yari minerals

ABN 27 118 554 359

ANNUAL REPORT

Year ended 31 December 2024

CORPORATE DIRECTORY

DIRECTORS	Mr Brad Marwood – Non-executive Chairman Mr Anthony Italiano – Managing Director Mrs Angela Pankhurst – Non-executive Director
COMPANY SECRETARY	Mr Lucas Braceras
PRINCIPAL PLACE OF BUSINESS AND REGISTERED OFFICE	4/420 Bagot Rd, SUBIACO WA 6008 Ph: + 61 (8) 6400 6222
SHARE REGISTRY	Automic Level 5, 191 St Georges Terrace PERTH WA 6000 1300 288 664
SECURITIES EXCHANGE (ASX: YAR)	Australian Securities Exchange Level 40 152-158 St George's Terrace PERTH WA 6000
SOLICITORS	AGH Law Level 2, 66 Kings Park Road WEST PERTH WA 6005
AUDITORS	HLB Mann Judd Level 4 130 Stirling Street PERTH WA 6000
CONTACT DETAILS	Postal: P.O. Box 839 WEST PERTH WA 6872 Ph: + 61 (8) 6400 6222 Website: https://www.yariminerals.com.au/ Email: info@yariminerals.com.au

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CHAIRMAN'S LETTER

Dear Fellow Yari Minerals Shareholders,

It has been a year of significant decline in the price of lithium as we are all aware, with the market capitalisation of all entities with lithium projects negatively impacted.

We share the difficult year that our shareholders have had in a period of negative pricing and market sentiment to lithium, however, the longer-term demand and supply fundamentals remain intact for lithium, but as we are all witnessing, the transition to electrification is complex and will take longer than earlier expected.

We continue to focus on low-cost target generation at the Pilbara Lithium Projects, with the first soil geochemical sampling completed at the Camel Creek and Ant Hill projects in the east Pilbara returning encouraging results, with a follow up soil sampling program planned for Q2 2025 on completion of the wet season to further define and delineate target generation required for any potential future drilling campaign.

Access negotiations with the local traditional owners continue for the South Wodgina project, and until access is agreed with the local traditional owners, on ground exploration activities cannot commence.

Our business strategy is to position Yari's lithium exploration assets to be ready to take advantage of promptly when strong growth in demand for lithium returns whilst also considering new asset acquisitions contemporaneously.

I am pleased to advise our shareholders that Yari successfully concluded the arbitration with the purchaser of the Plomosas Zinc-Lead Mine (Impact Silver) with both parties agreeing to resolve their claims and counterclaims. Each party incurred their own costs and without any admission of liability. The arbitration was dismissed on 24 January 2025 by order of the arbitrator.

Your Sincerely

Brad Marwood
Non-executive Chairman

REVIEW OF OPERATIONS

PILBARA LITHIUM PROJECTS – PILBARA, WESTERN AUTRALIA

The Pilbara Projects are highly prospective for lithium and situated near two of the world's largest producing hard rock lithium deposits/mines (Pilgangoora and Wodgina) and the Archer Project near Marble Bar.

Marble Bar Projects

The Marble Bar Project consists of three granted tenements covering a total area of 658 km^2.

Licensing

The Fig Tree exploration license EL45/5972 was granted in February 2023 adding 188km^2 to the Marble Bar Project area. The Figtree licence is located approximately 22km south of Global Lithium Ltd' Archer deposit which has a mineral resource of 18Mt @1.0% Li2O.

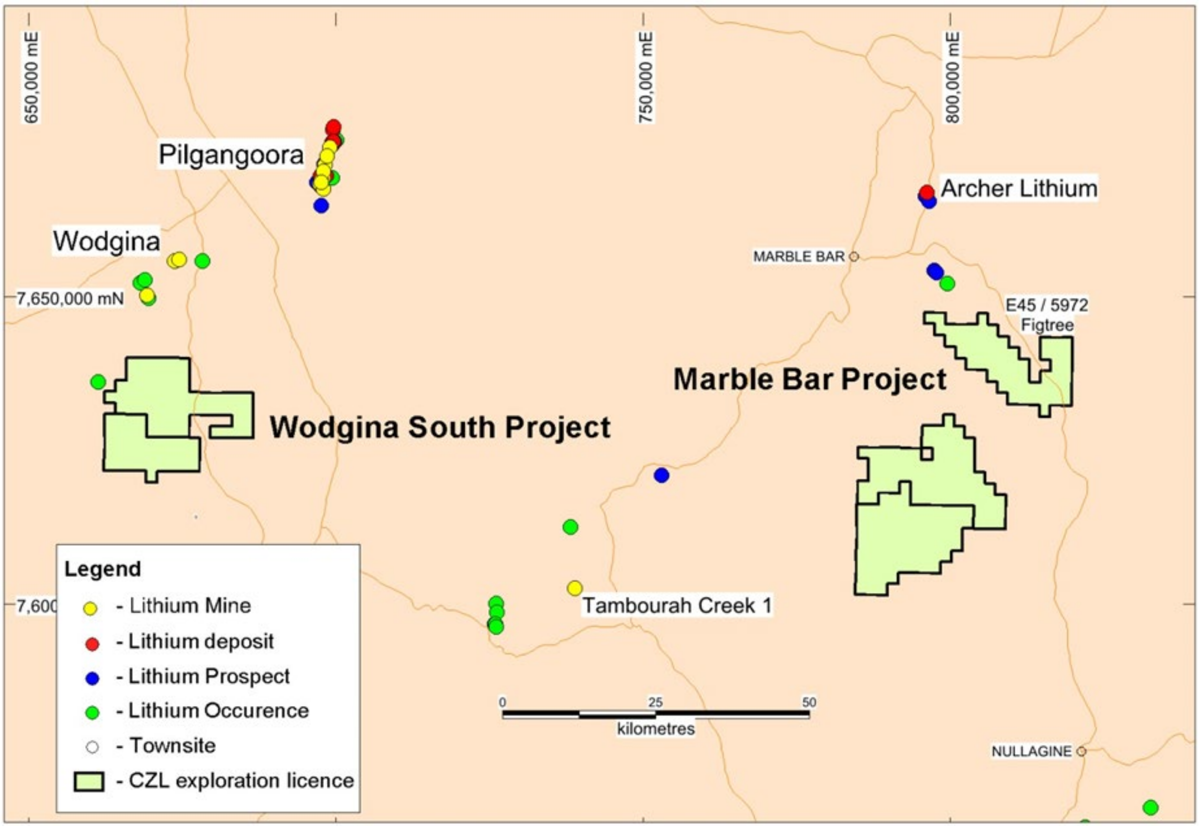

Figure 1. Exploration license locations.

Surface Geochemistry Results

Geochemical results from Yari Mineral's UFF (ultra fine fraction) soil geochemical program that was completed in the last quarter of 2024 at the Camel Creek and Ant Hill licenses were received

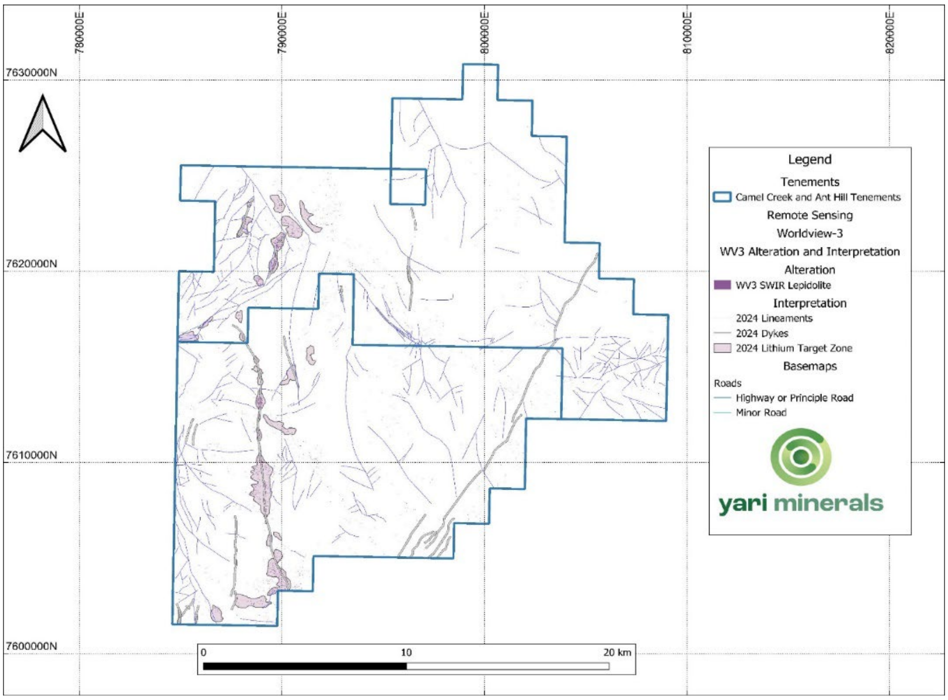

Figure 2. Geochemistry target areas for the East Pilbara Project tenements

and incorporated into the Yari Geological database. Further satellite soil gas geochemical targeting will complete early in 2025 over these tenements to refine the project search space.

South Wodgina Projects

The South Wodgina exploration licenses are located due south of the Wodgina Lithium mine, with JORC Reserves of 147.0MT @1.20% Li2O and a total JORC Resource of 259.0MT @ 1.17% Li2O. South Wodgina is directly east of Mount Francisco, where previous drilling has intersected multiple pegmatites up to 30m thick, returning elevated levels of tin, tantalum and lithium within one kilometre of the South Wodgina.

Worldview-3 Satellite Imagery

Yari Minerals had previously completed a Worldview-3 hyperspectral survey. This involved sourcing existing data and acquiring new data over the entire South Wodgina block and surrounding area. The total area covered by the survey was 297 km2.

The high-resolution WorldView-3 imagery provides valuable ground cover and lithological information for geological mapping and for identifying alteration associated with pegmatitic mineralisation. The WorldView-3 spectra are like that of the Aster data acquired in 2022 but, with 16 times the resolution, makes it very useful to refine the search over the area and increases the data selectivity and usefulness in identifying targets likely to be pegmatites.

