



2025 Annual Report



**Chalice Mining
Limited**

www.chalicemining.com

ASX: CHN ➤



Acknowledgement of Country



Chalice acknowledges the Traditional Owners
of the land on which we work.

We recognise their continuing connection to
land, waters and culture.

We pay our respects to their Elders past and
present.

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FY25 Highlights

Gonneville Palladium-Nickel-Copper Project, WA

Development

- Progressed the Pre-Feasibility Study (PFS) for the Project, targeted for completion in Q2 FY26.
- Simplified the Gonneville process flowsheet with a metallurgical breakthrough on nickel flotation – new re-designed flowsheet uses conventional, proven technology to produce saleable Cu-PGE-Au and Ni-Co-PGE concentrates across the full grade range of the Resource.
- The re-designed flowsheet removes the need for a hydrometallurgical process to produce a saleable nickel product substantially reducing the technical risk, process complexity and capital and operating costs for the Project.
- Significantly reduced the expected CIL reagent consumption and identified a saleable Iron concentrate (predominantly magnetite) as a potential byproduct, utilising simple magnetic separation.
- Scoped a water solution for the Project with execution of a Letter of Intent (LOI) to solely source process water from Water Corporation's Alkimos facility via a pipeline to site.
- Finalised copper and nickel concentrate offtake assumptions for the PFS, utilising indicative terms received from several international smelters.
- Finalised the Project development scope and conceptual site layout for the PFS and Environmental Review Documents (ERDs), scoping a long-life, bulk open-pit mine with a smaller process throughput for the first four years and a subsequent expansion from year five.

Regulatory Approvals

- Gonneville approved as a Strategic Project by the WA Government and awarded Major Project Status by the Commonwealth Government.
- Identified off-site power-water infrastructure corridors ahead of surveys in H1 FY26.
- Continued comprehensive environmental modelling to support submission of the ERDs in early FY27.



Simplified the Gonneville process flowsheet with a metallurgical breakthrough on nickel flotation

Gonneville approved as "Strategic Project" and "Major Project" by the state and federal governments

Community Engagement

- Completed a third Local Voices Community Survey to understand how local communities feel about key issues over time – the vast majority of respondents have a moderate to very high level of support for the Project.
- >\$50,000 in funding awarded to local initiatives through the Chalice Community Investment Program for the Project, focused on the Shires of Toodyay, Chittering and Northam.
- \$11.4 million in local spend by Chalice and direct contractors in the Shires surrounding the Project since the discovery in 2020.
- Whadjuk Traditional Owners and archaeologists completed detailed surveys of cultural heritage with no issues identified to prevent development of the Project moving forward.

Exploration – West Yilgarn Province

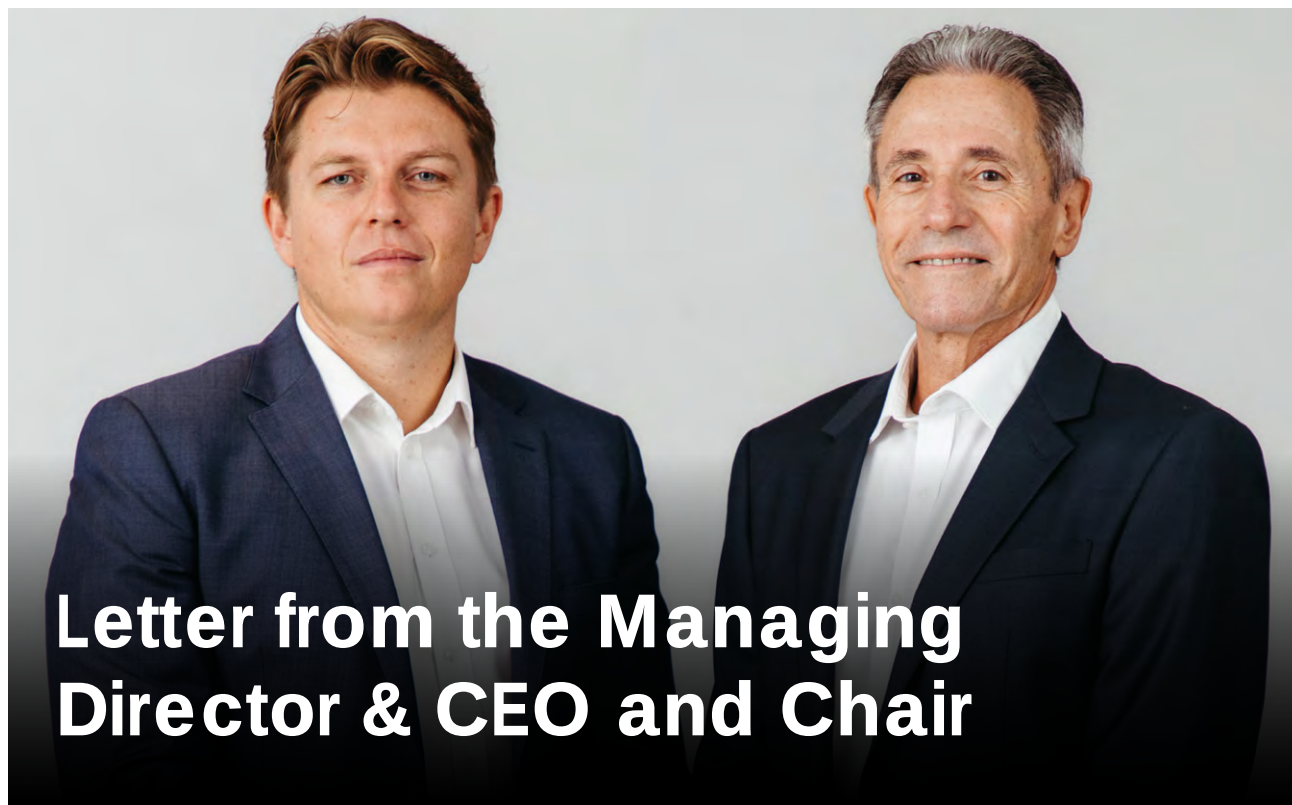
- Completed 8,850m of first-pass reconnaissance aircore (AC) drilling at the Barrabarra Project, confirming highly prospective greenstone geology and anomalous levels of gold-in-basement, indicating that the project is prospective for large-scale gold discoveries.
- Completed 3,000m of RC/diamond drilling at the Kings Project, intersecting anomalous orogenic gold mineralisation and identifying a new ~7km gold-in-soil anomaly at the Hardtack Target.
- 10 new targets have been defined across the Barrabarra Project, with a further 20 targets defined across the Kings, Northam JV and Voyager Projects collectively, with five of these targets scheduled for drill testing in H1 FY26.

Corporate

- Zero lost-time injuries, fatalities or high potential safety events.
- Zero significant environmental incidents in FY25.
- Disciplined capital allocation in FY25 positions the Company well for an expected rebound in the palladium price in FY26.
- \$78 million in cash and investments at end of FY25, ensuring that Chalice is well-funded through to a targeted Final Investment Decision (FID) for Gonneville in H1 FY28.
- Early indications of palladium price recovery in late FY25, however the spot price is still well below marginal cost of supply (~US\$1,450¹/oz).
- \$6 million strategic investment in West Arunta-focused explorer Encounter Resources Limited (ASX: ENR).
- Appointed Dan Brearley to the newly created role of Chief Operating Officer.
- Appointed Jocelyn Zimmerman to the role of General Manager – Environment and Community.



¹ Sibanye Stillwater Operating Guidance for the US PGM Operations in 2025 (US\$1,420 - 1,460/oz all-in sustaining costs) 9 May 2025



Letter from the Managing Director & CEO and Chair

Dear Shareholders,

On behalf of the Board, we are pleased to present Chalice Mining's 2025 Annual Report.

Notwithstanding the continued headwinds of unsustainably low palladium and nickel prices through much of FY25, Chalice continued to advance the world-class Gonneville Project towards development, whilst also unlocking the exploration potential of our extensive West Yilgarn landholding.

Our 100%-owned Gonneville Palladium-Nickel-Copper (Pd-Ni-Cu) Project is one of the Western World's largest undeveloped sources of critical and strategic minerals, ideally positioned to become a significant new producer of palladium, nickel and copper, along with valuable by-products such as magnetite, platinum, cobalt and gold.

Gonneville is forecast to generate ~45-50% of its revenue from palladium, assuming long term consensus prices, which is a key input for the automotive sector given its use in the catalytic converters required for hybrid electric and internal combustion engine vehicles. The continued preference for petrol engines versus diesel engines by consumers continues to position palladium as the preferred Platinum Group Metal for this application.

Gonneville's progression towards development

comes against the backdrop of declining mine supply from existing palladium operations globally, reflecting many years of underinvestment and prices at cyclical lows. Global catalysed vehicle (internal combustion plus hybrid) sales remained strong at ~77 million units in FY25, and increasing palladium loadings per vehicle to meet emissions standards, has begun to tighten the market, with palladium prices rising ~30% in Q4 FY25.

In September 2024 we saw a material production curtailment of a high cost mine which triggered a change in sentiment and the start of an increasing palladium price, indicating that prices were unsustainable for the industry. With several operations remaining unprofitable at current prices, we are expecting further production cuts in FY26 until the market is balanced at higher and more sustainable prices.

Russia and South Africa still account for ~85% of global primary production and western economies remain exposed to heightened supply and geopolitical risks. Gonneville is in a very good position in this context as the only new palladium project of scale in the Western World.

Western governments are increasingly focused on securing reliable critical mineral supply chains and Gonneville's location in one of the world's most stable and mining-friendly jurisdictions gives it a

significant strategic advantage.

This was recognised during the year with the Gonneville Project being granted Strategic Project Status by the WA Government and Major Project Status by the Australian Federal Government. This is a fantastic recognition for the scale and significance of the Project to the State and Commonwealth's critical minerals ambitions.

Executing our strategy

Since the discovery of Gonneville in 2020, our strategy has been to:

- Understand the full extent of the Julimar Complex mineral system;
- Define and de-risk the optimal development pathway for the Project;
- Secure strategic partners while maintaining control and optionality; and,
- Unlock the exploration potential of the surrounding West Yilgarn Province.

During FY25 we achieved a major milestone at Gonneville with a metallurgical breakthrough that removed the need for a hydrometallurgical plant, simplifying the process flowsheet, reducing technical risk and lowering capital and operating costs. The significance of this breakthrough cannot be overemphasised, as it provides a simple processing solution and a clear pathway to develop the Project.

The optimised design of the Gonneville Project now envisages a two-stage, bulk open-pit mining operation feeding a conventional crush-grind-flotation-CIL processing plant, a proven and cost effective combination of processes that have been successfully constructed and commissioned across the global mining industry and we expect to be capable of operating profitably through the commodity price cycle.

The metallurgical breakthrough was made possible by significant investment of time and expenditure into mineralogical studies, flowsheet development testwork and ultimately, determination from the Chalice technical team. We now have the solid, foundational understanding of the geology and metallurgy of the deposit to inform the ongoing Pre-Feasibility Study.

The approvals process for the Project is also well underway, with power and water infrastructure

corridors identified and discussions progressing with relevant government agencies. We have also continued to work closely with Mitsubishi Corporation on the PFS, who are a potential top-tier partner for Gonneville, and look forward to more formal discussions after completing the PFS.

Chalice remains committed to high sustainability standards developing and operating the Gonneville Project, with a focus on minimising impacts to the environment, making a positive contribution to local communities, and working with Traditional Owners to ensure cultural heritage values are understood and appropriately managed.

Our third Local Voices Survey completed earlier this year highlighted continued strong community support for the Gonneville Project and trust in the way Chalice conducts its activities.

On the corporate front, disciplined financial management saw FY25 operating cash outflows reduced to \$18 million – the lowest level in six years – adapting to lower commodity prices and preserving our strong cash and listed investment balance of \$78 million. This strong position ensures we are well funded through to a Gonneville Final Investment Decision targeted for late CY27.



Delivering growth through exploration

Chalice has an outstanding track record of delivering shareholder returns through exploration and discovery in frontier geological provinces. During FY25, our exploration team continued to advance high-potential exploration targets across the West Yilgarn Province:

- ~9,000 metres of AC drilling completed at Barrabarra which confirmed prospective greenstone geology and strong gold anomalism in a largely untested area. Our plans for FY26 are to advance these early-stage targets to deeper drill testing.
- ~3,000 metres of RC and diamond drilling completed at Kings, which intersected anomalous orogenic gold mineralisation at the Hardtack Target, highlighted by an intercept of 1m @ 6.6g/t Au within a new ~7km long gold-in-soil anomaly. Further drilling of this exciting target is planned in early FY26.

Our internal generative exploration initiative also continues to yield results, with the staking of several new exploration licences in the South West Terrane, prospective for orogenic gold mineralisation in under explored high-grade metamorphic geology. Chalice now controls over 7,000km² of frontier ground in the West Yilgarn Province.

The outlook for Chalice

With a strong balance sheet, Chalice is well funded to advance Gonneville to a Final Investment Decision in late 2027, while continuing to explore priority targets. Anticipated milestones in FY26 include completion of the PFS, commencement of financing discussions, progression of offtake negotiations and submission of the Environmental Review Documents to regulators for major environmental approvals.

The primary commodities that we will produce – palladium, nickel and copper – all remain essential for global urbanisation and decarbonisation. These markets are showing signs of returning to more long-term sustainable levels, providing a strong backdrop to developing Gonneville.

In closing, we would like to acknowledge the efforts of the entire Chalice team – fellow directors and management as well as our staff and contractors – who have gone above and beyond over the course of the year. We have an extraordinary, hard-working



team that share a deep commitment to achieving our goals and we would like to sincerely thank each and every one for their efforts.

We would also like to acknowledge the dedicated efforts of Stephen McIntosh, Linda Kenyon and Jo Gaines, who stepped down from the Board of Directors during the financial year.

To all our shareholders and stakeholders – a sincere thank-you for your contribution, support and ongoing loyalty. We are encouraged by the positive momentum indicators that started to be felt in late FY25, and we are confident in our ability to build on this in the year ahead and generate long-term value and returns for our shareholders.

Yours sincerely,

Alex Dorsch, Managing Director & CEO and
Derek La Ferla, Non-Executive Chair

Our Leadership

Board of Directors

Derek La Ferla

Non-Executive Chair

- Qualifications: B.Arts, B.Juris, B.Law, FAICD
- Appointed 1 October 2021 and Chair on 24 November 2021

Mr La Ferla is a highly regarded ASX-200 chair and company director, with an extensive national network in business, capital markets, government and industry, backed by over 30 years of experience as a corporate lawyer.

Derek has a wide range of board experience, including as former Chair of Sandfire Resources Limited (ASX:SFR), where he played a key role in leading the Company through the feasibility, financing, development and operational phases of the DeGrussa Copper-Gold Project in WA. Derek is currently chair of Green Peak Energy Pty Ltd, Icon Engineering Pty Ltd and Foodbank WA. He is also advisory board chair at Training and Alliance Group Pty Ltd and on the national board of Foodbank Australia Limited.

Garret Dixon

Non-Executive Director

- Qualifications: B.Eng (Hons), MBA
- Appointed 21 August 2020

Mr Dixon has extensive experience in the resources and mining contracting sectors in Australia and overseas. His work at both private and ASX-listed companies spans more than three decades, having worked in senior executive roles for major mine owners, mine operators and contractors.

Garret recently held the position of Executive VP Alcoa & President Bauxite, where he was responsible for the global bauxite mining business for the NYSE-listed Alcoa Corporation.

His career has also included the roles of Executive General Manager at civil construction and contract mining group Henry Walker Eltin Ltd and Managing Director of ASX-listed Gindalbie Metals Ltd (ASX: GBG).

Alex Dorsch

Managing Director and Chief Executive Officer

- Qualifications: B.Eng (Hons), B.Fin
- Appointed 13 November 2018

Mr Dorsch has led Chalice since late 2018 and has steered the Company from junior explorer through to ASX-300 listed explorer-developer. He led the Company through a transformational growth period following the Gonneville discovery in 2020 and into the feasibility and permitting stage. He played an integral role in raising over \$300 million in funding for exploration and development.

Alex was recognised as the 'CEO of the Year' by Kitco in 2020 and received the Young Mining Professionals 'Peter Munk Award' in 2022. Prior roles include as a Specialist Consultant with McKinsey & Company, engineering roles with resources giant BHP and over six years in oil and gas exploration. He is currently a Non-Executive Director of Falcon Metals Limited (ASX: FAL).

Richard Hacker

Non-Executive Director

- Qualifications: B.Com, AGIA
- Appointed 21 November 2024

Mr Hacker is an accomplished mining and corporate finance executive with over 25 years' experience in the resource sector.

Since 2005, he has played key roles in the formation and success of several exploration and development companies, including Chalice Mining and Liontown Resources (ASX: LTR). Richard served as CFO at Chalice from 2005 until March 2023, then continued as the General Manager, Strategy and Commercial until his appointment as a Non-Executive Director in November 2024.

Additionally, he was CFO of Liontown Resources from its listing on the ASX in 2007 until June 2020. Mr Hacker is also currently a Non-Executive Director of Pacgold limited (ASX: PGO) and was a Non-Executive Director of Devex Limited (ASX: DEV) from November 2013 until September 2024.

Jo Gaines and Linda Kenyon resigned from the Chalice Board on 31 August 2024. Stephen McIntosh resigned from the Chalice Board on 21 November 2024. Refer to the Directors' Report for further information.

Key Management Personnel

Chris MacKinnon

Chief Financial Officer & Joint Company Secretary

➤ Qualifications: LLB, CPA, GradDipAppFin

Mr MacKinnon is a qualified accountant and lawyer with over 15 years of professional and corporate experience in the energy and resources industry.

Chris has previously worked in corporate finance and legal roles in Carnarvon Petroleum and Australis Oil and Gas. Prior to that, he was an Associate Director at boutique investment bank, Miro Advisors, and was in legal private practice in a major national law firm.

Chris is a Certified Practising Accountant who holds a Bachelor of Laws from the University of Western Australia and a Diploma of Applied Finance from KAPLAN. Chris joined Chalice in July 2020 and previously held the role of Business Development and Legal Manager until March 2023.

Dan Brearley

Chief Operating Officer

➤ Qualifications: BCE

Dan Brearley is a seasoned project delivery professional with over 20-years-experience in the mining and resources sector. He leads ongoing studies and development of the 100%-owned Gonneville Project.

Prior to joining Chalice in March 2025, Dan served as General Manager of Projects for Evolution Mining (ASX: EVN), where he was accountable for studies and execution projects. He holds a Civil Engineering qualification from the University of Southern Queensland.



Introduction

Company Overview

Chalice made a major greenfield mineral discovery in early 2020 at the Gonneville Project in Western Australia. The transformational discovery hosts a rare mix of critical and strategic minerals required for decarbonisation and urbanisation, including palladium, platinum, nickel, copper and cobalt.

Gonneville has a tier-1 scale Mineral Resource Estimate (Resource) containing approximately 17 million ounces of platinum group elements (PGEs), 960 thousand tonnes of nickel, 540 thousand tonnes of copper and 96 thousand tonnes of cobalt – making it the largest PGE discovery in Australian history, and one of the largest recent nickel sulphide discoveries worldwide.

Chalice is advancing this world-class critical and strategic metals resource towards development. A Scoping Study was released in August 2023 on bulk open-pit development options, and the Company is now progressing a Pre-Feasibility Study (PFS) on a simpler, staged development option targeted for completion in Q2 FY26.

Gonneville has been recognised as a Strategic Project by the State Government of WA and awarded Major Project Status by the Federal Government of Australia. Chalice continues to

collaborate on the Project with Mitsubishi under the terms of a Memorandum of Understanding signed in 2024.

Chalice also has an unrivalled >7,000km² licence holding in the exciting frontier region of the West Yilgarn Province. This licence holding was largely staked immediately after the Gonneville discovery, putting Chalice in the highly advantageous 'first mover' position to pursue further discoveries. We continue to actively explore the province for the next transformational magmatic sulphide or orogenic gold-copper discovery.

Our Portfolio

Gonneville Pd-Ni-Cu Project

- Chalice is advancing a new world-class critical and strategic minerals resource in Western Australia towards development

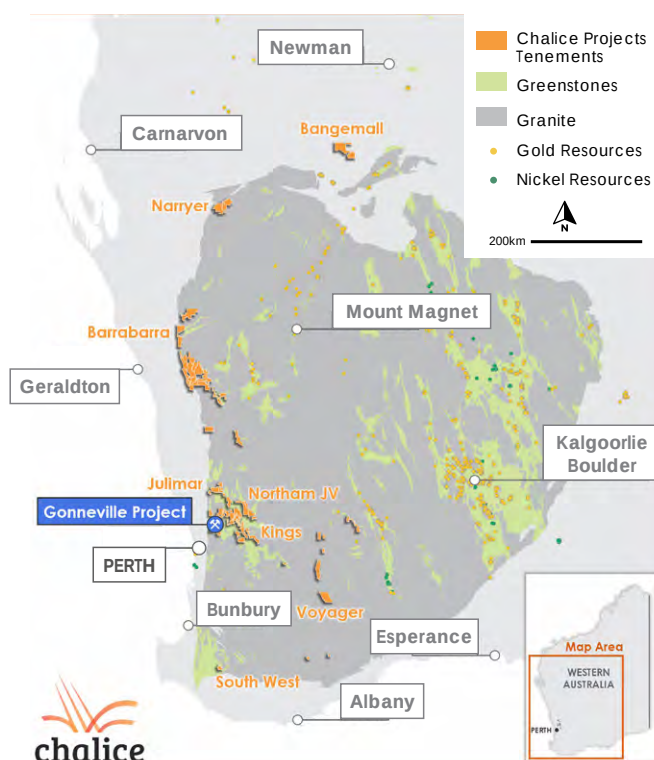
West Yilgarn Province

- Chalice is a first-mover in one of the most exciting frontier provinces worldwide

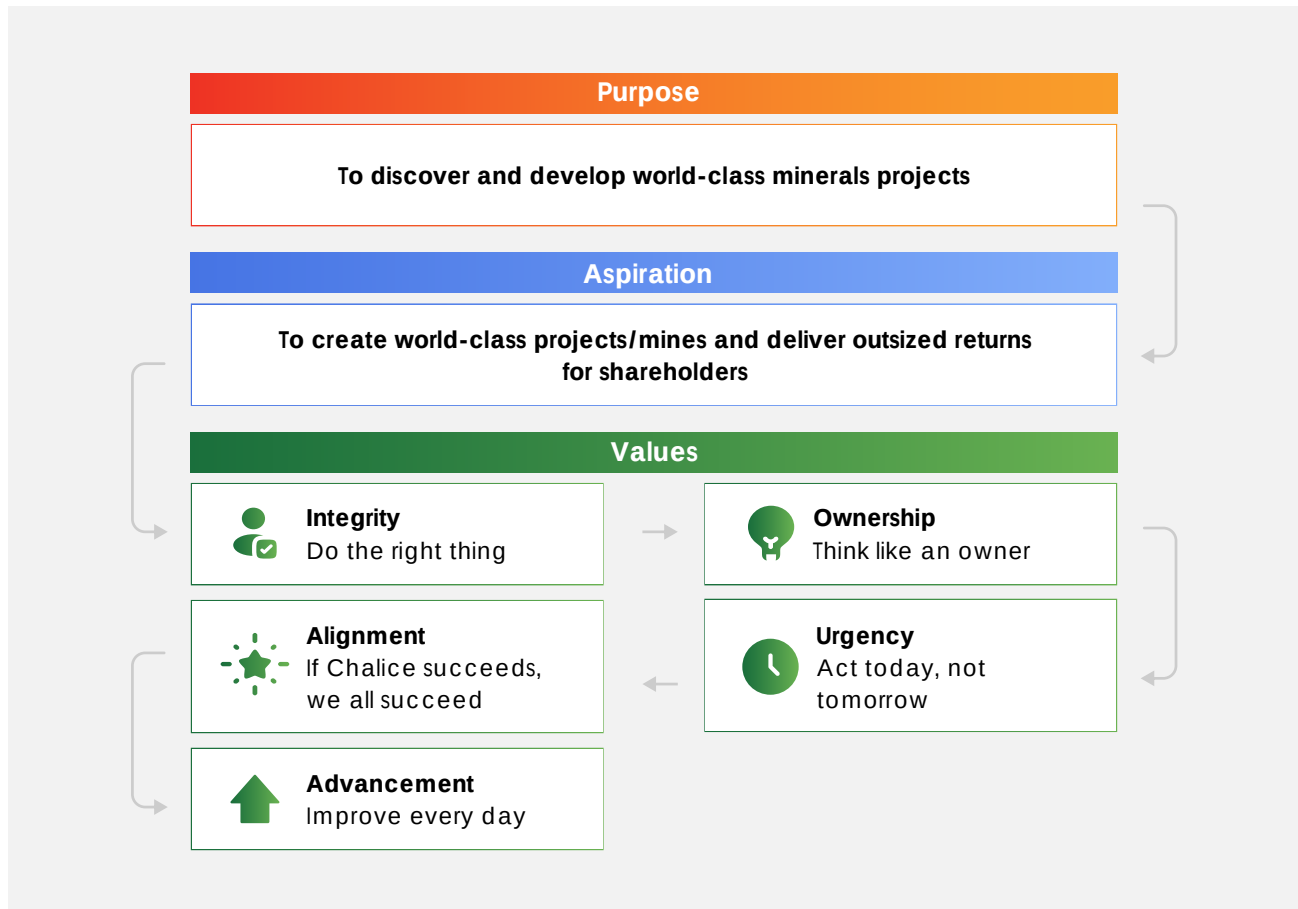


Who We Are

- Globally recognised team with a track record of finding and developing mines
- Commercially experienced group with a focus on shareholder returns
- High-performance, results-driven and values-based company culture



The Chalice Way





Our Strategy

01

Generate New Discoveries

- Conceptualise, define and prioritise new targets for potential major discoveries.
- Cultivate our 'discovery DNA' and leverage our intellectual property.

02

Define New Resources

- Make new major discoveries and turn them into material Resources and Reserves.
- Define and characterise the mineral systems.

03

De-risk Development

- Define project scope and advance regulatory approvals, maximising value and optionality whilst minimising risk.
- Form strategic partnership(s) and secure offtake customers for our products.

04

Develop our Business and Market

- Understand and influence the market for Chalice's basket of commodities.
- Enhance and manage our portfolio of projects to maximise value for shareholders.

05

Fund the Strategy and Protect our Data

- Maintain financial flexibility and optionality to fund our strategy.
- Strengthen our controls and processes.

06

Focus on People and Stakeholders

- Build our sustainability brand, reputation and social licence.
- Attract and retain the best people.
- Execute safely.



Operational & Financial Review

Included in this section:

Palladium-Nickel-Copper Project

Generative Exploration and Strategic Investments

Financial Performance

Mineral Resource Statement

Competent Persons' Statement and Cautionary Statements

Tenement Schedule

Gonneville Palladium-Nickel-Copper Project

Location	~70km NE of Perth, Western Australia
Development stage	Resource; Feasibility and Permitting
Acquired ownership	Exploration Licences staked in 2018
Ownership	100%

Overview

The 100%-owned Gonneville Palladium-Nickel-Copper (Pd-Ni-Cu) Project (Gonneville or the Project) is a pre-development project located on Chalice-owned farmland in Western Australia. The Project is centred on the Gonneville Resource – a significant greenfield mineral discovery made by Chalice's geologists in early 2020.

Gonneville has a tier-1 scale Mineral Resource Estimate (Resource) containing approximately 17 million ounces of platinum group elements (PGEs), 960 thousand tonnes of nickel, 540 thousand tonnes of copper and 96 thousand tonnes of cobalt – making it the largest PGE discovery in Australian history, and one of the largest recent nickel sulphide discoveries worldwide.

Chalice is advancing this world-class critical and strategic metals resource towards development. A Scoping Study was released in August 2023 on bulk open-pit development options, and the Company is now progressing a Pre-Feasibility Study on a staged development option targeted for completion by the end of Q2FY26.

The Scoping Study outlined a new long-life, low-cost, critical and strategic metals mine in Western Australia. The scope of the Pre-Feasibility Study is to establish a more simple open-pit operation with a simpler and lower risk processing flowsheet. The Project will be constructed in two stages, with stage 1 aiming to maximise IRR and minimise payback, and stage 2 aiming to maximise strategic value of the operation.

In February 2025, Chalice announced a major metallurgical breakthrough at the Gonneville Project. The Company confirmed the ability to produce saleable copper and nickel concentrates from the entire sulphide Resource, removing the need for a complex and high-cost hydrometallurgical process

and materially reducing the capital and operating costs of the Project.

As a result of the new flowsheet and optimisations, project margins are expected to significantly improve relative to the 2023 Scoping Study (using conservative, consistent macro-economic assumptions).

In September 2024, Gonneville was approved as a Strategic Project by the State Government of Western Australia and, in October 2024, Gonneville was awarded Major Project Status by the Commonwealth Government of Australia. This recognises the national and strategic significance of the Project to the development of Australia's minerals sector. Both the Commonwealth and State Governments will provide dedicated teams to facilitate the Project through their respective approvals processes.

In July 2024, a strategic Memorandum of Understanding (MOU) was signed with Mitsubishi Corporation (Mitsubishi). Productive and ongoing collaboration with Mitsubishi, under the terms of MOU, occurred throughout FY25.

Chalice recognises the need to develop the Gonneville Project in a sustainable and responsible manner, with a commitment to effective environmental, social and cultural heritage management.

Chalice has made an investment of over \$225 million since the discovery in 2020, providing a solid foundation for a significant mining project.

Location

The Gonneville Project is located on Chalice-owned farmland ~70km north-east of Perth, Western

Australia (Figure 1). Chalice owns ~26km² of farmland surrounding the Project area, which significantly de-risks the project.

Being proximal to Perth, the region has excellent nearby infrastructure including high-voltage power, rail, sealed highways and deep-water ports, plus access to a significant highly skilled workforce.



Figure 1. Location of the Gonneville Project.

