Black Horse Mining Limited

ABN 68 683 066 613

Annual Report - 30 June 2026

Directors	Peter Wall - Non-Executive Chair David Frances - Managing Director & Chief Executive Officer Charles McHugh - Executive Director & Chief Mining Engineer
Company secretary	Ian Hobson
Registered office	10 Endeavour Way Alfredton Victoria 3350 T: +61(03)9962 0068
Share register	Automic Group Level 5/191 St Georges Terrace Perth WA 6000 T: 1300 288 664 (within Australia) T: +61 2 9698 5414 (outside Australia)
Auditor	William Buck Audit (WA) Pty Ltd Level 3, 15 Labouchere Road South Perth WA 6151
Solicitors	Steinepreis Paganin Level 14 250 St Georges Terrace Perth WA 6000
Stock exchange listing	Black Horse Mining Limited shares are listed on the Australian Securities Exchange (ASX code: BHL)
Website	www.blackhorsemining.com

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Black Horse Mining Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2026.

Directors

The following persons were Directors of Black Horse Mining Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Peter Wall - Non-Executive Chair
David Frances - Managing Director & CEO
Charles McHugh - Executive Director - appointed 31 March 2026 (Previously Non-Executive Director - appointed 10 July 2025)

Principal activities

During the financial year the principal continuing activities of the Group consisted of:

- Completing the acquisition of an 80% interest in Steadfast Mining Services Pty Ltd, the holder of the Mount Egerton Project;
- Completing the Initial Public Offering and admission to the ASX on 28 November 2025; and
- Undertaking exploration and evaluation activities at the Mount Egerton Gold Project.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year/period.

Review of operations

The loss for the Group after providing for income tax and non-controlling interest amounted to $5,873,958 (30 June 2025: $143,613).

The result was driven primarily by a share-based payments expense of $4,164,478 recognised under AASB 2 following the issue of options, together with exploration and evaluation expenditure of $1,160,820 (12 Dec 2024 to 30 June 2025: $15,022). Total assets increased to $8,214,652 (30 June 2025: $16,361), reflecting the receipt of IPO funds and the recognition of $2,701,376 of exploration and evaluation assets from the acquisition of Steadfast Mining Services Pty Ltd. These movements reflect the Group's transition into a more active exploration phase and operational growth.

During the year ended 30 June 2026, the Company successfully listed on the Australian Securities Exchange and commenced trading on 2 December 2025 after completing an A$8 million IPO, raising funds from Australian institutional and retail investors including a A$3 million cornerstone investment from major shareholder Province Resources Ltd. IPO proceeds are allocated to fund exploration and evaluation activities at the Mt Egerton Gold Project as well as corporate and administrative costs.

Exploration activities commenced promptly after listing, with ground geophysics and diamond drilling underway on day one of trading – unusual for a newly listed explorer. The Company completed its maiden diamond drilling programme at the Mt Egerton Gold Project, drilling a total of 618 m of diamond core across seven holes.

Significant results included:

- **26MEDD005** intersecting a 5.2 m mineralised zone from 55.8 m with assays up to 17.4 g/t Au and 14.6 g/t Au; and
- **26MEDD004** returning a 4.4 m mineralised zone from 49.65 m with assays up to 46.2 g/t Au and 20.5 g/t Au, extending the high-grade zone vertically by approximately 10 m.

Historical underground workings were intersected; video footage of a void showed significant quartz spur veining interpreted as extensional arrays associated with dilational jogs on reverse fault structures – classic high-grade hosts in the Bendigo-Ballarat goldfields.

Results from the ground magnetotelluric (MT) geophysical survey and reprocessed historical ground-penetrating radar (GPR) data were compiled and integrated into a 3D geological model of the project. All necessary permits required to refurbish the Sister Rose adit were received and work commenced.

Compliance statement
The information in this report that relates to historical exploration results at the Mt Egerton Project is extracted from the Company's Prospectus dated 2 October 2025 (Prospectus) and ASX releases dated 11 March 2026, 24 March 2026 and 19 June 2026. The Company confirms that it is not aware of any new information or data that materially affects the information contained in the Prospectus and previous ASX releases. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcements.

Significant changes in the state of affairs

During July 2025, the Company changed its legal structure from a proprietary company (i.e. Pty Ltd) to a public company limited by shares (i.e. Limited). The Company's name was changed from Black Horse Mining Pty Ltd to Black Horse Mining Limited.

Charles McHugh was appointed as a Non-Executive Director on 10 July 2025. On 31 March 2026, the Company announced Mr McHugh's transition to an executive role as Chief Mining Engineer and Executive Director.

On 18 July 2025, 30,000,000 options were issued to Directors exercisable at $0.30 each on or before 26 November 2029 (escrowed until 26 November 2027) as follows:

	Number
David Frances	16,000,000
Peter Wall	7,000,000
Charles McHugh	7,000,000
	30,000,000

On 31 March 2026, the Company also announced the appointment of Amber Rivamonte as Chief Financial Officer ('CFO') in a part-time capacity. On 13 March 2026, the Company issued 1,000,000 unlisted options under an employee incentive scheme. The options are exercisable at $0.40 each and expiring on 12 March 2030 subject to vesting conditions. Subsequent to 30 June 2026 Ms Rivamonte resigned as CFO, her options lapsed on termination of employment.

On 11 July 2025, Province Resources Limited ('PRL') announced that it had entered into a binding agreement with Steadfast Mining Services Pty Ltd ("SMS") and its shareholders (the "Acquisition Agreement"), pursuant to which wholly-owned subsidiary A.C.N. 683 084 353 Pty Ltd will acquire 80% of the issued share capital of SMS.

SMS holds the Mount Egerton Gold Project (the "Project") located in the southwest region of the Bendigo-Ballarat Zone in Central Victoria, Australia.

Material terms of the Acquisition Agreement included:

- Total upfront consideration comprised:
  - 9,500,000 ordinary shares issued to the vendors;
  - 5,000,000 unlisted options exercisable at $0.30; and
  - up to $100,000 reimbursing pre-completion expenditure.
- Deferred consideration of up to $4,000,000 in shares may be issued upon achievement of defined Mineral Resource milestones (500koz and 1Moz at ≥8 g/t) and a VWAP hurdle of $0.20 per share.
- The Group is required to fund $4,000,000 of exploration expenditure over five years commencing 26 November 2025 to maintain its 80% interest; failure to meet this commitment may dilute the Group's interest to 51%. The first $1,000,000 is required to be spent within 12 months of receiving approved work permits from the Department of Energy, Environment and Climate Change (Victoria), any shortfall of the first $1,000,000 must be paid to the SMS shareholders In cash.
- The vendors are free-carried until a Decision to Mine, after which they may elect to contribute to mine development or convert their interest into a 1.5% net smelter return royalty, subject to a $5,000,000 buy-out option.
- The vendors retain rights to process historical tailings at their cost, with the Company holding a first right to fund tailings processing in exchange for a profit-share arrangement.

As part of the Acquisition, the Company was spun-out from Province Resources Limited ('PRL') and formed a dedicated ASX-listed mineral exploration and development company.

The Company lodged its prospectus on 2 October 2025 with ASIC to undertake an Initial Public Offering ("IPO") and seek admission to the Official List of the ASX. The prospectus offered 40,000,000 shares at $0.20 per share to raise $8,000,000 (before costs). Province Resources Limited acted as cornerstone investor, subscribing for $3,000,000 (15,000,000 Shares) and retaining a 46.4% equity holding in Black Horse Mining Limited post-listing.

The IPO was oversubscribed, resulting in the full 40,000,000 shares being issued at $0.20 on 26 November 2025, raising $8,000,000 (before costs). The Joint Lead Managers were issued 7,000,000 unlisted options exercisable at $0.30 each on or before 26 November 2029.

The Company completed all conditions precedent of the Acquisition Agreement with SMS (dated 8 July 2025, as amended on 8 September 2025) and on 26 November 2025 issued to the vendors:

- the issue of 9,649,020 Shares (comprising 9,500,000 Consideration Shares and 149,020 Additional Consideration Shares);
- the issue of 5,000,000 unlisted options exercisable at $0.30 each on or before 26 November 2029; and
- reimbursement of $70,196 of exploration expenditure (with the remaining $29,804 satisfied by the issue of 149,020 Additional Consideration Shares).

The Company was admitted to the Official List of the ASX on 28 November 2025 and commenced trading on the ASX on 2 December 2025.

There were no other significant changes in the state of affairs of the Group during the financial year.

Matters subsequent to the end of the financial year

1,000,000 unlisted options exercisable at $0.40 each on or before 12 March 2030 lapsed on 31 July 2026 following the resignation of the employee to whom the options were granted, resulting in the vesting condition becoming incapable of being satisfied.

No other matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect, the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Likely developments and expected results of operations

The Group continues exploration and evaluation activities at its Mt Egerton Gold Project. Information on likely developments in the operations of the Group and the expected results of operations have not been included in this report because the Directors believe it would be likely to result in unreasonable prejudice to the Group.

Business risks

The Directors have identified the following material business risks that may affect the Group's financial position, operating performance, growth prospects and ability to deliver on its exploration and development strategy. These risks are not exhaustive and are specific to the Group's current focus as an Australian gold exploration company with interests in the Mt Egerton Gold Project in Victoria.

Exploration and geological risk

The Group's principal asset is the Mt Egerton Gold Project, a historical goldfield near Ballarat in Victoria. Exploration and evaluation activities are inherently uncertain and there is no guarantee that the Group's planned programs will define an economically recoverable mineral resource or ore reserve. Historical production, historical workings and previous drilling provide useful geological context, but they do not remove the risks associated with geological interpretation, continuity of mineralisation, grade variability, drilling conditions, sampling, assaying, access to historical workings and the conversion of exploration results into mineral resources prepared in accordance with applicable reporting standards. To mitigate this risk, the Group is taking a staged and disciplined approach to exploration, including the review and validation of historical data, engagement of suitably qualified geologists, prioritisation of drill targets based on technical merit, use of appropriate sampling and assay quality control procedures and regular review of exploration results before committing to further expenditure.

