

---

---

**ALLUP SILICA LIMITED**  
**ABN 47 163 173 224**

---

---

**INTERIM FINANCIAL REPORT**

**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

# ALLUP SILICA LIMITED

## CONTENTS

---

### TABLE OF CONTENTS

|  |    |
|--|----|
| DIRECTORS' REPORT  | 1  |
| AUDITOR'S INDEPENDENCE DECLARATION                         | 4  |
| STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME | 5  |
| CONDENSED STATEMENT OF FINANCIAL POSITION                  | 6  |
| CONDENSED STATEMENT OF CHANGES IN EQUITY                   | 7  |
| CONDENSED STATEMENT OF CASHFLOWS                           | 8  |
| NOTES TO THE INTERIM FINANCIAL REPORT                      | 9  |
| DIRECTORS' DECLARATION                                     | 16 |
| INDEPENDENT AUDITOR'S REVIEW REPORT                        | 17 |

# ALLUP SILICA LIMITED

## DIRECTORS' REPORT

---

Directors present their report on Allup Silica Limited ("the Company") for the half-year ended 31 December 2023.

### Directors

The names of the directors in office at any time during, or since the end of, the half-year are:

John Campbell Smyth (Non-Executive Chairman)  
Andrew John Haythorpe  
Gavin Neil Ball

Directors have been in office since the start of the half-year to the date of this report unless otherwise stated.

### Principal activities

The Company's principal activities during the period were mineral exploration and evaluation. There were no significant changes in the nature of the activities during the half-year.

### Operating Results

The after-tax loss of the Company for the half-year ended 31 December 2023 amounted to \$662,978 (2022: Loss \$795,380)

### Review of Operations

The Company's commercial strategy is based upon the investigation of several project areas, each with its own set of logistics and port options. Currently, the Company has multiple projects in proximity to four Western Australian ports, being Wyndham in the north of the State, and Bunbury, Albany and Esperance in the south.

During the recent period, the Company has intensified its efforts in the Sparkler Silica Sands Project, focusing on comprehensive exploration and updating JORC Minerals Resource Estimations. This includes the conclusion of drilling programs across the Sparkler and Pink Bark Projects, to improve resource definition.

In addition to the Sparkler and Pink Bark Projects, the Company has made significant progress with its Cabbage Spot and Dune Buggy Silica Sand Projects. This includes the completion of maiden sampling at Cabbage Spot and conducting in-depth metallurgical research at Dune Buggy. These efforts underscore the Company's dedication to thoroughly exploring and developing its silica sand resources.

### Highlights during the Period include:

#### Sparkler Silica Sand Project

- Metallurgical testwork complete with CDE producing premium high-grade low-iron silica sand.
- Drilling program to improve definition of high purity silica sand resource across Sparkler A, B and C complete, results pending.
- Drilling program to update confidence level on Sparkler A resource complete, results pending.

# ALLUP SILICA LIMITED

## DIRECTORS' REPORT

---

### Pink Bark Silica Sand Project

- Phase 2 drilling completed at Pink Bark with an average of 455 metres drilled.
- Clay intercepts submitted for REEs with results pending.
- EM (electro-magnetic) survey completed on discrete EM anomaly; samples submitted for assay.

### Cabbage Spot Silica Sand Project

- Maiden surface sampling and hand auger program completed.
- Micro-seismic and follow up sampling program completed, with assays pending.
- Visits to Wyndham Port and meetings with local stakeholders conducted.

### Dune Buggy Silica Sand Project

- Metallurgical work investigating aluminosilicate mineralogy and separation methods of dune buggy sand.

