risks by carefully monitoring the company's activities and recommending risk control measures where appropriate. Some of the risks are, however, highly unpredictable and the extent to which the Board or management can effectively manage them is limited.

Reliance on Key Personnel

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

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

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

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Exploration Risk

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

Mineral Resource and Ore Reserve Estimates

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

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

Title

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

Legislative Changes, Government Policy and Approvals

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

Commodity Prices

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

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

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Future Funding Requirements

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

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

Economic Factors

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

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

Foreign Exchange

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

Environment

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

The Company is also unable to predict the effect of additional environmental laws and regulations which may be adopted by various jurisdictions in the future, including whether any such laws or regulations would materially increase the Company's cost of doing business or affect its operations which could have a material adverse effect on the Company's business, financial condition and performance.

Insurance

The Company's business is subject to a number of physical risks and the materialisation of any of these risks could result in damage to property, personal injury or death, environmental damage, delays in exploration, monetary losses and possibly legal liability (including for indirect or consequential losses suffered by third parties). The Company intends to limit its exposure to such risks by contractually limiting its liability and insuring its business activities and operations in accordance with industry practice.

However, in certain circumstances, insurance may not be available or of a nature or level to provide adequate insurance to cover all liability. The occurrence of an event that is not covered or fully covered by insurance may cause delays to the Company's exploration activities and require a significant financial outlay, which could have a material adverse effect on the business, financial condition and results of the Company. In addition, there is a risk that an insurer defaults in the payment of a legitimate claim made by the Company.

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

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Political Risk and Instability

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

Force Majeure

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

Risk Management

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

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

Mineral Resource Statement

The MRE for the Kada Project as of 30 June 2026, released in October 2023 and prepared by independent consultants Wardell Armstrong International (WAI), comprises an Indicated and Inferred Mineral Resource of 30.3 million tonnes at 0.95g/t gold for 923,000 ounces of contained gold within the Massan and Bereko deposits, reported within an optimised pit shell based on a US$1,800/oz gold price and at a lower cut-off grade of 0.5g/t gold. This estimate was based on 42 diamond drill holes (12,292.8m) and 199 RC holes (27,219m) completed by Asara and Newmont between 2009 and September 2023.

No changes were made to the Kada MRE or to the Patricia Mineral Resource at Paguanta during the 2026 financial year. An updated interim MRE for the Massan Deposit was released to ASX on 31 August 2026, following completion of the Phase 1 Indicated infill and Phase 2 Inferred extension drilling programs.

The Company's Mineral Resource summaries as at 30 June 2026 for Kada and Patricia are provided in Table 2 and Table 3 respectively.

Table 2: Kada Maiden Mineral Resource Estimate by Material Types

Deposit	Type	Classification	Tonnes (Mt)	Grade (g/t Au)	Metal (Oz Au)
Massan	Oxide	Indicated	4.6	1.07	158,000
		Inferred	7.28	0.93	219,000
		Total	**11.88**	**0.99**	**377,000**
	Transition	Indicated	1.07	0.88	30,000
		Inferred	3.8	0.91	113,000
		Total	**4.94**	**0.9**	**143,000**
	Fresh	Indicated	1.25	0.9	36,000
		Inferred	11.65	0.93	350,000
		Total	**12.9**	**0.93**	**386,000**
	All	Indicated	6.92	1.01	224,000
		Inferred	22.8	0.93	682,000
		Total	**29.72**	**0.95**	**906,000**
Bereko	Oxide	Inferred	0.48	0.92	14,000
	Transition	Inferred	0.06	1.05	2,000

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Deposit	Type	Classification	Tonnes (Mt)	Grade (g/t Au)	Metal (Oz Au)
	Fresh	Inferred	0.04	1.01	1,000
	All	**Inferred**	**0.58**	**0.94**	**18,000**
Total Kada Project	Oxide	Indicated	4.6	1.07	158,000
		Inferred	7.76	0.93	233,000
		Total	**12.37**	**0.98**	**391,000**
	Transition	Indicated	1.07	0.88	30,000
		Inferred	3.92	0.91	115,000
		Total	**4.99**	**0.9**	**145,000**
	Fresh	Indicated	1.25	0.9	36,000
		Inferred	11.69	0.93	351,000
		Total	**12.94**	**0.93**	**387,000**
	All	Indicated	6.92	1.01	224,000
		Inferred	23.38	0.93	699,000
		Total	**30.3**	**0.95**	**923,000**

Notes:

1. Mineral Resources are reported on a dry in-situ basis at a 0.50g/t Au cut-off as selected by Asara, exceeding breakeven cut-off grades for economic extraction, and constrained to the limit of an optimised USD 1,800/oz gold price pit shell, based on a gravity/CIL processing route and typical West African open pit mining costs.
2. Mineral Resources have been compiled by Mr Frank Browning who is a full-time employee of WAI and a Registered Member of the Australian Institute of Geoscientists. Mr Browning has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that he has undertaken to qualify as a Competent Person as defined in the JORC Code.
3. All Mineral Resource figures reported in the table above represent estimates on 1st October, 2023. Mineral Resource estimates are not precise calculations, being dependent on the interpretation of limited information on the location, shape, and continuity of the occurrence and on the available sampling results. The totals contained in the above table have been rounded to reflect the relative uncertainty of the estimate. Numbers may not add due to rounding.
4. Mineral Resources are reported in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (The Joint Ore Reserves Committee Code – JORC 2012 Edition).
5. Mineral Resources have been reported at a 100% equity stake and not factored for ownership proportions.

Table 3: Patricia Mineral Resource (6% Zinc Equivalent cut-off) by Resource Category

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

Notes:

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

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Subsequent Mineral Resource Update

Subsequent to 30 June 2026, the Company announced to the ASX an updated MRE for the Kada Gold Project on 31 August 2026. As the updated MRE was announced subsequent to the Company's financial year end, it does not form part of the Mineral Resources Statement as at 30 June 2026 set out above. Details of the updated Mineral Resource Estimate are detailed below.

The Company's Mineral Resource summaries as at 31 August 2026 for the Kada Project is provided in Table 4 below.

Table 4: Kada Project updated Mineral Resource statement

Deposit	Classification	Tonnes (Mt)	Gold Grade (g/t)	Contained Gold (Moz)
Massan	Indicated	51.37	0.77	1.27
	Inferred	39.87	0.60	0.77
	Total	**91.23**	**0.70**	**2.04**
Bereko	Inferred	1.65	0.81	0.04
Kada Project	**Total**	**92.88**	**0.70**	**2.08**

Notes:

1. The Mineral Resource Estimate has been prepared in accordance with the JORC Code (2012) with an effective date of 31 August 2026. The Competent Person is Dr. Ryan Langdon PhD MEarthSci MCSMCGeol, a full-time employee of Asara Resources Limited.
2. The drilling database was closed on 23 August 2026.
3. Grades were estimated by ordinary kriging into a block model with a parent block size of 20m (X) by 20m (Y) by 6m (Z). Outlier management comprised domain-specific grade capping and restricted search neighbourhoods. Dry bulk densities were assigned by regolith unit from field determinations and are 2.19g/cm³ (laterite), 1.91g/cm³ (mottled zone), 1.86g/cm³ (upper saprolite), 2.06g/cm³ (lower saprolite), 2.42g/cm³ (saprock) and 2.79g/cm³ (fresh rock).
4. To demonstrate Reasonable Prospects for Eventual Economic Extraction (RPEEE), Mineral Resources are constrained by an optimised pit shell at a gold price of US$3,500/oz with process recoveries of 88–97% and are reported above a cut-off grade of 0.32g/t Au applied to ordinary kriged estimates at parent block scale. No change-of-support correction or selective mining unit assumption has been applied; reported figures reflect grade-tonnage outcomes at panel-scale selectivity.
5. Indicated Mineral Resources correspond to nominal drill spacing of ~35 × 35m, constrained to the drilled volume; Inferred to ~100 × 100m, extrapolated typically within 50m of drilling (maximum ~100m).
6. Mineral Resources are not Ore Reserves and have not demonstrated economic viability. There is no certainty that all or any part of the estimated Mineral Resources will be converted into Ore Reserves.
7. Mineral Resources are reported on a 100% gross project basis and have not been adjusted to reflect Asara Resources beneficial ownership interest as dry metric tonnes with contained gold in troy ounces. Totals are subject to rounding and may not sum exactly.

Review of Material Changes

Mineral Resources for the Kada Project did not materially change during FY2026. On 31 August 2026 the Company announced an updated interim MRE. Mineral Resources increased by 1.16 Moz, or 125%, to 2.08 Moz. Key changes from the 1 October 2023 Mineral Resource estimate include:

- Additional drilling of 72,648m comprising 9 DD, 27 RCD, 262 RC and 212 AC drill holes. Drilling conducted on a regularised grid extended coverage to a minimum 150m downhole depth and identified strike and depth extensions, including new high-grade lodes.
- Mineral Resource reported at a cut-off grade of 0.32g/t Au, compared with 0.50g/t Au in 2023.
- Grow in Indicated Resources by more than sixfold from 0.22Moz to 1.27Moz, accounting for 61% of contained gold (previously 24%).
- A lower deposit grade, reflecting expansion of the lower-grade halo around the higher-grade core and better grade definition from the expanded drill database.
- The Massan deposit has increased to 2.04Moz (up 125%), up from the 906Koz in October 2023.
- The Bereko deposit has more than doubled to 1.65Mt at 0.81g/t Au for 0.04Moz, reflecting the revised geological model and updated estimation and pit optimisation parameters.

- Like-for-like at 0.50g/t Au (within the US$3,500/oz pit shell) the MRE has increased to 1.77Moz, up 0.85Moz (92%), with Indicated of 1.14Moz (sixfold increase, 64% of total), confirming the confidence improvement is independent of the cut-off change.
- Updated geological model with a new 2026 independent litho-structural model created by Tect Geological Consulting directly informing grade shell modelling.
- Tighter classification criteria now requires Indicated Resources to be drilled at a nominal 35m x 35m spacing (previously 50m x 50m). Inferred is unchanged at approximately 100m x 100m.
- Pit optimisation to demonstrate RPEEE has used a gold price of US$3,500/oz (previously US$1,800/oz), with recoveries and costs sourced from metallurgical testwork and regional benchmarking.
- Bulk density have been revised by ~ 5–10% per regolith horizon following a paired coating study.

Governance and Internal Controls to Mineral Resource Estimations

Given the size of the Company and the internal expertise available to it in 2023, the Company did not calculate its own estimates of Mineral Resources. It engaged a reputable, suitably qualified external party to review the Company's data and determine an estimate of Mineral Resources. All data is collected and recorded in accordance with JORC requirements. There has been no external audit or review of the Company's techniques or data.

During FY 2026, the Company expanded its technical team with the appointment of a full-time VP of Exploration, Group Mineral Resources Manager and Principal Geologist. Moving forward, the Company will have the internal technical expertise and capability to prepare Mineral Resource estimates.

