ASX ANNOUNCEMENT
29 September 2026

RESOURCES ENERGY GROUP

ANNUAL REPORT FY2026

Attached is the Annual Report for the year ended 30 June 2026 of Resources & Energy Group Limited.

Released with the authority of the board.

For further information on the Company and our projects, please visit:

www.rezgroup.com.au

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ABOUT RESOURCES & ENERGY GROUP LIMITED (ASX:REZ)

Resources & Energy Group Limited (ASX:REZ) is an ASX-listed gold explorer and miner operating across the East Menzies Gold Project in Western Australia. The Company is advancing near-term gold production through the Maranoa tribute mining joint venture with Rembrandt Mining, while building longer-term resource and exploration upside at Goodenough, Gigante Grande and Granny Venn. REZ retains flexibility across processing routes (toll milling, vat leaching, and future larger-scale processing) while preserving capital for exploration growth.

FORWARD LOOKING STATEMENT

This Announcement may contain forward-looking statements, which are identified by words such as 'may', 'could', 'should', 'believes', 'estimates', 'targets', 'expecting', or 'intends' and other similar words that involve risks and uncertainties. These statements are based on an assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that, as at the date of this Announcement, are considered reasonable. Such forward-looking statements are not a guarantee of future performance and involve known and unknown risks, uncertainties, assumptions, and other important factors, many of which are beyond the control of the Company, the Directors, and the management. The Directors cannot and do not give any assurance that the results, performance, or achievements expressed or implied by the forward-looking statements contained in this Announcement will actually occur and investors are cautioned not to place undue reliance on these forward-looking statements.

The Company confirms that it is not aware of any new information or data that materially affects the information included in previous market announcements, and that all material assumptions and technical parameters underpinning those announcements continue to apply and have not materially changed.

ASX
REZ

RESOURCES & ENERGY GROUP LIMITED
ANNUAL REPORT
30 June 2026

Business Objective

Resources and Energy Group Limited (ASX:REZ) is an independent, ASX-listed mineral resources explorer, developer and producer holding mining leases in Western Australia. REZ aims to develop a portfolio of mining tenements through to production. REZ is currently focused on the development of the flagship East Menzies Gold Project (EMGP) 130km north of Kalgoorlie in Western Australia. EMGP represents a +100km2 package of contiguous mining, exploration, and prospecting licenses, which are located within a significant orogenic lode gold province.

Contents

Corporate Directory

Directors
Gavin Rezos
Richard Poole
J Daniel Moore

Company Secretary
Warren Kember

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Auditor
RSM Australia Partners
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Stock Exchange Listing
Resources & Energy Group Limited's fully paid ordinary shares are listed on the Australian Securities Exchange (ASX:REZ)

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Melbourne VIC 3000

Bankers
National Australia Bank
255 George Street
Sydney, NSW 2000

Directors' Report

The directors present their report together with the annual Financial Report of Resources & Energy Group Limited (the Company or REZ) and its controlled entities (the Group or consolidated entity) for the year ended 30 June 2026 and the Independent Audit Report thereon.

Directors

The details of directors of the Company at any time during or since the end of the financial year to the date of this report are set out below.

Names, qualifications, experience and special responsibilities

Mr Gavin Rezos
Bachelor of Jurisprudence , LLB, BA
Chairman, non-executive director, independent
Appointed: 22 April 2016
Completed years of service: 10 years

Mr Rezos has extensive Australian and international investment banking experience and is a former investment banking Director of HSBC Group with regional roles during his career in London, Sydney and Dubai. Mr Rezos has held CEO or directorship roles of companies in the technology and resources sectors in Australia, the UK and the US. He is currently Non-Executive Chairman of Kuniko Limited (ASX:KNI), Non-Executive Chairman of Manhattan Corporation Ltd (ASX:MHC), Non-Executive Chairman of White Cliff Mintereals Limited (ASX:WCN) and principal of Viaticus Capital. Mr Rezos was formerly a Non-Executive director Iluka Resources Limited, Vulcan Energy Resources Limited (ASX:VUL) and of Rowing Australia.

Mr Richard Poole
Bachelor of Jurisprudence , Bachelor of Commerce, LLB, ASIA
Non-Executive Director, non-independent
Appointed: 12 July 2004
Completed years of service: 22 years

Mr Poole commenced his career as a lawyer specialising in mergers and acquisitions. He left the law in 1990 to build a research and development operation with operations in Japan, USA and Australia and added a manufacturing company in China in 1994. He successfully built the R&D company from its early stages to a public listed vehicle raising the necessary capital up to his departure in 1999. Since 1999 he has continued his involvement in fund raising and the development of companies. He is a principal of Arthur Phillip Pty Limited a corporate advisory firm providing investment services and he is an experienced corporate advisor and entrepreneur.

Mr J Daniel Moore
Bachelor of Law and Economics
Chief Executive Officer and Director, non-independent
Appointed: 14 July 2021
Completed years of service: 5 years

Mr Moore has extensive experience working with emerging companies in natural resources. He has been involved with Resource & Energy Group's East Menzies Goldfields since 2013 when it was first listed on the ASX. Daniel is currently a Director of Marquee Resources (ASX: MQR) and a founder of Koch Metals and Centenario Lithium. Previously he held Non-Executive Director roles at iCollege (ASX: ICT), Coronado Resources now Race Oncology (ASX: RAC) and Stratum Metals now Locality Planning Energy (ASX: LPE).

Company Secretary

Mr Warren Kember
Bachelor of Commerce, MBA, Dip Applied Finance
Chief Financial Officer and Company Secretary
Completed years of service: 10 years

Mr Kember is the Chief Financial Officer and Company Secretary of the Group and is responsible for directing all financial, legal and risk management. Mr Kember has significant experience in executive finance having served as Chief Financial Officer for a number of ASX listed companies in the construction, mining and technology sectors.

Interests in the shares and options of the company and related bodies corporate
As at the date of this report, the interests of the directors in the shares and options of the Company were:

	Number of Ordinary Shares	Number of Options over Ordinary	Performance Rights
Mr Gavin Rezos	26,330,128	4,285,714	9,000,000
Mr Richard Poole	89,892,063	11,785,714	-
Mr J Daniel Moore	36,404,761	24,285,714	18,000,000

Directors' meetings

The number of meetings of directors (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director were as follows:

	Directors' meetings	
	Eligible to attend	Attended
Mr Gavin Rezos	7	7
Mr Richard Poole	7	7
Mr J Daniel Moore	7	7

Dividends

No dividends have been paid or declared since the end of the previous financial year, nor do the directors recommend the declaration of a dividend (2025: Nil).

Principal Activities

The principal activities of the Group are to explore and develop suitable mineral deposits, including gold and silver.

The Group had 1 employee at 30 June 2026 (2025: 2 employees).

Operating and Financial Review

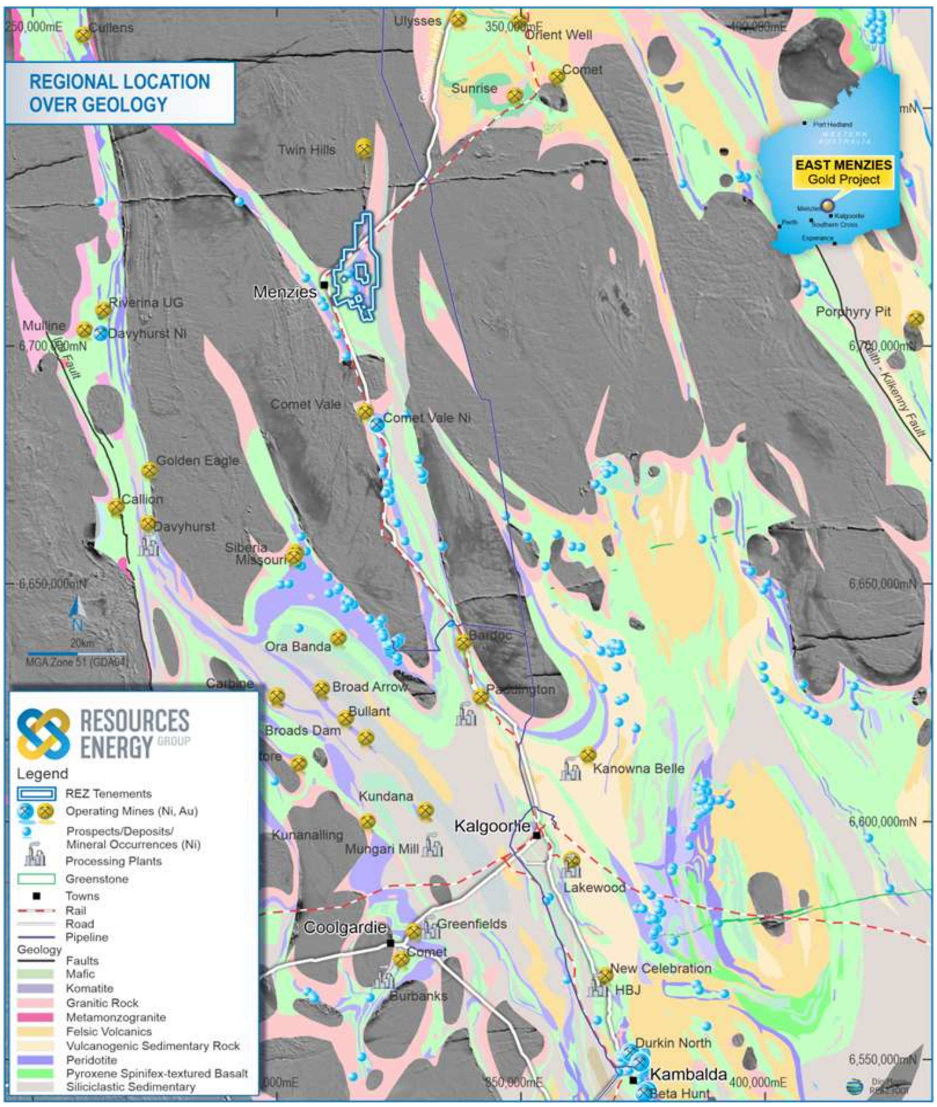
Financial results

The loss after tax of the Group for the year ended 30 June 2026 was $519,548 (2025: Loss $2,155,811).

East Menzies Prospect (EMP)