As at the date of this report, the Company holds the following tenements:

| Tenement                      | Project              | Ownership |
|-------------------------------|----------------------|-----------|
| <b>GRANTED</b>                |                      |           |
| <b>E 70/5447</b>              | Sparkler A           | 100%      |
| <b>E 70/5527</b>              | Sparkler B           | 100%      |
| <b>E 70/5920</b>              | Sparkler C           | 100%      |
| <b>E 80/5524</b>              | Cabbage Spot         | 100%      |
| <b>E 80/5652</b>              | Big Cecil            | 100%      |
| <b>E 63/2137</b>              | Dune Buggy           | 100%      |
| <b>E 63/2139</b>              | Pink Bark A          | 100%      |
| <b>E 70/6476</b>              | Moby                 | 100%      |
| <b>E 70/6541</b>              | Ernie                | 100%      |
| <b>E 63/2371</b>              | Pink Bark C          | 100%      |
| <b>E 63/2372</b>              | Pink Bark D          | 100%      |
| <b>E 63/2381</b>              | Lighthouse           | 100%      |
| <b>E 63/2382</b>              | Dune Buggy C         | 100%      |
| <b>NOT GRANTED</b>            |                      |           |
| <b>ELA 80/5629</b>            | Nearby Post          | 100%      |
| <b>ELA 63/2138</b>            | Pink Bark B          | 100%      |
| <b>ELA 63/2264</b>            | Dune Buggy Extension | 100%      |
| <b>ACQUISITION IN PROCESS</b> |                      |           |
| <b>E 63/2059</b>              | Dundas               | 100%      |

## ALLUP SILICA LIMITED

### DIRECTORS' REPORT

---

#### **Dividends**

No dividends have been paid or declared since the start of the financial period and the Directors do not recommend the payment of a dividend in respect of the financial half-year.

#### **Options and performance rights**

No options or performance rights were issued during the financial half-year.

#### **Events after Balance Date**

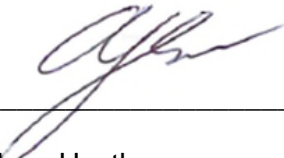
No matters or circumstances have arisen since the end of the half-year which have significantly affected or may significantly affect the operations or the state of affairs of the Company in future years.

#### **Auditor's Independence Declaration**

The auditor's independence declaration under s307C of the *Corporations Act 2001* is set out on page 4 for the half-year ended 31 December 2023.

Signed in accordance with a resolution of directors made pursuant to section 306(3)(a) of the *Corporations Act 2001*.

On behalf of the Directors



---

Andrew Haythorpe  
Managing Director

Dated this 14 February 2024

## AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF ALLUP SILICA LIMITED

As lead auditor, I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2023 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review, and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.