Tenure, permitting and regulatory approvals

The Group's activities in Victoria are regulated under the State's minerals legislation and administered by Resources Victoria within the Victorian Department of Energy, Environment and Climate Action. Exploration tenure does not confer a right to mine and any progression from exploration to development would require additional approvals, licences, work authorities, land access arrangements, environmental approvals and compliance with applicable conditions. Delays, refusals, variations, non-renewals or adverse changes in regulatory requirements could materially affect the Group's ability to conduct exploration, access land, undertake rehabilitation, progress development studies or commercialise any discovery at Mt Egerton. The Group seeks to mitigate this risk by monitoring tenement obligations, maintaining a compliance calendar, engaging with experienced Victorian mining and environmental advisers, liaising with Resources Victoria and other relevant authorities as required, and ensuring that planned work programs are designed to comply with licence conditions, statutory requirements and rehabilitation obligations.

Land access, community and heritage risk

Access to land for exploration and potential future development may require agreements with landholders, occupiers, Traditional Owners, local communities and other stakeholders. The Group's ability to undertake drilling, rehabilitation of historical workings, environmental studies and other field activities may be affected by access negotiations, community expectations, cultural heritage requirements, environmental sensitivities, seasonal conditions and competing land uses. Failure to maintain constructive stakeholder relationships could result in delays, increased costs, additional operating conditions or reputational impacts. The Group seeks to mitigate these risks by engaging early with landholders and other stakeholders, documenting access arrangements where required, incorporating heritage and environmental considerations into field planning, maintaining transparent communication regarding proposed activities and rehabilitation, and conducting exploration in a manner intended to minimise disturbance and preserve its social licence to operate.

Funding and capital management risk

Black Horse Mining Limited is the parent entity of the Group and, together with its controlled entities, is focused on exploration and is not expected to generate material operating revenue in the near term. The Group's ability to execute its exploration strategy at Mt Egerton, meet tenement expenditure commitments and fund corporate costs will depend on available cash resources and its ability to raise additional capital if required. Equity or debt funding may not be available on acceptable terms, or at all, and future capital raisings may dilute existing shareholders. Market conditions for junior resources companies, investor sentiment toward gold exploration and broader equity market volatility may affect the Company's access to capital. The Group manages this risk through prudent budgeting, staged exploration expenditure, regular cash flow monitoring, prioritisation of work programs based on available funding and expected technical value, and consideration of funding alternatives, strategic partnerships or capital management initiatives where appropriate.

Operational, safety and rehabilitation risk

Exploration activities, including drilling, access track preparation, rehabilitation of historical workings and work around legacy mine infrastructure, involve operational and safety risks. These include risks associated with ground conditions, water ingress, old shafts and adits, contractor performance, equipment availability, weather interruptions, access constraints and compliance with work health and safety obligations. The Group may also incur rehabilitation obligations associated with exploration disturbance and legacy site management. Any incident, cost overrun, delay or failure to meet rehabilitation requirements could adversely affect the Group's financial position and reputation. The Group mitigates these risks by using appropriately qualified contractors, requiring safe work procedures and site inductions, assessing legacy mine hazards before field work, maintaining contractor oversight, planning work programs around seasonal and access constraints, and incorporating rehabilitation requirements into exploration planning and budgeting.

Environmental and climate-related risks

The Group's exploration and potential development activities are subject to environmental laws, approvals and rehabilitation obligations. Environmental risks include impacts on land, water, biodiversity, cultural heritage, waste materials and historical mine features. Extreme weather events, changes in rainfall patterns or increased regulatory and stakeholder expectations regarding climate and environmental management may increase costs, cause delays or require changes to work programs. Failure to comply with environmental requirements may result in enforcement action, penalties, suspension of activities or damage to the Group's social licence to operate. The Group seeks to mitigate environmental risk by designing low-impact exploration programs, applying site-specific environmental controls, obtaining required approvals before disturbance, monitoring rehabilitation obligations, engaging environmental specialists where appropriate and maintaining records to support regulatory compliance and continuous improvement.

Commodity price and market risk
The value of the Group’s projects and ability to attract funding are influenced by the gold price, foreign exchange rates, inflation, interest rates, equity market conditions and investor appetite for exploration risk. Gold prices can be volatile and are affected by macroeconomic conditions, central bank policy, geopolitical developments and global investment demand. Adverse movements in commodity or capital markets may reduce the perceived value of the Mt Egerton Gold Project, restrict access to funding or affect strategic options available to the Group. The Group cannot control commodity or capital markets, but it seeks to mitigate the impact of market volatility through disciplined cost control, staged expenditure commitments, maintaining flexibility in the timing and scale of work programs, regular market monitoring and clear communication with investors regarding exploration results and corporate strategy.

Key personnel, contractor and execution risk
The Group’s success depends on the experience and performance of its Directors, management team, technical consultants and exploration contractors. The loss of key personnel, difficulty attracting appropriately skilled geologists and contractors, or poor contractor performance could affect the Group’s ability to plan and execute exploration programs. The Group may also be exposed to cost escalation, supply constraints and scheduling delays for drilling rigs, assays, technical studies, environmental consultants and site services. The Group mitigates this risk by retaining appropriately experienced directors, consultants and advisers, maintaining relationships with reputable contractors, using written scopes of work and reporting requirements, monitoring contractor performance and seeking to ensure that technical decisions are reviewed by personnel with relevant exploration and Victorian regulatory experience.

Title, joint venture and acquisition risk
The Group’s interest in the Mt Egerton Gold Project is held through its 80% interest in Steadfast Mining Services Pty Ltd (SMS), which owns the project, with the remaining 20% retained by the original vendors. Although the acquisition of the Group’s interest in SMS has completed, the Group remains exposed to risks associated with maintaining the project tenure in good standing, satisfying minimum expenditure commitments, complying with licence conditions and meeting ongoing reporting, rehabilitation and regulatory obligations. Failure to satisfy these obligations, or any dispute with the minority shareholders of SMS regarding funding, management or project obligations, could adversely affect the Group’s ability to retain, explore or realise value from the Mt Egerton Gold Project. The Group seeks to mitigate this risk by monitoring tenure and expenditure obligations, maintaining records of compliance, budgeting for required expenditure, obtaining legal and technical advice where required and engaging with relevant counterparties and regulators to manage obligations and resolve issues promptly.

Minority interest, related party and governance risk
The Group may be exposed to governance risks arising from the minority interest retained by the original vendors in SMS, including the need to manage minority shareholder rights, approval matters, information sharing and alignment of interests. In addition, the Company was spun out of Province Resources Limited, which continues to hold a significant shareholding in the Company, and there are common directors between the Company and Province Resources Limited. These arrangements may give rise to actual, potential or perceived conflicts of interest, particularly in relation to related party transactions, corporate opportunities, funding decisions or matters involving Province Resources Limited. The Group seeks to mitigate these risks through appropriate governance protocols, disclosure of interests, management of conflicts, use of independent board consideration where required, compliance with related party approval requirements and maintenance of clear contractual arrangements governing the rights and obligations of all parties.

Forward-looking information and resource development risk
Statements regarding exploration targets, future drilling, geological models, development potential and strategic objectives are subject to significant uncertainty. The Group may be unable to confirm historical interpretations, define mineral resources, complete development studies or establish an economic basis for mining. Even if mineral resources are identified, future development would be subject to technical, environmental, regulatory, funding, infrastructure, metallurgy, operating cost and market risks. Accordingly, actual outcomes may differ materially from expectations. The Group mitigates this risk by applying appropriate technical review processes, ensuring public reporting is reviewed by competent persons where required, maintaining conservative assumptions in planning, updating work programs as new data becomes available and clearly communicating the inherent uncertainty of exploration and development outcomes.

Environmental regulation

The Group's operations in Victoria are subject to environmental regulation under applicable Victorian minerals and environmental legislation, including requirements relating to exploration activities, environmental approvals and rehabilitation obligations. The Group has complied with all relevant environmental regulations during the financial year and the Directors are not aware of any breaches of applicable environmental laws.

Information on Directors

Name:	**Peter Wall**
Title:	Non-Executive Chair - appointed 12 December 2024
Qualifications:	LLB BComm MAppFin FFin
Experience and expertise:	Mr Wall is a corporate lawyer and has been a Partner at Steinepreis Paganin (Perth based corporate law firm) since July 2005. Mr Wall graduated from the University of Western Australia in 1998 with a Bachelor of Laws and Bachelor of Commerce (Finance). Mr Wall has also completed a Masters of Applied Finance and Investment with the Financial Services Institute of Australasia (FINSIA). Mr Wall has a wide range of experience in all forms of commercial and corporate law, with a particular focus on resources (hard rock and oil/gas), equity capital markets and mergers and acquisitions.
Other current directorships:	Non-Executive Chair of Province Resources Limited (NSX:PRL) - appointed 28 November 2023
Former directorships (last 3 years):	Non-Executive Chair of Pursuit Minerals Ltd (ASX:PUR) - appointed 13 January 2016 - resigned 30 June 2025 Non-Executive Chair of Hygrovest Ltd - appointed 14 August 2014 - resigned 1 August 2023 Non-Executive Chair of Minbos Resources Limited - appointed 21 February 2014 - resigned 14 December 2023
Interests in shares:	1,000,000 ordinary shares
Interests in options:	7,000,000 unlisted options expiring 26/11/2029 exercisable at $0.30 each escrowed until 26/11/2027

Name:	**David Frances**
Title:	Managing Director & CEO - appointed 12 December 2024
Qualifications:	Bachelor of Science (Hons) from the University of Western Australia.
Experience and expertise:	Mr Frances is an international executive of more than 30 years, with a track record of transacting, discovering, funding, developing and operating assets in Australia and Africa. A key figure in the transformation of several companies including Mawson West (TSX:MWE) which he led from a micro-cap Western Australian based ASX Company which involved delisting the Company from the ASX and then relisting on the Toronto Stock Exchange after completing the world's largest base metals capital raise and IPO for 2011.
Other current directorships:	Fortuna Metals Ltd (ASX:FUN) - Non-Executive Director - appointed 4 February 2022 Southern Hemisphere Mining Limited (ASX:SUH) - Non-Executive Director - appointed 4 February 2022 Province Resources Limited (NSX:PRL) - Managing Director & CEO - appointed 3 August 2020
Former directorships (last 3 years):	None
Interests in shares:	20,000 ordinary shares
Interests in options:	16,000,000 unlisted options expiring 26/11/2029 exercisable at $0.30 each escrowed until 26/11/2027

Name:	**Charles McHugh**
Title:	Executive Director - appointed 31 March 2026 (previously Non-Executive Director - appointed 10 July 2025)
Qualifications:	B.Sc. University of Western Australia, B.Eng. (Hons) (Mining) Curtin University
Experience and expertise:	Mr McHugh is a highly credentialed mining professional with over 30 years of extensive experience in production, strategic planning, project evaluation, and mining technology development to the Company. Holding a WA First Class Mine Manager's certificate, he is a Fellow of the AusIMM and a member of the Institute of Engineers Australia. His career spans leadership roles at major mining companies, including Rio Tinto, WMC Resources, and Rex Minerals. He has played a key role in advancing mining automation and innovative mining methods, contributing to numerous industry research initiatives. His expertise spans gold, nickel, copper, iron ore and coal.
Other current directorships:	None
Former directorships (last 3 years):	Province Resources Limited (NSX:PRL) - Non-Executive Director - appointed 25 March 2025 - resigned 7 October 2025.
Interests in shares:	250,000 ordinary shares
Interests in options:	7,000,000 unlisted options expiring 26/11/2029 exercisable at $0.30 each escrowed until 26/11/2027

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary

Ian Hobson - appointed 12 December 2024

A Fellow Chartered Accountant and Chartered Secretary, Mr Hobson has more than 30 years' experience in the areas of corporate finance, governance, corporate accounting, company secretarial and restructuring advice. Mr Hobson was a director of PricewaterhouseCoopers and Ferrier Hodgson Chartered Accountants before specialising in providing company secretarial and corporate accounting services to listed entities.