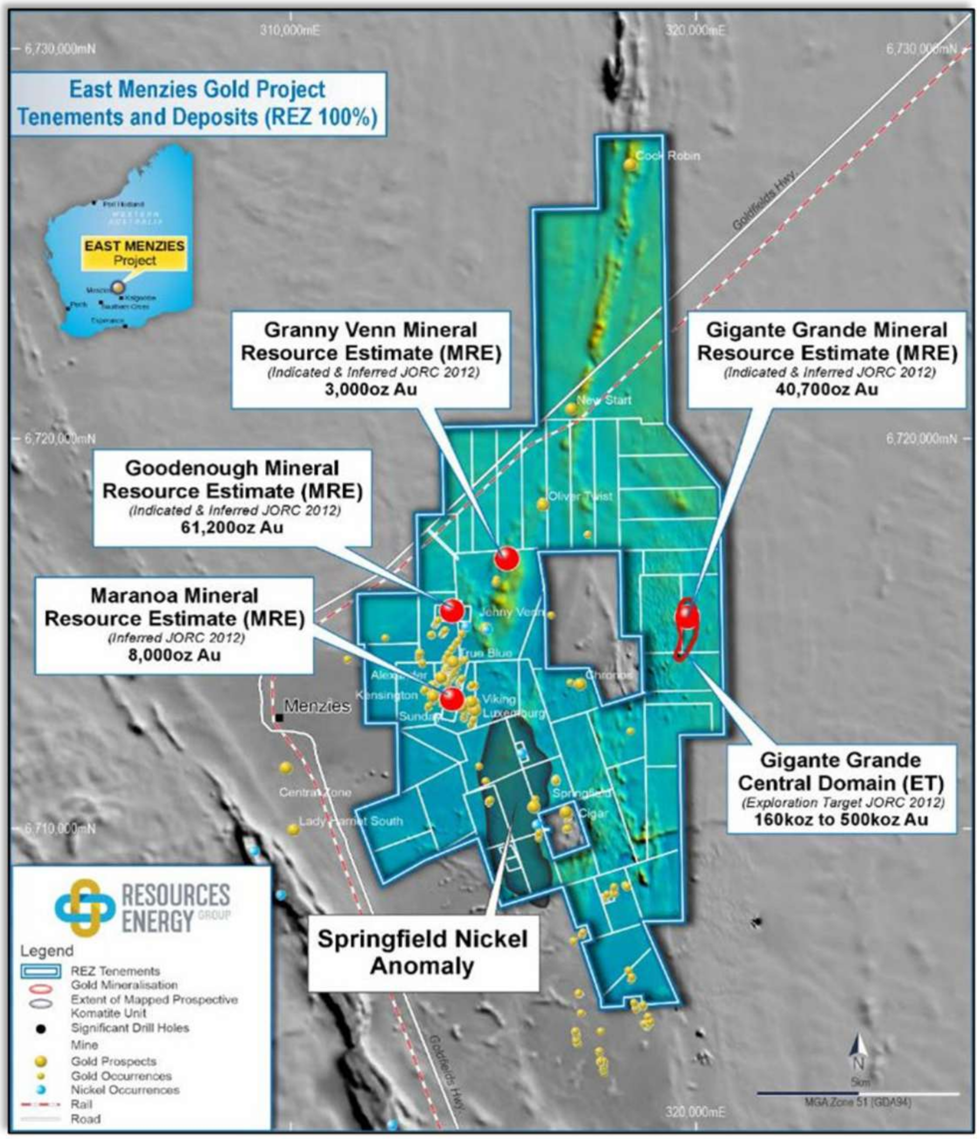
The East Menzies Gold Project is located 130km north of Kalgoorlie, with a collective surface area of 103km2 and consists of over 50 tenements, a mixture of mining leases, mining lease applications, prospecting leases and prospecting lease applications. These mining and exploration instruments are host to a 20km continuous strike of a mineralised Greenstone Belt, including the Springfield Venn Gold Corridor, and the Goodenough Syncline. The package of contiguous mining, exploration, and prospecting licenses which are prospective for precious metals, nickel, and other technology metals. The tenements are located within a significant orogenic lode gold province.

East Menzies Project Location Plan



The EMP currently encompasses seven operational areas, including the Gigante Grande Gold prospect on the east side project area, which has been subdivided into three geographical domains (North, Central and South). In the southwest, drilling investigations at Springfield have intersected magmatic Nisulphides. This is a significant and material exploration result that has opened a large tract of prospective ground for nickel, cobalt, copper, and platinum group elements. In the central west, the Company is investigating opportunities for mining operations in M29/189 Granny Venn, M29/141 Goodenough, and M29/427 Maranoa. In the north exploration planning is underway to investigate the Venn Springfield corridor, from the northern end of the Granny Venn Open Pit to the Cock Robin prospect located in E29/929.

East Menzies Project Major Tenement Plan



Maranoa

During the reporting period the company has been advancing its plans for a trial vat leach option for shallow oxide gold resources at its Maranoa project. Maranoa has been identified as ideal shallow, higher-grade ore to support a vat leach gold production campaign at the East Menzies Project. The Company completed a trial campaign that treated 5,000 tonnes of ore.

Subsequently, on 17 June 2026, the Company executed a binding term sheet with Rembrandt Mining Pty Ltd (Rembrandt Mining) for the mining and gold production of the Maranoa Gold Deposit, held under Mining Lease M29/427 within REZ's flagship East Menzies Gold Project (refer to ASX Announcement dated 17 June 2026). The arrangement advances near-term, self-funded gold production while preserving REZ's balance sheet and directing management attention toward resource growth at Goodenough, Gigante Grande and Granny Venn.

Under the term sheet, Rembrandt Mining will arrange, fund, and be responsible for the development, mining, and processing of ore from Maranoa as the contract operator under a Tribute Mining Agreement. REZ retains 100% ownership of the tenement and the role of legal mining operator for regulatory purposes via its wholly owned subsidiary Menzies Goldfields Pty Ltd. Formal joint-venture documentation was completed following the end of the reporting period.

Rembrandt has commenced discussions with established processing facilities in the Northern Goldfields region as part of its evaluation of third-party toll treatment options. Given the Rembrandt team's experience in building and operating gold mills, the joint venture has instead decided to deploy a mobile modular mill to the Granny Venn processing site to process Maranoa ore on site. The objective remains to maximise recovered ounces while maintaining flexibility between toll treatment and approved on-site processing alternatives. The CY2025 trial vat leach work, which produced gold on site across three doré pours, provides an operational foundation and remains available as a fallback processing route.

Goodenough

In March, REZ announced a significant upgrade to the JORC (2012) Mineral Resource Estimate for the Goodenough Gold Deposit at the East Menzies Gold Project (refer ASX Announcement, 23 March 2026). The updated Mineral Resource totals 1.36 million tonnes at 1.40 g/t Au, containing 61,200 ounces of gold - a 54% increase in tonnes and an additional 15,090 ounces of contained gold compared with the 2020 estimate. More than 90% of the Mineral Resource is now classified Indicated (1.27 Mt at 1.38 g/t Au for 56,400 oz Au), reflecting the improved confidence derived from the remodelling and additional drilling data.

Following the Goodenough Mineral Resource upgrade, REZ commenced a second RC drilling campaign at the Goodenough Gold Deposit. Drilling commenced on 10 April 2026 (ASX Announcement, 10 April 2026) and was completed on 16 April 2026 (ASX Announcement, 16 April 2026).

During the quarter, REZ received gold assay results from its January–February 2026 RC drilling program at the East Menzies Gold Project, located approximately 130 km north of Kalgoorlie, Western Australia (refer to ASX Announcement dated 24 June 2026). The program comprised 18 RC holes for a total of 1,968 metres across the Goodenough (11 holes), Gigante Grande (6 holes) and Maranoa (1 hole) prospects. The results confirmed extensions of gold mineralisation outside the current Goodenough Mineral Resource and verified significant near-surface gold.

Gigante Grande

Six RC holes for a total of 726 metres were completed at the Gigante Grande prospect across two distinct areas — the Central Domain (two holes on the northern edge of the Mineral Resource) and the Central Domain Southern Extension (four holes approximately one kilometre to the south) (refer to ASX Announcement dated 25 June 2026). The results confirm the broader Gigante Grande area as a large gold system, with mineralisation in multiple downhole zones in both the fresh rock and the overlying saprolite. Gold mineralisation in the Southern Extension supports Mining Lease Application MLA29/437.

Material Risks

The Group manages material risks and day-to-day risks through continuous monitoring by the Board which is aligned with the intent of Australian standards and guidance. Board review identifies strategic, operational, legal, financial, reputational and other risks and puts in place processes to ensure they are appropriately managed.

The Group's business plan is actively considered by Directors and prepared using estimates based on a range of assumptions and forecasts. There is uncertainty in these assumptions and forecasts, and risk that variation from them could result in actual performance being different to expected outcomes. The uncertainties arise from a range of factors, including the nature of the mining industry and general economic factors. The material business risks faced by the Group that may have an impact on the operating and financial prospects of the Group are noted below.

Fluctuations in metal prices

The Group's activities is exposed to fluctuations in the price of gold and, to a lesser extent, silver. Further, currency and commodity markets are linked, resulting in the potential for currency movements to be offset by movements in metal prices and commodity cost inputs.

Mineral Resources and Ore Reserves

The Group's Mineral Resources and Ore Reserves are estimates, and no assurance can be given that the estimated reserves and resources are accurate or that the indicated level of gold, silver, or any other mineral will be produced. Such estimates are, in large part, based on interpretations of geological data obtained from drill holes and other sampling techniques. Actual mineralisation or geological conditions may be different from those predicted. No assurance can be given that any part or all of the Group's Mineral Resources constitute or will be converted into Ore Reserves.

Market price fluctuations of gold and silver as well as increased production and capital costs may render the Group's Ore Reserves unprofitable to develop at a particular site or sites for periods of time or may render Ore Reserves containing relatively lower grade mineralisation uneconomic. Estimated reserves may have to be re-estimated based on actual production experience. Any of these factors may require the Group to reduce its Mineral Resources and Ore Reserves, which could have a negative impact on the Group's financial results.

Mining exploration and development risks

Market price fluctuations of gold and silver as well as increased production and capital costs may render the Group's Mineral Resources and Ore Reserves unprofitable to develop at a particular site or sites for periods of time or may render Ore Reserves containing relatively lower grade mineralisation uneconomic. Estimated reserves may have to be re-estimated based on actual production experience rom development trials. Any of these factors may require the Group to reduce its Mineral Resources and Ore Reserves or their carrying valuation, which could have a negative impact on the Group's financial results.

Health, Safety, Wellbeing and Environmental performance

The operations of the Group are subject to regulations for work health and safety and environmental management under the relevant state, province and federal jurisdictions.

In accordance with these legal obligations, the work health and safety and environmental risks are managed through Board over sight and policies which identifies risks, potential for harm and implementing and monitoring to reduced risk so far as reasonably practicable. This includes management to the specified operating licence, permit and/or, approvals.

Climate Change

The Group acknowledges that climate change constantly occurs, and its effects have the potential to impact our business, including our financial position, performance, cash flows, and investment decisions. The most significant climate-related risks include: energy and emissions, water security, and extreme weather or health events; transition risk matters such as changes to legislation and regulation; reputational risk; technological and market changes; and shareholder activism. The Group is committed to understanding and proactively managing the impact of climate-related risks to our business and our environment.

Community relations

Maintaining trusted relationships with our local community stakeholders, including First Nations groups, is an essential part of securing and maintaining our social and regulatory licence to operate. The Group recognises that a failure to appropriately manage local community stakeholder expectations may lead to dissatisfaction and reputational loss which has the potential to disrupt engagement, consultation, production and exploration activities.

Funding

Sourcing of capital for the Group's ongoing exploration program is an essential part of its operations. As the Group does not yet have recurring revenue and positive income it must source capital regularly to meet its exploration costs and administrative overheads. An inability to raise capital would mean that the Group has to reduce or defer ongoing exploration activity.

Tenements

Tenements held by the Group as of 30 June 2026 at the East Menzis Gold Project, Western Australia consisted of:

Tenement ID(s)	Project Area	Status	Group ownership
M29/0141	Goodenough	Granted	100%
M29/0189	Granny Venn	Granted	100%
M29/0427	Maranoa	Granted	100%
E29/0979	Cock Robin	Granted	100%
P29/2225, P29/2270, P29/2408-2409, P29/2455-2461, P29/2469-2474, P29/2492, P29/2494, P29/2496-2497, P29/2500, P29/2528, P29/2553-2558, P29/2563-2568, P29/2595-2602, P29/2604, P29/2619-2625, P29/2673	Regional East Menzies Project package	Granted	100%

Significant Changes in State of Affairs

During the financial year there were no significant changes to the Group's activities other than as set out below.

During the prior reporting period the Company entered into discussions with a prospective purchaser for the sale of its interests in Mount Mackenzie Mines Pty Limited (MM) and on 15 April 2025 entered into a conditional heads of agreement. The heads of agreement provided time for the purchaser to conduct due diligence and arrange the necessary funding for the acquisition. Consideration for the sale of MM consisted of $1 million in cash and $1.485 million in the form of 33 million shares to be issued by the purchaser, QMines Limited (ASX:QML) . On signing of the heads of agreement a deposit of $100,000 was paid to the Company. The sale process was subsequently completed during the financial year when the balance owing of $900,000 was received together with the 33 million shares in QML.

Significant Events After Balance Date

There have been no significant events occurring after the balance date which may affect either the Group's operations, results of those operations or the Group's state of affairs, other than listed below.

48 million options of Classes R, S, T and U exercisable at 8 cents each expired on 31 August 2026 unexercised.

Likely Development and Expected Results

Apart from the matters referred to above in the Operating Results for the year, other likely developments in the operations of the Group and the expected results of those operations in subsequent financials years have not been included in this report because the directors believe this could result in unreasonable prejudice to the Group.

Environmental Regulation and Performance

Exploration and development activities are subject to State and Federal laws and regulations. The Group has a policy of complying with its environmental performance obligations as a minimum, and during the reporting period, there has been no known breach of the environment regulations. The Group is committed to ensuring the activities of its business are conducted in a way so as to minimise adverse impacts on the environment and local communities.