**SW Audit**  
Chartered Accountants



Nick Michael  
Partner

Melbourne, 14 February 2024

**Brisbane**  
Level 15  
240 Queen Street  
Brisbane QLD 4000  
T + 61 7 3085 0888

**Melbourne**  
Level 10  
530 Collins Street  
Melbourne VIC 3000  
T + 61 3 8635 1800

**Perth**  
Level 18  
197 St Georges Terrace  
Perth WA 6000  
T + 61 8 6184 5980

**Sydney**  
Level 7, Aurora Place  
88 Phillip Street  
Sydney NSW 2000  
T + 61 2 8059 6800



**ALLUP SILICA LIMITED**  
**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

|  | Notes | Half-Year<br>Ended<br>31 December<br>2023 | Half-Year<br>Ended<br>31 December<br>2022 |
|--|-------|---|---|
|  |       | \$  | \$  |
| Interest income  |       | 52,802                                    | 35,316                                    |
| Other income   |       | 2,158                                     | -   |
| <b>Total income</b>                                    |       | <b>54,960</b>                             | <b>35,316</b>                             |
| Professional services                                  |       | (17,530)                                  | (31,910)                                  |
| Corporate advisory                                     |       | (98,762)                                  | (70,015)                                  |
| Directors' fees  |       | (138,000)                                 | (159,000)                                 |
| Company secretarial                                    |       | (27,625)                                  | (27,600)                                  |
| Marketing and shareholder communications               |       | (77,398)                                  | (169,499)                                 |
| Employee benefits                                      |       | (59,900)                                  | (85,094)                                  |
| Exploration and evaluation costs written off           | 9     | (145,342)                                 | (145,061)                                 |
| Share based payments                                   |       | (39,301)                                  | (6,350)                                   |
| Occupancy  |       | (7,053)                                   | (17,291)                                  |
| Finance  |       | (4,056)                                   | -   |
| Depreciation and amortisation                          |       | (23,353)                                  | (3,537)                                   |
| Administration   |       | (79,618)                                  | (115,339)                                 |
| <b>Total expenses</b>                                  |       | <b>(717,938)</b>                          | <b>(830,696)</b>                          |
| Loss for the half-year before income tax               |       | (662,978)                                 | (795,380)                                 |
| Income tax expense                                     |       | -   | -   |
| <b>Loss for the half-year after income tax</b>         | 8     | <b>(662,978)</b>                          | <b>(795,380)</b>                          |
| <b>Total other comprehensive income, net of tax</b>    |       | <b>-</b>                                  | <b>-</b>                                  |
| <b>Total comprehensive loss for the half-year</b>      |       | <b>(662,978)</b>                          | <b>(795,380)</b>                          |
| <b>Earnings per share</b>                              |       | Cents                                     | Cents                                     |
| Basic and diluted earnings per share (cents per share) |       | (0.7845)                                  | (0.9411)                                  |

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

**ALLUP SILICA LIMITED**  
**CONDENSED STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2023**

|                                      | Notes | 31 December<br>2023<br>\$ | 30 June 2023<br>\$ |
|--------------------------------------|-------|---------------------------|--------------------|
| <b>ASSETS</b>                        |       |                           |                    |
| <b>CURRENT ASSETS</b>                |       |                           |                    |
| Cash and cash equivalents            | 4     | 2,024,365                 | 3,179,588          |
| Receivables                          | 5     | 51,811                    | 63,150             |
| Other current assets                 | 6     | 81,785                    | 83,739             |
| <b>TOTAL CURRENT ASSETS</b>          |       | <b>2,157,961</b>          | <b>3,326,477</b>   |
| <b>NON-CURRENT ASSETS</b>            |       |                           |                    |
| Other non-current assets             | 6     | 56,919                    | 68,195             |
| Mineral exploration and evaluation   | 9     | 1,401,549                 | 890,366            |
| Plant and equipment                  |       | 25,338                    | 19,213             |
| Right of use assets                  | 7     | 140,069                   | 160,127            |
| <b>TOTAL NON-CURRENT ASSETS</b>      |       | <b>1,623,875</b>          | <b>1,137,901</b>   |
| <b>TOTAL ASSETS</b>                  |       | <b>3,781,836</b>          | <b>4,464,378</b>   |
| <b>LIABILITIES</b>                   |       |                           |                    |
| Trade and other payables             |       | 96,382                    | 150,368            |
| Employee benefit provisions          |       | 14,649                    | 9,200              |
| Lease liabilities                    | 7     | 37,965                    | 36,306             |
| <b>TOTAL CURRENT LIABILITIES</b>     |       | <b>148,996</b>            | <b>195,874</b>     |
| <b>NON-CURRENT LIABILITIES</b>       |       |                           |                    |
| Employee benefit provisions          |       | 7,554                     | -                  |
| Lease liabilities                    | 7     | 104,320                   | 123,861            |
| <b>TOTAL NON-CURRENT LIABILITIES</b> |       | <b>111,874</b>            | <b>123,861</b>     |
| <b>TOTAL LIABILITIES</b>             |       | <b>260,870</b>            | <b>319,735</b>     |
| <b>NET ASSETS</b>                    |       | <b>3,520,966</b>          | <b>4,144,643</b>   |
| <b>EQUITY</b>                        |       |                           |                    |
| Issued capital                       | 10    | 6,218,184                 | 6,218,184          |
| Reserves                             | 11    | 540,636                   | 501,335            |
| Accumulated losses                   |       | (3,237,854)               | (2,574,876)        |
| <b>TOTAL EQUITY</b>                  |       | <b>3,520,966</b>          | <b>4,144,643</b>   |