Meetings of Directors

The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2026, and the number of meetings attended by each Director were:

	Full Board	
	Attended	Held
Peter Wall	2	2
David Frances	2	2
Charles McHugh	2	2

Held: represents the number of meetings held during the time the Director held office.

Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all Directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration
The Board of Directors are responsible for setting a remuneration framework that supports the Group's strategic objectives, aligns executive performance with shareholder value creation, and complies with ASX Corporate Governance Principles. The Group's remuneration practices reflect its current size, stage of development, and operational priorities as outlined in the Board Charter and Corporate Governance Statement.

The objective of the Group's executive reward framework is to ensure remuneration is competitive, performance-linked, and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives, operational milestones, and long-term value creation for shareholders.

Consistent with the Board Charter, the Board retains responsibility for remuneration matters, including the appointment, evaluation, rewarding and, if necessary, removal of senior executives. Given the size of the Company, the Board has not established a separate Remuneration Committee, with the full Board performing these functions.

Key Principles of Remuneration Governance

The Board ensures that executive remuneration satisfies the following criteria:
- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage and alignment with shareholder interests
- transparency

Non-Executive Directors remuneration
Non-Executive Directors are remunerated by way of fixed fees that reflect the responsibilities and time commitments of their roles. Fees are reviewed annually by the Board of Directors.

Key features:
- The Chairman's fees are set independently of other Directors and benchmarked to comparable ASX-listed companies.
- Independent Directors may receive options under the Company's equity incentive plan, consistent with disclosures in the Corporate Governance Statement, but the Board considers that this does not compromise independence.

In accordance with the Constitution, the total maximum remuneration of Non-Executive Directors is initially set by the Board and subsequent variation is by ordinary resolution of Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable.

The determination of Non-Executive Directors' remuneration within that maximum will be made by the Board having regard to the inputs and value to the Company of the respective contributions by each Non-Executive Director. The current amount has been set at an amount not to exceed $500,000 per annum.

Executive remuneration
Executive remuneration is structured to attract and retain high-calibre leaders capable of delivering the Group's strategic objectives, including exploration success, project development, and long-term shareholder value.

The executive remuneration and reward framework has four components:
- Base pay and non-monetary benefits;
- Short-term incentives (STI);
- Long-term incentives (LTI), including equity-based remuneration; and
- Other statutory benefits such as superannuation and long service leave.

The combination of these comprises the executive's total remuneration.

Fixed remuneration includes base salary, statutory superannuation, and non-monetary benefits. Fixed remuneration is reviewed annually by the Board, taking into account:
- Individual performance;
- Company performance;
- Market benchmarks; and
- the Group's financial capacity as an early-stage mining and exploration entity.

Executives may receive certain fringe benefits (e.g., vehicle benefits) where they do not impose additional cost on the Group.

The short-term incentives ('STI') program is designed to align executive performance with annual operational and strategic targets. STI outcomes are based on KPIs including:
- exploration progress and milestone achievement;
- safety and environmental performance;
- leadership and team development;
- financial stewardship and capital management; and
- stakeholder engagement, including traditional owners and regulators.

The long-term incentives ('LTI') program is designed to align executives with long-term shareholder value creation. LTIs may include:
- relative share price performance;
- total shareholder return;
- progress toward project development milestones; and
- sustained improvement in ESG performance.

Use of remuneration consultants
The Directors may seek external remuneration advice from independent consultants to ensure remuneration remains appropriate and market-competitive. No external remuneration consultants were used during the year ended 30 June 2026.

Details of remuneration

Amounts of remuneration
Details of the remuneration of key management personnel of the Group are set out in the following tables.

The key management personnel of the Group consisted of the following Directors of Black Horse Mining Limited:
- Peter Wall - Non-Executive Chair
- David Frances - Managing Director & CEO
- Charles McHugh - Executive Director - appointed 31 March 2026 (Previously Non-Executive Director - appointed 10 July 2025)

And the following person:
- Amber Rivamonte - Chief Financial Officer ('CFO') - appointed 6 August 2025

30 June 2026	Short-term benefits Cash salary and fees $	Cash bonus $	Annual leave accrued $	Post-employment benefits Super-annuation $	Long-term benefits Long service leave $	Share-based payments Options $	Total $
Non-Executive Directors:							
Peter Wall	41,250	-	-	-	-	929,941	971,191
Executive Directors:							
David Frances	208,764	-	-	-	-	2,125,580	2,334,344
Charles McHugh*	72,007	-	2,273	8,641	-	929,941	1,012,862
Other Key Management Personnel:							
Amber Rivamonte**	49,500	-	2,485	5,940	-	179,016	236,941
	371,521	-	4,758	14,581	-	4,164,478	4,555,338

* Charles McHugh was a Non-Executive Director from 10 July 2025 to 30 March 2026 and the total cash salary and fees paid include $17,857 cash salary and fees and $2,143 superannuation as a Non-Executive Director.

** Amber Rivamonte commenced as CFO on 6 August 2025 and following her resignation from the position ceased her employment on 31 July 2026.

12 Dec 2024 to 30 June 2025	Short-term benefits Cash salary and fees $	Cash bonus $	Annual leave accrued $	Post-employment benefits Super-annuation $	Long-term benefits Long service leave $	Share-based payments Options $	Total $
Non-Executive Directors:							
Peter Wall	-	-	-	-	-	-	-
Executive Directors:							
David Frances	-	-	-	-	-	-	-
	-	-	-	-	-	-	-

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration 30 June 2026	Fixed remuneration 12 Dec 2024 to 30 June 2025	Share-based payments 30 June 2026	Share-based payments 12 Dec 2024 to 30 June 2025
Non-Executive Directors:				
Peter Wall	4%	-	96%	-
Executive Directors:				
David Frances	9%	-	91%	-
Charles McHugh	8%	-	92%	-
Other Key Management Personnel:				
Amber Rivamonte	24%	-	76%	-

Service agreements
Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	David Frances
Title:	Managing Director & CEO
Agreement commenced:	18 July 2025
Term of agreement:	Ongoing consultancy agreement
Details:	Monthly fee of $20,909 per month (or part thereof) inclusive of superannuation, with a six month notice period for termination by either party.

Name:	Peter Wall
Title:	Non-Executive Chair
Agreement commenced:	1 August 2025
Details:	$45,000 per annum inclusive of superannuation

Name:	Charles McHugh
Title:	Non-Executive Director - 10 July 2025 to 30 March 2026 Chief Mining Engineer & Executive Director - 31 March 2026
Agreement commenced:	Non-Executive Director -1 August 2025 Executive Director & Chief Mining Engineer - 16 March 2026
Details:	*Non-Executive Director:* $30,000 per annum inclusive of superannuation. *Executive Director:* $150 per hour exclusive of superannuation, engaged on a flexible part time basis under an Employment Contract. Either party may terminate the agreement with 3 months' notice.

Name:	Amber Rivamonte
Title:	Chief Financial Officer
Agreement commenced:	6 August 2025 (agreement ceased on 31 July 2026 following her resignation).
Details:	$200 per hour exclusive of superannuation, engaged on a flexible part time basis under an Employment Contract. Either party may terminate the agreement with 3 months' notice.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares
There were no shares issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Options
The terms and conditions of each grant of options over ordinary shares affecting remuneration of Directors and other key management personnel in this financial year or future reporting years are as follows:

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
David Frances*	16,000,000	18 July 2025	18 July 2025	26 November 2029	$0.30	$0.133
Peter Wall*	7,000,000	18 July 2025	18 July 2025	26 November 2029	$0.30	$0.133
Charles McHugh*	7,000,000	18 July 2025	18 July 2025	26 November 2029	$0.30	$0.133
Amber Rivamonte	1,000,000	9 March 2026	6 August 2026	12 March 2030	$0.40	$0.239

* Director options are escrowed until 26 November 2027.

Options granted carry no dividend or voting rights.