Geology & Exploration

The Gonneville Resource (Resource) is located at the southern end of a >12km long ultramafic-mafic intrusive belt, the Julimar Complex. Magmatic sulphide mineralisation has been confirmed over the entire length of the intrusive belt, making it a globally significant scale mineral system.

The Gonneville Intrusion has a rare chonolith-like geometry, which is similar to other major mafic-ultramafic orthomagmatic systems worldwide that host some of the world's largest nickel copper+/-PGE deposits, including Norilsk-Talnakh and Jinchuan (Barnes et al, 2016).

The Resource has been drilled to ~1,200m below surface and is open at depth. Primary Pd-Ni-Cu sulphide mineralisation occurs principally within the ultramafic domains of the Gonneville Intrusion and to a lesser extent in gabbro subunits. Mineralisation occurs as a series of sub-parallel zones, typically 5m to 40m wide, that occur within broader intervals (100m to 150m wide) of weakly disseminated sulphides.

Resource

The Mineral Resource Estimate (MRE) was last updated in April 2024. A total of 1,308 drill holes across 320,000m were used to define the Resource from surface to a depth of ~1,200m.

Gonneville Project Mineral Resource Estimate – April 2024²

660Mt @ 0.79g/t Pd+Pt+Au (3E PGE), 0.15% Ni, 0.083% Cu, 0.015% Co

Containing 17Moz 3E PGE, 960kt Ni, 540kt Cu and 96kt Co

Including a higher-grade sulphide component of the Resource of:

59Mt @ 2.0g/t 3E PGE, 0.20% Ni, 0.21% Cu, 0.019% Co

Containing 3.8Moz 3E PGE, 120kt Ni, 120kt Cu, 11kt Co

High-grade palladium, nickel and copper zones have been modelled separately to provide higher levels of definitions of the mineralogical domains in comparison to the original Resource models.

The Resource includes a mix of oxide, transitional and fresh mineralisation. The sulphide mineralisation in-pit is reported at two different Net Smelter Return (NSR) cut-offs, one to reflect the initial development focus on a smaller throughput, higher-grade case, and one to reflect a future expansion into a larger throughput, more bulk open-pit mining method.

Resource definition drilling is now complete at the Project, with Inferred Resources defined to a vertical depth of ~1,200m in the north-western extent of the deposit. The Resource remains open beyond this depth and along strike to the north.

² Mineral Resource Estimates as at 23 April 2024 as per ASX announcement "Gonneville Resource Remodeled to Support Selective Mining"

Development Studies

During the year, Chalice progressed the PFS for the Project, targeted for completion by the end of Q2 FY26. The focus of the PFS was on the selection of a preferred open-pit, staged development case with reduced initial scale and a simplified process flowsheet. The Project scope has been finalised and will be developed in two stages:

- **Stage 1** – years 1 to 4, higher-grade open-pit mining phase, utilising a simple concentrator-leach process flowsheet to produce saleable Cu-PGE-Au, Ni-Co-PGE and Fe concentrates as well as PGE-Au doré:

This stage aims to de-risk the project, targeting a materially lower upfront capital cost, maximised IRR and minimised payback period.

- **Stage 2** – a long-life, bulk open-pit mining phase at a larger processing throughput rate. A transition to bulk underground mining in the longer-term will also continue to remain a possibility, however it is not currently in scope of the PFS.

The preferred development was selected from a broad range of scale/flowsheet/mining options assessed and based on the metallurgical testwork on mine composites completed during the initial phase of the PFS in H2 FY24.

Flowsheet development testwork to date for the PFS to date has involved:

- Comminution (crush, grind) SAG/Ball/Isa mills and High Pressure Grinding Rolls (HOGGR).

Froth flotation (concentration) testwork utilising

- sequential copper-nickel configurations, with a focus on producing saleable concentrates;

- Leach testwork utilising CIL and RIL standard gold industry techniques to recover additional palladium and gold from the flotation tails and oxide material; and
- Magnetic separation testwork on oxide and flotation tails, aiming to reduce leach reagent consumption in the leach circuit.

Flotation testwork in Q3 FY25 resulted in a major metallurgical breakthrough, producing saleable nickel concentrate (~8% Ni) from low-grade samples – something previously thought unachievable during the Scoping Study testwork phase.

The breakthrough has simplified and optimised the process flowsheet for the Project considerably, removing the need for a hydrometallurgical process for the nickel concentrate – which will materially reduce execution risk, piloting requirements as well as capital and operating costs.

In May 2025, Chalice identified the opportunity to produce a saleable iron concentrate. Low-cost magnetic separation was trialled in the flowsheet ahead of the leach circuit feed as a pre-treatment, to potentially reduce overall leach reagent consumption and optimise recovery. The by-product resulting from the magnetic separation step is unexpectedly showing promising indications of being a saleable iron concentrate, comprising predominantly magnetite. Testwork has shown that magnetic separation can produce an iron concentrate of 64-66% Fe with a mass pull of 3-5% across all sulphide composites.

The process flowsheet now contemplates proven process technologies only, in an industry-standard configuration, utilising concentrator-leach-magnetic separation processes, to produce saleable Cu-PGE-Au, Ni-Co-PGE, and Fe flotation concentrates and saleable PGE-Au doré (Figure 2).



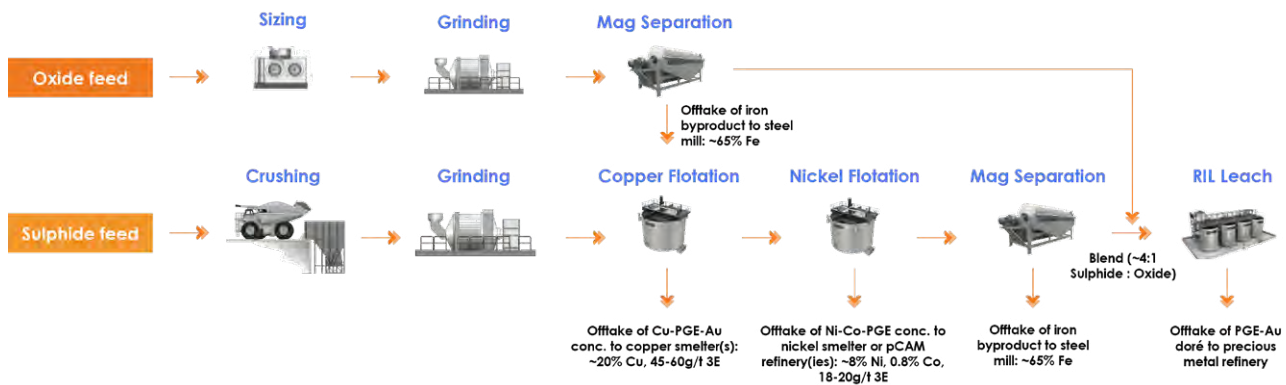


Figure 2. Gonneville Project process flowsheet (simplified).

Memorandum of Understanding

On 3 July 2024, the Company announced that it had entered into a non-binding Memorandum of Understanding (MOU) with Mitsubishi Corporation (Mitsubishi) in relation to Gonneville.

The MOU sets out a framework for ongoing collaboration and assistance between Chalice and Mitsubishi in relation to development of the Project, with the aim of exploring the possibility of further joint engagement with Chalice.

Since the announcement, Chalice has continued to collaborate with Mitsubishi Corporation under the MOU to determine the optimal marketing and offtake solutions for future Gonneville products and to optimise the Project to maximise value and optionality.



Sustainability

Chalice recognises the need to develop the Gonneville Project sustainably and responsibly, with a commitment to responsible environmental, social and cultural heritage management, and contribution to local economic development.

Chalice developed the Gonneville Project Biodiversity Strategy in 2023, which sets a goal to ensure a science-based no net loss of species or

habitat diversity as a result of our operations. A comprehensive program of baseline environmental surveys continued throughout FY25 building on the survey collected from the Gonneville Project and regionally since 2021.

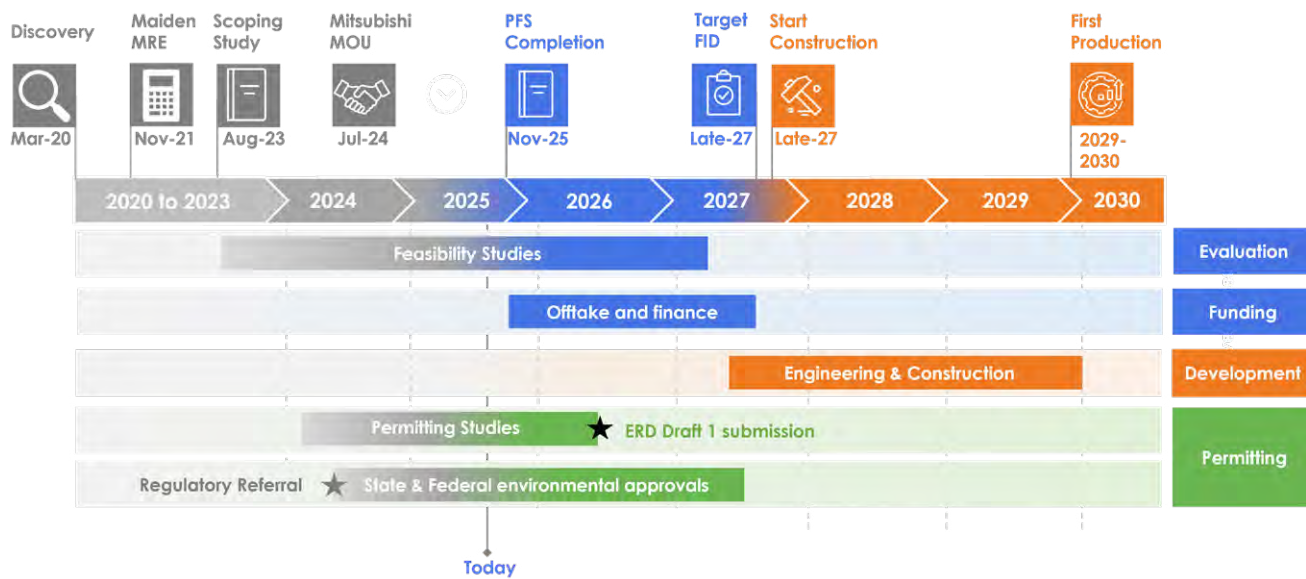
Chalice is proud to be part of the communities surrounding the Gonneville Project, and during the year we continued to engage with local communities to build respectful and collaborative relationships, with a goal of earning trust and achieving lasting social and economic benefits.

Chalice has built a strong relationship with Traditional Owners and continues work to understand the cultural values of the Gonneville Project area. Whadjuk Traditional Owners and archaeologists completed detailed surveys of cultural heritage, with no issues identified to prevent development of the Gonneville Project.

Refer to our Sustainability Report within this Annual Report for further details on this work.

Progress and Forward Plan

Chalice's multi-track value creation strategy at the Gonneville Project is to advance development studies and progress regulatory approvals for a potential mine at Gonneville (located on Chalice-owned farmland), continue exploration in the surrounding region to determine the full scale of the mineral system, and leverage the technical, financial and marketing capabilities of strategic partner(s) to enhance the value of the Project.



Generative Exploration and Strategic Investments

The West Yilgarn Province

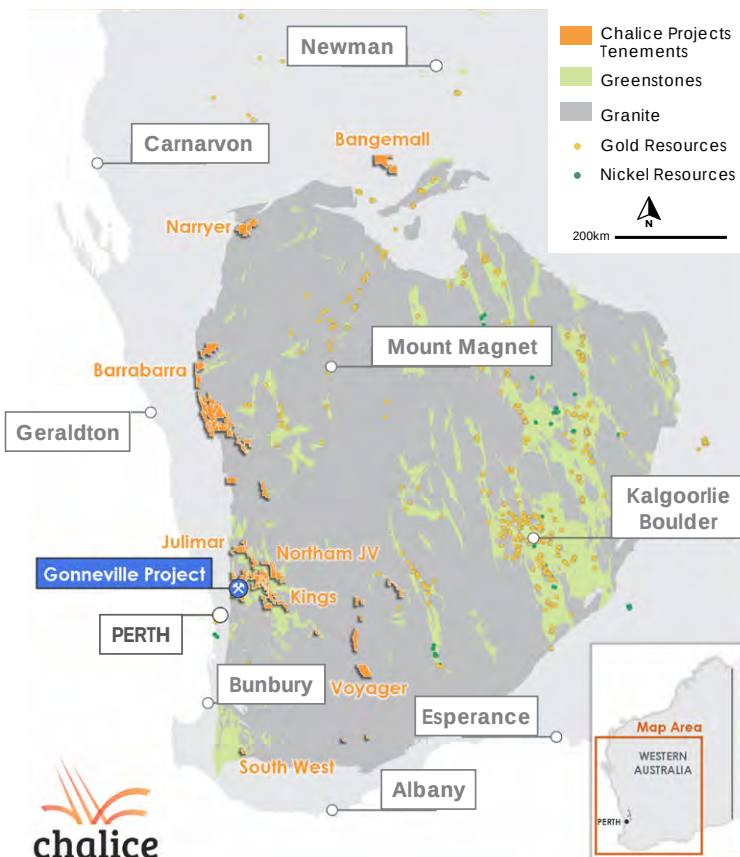
Chalice has exploration tenure spanning more than 7,000km² in one of the most exciting mineral provinces globally – the West Yilgarn Province (Province). Chalice continues to advance exploration over its large-scale exploration projects located in this Province.

Highlighted by Chalice's greenfield Gonneville discovery in 2020, the Province is largely unexplored and is considered one of the most exciting new greenfield provinces globally given it is largely unexplored but considered highly prospective for:

- Orthomagmatic Ni-Cu+/-PGE sulphide deposits (e.g. ~17Moz PGE-Ni-Cu Gonneville deposit);
- Intrusion-related/orogenic gold-copper deposits (e.g. ~40Moz Boddington gold mine – owned by Newmont Corporation (ASX: NEM)); and
- Lithium-Caesium-Tantalum pegmatite deposits (e.g. ~2.5Mt Li Greenbushes lithium mine – owned by Tianqi Lithium Corporation / IGO Limited JV (ASX: IGO (51%) and Albemarle Corporation (NYSE: ALB) (49%)).

Through a systematic exploration strategy, Chalice is targeting new greenfield copper and precious metal opportunities. The latest campaigns have uncovered significant gold-copper targets, some of which have already progressed to first-pass drilling.

The Company's West Yilgarn portfolio is largely 100%-owned but also includes several earn-in joint ventures (Figure 3).



the Province is largely unexplored and is considered one of the most exciting new greenfield provinces globally



Figure 3: Chalice projects in the West Yilgarn province of Western Australia.

Kings Project, WA (100% owned + Bolgart earn-in to 75%)

The ~1,600km² Kings Project is located ~80km north-east of Perth in WA. The Kings Project includes the ~30km² Bolgart JV (E70/5151), where Chalice is earning up to a 75% interest.

Chalice has completed several years of exploration in the region targeting magmatic Ni-Cu-PGE deposits, however the region has seen very limited systematic exploration for orogenic or intrusion related gold systems.

The newly defined Hardtack Target, located ~5km south-east of Bolgart, is centred on a new ~7km x 700m, north-south trending gold-in-soil anomaly, positioned on the regionally significant suture zone between the South West and Youanmi terranes (Figure 4).

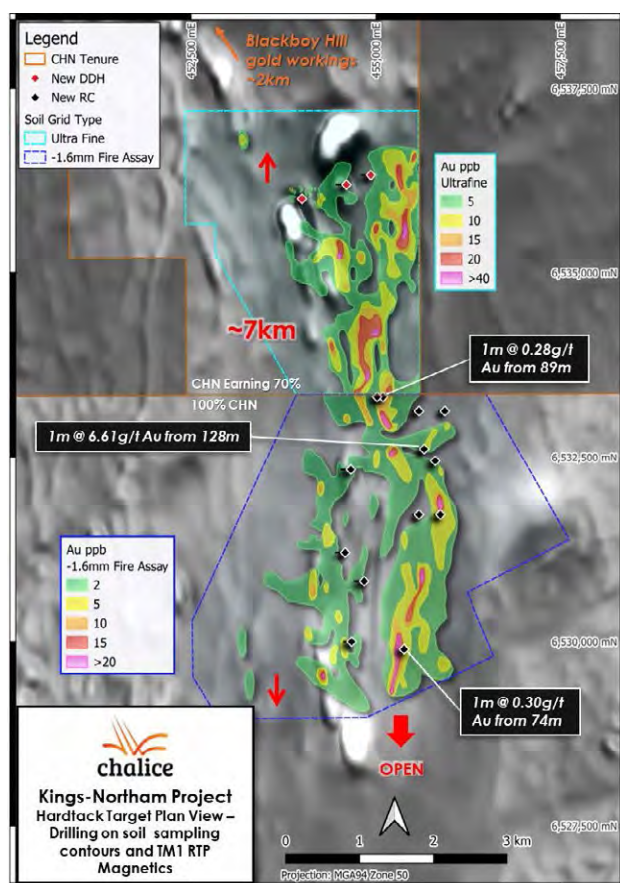


Figure 4. Hardtack Target – RC/diamond drilling and gold-in-soil contours over regional magnetics.

Chalice completed a 13-hole, 2,300m RC/diamond drilling campaign which targeted a series of Moving Loop Electromagnetic (MLEM) plates with conductance from 300 to 3,000 Siemens. These plates had a N-S orientation, consistent with the regional strike, and were coincident with magnetic

and gravity features considered prospective for Ni-Cu-PGE magmatic sulphide mineralisation.

While the drilling successfully defined zones of heavily disseminated to massive iron sulphides (pyrrhotite>pyrite), no significant nickel or copper intersections were returned.

However, the drilling did define widespread gold anomalism in all holes, including 1m @ 6.61g/t Au from 128m in drill hole BRC009, as well as broader zones of sub-1g/t Au. These anomalous results coincide with a newly defined, coherent gold-in-soil anomaly (≥ 5 ppb Au level, $>5\times$ background), suggesting that the soil anomalism is related to a bedrock source.

The target area is located ~4km south-east of historical gold workings at the Blackboy Hill mine (c. 1897). Given the large-scale potential of the new target and the promising indications from wide-spaced drill holes to date, further AC drilling is planned in Q2FY26 to test the source of the gold anomalism as a priority. Further RC/diamond drilling will be dependent on the results from AC drilling.

Barrabarra Project, WA (100% owned + Koojan earn-in to 80%)

The 100% owned, ~3,400km² Barrabarra Project is located ~85km east of Geraldton in WA. It is essentially a completely unexplored part of the Yilgarn Craton, with only 37 RC, 405 AC and 26 RAB drill holes across an expansive area (420 of these holes have now been drilled by Chalice).

Chalice's exploration to date has identified several thousand square kilometres of greenstone geology, which had previously been incorrectly mapped as barren granite/gneiss terrane (Figure 5).



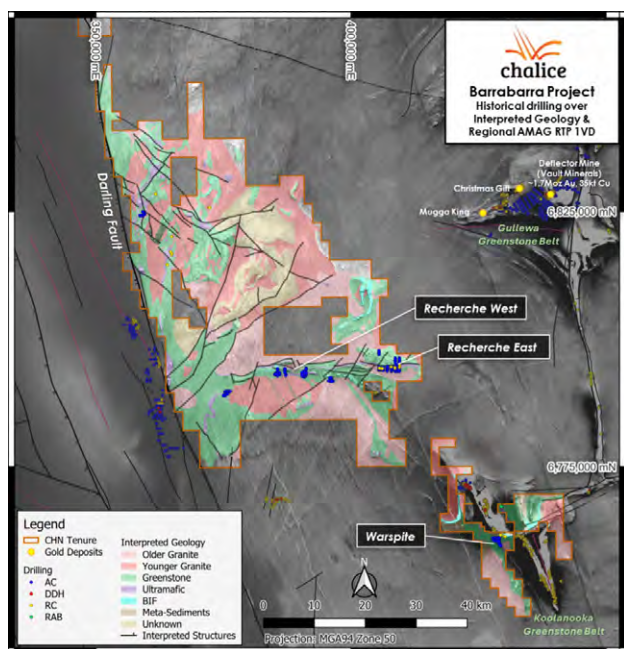


Figure 5. Barrabarra Project drilling to date over regional magnetics.

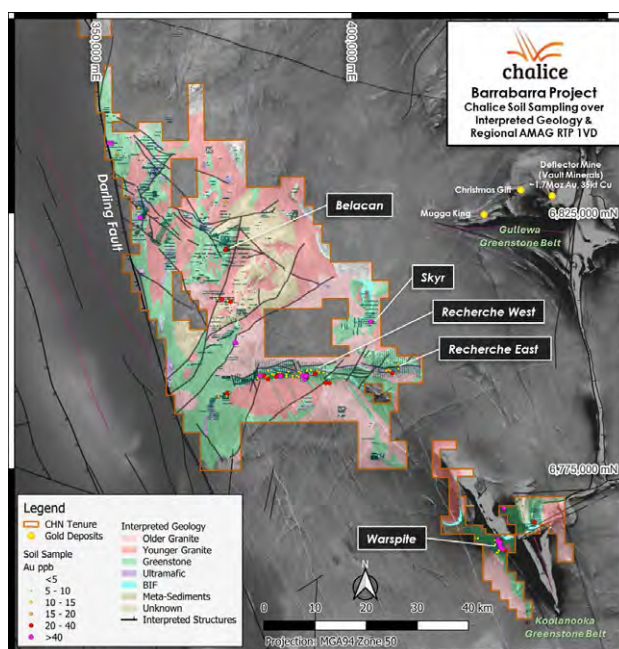


Figure 6. Barrabarra Project gold-in-soil sampling over regional magnetics.

The Company's initial exploration effort in 2021-2023 was focused on discrete magnetic-gravity anomalies considered prospective for Ni-Cu-PGE mineralisation. Soil sampling across these targets highlighted several broad areas of gold-in-soil anomalism which were subsequently screened with further broad sampling (Figure 6).

Warspite Target

The Warspite Target is a ~2km long NNW-trending gold anomaly at the 10ppb Au level (~5x background) with a peak of 75ppb Au, which was identified via a 400m x 100m spaced soil sample grid, over previously unsampled areas of the Koolanooka greenstone belt.

The Koolanooka greenstone belt consists of meta-basalt, gabbro, ultramafic, metasediments and BIF bounded by granite-gneiss basement (Figure 8).

Anomalous gold and copper was intersected in several holes from very shallow depths, with significant results in bedrock including:

- 8m @ 1.21g/t Au from 20m to end-of-hole (EOH), incl. 3m @ 2.24g/t Au from 24m (BBAC136);

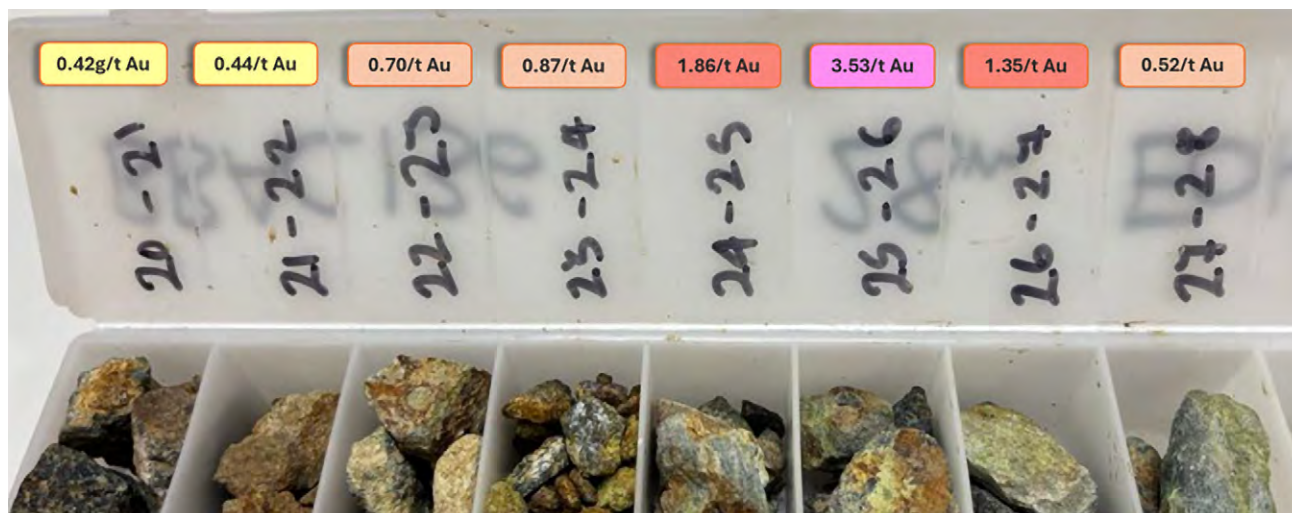


Figure 7. AC chips from BBAC136 – 20m to 28m (EOH).

- 3m @ 0.19g/t Au from 0m to EOH, incl. 1m @ 0.25g/t Au from 1m (BBAC137);
- 3m @ 0.4% Cu from 34m to EOH (BBAC303);
- 1m @ 0.16g/t Au from 22m to EOH (BBAC289).

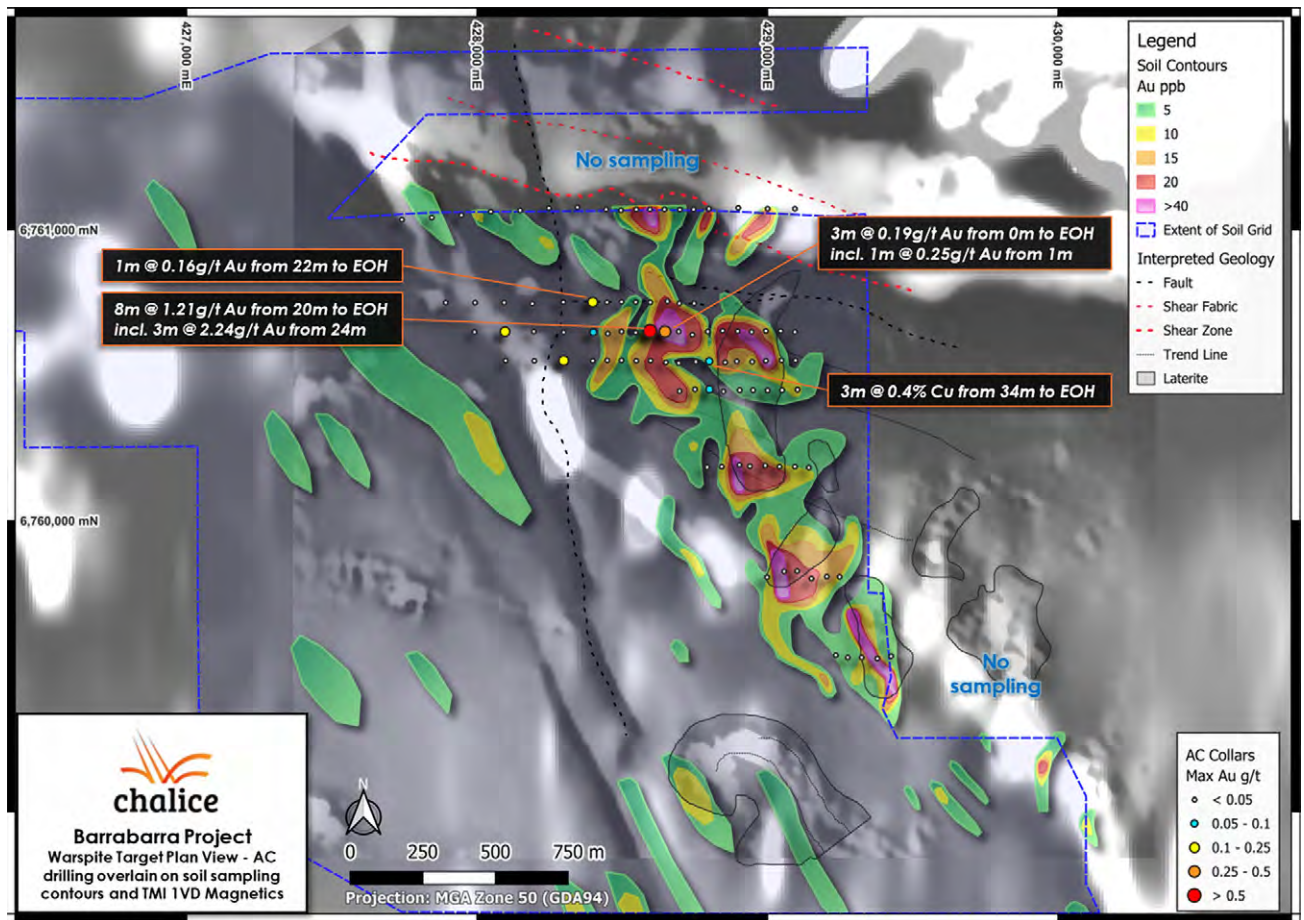


Figure 8. Warspite Target AC drilling and gold-in-soil contours over TMI/1VD magnetics.

Orientation of the anomalous results may indicate mineralisation associated with WNW trending structures, which requires further on-ground validation. While the initial shallow results are low-level, they are encouraging given the holes ended in mineralisation. Further on-ground validation work is currently underway and follow up drilling commenced in Q1 FY26.

Recherche West Trend

The Recherche West Trend is a ~15km long Au plus Ag-As pathfinder trend, which was originally identified on a 400m x 100-50m spaced soil sample grid, over a prominent east-west trend of complex aeromagnetic anomalies associated with a poorly exposed greenstone belt succession comprising metasediments, ultramafic-mafic intrusions and intermittent banded iron formation (BIF) (Figure 9).

The main gold anomaly at the Curtido target, which forms part of the broader Recherche West Trend, is coherent at 5-10ppb Au level (~5-10x background) with a peak result of 235ppb Au. The gold anomalism is coincident with Ag and As, which are typical pathfinders for orogenic gold mineralisation.

Anomalous gold was intersected in several holes, with significant results including:

- 4m @ 0.42g/t Au from 32m (BBAC346); and
- 6m @ 0.40g/t Au from 43m, incl. 1m @ 1.27g/t Au from 43m (BBAC242).