Over the South Wodgina tenements, the Worldview 3 data has been interpreted, resulting in high-quality target and prioritised generation processes where false signals have been removed, and a total of 204 targets have been identified.

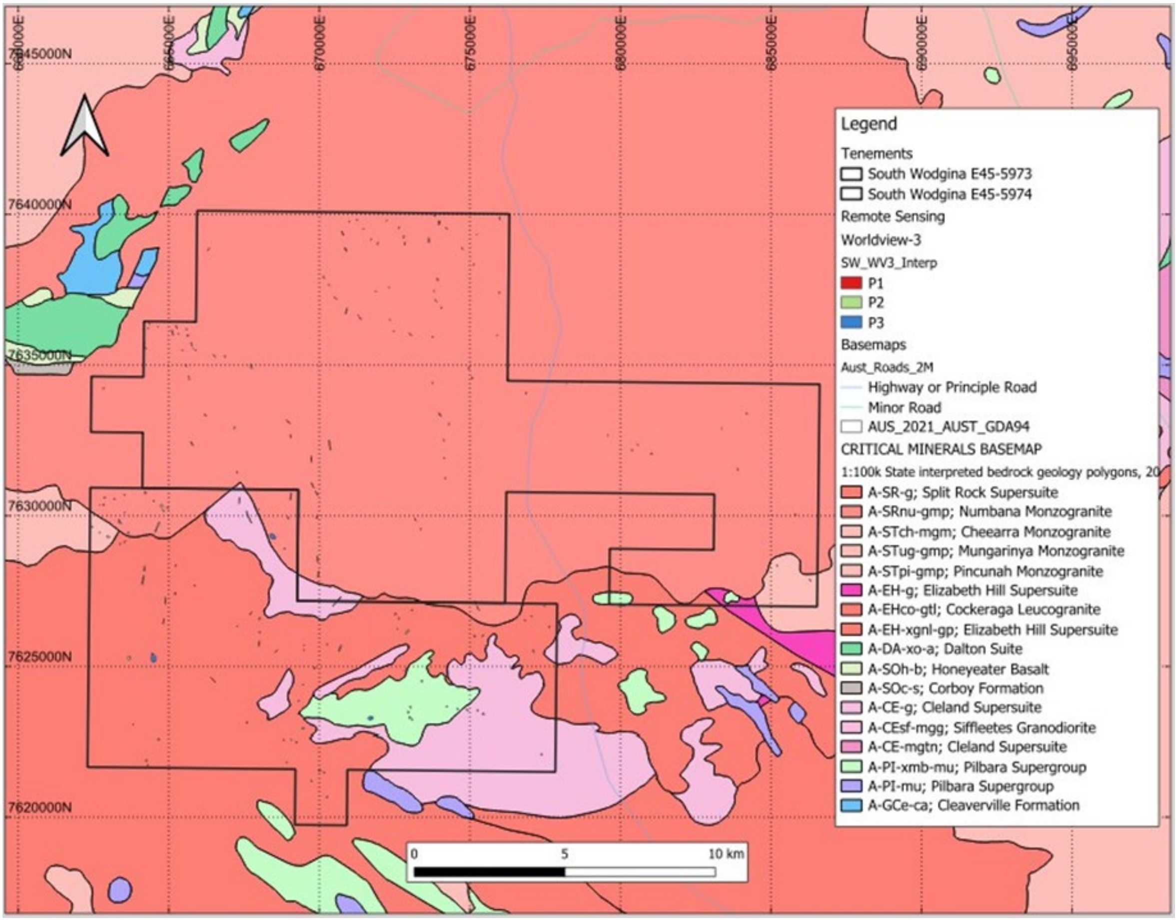

Figure 3. South Wodgina tenement project map

Airborne Magnetic and Radiometric Geophysical Survey

An Airborne Magnetic and Radiometric Geophysical Survey was flown on a 50m east-west line spacing, plus north-south tie lines at 500m spacing, for a total of 6,678-line kilometres in 2023.

Analysis of the airborne survey magnetic and radiometric results resulted in a detailed structural interpretation, highlighting major lithological terrain boundaries and more subtle faulting structures that can be the conduits for pegmatite emplacement and radiometric anomaly recognition of zones of possible mineralisation.

This interpretation has been overlaid with the recently completed high-resolution Worldview-3 satellite spectral data and existing gravity and soil geochemistry to delineate and prioritise an initial 63 quality targets that require ground inspection during the field phase of the exploration program.

The detailed airborne magnetic and radiometric survey has been useful in delineating targets, emphasising the prospectivity of the South Wodgina Project, and significantly improving our geological knowledge and understanding of the area. Further satellite soil gas analysis will be undertaken in 2025 to refine the search area, and provide focus for heritage agreements and surveys.

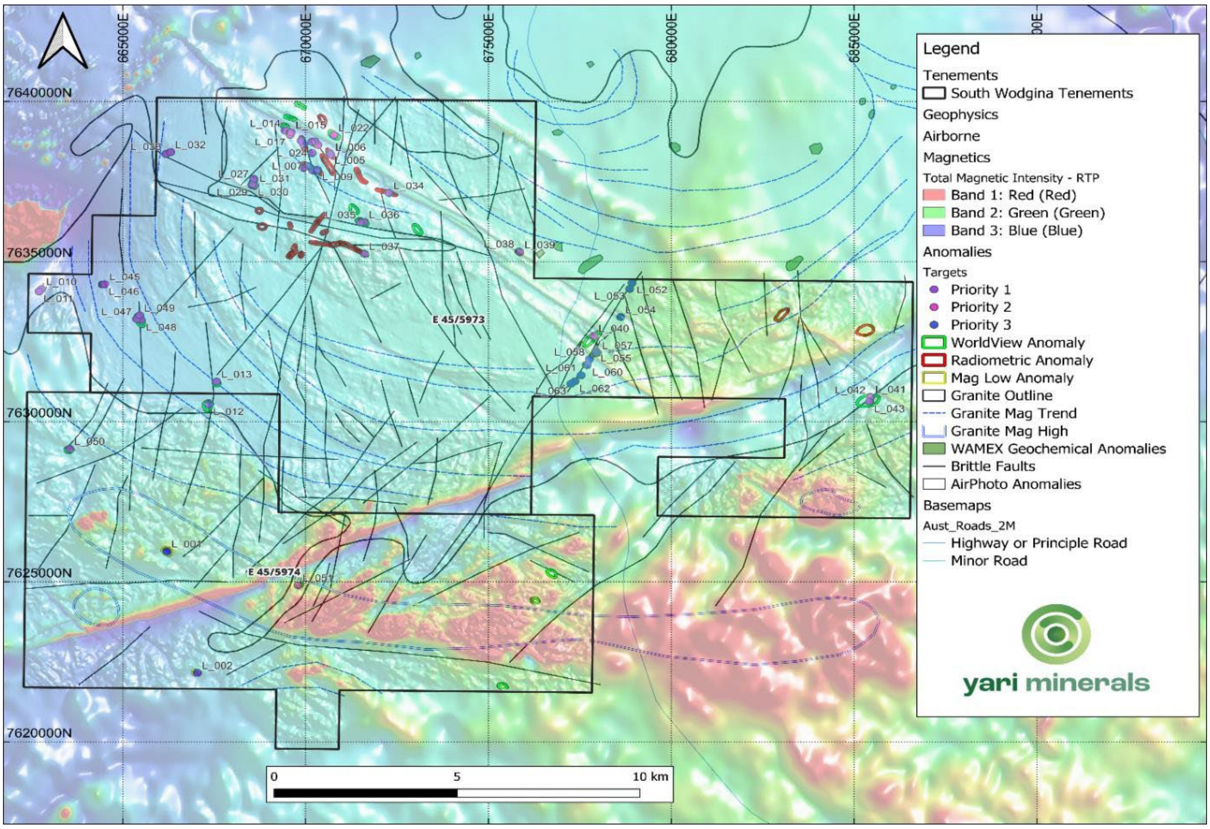

Figure 4. South Wodgina Project tenements results of aero-magnetics and worldview-3

DIRECTORS' REPORT

The directors present the financial report of Yari Minerals Limited (the "Company") and controlled entities (the "Group") for the year ended 31 December 2024 (the "reporting period").

DIRECTORS

Brad Marwood – Non-Executive-Chairman

Anthony Italiano – Managing Director

Angela Pankhurst – Non-executive Director

All directors were in office for the entire year and up to the date of this report.

INFORMATION ABOUT THE DIRECTORS

The names and further details of the Directors of Yari Minerals Limited during the financial year are:

Brad Marwood, *Non-Executive Chairman, Bachelor of Applied Science (Mining Engineering)*

Mr Marwood is a mining engineer and resources industry executive with more than 30 years of experience. He was instrumental in bringing into production the copper mines at Kipoi (DRC) and Rapu (Philippines) completing development of the Svartliden gold mine (Sweden) and has managed numerous feasibility studies and advanced stage resource projects in Australia, Africa, North America and Asia.

He has worked in senior roles for groups such as Normandy Mining Ltd, Dragon Mining Ltd, Lafayette Mining Ltd, Moto Goldmines Ltd and Perseus Mining Ltd before his most recent role as Managing Director of Tiger Resources Ltd. Mr Marwood's involvement has seen growth in several companies with a significant increase in their market capitalisation and protecting investments through restarting suspended mine projects.

Mr Marwood also held directorships with the following listed companies in the 3 years immediately prior to the date of this report.

Name	**Date Appointed**	**Tenure**
Inca Minerals Limited	May 2024	Current
Middle Island Resources Limited	December 2019	Current

Anthony Italiano, *Managing Director, Bachelor of Commerce, CA, GAICD*

Mr Italiano is a Chartered Accountant with over 20 years of experience in the mining sector, primarily in Australia, Africa and North America. He brings a wealth of expertise in corporate governance, operations, financing, commodity marketing and trading from numerous projects and transactions he has been involved in over the years.

Mr Italiano has not held directorships with any other listed companies in the 3 years immediately prior to the date of this report.