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



**ALLUP SILICA LIMITED**  
**CONDENSED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

|  | Notes | Issued<br>Capital<br>\$ | Share<br>Option<br>Reserve<br>\$ | Accumulated<br>Losses<br>\$ | Total<br>\$      |
|--|-------|-------------------------|----------------------------------|-----------------------------|------------------|
| <b>Balance 1 July 2023</b>                     |       | 6,218,184               | 501,335                          | (2,574,876)                 | 4,144,643        |
| Loss for the period                            |       | -                       | -                                | (662,978)                   | (662,978)        |
| <b>Total comprehensive loss for the period</b> |       | -                       | -                                | (662,978)                   | (662,978)        |
|  |       | <b>6,218,184</b>        | <b>501,335</b>                   | <b>(3,237,854)</b>          | <b>3,481,665</b> |
| Share based payments                           |       | -                       | 39,301                           | -                           | 39,301           |
| <b>Balance 31 December 2023</b>                |       | <b>6,218,184</b>        | <b>540,636</b>                   | <b>(3,237,854)</b>          | <b>3,520,966</b> |
| <br>   |       |                         |                                  |                             |                  |
| <b>Balance 1 July 2022</b>                     |       | 6,218,184               | 443,603                          | (928,960)                   | 5,732,827        |
| Loss for the period                            |       | -                       | -                                | (795,380)                   | (795,380)        |
| <b>Total comprehensive loss the period</b>     |       | -                       | -                                | (795,380)                   | (795,380)        |
|  |       | <b>6,218,184</b>        | <b>443,603</b>                   | <b>(1,724,340)</b>          | <b>4,937,447</b> |
| Share based payments                           |       | -                       | 6,350                            | -                           | 6,350            |
| <b>Balance 31 December 2022</b>                |       | <b>6,218,184</b>        | <b>449,953</b>                   | <b>(1,724,340)</b>          | <b>4,943,797</b> |

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

**ALLUP SILICA LIMITED**  
**CONDENSED STATEMENT OF CASH FLOWS**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

|  | Notes | Half-Year<br>Ended<br>31 December<br>2023<br>\$ | Half-Year<br>Ended<br>31 December<br>2022<br>\$ |
|--|-------|---|---|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>          |       |   |   |
| Receipts from interest                               |       | 61,490  | 23,957  |
| Other receipts                                       |       | 2,158   | -   |
| Payments to suppliers and employees                  |       | (665,355)                                       | (519,476)                                       |
| Net cash flows used in operating activities          |       | <u>(601,707)</u>                                | <u>(495,519)</u>                                |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>          |       |   |   |
| Payment for property, plant and equipment            |       | (9,420)   | (3,953)   |
| Payments for tenement and exploration costs          |       | (544,096)                                       | (233,855)                                       |
| Net cash flows used in investing activities          |       | <u>(553,516)</u>                                | <u>(237,808)</u>                                |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>          |       |   |   |
| Payment for financial assets                         |       | -   | (2,000,000)                                     |
| Net cash flows used in financing activities          |       | <u>-</u>  | <u>(2,000,000)</u>                              |
| <b>Net decrease in cash and cash equivalents</b>     |       | <b>(1,155,223)</b>                              | <b>(2,733,327)</b>                              |
| Cash and cash equivalents at beginning of the period | 4     | <u>3,179,588</u>                                | <u>4,913,074</u>                                |
| Cash and cash equivalents at the end of the period   | 4     | <u><b>2,024,365</b></u>                         | <u><b>2,179,747</b></u>                         |

*The above Statement of Cashflows should be read in conjunction with the accompanying notes.*

**ALLUP SILICA LIMITED**  
**NOTES TO THE INTERIM FINANCIAL REPORT**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

---

The financial statements and notes represent those of Allup Silica Limited (the Company), a Company incorporated and domiciled in Australia and limited by shares which are publicly traded on the Australian Securities Exchange Limited (ASX Code: APS).