While initial shallow results are low-level, they are encouraging and warrant further work. This is the first ever bedrock gold mineralisation intersected in this area and provides an encouraging proof-of-concept of prospectivity for gold mineralisation in this newly identified greenstone belt.

Further soil sampling around the Curtido Target area is planned, as well as between the Curtido and adjacent Tauco Target, where low-level gold anomalism was also intersected in the recent AC drilling. Further AC drilling will be dependent on soil sampling demonstrating anomaly footprints of scale.

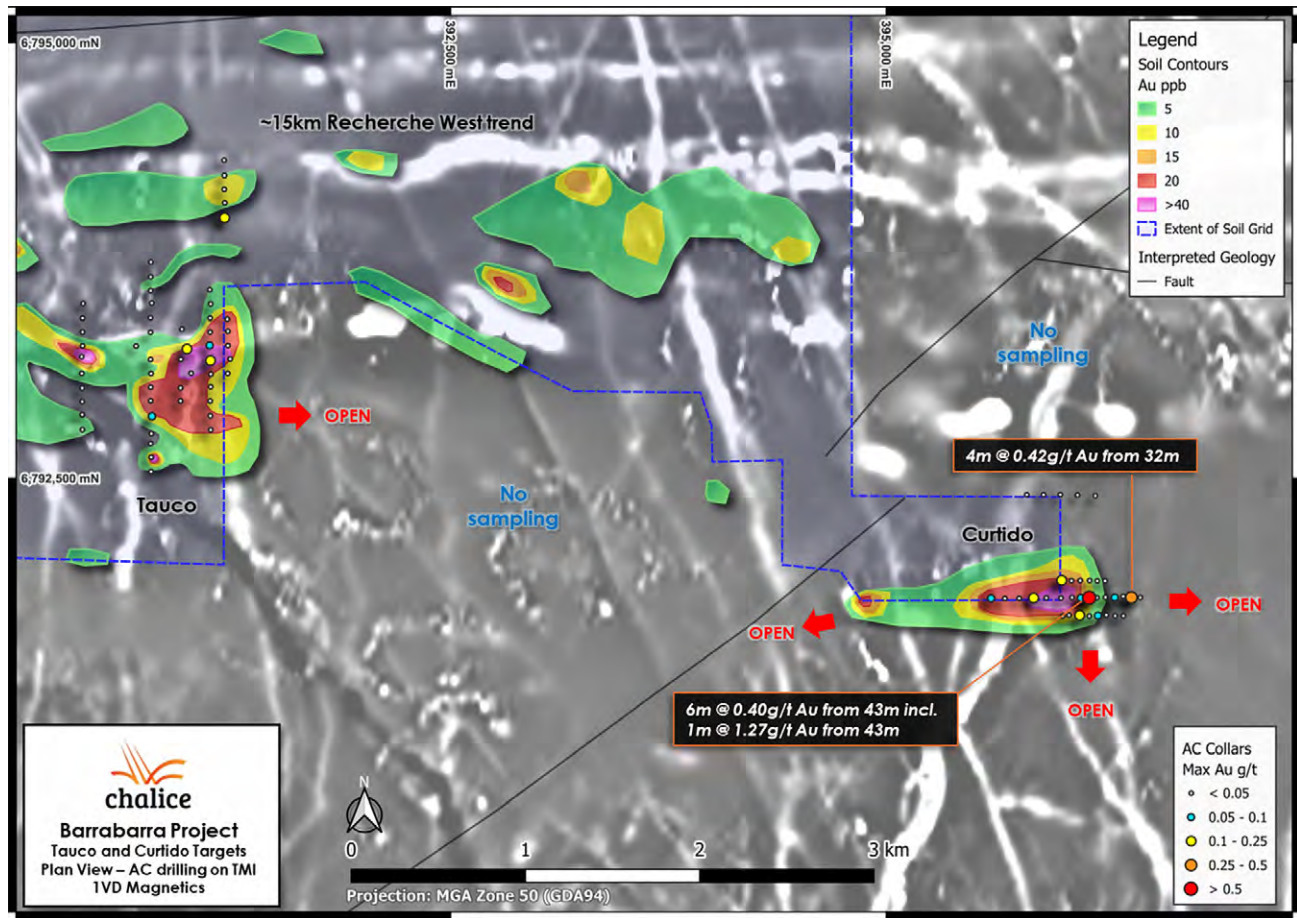


Figure 9. Curtido-Tauco Targets AC drilling and gold-in-soil contours over regional magnetics.

Northam Resources Nickel-Copper-PGE JV Project, WA (Earn-in to 70%)

The Northam Resources Joint Venture (earn-in up to 70%) provides Chalice with additional exposure to prospective ground within the West Yilgarn Province. This early-stage project represents a strategic complement to the Company's 100%-owned portfolio, with exploration programs designed to systematically test for both Ni-Cu-PGE and gold mineralisation.

During the year, Chalice completed MLEM surveys, soil and auger sampling across selective target areas in the Northam JV tenement package, targeting both Ni-Cu-PGE and gold systems.

RC drilling has been completed at the Howard Kelpie Ni-Cu-PGE target, characterised by a 3000S MLEM plate. Encouraging intrusive geology was intersected, however the MLEM anomaly was attributed to a sulphidic BIF horizon. No further work is planned for the prospect.

Planned activities for FY26 include aircore drilling at the Wongamine and Hardtack North gold targets, and RC drilling at the Schrodinger Ni-Cu-PGE target. In addition, Chalice will undertake gold-focused soil sampling at four further targets, and complete MLEM surveying along the previously defined Fehlborg Trend to advance a high-ranking Ni-Cu-PGE prospect.

Julimar Nickel-Copper-PGE Exploration Project, WA (100%-owned)

No drilling activities were completed on the project in FY25, with on-ground activities limited to ongoing compliance and rehabilitation assessments of previously disturbed areas.

Chalice has drilled a total of 110 diamond holes and completed reconnaissance aircore drilling across the Julimar Complex north of the Gonnevillle Deposit. This drilling has intersected Gonnevillle-type geology

across a ~10km strike length. Mineralised zones intersected to date have provided encouragement for longer term resource definition, however no shallow, wide, high-grade zones have been defined. As such, no further exploration is currently planned.

Narryer Nickel-Copper-PGE Exploration Project, WA (100% owned + Mt Narryer earn-in to 75%)

The Narryer Project covers an area of ~120 km² in the Gascoyne region of WA, centred on the Milly Milly intrusion. The Paloma Au-Ag target was identified during the year following systematic rock and soil sampling, and an IP survey which identified a weak conductor at depth. Further exploration at the target is currently being assessed.

Warrego North Exploration Project, NT (51-100% owned)

Access negotiations with the Central Land Council progressed during the year, however the timeline for proposed on-ground exploration activities has now been delayed until mid CY26 field season.

Voyager Exploration Project, WA (100% owned)

Several new exploration licences were staked within the South West Terrane of Western Australia, which Chalice considers highly prospective for orogenic gold mineralisation in poorly explored high-grade metamorphic geology.

Following a period of generative exploration work, Chalice staked tenements in areas coinciding with the Yandina Shear Zone, with a specific focus on amphibolite and granulite-facies hosted gold deposits. The Yandina Shear Zone is a major crustal structure that is interpreted to be the boundary between the Southern Cross Domain and the Corrigin Tectonic Zone (CTZ) of the Youanmi Terrane in the Yilgarn Craton. Chalice is exploring for orogenic gold systems analogous to those found at Katanning (~2.4Moz Au) and Tampia (~675koz Au).

Bangemall Exploration Project, WA (100% owned)

Chalice has staked several new exploration licences within the Warakurna large igneous province (LIP),

targeting the Bangemall dolerite sill complex. The Warakurna LIP is associated with known Ni-Cu-PGE mineralisation such as that found at the Nebo-Babel and Succoth deposits (owned by BHP), located within the Giles intrusions of the West Musgrave Nickel Province.

Recent drilling by adjacent explorers has highlighted the presence of sulphate-bearing evaporites within the host dolerite sill complex, which is a recognised sulphur source for Norilsk-style Ni-Cu sulphides.

South West Exploration Project, WA (100% owned)

Access for exploration over a high-priority AEM conductor was progressed during the financial year, with on-ground exploration expected to be able to commence in late CH1FY26.

Strategic Investments

Encounter Resources Limited (ASX: ENR)

In April 2024, the Company acquired a strategic ~6.1% interest in Encounter Resources Limited (ASX: ENR) for \$7.2 million. Encounter is a mineral exploration company focused on discovering major copper and critical mineral deposits in Australia. It has 100% ownership of the Aileron Project, which contains prospective tenements in the West Arunta Province of Western Australia, adjacent to WA1 Resources' (ASX: WA1) Luni niobium Resource.

The Company's interest in Encounter was valued at approximately \$6 million at 30 June 2025. The Chalice portfolio also includes a strategic investment in Gonville Project neighbour Caspin Resources Limited (ASX: CPN).

Royalties

The Company holds a number of early-stage royalties as follows:

Nyanzaga Tanzania	A\$5 million payment receivable upon commercial production.
East Cadillac, Quebec	1.0% NSR partial
Kinebik, Quebec	1.0% NSR
Ardeen, Ontario	1.0% NSR partial
Cameron, Ontario	1.0% NSR partial
Jericho, WA	1.0% NSR capped
Bunjarra Well, WA	1.0% NSR capped

Financial Performance

The loss for the year ended 30 June 2025 of \$24 million was 39% lower (or \$15.5 million) than the net loss of \$39.5 million for the year ended 30 June 2024, largely due to a \$21.5 million reduction in exploration and evaluation expenditure (Table 1), a reduction in corporation and administration expenses of \$2.1 million, offset by an decrease in interest income of \$1.4 million, and income tax expense of \$1.9 million. Interest income decreased due to a reduction in cash balances and a reduction in interest rates applied to term deposits during the financial year. Exploration and evaluation expenses and corporate and administration expenses were reduced during the financial year, in order to preserve cash during the cyclical low in commodity prices.

Table 1. Exploration and evaluation expenditure by project

Project	2025 \$'000	2024 \$'000
Gonneville - exploration/resource definition	---	15,204
Gonneville – development/ studies	15,488	12,060
West Yilgarn exploration	5,171	15,083
Other generative projects	352	145
TOTAL	21,011	42,492

Financial Position

At 30 June 2025, the Company remains well funded to execute its corporate strategy outlined on page 13 .

Current assets decreased by 29% to \$81.3 million (2024: \$115.2 million). Predominately due to a reduction in the market value of listed securities held by the Group at 30 June 2025, and a reduction in cash at bank. Refer to the statement of cash flows discussed below for further details regarding the movement in cash equivalents during the year ended 30 June 2025.

Current liabilities at 30 June 2025 decreased by 16% from \$5.8 million in FY24 to \$4.9 million at 30 June 2025.

The decrease in liabilities is primarily due to a reduction in trade and other payables at 30 June 2025, in line with the reduction in costs and field activities.

Statement of Cash Flows

Cash and cash equivalents at 30 June 2025 were \$70.8 million (2024: \$88.9 million). Cash used in operating activities reduced from \$44.1 million to \$17.8 million, primarily due to a reduction in cash flows associated with exploration and evaluation expenses of \$23.9 million and a reduction in cash paid to suppliers and employees of \$1.6 million. Net cash used in investing activities decreased significantly during the financial year, predominantly due to the acquisition of a private property and financial assets in the prior financial year.

The Company remains well funded to deliver the Pre-Feasibility Study and deliver on other strategic objectives.



Mineral Resource Statement

The Company may report Mineral Resources at a date other than 30 June. However, the Company reviews its Mineral Resources annually in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (the JORC Code) 2012 Edition. The date of review is 30 June each year, to coincide with the Company's end of financial year.

The Company declared an updated Mineral Resource Estimate for the Gonneville Project on 23 April 2024 (Table 2). This Mineral Resource Estimate was reviewed as at 30 June 2025. No material changes have occurred between the declaration date of 30 June 2024 to 30 June 2025. The current Mineral Resource Estimate is reported below:

Table 2. Gonneville Mineral Resource Estimate (JORC Code 2012), 23 April 2024.

Domain	Cut-off NSR (\$A/t)	Classification	Mass	Grade						Contained Metal					
			(Mt)	Pd (g/t)	Pt (g/t)	Au (g/t)	Ni (%)	Cu (%)	Co (%)	Pd (Moz)	Pt (Moz)	Au (Moz)	Ni (kt)	Cu (kt)	Co (kt)
Oxide – in-pit	25	Measured	-	-	-	-	-	-	-	-	-	-	-	-	-
		Indicated	7.0	1.9	-	0.05	-	-	-	0.43	-	0.01	-	-	-
		Inferred	6.1	0.54	-	0.03	-	-	-	0.11	-	0.01	-	-	-
		Subtotal	13	1.3	-	0.04	-	-	-	0.54	-	0.02	-	-	-
Sulphide (Transitional) – in-pit	25	Measured	0.4	0.82	0.18	0.03	0.19	0.160	0.020	0.01	-	-	0.67	0.56	0.07
		Indicated	14	0.68	0.16	0.03	0.16	0.103	0.020	0.30	0.07	0.01	22	14	2.7
		Inferred	0.1	0.72	0.21	0.02	0.13	0.101	0.014	-	-	-	0.19	0.15	0.02
		Subtotal	14	0.69	0.16	0.03	0.16	0.104	0.020	0.32	0.08	0.01	23	15	2.8
Sulphide (Fresh) – in-pit	25	Measured	2.5	1.0	0.22	0.03	0.21	0.168	0.018	0.08	0.02	-	5.4	4.3	0.45
		Indicated	380	0.60	0.14	0.02	0.15	0.088	0.015	7.4	1.7	0.3	570	340	57
		Inferred	240	0.60	0.14	0.02	0.15	0.074	0.015	4.6	1.1	0.15	350	170	35
		Subtotal	620	0.60	0.14	0.02	0.15	0.083	0.015	12	2.8	0.45	930	520	92
Sulphide (Fresh) – MSO	110	Measured	-	-	-	-	-	-	-	-	-	-	-	-	-
		Indicated	-	-	-	-	-	-	-	-	-	-	-	-	-
		Inferred	7.3	1.7	0.38	0.09	0.16	0.192	0.015	0.4	0.09	0.02	12	14	1.1
		Subtotal	7.3	1.7	0.38	0.09	0.16	0.192	0.015	0.4	0.09	0.02	12	14	1.1
All		Measured	2.9	0.99	0.21	0.03	0.21	0.167	0.018	0.09	0.02	-	6.1	4.8	0.52
		Indicated	400	0.63	0.14	0.02	0.15	0.087	0.015	8.1	1.8	0.32	600	350	60
		Inferred	250	0.63	0.14	0.02	0.14	0.076	0.014	5.1	1.1	0.18	360	190	36
		Total	660	0.63	0.14	0.02	0.15	0.083	0.015	13	2.9	0.5	960	540	96

Note some numerical differences may occur due to rounding to 2 significant figures.
Includes drill holes drilled up to and including 7 November 2023.

Table 3. High-grade sulphide (transitional and fresh) breakdown within Gonneville Resource, 23 April 2024.

Domain	Cut-off NSR (\$A/t)	Classification	Mass	Grade						Contained Metal					
			(Mt)	Pd (g/t)	Pt (g/t)	Au (g/t)	Ni (%)	Cu (%)	Co (%)	Pd (Moz)	Pt (Moz)	Au (Moz)	Ni (kt)	Cu (kt)	Co (kt)
HG Sulphide – above 200m depth in-pit	100	Measured	0.8	2.3	0.45	0.05	0.37	0.35	0.026	0.06	0.01	0.00	2.8	2.7	0.20
		Indicated	25	1.4	0.32	0.07	0.21	0.22	0.020	1.1	0.26	0.06	54	54	5.1
		Inferred	1.1	1.2	0.37	0.04	0.20	0.14	0.019	0.05	0.01	0.00	2.2	1.6	0.21
		Subtotal	27	1.4	0.33	0.07	0.22	0.22	0.020	1.2	0.28	0.06	59	58	5.5
HG Sulphide – below 200m depth in-pit	110	Measured	-	-	-	-	-	-	-	-	-	-	-	-	-
		Indicated	9.7	1.6	0.43	0.13	0.19	0.27	0.018	0.51	0.14	0.04	19	26	1.7
		Inferred	15	1.6	0.39	0.07	0.21	0.16	0.019	0.51	0.18	0.03	30	24	2.7
		Subtotal	24	1.6	0.41	0.09	0.20	0.20	0.018	1.3	0.32	0.07	49	50	4.4
HG Sulphide – MSO	110	Measured	-	-	-	-	-	-	-	-	-	-	-	-	-
		Indicated	-	-	-	-	-	-	-	-	-	-	-	-	-
		Inferred	7.3	1.7	0.38	0.09	0.16	0.19	0.015	0.40	0.09	0.02	12	14	1.1
		Subtotal	7.3	1.7	0.38	0.09	0.16	0.19	0.015	0.40	0.09	0.02	12	14	1.1
All HG Sulphide		Measured	0.8	2.3	0.45	0.05	0.37	0.35	0.026	0.06	0.01	0.00	2.8	2.7	0.20
		Indicated	35	1.5	0.35	0.09	0.21	0.23	0.019	1.7	0.39	0.10	73	80	6.8
		Inferred	23	1.6	0.39	0.07	0.19	0.17	0.018	1.2	0.29	0.06	44	39	4.1
		Subtotal	59	1.5	0.37	0.08	0.20	0.21	0.019	2.9	0.69	0.15	120	120	11

Note some numerical differences may occur due to rounding to 2 significant figures.

This higher-grade component is contained within the reported global Mineral Resource.

Includes drill holes drilled up to and including 7 November 2023.

The Mineral Resource is an Estimate and is, in a 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 Mineral Resources constitute or will be converted into Ore Reserves.

For further information on the April 2024 Mineral Resource Estimate refer to the ASX announcement titled “Gonneville Resource Remodelled to Support Selective Mining” dated 23 April 2024, available at www.asx.com.au ASX code “CHN”.





Governance Arrangements and Internal Controls

Chalice reports its Mineral Resource in accordance with the JORC Code (2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves) and the ASX Listing Rules.

The Company has ensured that the Mineral Resources reported are subject to thorough governance arrangements and internal controls including sign off by senior technical staff on inputs used in the preparation of the estimates. The 23 April 2024 Mineral Resource Estimate for Gonneville was prepared by independent mining consulting group Cube Consulting Pty Ltd with the pit optimisation used to constrain the Mineral Resource completed inhouse with input from SRK Consulting.

The Company's reporting governance for Mineral Resource Estimates consists of several assurance measures, including:

- Peer review by external consultants and senior technical staff before being presented to the Company's Board for approval and subsequent public reporting.
- The Competent Persons responsible for the estimate are current members of professional organisations recognised by the JORC Code:
 - Mr Michael Millad is a Director and Principal Geologist/Geostatistician at Cube Consulting, and a Member in good standing of the Australian Institute of Geoscientists. Mr Michael Job is a Director and Principal Geologist/Geostatistician at Cube Consulting and a Fellow in good standing of the Australasian Institute of Mining and Metallurgy. Both Mr Millad and Mr Job have sufficient relevant experience to qualify as a Competent Person as defined in the 2012 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves.
- The Company received prior written consent from the Competent Persons to issue the Mineral Resource Statement in the form and context in which they appear in this Annual Report.
- The Company has received supporting documentation for the estimates to a level consistent with standard industry practice.

Competent Persons' Statement and Cautionary Statements

Competent Persons' Statements

The information in this Annual Report that relates to Mineral Resources in relation to the Gonneville PGE-Ni-Cu-Co Project is based on and fairly represents information and supporting documentation compiled by Mike Millad and Mike Job.

Mr Millad is a full-time employee and director of Cube Consulting and is a member in good standing of the Australian Institute of Geoscientists (#5799). Mr Millad does not hold securities in Chalice. Mr Millad has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and the activity being undertaken to qualify as a Competent Person as defined in the 2012 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr Millad has reviewed the contents of this Annual Report and consents to the inclusion in this Annual Report of the matters based on his information in the form and context in which it appears.

Mr Job is a full-time employee and director of Cube Consulting and is a Fellow in good standing of the Australasian Institute of Mining and Metallurgy (#201978). Mr Job does not hold securities in Chalice. Mr Job has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and the activity being undertaken to qualify as a Competent Person as defined in the 2012 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr Job has reviewed the contents of this Annual Report and consents to the inclusion in this Annual Report of the matters based on his information in the form and context in which it appears.

The information in this announcement that relates to Exploration Results is based on and fairly represents information and supporting documentation compiled by Mr David Freeman (BSc., MSc. Econ. Geol.), a Competent Person, who is a Member of the Australian Institute of Geoscientists (#6352). Mr Freeman is a full-time employee of the Company, is entitled to participate in Chalice's Employee Securities Incentive Plan and holds securities in Chalice. Mr Freeman has sufficient experience that is relevant to the style of mineralisation and type

of deposit under consideration and activity being undertaken to qualify as a Competent Person as defined in the 2012 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr Freeman consents to the inclusion in this announcement of the matters based on his information in the form and context in which it appears.

Reliance on Third-Party Information

This Annual Report contains information that has been derived from third party sources that has not been independently verified. No representation or warranty is made as to the accuracy, completeness or reliability of the information.

Forward Looking Statements

This Report includes forward looking statements that have been based on an assessment of present economic and operating conditions, and assumptions regarding future events and actions that, as at the date of this Report, are considered reasonable by the Company. Such forward-looking statements are not guarantees 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 and its Directors and management. The Company cannot and does not give any assurance that the results, performance or achievements expressed or implied by the forward-looking statements will actually occur and investors are cautioned not to place undue reliance on these forward-looking statements. The Company has no intention to update or revise forward-looking statements, except where required by law



Tenement Schedule

Location	Project	Tenement No.	Registered Holder	Nature of interest
Western Australia	Gonneville/ Julimar	E70/5118 to E70/5119	CGM (WA) Pty Ltd	100%
		E70/5353	CGM (WA) Pty Ltd	100%
	Kings	E70/5350	CGM (West Yilgarn) Pty Ltd	100%
		E70/5351	CGM (Julimar) Pty Ltd	100%
		E70/5358	CGM (West Yilgarn) Pty Ltd	100%
		E70/5360 to E70/5361	CGM (West Yilgarn) Pty Ltd	100%
		E70/5363 to E70/5364	CGM (West Yilgarn) Pty Ltd	100%
		E70/5368 to E70/5369	CGM (West Yilgarn) Pty Ltd	100%
		E70/5373	CGM (West Yilgarn) Pty Ltd	100%
		E70/5151	Northam Resources Limited	0% - Earn-in agreement, right to earn up to a 75% interest
		E70/5865	CGM (West Yilgarn) Pty Ltd	100%
		E70/6514	CGM (West Yilgarn) Pty Ltd	100%
		E70/6644	CGM (West Yilgarn) Pty Ltd	100%
		E70/6689	CGM (West Yilgarn) Pty Ltd	100%
	Boomer Hill	E70/5009 to E70/5010	Denise Elaine Watts-Butler	0% - Earn-in agreement, right to earn up to a 90% interest
	Northam JV	E70/6481 to E70/6482	OBR Exploration Pty Ltd	0% - Earn in agreement, right to earn up to a 70% interest.
		E70/3536-I	Northam Resources Limited	
		E70/4243-I	Northam Resources Limited	
		E70/4692-I	Northam Resources Limited	
		E70/5035	Northam Resources Limited	
		E70/5097	Northam Resources Limited	
		E70/5125 to E70/5126	Northam Resources Limited	
		E70/5139 to E70/5140	Northam Resources Limited	
		E70/5149 to E70/5150	Northam Resources Limited	
		E70/5152 to E70/5153	Northam Resources Limited	

Location	Project	Tenement No.	Registered Holder	Nature of interest
Western Australia	Northam JV	E70/5724	Northam Resources Limited	0% - Earn in agreement, right to earn up to a 70% interest.
		E70/5757	Northam Resources Limited	
	Barrabarra	E70/5263 to E70/5264	CGM (West Yilgarn) Pty Ltd	100%
		E70/5355 to E70/5356	CGM (West Yilgarn) Pty Ltd	100%
		E70/5404	CGM (West Yilgarn) Pty Ltd	100%
		E70/5535	CGM (West Yilgarn) Pty Ltd	100%
		E70/5550 to E70/5551	CGM (West Yilgarn) Pty Ltd	100%
		E70/5560 to E70/5561	Koojan Exploration Pty Ltd	0% - Earn in agreement, right to earn up to an 80% interest
		E70/5624	CGM (West Yilgarn) Pty Ltd	100%
		E70/5666 to E70/5667	CGM (West Yilgarn) Pty Ltd	100%
		E70/5695	CGM (West Yilgarn) Pty Ltd	100%
		E70/5705	CGM (West Yilgarn) Pty Ltd	100%
		E70/6535	CGM (West Yilgarn) Pty Ltd	100%
		E59/2549	CGM (West Yilgarn) Pty Ltd	100%
		E70/6681	CGM (West Yilgarn) Pty Ltd	100%
	South West	E70/5685	CGM (West Yilgarn) Pty Ltd	100%
	Wubin	E70/5357	CGM (West Yilgarn) Pty Ltd	100%
	Voyager	E70/6718 to E70/6724	CGM (West Yilgarn) Pty Ltd	100%
		E70/6740 to E70/6743	CGM (West Yilgarn) Pty Ltd	100%
	Narryer	E09/2436	CGM (West Yilgarn) Pty Ltd	100%
		E09/2446	CGM (West Yilgarn) Pty Ltd	100%
	Bangemall	E52/4435	Nebula Resources Pty Ltd	100%
		E52/4437	Nebula Resources Pty Ltd	100%
	Nulla South	E77/2353 to E77/2354	CGM (WA) Pty Ltd	20% - JV with Ramelius Resources
Northern Territory	Warrego North	EL23764	CGM (WA) Pty Ltd (51%) & Meteoric Resources NL (49%)	Earn-in agreement, right to earn up to a 70% interest
		EL31608	CGM (WA) Pty Ltd	100%
		EL31610	CGM (WA) Pty Ltd	100%



Sustainability Report

Included in this section:

Letter from the Chair of the Risk and Sustainability Committee

Our Approach to Sustainability

Strong Environmental Stewardship

Manage Climate Change Risks

Create Value for Stakeholders

Cultural Heritage and Traditional Owner Engagement

Health and Safety in the Workforce

People and Culture

Operating Responsibly

Letter from the Chair of the Risk and Sustainability Committee

Dear Shareholders,

Welcome to Chalice Mining's 2025 Sustainability Report.

As the global demand for critical and strategic minerals continues to rise, so too does the responsibility to extract them in a manner that is ethical, sustainable, and community-led. FY25 has been a year of positive momentum for Chalice as we continued to advance the Gonneville Project with care, transparency and purpose. As Chair of the Risk and Sustainability Committee, I am pleased to present our FY25 Sustainability Report, reflecting on another pivotal step in our journey towards responsible and sustainable mineral development.

Environmental Stewardship and Progress Toward Development

Over the past year, Chalice has taken major steps forward in preparing for the formal environmental assessment of the Gonneville Project. This is a necessary and important step. We finalised the project scope and conceptual layout and completed detailed cultural heritage surveys — this data will be used as the supporting basis for the preparation of environmental assessment documentation due for submission to the regulator in early FY27.

Key FY25 activities included:

- Continued environmental baseline monitoring, including biodiversity, water, air quality, and noise studies in line with WA Environmental Protection Authority (EPA) and Commonwealth technical guidelines.
- Establishment of a seed production area and continuation of the Black Cockatoo artificial hollow study as part of the Gonneville Restoration Project.
- Launch of a research partnership with the University of NSW targeting habitat restoration aligned with regulatory offset requirements.
- Achievement of zero significant environmental incidents, maintaining strong compliance across all operations.

These achievements reflect Chalice's commitment to integrating robust science, best practice environmental governance, and transparent community engagement throughout our development process.

Supporting Local Communities and Social Value

In FY25, Chalice deepened its engagement with local communities and Traditional Owners. We completed our third Local Voices community survey, with results indicating that 68% of respondents support the development of the Gonneville Project. Insights from these surveys guide our decision-making and reinforce the importance of maintaining social licence.

We also:

- Maintained our community grant and sponsorship program, continuing our focus on local procurement to support regional businesses by investing more than \$50,000 in community grants and purchasing \$1.1 million by buying from local businesses.
- Progressed toward the formalisation of Cultural Heritage Agreements with Yued Traditional Owners.
- Continued regular water monitoring and expanded hydrogeological studies to ensure responsible water stewardship.





Climate Change Strategy and Emissions Reduction

We continued to mature our response to climate change in FY25. Guided by our Climate Change Policy and the roadmap for implementing the Taskforce on Climate-related Financial Disclosures (TCFD) recommendations, we embedded climate considerations into the Company's enterprise risk strategy.

Pleasingly, Chalice achieved a 58% reduction in total organisational greenhouse gas emissions compared to FY24. This reduction primarily reflects a slowdown in exploration activities but also demonstrates our focus on operating and designing Company activities with a low-carbon consciousness. Scope 3 emissions continue to represent the majority of our footprint, and we are taking active steps to evaluate decarbonisation pathways — including renewable energy adoption and future emission intensity targets for the Gonneville mine design.

Looking Forward

As Chalice continues its transition from explorer to

developer, FY26 will see further progress of several key initiatives, including:

- Continued development in anticipation of future submission of the environmental assessment documentation.
- Expansion of our restoration trials and stakeholder engagement efforts.
- Further development of our climate risk assessment and emissions strategy in alignment with the TCFD framework.

On behalf of the Board and the Risk and Sustainability Committee, I would like to thank our employees, communities, Traditional Owner partners and stakeholders. We remain committed to transparent, responsible and science-driven development, and to playing our role in supporting the global transition to a decarbonised future.

Yours sincerely,

Garret Dixon,
Chair of Risk and Sustainability Committee

Our Approach to Sustainability

We believe sustainability is central to value creation. This philosophy enables Chalice to realise opportunities, effectively manage risk and contribute to sustainable development. Our focus on sustainability is integral to fulfilling our Company Purpose:

Purpose

To discover and develop world-class minerals projects

Our Sustainability Vision is:

Deliver sustained shared value, for both stakeholders and shareholders, through responsible sustainability practices

Chalice set its corporate sustainability strategy in 2021 and has made it an integral part of our overarching business strategy, forming one of our six key strategic pillars. Our sustainability strategy is reviewed annually and remains strongly aligned to our purpose, corporate strategy and material sustainability issues.