Unissued Shares Under Securities

There were 253,035,712 share options on issue as at 30 June 2026 that can convert to ordinary shares in the ratio of one fully paid ordinary share for each share option. On 31 August 2026 48 million options (Classes R, S, T, U) expired unexercised, leaving 205,035,712 options on issue as of the date of this report.

Option class	Vesting status	Grant date	Expiry date	Exercise price	Number of share options
Class V (Tranche A)	Vested	24/11/2022	24/11/2027	$0.080	8,000,000
Class V (Tranche B and C)	Not vested	24/11/2022	24/11/2027	$0.080	12,000,000
Class W	Vested	19/03/2024	1/11/2027	$0.012	12,500,000
Class X	Vested	Various	25/06/2027	$0.040	154,535,712
Class Y	Vested	25/06/2024	25/06/2027	$0.025	6,000,000
Class AA	Vested	13/09/2024	13/09/2028	$0.050	6,000,000
Class AB	Vested	13/09/2024	13/09/2029	$0.080	6,000,000
Share options on issue					**205,035,712**

Indemnification and Insurance of Officers and Directors

REZ’s constitution indemnifies, to the extent permitted by law, officers of the Group when acting in their capacity in respect of:

- liability to third parties (other than related entities) when acting in good faith; and
- costs and expenses of successfully defending legal proceedings and ancillary matters.

The Directors and the Company Secretary named earlier in this report have the benefit of the indemnity together with any other person in or who takes part in the management of the Group.

During the year REZ did not pay any premiums of insurance in respect of contracts insuring Directors, Company Secretary or other members of management against liabilities incurred in their capacity as Director or officers of the Group.

Rounding

The amounts contained in this report and in the financial report have been rounded to the nearest $1 (where rounding is applicable) under the option available to the company under ASIC Class Order 2026/183. The company is an entity to which the Class Order applies.

Proceedings on Behalf of the Company

No person has applied for leave of court to bring proceedings on behalf of the company or intervene in any proceedings to which the company is party for the purpose of taking responsibility for the company for all or any part of those proceedings. The Company and Group were not party to any such proceedings during the financial year.

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.

Auditor Independence

A copy of the external auditor's declaration under Section 307C of the Corporations Act in relation to the audit for the financial year is attached to the Financial Statements.

Non-audit services

No non-audit services were provided during the current year by the auditor.

Remuneration Report (Audited)

The remuneration report, which has been audited, outlines the key management personnel remuneration arrangements for the consolidated entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations. For the purposes of this report Key Management Personnel (KMP) of the Group are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Group, including executive and non-executive directors.

During the financial year ended 30 June 2026, KMP consisted of:

Mr Gavin Rezos	Non-executive director and Chairman
Mr Richard Poole	Non-executive director
Mr J Daniel Moore	Executive director and CEO

Principles used to determine the nature and amount of remuneration

In order for the Company and Group to prosper and enhance shareholder value, the Group must be able to attract and retain the highest calibre of executives. At this stage of the Group's development, a framework has not been developed that links performance and KMP remuneration. The responsibilities of the Remuneration Committee, which have been assumed by the full Board, include reviewing the remuneration of KMP and determining the nature and amount of emoluments of KMP on an annual basis. In conducting this review reference is made to market and industry conditions. Remuneration packages, can consist of base salary, fringe benefits, incentive schemes (including performance related bonuses), superannuation, and entitlements upon retirement or termination, are reviewed with due regard to performance and other relevant factors.

Where appropriate, share-based remuneration is provided to encourage KMP to focus on improving shareholder value and also to reduce cash costs during the Group's development phase.

The aggregate amount of non-executive director fees is limited to $200,000 per annum as per a resolution of shareholders. For further information, please refer to our corporate governance plan and annual governance statement on our web site at www.rezgroup.com.au.

Short-term incentives and long-term incentives

Due to the current size of the Group and the extent of its operations limited short-term incentives, such as performance based bonuses or longer term incentives, were provided to KMP other than as shown below. The Group has not engaged remuneration consultants during the current or prior reporting period.

Details of remuneration

Amounts paid or owing to KMP during the financial year ended 30 June 2026 are set out below.

Year ended 30 June 2026

Director	Short-term benefits		Share-based payments	Total	Percentage of renumeration in form of share based payments
	Salary or fees (shares)[1]	Salary or fees (cash)	Equity settled - performance rights		
	$	$	$	$	%
Mr Gavin Rezos	59,879	-	16,500	76,379	22%
Mr Richard Poole	-	33,000	-	33,000	-
Mr J Daniel Moore	-	277,200	17,850	295,050	6%
	59,879	**310,200**	**34,350**	**404,429**	**8%**

Note 1: Shares were issued to directors in lieu of cash settlement of directors fees.

Movements during the financial year ended 30 June 2026 of amounts owing and cash payments or issue of shares and options in lieu of cash payments are set out below:

Director	Amount owing 30 June 2025	Current year salary or fees	Paid in cash	Settled via share issue	Amount owing 30 June 2026
	$	$	$	$	$
Mr Gavin Rezos	40,121	59,879	-	(100,000)	-
Mr Richard Poole [1]	52,250	33,000	(24,750)	(27,500)	33,000
Mr J Daniel Moore	335,100	277,200	(104,100)	(200,000)	308,200
	427,471	**370,079**	**(128,850)**	**(327,500)**	**341,200**

Note 1: Amount shown relates to directors fees and excludes amounts owing to for other services provided by a director related entity.

During the financial year fees owed to directors or their related parties for the current or past financial years were settled via issues of the Company's ordinary shares and options and consisted of:

Director	Issue date	Shares issued	Issue price per share	Value offset against fees
		#	$	$
Mr Gavin Rezos	17/09/2025	3,333,333	$0.015	50,000
	7/04/2026 [1]	3,571,428	$0.014	50,000
		6,904,761		**100,000**
Mr Richard Poole [2]	17/09/2025	1,283,333	$0.015	19,250
	7/04/2026 [1]	589,286	$0.014	8,250
		1,872,619		**27,500**
Mr J Daniel Moore	17/09/2025	10,000,000	$0.015	150,000
	7/04/2026 [1]	3,571,428	$0.014	50,000
		13,571,428		**200,000**

Note 1 - In addition to the number of shares issued, consistent with the terms of a placement made to investors each of the directors were also issued 1:2 options with an expiry date of 25 June 2027 and an exercise price of $0.04.

Note 2 - The shares and options issued to related parties of Mr Poole included amounts issued to settled fees for services other than directors fees. The value of shares issued has been apportioned pro-rata against outstanding directors fees and fees charged by a related entity for advisory and oiffce services.

Amounts paid or owing to KMP during the financial year ended 30 June 2025 are set out below.

Year ended 30 June 2025

Director	Short-term benefits Salary or Fees	Share-based payments Equity Settled	Total	Percentage of renumeration in form of share based
	$	$	$	%
Mr Gavin Rezos	48,000	-	48,000	0%
Mr Richard Poole	33,000	-	33,000	0%
Mr J Daniel Moore	277,200	-	277,200	0%
	358,200	**-**	**358,200**	**0%**

Service agreements

On appointment, the Non-Executive Directors enter into an agreement with the Company in the form of a letter of appointment. The letter outlines the Board's policies and terms, including remuneration relevant to the office of a director. Non-Executive directors are compensated for their contributions to the board and any committees they lead or serve. These agreements can be terminated without cause by either party at any time. The responsibilities of the Nomination Committee, which have been assumed by the full board, includes reviewing the appointment and retirement of Non-Executive Directors on a case by case basis. Currently all directors are required to be re-elected at least every three years and at least one-third of directors must retire at each Annual General Meeting.

The Company has entered into a Corporate Advisory and Business Development Mandate (Agreement) with entities ultimately controlled by interests associated with Mr Richard Poole (Arthur Phillip). The Agreement provides for the payment of fees for the raising of debt or equity capital and the charging of costs associated with the administration of the Group.

Arthur Phillip invoiced fees and expenses for the provision of management, accounting, office administration, consulting and company secretarial services to the Company, consisting of the following:

	2026	2025
	$	$
Accounting and company secretarial services	**119,900**	119,000
Management services	**132,000**	132,000
	251,900	251,000

At the end of the financial year the following amounts for fees were owing incurred in the current or prior years:

$493,364 for fees owing in prior years, which are subject to performance conditions and are included as a contingent liability in the financial statements.

$317,000 for fees owing for services provided by a director related entity included in payables in the financial statements. Movements in the amount owing are as follows:

Director	Amount owing 30 June 2025	Amounts incurred	Paid in cash	Settled via share issue	Amount owing 30 June 2026
	$	$	$	$	$
Mr Richard Poole	407,850	251,900	(170,250)	(172,500)	317,000
	407,850	**251,900**	**(170,250)**	**(172,500)**	**317,000**

Movements during the financial year ended of amounts owing and cash payments or issue of shares and options in lieu of cash payments are set out below:

Director	Issue date	Shares issued	Issue price per share	Value offset against fees
		#	$	$
Mr Richard Poole [2]	17/09/2025	8,716,667	$0.015	130,750
	7/04/2026 [1]	2,982,142	$0.014	41,750
		11,698,809		**172,500**

Note 1 - In addition to the number of shares issued, consistent with the terms of a placement made to investors each of the directors were also issued 1:2 options with an expiry date of 25 June 2027 and an exercise price of $0.04.

Note 2 - The shares and options issued to related parties of Mr Poole included amounts issued to settled fees for services other than directors fees. The value of shares issued has been apportioned pro-rata against outstanding directors fees and fees charged by a related entity for advisory and oiffce services.

Share options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of KMP in the prior, current or future financial years are as follows:

Option class/Holder	Number of share options	Grant date	Expiry date	Exercise price	Fair value per option at grant date
Class S Mr Gavin Rezos	8,000,000	14/09/2021	31/08/2026	$0.0800	$0.0244
Class S Mr Richard Poole	8,000,000	14/09/2021	31/08/2026	$0.0800	$0.0244
Class S Mr J Daniel	5,000,000	14/09/2021	31/08/2026	$0.0800	$0.0244
Class V Mr J Daniel	20,000,000	24/11/2022	24/11/2027	$0.0800	$0.0100

Share options carry no entitlement to dividends or right to vote. No share options were exercised, cancelled or lapsed during the current or prior financial year. Class S options expired on 31 August 2026 unexercised. No person entitled to exercise share options had or has any right by virtue of the options to participate in any share issue of any other body corporate.

Performance Rights

The terms and conditions of each grant of performance rights over ordinary shares affecting remuneration of KMP in the prior, current or future financial years are as follows:

Holder/Class	Number of performance rights	Grant date	Expiry date	Fair value per right at grant date
Mr Gavin Rezos				
Class A	3,000,000	7/04/2026	31/03/2031	$0.0120
Class B	3,000,000	7/04/2026	31/03/2031	$0.0120
Class C	3,000,000	7/04/2026	31/03/2031	$0.0120
Mr J Daniel Moore				
Class D	6,000,000	7/04/2026	31/03/2031	$0.0091
Class E	6,000,000	7/04/2026	31/03/2031	$0.0120
Class F	6,000,000	7/04/2026	31/03/2031	$0.0120

Performance rights carry no entitlement to dividends or right to vote. No performance rights were exercised, cancelled or lapsed during the current or prior financial year. No person entitled to exercise performance rights had or has any right by virtue of the options to participate in any share issue of any other body corporate.