The number of options over ordinary shares granted to and vested by Directors and other key management personnel as part of compensation during the year ended 30 June 2026 are set out below:

Name	Number of options granted during the year 30 June 2026	Number of options granted during the period 12 Dec 2024 to 30 June 2025	Number of options vested during the year 30 June 2026	Number of options vested during the period 12 Dec 2024 to 30 June 2025
David Frances	16,000,000	-	16,000,000	-
Peter Wall	7,000,000	-	7,000,000	-
Charles McHugh	7,000,000	-	7,000,000	-
Amber Rivamonte	1,000,000	-	-	-

Values of options over ordinary shares granted, exercised and lapsed for Directors and other key management personnel as part of compensation during the year ended 30 June 2026 are set out below:

Name	Value of options granted during the year $	Value of options exercised during the year $	Value of options lapsed during the year $	Remuneration consisting of options for the year %
David Frances	2,125,580	-	-	91%
Peter Wall	929,941	-	-	96%
Charles McHugh	929,941	-	-	92%
Amber Rivamonte	179,016	-	-	76%

Additional information

The earnings of the Group for the two years to 30 June 2026 are summarised below:

	2026 $	12 Dec 2024 to 30 June 2025 $
Loss after income tax	(6,099,074)	(143,613)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2026	12 Dec 2024 to 30 June 2025
Share price at financial year end ($)	0.18	-
Total dividends declared (cents per share)	-	-
Basic earnings per share (cents per share)	(13.19)	(0.96)

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals/ other	Balance at the end of the year
Ordinary shares					
David Frances	-	-	20,000	-	20,000
Peter Wall	-	-	1,000,000	-	1,000,000
Charles McHugh	-	-	250,000	-	250,000
Amber Rivamonte	-	-	250,000	-	250,000
	-	-	1,520,000	-	1,520,000

Option holding

The number of options over ordinary shares in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Options over ordinary shares					
David Frances	-	16,000,000	-	-	16,000,000
Peter Wall	-	7,000,000	-	-	7,000,000
Charles McHugh	-	7,000,000	-	-	7,000,000
Amber Rivamonte	-	1,000,000	-	-	1,000,000
	-	31,000,000	-	-	31,000,000

Other transactions with key management personnel and their related parties

Steinepreis Paganin, a firm in which Director Peter Wall is a Partner, provided legal services to the Group during the financial year. All services were provided on normal commercial terms and conditions. The total amount paid or payable for these services during the year was $211,788 (financial period ended 30 June 2025: $70,541)

Executive ESG provides ESG consulting services, and David Frances, an Executive Director of the Company, is a Director and Shareholder of Executive ESG. The consulting services were provided on an arm's length basis. Fees paid or payable for these services during the financial year totalled $2,500 (financial period ended 30 June 2025: $nil).

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares of Black Horse Mining Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
18 July 2025	26 November 2029	$0.30	30,000,000
26 November 2025	26 November 2029	$0.30	12,000,000
			42,000,000

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options

There were no ordinary shares of Black Horse Mining Limited issued on the exercise of options during the year ended 30 June 2026 and up to the date of this report.

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 year, 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 the liability and the amount of the premium.

Indemnity and insurance of auditor
The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

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

Non-audit services
Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 26 to the financial statements.

The Directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The Directors are of the opinion that the services as disclosed in note 26 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:
- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risks and rewards.

Officers of the Company who are former partners of William Buck Audit (WA) Pty Ltd
There are no officers of the Company who are former partners of William Buck Audit (WA) Pty Ltd.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Directors' report.

Auditor
William Buck Audit (WA) Pty Ltd continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the Directors

Peter Wall
Director

11 August 2026

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the directors of Black Horse Mining Limited

As lead auditor for the audit of the financial report of Black Horse Mining Limited for the year ended 30 June 2026, I declare that, to the best of my knowledge and belief, there have been:

— no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

— no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Black Horse Mining Limited and the entities it controlled during the year.

William Buck

William Buck Audit (WA) Pty Ltd
ABN 67 125 012 124

Kuan Yin Lau
Director
Dated this 11th of August 2026

	Note	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Other income	5	46,237	-
Expenses			
Administrative expenses	6	(516,700)	(128,591)
Employee benefits expense		(236,787)	-
Depreciation and amortisation expense		(59,383)	-
Exploration and evaluation expenditure		(1,160,820)	(15,022)
Share-based payments expense	35	(4,164,478)	-
Finance costs		(7,143)	-
Loss before income tax expense		(6,099,074)	(143,613)
Income tax expense	7	-	-
Loss after income tax expense for the year/period		(6,099,074)	(143,613)
Other comprehensive income for the year/period, net of tax		-	-
Total comprehensive income for the year/period		(6,099,074)	(143,613)
Loss for the year/period is attributable to:			
Non-controlling interest		(225,116)	-
Owners of Black Horse Mining Limited	20	(5,873,958)	(143,613)
		(6,099,074)	(143,613)
Total comprehensive income for the year/period is attributable to:			
Non-controlling interest		(225,116)	-
Owners of Black Horse Mining Limited		(5,873,958)	(143,613)
		(6,099,074)	(143,613)
		Cents	**Cents**
Basic earnings per share	34	(13.19)	(0.96)
Diluted earnings per share	34	(13.19)	(0.96)

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

	Note	30 June 2026 $	30 June 2025 $
Assets			
Current assets			
Cash and cash equivalents	8	5,231,148	4,545
Trade and other receivables	9	8,491	11,816
Other	10	76,396	-
Total current assets		5,316,035	16,361
Non-current assets			
Property, plant and equipment	11	107,589	-
Right-of-use assets	12	89,652	-
Exploration and evaluation	13	2,701,376	-
Total non-current assets		2,898,617	-
Total assets		8,214,652	16,361
Liabilities			
Current liabilities			
Trade and other payables	14	265,980	53,374
Borrowings	15	-	106,500
Lease liabilities	16	64,491	-
Provisions	17	6,817	-
Total current liabilities		337,288	159,874
Non-current liabilities			
Lease liabilities	16	28,574	-
Total non-current liabilities		28,574	-
Total liabilities		365,862	159,874
Net assets/(liabilities)		7,848,790	(143,513)
Equity			
Issued capital	18	8,402,143	100
Reserves	19	5,703,070	-
Accumulated losses	20	(6,017,571)	(143,613)
Equity/(deficiency) attributable to the owners of Black Horse Mining Limited		8,087,642	(143,513)
Non-controlling interest	21	(238,852)	-
Total equity/(deficiency)		7,848,790	(143,513)

The above consolidated statement of financial position should be read in conjunction with the accompanying notes

	Issued capital $	Share-based payments reserve $	Accumulated losses $	Non-controlling interest $	Total deficiency in equity $
Balance at 12 December 2024	100	-	-	-	100
Loss after income tax expense for the period	-	-	(143,613)	-	(143,613)
Other comprehensive income for the period, net of tax	-	-	-	-	-
Total comprehensive income for the period	-	-	(143,613)	-	(143,613)
Balance at 30 June 2025	100	-	(143,613)	-	(143,513)

	Issued capital $	Share-based payments reserve $	Accumulated losses $	Non-controlling interest $	Total equity $
Balance at 1 July 2025	100	-	(143,613)	-	(143,513)
Loss after income tax expense for the year	-	-	(5,873,958)	(225,116)	(6,099,074)
Other comprehensive income for the year, net of tax	-	-	-	-	-
Total comprehensive income for the year	-	-	(5,873,958)	(225,116)	(6,099,074)
Non-controlling interest on acquisition of Steadfast Mining Services Pty Ltd	-	-	-	(13,736)	(13,736)
Transactions with owners in their capacity as owners:					
Contributions of equity (note 18)	8,000,000	-	-	-	8,000,000
Share-based payments (note 35)	-	4,164,478	-	-	4,164,478
Capital raising costs	(1,527,761)	897,512	-	-	(630,249)
Shares and options issued for acquisition (note 13, note 18 and note 35)	1,929,804	641,080	-	-	2,570,884
Balance at 30 June 2026	8,402,143	5,703,070	(6,017,571)	(238,852)	7,848,790

	Note	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Cash flows from operating activities			
Payments to suppliers for administration activities		(768,648)	(89,508)
Payment for exploration and project evaluation		(1,030,112)	(12,547)
Interest received		26,703	-
Interest and other finance costs paid		(7,143)	-
Net cash used in operating activities	33	(1,779,200)	(102,055)
Cash flows from investing activities			
Payments for property, plant and equipment	11	(125,536)	-
Payments for security deposits		(18,354)	-
Payments for acquisition of subsidiary		(75,535)	-
Net cash used in investing activities		(219,425)	-
Cash flows from financing activities			
Proceeds from issue of shares	18	8,000,000	100
Proceeds from borrowings		-	106,500
Share issue transaction costs		(630,249)	-
Repayment of borrowings		(106,500)	-
Repayment of lease liabilities		(38,023)	-
Net cash from financing activities		7,225,228	106,600
Net increase in cash and cash equivalents		5,226,603	4,545
Cash and cash equivalents at the beginning of the financial year/period		4,545	-
Cash and cash equivalents at the end of the financial year/period	8	5,231,148	4,545

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

Note 1. General information

The financial statements cover Black Horse Mining Limited as a Group consisting of Black Horse Mining Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Black Horse Mining Limited's functional and presentation currency.

Black Horse Mining Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

10 Endeavour Way
Alfredton Victoria 3350
T: +61(03) 9962 0068

A description of the nature of the Group's operations and its principal activities are included in the Directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 11 August 2026. The Directors have the power to amend and reissue the financial statements.

Note 2. Material accounting policy information

The accounting policies that are material to the Group are set out either in the respective notes or below. The accounting policies adopted are consistent with those of the previous financial period, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting year.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with IFRS Accounting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention
The financial statements have been prepared under the historical cost convention.

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Rounding of amounts
The Group is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2026/183. Amounts in the financial statements have therefore been rounded to the nearest one dollar, unless otherwise stated.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in note 30.

Note 2. Material accounting policy information (continued)

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Black Horse Mining Limited ('Company' or 'parent entity') as at 30 June 2026 and the results of all subsidiaries for the year then ended. Black Horse Mining 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 de-consolidated 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 interest, 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 interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other 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.

Revenue recognition
The Group recognises revenue as follows:

Interest
Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

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 either expected to be realised or intended to be sold or consumed in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 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 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no right at the end of the reporting period to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

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

Note 2. Material accounting policy information (continued)

Impairment of non-financial assets
Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting year ended 30 June 2026. The Group's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the Group, are set out below.

AASB 18 Presentation and Disclosure in Financial Statements
This standard is applicable to annual reporting periods beginning on or after 1 January 2027 and early adoption is permitted. The standard replaces IAS 1 'Presentation of Financial Statements', with many of the original disclosure requirements retained and there will be no impact on the recognition and measurement of items in the financial statements. But the standard will affect presentation and disclosure in the financial statements, including introducing five categories in the statement of profit or loss and other comprehensive income: operating, investing, financing, income taxes and discontinued operations. The standard introduces two mandatory sub-totals in the statement: 'Operating profit' and 'Profit before financing and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on grouping of information (aggregation and disaggregation), including whether to present this information in the primary financial statements or in the notes. The Group will adopt this standard from 1 July 2027 and it is expected that there will be a significant change to the layout of the statement of profit or loss and other comprehensive income.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

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 using an appropriate option pricing model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Income tax
The Group is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax audit issues based on the Group's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Asset acquisition - Steadfast Mining Services Pty Ltd ('SMS')
Significant judgement was applied in concluding that the acquisition of SMS constituted an asset acquisition under AASB 6 *Exploration for and Evaluation of Mineral Resources* rather than a business combination under AASB 3 *Business Combinations*, as SMS did not have processes capable of producing outputs. Judgement was also required in determining the cost of the exploration and evaluation asset, including the fair value of consideration transferred and the Group's share of SMS's net liabilities.