Chalice's approach to sustainability is based on four pillars – or focus areas – that encompass our material sustainability issues and drive our performance across our activities through ten clearly defined,

long-term goals and targets. In essence, we seek to minimise our environmental footprint through strong environmental stewardship, manage climate change risk by contributing to the decarbonisation of the global economy and a low emissions future, create value for our stakeholders, and provide a healthy and safe workplace for our employees and contractors.

This report is structured in six sections that link to our four sustainability pillars and cover our ten material topics.



Strong Environmental Stewardship



Manage Climate Change Risk



Create Value for Stakeholders



Healthy and Safe Workforce



People and Culture



Operating Responsibly



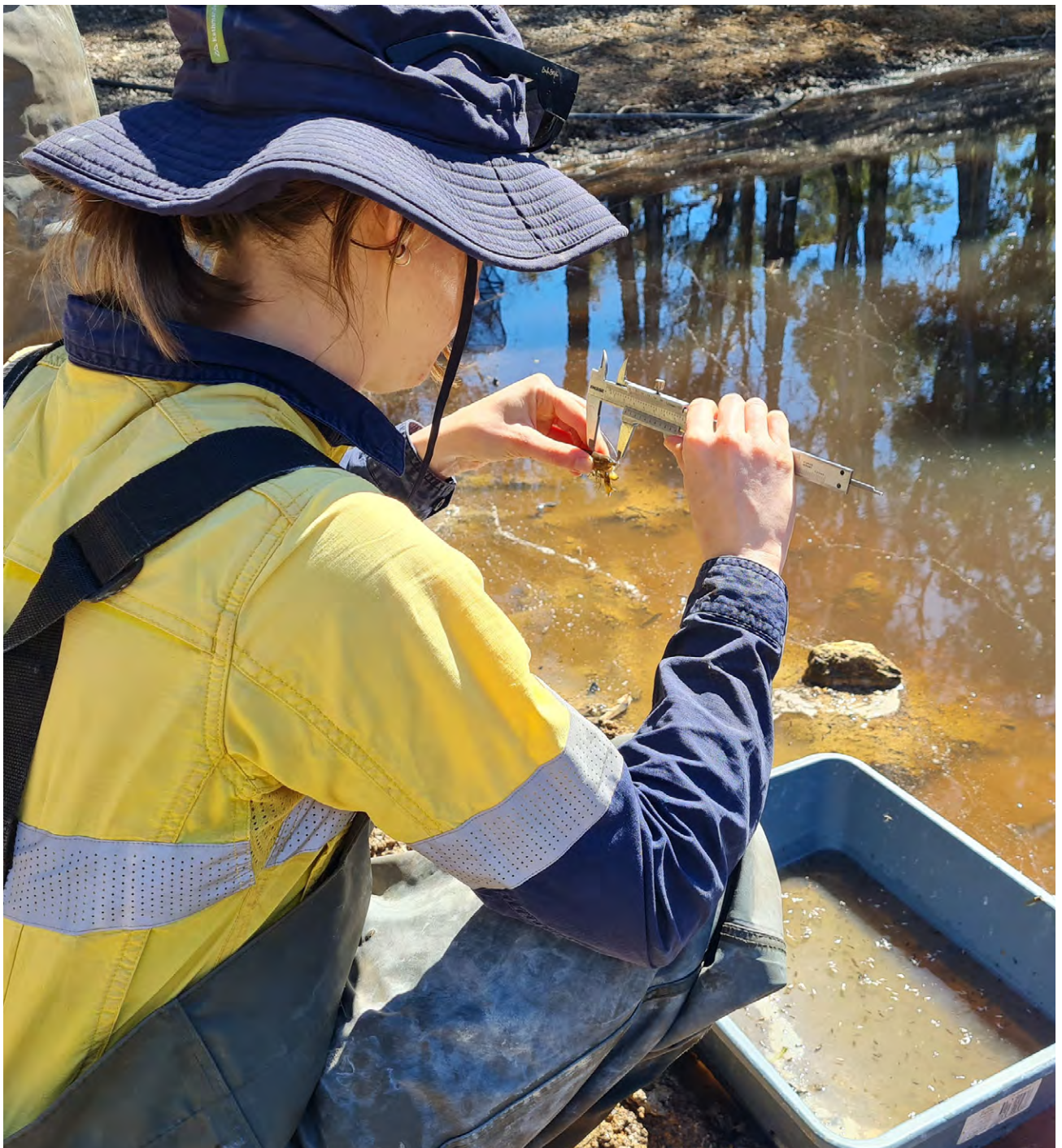
Our Reporting

We have used the Global Reporting Initiative (GRI) Universal Standards (GRI 1, 2 and 3) and other recognised standards as a guide to the principles and disclosures for sustainability reporting.

The 2025 Sustainability Report covers the sustainability goals, activities and performance of our wholly owned and operated exploration and development projects in Western Australia. These are activities over which Chalice had operational control in the 2025

financial year and that materially contributed to our sustainability performance.

Following our comprehensive assessment and review of our material topics in FY22 and FY23, we have continued to assess and understand materiality through FY24 and FY25 by engaging with government stakeholders, local communities and investors. Our top 10 material issues have not changed since our FY23 report was published and are listed below.



Top 10 Material Topics as Identified by Stakeholders

Theme	Material Topic	Material Topic - Description	Relevant Sustainable Development Goals
Environment	Biodiversity	We manage potential impacts to biodiversity and natural habitats, and we are committed to making a positive contribution to regional biodiversity values.	 
	Land Rehabilitation	We are committed to rehabilitation and remediation, and ensuring our exploration activities are progressively rehabilitated. We plan for future mine closure.	 
	Water Stewardship	We are implementing measures to ensure that our current and future activities do not adversely impact local water supplies and water quality.	 
	Climate Change	We are transparent in our exposure to climate-related risks and opportunities, and our plans and commitments to reduce our emissions in line with the objectives of the Paris Agreement - to limit global warming to well below 2°C and to pursue efforts to limit temperature increase to 1.5°C.	 
Social	Community Engagement and Investment	We actively engage and consult with local communities and Traditional Owners to ensure that their issues are understood by Chalice, that they have a say in how we respond to these issues, and that we contribute to regional economic development and provide opportunities for local communities.	 
	Cultural Heritage	We are engaging with Traditional Owners to understand and appropriately manage cultural heritage values.	
	Health and Safety	Our highest priority is the safety of our workforce and the communities where we are active.	
	Inclusion and Diversity	We are committed to creating an inclusive and diverse workplace that attracts the best talent and leads to improved company performance.	 
Governance	Financial Performance	Our commitment to sound business practices and strong financial disciplines underpin our goal to deliver returns for shareholders.	
	Business Ethics and Anti-corruption	We manage and monitor ethics and integrity issues effectively.	 

Strong Environmental Stewardship

Chalice is committed to rigorous standards and governance frameworks to ensure responsible environmental practices are followed in all our activities. We take our environmental responsibilities seriously. We are committed to achieving high standards in environmental management through understanding the sensitivities of the areas where we are active and applying the mitigation hierarchy to avoid, minimise, mitigate and, where appropriate, offset our impacts to the environment.

At Chalice, we believe that meeting the global challenge of decarbonisation should not come at the cost of unacceptable local impacts. We fundamentally believe that mining can be undertaken sustainably and responsibly, and that mining development can co-exist with conservation and community values.

FY25 activities at a glance

- Finalisation of the Project development scope and conceptual layout for the environmental assessment documents.
- Completion of detailed cultural heritage surveys with the final report identifying no issues to prevent the development of the Project.
- Recognition of Gonneville as a Strategic Project by the WA government and as a Major Project by the Commonwealth government.
- Completion of the 3rd Annual Local Voice survey.
- Qualification as a member of the Dow Jones Sustainability Index Australia.
- Commencement of a formal Research Services Agreement with the University of NSW to support the Gonneville Project's environmental offsets strategy and regulatory approvals. The research program will develop techniques to restore habitat in areas of Chalice-owned farmlands to meet anticipated WA and Commonwealth environmental offset requirements.
- Establishment of a seed production area as part of the Gonneville Restoration Project.
- Continuation of the Black Cockatoo artificial hollow study.
- Ongoing progressive rehabilitation of exploration activities.

FY26 focus

- Development and submission of the environmental assessment documentation for regulator review.
- Continuation of the research partnership with the University of NSW, with additional support from Bamford Consulting Ecologists, and Syrinx Environmental to support the Restoration Plan.
- Further establishment of the seed production area as part of the Gonneville Restoration Project.
- Continuation of the Black Cockatoo artificial hollow study.
- Continuation of stakeholder engagement to build and maintain relationships as the development of the Gonneville Project continues.
- Ongoing progressive rehabilitation of exploration activities.



Environmental Management

Environmental management measures are applied proactively across all our exploration programs through procedures and standards established within our ISO14001 aligned HSEC Management System. Implementing and maintaining an environmental management system that aligns with the ISO14001 standard enables identification and effective management of potential environmental risks, impacts and opportunities across all our activities.

All environmental management is undertaken in accordance with our Environment Policy, which commits us to achieving excellence in environmental management to minimise the potential short and long-term impacts of our activities on the environment and local communities.

In addition to Chalice's internal environmental governance, all of Chalice's exploration activities are governed by regulatory permits that contain stringent conditions to protect the environment, such as Conservation Management Plans, Native Vegetation Clearing Permits (NVCP) and Programs of Work (PoW).

During FY25, the Company complied with all relevant environmental laws and the obligations under applicable legislation and permits. Chalice has not had to pay any fines or penalties for environmental or ecological matters.

Performance and FY26 Targets

	FY22	FY23	FY24	FY25	FY26 Target
Significant Environmental Incidents	0	0	0	0	0
Progressive Rehabilitation of Exploration Drilling Activities (disturbed ground : rehabilitated ground)	1.23/0.99 ha	9.32/8.39 ha	9.95/8.21 ha	3.68/3.68 ha	1:1 annually

*Data provided in the table above reflects status at the end of the reporting period. All disturbed areas are now rehabilitated.





Biodiversity

Gonneville Biodiversity Strategy

Chalice's Biodiversity Strategy covers potential future mining operations at Gonneville, including the direct and indirect footprint associated with mining, processing, and associated infrastructure. The Strategy spans the life of the mine and beyond to ensure sustainable post-mining closure and land uses. Central to the Strategy are two biodiversity goals:

- To ensure science-based no net loss of species or habitat diversity as a result of any mining operations.
- To strive towards a net positive legacy for significant species and our local community.

Chalice has developed a detailed implementation plan for the Biodiversity Strategy and is progressing on-the-ground restoration work at a site adjacent to the Julimar State Forest.

Baseline Environmental Surveys

A comprehensive program of baseline environmental surveys has been underway at the Gonneville Project and more regionally since 2021. This work is conducted by specialist botanists and zoologists covering a range of environmental factors including terrestrial and aquatic fauna, flora and vegetation, invertebrates, Black Cockatoos and Chuditch. The intent of these surveys is to gather information specific to the region to avoid and mitigate potential environmental impacts associated with the Gonneville Project and our exploration activities.

All survey methodology is consistent with relevant WA Environmental Protection Authority (EPA) and Commonwealth Government technical guidance for environmental impact assessment, and the Index of Biodiversity Surveys for Assessments data standards.

Environmental baseline information will be utilised in the Gonneville Project's formal environmental impact assessment and studies to avoid and minimise impacts to significant environmental values.

Surveys undertaken across the year include but are not limited to the following activities:

- Targeted surveys for conservation-significant flora and vegetation communities.
- Detailed surveys to characterise the flora, delineate vegetation communities and assess vegetation condition.
- Surveys to gather broad fauna information and map fauna habitat.
- Aquatic fauna surveys in dams and waterways.
- Completion of Short Range Endemic surveys and habitat assessments.
- Baseline surveys of stygofauna (subterranean fauna) communities within the project area, targeted Black Cockatoo surveys and habitat assessments.
- Deployment of 44 camera monitors as the first stage in a three-year Chuditch research project
- Air quality monitoring to inform baseline conditions for Gonneville.
- Baseline noise monitoring to inform the environmental assessment.

Land Rehabilitation

Rehabilitation is considered from the very first stages of exploration planning, such as choosing sites which require minimal vegetation and ground disturbance where possible. Chalice's low-impact exploration in vegetated areas also avoids the need for mechanised clearing, which has obvious advantages for rehabilitation. By not clearing trees, the impact on existing root stock, topsoil and the seed bank is minimised.

All rehabilitation sites in vegetated areas are photographed and monitored to ensure:

- No increase or introduction of weeds.
- No observable erosion has occurred.
- Hole capping is sufficient and has not created a hazard for animals.
- Natural regeneration of vegetation is occurring.

If the monitoring identifies an issue with the rehabilitation, rectification activities are implemented until the issue is addressed.

In FY25, Chalice undertook 3.68 hectares of ground disturbance on farmland, with 3.68 hectares rehabilitated across all our operations. As there was no exploration activity, there was no ground disturbance in the Julimar State Forest during FY25.

Water and Waste Stewardship

Groundwater and Surface Water

Chalice recognises that water is a critical shared resource that must be managed efficiently and responsibly. Whilst our current water usage in the exploration phase is minimal, we are conducting studies to understand the potential water usage of a mining operation at the Gonneville Project.

Our goal is to ensure that our activities do not have any adverse impact on other local water users.

To deliver on this, and to better understand the groundwater and surface water systems at the Gonneville Project site, Chalice has been regularly sampling both groundwater and surface water since 2021. Chalice further expanded the groundwater and surface water monitoring program in FY25, with another six water monitoring bores established within the mine footprint to support hydrogeological

investigations into the potential for mine dewatering and groundwater drawdown.

The baseline groundwater and surface water sampling program, comprising a network of 35 groundwater monitoring bores and 11 surface water monitoring sites, will continue throughout the Gonneville Project development phase. Additional groundwater and surface water monitoring locations are being investigated at a regional scale.

Together, the groundwater and surface water monitoring assists Chalice to better understand the water cycle in the Project area and will inform our assessment of the potential impacts of a potential future mine development and operation.

All of Chalice's water sampling is undertaken by a specialised contractor, in line with relevant Australian Standards techniques. The water samples are sent through to a National Association of Testing Authorities, Australia (NATA) laboratory for independent analysis.

Waste

All waste from our work sites (including hydrocarbon contaminated waste) is collected from site by a licensed contractor and disposed of offsite at licensed facilities.

A waste recategorisation exercise was conducted in November 2024 to align with the S&P Global reporting guidelines. This resulted in adjustments to historical waste figures based on the revised



categorisation. Historical waste and emissions data dating back to FY21 were available to support this recategorisation. Consequently, the associated emissions under the category “waste generated in operations” have been updated from FY20/21 onwards to reflect the revised waste volumes and emission factors.

So far, non-recycled solid waste is all reported as being sent to landfill (including hazardous materials). There is no evidence of incineration or other disposal methods for solid wastes.

Liquid waste quantities are not due for reporting in this section, but they have been assessed as part of waste emissions. Onsite sourced and reused materials from drilling and earthworks (ie cut to fill including stockpiles) are not reported here since they are not regarded as resource outputs. Head office wastes are deemed immaterial and not quantified.

Much higher mineral waste quantities (waste rock, tailings) are likely expected for future mining operations which will require the setting of waste minimisation targets and tailings management commitments.



Chalice’s annual total solid waste, by type of disposal method (NB: does not include liquid waste).

Solid Waste Generation	Unit	FY21	FY22	FY23	FY24	FY25
Total waste recycled/reused	Metric tonnes	62	109	136	4	0
Total waste disposed to landfill (non-hazardous)	Metric tonnes	231	456	722	284	63
Total waste disposed to landfill (hazardous)	Metric tonnes	12	23	23	7	11
Data Coverage	% of company’s identified waste sources	>95%	>95%	>95%	>95%	>95%

A waste recategorisation exercise was conducted in November 2024 to align with S&P Global reporting guidelines. This resulted in adjustments to historical waste figures based on the revised categorisation.

Non-recycled solid waste is all reported as being sent to landfill (including hazardous materials). There is no incineration or other disposal methods for solid wastes. Data coverage extends across solid wastes collected from waste contractors at key facilities. FY22 had a gap in municipal waste collection data for the Avalon facility.

As an exploration company, Chalice does not have any tailings material, noxious or toxic wastes that require disposal.

Manage Climate Change Risks

Chalice believes in being part of the solution to manage climate change by responsibly discovering and developing new mineral deposits that provide critical minerals which are essential to decarbonisation. Supporting a low-carbon emissions future is central to our purpose and strategy as an organisation.

FY26 focus

- Commence greenhouse gas assessment for the Gonneville Project.

Climate Change

Chalice's Climate Change Policy formalises and makes public the Company's commitment to:

- Finding and developing new deposits of the minerals that are critical to the transition to a low-carbon economy.
- Identifying climate-related risks and developing plans to mitigate those risks.
- Investigating opportunities to decarbonise our future mining to achieve net zero emissions by 2050.
- Pursuing viable solutions for energy efficiency, electrification and renewable energy.
- Increasing maturity of the application of the recommendations of the Taskforce on Climate-related Financial Disclosures (TCFD), so that the impacts of climate-related risks and opportunities are integrated into Chalice's strategy and financial planning.
- Transparent reporting and disclosure of Chalice's greenhouse gas emissions, climate change mitigation and adaption plans and progress.

Chalice recognises that climate change presents both transitional and physical risks that could materially impact our operations, asset valuation, regulatory obligations, and stakeholder expectations. While we are not yet a mandatory reporter under Australia's Climate-Related Financial Disclosure regime, we are preparing for compliance with the Australian Sustainability Reporting Standards (ASRS)—expected to apply to Group 3 entities from FY28—by progressively aligning our disclosure framework with the TCFD and the IFRS S2 standards issued by the International Sustainability Standards Board (ISSB).

Our Carbon Footprint

Chalice engaged the expertise of Life Cycle Assessment Certified Practitioners from Perspektiv to conduct an organisational carbon assessment of the Company's activities. The review assessed Chalice's operations, centred on its head office and the Gonneville Project site in Western Australia, alongside a number of exploration projects throughout Australia.

The assessment of Scope 1, 2 and 3 emissions in this report adheres to several international and national standards, including the Greenhouse Gas (GHG) Protocol, the Australian Standard for Organisation Level Quantification and reporting of Greenhouse Gas Emissions AS ISO 14064.1-2006 (reconfirmed 2018), the National Greenhouse and Energy Reporting (NGER), and the National Greenhouse Accounts Factors (NGA 2023). Task Force on Climate-related Financial Disclosures (TCFD) Recommendations have been reviewed to ensure this report aligns with Chalice's reporting requirements.

Calculation of all GHG emissions was done on the basis of Chalice's financial accounts data and organisational control. Perspektiv conducted the GHG inventory, assessed all quantifiable sources using industry standard calculation methods, and reviewed the relevance of other non-quantified emissions sources.

The information presented in this section has been prepared in line with recognised standards and guidelines. However, the climate-related and greenhouse gas emissions disclosures have not been audited.



All direct Scope 1 emissions and indirect Scope 2 emissions associated with electricity use have been quantified in line with the NGER guidelines. Major Scope 3 emissions have also been quantified.

Overall, the FY25 footprint has decreased by 58% when compared to FY24. This was mainly due to a decrease in activity, with insignificant gains from efficiencies or renewable energy substitution. Chalice's total organisational greenhouse gas emissions for FY25 amount to 983 tCO₂-e. For context, in 2021, the Australian average household emitted

15 to 20 tonnes of CO₂-equivalent gas. Chalice's total emissions this financial year would therefore be equal to emissions from up to 158 average Australian households.

Scope 3 continues to be the highest contributor to Chalice's emissions, accounting for 82% of the total footprint (809 tCO₂-e).

Scope 1 and 2 emissions contribute 12% (119 tCO₂-e) and 5% (54 tCO₂-e) respectively. Scope 2 emissions occur from the consumption of electricity from the grid.

Chalice's annual scope 1 direct GHG emissions

Direct GHG (Scope 1)	Unit	FY21	FY22	FY23	FY24	FY25
Total direct GHG emissions (Scope 1)	Metric tonnes CO ₂ -equivalents [tCO ₂ -e]	338	174	289	174	119
Data coverage	% of company's identified energy uses	100%	100%	100%	100%	100%

Chalice's annual scope 2 indirect GHG emissions from consumption of electricity (location-based vs market-based method of calculation)

Indirect GHG (Scope 2)	Unit	FY21	FY22	FY23	FY24	FY25
Location-based method for total Scope 2	Metric tonnes CO ₂ -equivalents [tCO ₂ -e]	50	81	60	60	42
Data coverage	% of company's identified energy uses	100%	100%	100%	100%	100%
Market-based method for total Scope 2	Metric tonnes CO ₂ -equivalents [tCO ₂ -e]	57	93	80	75	54
Data coverage	% of company's identified energy uses	100%	100%	100%	100%	100%

Scope 1 and 2 emissions are mostly related to energy consumption and associated combustion of gaseous, liquid and solid fossil fuels. Non-energy related Scope 1 and 2 emissions sources for Chalice are currently deemed non-relevant.

Total Indirect Scope 3 Emissions by Year [tCO₂-e]

Indirect GHG (Scope 3)	Unit	FY21	FY22	FY23	FY24	FY25
Total indirect GHG emissions (Scope 3)	Metric tonnes CO ₂ -equivalents [tCO ₂ -e]	2,712	4,210	4,133	2111	809

Previous periods annual emissions are amended as a result of a comprehensive update of waste data categorisation in the current financial year.

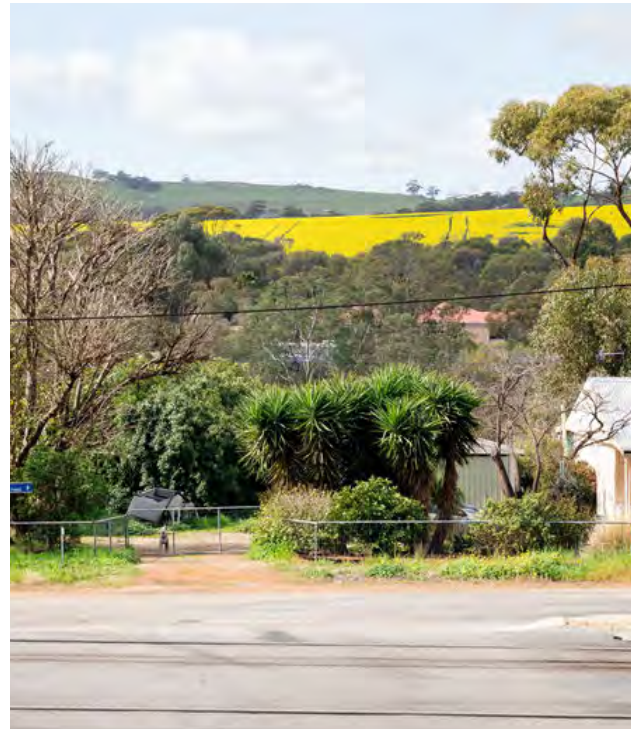
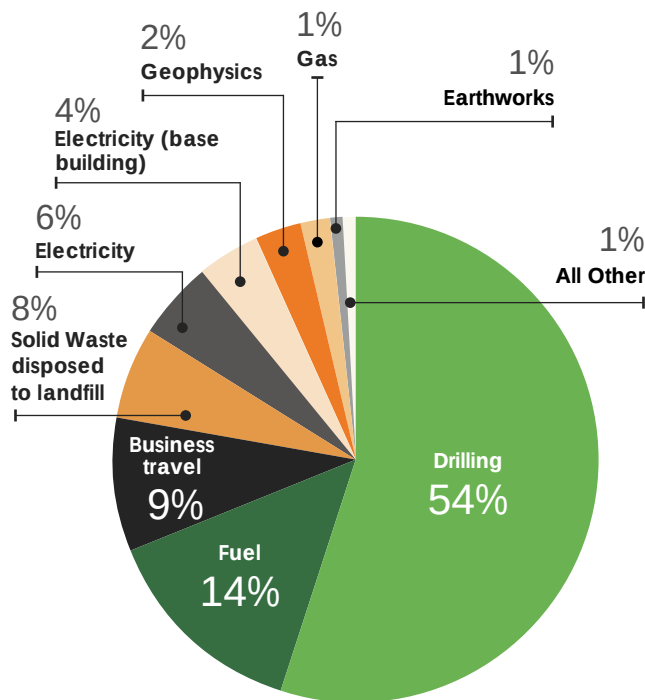
FY25 Scope 3 emissions by GHG Protocol emissions category

GHG Protocol Emission Category	Emissions in the FY25 Reporting Year	Emissions calculation methodology and exclusions
01 Purchased goods and services	559	Drilling and Earthworks: Modelled using activity-based data from contractors (drill type metres, earthworks hours, and typical fuel consumption per unit of work) Geophysics: calculations referring to actual \$ spend on fuel; Water: kL quantity data.
02 Capital Goods	Not quantified	Available data suggests minimal/ insignificant emissions.
03 Fuel-and-energy-related-activities (not included in Scope 1 or 2)	38	Calculations refer to same quantities reported under Scope 1 and 2, but using the Scope 3 emissions factors to reflect emissions upstream in the value chain.
04 Upstream transportation and distribution	3	Actual activity-based calculations referring to \$ expenditure data.
05 Waste generated in operations	88	Actual activity-based calculations referring to weight or volumetric waste data.
06 Business travel	89	Actual activity-based calculations referring to vehicle km travelled by land, passenger km travelled by air and some \$ expenditure data.
07 Employee commuting	Not quantified	No data available. Deemed insignificant.
08 Upstream leased assets	33	Partially quantified for head office building energy use (calculations refer to NABERS Energy reports). Plant and fleet leases direct energy use addressed in Scope 1.
09 Downstream transportation and distribution		Excluded. Not yet relevant.
10 Processing of sold products		Excluded. Not yet relevant.
11 Use of sold products		Excluded. Not yet relevant.
12 End of life treatment of sold products		Excluded. Not yet relevant.
13 Downstream leased assets		Excluded. Not relevant.
14 Franchises		Excluded. Not applicable.
15 Investments		Excluded. Not relevant.
16 Other upstream		Excluded. Not relevant.
17 Other downstream		Excluded. Not relevant.

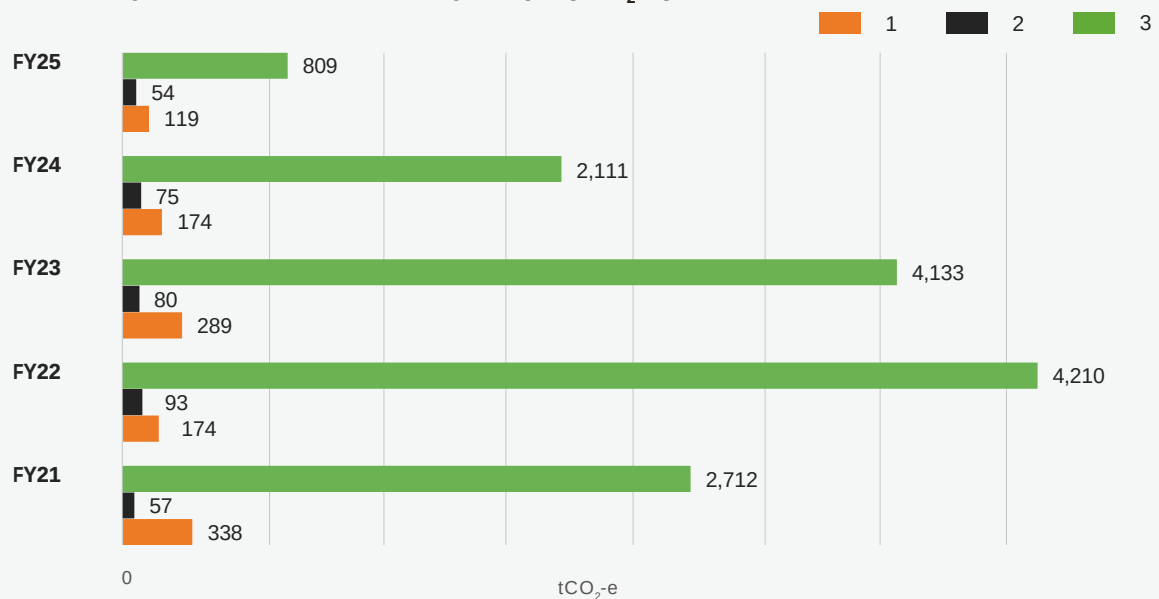
Scope 1, 2 and 3 emissions are shown below as per Chalice's financial account structure. The relative contribution by emissions source has remained similar since FY22 with the top four contributors being:

- Emissions associated with drilling activities, amounting to a total of 532 tCO₂-e (54 %)
- Fuel combustion emissions, amounting to a total of 136 tCO₂-e (14%)
- Business travel emissions, amounting to a total of 89 tCO₂-e (9%)
- Solid waste emissions, amounting to a total of 82 tCO₂-e (8%)

FY2025 Scope 1,2 and 3 emissions by activity



Year-on-year Trend of Emissions by Scope (tCO₂-e)



Energy

In FY25, direct energy consumption by Chalice amounted to 566 MWh, compared to 815 MWh in FY24. The majority of this energy (76%) use stems from fuel consumption. The remainder comprises electricity (14%) and gas (8%) use. This covers all sites for which energy is billed directly to Chalice. Grid electricity consumption includes 18% renewable energy as per the Large-scale Renewable Energy Target (LRET).

Reported renewable energy consists of jurisdictional/mandatory renewable electricity and onsite/rooftop generated electricity.

Chalices annual energy consumption by non-renewable/renewable.