Vesting conditions applicable to each Class of performance rights are as follows:

Tranche	Vesting Conditions
A	Vest 12 months from the date of issue, subject to the continuous service of the holder as a Director as at the relevant vesting date.
B	Vest 24 months from the date of issue, subject to the continuous service of the holder as a Director as at the relevant vesting date.
C	Vest 36 months from the date of issue, subject to the continuous service of the holder as a Director as at the relevant vesting date.
D	Vest 12 months from the date of issue if: the holder remains continuously employed as a Director (either in an executive or non-executive capacity) for a period of 12 months from the date of issue; and the Company's closing Share price achieves a volume weighted average price of $0.04 over 10 continuous trading days.
E	Vest 24 months from the date of issue if: the holder remains continuously employed as a Director (either in an executive or non-executive capacity) for a period of 24 months from the date of issue; and $10,000,000 worth of gold is sold by the Company within 24 months from the date of issue
F	Vest 36 months from the date of issue if: the holder remains continuously employed as a Director (either in an executive or non-executive capacity) for a period of 36 months from the date of issue; and the Company announcing a 500,000+ ounce JORC-compliant gold Mineral Resource Estimate across any of the tenements

Movements in Shares held by Key Management Personnel

2026	Balance at the start of the year	Granted as compensation	Shares issued in lieu of cash settlement of fees	Balance at end of reporting period
Mr Gavin Rezos	19,425,367	-	6,904,761	26,330,128
Mr Richard Poole	76,320,635	-	13,571,428	89,892,063
Mr J Daniel Moore	22,833,333	-	13,571,428	36,404,761

Movements in Share Options held by Key Management Personnel

2026	Balance at the start of the year	Granted as compensation	Shares issued in lieu of cash settlement of fees	Balance at end of reporting period
Mr Gavin Rezos	10,500,000	-	1,785,714	12,285,714
Mr Richard Poole	18,000,000	-	1,785,714	19,785,714
Mr J Daniel Moore	27,500,000	-	1,785,714	29,285,714

Movements in Performance Rights held by Key Management Personnel

2026	Balance at the start of the year	Granted as compensation	Net other change	Balance at end of reporting period
Mr Gavin Rezos	-	9,000,000	-	9,000,000
Mr Richard Poole	-	-	-	-
Mr J Daniel Moore	-	18,000,000	-	18,000,000

Voting and comments made at the Company's 2025 Annual General Meeting (AGM)

At the 2025 AGM, 99% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2025. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Additional Information

The earnings of the consolidated entity for the five years to 30 June 2026 are summarised below:

	2026	2025	2024	2023	2022
	$	$	$	$	$
Revenue	**-**	153,441	-	-	3,353,131
Gross loss	**(232,934)**	(750,333)	-	-	-
Loss after income tax	**(519,548)**	(2,155,811)	(1,246,085)	(3,120,020)	162,157

The factors that are considered to affect total shareholder return (TSR) are summarised below

	2026	2025	2024	2023	2022
Share price at financial year end (cents)	**1.1**	1.8	1.1	1.0	2.8
Total dividends declared (cents per share)	**-**	-	-	-	-
Basic earnings per share (cents per share)	**(0.06)**	(0.32)	(0.24)	(0.27)	0.07

End of remuneration report

Signed in accordance with a resolution of the directors.
Chairman
Sydney, 28 September 2026

Mineral Resources and Ore Reserves

Group mineral resources as at 30 June 2026 were estimated at 2,835,000 tonnes at 1.24g/t Au for 112,800 ounces of gold. Mineral resource figures have been prepared in accordance with the requirements of 2012 Edition of the 'Australasian Code for Reporting of Exploration Results'.

Mineral Resources

Project	Type	Cut off (g/t)	Indicated Tonnes (kt)	Indicated Gold grade (g/t)	Indicated Gold metal (koz)	Indicated Silver grade (g/t)	Indicated Silver metal (koz)	Inferred Tonnes (kt)	Inferred Gold grade (g/t)	Inferred Gold metal (koz)	Inferred Silver grade (g/t)	Inferred Silver metal (koz)	Total Tonnes (kt)	Total Gold grade (g/t)	Total Gold metal (koz)	Total Silver grade (g/t)	Total Silver metal (koz)
30 June 2026																	
East Menzies																	
Goodenough	Open Cut	0.50	1,271	1.38	56.4			87	1.72	4.8			1,358	1.40	61.2		
Gigante Grande	Open Cut	0.30	-	-	-			1,390	0.91	40.7			1,390	0.91	40.7		
Granny Venn	Open Cut	1.00	-	-	-			41	2.14	2.9			41	2.14	2.9		
Maranoa	Open Cut	1.00	-	-	-			46	5.70	8.0			46	5.70	8.0		
			1,271	1.38	56.4	0.0	0	1,564	1.13	56.4	0.0	0	2,835	1.24	112.8	0.0	0
30 June 2025																	
Mount Mackenzie	Open Cut																
Oxide		0.35	500	1.09	18.0	8.0	136	700	0.96	21.0	4.0	87	1,200	1.01	39.0	6.0	223
Primary		0.55	1,200	1.25	48.0	13.0	482	1,030	1.28	42.0	5.0	157	2,230	1.26	90.0	9.0	639
East Menzies																	
Goodenough	Open Cut	1.00	634	1.84	38.0			82.0	1.99	5.2			716	1.86	43.0		
Granny Venn	Open Cut	1.00	-	-	-			41.0	2.14	2.9			41	2.14	2.9		
Maranoa	Open Cut	1.00	-	-	-			46.0	5.7	8.0			46	5.70	8.0		
			2,334	1.38	104.0	7.4	618	1,899	1.32	79.1	3.7	244	4,233	1.35	182.9	5.7	862

Competent Persons Statement and Consent

The information in this table that relates to mineral resourcesof East Menzies is based on and fairly represents information compiled by Mr. Greg Hudson (member of the Australian Institute of Geoscientists) and Mr Phil Jankowski (member of the Australasian Institute of Mining and Metallurgy who are consultants for Giant Geological Consulting (Giant) and ERM Sustainable Mining Services (ERM) respectively. Giant and ERM have been contracted by Resources & Energy Group Limited to provide exploration management, advice and guidance to the company. Both Mr. Hudson and Mr Jankowski have sufficient technical experience that is relevant to the reporting of exploration results to qualify as a competent person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Hudson and Mr Jankowski consent to the inclusion in this release of the matters based on their information in the form and context in which it appears.

The information in this table that relates to mineral resources for the Mount mackenzie project is based on and fairly represents information compiled by Mr. Michael Johnstone and Mr Todd Axford and who are members of the Australasian Institute of Mining and Metallurgy, and Principal Consultants for Minerva Geological Services (MGS) and Geko-Co (GKC) respectively. MGS and GKC were previously contracted by Resources & Energy Group Limited (the Company) to provide exploration management, advice and guidance to the company. Both Mr. Axford and Mr Johnstone have sufficient technical experience that is relevant to the reporting of exploration results to qualify as a competent person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Axford and Mr Johnstone consent to the inclusion in this release of the matters based on their information in the form and context in which it appears.

This presentation contains information provided in releases made by the Company to the ASX on 26 February 2016, 21 June 2016 and 19 May 2020 concerning the Mt Mackenzie Resource and 11 June 2020, 3 November 2020, 14 January 2021, 22 March 2021, 4 May 2021 and 31 July 2026 concerning East Menzies. The Company is not aware of any new information or data that materially affects the information included in previous ASX announcements and that all material assumptions and technical parameters underpinning the estimates in the announcement continue to apply and have not materially changed.

Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the year ended 30 June 2026

	Notes	2026 $	2025 $
Revenue	4(a)	-	153,441
Cost of sales		(232,934)	(903,774)
Gross loss		(232,934)	(750,333)
Interest income	4(c)	31,836	3,673
Gain on sale of subsidiary	11	1,006,204	-
Corporate and other administration costs		(704,389)	(547,968)
Director fees		(359,200)	(377,300)
Employee benefits expense	4(b)	(112,939)	(176,412)
Depreciation		(2,572)	(959)
Impairment of exploration and evaluation costs	9	-	(42,360)
Share-based payments expense	18	(34,350)	(43,412)
Revaluation of investment		297,000	-
Insurance		(44,150)	(69,266)
Other expenses		(364,054)	(151,474)
Loss before income tax		(519,548)	(2,155,811)
Income tax expense	5	-	-
Loss after tax		(519,548)	(2,155,811)
Total comprehensive loss for the year		(519,548)	(2,155,811)
Total comprehensive loss is attributable to:			
Shareholders of Resource & Energy Group Limited		(519,486)	(2,154,698)
Non- controlling interests		(62)	(1,113)
		(519,548)	(2,155,811)
Earnings per share			
Loss per share (cents per share) – basic	16	(0.06)	(0.32)
Loss per share (cents per share) – diluted	16	(0.06)	(0.32)

This consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the notes to the financial statements.

Consolidated Statement of Financial Position

As at 30 June 2026

	Notes	2026 $	2025 $
Assets			
Current assets			
Cash and cash equivalents	6	872,675	17,354
Other assets	7	25,039	20,000
Inventory		77,100	-
Assets held for sale	11	-	1,478,809
Total current assets		974,814	1,516,163
Non-current Assets			
Property, plant and equipment	8	70,109	63,766
Exploration and evaluation assets	9	10,358,585	9,462,260
Other financial assets	10	1,782,000	-
Total non-current assets		12,210,694	9,526,026
Total assets		13,185,508	11,042,188
Liabilities			
Current liabilities			
Trade and other payables	12	1,106,559	1,898,827
Deposit on sale of asset	11	-	100,000
Provisions	13	12,329	15,245
Total current liabilities		1,118,888	2,014,072
Non-current liabilities			
Provisions	13	344,182	347,672
Total non-current liabilities		344,182	347,672
Total liabilities		1,463,070	2,361,744
Net assets		11,722,438	8,680,444
Equity			
Issued capital	14	42,422,102	38,952,910
Reserves	15	2,127,870	2,035,520
Accumulated losses		(32,743,612)	(32,224,126)
Total equity attributable to the shareholders of Resources & Energy Group Limited		11,806,360	8,764,304
Non-controlling interests	22	(83,922)	(83,860)
Total equity		11,722,438	8,680,444

This consolidated statement of financial position should be read in conjunction with the notes to the financial statements

Consolidated Statement of Changes in Equity

For the year ended 30 June 2026

	Issued capital $	Share option reserve $	Accumulated losses $	Non-controlling interests $	Total $
Balance at 1 July 2024	**38,496,219**	**1,990,308**	**(32,513,586)**	**2,361,410**	**10,334,351**
Total comprehensive loss for the year	-	-	(2,154,697)	(1,113)	(2,155,810)
Reclassification of NCI and accumulated losses			2,444,157	(2,444,157)	-
Share-based payment	-	43,412	-	-	43,412
Premium paid on issue of options		1,800			1,800
Issue of share capital	500,000	-	-	-	500,000
Transaction costs related to issue of share capital	(43,309)	-	-	-	(43,309)
Balance at 30 June 2025	**38,952,910**	**2,035,520**	**(32,224,126)**	**(83,860)**	**8,680,444**
Balance at 1 July 2025	**38,952,910**	**2,035,520**	**(32,224,126)**	**(83,860)**	**8,680,444**
Total comprehensive loss for the year	-	-	(519,486)	(62)	(519,548)
Share-based payment	-	92,350	-	-	92,350
Issue of share capital - placement	3,707,002	-	-	-	3,707,002
Transaction costs related to issue of share capital	(237,810)	-	-	-	(237,810)
Balance at 30 June 2026	**42,422,102**	**2,127,870**	**(32,743,612)**	**(83,922)**	**11,722,438**

This consolidated statement of changes in equity should be read in conjunction with the notes to the financial statements

Consolidated Statement of Cash Flows

For the year ended 30 June 2026

	Notes	2026 $	2025 $
Cash flows from operating activities			
Receipts from customers		**-**	153,441
Payments to suppliers and employees		**(2,104,645)**	(1,388,858)
Net cash flows used in operating activities	**6(b)**	**(2,104,645)**	(1,235,417)
Cash flows from investing activities			
Purchase of property, plant and equipment		**(8,916)**	(505)
Other assets - cash on deposit		**7,516**	-
Net cash inflow from disposal of subsidiary	**11**	**900,000**	100,000
Exploration and evaluation costs capitalised		**(896,325)**	(294,930)
Net cash flows used in investing activities		**2,275**	(195,435)
Cash flows from financing activities			
Share placement		**3,137,502**	430,000
Transaction costs on issue of shares		**(179,811)**	(43,310)
Premium paid on issue of options		**-**	1,800
Net cash flows provided by financing activities		**2,957,691**	388,490
Net increase/(decrease) in cash and cash equivalents		**855,321**	(1,042,362)
Cash and cash equivalents at beginning of period		**17,354**	1,059,716
Cash and cash equivalents at end of period	**6(a)**	**872,675**	17,354

This consolidated statement of cash flows should be read in conjunction with the notes to the financial statements

1 Corporate information

Resources Energy Group Limited (the "Company" or "REZ") is a listed public company incorporated and domiciled in Australia. The consolidated financial statements for the year ended 30 June 2026 comprise the Company and its controlled entities (together referred to as the "Group" or "Consolidated Entity").