Angela Pankhurst, *Non-executive Director, Bachelor of Business*

Ms Pankhurst was originally a Chartered Accountant undertaking audit and CFO roles, who increasingly took on non-executive and executive roles in the international resource sector becoming Managing Director of Central Asia Resources Limited in 2011 when she managed the development of that Company's gold project in Kazakhstan.

Ms Pankhurst has worked in both the resource and non-resource sectors in numerous countries, including Australia, Kazakhstan, Nigeria, Dominican Republic and others in Africa and Asia.

Ms Pankhurst also held directorships with the following listed companies in the 3 years immediately prior to the date of this report.

Name	Date Appointed	Tenure
Antilles Gold Limited	April 2012	Current

PRINCIPAL ACTIVITIES

The principal activity of the Group during the course of the reporting period was the exploration for lithium at its Pilbara Lithium Projects.

OPERATIONS REVIEW

For details of operations please see the Review of Operations pages 4 to 7 of this Annual Report.

FINANCIAL REVIEW

The functional and presentation currencies of the Group is Australian Dollars.

Profit and Loss

The Group recorded a loss after tax attributable to the owners of the Company for the year ended 31 December 2024 of $1.151 million (31 December 2023: loss of $1.463 million), representing a loss per share of 0.24 cents (31 December 2023: loss per share of 0.30 cents).

Statement of Financial Position

Total current assets decreased by $1.239 million, due mainly to the disposal of a large number of shares in Impact Silver.

Total liabilities decreased by $0.096 million primarily due to a decrease in trade and other payables.

Total equity interests attributable to the Company's shareholders decreased by $1.151 million to $2.138 million, primarily due to the net loss attributable to the owners for the year.

Cashflow

As at 31 December 2024, the Group held cash on hand and on deposit of $1.799 million (31 December 2023: $0.909 million).

Net cash outflows from operating activities were $1.907 million, with cash inflows of $2.784 million from the disposal of a significant part of the Company's shareholding in Impact Silver Corp.

DIVIDENDS PAID OR RECOMMENDED

The Directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

The primary focus of the Group will be the exploration for lithium in Western Australia and exposure to the Plomosas project from the Company's interest in the Plomosas 12% net profit royalty and shareholding in Impact Silver Corp.

In evaluating the likely achievement of these outcomes, the following risk factors should be taken into consideration:

Exploration risk

The Group will undertake further exploration at its Pilbara Projects.

Exploration is by its nature a high risk undertaking and is affected by a range of factors including geological conditions, limitations on activities due to seasonal weather patterns, unanticipated operational and technical difficulties, land access, changing government regulations and other factors beyond the Group's control.

There can be no assurance of success from any exploration activities.

Title risk and licence conditions

The Pilbara Projects cover 5 granted exploration licenses in Western Australia.

The Group's activities are dependent upon the maintenance of these concessions and any regulatory consents.

The concessions are subject to renewal.

Additionally, the concessions are subject to a number of legislative conditions. The inability to meet these conditions could affect the standing of the concessions or restrict their ability to be renewed.

Loss of any concessions or licences may severely affect the Group.

Land access

The Pilbara Projects cover 5 granted exploration licenses in Western Australia. The company has entered into heritage agreements with the native title custodians.

Environmental

The Pilbara Projects are subject to laws and regulations regarding environmental matters.

The authorities that administer and enforce environmental laws and regulations determine these requirements. As with all mining and exploration projects, the Group's activities are expected to have an impact on the environment.

The Group intends to conduct its activities in an environmentally responsible manner and in accordance with applicable laws.

Failure to obtain or maintain relevant environmental approvals will prevent the Group from undertaking its activities.

Foreign exchange risk

Exploration activities at the Pilbara Projects are incurred in Australian Dollars.

Future consideration from the sale of Plomosas in the form of the 12.0% net profit interest and shareholding in Impact Silver Corp is exposed to United States Dollars, Mexican Pesos and the Canadian Dollar.

The Group is exposed to the fluctuations and volatility of these currencies.

Sovereign risk

The Pilbara Projects are located in Western Australia. Australia is a constitutional monarchy with stable political conditions and minimal sovereign risks.

The Group will retain an interest in the Plomosas project through a 12.0% net profit royalty and shareholding in Impact Silver Corp. These interests have exposure to Mexico, which is a federal presidential democratic republic.

The political conditions in Mexico are generally stable, however, changes may occur in the political, fiscal and legal systems which may affect the ownership or operations of the Group including changes in exchange rates, control or fiscal regulations, regulatory regimes, political insurrection or labour unrest, inflation or economic recession.

Going Concern

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

As at 31 December 2024, the Group had available cash of $1.799 million and a working capital surplus of $2.171 million.

Included in the working capital surplus are financial assets of $0.473 million which is the carrying value of the shareholding in Impact Silver Corp (listed on the TSX-V and OTC markets) at balance date.

The cash flow forecasts which the directors have relied upon for the purposes of the going concern assumption, makes certain assumptions in relation to future exploration expenditures and a partial sale of the Company's financial assets.

Based on the above, the Directors have reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable. The Directors consider that the going concern basis of preparation to be appropriate for the financial report.

ENVIRONMENTAL REGULATION AND PERFORMANCE

The exploration and mining activities of entities in the consolidated entity are subject to environmental regulations imposed by various regulatory authorities, particularly those relating to ground disturbance and the protection of rare and endangered flora and fauna.

Entities in the Group have complied with all environmental requirements up to the date of this report.

CORPORATE STRUCTURE

Yari Minerals Limited (ACN 118 554 359) is a company limited by shares that is incorporated and domiciled in Australia. It listed on the Australian Securities Exchange on 15 June 2006 (ASX: CZL).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There have not been any other significant changes in the state of affairs of the Group during the financial year, other than as disclosed in this report.

EVENTS AFTER THE REPORTING DATE

Other than as set out below, no matters or circumstances have arisen since end of the year, which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in subsequent financial periods:

- On 28 January 2025, Impact Silver Corp and Yari agreed to resolve their claims and counterclaims in the British Columbia, Canada arbitration proceedings as announced to the ASX on 10 February 2024. Each party bore their own costs and without any admission of liability. The arbitration was dismissed on 24 January 2025 by order of the arbitrator; and
- On 15 January 2025, the Company issued 4,500,000 employee options with an exercise price of $0.006 and an expiry date of 8 January 2029.

INFORMATION ON DIRECTORS

The Table below sets out each Director's relevant interest in shares and options over shares of the Company as at the date of this report:

Current Director	Number of ordinary shares	Number of options	Expiry date	Exercise price
Brad Marwood				
- Ordinary Shares	47,417	-	-	-
Anthony Italiano				
- Ordinary Shares	454,545	-	-	-
- Unlisted Options	-	10,000,000	30-May-28	$0.04
Angela Pankhurst				
- Ordinary Shares	46,195	-	-	-

MEETINGS OF DIRECTORS

During the reporting period, 6 formal meetings of Directors (including committees of directors) were held. Attendances by each Director during the period were as follows:

Directors	Directors' Meetings	
	Eligible to attend	Attended
Brad Marwood	6	6
Anthony Italiano	6	6
Angela Pankhurst	6	6

The full Board fulfils the role of remuneration, nomination and audit committees.

INDEMNITY AND INSURANCE OF OFFICERS

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial period, the Company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of liability and the amount of the premium.

INDEMNITY AND INSURANCE OF AUDITOR

The Company has not, during or since the end of the financial period, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor. During the financial period, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

DIRECTORS' REPORT
Remuneration Report (Audited)

The full Board fulfils the roles of remuneration committee and is governed by the Group's adopted remuneration policy.

Remuneration Policy

This policy governs the operations of the Board. The Board shall review and reassess the policy at least annually and obtain the approval of the Board.

General Director Remuneration

Shareholder approval must be obtained in relation to the overall limit set for non-executive directors' fees. The Directors shall set individual Board fees within the limit approved by shareholders.

Shareholders must also approve the framework for any broad-based equity-based compensation schemes and if a recommendation is made for a director to participate in an equity scheme, that participation must be approved by the shareholders.

Executive Remuneration

The Group's remuneration policy for executive directors and senior management is designed to promote superior performance and long-term commitment to the Group. Executives receive a base remuneration which is market related and may be entitled to performance-based remuneration at the ultimate discretion of the Board.

Overall remuneration policies are subject to the discretion of the Board and can be changed to reflect competitive market and business conditions where it is in the interests of the Group and shareholders to do so.

Executive remuneration and other terms of employment are reviewed annually by the Remuneration Committee having regard to performance, relevant comparative information and expert advice.

The Group's remuneration policy reflects its obligation to align executive's remuneration with shareholders' interests and to retain appropriately qualified executive talent for the benefit of the Group. The main principles of the policy are:

a) reward reflects the competitive market in which the Group operates;
b) individual reward should be linked to performance criteria; and
c) executives should be rewarded for both financial and non-financial performance.

The total remuneration of executives and other senior managers consists of the following:

a) salary - executive directors and senior managers receive a sum payable monthly in cash;
b) short term incentives - executive directors and nominated employees are eligible to participate in performance employee share option and performance rights schemes and a bonus or profit participation plan if deemed appropriate. Any option or performance right issues generally being made in accordance with thresholds set in plans approved by shareholders. The Board, however, considers it appropriate to retain the flexibility to issue options and performance rights to executives and nominated employees outside of approved employee option and performance right plans in exceptional circumstances;

c) long term incentives - executive directors may participate in share option and performance right schemes with the prior approval of shareholders. Nominated employees may also participate in employee share option and performance right schemes, with any option or performance right issues generally being made in accordance with thresholds set in plans approved by shareholders. The Board, however, considers it appropriate to retain the flexibility to issue options and performance rights to executives and nominated employees outside of approved employee option and performance right plans in exceptional circumstances; and
d) other benefits - executive directors and senior managers are eligible to participate in superannuation schemes and other appropriate additional benefits.

Non-executive Remuneration

Shareholders approve the maximum aggregate remuneration for non-executive directors. The Remuneration Committee recommends the actual payments to directors and the Board is responsible for ratifying any recommendations, if appropriate. The maximum aggregate remuneration approved for non-executive directors is currently A$250,000.