Energy consumption	Unit	FY21	FY22	FY23	FY24	FY25
Total non-renewables	MWh	569	802	1,041	784	545
Total renewables	MWh	21	29	29	31	21
Data coverage	% of company's identified energy uses	100%	100%	100%	100%	100%

Annual energy consumption figures exclude energy consumed by contracted third parties such as for drilling, earthmoving and transport operations.

Overall, between FY24 and FY25, energy use has decreased by 32%. The highest decrease is observed for fuel energy, which decreased by 33% from FY24 to FY25. This reflects a further decrease in exploration activities in the Julimar region over this period.

Total energy generation from renewable energy sources, including two solar PV systems at Avalon Homestead, totalled 21 MWh of energy.



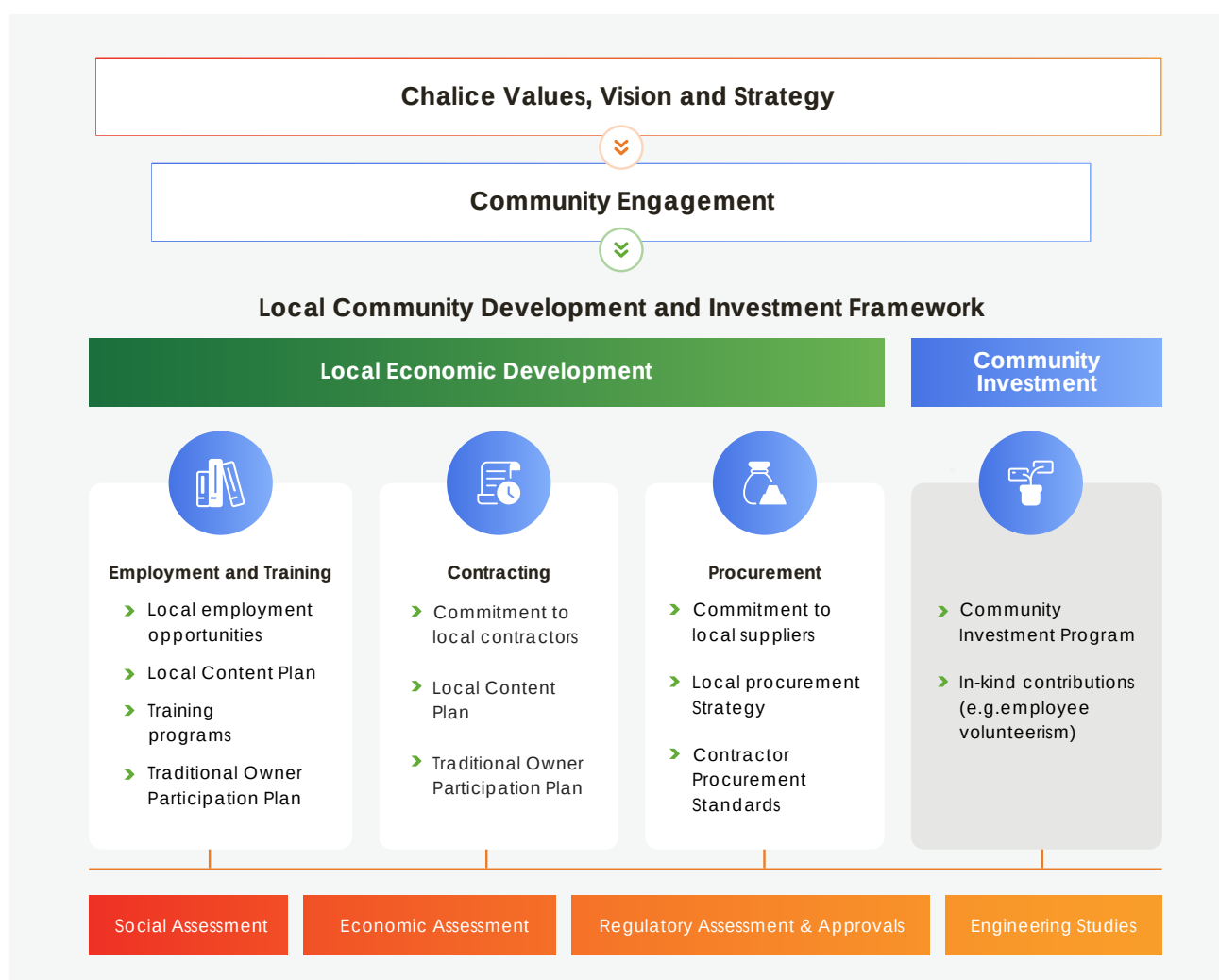
Create Value for Stakeholders

As a Western Australian-based Company, Chalice is proud to be a part of the local communities where we work. We have actively and transparently engaged with local communities and Traditional Owners to build respectful and collaborative relationships, with a goal of earning trust and achieving lasting social and economic benefits. It also helps us better understand the potential social, environmental, and economic impacts of our activities in the communities where we are based.

Community Engagement

From the discovery and early development of the Gonneville Project in 2020, Chalice has recognised that community and effective community engagement is critical.

To ensure we deliver on our commitments, Chalice has developed a Community Engagement Framework to apply a best practice approach in all areas of our business. This framework outlines our approach for community engagement and the supporting initiatives we are implementing to achieve this.



During FY25, we continued our channels for community engagement and information distribution by participating in the regular calendar of annual community events as well as using activities such as the Voconiq Local Voices Survey to generate targeted communication and seek feedback about Chalice and the Gonneville Project.

The Gonneville Project website is a central location for stakeholders to find the latest information about the Gonneville Project, with information tailored to the key concerns of the community. The community Facebook page aims to broaden our reach to community stakeholders as well as allowing us to proactively address questions and concerns as they arise.

A key focus for the Community Engagement Framework is the contribution to local economic development – simply, to buy local and support local. In FY25 Chalice contributed ~\$50,000 in funding to local initiatives through the Chalice Community Investment Program, plus ~\$1,100,000 in direct local spend through procurement of goods and service in the local shires surrounding the Gonneville Project.

Government

Our engagement with local, state and federal government continued throughout the year and was mainly facilitated via face-to-face briefings, with the purpose of providing a sound understanding of project status, upcoming activities and required future approvals.

Chalice consistently ensures that government stakeholders are informed and updated, providing open and timely communication, responding to questions or issues promptly, and ensuring there is a two-way dialogue.

Stakeholder Engagement System

Chalice has implemented a robust stakeholder engagement system in which all engagements, including complaints, are recorded, reviewed and dealt with in a constructive and timely manner. Our key stakeholders, their interests, and how we engage with them are summarised below.

How we engaged with stakeholders in FY25

Chalice has engaged early, actively and transparently to build respectful and collaborative relationships with stakeholders. This includes:

- Distribution of information to our host communities with regular Community Newsletters, local advertising in free newspapers, information sheets and face-to-face meetings.

- Email – sharing updates and digital copies of the Community Newsletter directly to our community database.
- Australia Post – direct mail of newsletter and Local Voices survey to 9,500 households and businesses.
- Gonneville website and Chalice Community Facebook page – platforms to share initiatives, activities and answer community questions directly and in a timely manner.
- Chalice office in Toodyay – a hub for community members (residential, businesses and tourists) to connect directly with Chalice staff, seek information on employment, sponsorships, project updates and any other information.
- Chalice is a strong supporter of many regular activities throughout our region providing financial, in kind and in person support by attending business functions, annual shows and ‘one off’ events throughout the region. Among other things Chalice attended the Toodyay Show, Wheatbelt Futures Forum and local school education sessions via the AusEarthEd program.
- Local Voices Survey information stands at the Toodyay Swap Meet, Bindoon Markets and Bullsbrook IGA to encourage community participation in the survey, answer questions about the Project and take on feedback.



Voconiq Local Voices Pulse Survey

Chalice understands that community consultation plays a key role in all our planning as we consider a potential mine at the Gonneville Project. To help us better understand the needs, concerns and priorities of the communities neighbouring our project, Chalice continues to engage Voconiq to conduct independent and confidential surveys, the Local Voices program.

Local Voices is a unique community engagement program developed over 10 years within Australia's national science agency, CSIRO. As part of this program, a series of surveys are conducted to help Chalice better understand what matters most to community members, helping Chalice to inform decision making processes.

An initial Local Voices Anchor Survey was undertaken in early 2023, followed by a Pulse Survey in 2024. In 2025, the Local Voices Pulse Survey was conducted over a six-week period during March and April.

The 2025 Pulse Survey continued to track how local communities feel about key issues, with some questions repeated and new topics introduced. Survey results are collated and analysed by Voconiq independently and confidentially. In the 2025 Pulse Survey, Voconiq received 180 responses, with 78% of respondents living within 30km of the Gonneville Project and 36% returning survey participants.

Overall, 68% of respondents have a moderate to high level of support for a potential mine on Chalice-owned farmland, if Chalice manages impacts to the environment responsibly and minimises community disruption during construction and operations. This represented a slight decline from 75% in the 2024 Pulse Survey.

The environment, infrastructure, and transparent communication continue to be key focus areas with environmental responsibility remaining a top concern. The key outcomes were broadly consistent with previous years, which gives Chalice confidence in the overall veracity of the survey process.

Each year, as recognition for completing the survey, participants can nominate a community group of their choice to receive a \$5 donation through the Local Voices Rewards program. The contribution is voluntary, and some recipients chose not to participate. So far, the Local Voices surveys have generated \$3,629 in donations for local community groups.

Local Voices is commissioned by Chalice and provides important insights that continues to inform future social impact assessment and environmental approval processes for the Gonneville Project. Full details of the 2025 Pulse Survey were released in August 2025 on the Voconiq dashboard.

Community Engagement

In 2020, Chalice established a Community Investment Program to deliver positive long-term benefits through supporting local community-based initiatives.

Chalice continues to prioritise three areas for community investment:



Education

initiatives that advance and improve regional educational opportunities

- Sharing of knowledge and capabilities for the benefit of the local community
- Support innovation and advancement for local residents



Environment

initiatives that protect and rehabilitate the environment

- Support the connection between community and the natural environment
- Restore our natural environment and protect our ecosystems and threatened species



Community Connection

supporting local opportunities, events and groups to strengthen the community connection within the region

- Facilitate and support greater engagement between community members
- Respect and recognise local heritage and culture

Our community contribution to date includes:

	FY22	FY23	FY24	FY25
Chalice Community Investment contribution	\$70,000	\$122,000	\$138,000	\$50,000
Chalice - local procurement (including contractors)	\$2,782,000	\$3,349,000	\$1,692,000	\$1,090,000
Annual Total	\$2,852,000	\$3,471,000	\$1,830,000	\$1,140,000
Cumulative Total	\$4,944,000	\$8,415,000	\$10,245,000	\$11,385,000

Chalice and direct contractors have contributed a total of \$11.4 million in local investments and procurement since FY21.

In FY25, Chalice's Community Investment Program contributed ~\$50,000 directly into supporting local groups, including the following organisations and events:

Toodyay Agricultural Society, 2024 Toodyay Show	Marsupial Mammals and Pappas Wildlife Care
Shire of Chittering, 2024 Taste of Chittering	Toodyay Cricket Club
Dieback Working Group, DIG Conference	Toodyay Locals Care Inc.
Australian Earth Science Education, Wheatbelt Engagement Program	Bindoon Volunteer Bush Fire Brigade
Shire of Toodyay, Toodyay International Food Festival	Immaculate Heart College, Community Netball Club
City of Swan, Bullsbrook Community Festival	Lower Chittering Bush Fire Brigade
Noongar Kaartdijin Aboriginal Corporation, Noongar Trail Signage	Toodyay Volunteer Fire and Rescue Service
Avon Valley Shotokan Karate Club	Chittering Scout Group
Shire of Toodyay, Toodyay Christmas Street Party	Toodyay Garden Club
	Wheatbelt Business Network



Cultural Heritage and Traditional Owner Engagement

Traditional Owners have unique rights and interests to those of other stakeholders. Chalice recognises their rights, acknowledges their connection and responsibilities to their lands and waters, and respects their obligation to maintain culture, traditions and customs, and care for their country. We aim to establish collaborative and long-lasting relationships with all Traditional Owners on whose country we work, from which we can mutually benefit.

Our Community and Heritage Policy sets out our commitment to building respectful, trust-based and inclusive relationships with Aboriginal communities.

In FY25, Whadjuk Traditional Owners nominated by the Whadjuk Aboriginal Corporation (Whadjuk AC) Cultural Advice Committee, conducted detailed surveys of cultural heritage with the final report identifying no issues to prevent the development of the Project.

In FY26 Chalice will work with the Whadjuk AC to develop a cultural heritage management plan that will outline the appropriate management of Aboriginal heritage for the Gonneville Project.



Health and Safety in the Workforce

Workforce health and safety lies at the core of our business. Maintaining high health and safety performance requires the right mindset and behaviours, which together with our systems, contribute to our strong safety culture. Our primary objectives are to maintain a culture of integrity and ownership, to provide a safe working environment at all Chalice locations and to maintain the health and wellbeing of our employees and contractors.

FY25 activities at a glance

- Revision of the Health & Safety Management System
- Continued verification of the health and safety critical risks and controls for effectiveness
- Revision of the Health Management Plan in accordance with the reduced activities at Gonneville

FY26 focus

- Continued validation of the health and safety critical risk profile
- Verification of the critical controls for safety risks
- Continue to ensure the health exposures remain below the Workplace Exposure Standards (WES)

Health and Safety

Chalice is committed to ensuring occupational health and safety standards are implemented and owned by the workforce. Our Health, Safety, Environment and Community (HSEC) Management System governs our day-to-day activities, ensuring appropriate standards are adopted and hazards are identified, controlled, managed and monitored.

The system aligns with ISO 45001 (occupational health and safety management systems), ISO 14001 (environmental management systems) and ISO 9001 (quality management).

In FY25, Chalice undertook a comprehensive review of its Health and Safety Management System

(HSMS) to align with the evolving operational scope and ensure its continued relevance and effectiveness. Given the predominance of short-term and regionally focused activities, the HSMS was strategically simplified to enhance usability for infield teams. These refinements support adherence to HSEC requirements and facilitate a more efficient and accessible review process across associated documentation.

Our Health and Safety Policy outlines our commitment to implementing policies, systems, and procedures that assist with hazard identification, risk assessment and control, to ensure a safe system of work and mitigate the risk of health and safety incidents.

Performance and FY26 Targets (includes contractors)

	FY23	FY24	FY25	FY26 Target
Fatalities	0	0	0	0
Lost Time Injury Frequency Rate (LTIFR)	0	0	0	<0.3*
High potential near-misses	0	0	0	0
Number of workers exposed above OEL**	0	0	0	0

*Sum of (Total Recordable Injury Cases (resulting in absence from work for 2 or more weeks)×1,000,000) / total hours worked for the year

**Occupational exposure limit (OEL) for fibrous material is 0.01 fibres/millilitre

There was a significant reduction in site operational hours in FY25, with work hours totalling 18,187 compared with 145,505 work hours in FY24. There were no lost time injuries during FY25. There was a positive downward trend in recordable injuries with no restricted work cases in the FY25 period, compared with one in the previous financial year.

The continued reduction in operational hours has resulted in a positive change to the risk profile, resulting in decreased exposure hours to our critical risks such as drilling-related risks including dropped or falling objects, entanglement and crushing, as well as heavy vehicle movements. Exposure hours to critical risks such as vehicle incidents in remote areas and workers affected by heat/humidity have reduced due to further decreases in activity at regional exploration projects such as Kings, Northam and Barrabarra. In FY26, work hours at regional exploration projects is expected to remain broadly consistent with FY25.

Health and Safety Training

The continued focus of the health and safety training program in FY25 has been to ensure that

our field-based team are effectively supervised and able to respond in the event of an emergency in a remote or regional location. Field-based teams have completed training in:

- Operating and maintaining 4WD
- 4WD Recovery Techniques
- Fire Extinguisher Operation
- Providing First Aid
- Low Voltage Rescue

We envisage that the training profile will not materially change in FY26.

Health and Hygiene

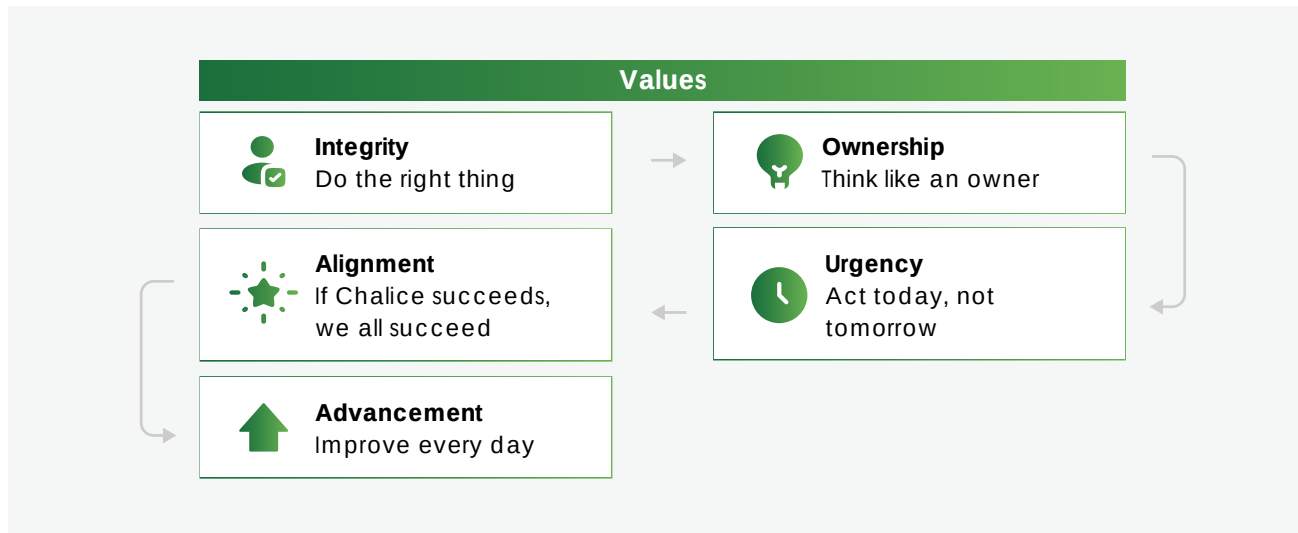
The Health and Hygiene Management Plan was further refined in FY25 to reflect the reduction in drilling activities and workforce numbers at the Gonneville Project site. This refinement has resulted in a reduction in required sampling for potential health and hygiene risks within similar exposure groups (SEGs). There are no anticipated new health hazards to the health exposure profile for FY26.



People and Culture

At Chalice, we believe in creating positive and supportive relationships with our people. Our employees play an essential role in supporting Chalice to achieve its objectives and purpose.

Our Company values remain at the heart of our approach to people:



Talent Attraction and Retention

During the year, the total number of workforce employees at Chalice was further streamlined. Corporate overheads were reduced to maintain the Company's strong balance sheet position amidst the prevailing commodity market conditions. This saw several Board and executive management changes implemented as part of a rationalisation of the Company's organisation and management structure.

Towards the end of FY25 the organisational structure was re-shaped as we approached the completion of the Pre-Feasibility Study for the Gonneville Project. The Company is now moving into "execution mode", in preparation for the commencement of a Feasibility Study in FY26. This was highlighted by the appointment of Dan Brearley as Chief Operating Officer.

Our strategic goal to 'attract and retain the best people' remains integral to the performance of our Company. Chalice continues to position itself as an employer of choice, with success in attracting new talent to meet the evolving skill requirements, and retaining loyal and long-serving employees by offering:

- Gender diversity - women make up 37% of our overall workforce.

- A commitment to explore responsibly today and develop sustainably tomorrow.
- A globally recognised name in minerals exploration.
- Development and leadership by an expert team.
- Critical minerals assets and a diverse portfolio.
- Chalice annual employee incentive plans.

Diversity and Inclusion

Chalice recognises the importance of building a diverse and inclusive team with different individual backgrounds, skills, experiences and perspectives. As of 30 June 2025, women made up 37% of our overall workforce with the respective proportions of women at various levels across the whole organisation set out in Chalice's Corporate Governance Statement.



Operating Responsibly

Conducting our business ethically and with integrity is one of Chalice's core values, and is embedded in our Code of Conduct, Whistleblower Protection Policy and Anti-Bribery and Anti-Corruption Policy. Chalice is committed to applying ethical business practices and sound systems of corporate governance and transparency.

Corporate Governance

The Board acknowledges the importance of good corporate governance in striving to meet the expectations of our stakeholders whilst achieving the strategic objectives of the Company in an ethical and responsible manner.

Chalice's corporate governance framework has been developed to ensure that the Company is managed effectively, within a comprehensive system of control and accountability, while also encouraging a corporate culture that is aligned with one of our key values - "acting with integrity".

The Company is committed to aligning its governance processes with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 4th edition ("Principles and Recommendations"). Our Corporate Governance Statement for the year ended 30 June 2025, detailing the key aspects of our corporate governance framework, is available on our website along with information on our full suite of corporate governance practices at <https://chalicemining.com/about-us/corporate-governance/>.

During the year, the Board and its Committees were actively engaged in their governance responsibilities and fulfilling their role in accordance with the Board and Committee Charters. Key focus areas of the Board during the year included:

- Annual Board appraisal process.

- Annual Board skills assessment.
- Assessment of the measurable objectives for gender diversity.
- Periodic review of the Board Charter, Committee Charters and governance policies.
- Continuing to review the Company's Risk Management Framework to ensure that it appropriately evolves with the development of the Company and emerging risks.
- Updated strategic initiatives adopted by the Board aimed to deliver long-term value to shareholders.

Business Ethics and Anti-Corruption

The Board is responsible for approving Chalice's core values. Conducting our business ethically and with integrity is one of Chalice's core values, and our governance structures are designed to encourage ethical behaviour that we believe will create a corporate culture that not only improves Chalice's performance as a business, but also positively enhances the impact of the organisation on all of our stakeholders. The key pillars describing how we do business are described in the following key documents available on our website at:

<https://chalicemining.com/corporate-governance/>

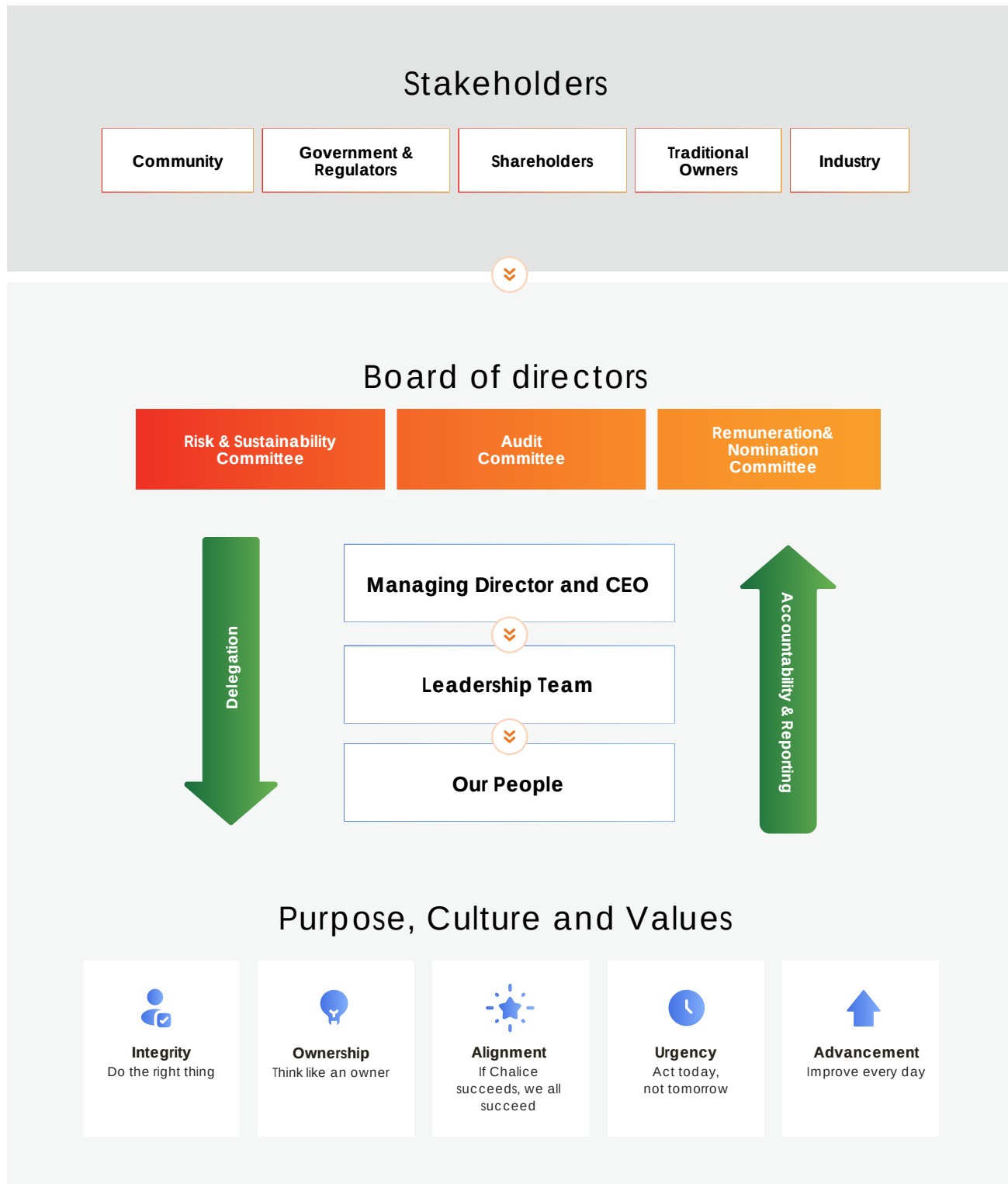
	Reported breaches or matter in FY25
Code of Conduct	0
Anti-Bribery and Anti-Corruption Policy	0
Whistleblower Policy	0
Human Rights Policy	0

Financial Performance

Our commitment to sound business practices and strong financial discipline underpins Chalice's goal to deliver strong returns for our shareholders.

Please refer to the Operating and Financial Review section of this Annual Report for further information on our Financial Performance.

Chalice Corporate Governance System



Risk Management

Overall accountability for risk management lies with the Board of Directors. The Board is supported in its oversight of risk by the Risk and Sustainability Committee. The Audit Committee assists the Board with its oversight of financial assurance matters. The Board annually reviews and approves the Risk Management Framework and sets the overall risk appetite. The Board endorsed an updated Risk Management Framework during the year ended 30 June 2025 in accordance with the Company's Risk Management Framework.

The Board has delegated the responsibility for implementing the Risk Management Framework and managing material risks to the Managing Director and CEO and Executive Key Management Personnel (KMP).

The Board, Executive KMP, and the Risk and Sustainability Committee review the risk profile of the business and implement and monitor controls to effectively manage risks. Reviews of mitigations and verifications of controls are undertaken to ensure their effectiveness.

Further information can be found in the Risk and Sustainability Committee Charter and Risk Management Policy available at <https://chalicemining.com/corporate-governance/>.

Chalice's Risk Management Framework focuses on the identification of material risks and the implementation and monitoring of the controls to mitigate those risks. Material risks are considered those financial and non-financial risks with major or extreme consequence (irrespective of probability) as well as those with major or extreme residual risk rating. Risk ratings are determined in accordance with ISO 31000:2018 recommended risk management practices.

While Chalice is in the exploration and evaluation phase, the risk management process focuses on material risks which have the potential to materially impact on the ability to execute Chalice's long-term strategy. These material risks comprise categories such as Economic, Strategic, Social Licence, Operational, Environmental, Legal and Governance.

The Group's identified material risks are summarised in the table below:

Risks	Control Strategies & Opportunities
Major data loss or IT security breach ➤ Failure to appropriately secure data could have significant consequences to the Group through loss of business continuity, reputational loss and increased financial costs.	➤ Implementation of controls associated with prevention, detection and data recovery supported by ongoing cyber security awareness training. ➤ Continued investment in cyber security processes, tools, training and expertise.
Impaired social licence to operate ➤ Loss of stakeholder support could result in the loss of social license to operate, disrupting operations or delaying license approvals. ➤ ESG Risks are not aligned to regulator or community expectations	➤ Maintaining a stakeholder management plan to guide Chalice's actions, engagement and behaviour. ➤ Development and implementation of a sustainability framework which maintains current environmental and social risks as well as the required control strategies.
Major Field Incident (Safety, Health or Environmental) ➤ Exposure of our people to hazards at a level that causes significant harm. ➤ Environmental incident that significantly impacts the environment and community in which we operate.	➤ Risk reduction by ensuring critical operational health, safety and environmental risks are identified with suitable preventive and mitigative critical controls developed which are verified infield through a programmatic approach. ➤ Fit for purpose Health and Safety Management System is in place and regularly assessed for suitability.



Risks	Control Strategies & Opportunities
Loss of or Failure to Gain Land Access Approvals on Key Tenement ➤ Inability to undertake planned exploration activities results in a loss of opportunity or financial loss.	➤ Chalice seeks to actively engage with stakeholders and has implemented internal controls designed to manage agreements with landholders, Traditional Owners and compliance with licence and permit requirements.
Capital Mismanagement (new ventures) ➤ Loss of reputation and negative shareholder returns through the unsuccessful allocation of working capital to new ventures.	➤ Prior to undertaking any acquisitions, Chalice undertakes appropriate due diligence to identify key risks and to determine that the opportunity is aligned with Company strategy. Material acquisitions are considered by the Board to ensure alignment with strategic objectives.
Capital Mismanagement (exploration projects) ➤ Undisciplined expenditure on exploration projects. ➤ Exploration projects are speculative in nature and often require substantial expenditure to establish the presence of mineralisation.	➤ Employing and retaining experienced technical talent. ➤ Actively managing key deliverables and uncertainties through strategic planning, budgeting, technical assessment and review.
Major Corporate Breach including Fraud ➤ Material breach of law or regulation causing reputational damage and financial loss. ➤ Inappropriate, unethical or unlawful conduct of our people.	➤ Guided by our values and Code of Conduct, Chalice aims to maintain a culture of accountability and reporting through its risk management and governance systems, policies and procedures, with the effective involvement of management. ➤ Providing mechanisms for reporting wrongdoing and prompt action on misconduct through the Whistleblower Policy. ➤ Implementation of appropriate internal financial controls. ➤ Continue with our training to maintain and improve culture and create a harassment free and ethical workplace.