The Company complies with ASX Listing Rule 5.21.5 through a combination of internal and external verification processes for its Mineral Resource estimates. Drilling, sampling and assaying are subject to quality control procedures, including the use of certified standards, blanks and duplicates, and assays are undertaken by independent accredited laboratories. Any matter that has a material impact on a Mineral Resource estimate is reported to the Board, which approves any resulting announcement.

The Company reviews its Mineral Resource estimates on an annual basis. The Annual Statement of Mineral Resources is prepared in accordance with the JORC Code 2012 and the ASX Listing Rules. Competent Persons named by the Company are members of the Australasian Institute of Mining and Metallurgy, the Australian Institute of Geoscientists or another Recognised Professional Organisation and qualify as Competent Persons as defined under the JORC Code 2012.

Where required, the Company engages external consultants and Competent Persons to advise on structural interpretations and controls on mineralisation to assist with geological modelling and Mineral Resource estimation. All Mineral Resource estimates and their underlying assumptions are reviewed by the Directors and management for reasonableness and accuracy, and are reported in accordance with the JORC Code 2012 and the ASX Listing Rules. Where material changes occur to a project during the period, including the project's size, title, exploration results or other technical information, previous resource estimates and market disclosures are reviewed for completeness. The Company reviews its Mineral Resources as at each year end and, where a material change has occurred in the assumptions or data used in previously reported Mineral Resources, a revised estimate will be prepared as part of the annual review process.

Competent Persons Statement

The information in this report that relates to exploration results has been extracted from ASX announcements dated 30 September 2025, 1 December 2025 and 9 December 2025, 4 January 2026, 26 January 2026, 19 February 2026, 31 March 2026, 1 April 2026, 8 April 2026, 9 April 2026, 4 May 2026, 22 May 2026 and 18 June 2026.These ASX Announcements are available on the Company's website (www.asararesources.com). The Company confirms that it is not aware of any new information or data that materially affects the information included in these announcements and that all material assumptions and technical parameters underpinning exploration results continue to apply and have not materially changed.

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The Mineral Resource information in this report is extracted from the Company's ASX announcements of 10 October 2023 and 3 March 2022 for the 1 October 2023 Kada Project MRE, from the 31 August 2026 announcement for the 31 August 2026 Kada Project MRE and from the 30 May 2017 announcement for the Paguanta Project MRE, which are available at www.asararesources.com. The Company confirms that it is not aware of any new information or data that materially affects the information included in those announcements and that all material assumptions and technical parameters underpinning the Mineral Resource estimates continue to apply and have not materially changed.

Forward Looking Statements

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

Table 5: Mining Tenements held by the Group as at 30 June 2026

Permit Name	Project Name	Asara Holding (%)
Guinea		
Kada	Kada	51.00
Bamfele	Kada	51.00 effective. 100% legal
Chile		
José Miguel 1 1-30 Exploitation	Paguanta	74.50
José Miguel 2 1-30 Exploitation	Paguanta	74.50
José Miguel 3 1-20 Exploitation	Paguanta	74.50
José Miguel 4 1-30 Exploitation	Paguanta	74.50
José Miguel 5 1-30 Exploitation	Paguanta	74.50
José Miguel 6 1-30 Exploitation	Paguanta	74.50
José Miguel 7 1-30 Exploitation	Paguanta	74.50
José Miguel 8 1-10 Exploitation	Paguanta	74.50
Carlos Felipe 1 1-30 Exploitation	Paguanta	74.50
Carlos Felipe 2 1-30 Exploitation	Paguanta	74.50
Carlos Felipe 3 1-30 Exploitation	Paguanta	74.50
Carlos Felipe 4 1-30 Exploitation	Paguanta	74.50
Carlos Felipe 5 1-30 Exploitation	Paguanta	74.50
Carlos Felipe 6 1-30 Exploitation	Paguanta	74.50
Teki I 1 1-20 Exploitation	Loreto	100.00
Teki I 2 1-40 Exploitation	Loreto	100.00
Teki I 3 1-60 Exploitation	Loreto	100.00
Teki I 4 1-60 Exploitation	Loreto	100.00
Teki I 5 1-60 Exploitation	Loreto	100.00
Teki I 6 1-60 Exploitation	Loreto	100.00
Teki I 7 1-20 Exploitation	Loreto	100.00

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Directors' Report

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The Directors present their report on the Group consisting of Asara Resources Limited (**Asara** or the **Company**) and its controlled entities for the year ended 30 June 2026.

Directors

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

Jeffrey Quartermaine (appointed 14 April 2026)

Matthew Sharples (appointed 1 May 2026)

Brett Montgomery

Timothy Strong

Douglas Jones

Principal Activities

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

Operating and Financial Review

A review of the operations and financial position of the Group during the year ended 30 June 2026, including details of operations, changes in the state of affairs, and likely developments in the operations of the Group in subsequent financial years are set out in the Operating and Financial Review section of this report.

Significant Changes in State of Affairs

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

Dividends

No dividends have been paid or declared during the financial year (2025: nil).

Subsequent Events

On 8 May 2026, the Company announced a $60 million capital raising before costs through a two-tranche placement to sophisticated and institutional investors. The first tranche raised approximately $50.0 million under the Company's existing ASX Listing Rule 7.1 and 7.1A placement capacity. The second tranche raised approximately $10.0 million and was approved by shareholders on 19 June 2026, with part of that tranche settling on 2 July 2026 raising $3,589,649.

On 27 July 2026, the Company announced the issue of 13,000,000 performance rights under its employee incentive scheme. The performance rights were issued on 22 July 2026 and expire on 22 July 2030.

On 19 August 2026, the Company announced that it had entered into a binding Share Purchase Agreement with Ajax Resources PLC to divest its interest in the Paguanta Copper and Silver-Lead-Zinc Project in northern Chile. Subject to conditions precedent, the total consideration is US$1.4 million, comprising upfront cash and Ajax shares, together with deferred cash payments payable on achievement of agreed milestones.

On 31 August 2026, the Company announced that it had agreed to acquire 100% of the issued capital of Arafura Ouest PTE Ltd, which through its wholly owned Guinean subsidiary holds the Damissa Koura and Kankan West exploration permits in northeast Guinea. The consideration comprises SGD100 payable to the

vendors at settlement and the issue of 5,000,000 ordinary shares in the Company to the vendors or their nominee, with the shares subject to a 12-month escrow period.

On 31 August 2026, the Company announced an updated Mineral Resource Estimate for the Kada Project. The total Mineral Resource increased to 92.9Mt at 0.70g/t Au for 2.08Moz of contained gold, representing an increase of 1.16Moz, or 125%, compared with the 2023 estimate.

Future Developments

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

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

Information on Directors

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

Jeff Quartermaine, BE (Civil), MBA, FCPA Non-Executive Chairman		
Experience and expertise	Jeffrey Quartermaine is a highly experienced mining executive with nearly 40 years of experience in the industry. He served as Managing Director and Chief Executive Officer of ASX-100 Perseus Mining Limited. Mr Quartermaine retired from the role on 30 September 2025 after nearly thirteen years as CEO, having previously served two years as the Company's Chief Financial Officer.	
Other Current Directorships	Northern Star Resources Limited (ASX: NST), Terra Metals Limited (ASX: TM1)	
Former Directorships in the last 3 years	Perseus Mining Limited (ASX: PRU)	
Special responsibilities	Mr Quartermaine was appointed Chairman of the Company on 14 April 2026.	
Interests in shares and options as at the date of this report	Ordinary Shares	150,000

Matthew Sharples, MSc, BSc, FGS Managing Director & Chief Executive Officer		
Experience and expertise	Matthew Sharples is a mining professional with over 25 years of experience in M&A, mine development and consulting. Mr Sharples has worked globally with major mining firms and holds degrees from Durham University and Royal Holloway, University of London.	
Other Current Directorships	Alma Gold Inc (CNSX: ALMA)	
Former Directorships in the last 3 years	Robex Gold Limited (now PDI Gold Limited (ASX: PDI))	
Special responsibilities	Managing Director & Chief Executive Officer	
Interests in shares and options as at the date of this report	Ordinary Shares	3,500,000
	Performance Rights	24,000,000 (exp 3 June 2029)

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Brett Montgomery Non-Executive Director		
Experience and expertise	Brett Montgomery is a highly experienced mining executive with a breadth of experience in the management of public companies as well as equity and debt financing. He has held a number of executive and non-executive roles covering projects in West Africa, Australia, North America, Europe and Indonesia.	
Other Current Directorships	Tanami Gold NL (ASX: TAM), AIC Mines (ASX: A1M), Phoenix Gold Fund	
Former Directorships in the last 3 years	Nil	
Special responsibilities	Mr Montgomery held the role of Chairman for the Company up to 14 April 2026.	
Interests in shares and options as at the date of this report	Nil	

Timothy Strong, BSc (Hons), MBA Non-Executive Director		
Experience and expertise	Tim Strong is an economic geologist with over 14 years' experience over a wide range of commodities, with a focus on West African shear-hosted orogenic gold. Throughout his career, he has worked with major mining companies, junior exploration companies and capital markets professionals on a range of projects from target generation through to exploration planning and strategy, resource estimation and feasibility level studies.	
Other Current Directorships	Anibesa Energy Metals Corp, Marvel Gold Limited (ASX: MVL)	
Former Directorships in the last 3 years	Nil	
Special responsibilities	Nil	
Interests in shares and options as at the date of this report	Ordinary Shares	3,000,000
	Options	2,000,000 ($0.02, exp 3 Jun 2028) 2,500,000 (Nil, exp 24 Feb 27) 5,000,000 ($0.07, exp 24 Feb 27)

Douglas Jones, BSc (Hons 1), PhD Non-Executive Director		
Experience and expertise	Doug Jones is an economic geologist with 50 years' experience in international technical, commercial, corporate and project management gained in Sub Saharan and North Africa, Australia, Europe and the Americas. He has extensive experience ranging from project generation and grass roots exploration to resource definition and feasibility studies, with extensive recent involvement in M&A project assessment and due diligence studies.	
Other Current Directorships	Prospect Resources Limited (ASX: PSC)	
Former Directorships in the last 3 years	Nil	
Special responsibilities	Nil	
Interests in shares and options as at the date of this report	Ordinary Shares	6,000,000

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Information on Company Secretary

Joanna Kiernan, BA	
Experience and Expertise	Joanna Kiernan is a governance professional with over 20 years' experience in the operation and administration of publicly listed companies, primarily in the resources sector. She has held the role of Company Secretary for numerous ASX, AIM and SGX listed companies. Ms Kiernan is currently the Company Secretary for Marvel Gold Limited and Wia Gold Limited.