It is recognised that non-executive directors' remuneration is ideally structured to exclude equity-based remuneration. However, whilst the Group remains small and the full Board, including the non-executive directors, are included in the operations of the Group more closely than may be the case with larger companies the non-executive directors are entitled to participate in equity-based remuneration schemes.

All directors are entitled to have their indemnity insurance paid by the Group.

Bonus or Profit Participation Plan

Performance incentives may be offered to executive directors and senior management of the Group through the operation of a bonus or profit participation plan at the ultimate discretion of the Board.

Directors and Key Management Personnel

The following persons acted as Directors and/or Key Management Personnel (KMP) of the Group during or since the end of the financial period:

<u>Directors</u>

Brad Marwood	Non-executive Chairman
Anthony Italiano	Managing Director
Angela Pankhurst	Non-executive Director

<u>Key Management Personnel</u>

Lucas Braceras	Company Secretary (appointed 15 November 2024)
Rudolf Tielman	Company Secretary (resigned 15 November 2024)

DIRECTORS' REPORT
Remuneration Report (Audited)

Details of Remuneration for the year ended 31 December 2024

The remuneration for each Director and other KMP of Yari Minerals Limited during the year and the previous year was as follows:

Key Management Person	Salary and Fees			Superannuation	Share based Payments	Total Remuneration	Performance-based Remuneration
	Short-term Benefits	Short-term Cash Bonus	Annual Leave	Post-employment Benefits			
	AUD	AUD		AUD	AUD	AUD	%
31-Dec-24							
Angela Pankhurst	45,045	-	-	5,068	-	50,113	-
Brad Marwood	75,000	25,808	-	-	-	100,808	-
Anthony Italiano	247,183	25,808	103,016	22,080	-	398,087	-
Lucas Braceras[1]	8,125	-	-	934	-	9,059	-
Rudolf Tieleman	5,793	-	-	-	-	5,793	-
	381,146	51,616	103,016	28,082	-	563,860	
31-Dec-23							
Angela Pankhurst	44,957	-		4,852	20,514	70,323	29
Brad Marwood	265,174	34,052		-	47,865	347,091	14
Anthony Italiano	330,286	34,052		29,216	146,969	540,523	27
Rudolf Tieleman	5,190	-		-	-	5,190	-
	645,607	68,104		34,068	215,348	963,127	

[1] Lucas Braceras was appointed as Company Secretary on 15 November 2024.

DIRECTORS' REPORT
Remuneration Report (Audited)

Ordinary Shares held by KMP

Key Management Person	Held at start of year/ on appointment	Granted as compensation	Acquired/ conversion of performance rights	Other changes[1]	Held at year end
31-Dec-24					
Angela Pankhurst	46,195	-	-	-	46,195
Brad Marwood	47,417	-	-	-	47,417
Anthony Italiano	454,545	-	-	-	454,545
Lucas Braceras	-	-	-	-	-
Rudolf Tieleman	-	-	-	-	-
	548,157	-	-	-	548,157
31-Dec-23					
Angela Pankhurst	46,195	-	-	-	46,195
Brad Marwood	247,417	-	-	(200,000)	47,417
Anthony Italiano	-	-	454,545	-	454,545
Rudolf Tieleman	-	-	-	-	-
	293,612	-	454,545	(200,000)	548,157

[1] Other changes include shares: acquired and disposed on market.

Listed Options held by KMP

Key Management Person	Held at start of year/ on appointment	Granted as compensation	Converted	Other changes[1]	Held at year end
31-Dec-24					
Angela Pankhurst	-	-	-	-	-
Brad Marwood	-	-	-	-	-
Anthony Italiano	454,545	-	-	(454,545)	-
Lucas Braceras	-	-	-	-	-
Rudolf Tieleman	-	-	-	-	-
	454,545	-	-	(454,545)	-
31-Dec-23					
Angela Pankhurst	12,373	-	-	(12,373)	-
Brad Marwood	3,387	-	-	(3,387)	-
Anthony Italiano	454,545	-	-	-	454,545
Rudolf Tieleman	-	-	-	-	-
	470,305	-	-	(15,760)	454,545

[1] Other changes include option acquired and disposed on market

DIRECTORS' REPORT
Remuneration Report (Audited)

Unlisted Options over ordinary shares held by KMP

Key Management Person	Held at start of year	Granted as compensation	Lapsed or expired	Other changes	Held at the end of year	Vested and exercisable at the end of the year
31-Dec-24						
Angela Pankhurst	6,000,000	-	-	(6,000,000)	-	-
Brad Marwood	10,000,000	-	-	(10,000,000)	-	-
Anthony Italiano	20,000,000	-	-	(10,000,000)	10,000,000	10,000,000
Lucas Braceras	-	-	-	-	-	-
Rudolf Tieleman	-	-	-	-	-	-
	36,000,000	-	-	(26,000,000)	10,000,000	10,000,000
31-Dec-23						
Angela Pankhurst	6,000,000	-	-	-	6,000,000	6,000,000
Brad Marwood	10,000,000	-	-	-	10,000,000	10,000,000
Anthony Italiano	10,000,000	10,000,000	-	-	20,000,000	20,000,000
Rudolf Tieleman	-	-	-	-	-	-
	26,000,000	10,000,000	-	-	36,000,000	36,000,000

Unlisted options granted as remuneration during 2023, were approved at the Annual General Meeting held on 29 May 2023.

Performance Rights held by KMP

Key Management Person	Held at start of year	Granted as compensation	Exercised	Lapsed or expired	Held at the end of year	Vested and exercisable at the end of year
31-Dec-24						
Angela Pankhurst	-	-	-	-	-	-
Brad Marwood	-	-	-	-	-	-
Anthony Italiano	-	-	-	-	-	-
Lucas Braceras	-	-	-	-	-	-
Rudolf Tieleman	-	-	-	-	-	-
	-	-	-	-	-	-
31-Dec-23						
Angela Pankhurst	1,500,000	-	-	(1,500,000)	-	-
Brad Marwood	3,500,000	-	-	(3,500,000)	-	-
Anthony Italiano	2,000,000	-	-	(2,000,000)	-	-
Rudolf Tieleman	-	-	-	-	-	-
	7,000,000	-	-	(7,000,000)	-	-

Employment contracts of directors and senior executives

The Group has the following service agreements with directors and senior executives:

Anthony Italiano

Fixed remuneration of $335,000, including statutory superannuation (full-time basis).

The service contract is open ended and can be terminated by either party on 3 months written notice.

Group performance and link to remuneration

There is no director cash remuneration directly linked to performance of the Group, with options and performance rights based remuneration linked to the performance of the Group. A portion of bonus and incentive payments are at the discretion of the Board.

Voting and comments made at the Company's 2024 Annual General Meeting ("AGM")

The 31 December 2023 Remuneration Report was voted for without any commentary or discussion at the 2024 AGM, on a poll with proxy votes for of 154,163,914 and votes against of 1,657,132.

[End of Remuneration Report - Audited]

DIRECTORS' REPORT

SHARES UNDER OPTION

At the date of this report, the unissued ordinary shares of Yari Minerals Limited under option are:

Grant Date	Date of Expiry	Exercise Price (A$)	Number Under Option
29 May 2023	30 May 2028	$0.04	10,000,000
8 January 2025	8 January 2028	$0.006	4,500,000
Total options over ordinary shares			14,500,000

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of these proceedings. The Company was not a party to any such proceedings during the period.

AUDITORS

HLB Mann Judd were appointed as auditors of the Company on 23 July 2019 and continue in office in accordance with section 327 of the Corporations Act 2001.

OFFICERS OF THE COMPANY WHO ARE FORMER AUDIT PATNERS OF HLB MANN JUDD

There are no officers of the company who are former audit partners of HLB Mann Judd.

AUDITOR'S INDEPENDENCE

Section 307C of the Corporations Act 2001, requires our Auditors, HLB Mann Judd, to provide the Directors with an Independence Declaration in relation to the audit of the financial report. This Independence Declaration is set out on page 55 and forms part of the Directors' report for the year ended 31 December 2024.

This report is signed in accordance with a resolution of the Board of Directors pursuant to Section 306(3) of the Corporations Act 2001.

Brad Marwood
Non-executive Chairman
26 March 2025

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
For the year ended 31 December 2024

	Note	Year ended 31-Dec-24 AUD	Year ended 31-Dec-23 AUD
		$	$
Other income		-	(18,745)
Exploration and evaluation expenses		(427,845)	(294,396)
Administrative expenses	5(a)	(574,406)	(659,737)
Personnel expenses	5(a)	(850,439)	(1,148,202)
Foreign exchange gain		24,165	104,875
Movement in fair value of financial assets	9	661,835	(2,395,376)
Interest income/expense		15,596	(31,796)
Loss from continuing operations before income tax expense		(1,151,094)	(4,443,377)
Income tax expense		-	-
Loss from continuing operations after income tax expense		(1,151,094)	(4,443,377)
Profit from discontinued operations after income tax expense	5(b)	-	2,980,586
Net loss for the year		**(1,151,094)**	**(1,462,791)**
Other comprehensive income, net of tax		-	-
Total comprehensive loss attributed to members of the parent entity		**(1,151,094)**	**(1,462,791)**
(Loss) per share from continuing operations			
Basic and diluted (loss) per share (cents per share)	7(a)	(0.239)	(0.921)
Earnings per share from discontinued operations			
Basic and diluted earnings per share (cents per share)	7(a)	-	0.618
(Loss) per share from continuing and discontinued operations:			
Basic and diluted (loss) per share (cents per share)	7(a)	(0.239)	(0.303)

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 31 December 2024

	Note	As at 31-Dec-24 AUD $	As at 31-Dec-23 AUD $
Assets			
Current assets			
Cash & cash equivalents		1,798,701	908,944
Trade & other receivables	8	53,870	60,605
Financial assets	9	472,925	2,594,857
Total current assets		**2,325,496**	**3,564,406**
Non-current assets			
Property, plant & equipment	10	-	8,128
Total non-current assets	10	-	8,128
Total assets		**2,325,496**	**3,572,534**
Liabilities			
Current liabilities			
Trade & other payables	11	154,079	260,281
Total current liabilities		**154,079**	**260,281**
Non-current liabilities			
Provisions	12	32,679	22,421
Total non-current liabilities		**32,679**	**22,421**
Total liabilities		**186,758**	**282,702**
Net assets		**2,138,738**	**3,289,832**
Equity			
Issued capital	13	54,486,685	54,486,685
Reserves	14	1,200,968	1,200,968
Accumulated losses		(53,548,915)	(52,397,821)
Total equity		**2,138,738**	**3,289,832**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2024