Risks	Control Strategies & Opportunities
Forfeiture of Key Tenements ➤ Loss of title to key exploration tenements or licences may result in disruptions to operating performance and significant financial loss.	➤ Maintaining a system of monitoring and compliance with the aim of continually meeting key tenement conditions.
Collapse of Equity / Financial Markets ➤ Unexpected changes in macroeconomic conditions.	➤ Maintain a strong financial position backed by an appropriately executed Board approved strategy.
Climate Change Physical risks ➤ Impact on operations caused by extreme weather events and potentially constrained water supplies. Transition Risks ➤ Increasing government regulation resulting in increased operating costs and constraints. ➤ Constrained electricity supply resulting from transition to renewable energy and increasing costs. ➤ Availability and affordability of solutions for decarbonising operations and the impact of carbon pricing.	➤ Information on Chalice's approach to Climate Change risk is provided in the "Manage Climate Change Risk" section of this report on page 44.
Adverse Change in Government Policies and Regulation ➤ The Company is subject to a wide range of legal and regulatory requirements. Failure to manage adverse changes to laws, regulation and Government policy could negatively impact the Company's operations or ability to action strategic objectives.	➤ Engage with Government and peak industry bodies to monitor and understand implications of regulatory changes to allow Chalice to anticipate and prepare for changes in the regulatory environment in which it operates.
Gonneville Project Does Not Meet Final Investment Decision Requirements ➤ Inability to deliver a development project that meets Board defined final investment decision requirements and results in a project that is not viable due to factors such as permitting, environmental impacts, technical outcomes and financial feasibility.	➤ Ensure disciplined approach to project evaluation through the attraction of appropriate capability and expertise. ➤ Undertake studies to identify optimal infrastructure and processing options. ➤ Complete Environmental baseline studies and assessments. ➤ Well managed regulatory approvals strategy with the relevant supporting baseline environmental studies ➤ Actively engage with stakeholders to facilitate obtaining the necessary permits, approvals and heritage management plans.



Director's Report

Director's Report

The Directors present their Directors' Report for the financial year ended 30 June 2025 for the consolidated entity consisting of Chalice Mining Limited ("**Chalice**" or "**the Company**") and its controlled entities (together "**the Group**").

1. BOARD OF DIRECTORS

The names and details of Directors in office during the financial year and until the date of this report are:

CURRENT DIRECTORS

Derek N La Ferla

Non-Executive Chair

Appointed 1 October 2021
and

Chair on 24 November 2021

Independence status:

Independent

Committee memberships:

« Remuneration and Nomination Committee (Chair)

« Audit Committee

« Risk & Sustainability Committee

Directorships of other listed entities:

In the past three years, Mr La Ferla has served as a Director of the following listed companies:

« Poseidon Nickel Limited (Chair) (December 2019 to October 2023)

« Sandfire Resources Limited (Chair) (May 2010 to July 2022)

Alexander (Alex) C Dorsch

Managing Director and Chief
Executive Officer (MD&CEO)

Appointed 13 November 2018

Independence status:

Not Independent

Committee memberships:

Technical Committee (until 7 December 2023)

Directorships of other listed entities:

In the past three years, Mr Dorsch has served as a Director of the following listed companies:

« Falcon Metals Limited (since July 2021)

Garret J Dixon

Non-executive Director

Appointed 21 August 2020

Independence status:

Independent

Committee memberships:

« Risk & Sustainability Committee (Chair)

« Technical Committee (until 17 December 2024)

« Remuneration and Nomination Committee (from 31 August 2024)

« Audit Committee (Member from 1 July 2025, Chair from 31 August 2024 to 1 July 2025)

Directorships of other listed entities:

In the past three years, Mr Dixon has served as a Director of the following listed companies:

« BCI Minerals Limited (from June 2020 to October 2024)

« Dynamic Group Holdings Limited (from May 2020 to September 2024)

« MLG OZ Limited (since March 2021)

Richard K Hacker

Non-executive Director

Appointed 21 November 2024

Independence status:

Not Independent

Committee memberships:

- « Risk & Sustainability Committee
- « Technical Committee (until 17 December 2024)
- « Remuneration and Nomination Committee
- « Audit Committee (Chair from 1 July 2025) (Member from 21 November 2024 to 30 June 2025)

Directorships of other listed entities:

- « Pacgold Limited (since 29 October 2024)
- « Devex Resources Limited (28 November 2013 to 30 September 2024)

FORMER DIRECTORS

Stephen M McIntosh

Non-executive Director

Appointed 20 February 2021

Resigned 21 November 2024

Mr McIntosh retired on 21 November 2024 after having served more than 3 years on Chalice's Board of Directors.

Independence status:

Independent

Committee memberships:

- « Risk & Sustainability Committee (Member) (resigned 21 November 2024)
- « Technical Committee (Chair) (resigned 21 November 2024)
- « Remuneration and Nomination Committee (since 31 August 2024) (resigned 21 November 2024)
- « Audit Committee (since 31 August 2024) (resigned 21 November 2024)

Joanne (Jo) M Gaines

B.Arts, GradDip OHS

Non-executive Director

Appointed 17 August 2022

Resigned 31 August 2024

Ms Gaines retired on 31 August 2024, after serving 2 years on Chalice's Board of Directors.

Independence status:

Independent

Committee memberships:

- « Risk & Sustainability Committee (Member) (resigned 31 August 2024)
- « Remuneration and Nomination Committee (Member) (resigned 31 August 2024)
- « Audit Committee (Member) (from 31 March 2024) (resigned 31 August 2024)

Linda J Kenyon

LLB, B.Juris FGIA FCG

Non-executive Director

Appointed 24 August 2021

Resigned 31 August 2024

Ms Kenyon retired on 31 August 2024, after serving 3 years on Chalice's Board of Directors.

Independence status:

Independent

Committee memberships:

- « Risk & Sustainability Committee (Member) (Until 31 March 2024)
- « Audit Committee (Chair) (Appointed Chair 31 March 2024) (resigned 31 August 2024)
- « Remuneration and Nomination Committee (Member) (appointed 31 March 2024) (resigned 31 August 2024)

Details of the qualifications and experience of the Directors in office at the date of this report are set out on page 9 of this Annual Report.

Directors listed as Independent Non-Executive Directors have been independent throughout the period of their appointment.

2. COMPANY SECRETARIES

Christopher MacKinnon

Chief Financial Officer and Joint Company Secretary
LLB. CPA, GradDippAppFin

Appointed 20 February 2025

Mr MacKinnon was appointed Joint Company Secretary on 20 February 2025 and also holds the position as Chief Financial Officer of the Company. Mr MacKinnon joined the Company in 2020 and is a qualified accountant and corporate lawyer with over 17 years of professional and corporate experience in the energy and resources industry. He has held senior corporate finance roles in mid-cap ASX-listed companies. Mr MacKinnon is a Certified Practising Accountant, holds a Bachelor of Laws from the University of Western Australia and a Diploma of Applied Finance from KAPLAN.

Mr MacKinnon is a responsible person for communications with ASX in relation to Listing Rule matters under ASX Listing Rule 12.6.

Leanne Stevens

B. Com, CA, AIG
Joint Company Secretary

Appointed 20 February 2025

Mrs Stevens was appointed Joint Company Secretary on 20 February 2025 and joined Chalice in April 2010 as the Company's Finance Manager.

Mrs Stevens is a Chartered Accountant and a member of the Governance Institute of Australia. Mrs Stevens graduated from Curtin University with a Bachelor of Commerce.

Mrs Stevens is a responsible person for communications with ASX in relation to Listing Rule matters under ASX Listing Rule 12.6.

Jamie Armes

B.Bus, CA
Resigned 20 February 2025

Mr Armes resigned from Chalice in February 2025.

3. DIRECTORS' INTERESTS

The relevant interests of each director in the shares, performance rights or options over such instruments issued by Chalice and other related bodies corporate, as notified by the directors to the ASX in accordance with S205G(1) of the *Corporations Act 2001*, at the date of this report is as follows:

	Ordinary shares	Options over ordinary shares	Retention rights	Performance rights
Derek La Ferla ⁽¹⁾	34,561	-	-	-
Alex Dorsch ⁽²⁾	6,028,064	-	-	851,032
Garret Dixon ⁽³⁾	152,739	-	-	-
Richard Hacker ⁽⁴⁾	1,307,060	-	80,128	51,745

⁽¹⁾ In August 2025, the Board resolved, subject to shareholder approval at the Company's 2025 AGM to offer 300,000 unlisted options to Mr La Ferla or his nominee.

⁽²⁾ In August 2025, the Board resolved, subject to shareholder approval at the Company's 2025 AGM to offer 394,627 performance rights and 588,676 Options to Mr Dorsch or his nominee.

⁽³⁾ In August 2025, the Board resolved, subject to shareholder approval at the Company's 2025 AGM to offer 250,000 unlisted options to Mr Dixon or his nominee.

⁽⁴⁾ In August 2025, the Board resolved, subject to shareholder approval at the Company's 2025 AGM to offer 250,000 unlisted options to Mr Hacker or his nominee.

4. BOARD COMMITTEE STRUCTURE AND MEMBERSHIP

Directors acting as members of the Board committees as at 30 June 2025 are set out below:

Audit ^(1&2)	Risk & Sustainability ^(3&4)	Remuneration and Nomination ^(5&6)	Technical Committee ⁽⁷⁾
Chair: Garret Dixon	Chair: Garret Dixon	Chair: Derek La Ferla	Ceased as a Board Committee on 17 December 2024, replaced by the Gonneville Project Advisory Committee.
Members: Derek La Ferla Richard Hacker	Members: Derek La Ferla Richard Hacker	Members: Garret Dixon Richard Hacker	

- (1) On 31 August 2024, Ms Kenyon and Ms Gaines retired as members of the Audit Committee. Mr Dixon was appointed as Chair of the Audit Committee and Mr McIntosh was appointed as a member of the Audit Committee. On 21 November 2024, Mr Hacker was appointed as a member of the Audit Committee, replacing Mr McIntosh who resigned as a director on 21 November 2024.
- (2) On 1 July 2025, Mr Hacker was appointed chair of the Audit Committee, and Mr Dixon was appointed as a member of the Audit Committee.
- (3) On 31 August 2024, Ms Gaines retired as a member of the Risk & Sustainability Committee and Mr La Ferla was appointed as a member of the Risk & Sustainability Committee.
- (4) On 21 November 2024, Mr McIntosh retired as a member of the Risk & Sustainability Committee and Mr Hacker was appointed as a member of the Risk and Sustainability Committee.
- (5) On 31 August 2024, Ms Kenyon and Ms Gaines retired as members of the Remuneration and Nomination Committee. Mr Dixon and Mr McIntosh were appointed as members of the Remuneration and Nomination Committee following Ms Kenyon and Ms Gaines retirement.
- (6) On 21 November 2024, Mr McIntosh retired as a member of the Remuneration and Nomination Committee and Mr Hacker was appointed a member.
- (7) In December 2024, the Board resolved to restructure the Technical Committee, transitioning it from a Board sub-committee to an advisory committee. The decision followed the review of the Committee's functions, which determined that its responsibilities can be effectively managed within the organisation's operational framework, with external input from subject matter expert consultants.

Directors were members of a committee for the entire financial year ended 30 June 2025 unless otherwise noted in Section 5, Board and Committee Meetings.

5. BOARD AND COMMITTEE MEETINGS

The number of Board and committee meetings held during the financial year ended 30 June 2025 and the number of meetings attended by each of the Directors in office during the financial year is summarised in the table below:

	Committee Meetings				
	Board Meetings	Audit	Risk & Sustainability	Remuneration & Nomination	Technical ⁽²⁾
	Attended/Held ⁽¹⁾	Attended/Held	Attended/Held	Attended/Held	Attended/Held
Derek La Ferla	6/6	2/2	2/2	2/2	2*
Alex Dorsch ⁽³⁾	6/6	2*	2*	2*	3*
Richard Hacker ⁽⁴⁾	4/4	1/1	1/1	1/1	1*
Garret Dixon	6/6	2/2	2/2	1/1	3/3
Stephen McIntosh ⁽⁵⁾	2/2	1/1	1/1	-	3/3
Linda Kenyon ⁽⁶⁾	1/1	-/-	-/-	1/1	-/-
Jo Gaines ⁽⁶⁾	1/1	-/-	-/-	1/1	-/-
Martin Reed ⁽⁷⁾	N/A	N/A	N/A	N/A	3/3

(*) Indicates that a director attended a Committee meeting by invitation where they are not a member of a specific Committee. Any Director may attend any Committee meeting even if they are not a member of the relevant Committee.

- (1) The number of meetings held whilst the Director or Committee member was eligible to attend.
- (2) The Technical Committee ceased to be a Committee of the Board from 17 December 2024.
- (3) Mr Dorsch retired as a member of the Technical Committee on 7 December 2023.
- (4) Mr Hacker was appointed to the Board on 21 November 2024.
- (5) Mr McIntosh resigned from the Board on 21 November 2024, however continued to chair the Technical Committee from 21 November 2024.
- (6) Ms Kenyon and Ms Gaines retired from the Board on 31 August 2025.
- (7) Mr Reed was appointed as a member of the Technical Committee on 7 November 2023. Mr Reed is a member of the Technical Committee only and is not a Director of the Company.

6. PRINCIPAL ACTIVITIES

The principal activities of the Group during the financial year was the exploration and evaluation of the Gonneville Palladium-Nickel-Copper Project and the exploration of projects located in the West Yilgarn region of Western Australia.

In the opinion of the Directors, there were no significant changes to the principal activities of the Group during the financial year under review that are not otherwise disclosed in this report.

7. OPERATING AND FINANCIAL REVIEW

Please refer to pages 14 to 26 of this Annual Report for information on the Group with respect to a review of operations during the year ended 30 June 2025 and comments on the financial position, business strategies, likely developments and prospects for future financial years. An outline of the material business risks that may affect the Group are contained on pages 59 to 61 of this Annual Report.

8. SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Other than the matters disclosed in the Operating and Financial Review on pages 14 to 26 of this Annual Report and elsewhere in this Directors' Report, there were no other significant changes in the state of affairs of the Company that occurred during the year.

9. REMUNERATION REPORT – AUDITED

The Directors present the Remuneration Report for the Company and its controlled entities for the year ended 30 June 2025 (FY2025). This Remuneration Report for the Group forms part of the Directors' Report and has been prepared in accordance with section 300A of the *Corporations Act 2001*.

9.1 Executive Summary

Since the initial discovery of the Gonneville Pd-Ni-Cu deposit in March 2020, Chalice's strategy has been to define and de-risk the optimal development pathway for the Project, determine the full scale of the mineral system across the Julimar Complex and explore the wider West Yilgarn province. Chalice has also aimed to secure strategic partners for the Gonneville Project development whilst maintaining control and optionality.

The Board, with the assistance of the Remuneration and Nomination Committee, will continue to assess and refine the Group's remuneration structure to ensure it aligns with shareholder interests and aids the achievement of the Company's strategic objectives whilst remaining cognisant of the challenging commodity price environment for palladium and nickel.

FY2025 Short-term Incentive (STI)

In July 2024, the Board determined that no cash based STI will be awarded for the FY2024 year, in favour of increasing the emphasis on the Long-term Incentive (LTI). This was to ensure that Chalice's financial strength is maintained, employees are closely aligned with shareholders and employees focus on long-term strategic priorities.

FY2025 Long-term Incentive (LTI) outcomes

In July 2025, performance rights issued in FY2022-23 with a measurement date of 30 June 2025, the Board determined that 12.5% of the performance rights be vested due to the achievement of performance conditions set by the Board and measured over the three-year performance period. This assessment resulted in a total of 78,803 performance rights vesting. Further information on the outcomes of the FY2025 LTI are disclosed in section 9.4.8.

Executive KMP remuneration and framework

For FY2025, the remuneration framework and remuneration mix for Executive KMP remained consistent with FY2024.

During Q3 FY2024, due to a further deterioration in market conditions impacting the resources sector, particularly nickel and platinum group metals, the Company took decisive action to further reduce expenditure to maintain its strong financial position. As a result of this expenditure review, and in conjunction with a rationalisation of the Company's management structure, several Executive KMP agreed to a reduction in their TFR to preserve cash. Refer to section 9.4 for further information on Executive KMP TFR.

No adjustment to Executive KMP remuneration was made during FY2025, and salaries remained at the reduced level.

Executive KMP remuneration framework changes

In July 2025, the Board implemented several changes to the overall structure of incentives to Executive KMP from 1 July 2025, including:

- « Re-instating the STI for FY2026 in the form of performance rights rather than cash. This approach enables the Company to re-introduce performance-based rewards while preserving cash, ensuring that incentives remain directly linked to Company performance and shareholder value. Refer to section 9.4.7 for further information.
- « Adjusting the LTI structure by introducing a split award of options and performance rights, providing a more balanced mix of equity instruments to drive sustainable long-term performance and support executive retention.
- « Amending the percentages awarded to Executive KMP for the STI and LT to reflect the updated incentive structure, ensure an appropriate balance between short-and long-term performance objectives and to remain competitive with market practice.

Non-executive Director fees

In line with a reduction to Executive KMP Remuneration in FY2024, Non-executive Director fees were reduced by 25%. These reduced fees remained unchanged throughout FY2025, reflecting the Board's commitment to disciplined capital management during this period. Refer to section 9.5 for further information on Non-executive Director remuneration.

From 1 September 2025, the Board resolved to apply a further 10% reduction to Non-executive Director fees to continuing to align governance costs with the Company's financial position and shareholder expectations. To support the retention and ongoing engagement of experienced Non-executive Directors in light of these reductions, the Board also approved the issue of 800,000 options to Non-executive Directors. This ensures that a meaningful portion of Non-executive remuneration is linked directly to shareholder value creation, reinforcing alignment between directors and investors. Refer to section 9.5.3 for further information.

9.2 Key Management Personnel

This report discloses the FY2025 remuneration arrangements and outcomes for the people listed below, who are those individuals within the Company who have been determined to be Key Management Personnel (KMP) during the financial year to 30 June 2025. KMP are those people who have the authority and responsibility for planning, directing, and controlling the Group's activities, either directly or indirectly.

Name	Position	Term
Executive KMP		
Alex Dorsch	Managing Director and CEO (MD&CEO)	Full year
Dan Brearley	Chief Operating Officer (COO)	Part year – commenced 3 March 2025
Chris MacKinnon	Chief Financial Officer	Full year
Former Executive KMP		
Mike Nelson	General Manager – Project Development	Part year – ceased 21 March 2025
Non-Executive Directors		
Derek La Ferla	Non-executive Chair	Full year
Garret Dixon	Non-executive Director	Full year
Richard Hacker	Non-executive Director	Part year – commenced 21 November 2024
Former Non-Executive Directors		
Jo Gaines	Non-executive Director	Part year – resigned 31 August 2024
Linda Kenyon	Non-executive Director	Part year – resigned 31 August 2024
Stephen McIntosh	Non-executive Director	Part year – resigned 21 November 2024

Changes to KMP subsequent to year end

Other than disclosed above, there were no changes in KMP after the reporting date and before this financial report was authorised for issue.

9.3 Remuneration governance and decision making

9.3.1 Role of the Board

The Board is responsible for setting Chalice's remuneration framework and remuneration policy to ensure that it is aligned with the Groups strategic objectives, values, and risk appetite. This includes approving the remuneration arrangements of Non-executive Directors, the MD&CEO, Executive KMP, and the approval of all performance targets set on awards of Short-term and Long-term incentives made to Executive KMP.

Under a formal charter, the Board has established a Remuneration and Nomination Committee (RNC) to assist the Board with the oversight of the Company's Remuneration Policy and framework.

9.3.2 Remuneration and Nomination Committee

The RNC assists the Board with the Group's remuneration policies and framework and is primarily responsible for the consideration and recommendation of remuneration practices in relation to Executive KMP as well as recommending the level of Non-executive Director fees.

The RNC comprises of three Non-executive Directors, with the majority being independent. Details on the composition of the RNC during the year ended 30 June 2025 are provided on page 65.

The responsibilities of the RNC, including its role, objectives and responsibilities are outlined in its charter, which is available at www.chalicemining.com/about-us/corporate-governance/. These responsibilities include:

- « Regularly reviewing and making recommendations to the Board with respect to the Remuneration Policy, the remuneration of Executive KMP and Non-executive Directors;
- « The implementation and oversight of the operation of equity incentive plans and other incentive plans; and
- « The engagement of external remuneration consultants in accordance with the Corporations Act 2001 (Cth).

Details of the number of times the RNC met and attendance at those meetings during FY2025 is set out in the Directors' Report on page 66.

The MD&CEO attends RNC meetings by invitation to provide management input where required, however, the MD&CEO has no vote in relation to matters before the Committee. The MD&CEO provides recommendations to the RNC on the remuneration arrangements of his direct reports and all other employees. The RNC has implemented processes to ensure conflicts of interest are managed appropriately.

9.3.3 Use of remuneration consultants

To assist the RNC when making remuneration decisions and recommendations to the Board, the RNC may seek external advice on remuneration policies and practices. Remuneration consultants engaged by the RNC report directly to the RNC. In selecting remuneration consultants, the RNC considers potential conflicts of interest and independence from the Group's KMP.

During the financial year, the RNC appointed The Reward Practice (TRP) as an advisor to assist with the design considerations for incentive programs to support retention, engagement and performance as Chalice progresses the Gonneville Project. TRP were engaged by, and reported to, the Board.

During the financial year, no remuneration recommendations, as defined by the Corporations Act, were provided by TRP.

9.3.4 Remuneration Report approval at 2024 Annual General Meeting (AGM)

The Remuneration Report for the financial year ended 30 June 2024 received positive shareholder support at the 2024 AGM with a vote of 98.98% in favour. The Company received no specific feedback on its Remuneration Report at the 2024 AGM.

9.3.5 Securities Trading Policy

All KMP and employees of Chalice are subject to the Company's Securities Trading Policy which sets out the governance approach for dealing in the Company's securities including when and how KMP and employees can deal in the Company securities. A copy is available at www.chalicemining.com/about-us/corporate-governance/.

9.4 Executive KMP remuneration

9.4.1 Policy & Approach

The Company adopted the following principles in its remuneration framework for Executive KMP:

- « Support the Company's business strategy by promoting long-term value creation, efficient capital management, and progress toward key milestones, including the Final Investment Decision (FID) of the Gonneville Palladium-Nickel-Copper Project.
- « Setting total aggregate remuneration at a level which provides the Company with the ability to attract, retain and motivate Executive KMP of a high calibre and drives a positive culture that achieves the Company's business objectives. This includes appropriate remuneration having regard to the circumstances of the Company and comparable organisations in the industry.
- « A contemporary mix of base salary, short-term and long-term incentives (STI and LTI) will reward near-term operational achievements, sustained strategic outcomes and shareholder value creation.
- « The program should support engagement by offering meaningful, equity-based incentives that foster a sense of ownership, align individual success with shareholder interests, and define "stretch" targets to drive and reward exceptional outcomes.
- « The remuneration program must remain flexible and responsive to the Company's circumstances, evolving market conditions, organisational maturity, and stakeholder expectations, while ensuring competitiveness in attracting and retaining high-calibre talent.

9.4.2 Alignment of Remuneration Framework to the Strategic Objectives

Included on page 13 of this Annual Report are the Company's strategic objectives. These strategic objectives are summarised as:

- « Generate New Discoveries
- « Define New Resources
- « De-risk Development
- « Develop our Business and Market
- « Fund the Strategy and Protect our Data
- « Focus on People and Stakeholders

The Board has developed a remuneration framework that reflects a desire to maintain the Company's strong discovery culture through exploration, whilst also continuing to build capabilities to support the evaluation of and development of the Gonneville Project, with the ultimate aim of transitioning to mine developer. The remuneration framework aims to link the remuneration outcomes for Executive KMP to the achievement of these objectives in driving long term value creation for shareholders.

9.4.3 Overview of FY2025 Remuneration Framework

The following table provides an overview of the elements of the FY2025 remuneration framework for Executive KMP:

Element	Purpose	Section
Total Fixed Remuneration (TFR)		
Comprises a cash salary, superannuation and non-monetary benefits.	Provides a competitive cash salary, determined by the scope of the role and benchmarked to ensure it remains competitive to attract and retain required capability.	9.4.6
Variable Remuneration		
Long Term Incentive (LTI)		
Granted as Performance Rights vesting over a three-year period upon meeting performance objectives.	To reward longer term performance and achievement of strategic objectives aligned with shareholder interests.	9.4.8

9.4.4 Remuneration mix

The tables below demonstrate the remuneration mix for Executive KMP when maximum incentive opportunities are achieved and the “at risk” elements as a proportion of TSR.

For FY2025, the remuneration mix for Executive KMP remained weighted toward “at risk” elements aligning with Chalice’s longer-term strategic objectives, which were developed with the aim of driving value creation for shareholders. In determining the remuneration mix for Executive KMP, greater emphasis was placed on long-term incentives reflecting the expected timeframes required to achieve the strategic objectives of the Company.

As noted previously, the cash based STI previously awarded to Executive KMP was put on hold in order to preserve cash. The retention plan implemented in FY2023 was again not repeated in FY2025 (refer to section 9.4.9 for further details).

Changes to the Remuneration Framework for the Financial Year ended 30 June 2026 (FY2026)

The Board has completed a review of the Executive KMP remuneration framework for FY2026 and as part of the Company’s commitment to continue to evolve in the prevailing circumstances while also driving sustainable growth, conserving cash and maximising long-term shareholder value, the Board has made the following key changes to the elements of the FY2026 remuneration framework for Executive KMP:

- « modest changes in Executive KMP TFR to reflect peer benchmarking and the statutory increase in superannuation from 11.5% to 12%. Refer to section 9.4.6 for further details.
- « Reinstating the STI in the form of performance rights rather than cash. This ensures Chalice’s financial strength is maintained, employees are closely aligned with shareholders and increase employees focus on short-term strategic priorities.
- « The LTI framework for Executive KMP has been adjusted by reducing the percentage of LTI award to factor in the reinstatement of the STI and incorporating both unlisted options and performance rights.

Splitting the long-term incentive (LTI) structure into performance rights and options provides a clear alignment between management focus, strategic delivery and shareholder outcomes. Performance rights, which vest based on achievement of defined strategic objectives, ensure executives are directly incentivised to deliver on the company’s critical medium to long-term goals — such as advancing the Gonville Project to FID and making new major discoveries.

In parallel, options are linked directly to growth in shareholder value. They only deliver value to participants if there is a material and sustained uplift in share price, thereby aligning executives’ rewards with the interests of shareholders.

This dual-structure creates balance: performance rights drive disciplined execution of strategy, while options encourage a focus on delivering returns to shareholders. Together, they provide a robust and complementary

framework that ensures management is motivated to generate both sustainable strategic progress and tangible shareholder value.

(a) Maximum Incentive Opportunities as a Percentage of Total Fixed Remuneration (TFR) are set out in the table below:

	FY2026		FY2025	
	STI % of TFR	LTI % of TFR	STI % of TFR	LTI % of TFR
MD&CEO	50	125	Nil	200
Other Executive KMP	35	85	Nil	150

(b) Remuneration mix based on maximum incentive opportunity

	FY2026			FY2025		
	TFR %	STI %	LTI %	TFR %	STI %	LTI %
MD&CEO	36	18	45	33	Nil	67
Other Executive KMP	45	16	39	40	Nil	60

It is important to note the above table represent the maximum opportunities, and that actual outcomes will likely be somewhat less than these.

9.4.5 Link between performance and Executive KMP remuneration

The long-term incentive plans offered to Executive KMP in FY2025 were designed to provide a direct link between remuneration outcomes and Company performance long-term (3 years).

The following table provides a summary of key financial metrics for the Company for 30 June 2025 and the previous five financial years. As the Company does not yet generate material revenues, achievement of strategic objectives, long-term Company share price performance and TSR are considered to be the most appropriate metric with which to link performance to remuneration.

	2021	2022	2023	2024	2025
Share price at 30 June	\$7.42	\$3.78	\$6.26	\$1.42	\$1.69
Change in share price during period	646%	(49%)	66%	(77%)	19%
Market capitalisation	\$2,574m	\$1,405m	\$2,422m	\$552m	\$657m
Long term - 3 Year TSR to 30 June	6,283%	3,050%	539%	(80%)	(55%)
Loss after Income Tax (\$'000)	\$43,193	\$18,305	\$65,602	\$39,498	\$24,214

In line with the Company's remuneration framework, vesting outcomes for performance rights over the past two years have been minimal, consistent with the negative TSR for FY2024 and FY2025. This demonstrates strong alignment between shareholder outcomes and executive reward, with no vesting occurring where performance hurdles are not met.

9.4.6 Total Fixed Remuneration (TFR)

TFR comprises cash salary including statutory superannuation. The level of TFR is set to provide a base level of remuneration which is both appropriate for the position and competitive in the market. The Company aims to set TFR in accordance with market rates, with discretion applied as appropriate in the circumstance of the Company or the relevant employee. TFR is reviewed on no less than an annual basis by the RNC and approved by the Board, having regard to the Company, individual performance, and the remuneration paid for similar positions by comparable companies in the mining industry. No guaranteed TFR increases are provided to Executive KMP.

In January 2024, due to a deterioration in market conditions impacting the resources sector, particularly nickel and platinum group metals, the Company took decisive action to minimise expenditure in order to maintain its strong financial position. As a result of this expenditure review, and in conjunction with a rationalisation of the Company's management structure, several Executive KMP agreed to a reduction in their TSR to preserve the Company's cash. The reductions to Executive KMP TFR were effective from 1 February 2024.

For FY2025, the RNC and Board reviewed the remuneration of Executive KMP and given the continued focus to maintain the Company's strong financial position, no increase was made to Executive KMP TFR.