Meetings of Directors

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

Board	Attended	Eligible to attend
Jeffrey Quartermaine	2	2
Matthew Sharples	2	2
Brett Montgomery	6	6
Timothy Strong	5	6
Douglas Jones	6	6

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

Shares under Option

Unissued ordinary shares of the Company under option and performance rights on issue, at the date of this Directors' Report are as follows:

- 2,500,000 unlisted options expiring 24 February 2027, nil exercise price.
- 5,000,000 unlisted options expiring 24 February 2027, exercisable at $0.07 each.
- 2,000,000 unlisted options expiring 3 June 2028, exercisable at $0.02 each.
- 11,200,000 unlisted options expiring 18 September 2028, exercisable at $0.075 each.
- 24,000,000 performance rights expiring 3 June 2029.

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

Options granted

The following options were granted during the financial year:

- 11,200,000 unlisted options granted, expiring 18 September 2028, and exercisable at $0.075 each.

Securities exercised

The following securities were exercised during the financial year:

- 2,500,000 unlisted options expiring 4 April 2028, exercisable at $0.02 each.
- 3,000,000 unlisted options expiring 3 June 2028, exercisable at $0.02 each.

Securities lapsed or cancelled

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

- 1,250,000 unlisted options expiring 24 February 2026, nil exercise price.

Proceedings on Behalf of the Company

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

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

Environmental Regulation

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

Auditor's Independence

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

Non-Audit Services

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

Indemnification of Directors and Officers

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

Corporate Governance Statement

A copy of Asara's Corporate Governance Statement was lodged with ASX on 28 September 2026, and is available on its website at www.asararesources.com

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Remuneration Report (Audited)

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Introduction

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

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

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

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

Name	Position	Term as KMP during the reporting period
J Quartermaine(1)	Non-Executive Chairman	2.5 months
M Sharples(2)	Managing Director & Chief Executive Officer	12 months
B Montgomery(3)	Non-Executive Director	12 months
D Jones	Non-Executive Director	12 months
T Strong(4)	Non-Executive Director	12 months
Andrew De Klerk(5)	Vice President of Exploration	8.5 months
Aurelien Douyere(6)	Chief Financial Officer	1.5 month

(1) Mr Quartermaine was appointed Non-Executive Chairman of the Company on 14 April 2026.
(2) Mr Sharples was appointed Managing Director & Chief Executive Officer of the Company on 1 May 2026.
(3) Mr Montgomery transitioned from the role of Non-Executive Chairman of the Company to Non-Executive Director on 14 April 2026.
(4) Mr Strong transitioned from the role of Executive Director of the Company to Non-Executive Director on 3 November 2025.
(5) Mr De Klerk was appointed Vice President of Exploration on 1 May 2026, having previously served as a consultant since 14 October 2025.
(6) Mr Douyere was appointed Chief Financial Officer of the Company on 18 May 2026.

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

Remuneration Overview & Strategy

Over the past 12 months, the Company has experienced significant growth and development, including the significant expansion of its activities at the Kada project and the appointment of key personnel to support the Company's evolving operational and strategic requirements. As the Company continues to mature and its organisation structure develops, the Board recognises the importance of ensuring that its remuneration framework remains appropriate, competitive and aligned with the Company's objectives and the interests of shareholders.

Accordingly, the Board intends to undertake a review of the Company's remuneration framework in early FY2027 to ensure that it remains fit for purpose and appropriately reflects the Company's current scale, structure and future strategic priorities.

The current remuneration strategy adopted by the Company is designed to support the delivery of long-term shareholder value and to ensure remuneration accurately reflects achievement in line with general

market conditions. The strategy is designed to attract, motivate and retain high calibre individuals through the provision of remuneration packages which contain the appropriate balance of fixed remuneration and equity incentives measured against clearly defined performance hurdles aligned with the strategic and operational objectives of the Company and the creation of value for shareholders.

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

Non-executive Directors Remuneration

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

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

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

Executives Remuneration

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

Fixed Remuneration

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

Performance Linked Remuneration

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

Long-Term Incentives

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

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

Short-Term Incentives

The Company's short-term incentive framework is designed to align executive performance and remuneration with the delivery of the Company's strategic and operational priorities. Performance is

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assessed against a balanced range of financial and non-financial measures, which may include mineral resource growth and development, achievement of key exploration and operational milestones, fiscal discipline and effective cost management, the successful execution of strategic divestments and acquisitions, and other corporate and strategic objectives. The Board considers these measures collectively to ensure that short-term incentives reward meaningful progress against the Company's strategy while maintaining an appropriate focus on disciplined capital allocation and the creation of sustainable long-term value for shareholders.

Remuneration Governance

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

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

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

Remuneration Consultants

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

Relationship between Remuneration and Shareholder Wealth

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

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Key Management Personnel Compensation

Non-executive Director fees

Details of Non-executive Director fees as at 30 June 2026 are set out below.

Non-Executive Director	Annual fee as at 30 June 2026
J Quartermaine (Non-Executive Chairman)	$90,000 (excl super)
Brett Montgomery (Non-Executive Director)	$60,000 (excl super)
Douglas Jones (Non-Executive Director)	$60,000 (excl super)
Tim Strong (Non-Executive Director)	$60,000 (excl super)

Executive Service and Employment Agreements

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

Details of the agreements between the Company and other key management personnel, as at 30 June 2026, are set out below.

Name	Position	Duration of contract	Annual fee as at 30 June 2026	Period of notice under the contract	Termination provision under the contract
Matthew Sharples	MD & CEO	No fixed term	$330,000	6 months	6 months
Andrew De Klerk	VP of Exploration	No fixed term	£143,688	3 months	3 months
Aurelien Douyere	CFO	No fixed term	$250,000	3 months	3 months

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Remuneration of key management personnel for financial year ended 30 June 2026

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments			Total	Performance Related
	Cash salary and fees	Cash bonus	Non-monetary[1]	Super-annuation	Long service leave	Equity-settled performance rights	Equity-settled shares	Equity-settled options[2]		
	$	$	$	$	$	$	$	$	$	%
2026										
Non-Executive Directors:										
J Quartermaine[3]	19,500	-	-	2,340	-	-	-	188,172[9]	210,012	-
B Montgomery[4]	66,317	-	-		-	-	-	-	66,317	-
T Strong[5]	78,504	-	-		-	-	-	2,277	80,781	-
D Jones	51,516	-	-	3,124	-	-	-	-	54,640	-
Executive Directors:										
M Sharples[6]	310,750	-	16,923	26,400	3,667	669,910[10]	280,500[11]	-	1,308,150	72.65
Management:										
A De Klerk[7]	182,475	-		7,043		-	117,481[12]	-	306,999	38.27
A Douyere[8]	30,449	-	2,342	3,654	507	-	-	-	36,952	-
	739,511	**-**	**19,265**	**42,561**	**4,174**	**669,910**	**397,981**	**190,449**	**2,063,851**	

(1) Non-monetary benefits refer to movements in unpaid entitlements for leave.
(2) The value of options remuneration during the financial year relates to the reporting period vesting portion of options.
(3) Mr Quartermaine was appointed Non-Executive Chairman of the Company on 14 April 2026. The remuneration covers the 14 April 2026 to 30 June 2026 period.
(4) Mr Montgomery transitioned from the role of Non-Executive Chairman of the Company to Non-Executive Director on 14 April 2026.
(5) Mr Strong transitioned from the role of Executive Director of the Company to Non-Executive Director on 3 November 2025.
(6) Mr Sharples transitioned from Chief Executive Officer to Managing Director & Chief Executive Officer of the Company on 1 May 2026.
(7) Mr De Klerk was appointed Vice President of Exploration on 1 May 2026, having previously served as a consultant since 14 October 2025.
(8) Mr Douyere was appointed Chief Financial Officer of the Company on 18 May 2026.
(9) During the year, Jeff Quartermaine was appointed as Non-Executive Chairman. Under the terms of the service agreement, Jeff Quartermaine was granted 24 million options, subject to shareholder approval. As at 30 June 2026, services had been rendered under the service agreement and, accordingly, the fair value of the options was estimated and a share-based payment expense recognised in respect of the portion vested to that date. The final number and fair value of the options to be issued will be determined following shareholder approval at the Company's annual general meeting scheduled for November 2026, at which time the award will be remeasured in accordance with AASB 2.
(10) Represents the portion of performance rights issued to Mr Sharples that vested during the reporting period.
(11) The Board resolved to award Mr Matthew Sharples a bonus of A$280,500 to be settled through the issue of 2,280,488 fully paid ordinary shares in the Company calculated at an issue price of A$0.123 per share, which is equal to the 10-day VWAP prior to the Board's decision to award Mr Sharples a bonus for the 2026 financial year. The issue of shares is subject to shareholder approval at the Company's next AGM, scheduled for November 2026.
(12) The Board resolved to award Mr Andrew De Klerk a bonus of A$117,481 settled through the issue of 955,130 fully paid ordinary shares in the Company calculated at an issue price of A$0.123 per share, which is equal to the 10-day VWAP prior to the Board's decision to award Mr De Klerk a bonus for the 2026 financial year. The shares were issued on 21 August 2026.

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

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments			Total	Performance Related
	Cash salary and fees	Cash bonus	Non-monetary[1]	Super-annuation	Long service leave	Equity-settled performance rights	Equity-settled shares	Equity-settled options[2]		
	$	$	$	$	$	$	$	$	$	%
2025										
Non-Executive Directors:										
B Montgomery	59,000	-	-	6,883	-	-	-	-	65,883	-
D Jones	46,000	-	-	5,367	-	-	-	-	51,367	-
Executive Directors:										
T Strong	125,000	-	-	-	-	-	-	154,722	279,722	-
Management:										
M Sharples	235,026	-	-	-	-	213,406	-	-	448,432	47.59
	465,026	**-**	**-**	**12,250**	**-**	**213,406**	**-**	**154,722**	**845,404**	

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

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Incentive Awards granted to key management personnel as part of their remuneration

5,000,000 options were granted to Timothy Strong on 24 February 2023. These Options expire on 3 June 2028 and have an exercise price of $0.015.