The consolidated financial statements are presented in Australian dollars which is the Company's functional and presentation currency.

The consolidated financial statements were approved by the Board of Directors on 28 September 2026.

The principal accounting policies are set out below. These policies have been consistently applied unless otherwise noted.

2 Summary of material accounting policy information

a Basis of preparation

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

For the purposes of preparing the consolidated financial statements, the Company is a for-profit listed public entity.

Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the company and the Group comply with International Financial Reporting Standards ('IFRS').

The consolidated financial statements have been prepared on the basis of historical cost, except where assets or liabilities are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair values of the consideration given in exchange for goods and services. All amounts are presented in Australian dollars.

b 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 consolidated entity for the annual reporting period ended 30 June 2026. The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, 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 consolidated entity 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.

c New or amended Accounting Standards and Interpretations adopted

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

d Going Concern

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

As disclosed in the financial statements, the Group incurred a loss of $519,548 and had net cash outflows from operating activities of $2,104,645 for the year ended 30 June 2026. As at that date the Group had net current liabilities of $144,074. The ability to continue as a going concern and realised it exploration assets depend on a number of factors, the most significant of which is to source additional funding via capital raising to continue its operations with significant costs.

These factors indicate a material uncertainty which may cast significant doubt as to whether the Group will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

The Directors believe that there are reasonable grounds to believe that the Group will be able to continue as a going concern, after consideration of the following factors:

The Group’s ability to issue additional shares under the Corporations Act 2001 to raise further working capital; The Group has demonstrated its ability to raise capital via raised $2,899,692 net of costs during the year (per Note 14).

The ability for the directors to scale back activities in order to preserve cash when required.

If required, the Group has the ability to reduce discretionary spending in its consultancy expenditures.

Accordingly, the Directors believe that the consolidated entity will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

Should the Group be unable to continue as a going concern it may be required to realise its assets and discharge its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount of liabilities that might result should the Group be unable to continue as a going concern and meet its debts as and when they fall due.

e Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

f Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimate uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Carrying value of exploration, evaluation and development assets

The Group capitalises expenditure relating to exploration, evaluation and mine development where it is considered likely to be recoverable or where the activities have not reached a stage which permits a reasonable assessment of the existence of reserves. While there are certain areas of interest from which no reserves have been extracted, the directors are of the continued belief that such expenditure should not be written off since feasibility studies in such areas have not yet concluded.

The Group reclassifies exploration and evaluation expenditure to mine development assets when the Board assess that the mine has reached a point where it is certain that extraction of ore will commence in the immediate future.

Determination of rehabilitation provision

Significant estimates and assumptions are required in determining the provision for mine rehabilitation as there are many transactions and other factors that will affect the ultimate liability payable to rehabilitate the mine sites. Factors that will affect this liability include changes in technology, changes in regulations, price increases, changes in timing of cash flows which are based on life of mine plan and changes in discount rates. When these factors change or become known in the future, such differences will impact the mine rehabilitation provision in the period in which they change or become known.

Share based payments

The costs of the share-based payments are calculated on the basis of the fair value of the equity instrument at grant date. Determining the fair value assumes choosing the most suitable valuation model for these equity instruments, by which the characteristics of the grant have a decisive influence. This assumes also the input into the valuation model of some relevant judgments, like the estimated expected life of the share option and the market volatility of the Company's ordinary shares.

The judgments made and the model used are further detailed in Note 18.

Fair value measurement hierarchy

The consolidated entity is required to classify all assets and liabilities, measured at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being: Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date; Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and Level 3: Unobservable inputs for the asset or liability. Considerable judgement is required to determine what is significant to fair value and therefore which category the asset or liability is placed in can be subjective.

The fair value of assets and liabilities classified as level 3 is determined by the use of valuation models. These include discounted cash flow analysis or the use of observable inputs that require significant adjustments based on unobservable inputs. Refer to Note 10 for further information.

g Revenue recognition

The core principle of AASB 15 is that revenue is recognised on a basis that reflects the transfer of promised goods or services to customers at an amount that reflects the consideration the Group expects to receive in exchange for those goods or services. Revenue is recognised by applying a five-step model as follows:

1. identifying the contract with a customer;
2. identifying the performance obligations;
3. determining the transaction price;
4. allocating the transaction price to the performance obligations; and
5. recognising revenue when/as performance obligation(s) are satisfied.

Sale of goods

Revenue from sales of gold is recognised when control of the goods has transferred, being the point in time when the goods have been shipped to the customer. Revenue is only recognised where it is highly probable that a significant reversal of revenue will not occur and control gets completely passed on to the customers.

Other income

Other income is recognised on an accruals basis when the Company is entitled to it.

h Borrowing costs

Borrowing costs are recognised as an expense when incurred.

i Cash and short-term deposits

Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand, short-term deposits and highly liquid investments with a maturity of three months or less.

For the purposes of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits as defined above.

j Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at fair value through profit or loss

Financial assets not measured at amortised cost or at fair value through other comprehensive income are classified as financial assets at fair value through profit or loss. Typically, such financial assets will be either: (i) held for trading, where they are acquired for the purpose of selling in the short-term with an intention of making a profit, or a derivative; or (ii) designated as such upon initial recognition where permitted. Fair value movements are recognised in profit or loss.

Impairment of financial assets

The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

k Income tax

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred income tax liabilities are recognised for all taxable temporary differences except:

when the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or

when the taxable temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, and the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the deductible temporary difference is associated with investments in subsidiaries, associates or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

Resources & Energy Group Limited (the 'head entity') and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime. The head entity and each subsidiary in the tax consolidated group continue to account for their own current and deferred tax amounts. The tax consolidated group has applied the 'separate taxpayer within group' approach in determining the appropriate amount of taxes to allocate to members of the tax consolidated group.

In addition to its own current and deferred tax amounts, the head entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from each subsidiary in the tax consolidated group.

l Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST except:

- when the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables, which are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

Cash flows are included in the Cash Flow Statement on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

m Property, plant and equipment

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated using a combination of straight-line and diminishing-value basis over the estimated useful life of all assets.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Property, plant and equipment are depreciated over periods of three to five years.

n Exploration and evaluation expenditure

Exploration and evaluation activity involves the search for mineral resources, including gold and copper, and includes assessing all available geophysical data including gravity, magnetic and seismic and collation of additional data; exploratory drilling; determining and examining the volume and grade of the resource; and cost of acquisition of exploration tenements.

Administration costs that are not directly attributable to a specific exploration area are charged to the profit or loss. Licence costs paid in connection with a right to explore in an existing exploration area are capitalised and amortised over the term of the permit. Exploration and evaluation expenditure is capitalised in respect of each identifiable area of interest as the exploration and evaluation activity has not reached a stage which permits a reasonable assessment of the existence of commercially recoverable gold deposits that are of sufficient scale to support the project concept.

As the asset is not available for use, it is not depreciated. All capitalised exploration and evaluation expenditure is monitored for indication of impairment. Where a potential impairment is indicated, assessment is performed for each area of interest in conjunction with the group of operating assets (representing a cash generating unit) to which the exploration is attributed. When production commences, the assets for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

Accumulated exploration and evaluation expenditure in relation to an abandoned area are written-off in full in profit and loss in the period in which the decision of abandon the area is made.

o Site restoration

Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal and rehabilitation of the site in accordance with the requirements of the mining permits. Such costs are determined using estimates of future costs, current legal requirements and technology.

Costs of site restoration are recognised in full at present value as a non-current liability. An equivalent amount is capitalised as part of the cost of the asset when an obligation arises to decommission or restore a site to a certain condition after abandonment as a result of bringing the assets to its present location. In determining the costs of site restoration there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation.

p Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's ("CGU's") fair value less costs to sell and its value-in-use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGU's to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses are recognised in the income statement in expenses.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the income statement unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

q Non-current assets held for sale and discontinued operations

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

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

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

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

r Share-based payment transactions

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instrument at the grant date. Fair value is measured by use of either a binominal or Black Scholes model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

Further details on how the fair value of equity-settled share-based transactions has been determined can be found in Note 18.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods and services received, except where the fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service. For cash-settled share-based payments, a liability equal to the portion of the goods or services received is recognised at the current fair value determined at each reporting date, with any changes in fair value recognised in profit or loss for the year.

s Employee benefits provision

Provision is made for employee benefits accumulated as a result of employees rendering services up to the reporting date. These benefits include wages and salaries, annual leave, and long service leave.

Liabilities arising in respect of wages and salaries, annual leave and any other short-term employee benefits are measured at their nominal amounts based on remuneration rates which are expected to be paid when the liability is settled. All other employee benefit liabilities are measured at the present value of the estimated future cash outflow to be made in respect of services provided by employees up to the reporting date. In determining the present value of future cash outflows, the market yield as at the reporting date on national government bonds, which have terms to maturity approximating the terms of the related liability, are used.

t Contributed equity

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.

u Comparatives

Where necessary, comparatives have been reclassified and repositioned for consistency with current year disclosures.

v 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.

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

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

3 Segment information

The Group operates in the mineral exploration industry in Australia. For management purposes, the Group is organized into one main operating segment which involves the exploration of minerals in Australia. All of the Group's activities are interrelated and discrete financial information is reported to the Board (Chief Operating Decision Maker) as a single segment. Accordingly, all significant operating decisions are based upon analysis of the Group as one segment. The financial results from this segment are equivalent to the financial statements of the Group as a whole.

4 Other income and expenses

	Note	2026 $	2025 $
(a) Revenue			
Sale of gold		**-**	153,441
(b) Employee benefits expense			
Wages and salaries		**97,856**	174,978
Superannuation benefits		**15,083**	1,434
Total employee benefits expense		**112,939**	176,412
(c) Finance income			
Interest expense - borrowings		**-**	30
Less: interest income		**(31,836)**	(3,703)
Finance income (net)		**(31,836)**	(3,673)

5 Income tax expense

	Note	2026 $	2025 $
Numercial reconciliation of income tax expense and tax at the statutory rate			
Loss before income tax		**(519,548)**	(2,155,811)
Tax at statuory rate of 25% (2025: 25%)		**(129,887)**	(538,952)
Tax effect amounts which are not deducitble/(taxable) in calculating taxable income			
Share-based payment		**8,588**	10,853
Carry forwarded losses not recognised		**121,299**	528,099
Income tax expense		**-**	-

The Group has estimated tax losses as at 30 June 2026 of $23,257,218 (2025: $28,540,782). The benefit relating to these losses has not been recognised in the financial report as it is not probable that future taxable profit will be available against which the Group would be able to utilise these losses.

Tax returns for the Group for the year ended 2026 are in progress at the date of this report.

Current and prior year tax losses will only be available to offset against future profits if:
(i) the Group and the Company derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised;

(ii) the Group and the Company continue to comply with the conditions for deductibility imposed by tax legislation; and

(iii) no changes in tax legislation adversely affect the Group and the Company in realising the benefit from the deductions for the losses.

The Company and its wholly owned entities have formed a consolidated income tax group from 1 July 2024.

6 Cash and cash equivalents

		Note	2026 $	2025 $
(a)	Cash at bank		**115,160**	17,354
	Cash on deposit		**757,515**	-
			872,675	17,354

Cash at bank earns interest at floating rates based on daily bank deposit rates.