Changes to TFR for FY2026

Given the reduction in salaries applied to Executive KMP in January 2024, in June 2025, the RNC conducted an annual review of Executive KMP remuneration. This review was based on benchmark information derived from various peer companies of a similar size and development stage, as well as tenure and experience. It was proposed that a modest increase be applied to the MD&CEO's and CFO's salary, in addition to the statutory increase in superannuation from 11.5% to 12%.

The following table presents the outcomes for Executive KMP TFR, inclusive of superannuation, as a consequence of the reviews outlined above:

Name	From 1 July 2025 \$	From 1 July 2024 ⁽¹⁾ \$	From 1 July 2023 \$
Executive KMP			
Alex Dorsch	525,000	504,932	600,000
Dan Brearley ⁽²⁾	440,068	N/A	N/A
Chris MacKinnon	360,000	329,932	350,000
Former Executive KMP			
Mike Nelson ⁽³⁾	N/A	404,932	482,172

⁽¹⁾ In February 2024, Executive KMP salaries were reduced to preserve the Company's cash.

⁽²⁾ Mr Brearley was appointed to act as Executive KMP from 3 March 2025.

⁽³⁾ Mr Nelson resigned as General Manager – Project Development from 21 March 2025.

9.4.7 Short-Term Incentive (STI) Plan

(a) Key questions and answers on how the STI Plan works

Question	Answer
Why did the Board consider a STI Plan is appropriate?	The purpose of the STI Plan is to make a proportion of the total remuneration package subject to meeting various short-term, non-financial performance measures that are aligned with Chalice's strategic plan, thereby strengthening the link to remuneration and Company performance. For FY2026, an incentive based STI was awarded, rather than a cash-based award in order to ensure Chalice's financial strength is maintained, while also supporting the retention and motivation of key executives and employees. This balanced approach ensures that employees are closely aligned with shareholders, while recognising the importance of maintaining a capable and committed leadership team to deliver on the Company's strategic objectives.
How is it paid?	For FY2026, the STI will be awarded in the form of performance rights, and the number of performance rights that shall vest will be dependent on the achievement of applicable performance measures.
What is the performance period?	STI awards are assessed over a 12-month period aligned with the Company's financial year.
How much can the Executive KMP earn?	For FY2026, the maximum STI opportunity as a percentage of TFR for the MD&CEO and other Executive KMP is 50% and 35% respectively. If performance against any measurement objective is assessed as not being met or below threshold, subject to the discretion of the Board, no outcome is awarded for that measure. The determination as to whether the performance measures have been met by the Company and the calculation of the amount payable under the STI Plan is at the absolute discretion of the Board.
How is performance assessed?	Performance measures include Group KPIs which are aligned to the Group's strategic plan and values. The Board, with the assistance of the RNC sets and assesses achievement of each performance measure as at the end of the financial year.

Question	Answer
What were the performance measures for FY2026?	Performance measures for the MD & CEO include a combination of exploration, Gonneville development and growth objectives. The maximum award is capped at 100%. However, the STI award calculated after assessing the performance measures is subject to a potential reduction (downward scaling factors) of up to 50% for breaches of certain sustainability criteria (health, safety, environment, and community). The Board retains discretion to adjust downwards by up to 100% any STI award in the event of a major or catastrophic consequence safety incident. The performance period for the FY2026 STI is the financial year ending 30 June 2026.
Who is eligible to participate in the STI Plan?	All Executive KMP are eligible to participate in the STI Plan. All permanent and fixed term employees of Chalice are also eligible to participate.
What happens to STI awards when an Executive ceases employment?	Subject to the discretion of the Board, Executive KMP must be an employee of Chalice at the end of the performance period on 30 June each year to remain eligible.

(b) Summary of STI Performance Rights Issued to Executive KMP

No STI was awarded to Executive KMP during FY2025. For FY2026, the STI will be awarded in the form of performance rights as summarised in the table below.

Series	KMP	Number of Rights	Measurement Date	Expiry date
FY2025-26	Dan Brearley	102,911	30 June 2026	30 June 2031
	Chris MacKinnon	84,187	30 June 2026	30 June 2031

In addition to the above, the Board has resolved, subject to shareholder approval at the Company's 2025 AGM, to grant 175,390 FY2025-26 STI performance rights to Mr Dorsch.

The following table outlines key business objectives and the weightings of the performance conditions:

No.	FY2025-26 Performance Conditions and Weightings
1.	Exploration, Project Definition, Pre-development and Strategic (Max. weighting 100%) Generate significant value, on an existing or new asset (either operated or non-operated), through the achievement of several strategic objectives that exceed stretch targets as pre-determined by the Board, including: « Make a material new discovery outside of known discoveries at Gonneville-Hooley-Dampier; « Release a Pre-feasibility Study for the Gonneville Project which serves as the basis for progression to a Feasibility Study; « Define a viable pathway and/or secure in-principle funding support for Gonneville Project infrastructure; « Complete modelling and internal draft of the Environmental Review Documents for regulatory authorities as part of the major environmental approvals process; « Define >5 new high quality, drill-ready targets in the portfolio; and « Complete a material transaction that delivers shareholder value.
2	Sustainability Measures Modifier The FY2025-26 STI incorporated a Sustainability Measures modifier that allows the Board to adjust the award downwards by up to 100% if specified Sustainability objectives are not met. If there are no breaches, a positive scaling factor of 25% may be applied. The measures are as follows: Health & Safety Measure « A major or catastrophic consequence safety incident (i.e. permanent disability or death.) « A high potential safety 'near miss' caused by a safety system failure. « A lost time injury that resulted in greater than 2 weeks of impact. Environmental Measure « An environmental incident that results in a statutory reporting requirement and has the potential for significant environmental harm.

No. FY2025-26 Performance Conditions and Weightings**Social**

- « A material breach of any Programme of Work or tenement condition.
- « An incident or dispute resulting in the permanent loss of land access on a material property or the immediate halting of all operations on any site.

9.4.8 Long Term Incentive (LTI) Plan**(a) Key questions and answers on how the LTI Plan works**

Question	Answer
Why does the Board consider a LTI Plan is appropriate?	The Board believes that a LTI Plan which is designed to be aligned to the strategic objectives of the Company can drive performance and optimise long term shareholder value. An effective LTI Plan can create an immediate ownership mindset among Executive KMP participants, linking a substantial portion of potential reward to Chalice's share price and returns to shareholders. The award of LTI's is an important component of remuneration to attract and retain the talented Executive KMP in a highly competitive market.
How is the LTI award delivered?	For FY2026 The LTI awards are delivered through two mechanisms which are both granted to Executive KMP in accordance with the Company's Employee Securities Incentive Plan ("Plan"): - Performance rights which are exercisable into a fully paid ordinary share for no consideration if performance measures as set by the Board are met i.e., the performance rights vest. If the performance measures are not met by the measurement date, which is 3 years from the date of the commencement of the performance period, the performance rights are forfeited with no ordinary shares being issued. There is no re-testing of performance measures after the measurement date. - Unlisted options which are exercisable into fully paid ordinary shares after 2 years from the date of issue if the Company's share price has risen higher than the exercise price. The exercise price for the options is \$2.60 which is over 50% higher than the share price as at 30 June 2025. If the options are not exercised within 3 years from the date of issue then they will lapse.
Who is eligible to participate in the LTI Plan?	All Executive KMP, full-time employees and permanent part-time employees (including executive directors) of the Company are eligible participants. Shareholder approval is required before any director or their related party can participate.
How many Performance Rights are issued to Executive KMP?	The number of performance rights issued is determined by dividing the Executive KMP's performance rights opportunity (calculated as a percentage of TFR) by the 20-day volume weighted average price prior to the first trading day of the performance period. For FY2024, the MD&CEO received performance rights valued at 175% of TFR and other Executive KMP received performance rights valued at 95% of TFR. For FY2025, following shareholder approval, the MD&CEO received performance rights equal to 200% of TFR. Other Executive KMP have received performance rights equal to 150% of TFR. For FY2026, the MD&CEO has been offered performance rights equal to 62.5% of TFR, subject to shareholder approval and other Executive KMP have received offered performance rights equal to 42.5% of TFR. The amount of performance rights issued is lower than previous years as the Executive KMP are also being awarded with options.
How many options are issued to Executive KMP?	For FY2026, the MD&CEO has been offered options equal to 62.5% of TFR, subject to shareholder approval and other Executive KMP have received offered options equal to 42.5% of TFR. The number of options issued is determined by dividing the Executive KMP's options opportunity (calculated as a percentage of TFR) by the value of the option, which is calculated using a Black Scholes valuation, to be ~\$0.56 per option.
What is the performance period for the performance rights?	3 years – for example, the issue of FY2025 performance rights have a performance period commencing on 1 July 2024, with a measurement date of 30 June 2027, being the date at which the Board will determine if the performance measures are met.

Question	Answer
How is performance assessed?	Performance measures include Group KPIs which are aligned to the Group's strategic plan and values. Performance measures typically include a mixture of measures linked to key strategic objectives, Absolute total shareholder return (ATSR) and Relative total shareholder return (RTSR) share price performance measures. The Board, with the assistance of the RNC sets and assesses achievement of each KPI at the measurement date. For FY2026, the performance rights are linked only to strategic objectives and not share price performance measures, as the options component provide the direct linkage to share price performance.
What is the vesting date of the options?	2 years from the date of award, which for the FY2026 options is 26 August 2027. This means that the options cannot be exercised until after that date.
What are the performance measures for the performance rights?	Refer to the summary in section 9.4.8 (c) – (f).
What is the expiry date of the performance rights?	From 1 July 2024, performance rights expire 6 years from the commencement date of the performance period. Performance rights currently on issue and granted prior to 1 July 2024, expire 5 years from the commencement date of the performance period.
What is the expiry date of the options?	3 years after the date of award, which for the FY2026 options is 26 August 2028.
Is there a deferral mechanism?	There is currently no deferral mechanism applied to vested performance rights.
What happens to performance rights or options when an Executive KMP ceases employment?	Unvested performance rights and options will automatically be forfeited by the participant, unless the Board uses discretion to permit some or all of the LTI award to be retained. Examples of the circumstances when the Board may decide to exercise its discretion includes where a participant becomes a leaver due to death, redundancy, permanent disability, mental incapacity, or retirement.
What happens in the event of a change of control?	If a change of control event occurs in relation to the Company, or the Board determines that such an event is likely to occur, the Board may in its discretion determine the manner in which any or all of the participant's performance rights or options will be dealt with, including, without limitation, allowing the participant to participate in and/or benefit from any transaction arising from the change of control event.
Are there malus or clawback provisions?	Where the Board determines that a participant has acted fraudulently or dishonestly; or wilfully breached his or her duties to the Group, the Board may in its discretion deem all unvested convertible securities held by that participant to have been forfeited. The Plan rules do not allow the forfeiture of vested convertible securities.
Can the Board use its discretion to vary the maximum weightings?	Where required, the Board may, acting reasonably and in good faith, use its discretion to vary the LTI maximum weightings and allocate the attributable weightings to other milestones.

(b) Summary of LTI Performance Rights Issued to Executive KMP

Series	Issue date	Measurement date	Expiry date	Status	Section
FY2022-23	5 September 2022 23 November 2022 (MD&CEO)	30 June 2025	30 June 2027	Assessed at 30 June 2025. 12.5% vested in FY2026	9.4.8(c)
FY2023-24	30 August 2023 23 November 2023 (MD&CEO) 20 February 2024	30 June 2026	30 June 2028	Issued – not yet tested	9.4.8(d)
FY2024-25	26 September 2024 21 November 2024 (MD&CEO) 11 March 2025 (COO)	30 June 2027	30 June 2030	Issued – not yet tested	9.4.8(e)
FY2025-26	28 August 2025	30 June 2028	30 June 2033	Issued – not yet tested	9.4.8(f)

(c) LTI Performance Outcomes - FY2022-23 Performance Rights

Summary of Terms	
Financial Year of Issue	30 June 2023
Performance Period	3 years (1 July 2022 – 30 June 2025)
Award Opportunity	MD&CEO - 175% of TFR Other Executive KMP – 44% to 95% of TFR
Status	Tested in July 2025 at the measurement date of 30 June 2025, with 12.5% vesting

The table below outlines the FY2022-23 performance rights granted to Executive KMP. In July 2025, the Board, following a recommendation from the RNC determined that 12.5% of the FY2022-23 performance rights vested due to the achievement of the performance conditions measured over the three years ended 30 June 2025.

The vested performance rights can be exercised into an equivalent number of fully paid ordinary shares in accordance with their terms prior to their expiry date. All unvested FY2022-23 performance rights were forfeited.

The table below outlines the FY2022-23 performance rights granted to Executive KMP:

Series	KMP	Number of Rights	Number of Rights Vested	Measurement Date	Expiry Date
FY2022-23	Alex Dorsch	228,938	28,617	30 June 2025	30 June 2027
	Chris MacKinnon ⁽¹⁾	43,168	5,396	30 June 2025	30 June 2027
	Former Executive KMP				
	Richard Hacker ⁽²⁾	86,997	10,874	30 June 2025	30 June 2027

⁽¹⁾ Performance rights issued to Mr MacKinnon prior to becoming Executive KMP upon his appointment as CFO on 16 March 2023.

⁽²⁾ Mr Hacker retained all performance rights received prior to his appointment as a Non-executive Director on 21 November 2024.

The following table outlines for the FY2022-23 performance rights, the key performance conditions, the weightings of each performance condition and the outcome assessed for the performance period from 1 July 2022 to 30 June 2025, including commentary on achievements versus performance measures and the award percentage:

No.	FY2022-23 Performance Conditions and Weightings	Outcome and Commentary on Performance
1.	Generative Exploration, Project Definition, Pre-development and Strategic (Max. weighting 40%) Generate significant value, on an existing or new asset (either operated or non-operated), through the achievement of several strategic objectives that exceed stretch targets as pre-determined by the Board, including: « Define new, material JORC Mineral Resources (excluding Gonneville); « Increase an existing JORC Mineral Resource by a factor of 1.5 or more; « Define JORC Mineral Reserves or a material increase in JORC Mineral Reserves; « Complete a Feasibility Study for the Gonneville Project; « Submit all technical studies required for major environmental approvals for Gonneville; « Secure a pathway to obtaining granted mining licences within the Julimar State Forest; and « Sell or divest a material asset (as part of an asset sale, joint venture or corporate transaction).	Outcome: 12.5% awarded The existing JORC resource at Gonneville increased by a factor of more than 1.5 during the testing period

No.	FY2022-23 Performance Conditions and Weightings	Outcome and Commentary on Performance
2.	Absolute TSR measure (Max. weighting 20%) A proportional LTI payment shall be made which is directly proportional to the Total Shareholder Return (TSR) from 1 July 2022 to 30 June 2025. The proportion paid is calculated as: « If 3-yr TSR <10% p.a (equivalent to <33.1% increase in share price) – 0% « If 3-yr TSR between 10-20% p.a (equivalent to 33.1-72.8% increase in share price) - weighting pro-rata between 5-20% « If 3-yr TSR >20% p.a (equivalent to >72.8% increase in share price) – weighting 20%.	Outcome: 0% awarded Absolute TSR hurdle was not achieved. The Company achieved a 3-yr TSR of (55%).
3.	Relative TSR compared to peer group. (Max. weighting 40%) A proportional LTI payment shall be made where the TSR exceeds the median TSR of the ASX 300 Metals and Mining Index, between 1 July 2022 and 30 June 2025. The proportion paid is calculated as: « If TSR <50th percentile – 0% « If TSR between 50th and 75th percentile - weighting pro-rata between 5-40% « If TSR >75th percentile – weighting 40% As an illustrative example: If the TSR is at the 65th percentile, 26% of the performance measure would be deemed to have been met – calculated as $((65\%-50\%)/(75\%-50\%)) \times (40\%-5\%) + 5\%$.	Outcome: 0% awarded Relative TSR hurdle was not achieved as the Company's relative TSR was below the 50th percentile.

(d) FY2024 LTI - Performance Rights FY2023-24

Summary of Terms	
Financial Year of Issue	30 June 2024
Performance Period	3 years (1 July 2023 – 30 June 2026)
Award Opportunity	MD&CEO - 175% of TFR Other Executive KMP - 95% of TFR
Status	Not yet tested or vested

The table below outlines the FY2023-24 performance rights granted to Executive KMP.

Series	KMP	Number of Rights	Measurement Date	Expiry date
FY2023-24	Alex Dorsch	154,574	30 June 2026	30 June 2028
	Chris MacKinnon	48,948	30 June 2026	30 June 2028
	Former Executive KMP			
	Richard Hacker	51,745	30 June 2026	30 June 2028

The following table outlines key business objectives and the weightings of the performance conditions:

No.	FY2023-24 Performance Conditions and Weightings
1.	Generative Exploration, Project Definition, Pre-development and Strategic (Max. weighting 40%) Generate significant value, on an existing or new asset (either operated or non-operated), through the achievement of several strategic objectives that exceed stretch targets as pre-determined by the Board, including: « Define a new, material JORC Mineral Resources Estimate (excluding Gonneville); « Increase materially an existing JORC Mineral Resource Estimate; « Complete a Feasibility Study for the initial stage of development for the Gonneville Project; and « Sell or divest a material asset (as part of an asset sale, joint venture or corporate transaction).

No. FY2023-24 Performance Conditions and Weightings**2. Absolute TSR measure (Max. weighting 20%)**

A proportional LTI payment shall be made which is directly proportional to the Total Shareholder Return (TSR) from 1 July 2023 to 30 June 2026. The proportion paid is calculated as:

- « If 3-yr TSR <10% p.a (equivalent to <33.1% increase in share price) – 0%
- « If 3-yr TSR between 10-20% p.a (equivalent to 33.1-72.8% increase in share price) - weighting pro-rata between 5-20%
- « If 3-yr TSR >20% p.a (equivalent to >72.8% increase in share price) – weighting 20%

3. Relative TSR compared to peer group. (Max. weighting 40%)

A proportional LTI payment shall be made where the TSR exceeds the median TSR of the ASX 300 Metals and Mining Index, between 1 July 2023 and 30 June 2026. The proportion paid is calculated as:

- « If TSR <50th percentile – 0%
- « If TSR between 50th and 75th percentile - weighting pro-rata between 5-40%
- « If TSR >75th percentile – weighting 40%

As an illustrative example: If the TSR is at the 65th percentile, 26% of the performance measure would be deemed to have been met – calculated as $((65\%-50\%)/(75\%-50\%)) \times (40\%-5\%) + 5\%$.

(e) FY2025 LTI – Performance Rights FY2024-25**Summary of Terms**

Financial Year of Issue	30 June 2025
Performance Period	3 years (1 July 2024 – 30 June 2027)
Award Opportunity	MD&CEO - 200% of TFR Other Executive KMP - 150% of TFR
Status	Not yet tested or vested

The table below outlines the FY2024-25 performance rights granted to Executive KMP.

Series	KMP	Number of Rights	Measurement Date	Expiry date
FY2024-25	Alex Dorsch	696,458	30 June 2027	30 June 2030
	Dan Brearley ⁽¹⁾	567,642	30 June 2027	30 June 2030
	Chris MacKinnon	341,309	30 June 2027	30 June 2030

⁽¹⁾ Mr Brearley was granted performance rights following his appointment as COO in March 2025.

The following table outlines key business objectives and the weightings of the performance conditions:

No. FY2024-25 Performance Conditions and Weightings**1. Exploration, Project Definition, Pre-development and Strategic (Max. weighting 40%)**

Generate significant value, on an existing or new asset (either operated or non-operated), through the achievement of several strategic objectives that exceed stretch targets as pre-determined by the Board, including:

- « Make a material new discovery which shows the potential to be economic;
- « Complete a Feasibility Study for the Gonneville Project;
- « Obtain all major regulatory approvals required to make a Final Investment Decision on the Gonneville Project; and
- « Sell or divest a material asset which delivers significant shareholder value (as part of an asset sale, joint venture or corporate transaction).

2. Absolute TSR measure (Max. weighting 30%)

A proportional LTI payment shall be made which is directly proportional to the Total Shareholder Return (TSR) from 1 July 2024 to 30 June 2027. The proportion paid is calculated as:

- « If 3-yr TSR <10% p.a (equivalent to <33.1% increase in share price) – 0%
- « If 3-yr TSR between 10-30% p.a (equivalent to 33.1-119.7% increase in share price) - weighting pro-rata between 5-30%
- « If 3-yr TSR >30% p.a (equivalent to >119.7% increase in share price) – weighting 30%

No. FY2024-25 Performance Conditions and Weightings

3. Relative TSR compared to peer group. (Max. weighting 30%)

A proportional LTI payment shall be made where the TSR exceeds the median TSR of the ASX 300 Metals and Mining Index, between 1 July 2024 and 30 June 2027. The proportion paid is calculated as:

- « If TSR <50th percentile – 0%
- « If TSR between 50th and 75th percentile - weighting pro-rata between 5-30%
- « If TSR >75th percentile – weighting 30%

As an illustrative example: If the TSR is at the 65th percentile, 20% of the performance measure would be deemed to have been met – calculated as $((65\%-50\%)/(75\%-50\%)) \times (30\%-5\%) + 5\%$.

(f) FY2026 LTI - Performance Rights FY2025-26

Summary of Terms

Financial Year of Issue	30 June 2026
Performance Period	3 years (1 July 2025 – 30 June 2028)
Award Opportunity	MD&CEO – 62.5% of TFR Other Executive KMP – 42.5% of TFR
Status	Not yet tested or vested

The table below outlines the FY2025-26 LTI performance rights granted to Executive KMP.

Series	KMP	Number of Rights	Measurement Date	Expiry date
FY2025-26	Dan Brearley	124,963	30 June 2028	30 June 2033
	Chris MacKinnon	102,227	30 June 2028	30 June 2033

In addition to the above, the Board has resolved, subject to shareholder approval at the Company's 2025 AGM to grant Mr Dorsch 219,237 FY2025-26 LTI performance rights.

The following table outlines key business objectives and the weightings of the performance conditions:

No. FY2025-26 Performance Conditions and Weightings

1. Exploration, Project Definition, Pre-development and Strategic (Max. weighting 100%)

Generate significant value, on an existing or new asset (either operated or non-operated), through the achievement of several strategic objectives that exceed stretch targets as pre-determined by the Board, including:

- « Make a material new discovery which shows the potential to be economic;
- « Complete a Feasibility Study for the Gonneville Project;
- « Obtain all major regulatory approvals required to make a Final Investment Decision on the Gonneville Project;
- « Execute sufficient offtake and raise the entire pre-production funding requirement for the Gonneville Project; and
- « Execute a material transaction which delivers shareholder value (as part of an asset transaction, joint venture or corporate transaction).

(g) FY2026 LTI – Unlisted Options FY2025-26

Summary of Terms

Financial Year of Issue	30 June 2026
Vesting Period	2 years
Award Opportunity	MD&CEO – 62.5% of TFR Other Executive KMP – 42.5% of TFR
Exercise Price	\$2.60
Status	Not yet vested

The table below outlines the FY2025-26 unlisted options granted to Executive KMP.

Series	KMP	Number of Options	Vesting Date	Expiry date
FY2025-26	Dan Brearley	335,541	26 August 2027	26 August 2028
	Chris MacKinnon	274,491	26 August 2027	26 August 2028

In addition to the above, the Board has resolved, subject to shareholder approval at the Company's 2025 AGM to grant Mr Dorsch 558,676 FY2025-26 LTI unlisted options under the same terms and conditions as those granted to Executive KMP.

9.4.9 FY2022-23 Retention Rights

During the year ended 30 June 2023, the Board implemented a one-off retention rights plan with no performance hurdles other than meeting a service period of at least 3.5 years.

A summary of the terms of the retention rights is provided in the table below:

Summary of Terms	
Milestone	Continuous employment within the Group for 3.5 years (1 July 2022 – 31 December 2025)
Award Opportunity	MD&CEO – Nil Other Executive KMP – up front, once off award of 15% to 25% of TFR
Financial year of issue	30 June 2023
Expiry Date	31 December 2027
Status	Not yet tested or vested

The table below outlines the FY2022-23 retention rights held by Executive KMP.

Executive KMP	Number of Retention Rights	Measurement Date
Chris MacKinnon	32,376	31 December 2025
Former Executive KMP		
Richard Hacker	80,128	31 December 2025

The FY2022-23 retention rights were a one-off reward for FY2023. No retention rights have been granted since FY2023.

9.4.10 Executive KMP contracts

Remuneration and other terms of employment for Executive KMP are formalised in employment contracts with key terms as follows:

	A Dorsch	C MacKinnon	D Brearley
Resignation notice	3 months	3 months	3 months
Termination notice for cause	None	None	None
Termination notice without cause (severance pay)	3 months	3 months	3 months
Diminution of responsibility (severance pay)	6 Months	6 Months	N/A

All employment agreements with Executive KMP are for an unlimited duration. All Executive KMP are entitled to receive pay in lieu of notice and any accrued but untaken annual and long-service leave on cessation of employment.

9.4.11 Executive KMP statutory remuneration table for the year ended 30 June 2025

Executive Key Management Personnel		Short-term Benefits			Post-employment Benefits	Long-term Benefits	Share-based Payments	Total	Performance Related ⁽¹¹⁾
		Salary & Fees ⁽¹⁾	Non-monetary Benefits ⁽²⁾	Cash Bonus ⁽³⁾	Superannuation	Leave ⁽⁴⁾	Long-term Incentives ⁽¹⁰⁾		
		\$	\$	\$	\$	\$	\$	\$	%
MD&CEO									
Alex Dorsch	2025	475,000	(5,381)	-	29,932	50,217	403,540	953,308	42
	2024	532,090	4,922	23,309	27,399	(14,289)	295,071	868,502	37
Executive KMP									
Dan Brearley ⁽⁵⁾	2025	136,689	31,920	-	11,413	1,563	52,909	234,494	23
	2024	-	-	-	-	-	-	-	-
Chris MacKinnon	2025	265,769	3,622	-	28,412	(3,734)	182,463	476,532	31
	2024	313,184	7,897	14,194	27,399	6,916	116,392	485,982	18
Former Executives KMP									
Mike Nelson ⁽⁶⁾	2025	247,768	2,613	-	22,449	(5,216)	298,737	566,351	39
	2024	381,643	6,095	23,966	27,399	(326)	309,152	747,929	30
Richard Hacker ⁽⁷⁾	2025	-	-	-	-	-	-	-	-
	2024	225,317	28,425	8,690	19,641	424	115,610	398,107	13
Kevin Frost ⁽⁸⁾	2025	-	-	-	-	-	-	-	-
	2024	326,808	2,916	14,671	27,399	(2)	188,350	560,142	18
Soolim Carney ⁽⁸⁾	2025	-	-	-	-	-	-	-	-
	2024	343,290	8,189	15,420	27,399	8,676	183,156	586,130	18
Bruce Kendall ⁽⁹⁾	2025	-	-	-	-	-	-	-	-
	2024	233,723	45,703	-	19,853	(20,825)	150,979	429,433	16
Total									
	2025	1,125,226	32,774	-	92,206	42,830	937,649	2,230,685	
	2024	2,356,055	104,147	100,250	176,489	(19,426)	1,358,710	4,076,225	

(1) Salary and fees include base salary and additional allowances.

(2) Short-term non-monetary benefits include the cost to the company of providing car parking, travel, income protection insurance, relocation expenses and the movement in accrued annual leave entitlements.

(3) Cash bonuses represents the FY2024 STI payable to KMP (inclusive of superannuation). No STI in the form of a cash bonus was awarded in FY2025.

(4) Long-term benefits relate to the movement in accrued long service leave entitlements during the year.

(5) Mr Brearley commenced as Chief Operating Officer (COO) on 3 March 2025.

(6) Mr Nelson resigned on 21 March 2025.

(7) The Board carried out a review of Executive KMP in conjunction with the expenditure review announced on 22 January 2024. As a result of this review, effective 29 February 2024, it was determined that as a consequence of a reallocation of responsibilities and authority, the role of Mr Hacker, as General Manager – Strategy and Commercial is no longer classified as Executive KMP. The remuneration disclosed for Mr Hacker is up to 29 February 2024.

From 21 November 2024, Mr Hacker was appointed to the Board as a Non-executive Director, therefore, his remuneration from this date is shown in section 9.5.4 below.

(8) Effective 1 July 2024, as part of the Company's continuing efforts to rationalise its organisational structure and operations, together with an associated reduction in delegation of authority, the Board determined that Dr Carney, General Manager – Environment & Community and Dr Frost, General Manager – Exploration will no longer be executives designated as KMP.

(9) Mr Kendall resigned as General Manager – Exploration on 30 April 2024.

(10) The amount disclosed in the table above relates to the non-cash value ascribed to performance rights and retention rights (where applicable) under Australian Accounting Standards using the Black Scholes and Monte Carlo valuation methodologies and allocated to each reporting period evenly over the period from grant date to vesting date. The value disclosed is the portion of the fair value of the performance rights and retention rights allocated to this reporting period. This includes negative amounts where a share-based payment expense is reversed due to a non-market-based

performance condition not being met or if an adjustment made to the number of performance rights or retention rights that may vest based on a probability of meeting non-market based performance conditions.

- (11) Performance related percentages are calculated using the non-cash value ascribed to performance rights (excluding retention rights) allocated to the reporting period (refer footnote 10 above) and the cash bonus payable (STI payable) as a proportion of total compensation.

9.5 Non-executive director remuneration

9.5.1 Policy & Approach

The Company's Constitution and the ASX Listing Rules specify that the maximum aggregate fees paid to non-executive directors for their role as a director is determined by shareholders. The latest determination was at the 2021 Annual General Meeting (AGM), whereby Shareholders approved a maximum aggregate amount of \$850,000 per annum (including superannuation). The Board is not seeking to increase the non-executive director fee pool at the upcoming 2025 AGM.

The fee structure for non-executive directors is reviewed at least annually by the RNC and approved by the Board. The fee structure is set to:

- « Attract and retain highly qualified directors with appropriate skills and experience;
- « Reflect the time commitment and responsibilities of the role; and
- « Be competitive with comparator companies.

Other than the payment of statutory superannuation benefits, non-executive directors are not entitled to receive retirement benefits.

All non-executive directors enter into a letter of appointment with the Company. The letter summarises the Company's policies, terms of appointment, including remuneration, relevant to the office of Non-executive Director.