The financial report of the Company for the half-year ended 31 December 2023 was authorized for issue in accordance with a resolution of the directors on 14 February 2024.

**Note 1: Summary of Significant Accounting Policies**

**(a) Statement of compliance**

These condensed half-year financial statements are general purpose financial statements prepared in accordance with requirements of the *Corporations Act 2001*, applicable accounting standards including *AASB 134: Interim Financial Reporting*, Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board ('AASB'). Compliance with AASB 134 ensures compliance was *IAS 34: Interim Financial Reporting*.

The half-year report does not include notes of the type normally included in an annual financial report and should be read in conjunction with the most recent annual financial report, together with any public announcements made by the Company during the period in accordance with disclosure requirements arising from the *Corporations Act 2001* and the ASX Listing Rules.

**(b) Basis of preparation**

The interim financial statements have been prepared on a historical cost basis. Cost is based on the fair value of the consideration given in exchange for assets. The Company is domiciled in Australia and all amounts are presented in Australian dollars.

The accounting policies and methods of computation adopted are consistent with those of the previous financial year and corresponding interim reporting period.

**(c) Adoption of new and revised Accounting Standards**

In the current period, there have been no new Australian Accounting Standards or amendments to standards that have impacted on the Company's annual reporting period that began on 1 July 2023.

**(d) Significant accounting judgements and key estimates**

The preparation of interim financial report requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reporting amounts of assets, liabilities, income and expenses. In preparing this interim financial report, the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the financial report for the year ended 30 June 2023.

**ALLUP SILICA LIMITED**  
**NOTES TO THE INTERIM FINANCIAL REPORT**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

---

**Note 1: Summary of Significant Accounting Policies (continued)**

**(e) Going concern**

The financial statements have been prepared on the basis of going concern which assumes continuity of normal business activities and the realization of assets and the settlement of liabilities in the ordinary course of business.

At 31 December 2023, the Company has \$2,024,365 of cash available. The Directors prepare monthly cashflow forecasting, which includes committed exploration and evaluation expenditure. Based on current cashflow projections, the Company has adequate cash reserves to ensure they can meet the committed exploration and evaluation expenditure and continue as a going concern and pay its debts as and when they fall due for 12 months subsequent to the date of the signed interim-financial report.

**Note 2: Financial Risk Management**

Other aspects of the Company's financial risk management objectives and policies are consistent with that disclosed in the annual financial report as at the end of the year ended 30 June 2023.

**Note 3: Segment Information**

The Company has identified its operating segments based on internal reports that are reviewed and used by the Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources. The Company operates solely in the natural resources exploration industry in Australia and has determined that there are no operating segments. The Company is predominantly involved in exploration for high grade silica sand.

**Note 4: Cash at Bank**

|                | <b>31<br/>December<br/>2023</b> | <b>30 June<br/>2023</b> |
|----------------|---------------------------------|-------------------------|
|                | <b>\$</b>                       | <b>\$</b>               |
| <b>Current</b> |                                 |                         |
| Cash at bank   | <u>2,024,365</u>                | <u>3,179,588</u>        |

**Note 5: Receivables**

**Current**

*Financial assets at amortised cost:*

|                |               |               |
|----------------|---------------|---------------|
| Sundry debtors | 9,520         | 18,208        |
| GST refundable | 42,291        | 44,942        |
|                | <u>51,811</u> | <u>63,150</u> |

**ALLUP SILICA LIMITED**  
**NOTES TO THE INTERIM FINANCIAL REPORT**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

---

**Note 6: Other Current Assets**

|  | 31<br>December<br>2023 | 30 June<br>2023 |
|--|------------------------|-----------------|
| <b>Current</b>                         | <b>\$</b>              | <b>\$</b>       |
| Prepayments                            | 30,691                 | 43,273          |
| Other assets                           | 51,094                 | 40,466          |
|  | <u>81,785</u>          | <u>83,739</u>   |
| <b>Non-Current</b>                     |                        |                 |
| Prepayments                            | 29,884                 | 41,160          |
| Security deposit – Office lease rental | 27,035                 | 27,035          |
|  | <u>56,919</u>          | <u>68,195</u>   |

Other assets represent non-license application costs incurred on mineral exploration tenements, still in the process of being granted at balance date (see Note 9).