	Issued capital	Accumulated losses	Share-based Payments Reserve	Foreign Currency Translation Reserve	Total
	AUD	AUD	AUD	AUD	AUD
For the year ended 31 December 2024	$	$	$	$	$
At 31 December 2023	54,486,685	(52,397,821)	716,665	484,303	3,289,832
Loss for the year after income tax	-	(1,151,094)	-	-	(1,151,094)
Total comprehensive loss for the year	**-**	**(1,151,094)**	**-**	**-**	**(1,151,094)**
Transactions with owners in their capacity as owners:	-	-	-	-	-
At 31 December 2024	**54,486,685**	**(53,548,915)**	**716,665**	**484,303**	**2,138,738**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

For the year ended 31 December 2024

	Issued capital	Accumulated losses	Share-based Payments Reserve	Foreign Currency Translation Reserve	NCI Reserve	Total
	AUD	AUD	AUD	AUD	AUD	AUD
For the year ended 31 December 2023	$	$	$	$	$	$
At 31 December 2022	54,505,104	(42,257,050)	753,294	(1,277,759)	(8,966,759)	2,756,830
Loss for the year after income tax from continuing operations	-	(4,443,377)	-	-	-	(4,443,377)
Profit for the year after income tax from discontinued operations	-	2,980,586	-	-	-	2,980,586
Total comprehensive loss for the year	**-**	**(1,462,791)**	**-**	**-**	**-**	**(1,462,791)**
Transactions with owners in their capacity as owners:						
Issue of new shares net of issuance costs	(18,419)	-	-	-	-	(18,419)
Disposal of subsidiary	-	(8,949,215)	-	1,762,062	8,966,759	1,779,606
Transfer from SBP Reserve	-	271,235	(271,235)	-	-	-
Share-based payments	-	-	234,606	-	-	234,606
	(18,419)	(8,677,980)	(36,629)	1,762,062	8,966,759	1,995,793
At 31 December 2023	**54,486,685**	**(52,397,821)**	**716,665**	**484,303**	**-**	**3,289,832**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS
For the year ended 31 December 2024

Note	Note	For the twelve months ended 31-Dec-24 AUD	For the twelve months ended 31-Dec-23 AUD
Cash flows from operating activities			
Receipts from customers		-	539,744
Payments to suppliers and employees		(1,922,442)	(3,573,234)
Receipts from interest		15,596	11,250
Net cash (outflow) from operating activities	20	**(1,906,846)**	**(3,022,240)**
Cash flows from investing activities			
Payments for property, plant and equipment		8,967	(6,844)
Proceeds from disposal of entities (net of transaction costs and cash disposed)		-	2,935,103
Proceeds from equity investments	9	2,783,767	-
Net cash inflow from investing activities		**2,792,734**	**2,928,259**
Cash flows from financing activities			
Proceeds from borrowings		-	400,000
Repayment of borrowings		-	(440,000)
Payment of capital raising expenses		-	(15,000)
Net cash (outflow) from financing activities		**-**	**(55,000)**
Net increase/decrease in cash		**885,888**	**(148,981)**
Cash and cash equivalents at the beginning of the year		908,944	1,057,925
Foreign exchange translation		3,869	-
Cash and cash equivalents at the end of the year		**1,798,701**	**908,944**

The accompanying notes form part of these financial statements

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. SUMMARY OF MATERIAL ACCOUNTING POLICIES

Statement of compliance

This financial report includes the financial statements and notes of Yari Minerals Limited ("the Company") and its controlled entities (the "Consolidated Entity" or "Group").

The financial statements comply with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report, comprising the financial statements and notes thereto, complies with International Financial Reporting Standards (IFRS).

The separate financial statements of the parent entity, Yari Minerals Limited, have not been presented within this financial report as permitted by the Corporations Act 2001.

The financial statements were authorised for issue on 26 March 2025 by the directors of the Company.

Basis of preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board (AASB) and the Corporations Act 2001. The financial report is presented in Australian Dollars (AUD) which is considered to be the Group's functional and presentation currency. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

Except for cash flow information, the financial report has been prepared on an accruals basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial period.

Presentation and functional currency

The Company is domiciled in Australia, the functional and presentation currency of the Group is Australian Dollars, and all amounts are presented in Australian Dollars unless otherwise noted.

Going concern

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

As at 31 December 2024, the Group had available cash of $1.799 million and a working capital surplus of $2.171 million.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Included in the working capital surplus are financial assets of $0.473 million which is the carrying value of the shareholding in Impact Silver Corp (listed on the TSX-V and OTC markets) at the balance date.

The cash flow forecasts which the directors have relied upon for the purposes of the going concern assumption, makes certain assumptions in relation to future exploration expenditures and a partial sale of the Company's financial assets.

Based on the above, the Directors have reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable. The Directors consider that the going concern basis of preparation to be appropriate for the financial report.

a) Principles of Consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Yari Minerals Limited as at 31 December 2024 and the results of all subsidiaries for the period then ended. Yari Minerals Limited and its subsidiaries together are referred to in these financial statements as the 'Group'.

Subsidiaries are all those entities over which the Group has control. The Group 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 Group. They are deconsolidated from the date that control ceases.

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

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

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

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

b) Income Tax

The income tax expense/(benefit) for the period comprises current income tax expense/(benefit) and deferred tax expense/(benefit).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities/(assets) are therefore measured at the amounts expected to be paid to/(recovered from) the relevant taxation authority.

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

Current and deferred income tax expense/(benefit) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit of loss.

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

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

c) Plant and Equipment

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

Plant and equipment are measured on the cost basis and therefore carried at cost less accumulated depreciation and any accumulated impairment. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a revalued asset.

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

Depreciation

The depreciable amount of all fixed assets is depreciated on a straight-line basis over the assets useful lives to the Group commencing from the time the asset is held ready for use.

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

Class of Fixed Asset	Depreciation Rate
Plant and equipment	10% - 33%
Office equipment	10% - 33%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.
Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the statement of comprehensive income. When revalued assets are sold, amounts included in the revaluation surplus relating to that asset are transferred to accumulated losses.

d) Exploration and Evaluation Expenditure

Exploration and evaluation expenditure is expensed to the consolidated statement of profit or loss and other comprehensive income as and when it is incurred and included as part of cash flows from operating activities.

e) Financial Instruments

(i) Initial measurement

All financial instruments are initially measured at fair value plus or minus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

(ii) Classification and subsequent measurement of financial assets

The classification of a financial asset is made at the time it is initially recognised and depends on whether the financial asset is an equity instrument or a debt instrument.

Equity instruments
All equity investments are measured at fair value in the consolidated statement of financial position, with value changes recognised in profit or loss, except for those equity investments for which the Group has elected to present fair value changes in 'other comprehensive income'.

If an equity investment is not held for trading, the Group can make an irrevocable election at initial recognition to measure it at fair value through other comprehensive income (FVTOCI) with only dividend income recognised in profit or loss. Currently all equity instruments are recognised at fair value through profit or loss.

(iii) Recognition and derecognition of financial assets
Regular way purchases and sales of financial assets are recognised on trade-date - the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(iv) Impairment of financial assets carried at amortised cost

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in profit or loss. If a loan or receivable has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in profit or loss.

(v) Classification and subsequent measurement of financial liabilities

Financial liabilities held for trading are measured at fair value through profit or loss. All other financial liabilities are measured at amortised cost unless the fair value option is applied.

(vi) Derivatives

All derivatives, including those linked to unquoted equity investments, are measured at fair value. Value changes are recognised in profit or loss.

f) Current and non-current classification

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

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

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

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

g) Employee Benefits

Short term employee benefits

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

Long term employee benefits

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

Defined contribution superannuation expense

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

h) Equity-settled compensation

The Group provides benefits to Directors, employees and consultants in the form of shares, performance rights and option-based payments. The cost of these equity-settled transactions is measured by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using an appropriate valuation technique that takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, and the risk free interest rate for the term of the option.

The fair value of options and performance rights granted is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options or performance rights granted, which includes any market performance conditions but excludes the impact of any service and non-market performance vesting conditions and the impact of any non-vesting conditions.

Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

i) Provisions

Provisions are recognised when the entity 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.

Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

j) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of 3 months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are reported within short-term borrowings in current liabilities in the statement of financial position.

k) Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amount directly. An allowance account (provision for impairment of trade receivables) is used when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

The amount of the impairment loss is recognised in profit or loss within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in profit or loss.

l) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial period and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured.

m) Revenue

The Group generated sales revenue from the sale of zinc and lead concentrate and sales revenue is based on the concentrates sold to the buyer, based on the commercial terms of the contracts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Revenue is allocated between the performance obligations and recognised as each performance obligation is met, which for the primary obligation occurs when the concentrates are delivered to the customer's location.

The Group's sale of zinc and lead concentrates incurs customary treatment and refining charges and other commercial costs consistent with industry practice. These items are in essence a deduction from the value of metal contained within the concentrate. These items are generally variable in nature and linked either to an annual benchmark or spot pricing and are accounted for as a deduction to revenue when they are recognised.

As is industry practice, the Group typically makes sales whereby the final sales price for the primary performance obligation is determined based on the market price prevailing at a date in the future.

Revenue for the primary performance obligation is measured based on the fair value of the consideration specified in a contract with the customer at the time of settling the performance obligation and is determined by reference to forward market prices.

Provisional pricing adjustments, which occur between the fair value at the time of settling the primary performance obligation and the final price, are also recorded within revenue.

Gains and losses on hedge instruments related to sales contracts are also recorded in revenue and generally offset the movement as a result of provisional pricing adjustments.

Sales revenue from zinc and lead concentrate related to the discontinued operations in the prior year.

Interest income

Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. For credit impaired financial assets, the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

n) Issued capital

Ordinary shares are classified as equity.