Further judgement was applied in assessing deferred consideration, which has not been recognised as no present obligation existed at 30 June 2026. Deferred consideration is disclosed as a contingent liability see note 27. Recoverability of the exploration and evaluation asset also involves judgement regarding future development or sale of the areas of interest.

Note 4. Operating segments

The Group operates solely in one reportable operating segment, being mineral exploration. This is the only activity reviewed by the Chief Operating Decision Makers for the purposes of assessing performance and allocating resources. As a result, no separate operating segment disclosures are required.

Note 5. Other income

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Interest income	26,703	-
Loans forgiven (i)	19,534	-
Other income	46,237	-

(i) The forgiven loan relates to a pre-acquisition liability of Steadfast Mining Services Pty Ltd ('SMS') owing to Tech-Sol Resources Pty Ltd, a company associated with an SMS shareholder. The forgiveness was provided in the creditor's capacity as lender and has been recognised as income in accordance with AASB 9 *Financial Instruments*.

Note 6. Administrative expenses

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Corporate compliance costs	247,982	102,522
General legal fees	5,069	15,071
Audit fees	51,250	5,000
Investor relations & marketing	41,770	-
Consultants	79,596	5,775
Insurance	32,923	-
Travel	40,597	-
Occupancy costs	2,587	-
Other	14,926	223
	516,700	128,591

Note 7. Income tax

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(6,099,074)	(143,613)
Tax at the statutory tax rate of 30% (2025: 25%)	(1,829,722)	(35,903)
Revenue losses and other deferred tax balances not recognised	548,064	9,150
Other deferred tax balances not recognised	31,835	26,753
Other non-allowable items	1,249,823	-
Income tax expense	-	-

	30 June 2026 $	30 June 2025 $
Deferred tax assets not recognised at 30% (2025: 25%) [1]		
Carry forward revenue losses	584,386	-
Provisions and accruals	8,045	2,500
Capital raising costs	48,613	20,485
Other	7,280	3,768
Total deferred tax assets not recognised	648,324	26,753

	30 June 2026 $	30 June 2025 $
Deferred tax asset/(liabilities) recognised at 30% (2025: 25%) [1]		
Deferred tax liabilities – prepayments	(14,413)	-
Deferred tax assets - Carry forward revenue losses	14,413	-
Deferred tax asset	-	-

Accounting policy for income tax
The above potential tax benefits, including deductible temporary differences and carry-forward tax losses, have not been recognised in the statement of financial position as the recovery of these benefits is uncertain.

The tax benefits of the above deferred tax assets will only be obtained if:
(a) the Group derives future assessable income of a nature and of an amount sufficient to enable the benefits to be utilised;
(b) the Group continues to comply with the conditions for deductibility imposed by law; and
(c) no changes in income tax legislation adversely affect the Group in utilising the benefits.

(1) the corporate tax rate for eligible companies is 25% providing certain turnover thresholds and other criteria are met. All other companies are taxed at 30%. Deferred tax assets and liabilities are required to be measured at the tax rate that is expected to apply in the future income year when the asset is realised or the liability is settled. The Directors have determined that the deferred tax balances be measured at the tax rates stated.

Note 8. Cash and cash equivalents

	30 June 2026 $	30 June 2025 $
Current assets		
Cash at bank	5,231,148	4,545

Note 9. Trade and other receivables

	30 June 2026 $	30 June 2025 $
Current assets		
Other receivables	8,491	11,816

Note 10. Other

	30 June 2026 $	30 June 2025 $
Current assets		
Prepayments	48,042	-
Security deposits	28,354	-
	76,396	-

Note 11. Property, plant and equipment

	30 June 2026 $	30 June 2025 $
Non-current assets		
Plant and equipment - at cost	31,517	-
Less: Accumulated depreciation	(3,950)	-
	27,567	-
Motor vehicles - at cost	94,019	-
Less: Accumulated depreciation	(13,997)	-
	80,022	-
	107,589	-

Note 11. Property, plant and equipment (continued)

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year/period are set out below:

	Plant and equipment $	Motor vehicles $	Total $
Balance at 12 December 2024	-	-	-
Balance at 30 June 2025	-	-	-
Additions	31,517	94,019	125,536
Depreciation expense	(3,950)	(13,997)	(17,947)
Balance at 30 June 2026	27,567	80,022	107,589

Accounting policy for property, plant and equipment
Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment over their expected useful lives as follows:

Plant and equipment	3-7 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Group. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Note 12. Right-of-use assets

	30 June 2026 **$**	**30 June 2025** **$**
Non-current assets		
Land and buildings - right-of-use	131,088	-
Less: Accumulated depreciation	(41,436)	-
	89,652	-

The Group leases land and buildings for its offices and warehouses under agreements with terms ranging from one to two years, with options to extend in some cases. Lease options to extend and terms are renegotiated upon renewal.

The Group has two leases recognised under AASB 16 *Leases*:
(i) an office lease for its corporate premises; and
(ii) a 24-month land lease with a related party used as an equipment laydown and storage area (refer note 29).

Both leases were recognised as right-of-use assets at commencement and are included in the carrying amount disclosed above.

Note 12. Right-of-use assets (continued)

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year/period are set out below:

	$
Balance at 12 December 2024	-
Balance at 30 June 2025	-
Additions	131,088
Depreciation expense	(41,436)
Balance at 30 June 2026	89,652

Accounting policy for right-of-use assets
A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the Group expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The Group has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Note 13. Exploration and evaluation

	30 June 2026 $	30 June 2025 $
Non-current assets		
Exploration and evaluation	2,701,376	-

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year/period are set out below:

	$
Balance at 12 December 2024	-
Balance at 30 June 2025	-
Additions	2,701,376
Balance at 30 June 2026	2,701,376

Note 13. Exploration and evaluation (continued)

Acquisition of Steadfast Mining Services Pty Ltd (80%)

On 26 November 2025, the Group acquired 80% of the issued capital of Steadfast Mining Services Pty Ltd ('SMS'). SMS holds exploration licences and associated tenement security bonds in Victoria. The tenements held by SMS are RL2018, EL6417 and EL8628 (application).

SMS does not have employees, operational processes, or the capability to produce outputs. Accordingly, the acquisition does not meet the definition of a business under AASB 3 *Business Combinations*, and has been accounted for as an asset acquisition in accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources*. In assessing the acquisition under AASB 3, the Group concluded that SMS did not have an integrated set of activities and assets capable of being managed to provide a return, and therefore did not meet the “inputs and processes capable of producing outputs” criteria required for a business combination.

At the acquisition date, SMS had net liabilities of $68,680, based on its trial balance. The Group has recognised its 80% share of these net liabilities, amounting to $54,944, as part of the cost of the exploration and evaluation asset.

Details of the acquisition are as follows:

	$
9,500,000 fully paid ordinary shares at $0.20 each - consideration shares	1,900,000
149,020 fully paid ordinary shares at $0.20 each - additional consideration shares	29,804
5,000,000 unlisted options exercisable at $0.30 each on or before 26 November 2029 (note 35)	641,080
Cash payment	70,196
Acquisition costs	5,352
Total consideration	2,646,432
Cash	(13)
Security deposits	(10,000)
Trade and other payables	78,693
Less non-controlling interest	(13,736)
Net liabilities acquired	54,944
	2,701,376

Deferred Consideration

The acquisition agreement includes up to 20,000,000 Deferred Consideration Shares, issuable only upon the achievement of specific exploration and market-based milestones within five years of the Company’s ASX quotation date. The milestones relate to:

- Defining and announcing JORC- or NI 43-101-compliant Mineral Resource Estimates of:
  (A) ≥500,000 oz @ ≥8 g/t (value: $1,000,000 in shares); and
  (B) ≥1,000,000 oz @ ≥8 g/t (value: $3,000,000 in shares).
- Achieving a VWAP ≥ $0.20 for 20 consecutive trading days following each milestone.

As at 30 June 2026, neither of the resource milestones has been met, and no shares have become payable or been issued. As the acquisition is classified as an asset acquisition, deferred consideration is recognised only when the Group becomes unconditionally committed to issue the shares. As no present obligation exists at the reporting date, no amount has been recognised for deferred consideration.

The deferred consideration is disclosed as a contingent liability in accordance with *AASB 137 Provisions, Contingent Liabilities and Contingent Assets* see note 27.

Accounting policy for exploration and evaluation assets
Expenditure on exploration and evaluation is accounted for in accordance with the 'area of interest' method.

Note 13. Exploration and evaluation (continued)

Exploration and evaluation expenditure encompass expenditures incurred by the Group in connection with the exploration for and evaluation of mineral resources before the technical feasibility and commercial viability of extracting a mineral resource are demonstrable. Exploration and evaluation expenditure includes expenditure in relation to drilling, metallurgy, technical oversight, environmental work, maintenance of tenure and the approval of work programmes on the Group's licences including landholder access costs, legal fees and community and public relations costs.

For each area of interest, expenditure incurred in the acquisition of rights to explore is capitalised, classified as tangible or intangible, and recognised as an exploration and evaluation asset. Exploration and evaluation assets are measured at cost at recognition and are recorded as an asset if:

- the rights to tenure of the area of interest are current; and
- at least one of the following conditions is also met:

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

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

Exploration and evaluation expenditure incurred by the Group subsequent to the acquisition of the rights to explore is expensed as incurred, up until the technical feasibility and commercial viability of the project has been demonstrated with a bankable feasibility study.

Capitalised exploration costs are reviewed at each reporting date to establish whether an indication of impairment exists. If any such indication exists, the recoverable amount of the capitalised exploration costs is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

Where a decision is made to proceed with development, accumulated expenditure is tested for impairment and transferred to development properties and then amortised over the life of the reserves associated with the area of interest once mining operations have commenced.

Recoverability of the carrying amount of the exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

Note 14. Trade and other payables

	30 June 2026 $	30 June 2025 $
Current liabilities		
Trade payables	161,929	28,303
Other payables	104,051	25,071
	265,980	53,374

Refer to note 23 for further information on financial instruments.