**Note 7: Leases**

**Right-of-use assets**

|                          |                |                |
|--------------------------|----------------|----------------|
| Buildings at cost        | 160,461        | 160,461        |
| Accumulated depreciation | (20,392)       | (334)          |
|                          | <u>140,069</u> | <u>160,127</u> |

The Company leases an office building. The lease term is 2 years plus an additional 2-year option. The agreement is based on fixed payment amounts with no additional variable payments.

**Lease liabilities**

*Financial liabilities at amortised cost*

|             |                |                |
|-------------|----------------|----------------|
| Current     | 37,965         | 36,306         |
| Non-current | 104,320        | 123,885        |
|             | <u>142,285</u> | <u>160,191</u> |

*The maturity analysis of lease liabilities is as follows:*

|                                     |                |                |
|-------------------------------------|----------------|----------------|
| Less than 1 year                    | 37,965         | 36,306         |
| More than 1 year, less than 5 years | 104,320        | 123,885        |
| Unexpired interest                  | 13,521         | 17,576         |
| <b>Total lease payments</b>         | <u>155,806</u> | <u>177,767</u> |

**ALLUP SILICA LIMITED**  
**NOTES TO THE INTERIM FINANCIAL REPORT**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

---

**Note 8: Loss for the Period**

|   | <b>Half-Year<br/>Ended<br/>31<br/>December<br/>2023</b> | <b>Half-Year<br/>Ended<br/>31<br/>December<br/>2022</b> |
|---|---|---|
|   | <b>\$</b>   | <b>\$</b>   |
| <i>The following expense items are relevant in explaining the financial performance for the half-year, which are not separately disclosed in the statement of profit or loss:</i> |   |   |
| Amortisation of right-of-use assets   | 20,058  | -   |
| Depreciation of property, plant and equipment   | 3,295   | 3,537   |
|   | <b>23,353</b>   | <b>3,537</b>  |
| <br>  |   |   |
| Salaries and wages  | 124,049   | 103,858   |
| Superannuation  | 12,185  | 9,886   |
| Other employee costs  | -   | -   |
| Capitalised to exploration costs  | (76,334)  | (28,650)  |
|   | <b>59,900</b>   | <b>85,094</b>   |

**Note 9: Exploration and Evaluation**

|  | <b>31<br/>December<br/>2023</b> | <b>30 June<br/>2023</b> |
|--|---------------------------------|-------------------------|
|  | <b>\$</b>                       | <b>\$</b>               |
| <b>Opening balance</b>                               | <b>890,366</b>                  | <b>598,193</b>          |
| Exploration and evaluation capitalised during period | 656,525                         | 542,115                 |
| Exploration and evaluation expensed during period    | (145,342)                       | (249,942)               |
| <b>Closing balance</b>                               | <b>1,401,549</b>                | <b>890,366</b>          |

Expenditure on tenement license applications is classified as an exploration and evaluation asset when incurred. Application costs incurred are classified as Other Assets and transferred to Exploration and Evaluation in the Statement of Financial Position when the related tenement is granted. If the related tenement is not granted, those costs are expensed in the Statement of Profit or Loss and Other Comprehensive Income at that time.