24,000,000 performance rights were granted to Matthew Sharples on 3 June 2025. These performance rights expiry on 3 June 2029. The vesting conditions for these Performance Rights are as follows:

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

Participant	Tranche 1.1	Tranche 1.2	Tranche 1.3	Tranche 2.1	Tranche 2.2	Tranche 2.3	Tranche 3	Total
M. Sharples	4,000,000	4,000,000	4,000,000	2,000,000	2,000,000	2,000,000	6,000,000	24,000,000
Grant Date	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	
Expiry date	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	
Volatility	94.2%	94.2%	94.2%	N/A	N/A	N/A	N/A	
Risk free rate (%)	3.478%	3.478%	3.478%	N/A	N/A	N/A	N/A	
Underlying fair value on date of grant	$0.0516	$0.0488	$0.0455	N/A	N/A	N/A	N/A	
Value on Grant date	$0.053	$0.053	$0.053	$0.053	$0.053	$0.053	$0.053	
Total Fair Value ($) – Life of rights	$206,435	$195,151	$182,092	$106,000	$106,000	$106,000	$318,000	$1,219,678
Total Fair Value ($) – expensed to 30 June 2026	$206,435	$195,151	$182,092	$91,758	$91,758	$28,513	$85,540	$881,247
Method of valuation	Hoadley	Hoadley	Hoadley	N/A	N/A	N/A	N/A	

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

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

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

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

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

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

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

Shares of key management personnel for year ended 30 June 2026

Name	At start of year	Additions	Granted during year as remuneration	Other changes during year	At end of year
J Quartermaine	-	150,000	-	-	150,000
B Montgomery	-	-	-	-	-
T Strong	-	3,000,000	-	-	3,000,000
D Jones	6,000,000	-	-	-	6,000,000
M Sharples	3,500,000	-	-	-	3,500,000
A De Klerk	-	-	-	-	-
A Douyere	-	230,000	-	-	230,000
Total	**9,500,000**	**3,380,000**	**-**	**-**	**12,880,000**

Options held by key management personnel for year ended 30 June 2026

Name	At start of year	Granted during year as remuneration	Expired during year	Other changes during year	At end of year
J Quartermaine	-	-	-	-	-
B Montgomery	-	-	-	-	-
T Strong	13,750,000	-	(1,250,000)	(3,000,000)	9,500,000
D Jones	-	-	-	-	-
M Sharples	-	-	-	-	-
A De Klerk	-	-	-	-	-
A Douyere	-	-	-	-	-
Total	**13,750,000**	**-**	**(1,250,000)**	**(3,000,000)**	**9,500,000**

Performance Rights held by key management personnel for year ended 30 June 2026

Name	At start of year	Granted during year as remuneration	Expired during year	Other changes during year	At end of year
J Quartermaine	-	-	-	-	-
B Montgomery	-	-	-	-	-
T Strong	-	-	-	-	-
D Jones	-	-	-	-	-
M Sharples	24,000,000	-	-	-	24,000,000
A De Klerk	-	-	-	-	-
A Douyere	-	-	-	-	-
Total	**24,000,000**	**-**	**-**	**-**	**24,000,000**

Other transactions with key management personnel of the Group

Brett Montgomery is a Director of AIC Mines Limited (**AIC**). The Company and AIC entered into a Sublease Agreement dated 23 May 2023 for a period of 3 years, whereby Asara sub-leases office space from AIC.

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The terms were agreed at arm's length and are on the same terms as AIC is receiving from the Lessor. The Company did not renew the lease upon its expiry on 23 May 2026.

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

This is the end of the audited Remuneration Report.

Signed on 28 September 2026 for and on behalf of the Board in accordance with a resolution of the Directors made pursuant to section 298(2) of the *Corporations Act 2001*.



Jeff Quartermaine
Chairman

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Asara Resources Limited for the year ended 30 June 2026, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

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



Perth, Western Australia
28 September 2026

B G McVeigh
Partner

hlb.com.au

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Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the Year Ended 30 June 2026

	Note	Consolidated 2026 $	Consolidated 2025 $
Interest income		519,589	7,495
Other gains/(losses)	3	(55,952)	254,576
Administration expenses	4	(3,582,250)	(1,245,742)
Depreciation expense	8	(156,931)	(101,583)
Exploration and evaluation expenditure		(381,664)	(540,526)
Interest expense		-	(6,682)
Loss before tax		**(3,657,208)**	**(1,632,462)**
Income tax	5	-	-
Loss for the year from continuing operations		**(3,657,208)**	**(1,632,462)**
Profit/(loss) from discontinued operation	9	-	114,055
Loss for the period		**(3,657,208)**	**(1,518,407)**
Other comprehensive income			
Exchange differences on translating foreign operations		(1,965,512)	199,619
Other comprehensive income for the year, net of income tax		(1,965,512)	199,619
Total comprehensive income/(loss) for the year		**(5,622,720)**	**(1,318,788)**
Loss attributable to:			
Owners of the Company		(3,571,971)	(1,461,397)
Non-controlling interests		(85,237)	(57,010)
		(3,657,208)	**(1,518,407)**
Total comprehensive income attributable to:			
Owners of the Company		(5,029,188)	(1,294,987)
Non-controlling interests		(593,532)	(23,801)
		(5,622,720)	**(1,318,788)**
Loss per share from continuing operations			
Basic (cents per share)	6	(0.23)	(0.16)
Diluted (cents per share)	6	(0.23)	(0.16)
Loss per share			
Basic (cents per share)	6	(0.23)	(0.15)
Diluted (cents per share)	6	(0.23)	(0.15)

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

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Consolidated Statement of Financial Position

As at 30 June 2026

	Note	Consolidated 2026 $	Consolidated 2025 $
Current Assets			
Cash and cash equivalents	21(a)	59,752,785	3,202,474
Trade and other receivables	7	1,647,683	66,528
Assets held for sale	9	-	-
Other assets		39,214	58,607
Total Current Assets		**61,439,682**	**3,327,609**
Non-Current Assets			
Other financial assets		-	2,874
Plant and equipment	8	1,222,218	471,808
Exploration expenditure	9	42,577,719	25,942,399
Total Non-Current Assets		**43,799,937**	**26,417,081**
Total Assets		**105,239,619**	**29,744,690**
Current Liabilities			
Trade and other payables	10	3,481,665	386,457
Loans	11	-	-
Provisions	12	665,099	-
Total Current Liabilities		**4,146,764**	**386,457**
Non-Current Liabilities			
Provisions	12	4,174	-
Total Non-Current Liabilities		**4,174**	**-**
Total Liabilities		**4,150,938**	**386,457**
Net Assets		**101,088,681**	**29,358,233**
Equity			
Issued capital	13	195,708,082	119,365,709
Reserves	14	1,359,240	1,805,661
Accumulated losses		(93,968,976)	(90,397,005)
Equity attributable to owners of the Company		**103,098,346**	**30,774,365**
Non-controlling interests	20(c)	(2,009,665)	(1,416,132)
Total Equity		**101,088,681**	**29,358,233**

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 2026

	Note	Share Capital	Accumulated Losses	Option Reserve	Foreign Currency Translation Reserve	Non-controlling Interests	Total Equity
		$	$	$	$	$	$
Balance at 1 July 2024		**115,698,713**	**(89,063,108)**	**143,257**	**1,146,180**	**(1,392,331)**	**26,532,711**
Adjustment on disposal of subsidiaries		–	–	–	24,230	–	24,230
		115,698,713	(89,063,108)	143,257	1,170,410	(1,392,331)	26,556,941
Loss for the year		–	(1,461,397)	–	–	(57,010)	(1,518,407)
Other comprehensive income for the year, net of income tax		–	–	–	166,410	33,209	199,619
Total comprehensive profit/(loss) for the year		–	(1,461,397)	–	166,410	(23,801)	(1,318,788)
Transactions with owners recorded directly in equity							
Issue of fully paid shares and options	13	3,687,470	–	453,084	–	–	4,140,554
Share issue costs	13	(20,474)	–	–	–	–	(20,474)
Fair value of expired options	14	–	127,500	(127,500)	–	–	–
Balance at 30 June 2025		**119,365,709**	**(90,397,005)**	**468,841**	**1,336,820**	**(1,416,132)**	**29,358,233**
Balance at 1 July 2025		**119,365,709**	**(90,397,005)**	**468,841**	**1,336,820**	**(1,416,132)**	**29,358,233**
Loss for the year		–	(3,571,971)	–	–	(85,237)	(3,657,208)
Other comprehensive income for the year, net of income tax		–	–	–	(1,457,216)	(508,296)	(1,965,512)
Total comprehensive profit/(loss) for the year		–	**(3,571,971)**	**–**	**(1,457,216)**	**(593,533)**	**(5,622,720)**
Transactions with owners recorded directly in equity							
Issue of fully paid shares and options	13	81,266,694	–	–	–	–	81,266,694
Share issue costs	13	(4,599,581)	–	–	–	–	(4,599,581)
Fair value of share options issued in relation to placing		(324,740)	–	324,740	–	–	–
Fair value of expired options	14	–	–	(174,304)	–	–	(174,304)
Fair value of options vested		–	–	190,448	–	–	190,448
Fair value of performance rights vested in the period		–	–	669,911	–	–	669,911
Balance at 30 June 2026		**195,708,082**	**(93,968,976)**	**1,479,636**	**(120,396)**	**(2,009,665)**	**101,088,681**

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

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Consolidated Statement of Cash Flows

For the Year Ended 30 June 2026

	Note	Consolidated 2026 $	Consolidated 2025 $
Cash Flows From Operating Activities			
Payments to suppliers and employees		(2,159,808)	(855,417)
Payments for exploration and evaluation		(381,664)	(640,679)
Interest received		519,589	7,495
Interest paid		-	(6,682)
Net Cash Inflow/(Outflow) From Operating Activities	21(b)	**(2,021,883)**	**(1,495,283)**
Cash Flows From Investing Activities			
Payment for acquisition of assets		(16,598,507)	(2,154,322)
Proceeds from sale of tenements		-	2,678,974
Purchase of plant and equipment		(920,810)	(439,021)
Net Cash Inflow/(Outflow) From Investing Activities		**(17,519,317)**	**85,631**
Cash Flows From Financing Activities			
Proceeds from issue of shares and options		81,266,694	3,687,470
Share issue costs		(4,599,581)	(20,474)
Repayments of borrowings	11	-	(500,000)
Net Cash Inflow/(Outflow) From Financing Activities		**76,667,113**	**3,166,996**
Net increase/(decrease) in cash and cash equivalents		57,125,913	1,757,344
Cash and cash equivalents at the beginning of the financial year		3,202,474	1,337,941
Translation differences on cash held in foreign currencies		(575,602)	107,189
Cash and cash equivalents at the end of the financial year	21(a)	**59,752,785**	**3,202,474**

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

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Notes to the Financial Statements

For the Year Ended 30 June 2026

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Note 1: Corporate Information

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

Note 2: Material Accounting Policies

(a) Statement of Compliance

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

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

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

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

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

The financial statements for the reporting period were authorised for issue in accordance with a resolution of the Directors on 28 September 2026.

(b) Changes to accounting policies

(i) New and Amended Standards and Interpretations Adopted

None of the new and revised standards, interpretations and amendments to standards that are mandatory for the first time for the financial year beginning 1 July 2025 affected any of the amounts recognised in the reporting period or any prior period and are not likely to affect future periods.

(ii) Standards and Interpretations in issue not yet adopted

The Group has not applied any new and revised standards, interpretations and amendments to standards that have been issued to the date of authorisation of the financial statements but are

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not yet mandatory. None of these new pronouncements are likely to have a material impact on the Group in current or future reporting periods.