(b) **Reconciliation from the net profit after tax to the net cash flows from operations**

	2026	2025
Loss after tax	**(519,548)**	(2,155,811)
Adjustments for:		
Depreciation and amortisation	**2,572**	959
Share-based payments	**34,350**	43,412
Revaluation of other assets	**(297,000)**	-
Impairment of exploration costs	**-**	42,360
Gain on sale of subsidiary	**(1,006,204)**	
Directors fees and supplier amounts offset against issue of shares	**569,500**	50,000
Interest accrued	**(12,555)**	-
Other	**(3,476)**	(7,393)
Changes in operating assets and liabilities, net of effects from purchase of controlled entity		
(Increase) in inventory	**(77,100)**	-
Increase/(decrease) in payables	**(792,268)**	807,429
Decrease in provision for annual leave	**(2,916)**	(16,373)
Net cash used in operating activities	**(2,104,645)**	(1,235,417)

(c) Non-cash transactions

During the reporting period the Company made the following issues of ordinary shares for non-cash consideration (refer Note 14):

23,333,333 ordinary shares at 1.5 cents to directors in lieu of payment of fees owed of $350,000;
2,000,000 ordinary shares at 1.5 cents to a supplier in lieu of payment of amounts owed of $30,000;
10,714,284 ordinary shares at 1.4 cents to directors in lieu of payment of fees owed of $150,000;
1,100,000 ordinary shares at 1.3 cents to a supplier in lieu of payment of amounts owed of $14,300;
1,800,000 ordinary shares at 1.4 cents to a supplier in lieu of payment of amounts owed of $25,200;

7 Other assets

	Note	2026 $	2025 $
Deposits		**25,039**	20,000

Deposits of $20,000 (2025: $20,000) are subject to a charge refer Note 19.

8 Property, plant and equipment

	Freehold land $	Plant and equipment $	Total $
At 30 June 2026			
Cost	**61,500**	**30,296**	**91,796**
Accumulated depreciation	**-**	**(21,687)**	**(21,687)**
Net carrying amount	**61,500**	**8,609**	**70,109**
Movement in property, plant and equipment			
Carrying amount at the beginning of the year	61,500	2,266	63,766
Additions	-	8,915	8,915
Depreciation charge for the year	-	(2,572)	(2,572)
Carrying amount at the end of the year	61,500	8,609	70,109

	Freehold land $	Plant and equipment $	Total $
At 30 June 2025			
Cost	61,500	21,381	82,881
Accumulated depreciation	-	(19,115)	(19,115)
Net carrying amount	61,500	2,266	63,766
Movement in property, plant and equipment			
Carrying amount at the beginning of the year	91,500	1,087	92,587
Additions	-	2,138	2,138
Depreciation charge for the year	-	(959)	(959)
Transfer from assets held for sale	(30,000)	-	(30,000)
Carrying amount at the end of the year	61,500	2,266	63,766

9 Exploration and evaluation assets

	Note	2026 $	2025 $
Exploration and evaluation asset - at cost		**10,358,585**	9,462,260
Movement in exploration and evaluation assets			
Carrying amount at the beginning of the year		**9,462,260**	10,637,330
Additions - other		**896,325**	320,693
Remeasurement of rehabilitation provision		**-**	16,597
Impairment		**-**	(42,360)
Assets held for sale		**-**	(1,470,000)
Carrying amount at the end of the year		**10,358,585**	9,462,260

Exploration licenses are carried at cost of acquisition less impairment losses. The 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. The recoverable amount of development expenditure is determined as the higher of its fair value less costs to sell and its value in use.

10 Other financial asset

	2026 $	2025 $
Equity securities at FVTPL	**1,782,000**	-

During the year the Group received 33,000,000 ordinary shares in QMines Limited (ASX:QML) at an issue price of $0.045 each as part of the consideration for the sale of its holding in Mount Mackenzie Mines Pty Limited (refer Note 11). At the reporting date the increase in quoted value per share to $0.054 resulted in a gain being recorded in the Statement of Profit and Loss of $297,000.

Fair value measurement

The following tables detail the consolidated entity's assets and liabilities, measured or disclosed at fair value using a three level hierarch, based on the lowest level of input that is significant to the entire measurement, being:

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

Level 2: Inputs other than quote prices included within Level 1 that are observable for the asset or liability either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

	Level 1 $	Level 2 $	Level 3 $	Total $
Assets				
Ordinary shares at fair value through profit or loss	**1,782,000**	-	-	**1,782,000**

There were no transfers between levels during the reporting period.

11 Disposal of subsidiary

During the prior reporting period the Company entered into discussions with a prospective purchaser for the sale of its interests in Mount Mackenzie Mines Pty Limited (MM) and on 15 April 2025 entered into a conditional heads of agreement. The heads of agreement provided time for the purchaser to conduct due diligence and arrange the necessary funding for the acquisition. Consideration for the sale of MM consisted of $1 million in cash and $1.485 million in the form of 33 million shares to be issued by the purchaser, QMines Limited (ASX:QML) . On signing of the heads of agreement a deposit of $100,000 was paid to the Company. The sale process was subsequently completed on 7 July 2025 when the balance owing of $900,000 was received together with the 33 million shares in QML. Accordingly as at 30 June 2025 the carrying value value of MM in the financial statements had been reclassified to be an asset held for sale.

The major classes of assets and liabilities of MM classified as held for sale are as follows.	Note	2026 $	2025 $
Property plant and equipment		-	30,000
Exploration and evaluation assets		-	1,470,000
Payables		-	(21,191)
Total asset held for sale		**-**	**1,478,809**
Deposit paid on signing heads of agreement		-	100,000
Net cash inflow from disposal of subsidiary		**900,000**	-
<u>Gain on disposal</u>			
Consideration			
Deposit paid on signing heads of agreement		**100,000**	-
Cash paid on settlement		**900,000**	-
Issue of shares by QMines Limited		**1,485,000**	-
		2,485,000	-
Net assets disposed			
Property, plant and equipment		**30,000**	-
Exploration expenditure		**1,470,000**	-
Trade payables		**(21,204)**	-
		1,478,796	-
Gain on disposal		**1,006,204**	-

12 Trade and other payables

	2026 $	2025 $
Amounts owed to directors	**651,321**	815,012
Other payables	**455,238**	1,105,006
Less: payables included in assets held for sale	**-**	(21,191)
	1,106,559	1,898,827

13 Provisions

	2026	2025
	$	$
Current		
Employee entitlements	**12,329**	15,245
Non-Current		
Rehabilitation provision	**344,182**	347,672
Total provisions	**356,511**	362,917

Movement in provisions

	Employee benefits	Rehabilitation	Total
	$	$	$
At 30 June 2026			
Carrying amount at the beginning of the year	15,245	347,672	362,917
Remeasurement of provision	(2,916)	(3,490)	(6,406)
Carrying amount at the end of the year	12,329	344,182	356,511

	Employee benefits	Rehabilitation	Total
	$	$	$
At 30 June 2025			
Carrying amount at the beginning of the year	31,618	331,075	362,693
Remeasurement of provision	(16,373)	16,597	224
Carrying amount at the end of the year	15,245	347,672	362,917

14 Issued capital

	2026 $	2025 $
929,277,345 fully paid ordinary shares (2025: 671,639,122)	**42,422,102**	38,952,910

Movements in fully paid ordinary shares

	Date	$/share	Number	$
Balance	1/07/2024		646,639,122	38,496,219
Issue of shares - cash	19/08/2024	$0.020	22,500,000	450,000
Placement - settlement of director fees	27/11/2027	$0.020	2,500,000	50,000
Cost of equity issues				(43,309)
Balance	30/06/2025		**671,639,122**	**38,952,910**
Issue of shares - cash	17/07/2025	$0.015	**75,833,466**	**1,137,502**
Placement - settlement of director fees	17/09/2025	$0.015	**23,333,333**	**350,000**
Placement - settlement of supplier amounts	17/09/2025	$0.015	**2,000,000**	**30,000**
Placement - cash	22/12/2025	$0.014	**142,857,140**	**2,000,000**
Placement - settlement of director fees	7/04/2026	$0.014	**10,714,284**	**150,000**
Placement - settlement of supplier amounts	9/06/2026	$0.013	**1,100,000**	**14,300**
Placement - settlement of supplier amounts	9/06/2026	$0.014	**1,800,000**	**25,200**
Cost of equity issues			**-**	**(237,810)**
Balance	**30/06/2026**		**929,277,345**	**42,422,102**

15 Reserves

	2026 $	2025 $
Share option reserve		
Balance at the beginning of the financial year	**2,035,520**	1,990,308
Share based payment - performance rights	**34,350**	43,412
Share based payment - options issued to broker on placement	**58,000**	-
Option premium paid	**-**	1,800
Balance at the end of the financial year	**2,127,870**	2,035,520

(i) Reserve arises on the issue of options in payment for services or fees. Further information on options issued is shown in Note 18 to the financial statements.

16 Earnings per share

	2026 cents per share	2025 cents per share
Basic and diluted Loss per share	**(0.06)**	(0.32)

The following reflects the income and share data used in the basic and diluted earnings per share calculations:	2026 $	2025 $
Loss attributable to the owners of the Company used in the calculation of basic and diluted earnings per share of continuing operations	**(519,486)**	(2,154,698)

	2026 Number	2025 Number
Weighted average number of ordinary shares for basic earnings per share	**841,252,133**	667,530,366

Share options on issue that have been assessed as being dilutive for the purpose of calculating earnings per share have been excluded from the calculation of earnings per share as the Group has incurred a loss after tax. In that circumstance the inclusion of share options would reduce the loss per share and present a misleading result.

17 Financial instruments

(a) Financial risk management objectives

The Group's financial instruments consist mainly of deposits with banks, accounts receivable and payable. The main purpose of non-derivative financial instruments is to raise finance for Group operations. The directors consider that the limited risks mean there is no need to enter into risk management strategies involving derivative instruments.

The Group is exposed to credit risk, liquidity risk and interest rate risk. There have been no substantive changes in the types of risks the Group is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

The Group manages liquidity risk by a combination of maintaining cash reserves, banking facilities and continuously monitoring forecast and actual cash flows. Ultimate responsibility for liquidity risk management rests with the board of directors, which has built an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. Risks are managed through sensitivity analysis to model the impact of changes upon the Group's profits.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date of recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements.

(b) Material accounting policies

Details of the material accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 2 to the financial statements.

(c) Fair value of financial instruments

The fair values of financial assets and financial liabilities are determined as follows:

- the fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices; and
- the fair value of other financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

(d) Categories of financial instruments

The following table details the carrying amounts and fair values of the Group's financial assets and financial liabilities. The directors consider that the carrying amounts of financial assets and liabilities recorded at amortised cost in the financial statements approximate their fair values.

	Note	2026 $	2025 $
Financial assets			
Cash and cash equivalents	6	**872,675**	17,354
Other assets	7	**25,039**	-
		897,714	17,354

	Note	2026 $	2025 $
Financial liabilities			
Liabilities measured at amortised cost:			
Trade and other payables	12	**1,106,559**	1,898,827
		1,106,559	1,898,827

(e) Credit risk exposures

Credit risk arises principally from the Group’s receivables and cash and bank balances. Credit risk is kept continually under review and managed to reduce the incidence of material losses being incurred by the non-receipt of monies due. The Group’s financial assets include trade and other receivables and loans to related entities.

The maximum exposure to credit risk on financial assets of the Group which has been recognised on the balance sheets is generally the carrying amount, net of any provisions for doubtful debts. The Group has no significant concentrations of credit risk with any single counterparty or group of counterparties. The Group's financial assets are limited to credit risk exposures to Australia on a geographical basis. Trade and other receivables that are neither past due nor impaired are limited to a few counterparties which are considered credit worthy.

2026

	Interest rates	Contractual repayment amount $	6mths or less $	6-12 mths $	1-5 years $
Cash and cash equivalents	0.0%	115,160	115,160	-	-
Cash on deposit	4.75%	757,515	757,515	-	-
Cash and cash equivalents		872,675	872,675		
Other assets	4.00%	25,039	25,039	-	-
		897,714	**897,714**	**0**	**0**

2025	Interest rates	Contractual repayment amount $	6mths or less $	6-12 mths $	1-5 years $
Cash and cash equivalents	0.0%	17,354	17,354	-	-

(f) Liquidity risk management

The board has put in place liquidity risk management policies for the management of the Group’s short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by having a combination of:

- continuously monitoring forecast and actual cash flows;
- having in place loan facilities structured to grow as the size of the business increases; and
- arranging issues of securities as required.

To the extent possible maturity profiles of financial assets and liabilities are matched.

The board reviews the capital structure on a regular basis. The board does not have a set debt level target however the level of borrowings is in line with expectations.