Note 15. Borrowings

	30 June 2026 $	30 June 2025 $
Current liabilities		
Loan - Province Resources Limited	-	106,500

Refer to note 23 for further information on financial instruments, and note 29 for further information on related party transactions.

Accounting policy for borrowings
Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Note 16. Lease liabilities

	30 June 2026 $	30 June 2025 $
Current liabilities		
Lease liability	64,491	-
Non-current liabilities		
Lease liability	28,574	-
	93,065	-

The lease liability relates to two leases recognised under AASB 16 *Leases,* an office lease and a related-party land lease disclosed in note 29. The total lease liability of $93,065 represents the present value of fixed lease payments for both leases over their respective terms.

Refer to note 23 for further information on financial instruments.

Accounting policy for lease liabilities
A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Note 17. Provisions

	30 June 2026 $	30 June 2025 $
Current liabilities		
Annual leave	6,817	-

Note 17. Provisions (continued)

Accounting policy for employee benefits

Short-term employee benefits
Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave (if any) expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Note 18. Issued capital

	30 June 2026 Shares	30 June 2025 Shares	30 June 2026 $	30 June 2025 $
Ordinary shares - fully paid	64,649,020	15,000,000	8,402,143	100

Movements in ordinary share capital

Details	Date	Shares		$
Balance	12 December 2024	-		-
Issue of shares to Province Resources Limited	12 December 2024	15,000,000	$0.00	100
Balance	30 June 2025	15,000,000		100
Capital raising - IPO	26 November 2025	40,000,000	$0.20	8,000,000
Consideration shares - vendors Steadfast Mining Services Pty Ltd (note 13)	26 November 2025	9,500,000	$0.20	1,900,000
Additional consideration shares - vendors Steadfast Mining Services Pty Ltd (note 13)	26 November 2025	149,020	$0.20	29,804
Less: Capital raising costs		-	$0.00	(1,527,761)
Balance	30 June 2026	64,649,020		8,402,143

Ordinary shares
Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

Every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back
There is no current on-market share buy-back.

Capital risk 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.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the Group may issue new shares.

The Group would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current Company's share price at the time of the investment. The Group is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

Note 18. Issued capital (continued)

Accounting policy for 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.

Note 19. Reserves

	30 June 2026 $	30 June 2025 $
Share-based payments reserve	5,703,070	-

Share-based payments reserve
The Company may provide benefits to employees (including directors) and non-employees of the Group in the form of share-based payment transactions, whereby services are rendered in exchange for shares or rights over shares ('equity-settled transactions').

Rights over shares (options) are initially valued using an option pricing model 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, the expected dividend yield and the risk-free interest rate for the term of the option. The fair value of the options granted is adjusted to exclude the impact of any non-market and service vesting conditions. Non-market vesting and service conditions, if any, are included in assumptions about the number of options likely to be exercisable.

Shares issued in lieu of payment (if any) are measured at the fair value of goods or services received or the fair value of the equity instrument issued, if it is determined the fair value of the good or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the share-based payment reserve.

Movements in reserves
Movements in each class of reserve during the current and previous financial year/period are set out below:

	Share-based payments reserve $
Balance at 12 December 2024	-
Balance at 30 June 2025	-
Options issued to Directors	3,985,462
Options issued for asset acquisition	641,080
Options issued to advisors for capital raising	897,512
Options issued to employee	179,016
Balance at 30 June 2026	5,703,070

Note 20. Accumulated losses

	30 June 2026 $	30 June 2025 $
Accumulated losses at the beginning of the financial year/period	(143,613)	-
Loss after income tax expense for the year/period	(5,873,958)	(143,613)
Accumulated losses at the end of the financial year/period	(6,017,571)	(143,613)

Note 21. Non-controlling interest

	30 June 2026 $	30 June 2025 $
Issued capital	(13,736)	-
Accumulated losses	(225,116)	-
	(238,852)	-

The non-controlling interest has a 20% equity holding in Steadfast Mining Services Pty Ltd.

Note 22. Dividends

There were no dividends paid, recommended or declared during the current or previous financial year/period.

Note 23. Financial instruments

Financial risk management objectives
The Group's activities expose it to liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the Group and appropriate procedures, controls and risk limits.

Liquidity risk
Vigilant liquidity risk management requires the Group to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Group manages liquidity risk by maintaining adequate cash reserves continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Note 23. Financial instruments (continued)

Remaining contractual maturities
The following tables detail the Group's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

30 June 2026	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	161,929	-	-	-	161,929
Other payables	-	104,051	-	-	-	104,051
Interest-bearing - variable						
Lease liability	10.01%	70,337	29,586	-	-	99,923
Total non-derivatives		336,317	29,586	-	-	365,903

30 June 2025	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	28,303	-	-	-	28,303
Other payables	-	25,071	-	-	-	25,071
Loan - Province Resources Limited	-	106,500	-	-	-	106,500
Total non-derivatives		159,874	-	-	-	159,874

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 24. Fair value measurement

Accounting policy for 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 principal 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 interests. 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.

Note 25. Key management personnel disclosures

Directors
The following persons were Directors of Black Horse Mining Limited during the financial year:

Peter Wall	Non-Executive Chair
David Frances	Managing Director & CEO
Charles McHugh	Executive Director - appointed 31 March 2026 (Previously Non-Executive Director - appointed 10 July 2025)

Other key management personnel
The following person also had the authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, during the financial year:

Amber Rivamonte	Chief Financial Officer (appointed 6 August 2025)

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

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Short-term employee benefits	376,279	-
Post-employment benefits	14,581	-
Share-based payments	4,164,478	-
	4,555,338	-

Note 26. Remuneration of auditors

During the financial year/period the following fees were paid or payable for services provided by William Buck Audit (WA) Pty Ltd, the auditor of the Company:

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Audit services - William Buck Audit (WA) Pty Ltd		
Audit or review of the financial statements	51,250	5,000
Other services - William Buck Consulting (WA) Pty Ltd		
Investigating Accountants Report	20,000	-
	71,250	5,000

Note 27. Contingent liabilities

The Group acquired 80% of Steadfast Mining Services Pty Ltd ('SMS') on 26 November 2025 (refer note 13). Under the acquisition agreement, the vendors of SMS may receive up to 20,000,000 Deferred Consideration Shares, subject to the achievement of specific exploration and market-based milestones within five years of the Company's ASX quotation date. As follows:

Tranche	Milestone	Expiry date
1	That number of Shares to the value of $1,000,000 calculated using a deemed issue price equal to the 10-day volume weighted average price of the Shares (**VWAP**) for the period immediately preceding the date of the announcement of the Mineral Resource Estimate, subject to: A. the Company defining and delineating a JORC Code or National Instrument 43-101 (as applicable) compliant Mineral Resource Estimate of 500,000 ounces of gold or greater at a minimum grade of 8 g/t (the **Mineral Resource Estimate**) and announcing that Mineral Resource Estimate to the ASX; and B. after achieving the milestone in (A), the VWAP of Shares as traded on the ASX over 20 consecutive trading days on which the Shares have actually traded is equal to or greater than $0.20.	2 December 2030
2	That number of Shares to the value of $3,000,000 calculated using a deemed issue price equal to the 10-day VWAP for the period immediately preceding the date of the announcement of the Increased Mineral Resource Estimate, subject to: A. the Company defining and delineating a JORC Code or National Instrument 43-101 (as applicable) compliant Mineral Resource Estimate of 1,000,000 ounces of gold or greater at a minimum grade of 8 g/t (the **Increased Mineral Resource Estimate**) and announcing that Increased Mineral Resource Estimate to the ASX; and B. after achieving the milestone in (A), the VWAP of Shares as traded on the ASX over 20 consecutive trading days on which the Shares have actually traded is equal to or greater than $0.20.	2 December 2030

The issue price of the Deferred Consideration Shares will have a floor of, and not be less than, $0.20 per Deferred Consideration Share (in the event the 10-day VWAP for Shares is less than $0.20).

Note 28. Commitments

Exploration expenditure commitments
In order to maintain current rights of tenure to exploration tenements, the Group is required to perform minimum exploration work to meet the minimum expenditure requirements specified by the State of Victoria. These obligations are not provided for in the financial report.

	30 June 2026 $	30 June 2025 $
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	287,500	-
One to five years	1,187,500	-
	1,475,000	-

Note 28. Commitments (continued)

Acquisition expenditure commitments
Under the acquisition agreement for Steadfast Mining Services Pty Ltd ('SMS'), the Group is contractually required to expend $4,000,000 on the SMS tenements over the five-year period commencing on 26 November 2025. The first $1,000,000 is required to be spent within 12 months of receiving approved work permits from the Department of Energy, Environment and Climate Action (Victoria).

If the Group does not meet these expenditure requirements, any shortfall in the initial $1,000,000 must be paid to the SMS shareholders in cash, and failure to meet the total $4,000,000 expenditure requirement will result in the Group's interest in SMS being diluted from 80% to 51%. These contractual expenditure obligations are not recognised as liabilities in the financial statements.

Note 29. Related party transactions

Parent entity
Black Horse Mining Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 31.

Key management personnel
Disclosures relating to key management personnel are set out in note 25 and the remuneration report included in the Directors' report.

Transactions with related parties
The following transactions occurred with related parties:

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Transactions with Director related entities:		
Payment for legal services from Steinepreis Paganin *	211,788	70,541
Payment for consulting services from Executive ESG **	2,500	-
Reimbursable expenditure from Province Resources Limited***	12,997	-

Other transactions
The Company leased land in Mount Egerton from significant shareholder and vendor of Steadfast Mining Services Pty Ltd, Terence Delahunty under a 24-month agreement commencing 1 December 2025, for annual rent of $10,000, to be used as an equipment laydown and storage area. The lease has been measured and recognised in accordance with *AASB 16 Leases* and recognised accordingly in right of use assets and lease liabilities as at 30 June 2026.

Receivable from and payable to related parties
The following balances are outstanding at the reporting date in relation to transactions with related parties:

	30 June 2026 $	30 June 2025 $
Current payables:		
Trade payables to Province Resources Limited***	6,605	-

Note 29. Related party transactions (continued)

Loans to/from related parties
The following balances are outstanding at the reporting date in relation to loans with related parties:

	30 June 2026 $	30 June 2025 $
Current borrowings:		
Loan from Province Resources Limited***	-	106,500

* Steinepreis Paganin provides legal services and Peter Wall is a Partner of that firm, the legal services have been provided on an arm's length basis.