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

(c) Going Concern

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

During the year, the Group incurred a loss after tax of $3,657,208 (2025: $1,518,407) and experienced net cash outflows from operating and investing activities of $19,541,200 (2025: $1,409,652). On 30 June 2026, the Group had net assets of $101,088,681 (30 June 2025: $29,358,233) and net current assets of $57,292,918 (30 June 2025: $2,941,152). As at 30 June 2026, the Group had a cash balance of $59,752,785 (30 June 2025: $3,202,474).

The Directors have prepared a cash flow forecast for the period ending 30 September 2027, which indicates that the Group has the funding in place as of the date of this report to carry out its planned work program, and to continue as a going concern.

(d) Foreign Currency Translation

(i) *Functional and presentation currency*

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

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

The functional currency of Kada Holdings Limited is Great Britain Pound.

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

(ii) *Transaction and balances*

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

(iii) *Group Companies*

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

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

Exchange differences arising on translation of foreign operations are recognised in other comprehensive income and accumulated in the Group's foreign currency translation reserve

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(attributed to non-controlling interests as appropriate). These differences are recognised in the income statement in the period in which the operation is disposed.

(e) Impairment of Assets

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

(f) Goods and Services Tax (**GST**)

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

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(g) Comparative Figures

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

Note 3: Other Gains/Losses

	Consolidated	
	2026	**2025**
	$	**$**
Proceeds from farm in agreements	-	154,314
Foreign exchange gains/(losses)	(55,952)	100,262
	(55,952)	**254,576**

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

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Note 4: Expenses

	Consolidated	
Administration expenses comprise:	**2026 $**	**2025 $**
Directors' fees	558,728	117,250
Employee benefits expenses	30,449	-
Defined contribution superannuation expense	3,654	8,353
Share-based payments expense	1,408,218	453,084
Other employee benefit expenses	33,447	63,316
Investor relations expense	16,562	44,628
Other administration expenses	1,531,192	559,111
	3,582,250	**1,245,742**

Note 5: Income Tax

	Consolidated	
	2026 $	**2025 $**
Numerical reconciliation of income tax expense to prima facie tax payable:		
Gain/(Loss) before income tax expense	(3,657,208)	(1,518,407)
Income tax expense/(benefit) calculated at 30% (2025: 30%)	(1,097,162)	(455,522)
Effect of amounts which are not deductible/(taxable) in calculating taxable income		
Share issue costs	-	-
Share based payments	422,465	135,925
ATO technology boost	-	-
Other expenses	15,242	-
	(659,456)	(319,597)
Movement in temporary differences not recognised	(869,861)	(10,613,759)
Effect of tax losses for which no deferred tax asset has been recognised	1,529,315	10,933,356
Income tax expense	**-**	**-**

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

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

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

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

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

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

Current tax

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

Deferred tax

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

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

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

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

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

	Consolidated	
Unrecognised deferred tax balances	**2026** **$**	**2025** **$**
The following deferred tax assets have not been brought to account:		
Deferred tax assets at 30% (2025: 30%)		
Carry forward tax losses	27,508,942	26,071,282
Other deferred tax balances	2,127,929	1,594,630
Total deferred tax assets	29,636,871	27,665,912

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Current and deferred tax for the period

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

Note 6: Earnings/(Loss) per Share

	2026 Cents	2025 Cents
Basic and diluted earnings/(loss) per share from continuing operations (2026: $3,657,208 loss, 2025: $1,632,462 loss)	(0.23)	(0.16)
From discontinued operations	-	0.01
Total basic and diluted earnings/(loss) per share	(0.23)	(0.15)
Weighted average number of shares outstanding during the year used in the calculation of basic loss per share	1,578,294,025	1,002,683,839

(a) Basic earnings/(loss) per share

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

(b) Diluted loss per share

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

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

Note 7: Trade and Other Receivables

	Consolidated	
	2026 $	2025 $
Current		
GST refundable	264,206	52,674
Other receivables[1]	1,383,477	13,854
	1,647,683	**66,528**

(1) Includes a prepayment of US$839,811 for the purchase of exploration equipment with a total value of US$1,679,622.

Note 8: Property, Plant and Equipment

	Consolidated	
	2026 $	2025 $
Office equipment, at cost	123,762	89,219
Less: accumulated depreciation	(65,954)	(64,336)
	57,808	**24,883**

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	Consolidated	
	2026 $	**2025 $**
Field equipment, at cost	1,679,173	854,528
Less: accumulated depreciation	(514,763)	(407,603)
	1,164,410	**446,925**
	1,222,218	**471,808**

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

	Office Equipment	Field Equipment	Total
	$	$	$
Carrying amount at 1 July 2024	**35,288**	**103,197**	**138,485**
Additions	-	439,021	439,021
Disposals	-	-	-
Depreciation	(11,323)	(90,260)	(101,583)
Foreign exchange movement	918	(5,033)	(4,115)
Carrying amount at 30 June 2025	**24,883**	**446,925**	**471,808**
Additions	39,537	881,273	920,810
Disposals	(1,926)	-	(1,926)
Depreciation	(7,838)	(149,093)	(156,931)
Foreign exchange movement	3,151	(14,694)	(11,543)
Carrying amount at 30 June 2026	**57,807**	**1,164,411**	**1,222,218**

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

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

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

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

Note 9: Exploration Expenditure

	Consolidated	
	2026	**2025**
	$	**$**
Costs at beginning of year	25,942,399	23,375,592
Acquisition of exploration projects	18,069,639	2,397,295
Foreign exchange movement	(1,434,319)	169,512
Costs at end of year	**42,577,719**	**25,942,399**
Assets held for sale	**-**	**-**

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

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

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

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

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

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

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

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

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

The Group assesses impairment of all assets at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. These include prospectivity of an area of interest and economic and political environments. If an impairment

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trigger exists, the recoverable amount of the asset is determined. No impairment indicators have been identified by management.

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

Asset held for sale

During the year, the Group commenced a process to identify potential purchasers for certain exploration assets following a decision by the Board to consider their disposal. The Group is considering opportunities to dispose of these assets. However, as at 30 June 2026, the criteria for classification as held for sale under AASB 5 Non-current Assets Held for Sale and Discontinued Operations had not been met, including the requirement that the sale be highly probable.

Financial information on the operation held for sale is as below:

	2026 $	2025 $
Financial Performance		
Impairment reversal/(charged)	-	-
Depreciation	-	-
Mineral exploration costs	-	-
Loss on Disposal	-	114,055
Gain / (loss) from discontinued operations	**-**	**114,055**
Net cash outflow from operating activities	-	(329,490)
Net cash inflow from investing activities	-	2,678,974
Net cash inflow / (Outflow) generated by the discontinued operations	**-**	**2,349,484**
Assets held for sale	**-**	**-**

Exploration Commitments

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

	Consolidated	
	2026 $	2025 $
Not later than one year	-	-
Later than one year, but not later than 5 years	-	-
Later than 5 years	-	-
	-	**-**

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Note 10: Trade and Other Payables

	Consolidated	
	2026 $	2025 $
Trade creditors	1,357,904	19,212
Accrued expenses	1,617,322	356,882
Other liabilities	506,439	10,363
	3,481,665	**386,457**

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

Note 11: Loans

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

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

In December 2023, the Company repaid $1,000,000 to Capital as part repayment of the Note. In February 2024, the Company reached an agreement with Capital to extend the maturity date of the Note for a further three months until June 2024. In April 2024, the Company agreed to extend the maturity date of the Note for a further seven months to January 2025 and on 18 July 2024 the remaining $500,000 was repaid in full. As at 30 June 2026, no amounts remained outstanding in relation to this loan.

	Consolidated	
	2026 $	2025 $
Face value of convertible note issued on 5 September 2023	-	500,000
Partial and final repayment of note	-	(500,000)
Value of note payable	**-**	**-**

Note 12: Provisions

	Consolidated	
	2026 $	2025 $
Current		
Employee entitlements – annual leave	81,544	-
Employee entitlements – other[(1)]	583,555	-
Non-Current		
Employee entitlements – long service leave	4,174	-

(1) Includes a $547,859 provision for a FY2026 STI bonus to be settled through the issue of shares in the Company.

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

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on costs.

Note 13: Issued Capital

	Consolidated	
	2026 $	**2025 $**
Issued Capital		
Fully paid ordinary shares: 2,055,930,993 (2025: 1,101,177,848)	195,708,082	119,365,710

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

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

		Number of Shares	Cents	$
30/06/2025		**1,101,177,848**		**119,365,709**
1/07/2025	Opening	275,294,461	5.00	13,764,723
1/08/2025	Placement	174,705,539	5.00	8,735,277
18/09/2025	Placement	49,999,600	5.00	2,499,999
20/10/2025	Placement	2,500,000	2.00	50,000
20/10/2025	Exercise of options	3,000,000	2.00	60,000
23/03/2026	Exercise of options	400,004,932	12.50	50,000,617
15/05/2026	Placement	44,320,000	12.50	5,540,000
25/06/2026	Placement	4,928,613	12.50	616,077
	Cost of share issue			(4,924,320)
30/06/2026		**2,055,930,993**		**195,708,082**

Note: 1. Ordinary shares entitle the holder to participate in dividends and the proceeds on winding-up of the Company in proportion to the number of shares held and the amounts paid on those shares

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Note 14: Reserves

	Consolidated	
	2026 $	2025 $
Option and Performance Rights Reserve (a)	1,479,636	468,841
Foreign Currency Translation Reserve (b)	(120,396)	1,336,820
	1,359,240	**1,805,661**

(a) Options and Performance Rights Reserve

The Company had the following options on issue as at 30 June 2026 for the relevant years:

Option series	No. of options 2026	No. of options 2025	Exercise price $	Issue Date	Expiry date
Unlisted options					
Class AAI	-	1,250,000		24/02/2023	24/02/2026
Class AAJ	2,500,000	2,500,000		24/02/2023	24/02/2027
Class AAK	1,250,000	1,250,000	0.070	24/02/2023	24/02/2027
Class AAK	1,250,000	1,250,000	0.070	24/02/2023	24/02/2027
Class AAK	2,500,000	2,500,000	0.070	24/02/2023	24/02/2027
Class AAL	-	2,500,000	0.020	4/04/2025	4/04/2028
Class AJ	2,000,000	5,000,000	0.020	3/06/2025	3/06/2028
Class AAN	11,200,000	-	0.075	12/09/2025	18/09/2028
	20,700,000	**16,250,000**			

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

Performance Rights series	No. 2026	No. 2025	Exercise price $	Issue Date	Expiry date
Performance Rights					
Class AAM	24,000,000	-	-	03/06/2025	03/06/2029
	24,000,000	**-**			