**ALLUP SILICA LIMITED**  
**NOTES TO THE INTERIM FINANCIAL REPORT**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

---

**Note 10: Issued Capital**

|                | 31<br>December<br>2023 | 30 June<br>2023  |
|----------------|------------------------|------------------|
|                | \$                     | \$               |
| Issued capital | <u>6,218,184</u>       | <u>6,218,184</u> |

|                                | 31 December<br>2023 | 30 June<br>2023   | 31<br>December<br>2023 | 30 June<br>2023  |
|--------------------------------|---------------------|-------------------|------------------------|------------------|
|                                | # of shares         | # of shares       | \$                     | \$               |
| Balance at beginning of period | <u>84,511,665</u>   | <u>84,511,665</u> | <u>6,218,184</u>       | <u>6,218,184</u> |
| Balance at period end          | <u>84,511,665</u>   | <u>84,511,665</u> | <u>6,218,184</u>       | <u>6,218,184</u> |

**Note 11: Reserves**

| <b>Share Option Reserve</b> | 31<br>December<br>2023 | 30 June<br>2023 |
|-----------------------------|------------------------|-----------------|
|                             | \$                     | \$              |
| <b>Opening balance</b>      | 501,335                | 443,603         |
| Share based payments        | 39,301                 | 57,732          |
| <b>Closing balance</b>      | <u>540,636</u>         | <u>501,335</u>  |

*Movement in outstanding balances*

|                          | #                | #                |
|--------------------------|------------------|------------------|
| <b>Options on issue:</b> |                  |                  |
| <b>Opening balance</b>   | <u>5,000,000</u> | <u>5,000,000</u> |
| <b>Closing balance</b>   | <u>5,000,000</u> | <u>5,000,000</u> |

**Performance Rights on issue:**

|   |                  |                  |
|---|------------------|------------------|
| <b>Opening balance</b>                        | 3,000,000        | -                |
| Performance Rights issued on 29 November 2022 | -                | 3,000,000        |
| <b>Closing balance</b>                        | <u>3,000,000</u> | <u>3,000,000</u> |

## ALLUP SILICA LIMITED

### NOTES TO THE INTERIM FINANCIAL REPORT FOR THE HALF-YEAR ENDED 31 DECEMBER 2023

#### Performance Rights on issue (cont.):

On 29 November 2022, the Company issued 3,000,000 performance rights in accordance with the ASX announcement. These performance rights were issued to key members of the Company, including 1,000,000 to Campbell Smyth as the Non-Executive Director of the Company. The key terms of each class of performance rights issued are as follows:

| Performance Rights |  |   |   |
|--------------------|--|---|---|
|                    | Class A  | Class B   | Class C   |
| Issue Date         | 29-Nov-22                                      | 29-Nov-22   | 29-Nov-22   |
| Vesting Date       | 29-Nov-25                                      | 29-Nov-25   | 29-Nov-25   |
| Expiry date        | 29-Nov-27                                      | 29-Nov-27   | 29-Nov-27   |
| Performance Hurdle | The company achieving a share price of \$0.25. | The company achieving a JORC Minerals Resource Estimate of >100 million tonnes of a beneficiated grade containing no less than 99.5% SiO <sub>2</sub> with =<100 ppm Fe <sub>2</sub> O <sub>3</sub> . | The company achieving a JORC Minerals Resource Estimate of >200 million tonnes of a beneficiated grade containing no less than 99.5% SiO <sub>2</sub> with =<100 ppm Fe <sub>2</sub> O <sub>3</sub> . |

#### Note 12: Related Party Transactions

##### Transactions with Related Parties:

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties (ie at arm's length) unless the terms and conditions disclosed below state otherwise.

##### Service Arrangement with Magicorp Pty Ltd

Gavin Ball had a controlling interest in Magicorp Pty Ltd which provides consumables, equipment and other digital services to the Company, including website and domain services and other services on an as required basis. The Company was charged Magicorp's standard fees which amounted to \$Nil (excl. GST) for the half year ended 31 December 2023 (30 June 2023: \$2,449).