The following tables detail the Group’s remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group could be required to pay. The table includes principal and interest cash flows at the face value of the amount owing and therefore the figures differ from those shown in the financial statements.

2026	**Interest rate**	**Contractual repayment amount**	**Less than 1 year**	**1-5 years**
		$	$	$
Trade payables	**-**	**1,106,559**	**1,106,559**	**-**

2025	Interest rate	Contractual repayment amount	Less than 1 year	1-5 years
		$	$	$
Trade payables	-	1,898,827	1,898,827	-

The table below reflects an undiscounted view of the contractual maturity for financial liabilities and cash flows expected to be realised from financial assets. Actual timing may differ from that disclosed. The timing of the cash flows presented in the table to settle financial liabilities reflects the earliest contractual settlement dates.

	Within 1 Year		**1 to 5 Year**		**Total**	
	2026	2025	**2026**	2025	**2026**	2025
	$	**$**	**$**	**$**	**$**	$
Group financial liabilities due for payment						
Trade payables	**1,106,559**	1,898,827	**-**	-	**1,106,559**	1,898,827
Total contractual and expected outflows	**1,106,559**	1,898,827	**-**	-	**1,106,559**	1,898,827
Group financial assets - cash flows realisable						
Cash and cash equivalents	**872,675**	17,354	**-**	-	**872,675**	17,354
Net outflows	**233,884**	1,881,473	**-**	-	**233,884**	1,881,473

(g) Foreign currency risk management

At its current stage of development the Group is indirectly exposed to foreign currency risk, in respect of the market price for gold which is based in US dollars.

(h) Commodity price risk management

At its current stage of development the Group is indirectly exposed to commodity price risk, in respect of the market price for gold.

(i) Sensitivity analysis of risk factors

At 30 June 2026, the effect on profit and equity as a result of changes in interest rates, with all other variables remaining constant, would not have a material impact.

18 Share-based payments

(a) The Company has the following share options outstanding under share based plans:

	2026		2025	
	Number of options	**Weighted average exercise price**	Number of options	Weighted average exercise price
Balance at the beginning of the financial year	**170,000,000**	**$0.056**	133,000,000	$0.058
Granted	**98,035,712**	**$0.040**	37,000,000	$0.048
Expired	**(15,000,000)**	**$0.050**	-	-
Balance at the end of the financial year	**253,035,712**	**$0.050**	170,000,000	$0.056
Exercisable at the end of the financial year	**241,035,712**	**$0.049**	158,000,000	$0.053

Share options outstanding at the end of the year have the following expiry date and exercise prices

Class	**Vesting Condition**	**Grant date**	**Expiry date**	**Exercise price**	**Number of share options 2026**	Number of share options 2025
Class P (i)	Vested	14/10/2020	30/09/2025	$0.050	**-**	15,000,000
Class R	Vested	15/07/2021	31/08/2026	$0.080	**8,000,000**	8,000,000
Class S	Vested	14/09/2021	31/08/2026	$0.080	**21,000,000**	21,000,000
Class T	Vested	14/09/2021	31/08/2026	$0.080	**11,000,000**	11,000,000
Class U	Vested	27/10/2021	31/08/2026	$0.080	**8,000,000**	8,000,000
Class V (Tranche A)	Vested	24/11/2022	24/11/2027	$0.080	**8,000,000**	8,000,000
Class V (Tranche B and C)	Note (ii)	24/11/2022	24/11/2027	$0.080	**12,000,000**	12,000,000
Class W	Vested	19/03/2024	1/11/2027	$0.012	**12,500,000**	12,500,000
Class X (iv)	Vested	Refer below	25/06/2027	$0.040	**154,535,712**	31,500,000
Class Y	Vested	25/06/2024	25/06/2027	$0.025	**6,000,000**	6,000,000
Class Z (iii)	Vested	20/08/2024	15/06/2027	$0.040	**-**	22,500,000
Class AA	Vested	13/09/2024	13/09/2028	$0.050	**6,000,000**	6,000,000
Class AB	Vested	13/09/2024	13/09/2029	$0.080	**6,000,000**	6,000,000
Class AC (iii)	Vested	27/11/2024	15/06/2027	$0.040	**-**	2,500,000
					253,035,712	170,000,000

(i) Class P options expired unexercised.

(ii) Options vest according to the following conditions:

Tranche B 6,000,000: Vest upon the later of generation of $3 million of free cash flow from gold extraction from the Menzies project; and remain engaged with REZ for a period of 2 years from date of appointment.

Tranche C 6,000,000: Vest upon either

1. the inferred and indicated gold resource of the Menzies project being increased by 200,000 ounces over the reported balance as of 30 June 2022; or
2. the indicated and inferred gold resource of the Mount Mackenzie project increasing by 140,000 ounces over the reported balance as of 30 June 2022; or
3. the commencement or ore extraction at the Mount Mackenzie project.

and remained engaged with REZ for a period of 2 years from date of appointment.

During the reporting period the Group disposed of its interest in Mount MacKenzie Mines Pty Limited and therefore the vesting conditions 2 and 3 for Tranche C can no longer be achieved.

(iii) Expiry dates of Classes Z and AC have been adjusted to 25 June 2027 (previously 15 June 2027) and then merged with Class X.

(iv) Movement in Class X options on issue

	Grant date	**Expiry date**	**Exercise price**	**Number of share options 2026**	Number of share options 2025
Opening balance		25/06/2027	$0.04	**31,500,000**	31,500,000
Class Z merged	20/08/2024	25/06/2027	$0.04	**22,500,000**	-
Class AC merged	27/11/2024	25/06/2027	$0.04	**2,500,000**	-
Placement options - investors	14/12/2025	25/06/2027	$0.04	**71,428,570**	-
Placement options - directors	14/12/2025	25/06/2027	$0.04	**5,357,142**	-
Advisor to placement	16/12/2025	25/06/2027	$0.04	**20,000,000**	-
Advisor to placement	15/07/2025	25/06/2027	$0.04	**1,250,000**	-
Closing balance				**154,535,712**	31,500,000

(v) Details of share options granted during the current year in consideration for services:

	Class X	**Class X**
	Advisor to placement	**Advisor to placement**
Grant date	16/12/2025	15/07/2025
Expiry date	25/06/2027	25/06/2027
Exercisable from	16/12/2025	15/07/2025
Exercise price	$0.040	$0.040
Number of options issued	20,000,000	1,250,000
Fair value at grant date	$48,000	$10,000
Fair value at grant date per option	$0.0024	$0.0080
Vesting conditions	na	na

The fair values of the share options were determined using the following parameters:

		Class X Advisor to placement	Class X Advisor to placement
Expected volatility of ordinary shares	%	80.00%	80.00%
Risk free interest rate	%	4.01%	4.35%
Underlying share price at valuation date	$/share	$0.016	$0.014
Weighted average life of option	years	1.5	1.9
Exercise price	$/share	$0.040	$0.040
Valuation method		Binomial	Binomial

(b) The Company has the following performance rights outstanding under share based plans:

	2026		2025	
	Number of rights	**Weighted average exercise price**	Number of rights	Weighted average exercise price
Balance at the beginning of the financial year	**-**	**$0.000**	-	$0.000
Granted	**27,000,000**	**$0.000**	-	$0.000
Balance at the end of the financial year	**27,000,000**	**$0.000**	-	$0.000
Exercisable at the end of the financial year	**-**	**$0.000**	-	$0.000

The number and vesting conditions for each tranche of rights is as follows:

Tranche	Number	Vesting Conditions
A	3,000,000	Vest 12 months from the date of issue, subject to the continuous service of the holder as a Director as at the relevant vesting date.
B	3,000,000	Vest 24 months from the date of issue, subject to the continuous service of the holder as a Director as at the relevant vesting date.
C	3,000,000	Vest 36 months from the date of issue, subject to the continuous service of the holder as a Director as at the relevant vesting date.
D	6,000,000	Vest 12 months from the date of issue if: the holder remains continuously employed as a Director (either in an executive or non-executive capacity) for a period of 12 months from the date of issue; and the Company's closing Share price achieves a volume weighted average price of $0.04 over 10 continuous trading days.
E	6,000,000	Vest 24 months from the date of issue if: the holder remains continuously employed as a Director (either in an executive or non-executive capacity) for a period of 24 months from the date of issue; and $10,000,000 worth of gold is sold by the Company within 24 months from the date of issue.
F	6,000,000	Vest 36 months from the date of issue if: the holder remains continuously employed as a Director (either in an executive or non-executive capacity) for a period of 36 months from the date of issue; and the Company announcing a 500,000+ ounce JORC-compliant gold Mineral Resource Estimate across any of the tenements.
	27,000,000	

Details of performance rights granted during the current year:

	Tranches A, B & C	Tranches D	Tranches E and F
Grant date	7/04/2026	7/04/2026	7/04/2026
Expiry date	31/03/2031	31/03/2031	31/03/2031
Exercisable from	On vesting	On vesting	On vesting
Exercise price	$0.000	$0.000	$0.000
Number of rights issued	9,000,000	6,000,000	12,000,000
Fair value at grant date	$108,000	$54,600	$144,000
Fair value at grant date per option	$0.0120	$0.0091	$0.0120

The fair values of the share options were determined using the following parameters:

		Tranches A, B & C	Tranches D	Tranches E and F
Expected volatility of ordinary shares	%	80.00%	80.00%	80.00%
Risk free interest rate	%	4.68%	4.68%	4.68%
Underlying share price at valuation dat	$/share	$0.012	$0.012	$0.012
Weighted average life of option	years	5.0	5.0	5.0
Valuation method		Binomial pricing	Binomial pricing	Binomial pricing

(c) Share-based payments expense

	2026 $	2025 $
Current year expense - options	**-**	43,412
Current year expense - performance rights	**34,350**	-
	34,350	43,412

19 Contingent liabilities

	2026 $	2025 $
Corporate and management fees	**493,364**	493,364

Amounts invoiced by a director related entity (refer Note 21) in prior years are not payable unless and until the Group has a proven mineral resources of gold or the equivalent value of another mineral as follows:

a) $246,682 when the Company has announced a resource of 400,000 ounces of gold; and
b) $246,682 when the Company has announced a resource of 600,000 ounces of gold.

Bank guarantees	**20,000**	20,000

Bank guarantees are issued on behalf of the Group by its bankers. The guarantees provide that the financier will honour the Group's obligations under specific agreements and are secured against monies held on deposit of $20,000 (2025: $20,000) (refer Note 7). No material losses are expected.

20 Tenement lease commitments

Minimum expenditure commitment on tenement leases
The Group held exploration mineral licences in relation to its mines located at East Menzies, Western Australia for which minimum expenditure is required to comply with license conditions. Amounts committed but not provided for and payable:

	2026 $	2025 $
Within one year	**394,921**	395,715
One year or later and no later than for five years	**667,225**	747,729
Over 5 years	**597,505**	670,205
	1,659,651	1,813,649

21 Key management personnel disclosures

Key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Group. Key management personnel consists of the directors of the Company and senior management of the Group as defined in the Remuneration Report section of the Directors' Report.

(a) Compensation of Key Management Personnel

The aggregate compensation made to key management personnel of the Group is set out below. The remuneration shown includes all amounts incurred for the year. Further details of the compensation of key management personnel is contained in the Directors' Report in the Remuneration Report section.

	2026	2025
	$	$
Short-term	**370,079**	358,200
Share-based payments	**34,350**	-
	404,429	358,200

(b) Other transactions with key management personnel

Richard Poole

Transactions with, or with persons or entities associated with, Mr Richard Poole, a director of the Company, during the financial year were as follows:

The Company has entered into a Corporate Advisory and Business Development Mandate (Agreement) with entities ultimately controlled by interests associated with Mr Richard Poole (Arthur Phillip). The Agreement provides for the payment of fees for the raising of debt or equity capital and the charging of costs associated with the administration of the Group.

Arthur Phillip invoiced fees and expenses for the provision of management, accounting, office administration, consulting and company secretarial services to the Company, consisting of the following:

	2026	2025
	$	$
Accounting and company secretarial services	**119,900**	119,000
Management services	**132,000**	132,000
	251,900	251,000

At the end of the financial year the following amounts for fees were owing incurred in the current or prior years:

$493,364 for fees owing in prior years, which is subject to performance conditions, is included as a contingent liability (refer Note 19).