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

Issue / Expiry Date	Description	Number of Options	Fair value cents	$
Options				
	Balance at 30/06/2024	**25,000,000**		**143,257**
	Options vested during the year			
	Class AAK	-		5,808
		-		5,808
	Options expired during the year			
24/02/2025	Class AAG	(15,000,000)		(127,500)
24/02/2025	Class AAH	(1,250,000)		-
		(16,250,000)		(127,500)
	Options issued during the year			
4/04/2025	Class AAJ	2,500,000	2.69	84,956

Issue / Expiry Date	Description	Number of Options	Fair value cents	$
3/06/2025	Class AAK	5,000,000	3.42	148,914
		7,500,000		233,870
	Balance at 30/06/2025	**16,250,000**		**255,435**
	Options vested during the year			
	Class AAK	-		2,277
	Options subject to shareholder approval (1)	-		188,172
		-		190,449
	Options exercised during the year			
	Class AAJ	(2,500,000)	(3.40)	(84,956)
	Class AAK	(3,000,000)	(2.98)	(89,348)
		(5,500,000)		(174,304)
	Options expired during the year			-
24/02/2026	Class AAI	(1,250,000)		-
		(1,250,000)		-
	Options issued during the year			
12/09/2025	Class AAN	11,200,000	2.90	324,740
		11,200,000		324,740
	Balance at 30/06/2026	**20,700,000**		**596,320**
Performance Rights				
03/06/2025	Class AAM	24,000,000	1.96	213,406
	Balance at 30/06/2025	**24,000,000**		**213,406**
	Performance rights vested during the year			
	Class AAM - Vested in period	-		669,910
		-		669,910
	Balance at 30/06/2026	**24,000,000**		**883,316**
Options and performance rights Total		**44,700,000**		**1,479,636**

(1) Represents the value of options subject to shareholder approval at the Company's next AGM, scheduled for November 2026.

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

(b) Foreign Currency Translation Reserve

	Consolidated	
	2026	**2025**
	$	**$**
At beginning of year	1,336,820	1,146,180
Adjustment on disposal of subsidiary	-	24,230
Foreign currency translation movement for the year attributable to	(1,457,216)	166,410

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	(120,396)	**1,336,820**

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

Note 15: Share Based Payments

	Consolidated	
	2026 $	**2025 $**
Options and performance rights		
Issued to Directors and employees	860,359	447,276
Shares		
Issued to Directors and employees[1]	547,859	-
	1,408,218	**447,276**
Recognised in Administration expenses	1,408,218	447,276
	1,408,218	**447,276**

(1) Relates to the FY2026 STI bonus to be settled through the issue of shares after the end of the reporting period.

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

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

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

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

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

Under the Incentive Plan, each award converts into one ordinary share in the Company on exercise. Unless the Board determines otherwise, no amounts are paid or payable by the recipient on receipt

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of the award. The awards do not carry any rights to dividends or voting. The awards may be exercised at any time from the date of vesting to the date of their expiry. The awards granted under the Incentive Plan are offered to employees and Directors based on the Board's view of the contribution of the person to the Company. Any awards issued to Directors are approved by shareholders prior to issue.

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

Option series	Grant date	Grant date fair value (cents)	Exercise price (cents)	Expiry date	Number of options
Expired					
Class AAI	24/02/2023	3.00		24/02/2026	1,250,000
Current					
Class AAJ	24/02/2023	3.00		24/02/2027	2,500,000
Class AAK	24/02/2023	0.49	7.00	24/02/2027	1,250,000
Class AAK	24/02/2023	0.49	7.00	24/02/2027	1,250,000
Class AAK	24/02/2023	0.49	7.00	24/02/2027	2,500,000
Class AAL	4/04/2025	2.69	2.00	4/04/2028	2,500,000
Class AJ	3/06/2025	3.42	1.50	3/06/2028	5,000,000
Class AAN	12/09/2025	2.90	7.50	18/09/2028	11,200,000

Performance Rights series	Grant date	Grant date fair value (cents)	Exercise price (cents)	Expiry date	Number of options
Current					
Class AAM	03/06/2025	1.9625	-	03/06/2029	24,000,000

Class AAK options have time-based vesting conditions for which $2,277 has been recognised in the year ended 30 June 2025 ($5,808 vested in the year ended 30 June 2025).

Class AAM are Performance Rights and have performance-based vesting conditions for which $669,910 (2025: $213,406) has been recognised as an expense in the reporting period.

An expense of $188,172 was recognised in relation to 24,000,000 options with time-based vesting conditions to be issued to Mr Jeffrey Quartermaine, which are subject to shareholder approval at the Company's next AGM scheduled for November 2026.

All other share options were fully vested on the grant date.

There has been no alteration to the terms and conditions of the above share-based payment arrangements since the grant date.

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

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Options

	2026		2025	
	Number	WAEP Cents	Number	WAEP Cents
Outstanding at the beginning of the year	16,250,000	2.92	25,000,000	4.10
Expired during the year	(1,250,000)	-	(16,250,000)	(4.15)
Issued during year	11,200,000	7.50	7,500,000	1.67
Exercised during the year	(5,500,000)	(1.73)	-	-
	20,700,000	**5.94**	**16,250,000**	**2.92**

The weighted average remaining contractual life of outstanding options issued as share based payments as at 30 June 2026 is 1.6 years (2025: 2.1 years).

The Company issued 11,200,000 options exercisable at $0.075 each expiring 18 September 2028 to Lead Managers. These options were valued at $324,740 utilising a Black & Scholes option pricing model with the following inputs and were included as part of share issue costs:

Grant date:	28 July 2025
Expiry date:	18 September 2028
Share price at grant date:	5.3 cents
Exercise price:	7.5 cents
Risk-free rate:	3.46%
Volatility:	94.12%

Performance Rights

	2026		2025	
	Number	WAEP Cents	Number	WAEP Cents
Outstanding at the beginning of the year	24,000,000	-	-	-
Expired during the year	-	-	-	-
Issued during year	-	-	24,000,000	-
	24,000,000	**-**	**24,000,000**	**-**

The weighted average remaining contractual life of outstanding performance rights issued as share based payments as at 30 June 2026 is 2.9 years (2025: 3.9 years).

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

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

Participant	Tranche 1.1	Tranche 1.2	Tranche 1.3	Tranche 2.1	Tranche 2.2	Tranche 2.3	Tranche 3	Total
M. Sharples	4,000,000	4,000,000	4,000,000	2,000,000	2,000,000	2,000,000	6,000,000	24,000,000
Grant Date	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	03 June 2025	
Expiry date	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	03 June 2029	
Volatility	94.2%	94.2%	94.2%	N/A	N/A	N/A	N/A	
Risk free rate (%)	3.478%	3.478%	3.478%	N/A	N/A	N/A	N/A	
Underlying fair value on date of grant	$0.0516	$0.0488	$0.0455	N/A	N/A	N/A	N/A	
Value on Grant date	$0.053	$0.053	$0.053	$0.053	$0.053	$0.053	$0.053	
Total Fair Value ($) – Life of rights	$206,435	$195,151	$182,092	$106,000	$106,000	$106,000	$318,000	$1,219,678

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Participant	Tranche 1.1	Tranche 1.2	Tranche 1.3	Tranche 2.1	Tranche 2.2	Tranche 2.3	Tranche 3	Total
Total Fair Value ($) – expensed to 30 June 2026	$206,435	$195,151	$182,092	$91,758	$91,758	$28,513	$85,540	$881,247
Method of valuation	Hoadley	Hoadley	Hoadley	N/A	N/A	N/A	N/A	

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

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

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

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

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

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

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

Note 16: Key Management Personnel Disclosure

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

Name	Position	Term as KMP during the reporting period
J Quartermaine[1]	Non-Executive Chairman	2.5 months
M Sharples[2]	Managing Director & Chief Executive Officer	12 months
B Montgomery[3]	Non-Executive Director	12 months
D Jones	Non-Executive Director	12 months
T Strong[4]	Non-Executive Director	12 months
A De Klerk[5]	Vice President Exploration	8.5 months
A Douyere[6]	Chief Financial Officer	1.5 month

(1) Mr Quartermaine was appointed Non-Executive Chairman of the Company on 14 April 2026.
(2) Mr Sharples held the position of Chief Executive Officer from 1 July 2025 and was subsequently appointed Managing Director & Chief Executive Officer of the Company on 1 May 2026.
(3) Mr Montgomery transitioned from the role of Non-Executive Chairman of the Company to Non-Executive Director on 14 April 2026.
(4) Mr Strong transitioned from the role of Executive Director of the Company to Non-Executive Director on 3 November 2025.
(5) Mr De Klerk was appointed Vice President of Exploration on 1 May 2026, having previously served as a Consultant since 14 October 2025.
(6) Mr Douyere was appointed Chief Financial Officer of the Company on 18 May 2026.

Remuneration for Key Management Personnel (during the reporting period)

	Consolidated	
	2026 $	**2025 $**
Short-term employee benefits	758,775	464,719
Post-employment benefits	42,561	12,250
Termination benefits	-	-
Other long-term benefits	4,174	-
Share-based payments[1] [2] [3]	1,258,340	368,128
	2,063,850	**845,097**

(1) Includes an expense of $669,910 recognised in relation to the vesting of Class AAM performance rights during the reporting period.
(2) Includes an expense of $397,981 recognised in relation to the FY2026 STI bonus to be settled through the issue of shares in the Company.
(3) Includes an expense of $188,172 recognised in relation to options with time-based vesting conditions that vested during the reporting period and are subject to shareholder approval at the Company's next AGM, scheduled for November 2026.

Other Transactions with Related Parties

Brett Montgomery is a Director of AIC. The Company and AIC entered into a Sublease Agreement dated 23 May 2023 for a period of 3 years, whereby Asara sub-leases office space from AIC. The terms were agreed at arm's length and are on the same terms as AIC is receiving from the Lessor. The Company did not renew the lease upon its expiry on 23 May 2026.

All transactions between related parties are considered to be on normal commercial terms and conditions and are conducted on an arm's length basis. There are no other balances outstanding at the end of the reporting period and no loans with related parties. At 30 June 2026 the non-executive directors were owed nil in fees (30 June 2025: nil).

Note 17: Remuneration of Auditors

	Consolidated	
	2026 $	**2025 $**
HLB Mann Judd		
Audit or review of the financial reports - Group	74,000	57,000
	74,000	**57,000**
ARTL Auditores Chile Ltda and their related network		
Audit or review of financial reports - Subsidiaries and joint operations	-	6,105
	-	**6,105**

Note 18: Related Parties

Directors and Key Management Personnel

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

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Subsidiaries

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

Note 19: Parent Entity Disclosures

	Parent Entity	
Financial Position	**2026 $**	**2025 $**
Assets		
Current assets	59,023,527	3,083,935
Non-current assets	43,799,937	26,378,959
Total assets	102,823,464	29,462,894
Liabilities		
Current liabilities	835,386	104,660
Non-current liabilities	-	-
Total liabilities	835,386	104,660
Net assets	**101,988,078**	**29,358,234**
Equity		
Share capital	195,708,082	119,365,710
Option reserve	1,479,635	468,841
Accumulated losses	(95,199,639)	(90,476,317)
Total equity	**101,988,078**	**29,358,234**
Profit/(Loss) for the year	**3,098,468**	**1,294,557**
Total comprehensive income	**3,098,468**	**1,294,557**

In 2025 and 2026 the parent entity did not enter into any guarantees in relation to the debts of its subsidiaries, enter into any commitments for the acquisition of property, plant and equipment or have any contingent liabilities.