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

o) Dividends

Dividends are recognised when declared during the financial period and no longer at the discretion of the Company.

p) Earnings per share

Basic earnings/(loss) per share

Basic earnings/(loss) per share is calculated by dividing the profit or loss attributable to the owners the parent, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial period, adjusted for bonus elements in ordinary shares issued or capital consolidations completed during the financial period.

Diluted earnings/(loss) per share

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

q) Fair value measurement

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

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

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

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

r) Goods and Services Tax ("GST")

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included with other receivables or payables in the consolidated balance sheet.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

s) Critical Accounting Estimates and Judgments

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

Environmental Issues

Balances disclosed in the financial statements and notes thereto comply with environmental legislation, and the directors understanding thereof.

Taxation

Balances disclosed in the financial statements and the notes thereto, related to taxation are based on the best estimates of directors. These estimates take into account both the financial performance and position of the Group as they pertain to current income taxation legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents that directors' best estimate, pending assessments by the Australian Taxation Authorities.

Key Judgements –Share based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by a combination of internal and external sources using a Black-Scholes option pricing model and independent third-party valuations which comprised of a trinomial barrier option model.

t) Operating segments

Identification and measurement of segments under AASB 8 *Operating Segments* requires the 'management approach' to the identification measurement and disclosure of operating segments. The 'management approach' requires that operating segments be identified on the basis of internal reports that are regularly reviewed by the entity's chief operating decision maker, for the purpose of allocating resources and assessing performance. This could also include the identification of operating segments which sell primarily or exclusively to other internal operating segments.

u) Foreign Currency Transactions and balances

Functional and presentation currency

The Company and all entities it controls utilise Australian Dollars (AUD) as the functional currency.

The consolidated financial statements are presented in AUD.

Transactions 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 period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

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

v) Non-current assets of disposal group held for sale

Non-current assets and assets of disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continued use. They are measured at the lower of their carrying amount and fair value less costs of disposal. For non-current assets or assets of disposal groups to be classified as held for sale, they must be available for immediate sale in their present condition and their sale must be highly probable.

An impairment loss is recognised for any initial or subsequent write down of the non-current assets and assets of disposal groups to fair value less costs of disposal. A gain is recognised for any subsequent increases in fair value less costs of disposal of a non-current assets and assets of disposal groups, but not in excess of any cumulative impairment loss previously recognised.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of assets held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current assets. The liabilities of disposal groups classified as held for sale are presented separately on the face of the statement of financial position, in current liabilities.

w) Discontinued operations

A discontinued operation is a component of the consolidated entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale.

The results of discontinued operations are presented separately on the face of the statement of profit or loss and other comprehensive income.

x) Adoption of New and Revised Standards

Amendments to AASBs and the new Interpretations that are mandatorily effective for the current period

In the year ended 31 December 2024, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current reporting period.

Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Company and, therefore, no material change is necessary to Group accounting policies.

Standards and interpretations in issue not yet adopted

No other new standards, amendments to standards and interpretations are expected to affect the Group's consolidated financial statements and have not been early adopted.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

2. SIGNIFICANT CHANGES DURING THE YEAR

There have been no significant changes in the state of affairs of the Group during the financial year.

3. OPERATING SEGMENTS

The Group considers that it has operated in the reportable segments of exploration, mining production and corporate.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is the Board, who are responsible for allocating resources and assessing performance of the operating segments.

The details of the operations within each group segment are as follows:

- Exploration - Pilbara Lithium projects in Western Australia;
- Corporate – all other expenses not allocated to operating segments as they are not considered part of the core operation of any segment.

	Note	Exploration year ended 31-Dec-24	Corporate year ended 31-Dec-24	Total year ended 31-Dec-24
		$	$	$
Other income		-	-	-
Exploration and evaluation expenses		(427,845)	-	(427,845)
Administrative expenses	5(a)	-	(574,406)	(574,406)
Personnel expenses	5(a)	-	(850,439)	(850,439)
Foreign exchange gain/(loss)		-	24,165	24,165
Movement in fair value of financial assets		-	661,835	661,835
Interest income		-	15,596	15,596
(Loss) from continuing operations before income tax expense		**(427,845)**	**(723,249)**	**(1,151,094)**
Income tax expense				
(Loss) from continuing operations after income tax expense		(427,845)	(723,249)	(1,151,094)
Net loss for the year		(427,845)	(723,249)	**(1,151,094)**
Segment Assets		**-**	**2,325,496**	**2,325,496**
Segment Liabilities		**-**	**186,758**	**186,758**

4. DIVIDENDS

The Company did not pay or propose any dividends in the full year ended 31 December 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

5. PROFIT AND LOSS INFORMATION

(a) Expenses

	Year ended 31-Dec-24 AUD	Year ended 31-Dec-23 AUD
Administrative expenses		
Administration	(153,750)	(214,331)
Consultancy and legal expenses	(267,771)	(186,148)
Compliance and regulatory expenses	(63,817)	(85,736)
Communication	(1,983)	(10,458)
Depreciation and amortisation	-	(656)
Occupancy	(35,300)	(39,309)
Travel and accommodation	(2,514)	(35,213)
Audit fees	(49,271)	(87,886)
	(574,406)	**(659,737)**

	Year ended 31-Dec-24 AUD	Year ended 31-Dec-23 AUD
Personnel expenses		
Directors' salaries and fees	(193,233)	(299,367)
Employee expenses	(589,487)	(555,753)
Superannuation expenses	(67,719)	(58,476)
Share-based payments	-	(234,606)
	(850,439)	**(1,148,202)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

6. INCOME TAX

	Year ended 31-Dec-24 AUD	Year ended 31-Dec-23 AUD
(Loss) before income tax	(1,151,094)	(1,462,791)
Tax benefit at the 30% income tax rate	345,328	438,837
Non-deductible permanent differences	-	71,300
Income tax benefit not bought to account	(345,328)	(510,137)
Income tax attributable to operating loss	-	-

(b) Profit from discontinued operations after income tax expense

During the previous year, the Group disposed of its interest in Minera Latin American Zinc S.A.P.I de C.V. (MLAZ). The profit from discontinued operations after income tax expense totalling $2,980,586 in the previous year comprised the profit of this subsidiary up to the date of sale and the profit from sale of the subsidiary as fully disclosed in the 2023 Annual Report.

(c) Carry forward tax losses, imputation credits and tax consolidation

Potential deferred tax assets attributable to tax losses and exploration expenditure expensed as incurred, amount to approximately $16,588,421 (2023: $15,990,277) and capital losses of $24,745,532 (2023: $23,493703) have not been brought to account at 31 December 2023 because the directors do not believe it is appropriate to regard realisation of the deferred tax assets as probable at this point in time. These benefits will only be obtained when:

i. the Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss and exploration expenditure to be realised;
ii. the Group has a history of reporting profitability and its financial forecasts indicate it will report future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss and exploration expenditure to be realised;
iii. the Group continues to comply with conditions for deductibility imposed by law; and
iv. no changes in tax legislation adversely affect the Group in realising the benefit from the deductions for the loss and exploration expenditure.

The Group has no imputation credits at 31 December 2024.

Yari Minerals Limited and its wholly owned subsidiaries Arena Exploration Pty Ltd and LAZ Holdings Pty Ltd implemented the tax consolidation regime from 1 July 2018. Westoz Lithium Pty Ltd joined the tax consolidated group on its acquisition as at 1 July 2022. Yari Minerals Limited is the head entity in the tax consolidated group. On adoption of tax consolidation, the entities in the tax consolidated group did not enter into a tax sharing agreement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

7. EARNINGS/(LOSS) PER SHARE

		Year ended 31-Dec-24 AUD	Year ended 31-Dec-23 AUD
a)	Basic (loss) per share attributable to the ordinary equity holders of the Company (cents per share)	(0.239)	(0.303)
	Basic (loss) per share from continuing operations attributable to the ordinary equity holders of the Company (cents per share)	(0.239)	(0.921)
	Basic (loss) per share from discontinued operations attributable to the ordinary equity holders of the Company (cents per share)	-	0.618
	Net (loss) for the year attributable to the ordinary equity holders of the Company	(1,151,094)	(1,462,791)
b)	Loss from continuing operations	(1,151,094)	(4,443,377)
	Profit from discontinued operations	-	2,980,586
c)	Weighted average number of shares on issue during the financial year used in the calculation of basic loss per share	482,357,813	482,357,813

Potential ordinary shares are not considered dilutive, therefore the same number of weighted average ordinary shares was used in calculating both basic and diluted loss per.

8. TRADE AND OTHER RECEIVABLES

	Year ended 31-Dec-24 AUD	Year ended 31-Dec-23 AUD
Current	-	-
Other receivable	18,394	14,835
Prepayments	35,476	45,770
	53,870	60,605

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

9. FINANCIAL ASSETS

	Year ended 31-Dec-24 AUD	Year ended 31-Dec-23 AUD
Current		
Listed shares – Impact Silver (fair value through profit or loss)		
Balance at beginning of year	2,594,857	-
Shares received as part of consideration for sale of MLAZ	-	4,990,233
Fair value adjustment at 31-Dec-2023	-	(2,395,376)
Proceeds from sale of shares	(2,783,767)	-
Fair value adjustment at 31-Dec-2024	661,835	-
Balance at end of year	472,925	2,594,857

The Group holds 2,005,147 fully paid ordinary shares in Impact Silver Corp (TSX-V: IPT) at balance date. During the year 9,436,500 shares in IPT were sold for proceeds of $2,783,767.

Fair value measurement hierarchy
The Group is required to classify all assets and liabilities, measured at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement.

The Group utilised the Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date with respect to the fair value of the Impact Silver shareholding.