$317,000 for fees owing for services provided by a director related entity included in payables in the financial statements. Movements in the amount owing are as follows:

Director	Amount owing 30 June 2025	Amounts incurred	Paid in cash	Settled via share issue	Amount owing 30 June 2026
	$	$	$	$	$
Mr Richard Poole	407,850	251,900	(170,250)	(172,500)	317,000

Movements during the financial year ended of amounts owing and cash payments or issue of shares and options in lieu of cash payments are set out below:

Director	Issue date	Shares issued	Issue price per share	Value offset against fees
		#	$	$
Mr Richard Poole [2]	17/09/2025	8,716,667	$0.015	130,750
	7/04/2026 [1]	2,982,142	$0.014	41,750
		11,698,809		**172,500**

Note 1 - In addition to the number of shares issued, consistent with the terms of a placement made to investors each of the directors were also issued 1:2 options with an expiry date of 25 June 2027 and an exercise price of $0.04.

Note 2 - The shares and options issued to related parties of Mr Poole included amounts issued to settled fees for services other than directors fees. The value of shares issued has been apportioned pro-rata against outstanding directors fees and fees charged by a related entity for advisory and oiffce services.

22 Interests in subsidaries

The consolidated financial statements include the financial statements of the Company and its controlled entities listed in the following table. The Company is the ultimate Australian parent entity and the ultimate parent of the Group.

Name	Country of incorporation	% Equity interest 2026	% Equity interest 2025
Radio Gold Pty Limited	Australia	**100.00%**	100.00%
Menzies Goldfield Pty Limited	Australia	**100.00%**	100.00%
Deep Energy Pty Limited	Australia	**51.85%**	51.85%
Resource & Energy Operations Pty Limited (i)	Australia	**0.00%**	100.00%
Mount Mackenzie Mines Pty Limited (ii)	Australia	**0.00%**	100.00%

During the reporting period:

(i) Resources & Energy Operatons Pty Limited was deregistered as it was no longer required.

(ii) Mount Mackenzie Mines Pty Limited was divested (refer Note 11).

Summarised financial information
Summarised financial information of the subsidiary with non-controlling interests that are material to the consolidated entity are set out below:

	2026 $	2025 $
Summarised statement of financial position		
Current assets	**40**	1,900
Total assets	**40**	1,900
Current liabilities	**173,493**	176,065
Total liabilities	**173,493**	176,065
Net assets	**(173,453)**	(174,165)
Summarised statement of profit or loss and other comprehensive income		
Expenses	**(322)**	(2,506)
Income tax expense	**-**	-
Loss after income tax expense	**(322)**	(2,506)
Total comprehensive income	**(322)**	(2,506)
Other financial information		
Loss attributable to non-controlling interests	**(62)**	(1,113)
Accumulated non-controlling interests at the end of the reporting period	**(83,922)**	(83,860)

23 Auditors' remuneration

	2026 $	2025 $
Fees charged by the auditor of the Company for auditing or reviewing the half year and year end financial reports	**72,500**	67,400

24 Parent entity financial information

(a) Summary financial information

The individual financial statements for the Company (parent entity) show the following aggregate amounts:

	2026	2025
	$	$
Balance Sheet		
Current Assets	**897,275**	20,738
Total Assets	**2,680,285**	2,122,462
Current Liabilities	**(844,173)**	(1,269,630)
Total Liabilities	**(844,173)**	(1,269,630)
Net Assets	**1,836,112**	852,832
Shareholders' contributed equity	**42,429,101**	38,952,908
Reserves	**2,127,870**	2,035,520
Accumulated Losses	**(42,720,859)**	(40,135,596)
	1,836,112	852,832
Profit or Loss for the year		
Total comprehensive loss for the year	**2,585,263**	733,359

(b) Contingent Liabilities

The Company did not have any contingent liabilities as at 30 June 2026 or 30 June 2025, other than as disclosed in Note 19.

(c) Capital Commitments

The Company did not have any capital commitments for property, plant and equipment as at 30 June 2026 or prior.

(d) Material Accounting Policy Information

The accounting policies of the Company are consistent with those of the consolidated entity, as disclosed in Note 2, except for investments in subsidiaries are accounted for at cost, less any impairment, in the Company.

25 Dividend

No dividend has been declared or paid during the financial year or the prior period. The directors do not recommend the payment of a dividend for the year ended 30 June 2026.

26 Events after balance sheet date

There have been no significant events occurring after the balance date which may affect either the Group's operations, results of those operations or the Group's state of affairs, other than listed below.

48 million options of Classes R, S, T and U exercisable at 8 cents each expired on 31 August 2026 unexercised.

Consolidated Entity Disclosure Statement

As at 30 June 2026

Resources & Energy Group Limited (the "head entity") and its wholly owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime.

Entity Name	Entity Type	Country of incorporation	Ownership Interest %	Tax Residency
Resources & Energy Group Limited	Body Corporate	Australia	**N/A**	Australia
Radio Gold Pty Limited	Body Corporate	Australia	**100.00%**	Australia
Menzies Goldfield Pty Limited	Body Corporate	Australia	**100.00%**	Australia
Deep Energy Pty Limited	Body Corporate	Australia	**51.85%**	Australia

Directors' Declaration

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 International Financial Reporting 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 consolidated entity'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;
- 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 Board,

Mr Gavin Rezos
Chairman

Sydney, 28 September 2026

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Resources & Energy Group 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:

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

(ii) Any applicable code of professional conduct in relation to the audit.

RSM AUSTRALIA

Perth, WA
Dated: 28 September 2026

AIK KONG TING
Partner

RSM Australia Partners

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INDEPENDENT AUDITOR'S REPORT

To the Members of Resources & Energy Group Limited

REPORT ON THE AUDIT OF THE FINANCIAL REPORT

Opinion

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

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

(i) 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

(ii) Complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of 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 our audit of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 2(d) in the financial report, which indicates that the Group incurred a net loss of $519,548 and had net cash outflows from operating activities of $2,104,645 during the year ended 30 June 2026. As at that date, the Group had net current liabilities of $144,074. As stated in Note 2(d), these events or conditions, along with other matters as set forth in Note 2(d), indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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.

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed this matter
Exploration and evaluation assets Refer to Note 9 in the financial statements	
The Group has capitalised exploration and evaluation assets with a carrying value of $10,358,585 as at 30 June 2026. We considered this to be a key audit matter due to the significant management judgment involved in assessing the carrying value in accordance with AASB 6 *Exploration for and Evaluation of Mineral Resources*, including: • Determination of whether expenditure can be associated with finding specific mineral resources, and the basis on which that expenditure is allocated to an area of interest; • Assessing whether any indicators of impairment are present and if so, judgement applied to determine and quantify any impairment loss; and • Assessing whether exploration activities have reached a stage at which the existence of economically recoverable reserves may be determined.	Our audit procedures included: • Assessing the Group's accounting policy for compliance with Australian Accounting Standards; • Assessing whether the rights to tenure of those areas of interest are current; • Testing on a sample basis of additions to supporting documentation and checking the amounts capitalised during the year are in compliance with the Group's accounting policy and relate to the area of interest; • Assessing and evaluating management's assessment of whether indicators of impairment existed at the reporting date; • Enquiring with management and reading budgets and other documentation as evidence that active and significant operations in, or relation to, the area of interest will be continued in the future; • Assessing management's determination that exploration activities have not yet progressed to the stage where the existence or otherwise of economically recoverable reserves may be determined; and • Assessing the appropriateness of the disclosures in the financial statements.

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 the auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

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

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

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

i. 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

ii. 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

Opinion on the Remuneration Report

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

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

Responsibilities

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

RSM

RSM AUSTRALIA

Perth, WA
Dated: 28 September 2026

AIK KONG TING
Partner

Security Holders' Information

Additional information included in accordance with the Listing Rules of the Australian Securities Exchange Ltd. The information provided is current as of 23 September 2026

1. Ordinary share holders

(a) Top 20 shareholders

The names of the 20 largest holders of ordinary shares as shown in the Company's share register are listed below.

Name	Number of Shares	% of Issued Shares
Citicorp Nominees Pty Limited	75,984,875	8.2%
Arthur Phillip Nominees Pty Ltd	55,619,518	6.0%
Mr Maosen Zhong	44,761,955	4.8%
Fontelina Pty Limited	39,920,000	4.3%
Great Buddha Foundation Pty Ltd	38,700,509	4.2%
Ms Jingyu Chen	34,510,714	3.7%
Vivien Enterprises Limited	25,425,128	2.7%
Arthur Phillip Nominees Pty Ltd (Larraakeyah F was missing number	22,029,761	2.4%
Netwealth Investments Limited	19,721,429	2.1%
HSBC Custody Nominees (Australia) Limited	16,744,714	1.8%
Peter Gantham Minot Global Limited	14,250,000	1.5%
Mr Lucas Jacometti & Mrs Anne Jacometti	12,582,887	1.4%
Sumita Pty Ltd	11,802,000	1.3%
Mr Gregory Lee Miller	11,668,829	1.3%
BNP Paribas Nominees Pty Ltd	11,422,091	1.2%
Dr William James Garner	10,192,000	1.1%
Mr John Daniel Moore & Mrs Sophie Moore	10,000,000	1.1%
Newfound Investments Pty Ltd	9,369,367	1.0%
Mr Paul James Madden	8,000,000	0.9%
Mr John Langley Hancock	7,250,000	0.8%
Total top 20 holders	479,955,777	51.6%
Other holders	449,321,568	48.4%
Total ordinary shares on issue	**929,277,345**	**100.0%**

(b) Shareholder analysis

An analysis of the numbers of ordinary share holders by size of holding is shown below

Size of holding range			Number of holders	Percentage of holders	Units held	Percentage of units
1	-	1,000	52	3.1%	8,629	0.0%
1,001	-	5,000	150	9.0%	451,826	0.0%
5,001	-	10,000	123	7.4%	1,116,091	0.1%
10,001	-	100,000	776	46.7%	34,343,166	3.7%
100,001	and	Over	562	33.8%	893,357,633	96.1%
			1,663	100.0%	929,277,345	100.0%

There were 460 shareholders that held less than a marketable parcel of ordinary shares.

Security Holders' Information

(c) Substantial shareholders

Holders of more than 5% of the ordinary shares who have lodged substantial shareholder notices are listed below.

Name of shareholder	Ordinary shares held	Percentage of total ordinary shares on issue
Richard Poole and family	89,892,063	9.7%
Gaffwick Pty Limited	68,213,334	7.3%

(d) Voting rights

There are no restrictions on voting rights attached to the ordinary shares. On a show of hands every member present in person shall have one vote and upon a poll, every member present or by proxy shall have one vote every share held.

(e) Share buyback

There were no share buybacks during or subsequent to the end of the financial year.

2 Unlisted Securities

The names of holders of more than 20% of each class of unlisted share options on issue as of 23 September 2026 are shown below. Share options do not have voting rights until converted into ordinary shares.

Class	Name of holder	Number of holde	Share options issued	Percentage held of each class
V	Employee options	1	20,000,000	100.0%
W	Arthur Phillip Nominees Pty Ltd	1	10,000,000	80.0%
W	Arthur Phillip Nominees Pty Ltd (Larraakeyah Pty Ltd)	1	2,500,000	20.0%
Y	Anna Carina Pty Ltd	1	1,680,000	28.0%
Y	Mr Arun Sengupta	1	1,680,000	28.0%
Y	Mr Tony Tabakov	1	1,440,000	24.0%
Y	Others	4	1,200,000	20.0%
AA	Anna Carina Pty Ltd	1	2,400,000	40.0%
AA	Mr Arun Sengupta	1	2,400,000	40.0%
AA	Others	4	1,200,000	20.0%
AB	Anna Carina Pty Ltd	1	2,400,000	40.0%
AB	Mr Arun Sengupta	1	2,400,000	40.0%
AB	Others	4	1,200,000	20.0%
Total unlisted share options on issue			**50,500,000**	
X	Listed options on issue	113	154,535,713	100.0%
Total share options on issue			205,035,713	

27,000,000 performance rights on issue as of 1 September 2026 were issued to directors pursuant to an incentive plan