** Executive ESG provides ESG consulting services and David Frances is a Director and Shareholder of that entity, the consulting services have been provided on an arm's length basis.

*** Province Resources Limited (PRL) owns 46.4% (30 June 2025: 100%) shareholding of Black Horse Mining Limited as at 30 June 2026. PRL advanced funds to Black Horse Mining Limited prior to the IPO with no interest payable. Directors Peter Wall and David Frances are also Directors of PRL. The transactions with PRL cover the period from the date of deconsolidation on 28 November 2025 onwards, following the change in ownership from wholly owned to significant influence.

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 30. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Loss after income tax	(6,177,031)	(143,613)
Total comprehensive income	(6,177,031)	(143,613)

Note 30. Parent entity information (continued)

Statement of financial position

	Parent 30 June 2026 $	Parent 30 June 2025 $
Total current assets	5,306,131	16,461
Total assets	8,149,805	16,461
Total current liabilities	336,662	159,874
Total liabilities	365,236	159,974
Equity		
Issued capital	8,402,143	100
Share-based payments reserve	5,703,070	-
Accumulated losses	(6,320,644)	(143,613)
Total equity/(deficiency)	7,784,569	(143,513)

Material accounting policy information

The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 31. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest 30 June 2026 %	Ownership interest 30 June 2025 %
A.C.N. 683 084 353 Pty Ltd	Australia	100%	100%
Steadfast Mining Services Pty Ltd	Australia	80%	-

Note 32. Events after the reporting year

1,000,000 unlisted options exercisable at $0.40 each on or before 12 March 2030 lapsed on 31 July 2026 following the resignation of the employee to whom the options were granted, resulting in the vesting condition becoming incapable of being satisfied.

No other matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Note 33. Cash flow information

Reconciliation of loss after income tax to net cash used in operating activities

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Loss after income tax expense for the year	(6,099,074)	(143,613)
Adjustments for:		
Depreciation and amortisation	59,383	-
Share-based payments	4,164,478	-
Loans forgiven	(19,534)	-
Change in operating assets and liabilities:		
Decrease/(increase) in trade and other receivables	3,325	(11,816)
Increase in prepayments	(48,042)	-
Increase in trade and other payables	212,606	53,374
Increase in other provisions	6,817	-
Non-cash liabilities assumed on acquisition of Steadfast Mining Services Pty Ltd	(59,159)	-
Net cash used in operating activities	(1,779,200)	(102,055)

Non-cash investing and financing activities

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
9,500,000 fully paid ordinary shares at $0.20 each - consideration shares (note 13)	1,900,000	-
149,020 fully paid ordinary shares at $0.20 each - additional consideration shares (note 13)	29,804	-
5,000,000 unlisted options exercisable at $0.30 each on or before 26 November 2029 (note 13)	641,080	-
	2,570,884	-

Note 34. Earnings per share

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Loss after income tax	(6,099,074)	(143,613)
Non-controlling interest	225,116	-
Loss after income tax attributable to the owners of Black Horse Mining Limited	(5,873,958)	(143,613)

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	44,517,363	15,000,000
Weighted average number of ordinary shares used in calculating diluted earnings per share	44,517,363	15,000,000

Note 34. Earnings per share (continued)

	Cents	Cents
Basic earnings per share	(13.19)	(0.96)
Diluted earnings per share	(13.19)	(0.96)

Options are considered to be potential ordinary shares. When the Company is in a loss-making position, options are not included in the determination of diluted loss per share as they are not considered to be dilutive. At 30 June 2026 there were 43,000,000 options on issue (30 June 2025: Nil options).

Accounting policy for earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the profit attributable to the owners of Black Horse Mining Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings 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.

Note 35. Share-based payments

Options issued

30,000,000 options were issued to Directors prior to the IPO. In addition, a share option plan (Plan) has been established by the Group, whereby the Group may, at the discretion of the Directors, grant options over ordinary shares in the Company to certain employees and consultants of the Group. 1,000,000 options were issued to the CFO for nil consideration pursuant to the Plan and in accordance with performance guidelines established by the Directors.

Set out below are summaries of options granted during the year:

	Number of options 30 June 2026	Weighted average exercise price 30 June 2026	Number of options 30 June 2025	Weighted average exercise price 30 June 2025
Outstanding at the beginning of the financial year	-	$0.00	-	$0.00
Granted	31,000,000	$0.30	-	$0.00
Outstanding at the end of the financial year	31,000,000	$0.30	-	$0.00
Exercisable at the end of the financial year	30,000,000	$0.30	-	$0.00

On 18 July 2025, 30,000,000 options were issued to Directors exercisable at $0.30 each on or before 26 November 2029 (escrowed until 26 November 2027) as follows:

	Number
David Frances	16,000,000
Peter Wall	7,000,000
Charles McHugh	7,000,000
	30,000,000

Note 35. Share-based payments (continued)

The options were valued with a Black-Scholes pricing model and an amount of $3,985,462 was recognised as a share-based payment expense.

1,000,000 options were issued to an employee on 13 March 2026, they were exercisable at $0.40 on or before 12 March 2030. The options vest upon the employee remaining in continuous employment or service with the Company for a period of 12 months from the date of commencement of their employment. The options were valued with a Black-Scholes pricing model and are being expensed over their vesting period, amount of $179,016 was recognised as share-based payment expense.

7,000,000 unlisted options exercisable at $0.30 each on or before 26 November 2029 were issued to the joint lead managers of the Company's IPO (escrowed until 26 November 2027). The options were valued with a Black-Scholes pricing model and an amount of $897,512 was recognised as a capital raising cost.

5,000,000 unlisted options exercisable at $0.30 each on or before 26 November 2029 were issued to the vendors of Steadfast Mining Services Pty Ltd ('SMS') (escrowed until 26 November 2027). The options were valued with a Black-Scholes pricing model and an amount of $641,080 was recognised as part of capitalised costs of exploration and evaluation assets, see note 13.

30 June 2026

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
18/07/2025	26/11/2029	$0.30	-	30,000,000	-	-	30,000,000
26/11/2025	26/11/2029	$0.30	-	12,000,000	-	-	12,000,000
09/03/2026	12/03/2030	$0.40	-	1,000,000	-	-	1,000,000
			-	43,000,000	-	-	43,000,000
Weighted average exercise price			$0.00	$0.30	$0.00	$0.00	$0.30

The weighted average remaining contractual life of options outstanding at the end of the financial year was 3.42 years.

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Assumption	**Directors**	**Vendors of SMS**	**Joint lead managers**	**Employee**
Number issued	30,000,000	5,000,000	7,000,000	1,000,000
Issue date	18 July 2025	26 November 2025	26 November 2025	13 March 2026
Valuation/grant date	18 July 2025	26 November 2025	26 November 2025	9 March 2026
Grant date share price	$0.20	$0.20	$0.20	$0.37
Exercise price	$0.30	$0.30	$0.30	$0.40
Expiry date	26 November 2029	26 November 2029	26 November 2029	12 March 2030
Expected volatility	100%	100%	100%	89%
Risk free interest rate	3.39%	3.73%	3.73%	4.56%
Value per option	$0.133	$0.128	$0.128	$0.239
Value	**$3,985,462**	**$641,080**	**$897,512**	**$239,216**

Note 35. Share-based payments (continued)

	30 June 2026 $	12 Dec 2024 to 30 June 2025 $
Options issued to Directors	3,985,462	-
Options issued to employee	179,016	-
	4,164,478	-
Options issued to advisors for capital raising	897,512	-
Options issued for acquisition of SMS (note 13)	641,080	-
	1,538,592	-
	5,703,070	-

Accounting policy for share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Group receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the year is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:
- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

Note 35. Share-based payments (continued)

If the non-vesting condition is within the control of the Group or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Group or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Basis of preparation

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the *Corporations Act 2001,* reflecting the amendments to section 295(3A)(a)(vi) and (vii) which clarify the definition of foreign resident as being an entity that is treated as a resident of a foreign country under the tax laws of that foreign country. The CEDS includes certain information for each entity that was part of the consolidated entity at the end of the financial year in accordance with AASB 10 *Consolidated Financial Statements*.

Determination of Tax Residency

Section 295(3B)(a) of the *Corporations Act 2001* defines Australian resident as having the meaning in the *Income Tax Assessment Act 1997.* The determination of tax residency involves judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency. Section 295 (3A)(a)(vii) requires the determination of tax residency in a foreign jurisdiction to be based on the law of the foreign jurisdiction relating to foreign income tax.

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

Australian tax residency

The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Taxation Ruling TR 2018/5.

Name of entity	Type of entity	Trustee, partner or participant in JV	% of share capital	Country of incorporation	Australian resident	Foreign jurisdiction(s) in which the entity is a resident for tax purposes (according to the law of the foreign jurisdiction)
Black Horse Mining Limited	Body corporate	-	n/a	Australia	Yes	n/a
A.C.N. 683 084 353 Pty Ltd	Body corporate	-	100	Australia	Yes	n/a
Steadfast Mining Services Pty Ltd	Body corporate	-	80	Australia	Yes	n/a

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes comply with IFRS Accounting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;

- the attached financial statements and notes give a true and fair view of the Group's financial position as at 30 June 2026 and of its performance for the financial year ended on that date;

- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The Directors have been given the declarations required by section 295A of the Corporations Act 2001.

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

On behalf of the Directors

Peter Wall
Director

11 August 2026

Independent auditor's report to the members of Black Horse Mining Limited

Report on the audit of the financial report

Opinion

In our opinion, the accompanying financial report of Black Horse Mining Limited (the Company) and its subsidiaries (the Group) is in accordance with the *Corporations Act 2001*, including:

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

— complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What was audited?

We have audited the financial report of the Group, which comprises:

— the consolidated statement of financial position as at 30 June 2026,

— the consolidated statement of profit or loss and other comprehensive income for the year then ended,

— the consolidated statement of changes in equity for the year then ended,

— 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.