10. NON-CURRENT ASSETS

Property, plant and equipment	31-Dec-24 AUD	31-Dec-23 AUD
Plant and Equipment		
At cost	-	8,128
Accumulated depreciation	-	-
	-	8,128
Movement in carrying amount		
Balance at the beginning of the year	8,128	656
Additions	-	8,128
Depreciation	-	(656)
Assets written off	(8,128)	-
Balance at the end of the year	-	8,128

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

11. TRADE AND OTHER PAYABLES

	31-Dec-25 AUD	31-Dec-24 AUD
Trade creditors	89,558	81,971
Other payables and accruals	39,575	31,362
Employee leave provisions	24,946	146,948
	154,079	260,281

12. PROVISIONS

	31-Dec-24 AUD	31-Dec-23 AUD
Provision for long service leave	32,679	22,421
	32,679	22,421

13. ISSUED CAPITAL

a) Share capital

	31-Dec-24 Number of shares	31-Dec-24 AUD	31-Dec-23 Number of shares	31-Dec-23 AUD
Ordinary shares paid net of costs	482,357,813	54,486,685	482,357,813	54,486,685

Reconciliation of movement in Issued capital	Issue price (A$ cents)	Number of shares	AUD
Balance at 1 January 2023		**482,357,813**	**54,505,104**
Issuance costs		-	(18,419)
Balance at 31 December 2023		**482,357,813**	**54,486,685**
Balance at 1 January 2024		**482,357,813**	**54,486,685**
Movement		-	-
Balance at 31 December 2024		**482,357,813**	**54,486,685**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

b) Options over ordinary shares

Options over ordinary shares	31-Dec-24 Number of options	31-Dec-24 Exercise price per option (A$)	31-Dec-23 Number of options	31-Dec-23 Exercise price per option (A$)
Outstanding at the beginning of the period	144,000,000		125,368,997	
Granted – Unlisted options	-		118,000,000	0.04
Expired – Listed options	(100,000,000)		(99,118,998)	0.09
Expired – Unlisted options	(34,000,000)		(249,999)	0.90
Outstanding at the end of the period	10,000,000		144,000,000	
Exercisable at the end of the period	**10,000,000**		**144,000,000**	

Options granted carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share of the Company.

Weighted average remaining life of options over ordinary shares is 41.0 months (31 December 2022: 17.0 months).

Weighted average price of the remaining options is A$0.04 per option (31 December 2022: A$0.09).

c) Capital management

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

	31-Dec-24 AUD	31-Dec-23 AUD
Cash and cash equivalents	1,798,701	908,944
Financial assets	472,925	2,594,857
Trade and other receivables	53,870	60,605
Trade and other payables	(154,079)	(260,281)
Working capital position	**2,171,417**	**3,304,125**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

14. RESERVES

	31-Dec-24 AUD	31-Dec-23 AUD
Share-based payments reserve	716,665	716,665
Foreign currency translation reserve	484,303	484,303
	1,200,968	1,200,968

(i) Movement in Share-based payments reserve	31-Dec-24 AUD	31-Dec-23 AUD
Balance at the beginning of the period	716,665	753,294
Reclassification to accumulated losses for performance rights lapsed or expired	-	(271,235)
Share-based payment expense	-	234,606
Balance at the end of the period	716,665	716,665

The share-based payment reserve is in relation to the recognition of share-based payment expenses.

The foreign currency translation reserve represents the translation of the Group's assets and liabilities held in currencies other than Australian Dollar.

15. KEY MANAGEMENT PERSONNEL

Names and positions held of the entity's key management personnel in office at any time during the financial period and the comparative period are:

Mr. Brad Marwood	Non-executive Chairman
Ms. Angela Pankhurst	Non-executive Director
Mr. Anthony Italiano	Managing Director
Mr. Lucas Braceras	Company Secretary (appointed 15 November 2024)
Mr. Rudolf Tieleman	Company Secretary (resigned 15 November 2024)

Salary and fees

The aggregate compensation made to directors and other members of key management personnel of the Group is set out below:

	31-Dec-24 AUD	31-Dec-23 AUD
Short term benefits	535,778	713,711
Share-based payments	-	215,348
Post-employment benefits	28,082	34,068
	563,860	963,127

Other transactions with key management personnel

At 31 December 2024, there are no other transactions with key management personnel.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

16. SHARE-BASED PAYMENTS

a) Non-plan payments

The Group may at times issue share-based payments to Directors, Employees, consultants and/or service providers from time to time, not under any specific plan. The shares and options are issued for nil consideration and in accordance with the specific guidelines established by the Directors of the Group. Any share-based payment to Directors requires the approval of shareholders at a general meeting. The vesting period and maximum term of shares or options granted vary according to the Board's discretion.

c) Expenses arising from share-based payment transactions

During the period, there was no recognised share-based payment expense (31 December 2023: $234,606).

d) Shares granted as compensation

No shares were granted as compensation during the year.

e) Performance rights granted

No performance were granted as compensation during the year.

f) Options over ordinary shares granted

During the period, no unlisted options were granted.

17. RELATED PARTIES

The consolidated entity in this report consists of Yari Minerals Limited, a company domiciled in Australia, and the entities it controlled at the end of, or during the year ended 31 December 2023.

a) Group entities

Subsidiaries of Yari Minerals Limited	Country of Incorporation	Percentage Owned (%)	
		31-Dec-24	31-Dec-23
Arena Exploration Pty Ltd	Australia	100	100
LAZ Holdings Pty Ltd	Australia	100	100
WestOz	Australia	100	100

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

18. PARENT INFORMATION

	31-Dec-24 AUD	31-Dec-23 AUD
Statement of Financial Position		
Current assets	2,322,713	3,558,096
Non-current assets	-	8,128
Total assets	2,322,713	3,566,224
Current liabilities	154,748	253,971
Non-current liabilities	32,678	22,421
Total liabilities	187,426	276,392
Net assets	2,135,287	3,289,832
Issued capital	54,486,580	54,486,580
Reserves	1,200,968	1,200,918
Accumulated losses	(53,552,261)	(52,397,666)
Total equity	2,135,287	3,289,832
		-
Statement of profit or loss and other Comprehensive Income		-
Total loss	(1,154,595)	(5,725,942)
Total comprehensive loss	(1,154,595)	(5,725,942)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

19. COMMITMENTS AND CONTINGENCIES

a) Commitments

The Group has commitments in respect of its tenement annual rental and licence costs in Australia (Mexican commitments were disposed on 3 April 2023 following the sale of MLAZ to Impact Silver):

	31-Dec-24 AUD	31-Dec-23 AUD
Not later than 12 months	292,000	421,000
Between 12 months and 5 years	640,000	1,319,000
Greater than 5 years	-	-
	932,000	1,740,000

b) Contingencies

Contingent Assets

There are no contingent assets.

Contingent Liabilities

There are no contingent liabilities.

20. CASH FLOW INFORMATION

a) Reconciliation of loss after income tax to net cash outflow from operating activities

	31-Dec-24 AUD	31-Dec-23 AUD
Reconciliation of (loss)/profit after income tax to net cash outflow from operating activities	-	-
Loss after income tax	(1,151,094)	(1,462,791)
Share-based payment expense	-	234,606
Depreciation and amortisation	-	656
Assets written off	8,128	-
Interest/Finance expense	(11,978)	31,796
Movement in fair value of financial assets	(661,835)	2,395,376
Gain on disposal discontinued operation	-	(2,980,586)
Decrease/(Increase) in current trade and other receivables	6,735	274,203
Increase/(Decrease) in trade and other payable	(96,802)	(1,515,500)
Net cash flow used in operating activities	(1,906,846)	(3,022,240)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

21. FINANCIAL INSTRUMENTS

(a) Financial Risk Management

The Group is exposed to financial risks through the normal course of its business operations. The key risks impacting the Group's financial instruments are considered to be foreign currency risk, liquidity risk, commodity price risk and credit risk. The Group's financial instruments exposed to these risks are cash and cash equivalents, trade and other receivables, trade payables and borrowings.

The Managing Director and Chief Financial Officer monitor the Group's risks on an ongoing basis and report to the Board. The Group currently does not use derivative financial instruments as part of its risk management process.

(i) Foreign Currency risk

The Group operates domestically within Australia and is exposed to foreign exchange risk arising from various currency exposures. The Group's functional currency is Australian Dollars ("AUD or $)"; proceeds from the sale of Impact Silver Corp. shares are denominated in Canadian Dollars ("CAD"), and the 12.0% net profit royalties from the Plomosas Mine, Mexico are paid in United States Dollars but exposed to the Plomosas Mine, Mexico revenues and operating costs, which are denominated in United States Dollars and/ Mexican Peso's.

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities that are denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

Management's policy is to manage foreign exchange risk against the functional currency. Management manage foreign exchange risk by continuously monitoring forecasts and spot prices of foreign currency.

The carrying amounts of the Group's financial assets and liabilities are denominated in Australian Dollars except as set out below:

	31-Dec-24 AUD	31-Dec-23 AUD
Cash and cash equivalents held in USD	317,762	767,684
Cash and cash equivalents held in AUD	1,480,939	141,260
Trade and other receivables in AUD	53,870	60,605
Financial Assets in CAD	472,925	2,594,857
Trade and other payables in AUD	(154,079)	(260,281)
	2,171,417	3,304,125

21. FINANCIAL INSTRUMENTS (CONTINUED)

Group sensitivity

Based on the financial instruments held at 31 December 2024, had the above currencies strengthened/weakened by 10% against the AUD with all other variables held constant, the Group's post tax loss for the year would have been $227,163 lower/$227,163 higher (31 December 2023: $350,380 higher/$350,380), mainly as a result of foreign exchange gains/losses on translation of financial instruments denominated in Canadian Dollars and Mexican Peso's. There would have been no impact on other equity had the same currencies weakened/strengthened by 10% against the AUD.

(i) Interest rate risk

The Group does not have any debt that may be affected by interest rate risk. Cash balances held by the group are subject to interest rate risk.

Market risks

(i) Share Price risk

Share price risk risk is the risk of financial loss resulting from movements in the price of the Group's financial assets. The Group's primary exposure to share price risk arises from its shareholding in Impact Silver Corp. which is listed on the TSX-V and denominated in Canadian Dollars.

Liquidity risks

Ultimate responsibility for liquidity risk management rests with the Board of Directors, who oversee a liquidity risk management framework for the management of the Group's funding and liquidity management requirements. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and ensuring there are appropriate plans in place to finance these future cash flows.