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

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Note 20: Subsidiaries and transactions with Non-Controlling Interests

(a) Interest in subsidiaries

Name of Subsidiary	Country of Incorporation	Ownership Interest	
		2026 %	2025 %
Golden Rim Chile Pty Ltd	Australia	100.00	100.00
Paguanta Resources (Chile) SpA	Chile	100.00	100.00
Compania Minera Paguanta SA	Chile	74.50	74.50
Compania Minera Loreto SpA	Chile	74.50	74.50
Kada Holdings Limited	Guernsey	51.00	51.00
Golden Rim Resources Guinea SARL	Guinea	100.00(1)	100.00(1)
Syli Resources SARL	Guinea	100.00	100.00
Vetro Gold SARL	Guinea	51.00	51.00

(1) 100% legal ownership, but held on behalf of Kada Joint Venture

Paguanta Resources (Chile) SpA (**PRC**) owns shares in Compania Minera Paguanta SA (**CMP**). Kada Holdings Limited owns 100% of the shares in Vetro Gold SARL.

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

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of the Company as at 30 June 2026 and the results of all subsidiaries for the year then ended.

Subsidiaries are all entities (including structured entities) over which the Company has control. The Company controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases.

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

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

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

(b) Significant restrictions

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

(c) Non-controlling interests

i) Set out below is summarised financial information for Compania Minera Paguanta SA in which a 25.5% (2025: 25.5%) ownership interest is held by non-controlling interests.

	2026 $	2025 $
Summarised Financial Position		
Current assets	34,361	44,683
Non-current assets	13,226	-
Total assets	**47,587**	**44,683**
Current liabilities	6,849	11,773
Non-current liabilities	1,276,691	1,147,325
Total liabilities	**1,283,540**	**1,159,098**
Net liabilities	**(1,235,953)**	**(1,114,414)**
Accumulated non-controlling interest	**(2,105,085)**	**(2,095,231)**
Summarised Financial Performance		
Loss for the period	(44,778)	(68,818)
Other comprehensive income	4,190	(12,924)
Total comprehensive income	**(40,588)**	**(81,742)**
Summarised Cash Flows		
Cash outflow from operating activities	(45,473)	(60,884)
Cash inflow from financing activities	48,081	68,818
Net increase in cash and cash equivalents	**2,608**	**7,934**

ii) Below is summarised financial information for Kada Holdings Limited and its wholly owned subsidiary Vetro Gold Sarl. A 49.0% (2025: 49.0%) ownership interest is held by non-controlling interests.

	2026 $	2025 $
Summarised Financial Position		
Current assets	2,325,423	83,698
Non-current assets	26,156,446	15,886,575
Total assets	**28,481,869**	**15,970,273**
Current liabilities	3,293,161	243,855
Non-current liabilities	27,259,412	17,204,445
Total liabilities	**30,552,573**	**17,448,300**
Net liabilities	**(2,070,704)**	**(1,478,027)**
Accumulated non-controlling interest	**95,421**	**679,099**
Summarised Financial Performance		
Loss for the period	(150,578)	(61,960)
Other comprehensive income/(loss)	(1,039,525)	(74,524)

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	2026 $	2025 $
Total comprehensive income/(loss)	**(1,190,103)**	**(136,484)**
Summarised Cash Flows		
Cash outflow from operating activities	-	-
Cash outflow from investing activities	(18,048,390)	(1,964,603)
Cash inflow from financing activities	19,067,399	2,034,368
Net increase in cash and cash equivalents	**1,019,009**	**69,765**

Note 21: Notes to the Statement of Cash Flows

(a) Reconciliation of Cash and Cash Equivalents

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

	Consolidated	
	2026 $	2025 $
Cash at bank	59,752,785	3,202,474

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

	Consolidated	
	2026 $	2025 $
Profit/(Loss) after income tax	(3,657,208)	(1,518,407)
Depreciation	156,931	101,583
Loss on sale of plant and equipment	1,926	-
Profit on sale of mineral tenements	-	-
Share based payments	686,054	453,084
Effect of foreign currency translation	55,952	(254,578)
Change in operating assets and liabilities:		
(Increase)/decrease in receivables	(211,531)	(42,561)
(Increase)/decrease in other current assets	22,267	(26,671)
Increase/(decrease) in trade and other payables	254,453	(177,728)
Increase/(decrease) in provision for employee entitlements	669,273	(30,005)
Net cash outflow from operating activities	**(2,021,883)**	**(1,495,283)**

Note 22: Financial Instruments

Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise cash and cash equivalents, trade and other receivables, trade and other payables and borrowings.

The Group manages its exposure to key financial risks, including currency and interest rate risk in accordance with the Group's risk management policies and procedures. The objective of the

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Company's risk management policies and procedures is to identify key risks, understand the cause and impact of any risk, assess and prioritise each key risk and develop a plan to manage such risks, where applicable.

Capital Risk Management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern. The group's overall strategy remains unchanged from 2025.

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

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

Carrying Amounts of Financial Assets and Liabilities

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

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

Amortised cost and effective interest method

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

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

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

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

Carrying Amounts of Financial Assets and Liabilities of the Group

	Fixed Interest Rate		Floating Interest Rate		Non-interest Bearing		Total	
	2026 $	2025 $	2026 $	2025 $	2026 $	2025 $	2026 $	2025 $
Financial Assets								
Cash and cash equivalents	`	-	50,353,701	1,614,295	9,399,084	1,588,179	59,752,785	3,202,474
Trade and other receivables	-	-		-	1,647,683	66,528	1,647,683	66,528
Other financial assets	-	-		-		2,874	-	2,874
Total financial assets	**-**	**-**	**50,353,701**	**1,614,295**	**11,046,767**	**1,657,581**	**61,400,468**	**3,271,876**
Interest rate	-	-	4.35%	1.97%	-	-	-	-
Financial Liabilities								
Trade and other payables	-	-	-	-	3,481,665	386,457	3,481,665	386,457
Unearned income	-	-	-	-	-	-	-	-
Convertible note	-	-	-	-	-	-	-	-
Total financial liabilities	**-**	**-**	**-**	**-**	**3,481,665**	**386,457**	**3,481,665**	**386,457**
Interest rate	-	-	-	-	-	-	-	-

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

Interest Rate Risk

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

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Sensitivity Analysis

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

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

	Consolidated	
	2026 $	**2025 $**
Change in profit		
- Increase interest rate by one basis point	10,557	110
- Decrease interest rate by one basis point	(10,557)	(110)
Change in equity		
- Increase interest rate by one basis point	10,557	110
- Decrease interest rate by one basis point	(10,557)	(110)

Credit Risk

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

Foreign Currency Risk and Sensitivity

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

	Consolidated	
	2026 $	**2025 $**
Assets		
- CLP (Chilean peso)	41,035	89,043
- USD (US dollar)	808,633	1,485,371
- GNF (Guinea franc)	1,523,716	84,153
Foreign currency denominated monetary assets	**2,373,384**	**1,658,567**
Liabilities		
- CLP (Chilean peso)	20,758	45,419
- USD (US dollar)	-	-
- GNF (Guinea franc)	2,845,622	237,882
Foreign currency denominated monetary liabilities	**2,866,380**	**283,301**

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Sensitivity Analysis

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

	AUD	2026 $	2025 $
Change in profit / loss and equity			
- Increase in CLP rate by 10%	+10%	(2,253)	(3,966)
- Decrease in CLP rate by 10%	-10%	1,843	4,847
- Increase in USD rate by 10%	+10%	(89,848)	(135,034)
- Decrease in USD rate by 10%	-10%	73,512	165,041
- Increase in GNF rate by 10%	+10%	146,878	14,519
- Decrease in GNF rate by 10%	-10%	(120,173)	(17,745)

Market Price Risk

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

Liquidity Risk

The Group manages liquidity risk by monitoring forecast cash flows.

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

Liquidity risk table of Financial Liabilities

	Weighted average effective Interest rate %	Less than 1 month $	1-3 months $	3 months to 1 year $	1-5 years $	Total $
2026						
Non-interest bearing		3,481,665	-	-	-	3,481,665
		3,481,665	**-**	**-**	**-**	**3,481,665**
2025						
Non-interest bearing		386,457	-	-	-	386,457
		386,457	**-**	**-**	**-**	**386,457**

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

Liquidity risk table of Financial Assets

	Weighted average effective Interest rate	Less than 1 month	1-3 months	3 months to 1 year	1-5 years	Total
	%	$	$	$	$	$
2026						
Non-interest bearing		11,046,767	-	-	-	11,046,767
Variable interest rate instruments	4.35%	50,353,701	-	-	-	50,353,701
		61,400,468	**-**	**-**	**-**	**61,400,468**
2025						
Non-interest bearing	-	1,654,707	-	-	2,874	1,657,581
Variable interest rate instruments	1.95	1,614,295	-	-	-	1,614,295
		3,269,002	**-**	**-**	**2,874**	**3,271,876**

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

Note 23: Segment Information

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

	Australia	South America	Africa	Group
	$	$	$	$
2026				
Interest revenue	519,589	-	-	519,589
Gains/(losses)	(55,952)	-	-	(55,952)
Interest expense	-	-	-	-
Mineral exploration expenditure expensed	-	381,664	-	381,664
Depreciation expense	4,688	1,490	150,753	156,931
Segment result	(3,098,467)	(393,041)	(165,700)	(3,657,208)
Income tax expense	-	-	-	-
Non-current assets	19,605	13,226	43,767,106	43,799,937
Segment assets	59,043,132	58,669	46,137,818	105,239,619
Segment liabilities	810,398	47,378	3,293,162	4,150,938
Additions to non-current assets	-	-	18,990,449	18,990,449

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2025				
Interest revenue	7,495	-	-	7,495
Gains/(losses)	100,262	154,314	114,052	368,628
Interest expense	(6,682)	-	-	(6,682)
Mineral exploration expenditure expensed	10,589	212,753	317,181	540,523
Depreciation expense	1,659	-	99,924	101,583
Segment result	(1,156,915)	(58,439)	(303,053)	(1,518,407)
Income tax expense	-	-	-	-
Non-current assets	15,916	-	26,401,165	26,417,081
Segment assets	3,099,852	89,045	26,555,795	29,744,692
Segment liabilities	97,176	45,419	243,862	386,457
Additions to non-current assets	-	-	2,879,486	2,879,486

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

Note 24: Contingent Assets and Liabilities

Contingent Asset

According to Guinea tax law, Value Added Tax (**VAT**) paid may be recovered from the Guinea tax authorities. However, there is currently no certainty regarding the timing of recovery or whether the total amount of VAT paid will ultimately be recovered. Accordingly, a contingent asset exists in respect of the total VAT paid to date, and the VAT has been recognised in the Consolidated Statement of Financial Position as capitalised exploration expenditure.