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 APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* issued by the Accounting Professional & Ethical Standards Board Limited (the Code) that are relevant to audits of the financial report of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key audit matters

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

	Area of focus (refer also to notes 3, 13 and 27)	How our audit addressed the key audit matter
Acquisition of Steadfast Mining Services Pty Ltd	On 26 November 2025, the Group acquired 80% of the issued capital of Steadfast Mining Services Pty Ltd ('SMS'). SMS holds exploration licences and associated tenement security bonds in Victoria, including the Mount Egerton Project. The acquisition was accounted for as an asset acquisition, rather than a business combination, on the basis that SMS did not have employees, operational processes or the capability to produce outputs. As part of the acquisition, management was required to determine the consideration transferred, which included ordinary shares, unlisted options, cash consideration and acquisition costs. The Group recognised exploration and evaluation assets of $2,701,376 in relation to the acquisition, including the value of consideration transferred and the Group's share of net liabilities acquired. The acquisition agreement also includes deferred consideration shares that may become payable if specified exploration and market-based milestones are achieved. As these milestones had not been met at 30 June 2026, no deferred consideration was recognised, with the arrangement disclosed as a contingent liability. Due to the financial significance of the acquisition, the judgement involved in determining whether the transaction was	Our audit procedures included: — Obtained and reviewed the acquisition agreements to understand the key terms and conditions of the transaction, including the upfront consideration, deferred consideration milestones and exploration expenditure commitments. — Assessed management's determination that the acquisition should be accounted for as an asset acquisition rather than a business combination, including considering whether SMS had inputs, substantive processes and the capability to produce outputs. — Assessed management's determination of the acquisition date and the consideration transferred as part of the acquisition. — Reviewed the acquisition cost recognised as exploration and evaluation assets, including ordinary shares, additional consideration shares, cash consideration, acquisition costs, options issued and the Group's share of net liabilities acquired. — Evaluated the appropriateness of the valuation methodology used to determine the fair value of the options issued as part of the consideration. — Assessed the reasonableness of key assumptions used in valuing the options, including the share price, exercise price, expected volatility, risk-free rate and expected term. — Agreed key inputs used in the acquisition accounting to supporting documentation, including executed agreements, share issue documentation, option valuation workings,

William Buck
ACCOUNTANTS & ADVISORS

	an asset acquisition or business combination, and the estimation involved in measuring the consideration transferred, including the valuation of options issued, we considered this to be a key audit matter.	SMS trial balance and public announcements made by the Group. — Assessed management's conclusion that no deferred consideration liability should be recognised at 30 June 2026, on the basis that the relevant exploration and market-based milestones had not been achieved and no present obligation existed at reporting date. — Assessed the adequacy of the related disclosures in the financial report.
Carrying value of Exploration and Evaluation assets	**Area of focus** **(refer also to notes 3 and 13)** As at 30 June 2026, the Group had exploration and evaluation assets with a carrying value of $2,701,376, representing a significant portion of the Group's total assets. Under AASB 6 Exploration for and Evaluation of Mineral Resources, management is required to assess whether facts and circumstances exist that indicate the carrying value of exploration and evaluation assets may exceed their recoverable amount. Given the significance of the exploration and evaluation assets balance to the financial report and the level of judgement involved in assessing indicators of impairment, we considered the carrying value of exploration and evaluation assets to be a key audit matter.	**How our audit addressed the key audit matter** Our audit procedures included: — Obtained an understanding of management's process for assessing the recoverability of the Group's exploration and evaluation assets. — Assessed whether the Group maintained current rights to tenure for the exploration areas to which the exploration and evaluation assets relate. — Reviewed exploration licences and considered compliance with licence conditions including expenditure commitments. — Evaluated management's assessment of impairment indicators in accordance with *AASB 6 Exploration for and Evaluation of Mineral Resources*. — Reviewed budgets, board-approved exploration programs and planned future expenditure to assess management's intention and ability to continue exploration and evaluation activities. — Assessed the adequacy of the disclosures relating to exploration and evaluation assets in the financial report.

Fair value of share-based payments	Area of focus (refer also to notes 3 and 35)	How our audit addressed the key audit matter
	During the year ended 30 June 2026, the Group recognised the following share-based payment transactions. — Options issued to directors: $3,985,462 — Options issued to an employee: $179,016 — Options issued to advisors in connection with capital raising activities: $897,512 — Options issued as part of the consideration for the acquisition of Steadfast Mining Services Pty Ltd ("SMS"): $641,080 The accounting treatment of these arrangements requires management to determine the fair value of the equity instruments granted in accordance with AASB 2 Share-based Payment. Given the significance of the share-based payment transactions recognised during the year, together with the judgement involved in determining their fair value, we considered this matter to be a key audit matter.	Our audit procedures included: — Obtained and reviewed the terms of share-based payment arrangements entered into during the year. — Evaluated the appropriateness of the valuation methodologies used by management to determine the fair value of the equity instruments granted. — Assessed the reasonableness of significant assumptions used in the valuation models, including expected volatility, risk-free interest rates, and vesting conditions. — Assessed the adequacy of the related disclosures in the financial report.

Other information

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

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

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

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

WilliamBuck
ACCOUNTANTS & ADVISORS

Responsibilities of the directors for the financial report

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

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

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

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

In preparing the financial report, the directors are responsible for assessing the 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 the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:

https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Our opinion on the Remuneration Report

In our opinion, the Remuneration Report of Black Horse Mining Limited, for the year ended 30 June 2026, complies with section 300A of the *Corporations Act 2001*.

What was audited?

We have audited the Remuneration Report included in pages 9 to 15 of the directors' report for the year ended 30 June 2026.

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.

William Buck

William Buck Audit (WA) Pty Ltd
ABN 67 125 012 124

Kuan Yin Lau
Director
Dated this 11th of August 2026

Corporate Governance

Pursuant to the ASX Listing Rules, the Company's Corporate Governance Statement will be released in conjunction with this report. The Company's Corporate Governance Statement is available on the Company's website at: https://investors.blackhorsemining.com/corporate

The shareholder information set out below was applicable as at 7 August 2026.

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Ordinary shares			Options exercisable at $0.30 exp 26/11/2029		
	Number of holders	Total units	% of total shares issued	Number of holders	Total units	% of total shares issued
1 to 1,000	39	24,587	0.04	-	-	-
1,001 to 5,000	297	761,662	1.18	-	-	-
5,001 to 10,000	188	1,697,446	2.62	-	-	-
10,001 to 100,000	203	6,955,861	10.76	-	-	-
100,001 and over	49	55,209,464	85.40	9	42,000,000.00	100.00
	776	64,649,020	100.00	9	42,000,000.00	100.00
Holding less than a marketable parcel	222	-	-	-	-	-

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
PROVINCE RESOURCES LTD	30,000,000	46.40
TERENCE DELAHUNTY	5,100,000	7.89
MILAN JOSIC	4,049,020	6.26
BERNE NO 132 NOMINEES PTY LTD <791994 A/C>	1,230,000	1.90
EQUITY TRUSTEES LIMITED <LOWELL RESOURCES FUND A/C>	1,050,000	1.62
JETOSEA PTY LTD	1,050,000	1.62
MELBOR PTY LTD <RJW FAMILY A/C>	1,000,000	1.55
RADROB PTY LTD	900,000	1.39
INYATI FUND PTY LTD <INYATI FUND NO2 UNIT A/C>	857,500	1.33
SANDHURST TRUSTEES LTD <ENDEAVOR ASSET MGMT MDA A/C>	550,000	0.85
JAYCON INVESTMENTS PTY LTD	525,000	0.81
MILAN JOSIC <STEADFAST AC>	500,000	0.77
JAINDI INVESTMENTS PTY LTD	500,000	0.77
MAD FISH MANAGEMENT PTY LTD	500,000	0.77
MR PETER CHRISTOPHER WALL & MRS TANYA-LEE WALL <WALL FAMILY SUPER A/C>	500,000	0.77
BORA BORA RESOURCES LIMITED	450,000	0.70
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	439,494	0.68
ABLE SMSF PTY LTD <THE FOR ABLE SMSF ACCOUNT>	370,700	0.57
BLUESTAR MANAGEMENT PTY LTD	325,000	0.50
BLUESTAR MANAGEMENT PTY LTD <SUPER FUND A/C>	320,000	0.49
	50,216,714	77.64

Unquoted equity securities

	Number on issue	Number of holders
Options exercisable at $0.30 each expiring 26 November 2029	42,000,000	9

The following persons hold 20% or more of unquoted equity securities:

Name	Class	Number held
Province Resources Limited	Fully Paid Ordinary Share 24 Month Escrow	15,000,000
Terence Deahunty	Fully Paid Ordinary Share 24 Month Escrow	5,100,000
Milan Josic	Fully Paid Ordinary Share 24 Month Escrow	4,549,020

Substantial holders
Substantial holders in the Company are set out below:

	Ordinary shares Number held	Ordinary shares % of total shares issued
Province Resources Ltd	30,000,000	46.40
Terence Delahunty	5,100,000	7.89
Milan Josic	4,049,020	6.26

Voting rights
Subject to any rights or restrictions for the time being attached to any class or classes of Shares, at general meetings of Shareholders or classes of Shareholders:

(i) each Shareholder entitled to vote may vote in person or by proxy, attorney or representative;

(ii) on a show of hands, every person present who is a Shareholder or a proxy, attorney or representative of a Shareholder has one vote; and

(iii) on a poll, every person present who is a Shareholder or a proxy, attorney or representative of a Shareholder shall, in respect of each fully paid Share held by him, or in respect of which he is appointed a proxy, attorney or representative, have one vote for each Share held, but in respect of partly paid shares shall have such number of votes as bears the same proportion to the total of such Shares registered in the Shareholder's name as the amount paid (not credited) bears to the total amounts paid and payable (excluding amounts credited).

The voting rights attached to ordinary shares are set out below:

Buy-back
There is no current on-market buy-back.

Use of funds
The entity confirms it has used the cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with its business objectives.

There are no other classes of equity securities.

Securities subject to voluntary ASX escrow

Class	Escrow period	Number
Fully Paid Ordinary Shares	2 December 2027	24,649,020
Options exercisable at $0.30 expiring 26 November 2029	2 December 2027	42,000,000
		66,649,020

Tenements

Tenement	Status	Grant Date (Application Date)	Expiry Date	Area (ha)	Registered Holder
RL 2018	Current	25 October 2016	24 October 2030	1174.4 hectares	Steadfast Mining Services Pty Ltd
EL 6417	Current	17 November 2017	16 November 2027	45 graticular sections	Steadfast Mining Services Pty Ltd
EL 8628	Application	(16 December 2024)	-	53 graticular sections	Steadfast Mining Services Pty Ltd