21. FINANCIAL INSTRUMENTS (CONTINUED)

The totals for each category of financial instruments at 31 December 2024 were as follows:

Financial assets and liabilities	31-Dec-24 AUD	31-Dec-23 AUD
Financial assets		
Cash and cash equivalents	1,798,702	908,944
Financial assets	472,925	2,594,857
Trade and other receivables - current	53,870	60,605
Total Financial Assets	2,325,497	3,564,406
Financial Liabilities		
Trade and other payables	(154,079)	(260,281)
Total Financial Liabilities	(154,079)	(260,281)

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Financial liabilities	Less than 6 months AUD	6 - 12 months AUD	Total contractual AUD	Carrying amount of liabilities AUD
As at December 2024				
Non-derivatives				
Non-interest bearing	(154,079)	-	(154,079)	(154,079)
Interest bearing	-	-	-	-
Total non-derivatives	(154,079)	-	(154,079)	(154,079)
As at December 2023				
Non-derivatives				
Non-interest bearing	260,281	-	260,281	260,281
Interest bearing	-	-	-	-
Total non-derivatives	260,281	-	260,281	260,281

Credit risk

The Group's maximum exposures to credit risk in relation to each class of recognised financial asset is the carrying amount of those assets as indicated in the Statement of financial position. Credit risk arises from the non-performance by counterparties of contractual financial obligations. Credit risk arises from cash and cash equivalents, deposits with banks, credit exposures to any outstanding receivables and committed transactions.

21. FINANCIAL INSTRUMENTS (CONTINUED)

Management assesses the credit quality by taking into account Financial Position, past experience and other factors. For banks and financial institutions, management considers independent ratings. If there is no independent rating, risk control assesses the credit quality of the parties, taking into account its financial position, past experience and other factors.

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, net of any provisions for impairment of those assets, as disclosed in the Statement of financial position and notes to the financial statements.

(b) Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. The fair values of the Group's non-derivative financial assets and financial liabilities approximate their carrying values.

	Floating interest rate	Fixed interest rate 1 year or less	Non-interest bearing	Total	Weighted effective interest rate
	AUD	AUD	AUD	AUD	%
At 31 December 2024					
Financial assets					
Cash	1,365,933	-	432,768	1,798,701	1.2%
Investments held for trading	-	-	472,925	472,925	0%
Trade and other receivables - current	-	-	53,870	53,870	0%
Total non-derivative financial assets	**1,365,933**	**-**	**959,563**	**2,325,496**	
Financial liabilities	-	-	-	-	0%
Trade and other payables	-	-	(154,079)	(154,079)	0%
Total non-derivative financial liabilities	**-**	**-**	**(154,079)**	**(154,079)**	
At 31 December 2023					
Financial assets					
Cash	120,338	-	788,606	908,944	0%
Investments held for trading	-	-	2,594,857	2,594,857	0%
Trade and other receivables - current	-	-	60,605	60,605	0%
Total non-derivative financial assets	**120,338**	**-**	**3,444,068**	**3,564,406**	
Financial liabilities	-	-	-	-	
Trade and other payables	-	-	(260,281)	(260,281)	0%
Total non-derivative financial liabilities	**-**	**-**	**(260,281)**	**(260,281)**	

22. EVENTS OCCURRING AFTER THE REPORTING PERIOD

Other than set out below, no matters or circumstances have arisen since the end of the year, which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in subsequent financial periods:

- On 28 January 2025, Impact Silver Corp and Yari agreed to resolve their claims and counterclaims in the British Columbia, Canada arbitration proceedings as announced to the ASX on 10 February 2024. Each party bore their own costs and without any admission of liability. The arbitration was dismissed on 24 January 2025 by order of the arbitrator; and
- On 15 January 2025, the Company issued 4,500,000 employee options with an exercise price of $0.006 and an expiry date of 8 January 2029.

CONSOLDIATD ENTITY DISCLOSURE STATEMENT
As at 31 December 2024

Name of entity	Type entity	Ownership interest	Country of Incorporation	Tax Residence
Yari Minerals Limited	Body corporate	Parent	Australia	Australia
Arena Exploration Pty Ltd	Body corporate	100%	Australia	Australia
LAZ Holdings Pty Ltd	Body corporate	100%	Australia	Australia
Westoz Lithium Pty Ltd	Body corporate	100%	Australia	Australia

DIRECTORS' DECLARATION

In the directors' opinion:

(a) The financial statements and notes set out on pages 21 to 52 are in accordance with the *Corporations Act 2001*, including:

- (i) Complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements, and
- (ii) Giving a true and fair view of the Group's financial position as at 31 December 2024 and of its performance for the year ended on that date and

(b) There are reasonable grounds to believe that Yari Minerals Limited will be able to pay its debts as and when they become due and payable.

(c) the information disclosed in the attached consolidated entity disclosure statement is true and correct.

This declaration is made in accordance with a resolution of directors.

Brad Marwood
Non-executive Chairman
Perth
26 March 2025

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Yari Minerals Limited for the year ended 31 December 2024, 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
26 March 2025

L Di Giallonardo
Partner

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INDEPENDENT AUDITOR'S REPORT

To the Members of Yari Minerals Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Yari Minerals Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2024, 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 31 December 2024 and of its financial performance for the year then ended; and

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

Basis for Opinion

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

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

Key Audit Matters

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

We have determined that there are no key audit matters to communicate in our 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 31 December 2024 but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

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

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

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

(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.

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 31 December 2024.

In our opinion, the Remuneration Report of Yari Minerals Limited for the year ended 31 December 2024 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
Chartered Accountants

L Di Giallonardo
Partner

Perth, Western Australia
26 March 2025

SHAREHOLDERS INFORMATION

Additional information required by the Australian Securities Exchange Limited Listing Rules, and not disclosed elsewhere in this report.

CORPORATE GOVERNANCE STATEMENT

The Company's Corporate Governance Statement can be found on the Company's website at www.yarimineral.com.au

SHAREHOLDINGS

The names of the substantial shareholders listed on the Company's register as 14 March 2025:

Shareholder	Number	Percentage of issued capital held
Copulos Group	141,167,027	29.27%

CLASS OF SHARES AND VOTING RIGHTS

The voting rights attached to the Fully Paid Ordinary shares of the Company are:

- At a meeting of members or classes of members each member entitled to vote may vote in person or by proxy or by attorney; and
- On a show of hands every person present who is a member has one vote, and on a poll every person present in person or by proxy or attorney has one vote for each ordinary share held.

There are no voting rights attached to any Options on issue.

SECURITIES EXCHANGE LISTING

Quotation has been granted for 482,357,813 ordinary shares of Yari Minerals Limited on all member exchanges of the *Australian Securities Exchange* and trade under the symbol YAR.

RESTRICTED SECURITIES

There are currently no restricted securities on issue.

ON MARKET BUYBACK

There is currently no on-market buy-back program for any of the Company's securities.

DISTRIBUTION OF SHAREHOLDERS (as at 14 March 2025)

Shares Range	No of Holders	Units	%
1 – 1,000	251	48,885	0.01%
1,001 – 5,000	230	629,689	0.13%
5,001 – 10,000	136	1,037,874	0.22%
10,001 – 100,000	534	22,023,616	4.57%
100,001 and above	350	458,617,749	95.08%
Total	**1,501**	**482,357,813**	**100.00%**

There are 1,116 holders of unmarketable parcels comprising a total of 20,240,064 ordinary shares.

Option holders (as at 14 March 2025)

Unlisted Options	Listed/Unlisted	No of Holders	Units on issue
Exercisable at $0.04 on or before 30 May 2028	Unlisted	1	10,000,000
Exercisable at $0.006 on or before 8 January 2029	Unlisted	1	4,500,000
Total			**4,500,000**

TWENTY LARGEST ORDINARY SHAREHOLDERS – YAR (as at 14 March 2025)

	Name	Number of Shares	%
1	SUPERMAX PTY LTD <SUPERMAX SUPER FUND A/C>	72,678,731	15.07%
2	NORTHROCK CAPITAL PTY LTD <NORTHROCK CAPITAL UNIT A/C>	68,488,296	14.20%
3	FARJOY PTY LTD	24,000,000	4.98%
4	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	16,350,651	3.39%
5	OODACHI PTY LTD <P & M KERR FAMILY A/C>	15,000,000	3.11%
6	MR JUNLONG LIANG	11,524,000	2.39%
7	GEONOMIK PTY LTD	11,500,000	2.38%
8	WESTPARK OPERATIONS PTY LTD <WESTPARK OPERATIONS UNIT A/C>	10,515,627	2.18%
9	MR JASON SEIT KADIR & MRS KATE HELEN KADIR	9,000,000	1.87%
10	MR CHRIS RETZOS	6,780,907	1.41%
11	CHRIKIM PTY LTD <GEOFFREY WRIGHT INCOME A/C>	6,713,973	1.39%
12	MS CHUNYAN NIU	5,252,754	1.09%
13	CHANUK NOMINEES PTY LTD <FISHERMAN'S FOUNDATION A/C>	5,200,000	1.08%
14	INTELLSOFT SERVICES PTY LTD <INTELLSOFT P/L S/F A/C>	4,209,326	0.87%
15	MR CRAIG MANNERS	4,000,000	0.83%
16	MISS ALICE JANE LI	3,855,375	0.80%
17	INTELLSOFT SERVICES PTY LTD	3,665,000	0.76%
18	MR NICOLA LUCANO	3,100,000	0.64%
19	MR KENNETH MAHONEY & MRS LYN MAHONEY	3,057,127	0.63%
20	MR GLENN DAWSON	3,000,000	0.62%
	Total	**287,891,767**	**59.68%**

TENEMENT INFORMATION

The schedule of tenements and concessions held by the Company as at 26 March 2025 are summarised in the Table below.

Tenement schedule						
Lease	Project	Name	Type	Lease Status	Expiry Date	CZL Equity
Australia						
EL45/5972	Figtree	Figtree	Exploration	Granted	10/03/2028	100%
EL45/5973	South Wodgina	South Wodgina	Exploration	Granted	03/07/2027	100%
EL45/5974	South Wodgina	South Wodgina	Exploration	Granted	03/07/2027	100%
EL45/5986	Ant Hill	Ant Hill	Exploration	Granted	26/05/2027	100%
EL45/5987	Camel Creek	Camel Creek	Exploration	Granted	26/05/2027	100%