Contingent Liabilities

Chilean exporters may recover the VAT paid with respect to their exports. Under certain circumstances, exporters may claim VAT credits in advance before exports are completed or the VAT has been incurred. CMP has received such VAT credits in advance of Chilean Unidad Tributaria Mensual (UTM) 31,340.58 which calculates to approximately AUD3.3 million at 30 June 2026 exchange rates (2025: AUD3.3 million). It is expected that CMP will, in the future, export mineral concentrates from its operations and the VAT credit received will be applied to reduce this advanced VAT credit over time. If CMP does not carry out the exports as approved, such amounts of VAT credits claimed in advance must be paid back to the tax authorities.

Note 25: Events Occurring after Balance Date

On 8 May 2026, the Company announced a $60 million capital raising before costs through a two-tranche placement to sophisticated and institutional investors. The first tranche raised approximately $50.0 million under the Company's existing ASX Listing Rule 7.1 and 7.1A placement capacity. The second tranche raised approximately $10.0 million and was approved by shareholders on 19 June 2026, with part of that tranche settling on 2 July 2026 raising $3,589,649.

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On 27 July 2026, the Company announced the issue of 13,000,000 performance rights under its employee incentive scheme. The performance rights were issued on 22 July 2026 and expire on 22 July 2030.

On 19 August 2026, the Company announced that it had entered into a binding Share Purchase Agreement with Ajax Resources PLC to divest its interest in the Paguanta Copper and Silver-Lead-Zinc Project in northern Chile. Subject to conditions precedent, the total consideration is US$1.4 million, comprising upfront cash and Ajax shares, together with deferred cash payments payable on achievement of agreed milestones.

On 31 August 2026, the Company announced that it had agreed to acquire 100% of the issued capital of Arafura Ouest PTE Ltd, which through its wholly owned Guinean subsidiary holds the Damissa Koura and Kankan West exploration permits in northeast Guinea. The consideration comprises SGD100 payable to the vendors at settlement and the issue of 5,000,000 ordinary shares in the Company to the vendors or their nominee, with the shares subject to a 12-month escrow period.

On 31 August 2026, the Company announced an updated Mineral Resource Estimate for the Kada Project. The total Mineral Resource increased to 92.9Mt at 0.70g/t Au for 2.08Moz of contained gold, representing an increase of 1.16Moz, or 125%, compared with the 2023 estimate.

Note 26: Commitments

The Company placed an order for exploration equipment with a total value of US$1,679,622. On 26 June 2026, an upfront payment of US$839,811, representing 50% of the total equipment value, was made. A commitment exists for the remaining 50%, which is payable once the equipment has been manufactured and is ready for shipment.

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Consolidated Entity Disclosure Statement

Name of entity	Type of entity	Trustee, partner or participant in joint venture	% of share capital held	Country of incorporation	Australian resident or foreign resident (for tax purposes)	Foreign tax jurisdiction
Asara Resources Ltd	Body corporate	n/a	n/a	Australia	Australian	n/a
Golden Rim Chile Pty Ltd	Body corporate	n/a	100.00%	Australia	Australian	n/a
Paguanta Resources (Chile) SpA	Body corporate	n/a	100.00%	Chile	Foreign	Chile
Compania Minera Paguanta SA	Body corporate	Participant in JV	74.50%	Chile	Foreign	Chile
Compania Minera Loreto SpA	Body Corporate	Participant in JV	74.50%	Chile	Foreign	Chile
Kada Holdings Limited	Body corporate	Participant in JV	51.00%	Guernsey	Foreign	Guernsey
Golden Rim Resources Guinea SARL	Body corporate	n/a	100.00%	Guinea	Foreign	Guinea
Syli Resources SARL	Body corporate	n/a	100.00%	Guinea	Foreign	Guinea
Vetro Gold SARL	Body corporate	Participant in JV	51.00%	Guinea	Foreign	Guinea

Basis of preparation

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

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

Section 295(3A) of the Corporations Act 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involved judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

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

Australian tax residency

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

Foreign tax residency

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

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Directors' Declaration

The Directors declare that:

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

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

(c) in the Directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including compliance with accounting standards and giving a true and fair view of the financial position as at 30 June 2026 and performance of the Group;

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

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

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

On behalf of the Directors



Jeffrey Quartermaine
Non-Executive Chairman
28 September 2026

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INDEPENDENT AUDITOR'S REPORT

To the Members of Asara Resources Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Asara Resources Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2026, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

(a) giving a true and fair view of the Group's financial position as at 30 June 2026 and of its financial performance for the year then ended; and

(b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* ("the Code") that are relevant to audits of the financial report of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key Audit Matters

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

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Key Audit Matter	How our audit addressed the key audit matter
Exploration and evaluation assets Refer to note 9	
In accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources*, the Group capitalises all costs associated with acquisition of its areas of interest. As at 30 June 2026, the Group held capitalised exploration assets of $42,577,719. We considered this to be a key audit matter as it is material, required subjective judgement from management and is important to users' understanding of the financial statements as a whole.	Our procedures included, but were not limited to: – Obtaining an understanding of the processes associated with management's review of the carrying values of each area of interest; – Considering management's assessment of potential impairment indicators in addition to making our own assessment. – Obtaining evidence that the Group has current rights to tenure over its areas of interest; – Considering the nature and extent of planned or budgeted ongoing activities; – Performing substantive procedures over additions during the year; and – Considering the adequacy of disclosures made in the financial report.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2026, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Report

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

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

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

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.

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

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

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the Directors' Report for the year ended 30 June 2026.

In our opinion, the Remuneration Report of Asara Resources Limited for the year ended 30 June 2026 complies with Section 300A of the *Corporations Act 2001*.

Responsibilities

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

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

B M Vy/1.

B G McVeigh
Partner

Perth, Western Australia
28 September 2026

Additional Shareholder Information

Additional information required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report, current as at 11 September 2026 is set out below.

Distribution of Equity Securities

The Company has 2,088,851,099 ordinary fully paid shares quoted on ASX.

Distribution	Number of Shareholders	Number of Shares	% of Issued Share Capital
1 - 1,000	889	284,052	0.01%
1,001 - 5,000	457	1,214,576	0.06%
5,001 - 10,000	242	1,790,158	0.09%
10,001 - 100,000	563	19,758,081	0.95%
100,001 and over	299	2,065,804,232	98.90%
Total holders	**2,450**	**2,088,851,099**	**100.00%**

There are 1,245 shareholders holding less than a marketable parcel of shares in the Company.

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

	Holder Name	Number of Shares	% Issued Share Capital
1	J P Morgan Nominees Australia Pty Limited	273,683,890	13.10
2	Barbet LLC-FZ	242,160,711	11.59
3	HSBC Custody Nominees (Australia) Limited	222,651,590	10.66
4	Citicorp Nominees Pty Limited	202,958,168	9.72
5	Capital DI Limited	200,000,000	9.57
6	BNP Paribas Nominees Pty Ltd <Clearstream>	144,160,474	6.90
7	BNP Paribas Nominees Pty Ltd <IB AU Noms Retail client>	79,999,594	3.83
8	Palm Beach Nominees Pty Limited	74,998,324	3.59
9	Dog Meat Pty Ltd <The D M A/C>	50,000,000	2.39
10	HSBC Custody Nominees (Australia) Limited-GSI EDA	47,293,619	2.26
11	BNP Paribas Noms Pty Ltd	36,157,920	1.73
12	Morgan Stanley Australia Securities (Nominee) Pty Limited <No 1 Account>	34,219,066	1.64
13	BPM Investments Limited	33,252,691	1.59
14	Jayleaf Holdings Pty Ltd <The Pollock Investment A/C>	21,882,332	1.05
15	HSBC Custody Nominees (Australia) Limited <GSCO Customers A/C>	16,500,000	0.79
16	Westminex Pty Ltd	16,422,336	0.79
17	Great Missenden Group Pty Ltd	15,162,500	0.73
18	Auralandia Pty Ltd	14,583,333	0.70
19	Sanperez Pty Ltd <P Chalmers Partnership A/C>	13,000,000	0.62
20	Admiralty Resources Management Pty Ltd <ARM A/C>	11,200,000	0.54
	Total	**1,750,286,548**	**83.79**
	Total Issued Capital	**2,088,851,099**	**100.00**

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Substantial Shareholders

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

Holder Name	Number of Shares	% of Issued Capital
Barbet L.L.C FZ	219,002,498	19.89
Capital DI Limited	200,000,000	9.59
Lujeta Pty Ltd	150,000,000	9.36
Blackrock Group	144,068,956	7.18
Cranport Pty Ltd and Cranport Resources Fund	104,321,707	5.00

Unquoted Securities

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

Performance Rights

The Performance Rights detailed below were issued under the Company's Employee Incentive Securities Plan.

Class	Number of Securities	Number of Holders
Performance Rights (Expiry 3 June 2029)	24,000,000	1

Options

The Company has the following unlisted options on issue:

Holder	Class	Number of Securities	Number of Holders
Timothy Strong	Options ($0.02, 3 June 2028)	2,000,000	1
Timothy Strong	Options ($0.00, 24 February 2027)	2,500,000	1
Timothy Strong	Options ($0.07, 24 February 2027)	5,000,000	1

In addition, the Company has 11,200,000 unlisted options on issue with an exercise price of $0.075 and an expiry date of 18 September 2028.

Distribution	Number of Shareholders	Number of Shares	% of Issued Share Capital
0 – 1,000	0	0	0.00
1,001 – 5,000	0	0	0.00
5,001 – 10,000	0	0	0.00
10,001 – 100,000	0	0	0.00
101,000 and over	3	11,200,000	100.00
Total holders	**3**	**11,200,000**	**100.00**

In accordance with ASX Listing Rule 4.10.16, the names of holders who hold 20% or more of this class of securities are set out below:

	Holder Name	Number of Options	% held
1	Argonaut Investments Pty Ltd	5,000,000	44.65
2	CG Nominees (Australia) Pty Ltd	5,000,000	44.65

Voting Rights

In accordance with the Company's Constitution and subject to any rights or restrictions, at general meetings, every shareholder present and entitled to vote may vote in person or by attorney, proxy or representative, has one vote on a show of hands, and has one vote for ever Share held, upon a poll. There are no voting rights attached to unexercised options or performance rights.

Restricted Securities

The Company does not have any restricted securities on issue.

On Market Buy Back

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

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