There were no other transactions conducted between the Company and key management personnel or their related parties, apart from those disclosed above relating to equity and compensation, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those reasonably expected under arm's length dealings with unrelated persons.



**ALLUP SILICA LIMITED**  
**NOTES TO THE INTERIM FINANCIAL REPORT**  
**FOR THE HALF-YEAR ENDED 31 DECEMBER 2023**

**Note 13: Commitments and Contingencies**

|   | <b>31 December<br/>2023</b> | <b>30 June<br/>2023</b> |
|---|-----------------------------|-------------------------|
|   | \$                          | \$                      |
| <i>Office Lease rental</i>                                |                             |                         |
| The maturity analysis of lease liabilities is as follows: |                             |                         |
| Less than 1 year  | 37,965                      | 36,306                  |
| More than 1 year, less than 5 years                       | 104,320                     | 123,885                 |
| Unexpired interest  | 13,521                      | 17,576                  |
| <b>Total lease commitments</b>                            | <b>155,806</b>              | <b>177,767</b>          |

*Exploration Expenditure Commitments:*

The Company has minimum statutory commitments as conditions of tenure of certain granted exploration tenements. Whilst these obligations may vary, a reasonable estimate of the minimum commitments if it is to retain all of its present interests in mining and exploration properties is:

|                                 | Within 1 Year       |              | 1 to 5 Years        |              | Total               |              |
|---------------------------------|---------------------|--------------|---------------------|--------------|---------------------|--------------|
|                                 | 31 December<br>2023 | 30 June 2023 | 31 December<br>2023 | 30 June 2023 | 31 December<br>2023 | 30 June 2023 |
| Minimum exploration expenditure | 271,000             | 150,000      | 761,753             | 362,123      | 1,032,753           | 512,123      |

**Note 14: Events after the Reporting Period**

No matters or circumstances have arisen since the end of the financial year that significantly affect or may significantly affect the operations of the company, the results of those operations or the state of affairs of the company in future financial years occurred.

**ALLUP SILICA LIMITED**  
**DIRECTORS' DECLARATION**

---

In accordance with a resolution of the directors of Allup Silica Limited the directors of the Company declare that:

1. The interim financial statements and notes, as set out on pages 5 to 15, are in accordance with the *Corporations Act 2001*, including:
  - a. complying with *AASB 134: Interim Financial Reporting*; and
  - b. giving a true and fair view of the Company's financial position as at 31 December 2023 and of its performance for the half-year ended on that date.
2. In the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.



---

Andrew Haythorpe  
Managing Director

Dated this 14 February 2024

## INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF ALLUP SILICA LIMITED

### Report on the Interim Financial Report

#### Conclusion

We have reviewed the interim financial report of Allup Silica Limited (the **Company**) which comprises the statement of financial position as at 31 December 2023, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying interim financial report of the Company does not comply with the *Corporations Act 2001*, including:

- a. giving a true and fair view of the Company's financial position as at 31 December 2023 and of its performance for the half-year ended on that date, and
- b. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

#### Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & 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 annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

#### Responsibility of the Directors' for the Interim Financial Report

The directors of the Company are responsible for the preparation of the interim financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the interim financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibilities for the Review of the Interim Financial Report

Our responsibility is to express a conclusion on the interim financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the interim financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Company's financial position as at 31 December 2023 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

**Brisbane**  
Level 15  
240 Queen Street  
Brisbane QLD 4000  
T + 61 7 3085 0888

**Melbourne**  
Level 10  
530 Collins Street  
Melbourne VIC 3000  
T + 61 3 8635 1800

**Perth**  
Level 18  
197 St Georges Terrace  
Perth WA 6000  
T + 61 8 6184 5980

**Sydney**  
Level 7, Aurora Place  
88 Phillip Street  
Sydney NSW 2000  
T + 61 2 8059 6800



A review of a interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



**SW Audit**  
Chartered Accountants



Nick Michael  
Partner

Melbourne, 14 February 2024