9.5.2 Non-executive director remuneration for FY2025

In August 2024, the Board undertook a review of the Company to reduce expenditure in light of the current metals price environment. This review resulted in the size of the number of Non-executive Directors on the Board being decreased from five to three members.

In conjunction with this restructure, the Board reviewed Non-executive Director and committee fees for FY2025, and it was determined that effective from 1 September 2024, base fees paid to Non-executive Directors will be an inclusive fee with no additional amounts paid for the additional committee appointments accepted as a consequence of the restructure. The inclusive fee was set at the level each remaining non-executive director was receiving prior to this date, that is no fee was increased as a result of the review.

9.5.3 Non-executive director remuneration for FY2026

In June 2025, and effective 1 September 2025, the Board undertook a review of the non-executive fees and given the continued effort to conserve funds, it was agreed that non-executive fees would be reduced by 10%.

In recognition of the reduction in directors' fees implemented from 1 September and to support ongoing retention and alignment of directors' interests of shareholders, the Company shall issue options (subject to shareholder approval at the Company's 2025 AGM) to non-executive directors. The Board considers this approach an appropriate mechanism to both offset the impact of reduced cash remuneration and to ensure directors are incentivised to contribute to the long-term growth and success of the Company. The options have been structured to align with shareholder value creation, reinforcing the commitment of directors to the Company's strategic objectives while maintaining prudent management of capital. The options to be issued do not have any performance hurdles in accordance with ASX Principles and Recommendations.

The options to be issued, subject to shareholder approval are shown in the table below:

Director	Number of Options	Vesting Date	Exercise Price	Expiry Date
Derek La Ferla	300,000	26 August 2027	\$2.60	26 August 2028
Garret Dixon	250,000	26 August 2027	\$2.60	26 August 2028
Richard Hacker	250,000	26 August 2027	\$2.60	26 August 2028

9.5.4 Summary of non-executive director fees

Non-executive director fees are shown in the table below (inclusive of superannuation). Fees shown for the period 1 February 2024 to 31 August 2024 are for comparative purposes.

	From 1 September 2025 \$	From 1 September 2024 \$	From 1 February 2024 \$
Base Fees (per annum, incl. superannuation)			
Non-executive Chair	141,477	155,625	138,750
Non-executive Directors	83,522	91,875	75,000
Committee Fees (per annum, incl. superannuation)			
Chairperson of Committee	N/A	N/A	11,250
Member of Committee	N/A	N/A	5,625

9.5.5 Minimum shareholding requirement for non-executive directors

To align the interests of the Board and shareholders, in the absence of approval from the Board to the contrary, Directors are required to acquire and maintain directly or indirectly through their associates (as defined by the Corporation Act 2001 (Cth)), a minimum number of Shares in the Company, the value of which is equal to 100% of their annual remuneration. The minimum shareholding holding must be reached within five years of appointment to the Board. The value of the Directors shareholding will be determined as the higher of the cost of acquisition or the market value of the Shares. The minimum holding assessment is undertaken at the end of each financial year.

The minimum holding assessment at 30 June 2025 based on a closing share price of \$1.69 for the Directors of the Company as at the date of this report is shown in the table below:

Name	No. Shares Held at 30 June 2025	% of Remuneration	Minimum Holding Requirement	Requirement Date
Derek La Ferla	34,561	76%	Not Achieved	1 October 2026
Alex Dorsch	5,999,447	2,135%	Achieved	13 November 2023
Garret Dixon	152,739	281%	Achieved	21 August 2025
Richard Hacker	1,296,186	2,384%	Achieved	21 November 2029

9.5.6 Non-executive director remuneration FY2025

Non-executive Directors		Short-term Benefits		Post-employment Benefits	Share-based Payments ⁽⁵⁾	Total	Performance Related ⁽⁶⁾
		Fees \$	Non-monetary Benefits \$	Super-annuation \$	\$	\$	%
Derek La Ferla	2025	139,574	-	16,051	-	155,625	-
	2024	167,464	-	18,421	-	185,885	-
Garret Dixon	2025	82,399	-	9,476	-	91,875	-
	2024	98,865	-	10,875	-	109,740	-
Richard Hacker ⁽¹⁾	2025	50,285	-	5,783	119,871	175,939	31
	2024	-	-	-	-	-	-
Former Non-executive Directors							
Jo Gaines ⁽²⁾	2025	13,733	-	1,579	-	15,312	-
	2024	94,078	-	10,349	-	104,427	-
Linda Kenyon ⁽²⁾	2025	13,733	-	1,579	-	15,312	-
	2024	94,078	-	10,349	-	104,427	-
Stephen McIntosh ⁽³⁾	2025	32,220	-	3,705	-	35,925	-
	2024	98,865	-	10,875	-	109,740	-
Morgan Ball ⁽⁴⁾	2025	-	-	-	-	-	-
	2024	83,736	-	3,035	-	86,771	-
Total	2025	331,944	-	38,173	119,871	489,988	
	2024	637,086	-	63,904	-	700,990	

⁽¹⁾ Mr Hacker was appointed as Non-executive Director on 21 November 2024. The share-based payments disclosed relate to equity instruments granted to Mr Hacker during his tenure as an Executive KMP, up to February 2024.

⁽²⁾ Ms Gaines and Mrs Kenyon resigned as non-executive directors on 31 August 2024.

⁽³⁾ Mr McIntosh resigned as a Non-executive Director on 21 November 2024.

⁽⁴⁾ Mr Ball resigned as a Non-executive Director on 31 March 2024.

⁽⁵⁾ The amount disclosed in the table above relates to the non-cash value ascribed to performance rights and retention rights (where applicable) under Australian Accounting Standards using the Black Scholes and Monte Carlo valuation methodologies and allocated to each reporting period evenly over the period from grant date to vesting date. The value disclosed is the portion of the fair value of the performance rights and retention rights allocated to this reporting period. This includes negative amounts where a share-based payment expense is reversed due to a non-market-based performance condition not being met or if an adjustment made to the number of performance rights or retention rights that may vest based on a probability of meeting non-market based performance conditions.

⁽⁶⁾ Performance related percentages are calculated using the non-cash value ascribed to performance rights (excluding retention rights) allocated to the reporting period (refer footnote 10 above) and the cash bonus payable (STI payable) as a proportion of total compensation.

9.6 Equity instruments

9.6.1 Options issued as compensation

During the financial year, no options over ordinary shares were issued as compensation under the Employee Securities Incentive Plan (ESIP).

9.6.2 Options exercised during the year ended 30 June 2025

During the financial year, no options over ordinary shares were exercised under the Employee Share Incentive Plan (ESIP).

9.6.3 Performance rights granted as compensation

During the reporting period the following performance rights were issued as compensation to KMP and details of performance rights that vested during the reporting period are as follows:

	Number of performance rights granted	Issue date	Fair value of performance rights at issue date \$	Weighted average fair value per right \$	Expiry date	Number of performance rights vested
Directors						
Alex Dorsch	696,458	21 November 2024	724,247	1.04	30 June 2030	13,106
Richard Hacker	-	-	-	-	-	6,880
Executives						
Dan Brearley ⁽¹⁾	567,642	11 March 2025	549,023	0.97	30 June 2030	-
Chris MacKinnon	341,309	27 September 2024	386,130	1.13	30 June 2030	3,083
Former Executive KMP						
Mike Nelson ⁽²⁾	418,895	27 September 2024	473,904	1.13	30 June 2030	-

⁽¹⁾ 567,642 performance were granted to Mr Brearley subsequent to his appointment as COO in March 2025.

⁽²⁾ 418,895 performance rights granted to Mr Nelson during the reporting period were subsequently forfeited on his resignation.

The value of performance rights issued during the year is the fair value of performance rights calculated at the issue date using the Monte Carlo simulation model (market based conditions) and the Black Scholes option valuation methodology (non-market based conditions) that takes into account the term of performance rights, the share price at the issue date and expected volatility of the underlying performance right, the expected dividend yield, the risk free rate for the term of the performance right and the correlations and volatilities of the peer companies. The total value of the performance rights granted is included in the table above. This amount is allocated to remuneration over the vesting period. Refer to Note 17 of the financial statements for model inputs for the performance rights issued during the year.

Details of the vesting profile of performance rights issued as remuneration to each KMP of the Group are outlined below:

	Series	Number of Performance Rights	Issue date	% vested in year	% forfeited/ lapsed in year	Measurement Date
Directors						
Alex Dorsch	FY2021-22	65,531	24 November 2021	20%	80%	30 June 2024
	FY2022-23	228,938	23 November 2022	-	-	30 June 2025
	FY2023-24	154,574	23 November 2023	-	-	30 June 2026
	FY2024-25	696,458	21 November 2024	-	-	30 June 2027
Richard Hacker ⁽¹⁾	FY2021-22	34,404	23 September 2021	20%	80%	30 June 2024
	FY2022-23	86,997	5 September 2022	-	-	30 June 2025
	FY2023-24	51,745	30 August 2023	-	-	30 June 2026
Executives						
Chris MacKinnon	FY2021-22	15,415	23 September 2021	20%	80%	30 June 2024
	FY2022-23	43,168	5 September 2022	-	-	30 June 2025
	FY2023-24	48,948	30 August 2023	-	-	30 June 2026
	FY2024-25	341,309	27 September 2024	-	-	30 June 2027
Dan Brearley	FY2024-25	567,642	11 March 2025	-	-	30 June 2027
Former Executive KMP						
Mike Nelson ⁽²⁾	FY2022-23	121,775	1 February 2023	-	100%	30 June 2025
	FY2023-24	67,433	30 August 2023	-	100%	30 June 2026
	FY2024-25	418,895	27 September 2024	-	100%	30 June 2027

⁽¹⁾ Performance rights held by Mr Hacker were granted to him during his tenure as Executive KMP.

⁽²⁾ Performance rights held by Mr Nelson were forfeited on his resignation.

9.6.4 Performance Rights exercised during the year ended 30 June 2025

	Date of exercise	Grant Date	No. of performance rights exercised	Exercise price per share \$	No. of Shares Issued	Value of performance rights exercised ⁽¹⁾ \$
Directors						
Alex Dorsch	1 August 2024	24 November 2021	13,106	Nil	13,106	14,048
Richard Hacker	1 May 2025	23 September 2021	6,880	Nil	6,880	7,460

⁽¹⁾ The value of each exercised performance right is based on Chalice's 5-day VWAP prior to the date of exercise.

Other than disclosed above, no further performance rights were exercised by Executive KMP during the financial year ended 30 June 2025.

9.6.5 Retention Rights granted as compensation

During the reporting period no retention rights were issued as compensation to Executive KMP and no retention rights vested during the reporting period.

Details of the vesting profile of retention rights issued as remuneration to each KMP of the Group are outlined below:

	Series	Number of Retention Rights	Issue date	% vested in year	% forfeited /lapsed in year	Measurement Date
Directors						
Richard Hacker ⁽¹⁾	FY2022-23	80,128	5 September 2023	-	-	31 December 2025
Executives						
Chris MacKinnon	FY2022-23	32,376	5 September 2023	-	-	31 December 2025
Former Executive KMP						
Mike Nelson ⁽²⁾	FY2022-23	50,739	1 February 2023	-	100	31 December 2025

⁽¹⁾ Retention rights held by Mr Hacker were granted to him during his tenure as Executive KMP.

⁽²⁾ Retention rights held by Mr Nelson were forfeited on his resignation on 21 March 2025.

9.6.6 Retention Rights exercised during the year ended 30 June 2025

No retention rights were exercised during the year ended 30 June 2025.

9.6.7 Equity holdings of key management personnel

(a) Option holdings of key management personnel

No options were held by KMP at 30 June 2025. No options were granted to KMP and no options were forfeited or lapsed during the year ended 30 June 2025.

(b) Performance rights held by key management personnel

The movement during the reporting period in the number of performance rights in the Group held, directly, indirectly or beneficially, by each KMP, including their related parties, is as follows:

	Held at 1 July 2024	Granted as compensation	Exercised	Forfeited/ Lapsed	Held at 30 June 2025	Vested/ Exercised during the year	Vested/ exercisable at 30 June 2025
Directors							
Derek La Ferla	-	-	-	-	-	-	-
Alex Dorsch	449,043	696,458	(13,106)	(52,425)	1,079,970	13,106	-
Richard Hacker ⁽¹⁾	173,146	-	(6,880)	(27,524)	138,742	6,880	-
Garret Dixon	-	-	-	-	-	-	-
Executives							
Chris MacKinnon	107,531	341,309	-	(12,332)	436,508	-	3,083
Dan Brearley	-	567,642	-	-	567,642	-	-
Former KMP							
Jo Gaines	-	-	-	-	-	-	-
Linda Kenyon	-	-	-	-	-	-	-
Stephen McIntosh	-	-	-	-	-	-	-
Mike Nelson	189,208	418,895	-	(608,103)	-	-	-

⁽¹⁾ Represents performance rights held by Mr Hacker on the date he ceased to be KMP on 29 February 2024.

(c) Retention rights held by key management personnel

	Held at 1 July 2024	Granted as compensation	Exercised	Forfeited/ lapsed	Held at 30 June 2025	Vested during the year	Vested/ exercisable at 30 June 2025
Directors							
Richard Hacker ⁽¹⁾	80,128	-	-	-	80,128	-	-
Executives							
Chris MacKinnon	32,376	-	-	-	32,376	-	-
Former Executive KMP							
Mike Nelson ⁽²⁾	50,739	-	-	(50,739)	-	-	-

⁽¹⁾ Retention rights issued to Mr Hacker were issued previously in his role as an Executive KMP.

⁽²⁾ Retention rights issued to Mr Nelson were forfeited on his resignation on 21 March 2025.

Apart from those retention rights held by Mr Hacker, no retention rights are held by other non-executive directors and the MD&CEO.

(d) Shareholdings of key management personnel

The movement during the reporting period in the number of ordinary shares in the Company held, directly, indirectly or beneficially, by each KMP, including their related parties, is as follows:

	Held at 1 July 2024	Received on exercise of options	Received on exercise of performance rights	Other changes ⁽¹⁾	Held at 30 June 2025
Directors					
Derek La Ferla	34,561	-	-	-	34,561
Alex Dorsch	5,936,341	-	13,106	50,000	5,999,447
Garret Dixon	152,739	-	-	-	152,739
Richard Hacker ⁽²⁾	1,221,275	-	6,880	68,031	1,296,186
Former Directors					
Jo Gaines ⁽³⁾	9,753	-	-	-	9,753
Linda Kenyon ⁽³⁾	8,369	-	-	-	8,369

	Held at 1 July 2024	Received on exercise of options	Received on exercise of performance rights	Other changes ⁽¹⁾	Held at 30 June 2025
Stephen McIntosh ⁽³⁾	37,558	-	-	-	37,558
Executives					
Chris MacKinnon	-	-	-	-	-
Dan Brearley	-	-	-	-	-
Former Executives KMP					
Mike Nelson ⁽³⁾	-	-	-	-	-

⁽¹⁾ Other changes represent shares that were purchased or sold on-market.

⁽²⁾ Represents shares held by Mr Hacker on appointment as a Non-executive director.

⁽³⁾ Represents shares held by former Directors and former Executive KMP at the date they ceased employment with the Company.

9.7 Loans to key management personnel

There were no loans to key management personnel of the Group, including their personally related parties as at 30 June 2025 (2024: nil).

9.8 Other transactions with key management personnel and their related parties

There were no other key management personnel transactions within the Group during the year ended 30 June 2025.

End of Remuneration Report

10. DIVIDENDS

No dividends were declared or paid during the year and the directors recommend that no dividend be paid.

11. FUTURE DEVELOPMENTS

In the opinion of Directors, information regarding the likely developments of the Group is set out in the Operating and Financial Review on pages 14 to 26 of the Annual Report, which forms part of this Directors' Report. Disclosure of any further information relating to likely developments and expected results could result in unreasonable prejudice to the interests of the Group.

12. MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

On 31 July 2025, 12.5% of the FY2022-23 performance rights that were issued to KMP and employees in 2022 vested on the achievement of certain performance conditions measured over the three years ended 30 June 2025. On 31 July 2025, the Company issued 78,803 fully paid ordinary shares to CPU Share Plans Pty Limited as trustee of the Chalice Mining Employee Share Trust for allocation to the participants upon exercising their Performance Rights. Subsequent to vesting, 47,488 performance rights were exercised into an equivalent number of fully paid ordinary shares.

On 28 August 2025, the Company issued 2,102,618 performance rights and 3,564,560 Options to Executive KMP and employees of the Company under the terms of the Employee Securities Incentive Plan. Alex Dorsch, MD&CEO was also awarded 394,627 performance rights and 588,676 Options on the same terms and conditions. The issue of the performance rights and options to Mr Dorsch is conditional on the receipt of shareholder approval to be sought at the Company's 2025 Annual General Meeting.

In addition, the non-executive directors, in parallel with a 10% salary reduction, were awarded a total of 800,000 options under the same terms and conditions on 28 August 2025. The issuance of the options to the non-executive directors is conditional upon receiving shareholder approval, which will also be sought at the Company's 2025 Annual General Meeting.

Other than disclosed above, there has not been any other matter or circumstance that has arisen since the end of the financial year that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

13. SHARE PLACEMENTS AND ISSUES

Other than shares issued upon the exercise of performance rights, no fully paid ordinary shares were issued.

14. SHARE OPTIONS

At the date of this report the following options are on issue:

Number of options	Exercise Price (\$)	Expiry date
250,000	\$1.72	13 May 2028
600,000	\$2.05	28 October 2027
3,564,560	\$2.60	26 August 2028

In addition to the above, the Board has resolved, subject to shareholder approval at the Company's 2025 AGM, to grant the following options to directors:

Director	Number of Options	Vesting Date	Exercise Price	Expiry Date
Derek La Ferla	300,000	26 August 2027	\$2.60	26 August 2028
Alex Dorsch	588,676	26 August 2027	\$2.60	26 August 2028
Garret Dixon	250,000	26 August 2027	\$2.60	26 August 2028
Richard Hacker	250,000	26 August 2027	\$2.60	26 August 2028

15. PERFORMANCE RIGHTS

At the date of this report 6,680,019 performance rights (5,176,565 at reporting date) are on issue with the following terms and conditions:

Series	Exercise price (\$)	Number of rights	Measurement date	Expiry date
FY2021-22	Nil	19,715	30 June 2024	30 June 2026
FY2022-23	Nil	31,315	30 June 2025	30 June 2027
FY2023-24	Nil	764,784	30 June 2026	30 June 2028
FY2024-25	Nil	3,761,587	30 June 2027	30 June 2030
FY2025-26	Nil	979,936	30 June 2026	30 June 2031
FY2025-26	Nil	1,122,682	30 June 2028	30 June 2033

In addition to the above, the Board has resolved, subject to shareholder approval at the Company's 2025 AGM to grant Mr Dorsch 175,390 FY2025-26 STI performance rights and 219,237 FY2025-26 LTI performance rights.

Until vesting and unless exercised, these performance rights do not entitle the holder to participate in any share issue of the Company or any other entity.

16. RETENTION RIGHTS

At the date of this report 394,140 retention rights (394,140 at reporting date) are on issue with the following terms and conditions:

Series	Exercise price (\$)	Measurement date	Expiry date
FY2022-23	Nil	31 December 2025	31 December 2027

Until vesting and unless exercised, these retention rights do not entitle the holder to participate in any share issue of the Company or any other entity.

17. ADDITIONAL SHARE OPTION DISCLOSURES

Included in the performance rights and retention rights above are performance rights and retention rights granted as remuneration to the directors and the five most highly remunerated officers during or since the end of the financial year ended 30 June 2025. Details of performance rights and retention rights granted to KMP are disclosed on page 85 to 87.

The following performance rights and unlisted options were granted to officers who are among the five highest remunerated officers of the Company and the Group during or since the end of the financial year ended 30 June 2025, but is not KMP and hence not disclosed in the Remuneration Report:

Name of Officer	Incentive Type	Series	Exercise price (\$)	Number of rights	Measurement/ Vesting date	Expiry date
Jamie Armes	Performance Rights ⁽¹⁾	FY2024-25	Nil	181,245	30 June 2027	30 June 2030
Leanne Stevens	Performance Rights ⁽²⁾	FY2024-25	Nil	130,275	30 June 2027	30 June 2030
	Performance Rights	FY2025-26	Nil	49,513	30 June 2026	30 June 2031
	Performance Rights	FY2025-26	Nil	60,122	30 June 2028	30 June 2033
	Options	FY2025-26	2.60	161,436	26 August 2027	26 August 2028

⁽¹⁾ Performance rights granted to Mr Armes during the reporting period were forfeited on his resignation.

⁽²⁾ Represents performance rights granted to Mrs Stevens prior to her appointment as Joint Company Secretary.

18. SHARES ISSUED ON EXERCISE OF OPTIONS

During the financial year no shares were issued on exercise of options and there have been no option exercises since the end of the financial year to the date of this report.

19. SHARES ISSUED ON VESTING AND EXERCISE OF PERFORMANCE RIGHTS

On 31 July 2024, the Company issued 63,484 fully paid ordinary shares at \$1.06 per share to CPU Share Plans Pty Ltd, as trustee of the Chalice Mining Employee Share Trust following the vesting of 20% of the FY2021-22 performance rights for allocation to participants upon exercising their performance rights.

Subsequent to the end of the financial year, on 31 July 2025, the Company issued 78,803 fully paid ordinary shares to CPU Share Plans Pty Limited as trustee of the Chalice Mining Employee Share Trust following the vesting of 12.5% of the FY2022-23 performance rights.

20. ENVIRONMENTAL LEGISLATION

The Group is subject to environmental legislation and obligations within the jurisdictions in which it operates throughout Australia.

The Group has policies and procedures in place that are designed to ensure that, where our activities are subject to any particular and significant environmental regulation under the law of the Commonwealth of Australia or of an Australian State or Territory, those obligations are identified, appropriately addressed and any breaches promptly notified.

So far as the Directors are aware, there have been no material breaches of the Group's licence conditions and environmental regulations to which the Group is subject to during the year ended 30 June 2025 and to the date of this report.

21. PROCEEDINGS ON BEHALF OF THE COMPANY

No application has been made under section 237 of the *Corporations Act 2001 (Cth)* in respect of the Company, and there are no proceedings that a person has brought or intervened in on behalf of the Company under that section.

22. INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

The Company has agreed, to the maximum extent permitted by law, to indemnify each of its Directors and Officers who have held office during the year, against all liabilities to a third party (other than the Company or a related body corporate of the Company) that may arise from their position as a Director or Officer of the Company or a related body corporate of the Company. The indemnity stipulates that the Company will meet the full amount of any such liabilities, including legal costs incurred.

During the year the Group has paid insurance premiums in respect of a contract insuring Directors and Officers of the Group against a liability incurred as a Director or Officer to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of the coverage and the amount of the premium.

23. INDEMNIFICATION OF AUDITORS

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company against a liability incurred as an auditor.

24. NON-AUDIT SERVICES

During the year, the Group's external auditor, did not provide any non-audit services (2024: nil). Refer to Note 26 for further information on auditor's remuneration.

In the event that non-audit services are provided by the Group's external auditor, the Company has established procedures to ensure that the provision of non-audit services do not impact the auditor's independence. These include the Audit Committee reviewing and approving non-audit services performed by the auditor having regard to auditor independence requirements of applicable laws, rules and regulations, to ensure that the provision of that service or type of service would not impair the auditor's impartiality and objectivity.

25. AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration, as required under section 307C of the *Corporations Act 2001*, is set out on page 93 and forms part of this Directors' Report.

26. ROUNDING OF AMOUNTS

The amounts contained in this financial report have been rounded to the nearest thousand unless otherwise specified under the option available to the Company under ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191. The Company is an entity to which this legislative instrument applies.

Signed in accordance with a resolution of the Directors made pursuant to section 298(2) of the *Corporations Act 2001*.

On behalf of the Directors.

A handwritten signature in black ink, appearing to be 'Alex Dorsch', with a horizontal line extending from the end of the signature.

Alex Dorsch
Managing Director and Chief Executive Officer

Dated at Perth the 26th day of September 2025

Auditor's Independence Declaration



AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Chalice Mining Limited for the year ended 30 June 2025, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit.

Perth, Western Australia
26 September 2025

B G McVeigh
Partner

hlb.com.au

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A Western Australian Partnership

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Financial Statements

Included in this section:

[Consolidated Statement of Comprehensive Income](#)

[Consolidated Statement of Financial Position](#)

[Consolidated Statement of Changes in Equity](#)

[Consolidated Statement of Cash Flows](#)

[Contents of the Notes to the Financial Statements](#)

[Notes to the Consolidated Financial Statements](#)

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[Independent Auditor's Report](#)

Consolidated Statement of Comprehensive Income

For the year ended 30 June 2025

	Note	2025 \$'000	2024 \$'000
Other income	5(a)	604	118
Interest income		3,588	5,037
Finance expense		(164)	(186)
Foreign exchange loss		(66)	(6)
Net gain on sale of subsidiary	9	-	860
Exploration and evaluation expenditure	7	(21,011)	(42,492)
Corporate and administration expenses	6(a)	(3,872)	(5,995)
Share-based payments	17(a)	(1,376)	(1,957)
Loss before tax		(22,297)	(44,621)
Income tax (expense)/benefit	8	(1,917)	5,123
Loss for the year attributed to owners of the parent		(24,214)	(39,498)
Other comprehensive income/(loss)			
Items that will not be reclassified to profit or loss			
Net (loss)/gain on fair value of financial assets, net of tax	22(b)	(11,222)	7,411
Items that may be reclassified subsequently to profit or loss			
Exchanges differences on translation of foreign operations		2	(4)
Other comprehensive profit/(loss) for the year		(11,220)	7,407
Total comprehensive loss for the year		(35,434)	(32,091)
Total comprehensive loss for the year attributable to owners of the parent		(35,434)	(32,091)
Basic and diluted loss per share from continuing operations	10	(0.06)	(0.10)

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position

As at 30 June 2025

	Note	2025 \$'000	2024 \$'000
Current assets			
Cash and cash equivalents	11	70,829	88,950
Receivables	12	1,573	1,992
Income tax receivable	8	1,913	2,215
Financial assets	13	6,930	22,080
Total current assets		81,245	115,237
Non-current assets			
Financial assets	13	568	548
Right-of-use assets	15	1,242	1,509
Property, plant and equipment	14	52,925	53,373
Total non-current assets		54,735	55,430
Total assets		135,980	170,667
Current liabilities			
Trade and other payables	18	2,901	3,195
Grant funding received in advance	19	1,333	1,720
Lease liabilities	20	208	243
Employee benefits	16	387	624
Total current liabilities		4,829	5,782
Non-current liabilities			
Lease liabilities	20	1,671	1,869
Employee benefits	16	62	225
Total non-current liabilities		1,733	2,094
Total liabilities		6,562	7,876
Net assets		129,418	162,791
Equity			
Issued capital	21	368,049	367,467
Accumulated losses		(239,494)	(215,935)
Reserves		863	11,259
Total equity		129,418	162,791

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

Consolidated Statement of Changes in Equity

For the year ended 30 June 2025

	Issued capital \$'000	Accumulated losses \$'000	Share based payments reserve Note 22(a) \$'000	Investment revaluation reserve Note 22(b) \$'000	Foreign currency translation reserve Note 22(c) \$'000	Total \$'000
Balance at 1 July 2024	367,467	(215,935)	4,255	6,883	121	162,791
Loss for the year	-	(24,214)	-	-	-	(24,214)
Other comprehensive income for the period						
Net gain on fair value of financial assets, net of tax	-	-	-	(11,222)	-	(11,222)
Exchange differences on translation of foreign operations	-	-	-	-	2	2
Total comprehensive income/(loss) for the year	-	(24,214)	-	(11,222)	2	(35,434)
Capital raising costs	88	-	-	-	-	88
Share-based payments – Employees	-	-	1,376	-	-	1,376
Share-based payments – consultants	-	-	597	-	-	597
Transfer on vesting of performance rights	494	-	(494)	-	-	-
Transfers between equity items	-	655	(927)	272	-	-
Balance at 30 June 2025	368,049	(239,494)	4,807	(4,067)	123	129,418

	Issued capital \$'000	Accumulated losses \$'000	Share based payments reserve Note 22(a) \$'000	Investment revaluation reserve Note 22(b) \$'000	Foreign currency translation reserve Note 22(c) \$'000	Total \$'000
Balance at 1 July 2023	359,913	(176,310)	3,977	(655)	125	187,050
Loss for the year	-	(39,498)	-	-	-	(39,498)
Other comprehensive income for the period						
Net gain on fair value of financial assets, net of tax	-	-	-	7,411	-	7,411
Exchange differences on translation of foreign operations	-	-	-	-	(4)	(4)
Total comprehensive income/(loss) for the year	-	(39,498)	-	7,411	(4)	(32,091)
Issue of share capital (net of costs)	5,875	-	-	-	-	5,875
Share-based payments	-	-	1,957	-	-	1,957
Transfers between equity items	1,679	(127)	(1,679)	127	-	-
Balance at 30 June 2024	367,467	(215,935)	4,255	6,883	121	162,791

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows

For the year ended 30 June 2025

	Note	2025 \$'000	2024 \$'000
Cash flows from operating activities			
Cash receipts from operations		160	107
Cash paid to suppliers and employees		(3,925)	(5,513)
Payments for mineral exploration and evaluation		(19,533)	(43,390)
Payroll taxes paid on granted securities		(80)	(454)
Research and development tax credit received		2,166	-
Government grants and incentives received		53	500
Interest received		3,589	4,819
Interest paid		(189)	(158)
Net cash used in operating activities	11(a)	(17,759)	(44,089)
Cash flows from investing activities			
Acquisition of property, plant and equipment		(231)	(172)
Acquisition of freehold land and buildings		-	(4,400)
Proceeds from sale of fixed assets		15	94
Proceeds from sale of financial assets		100	636
Payment for acquisition of financial assets		-	(7,668)
Costs associated with disposal of subsidiary	9	-	(67)
Net cash used in investing activities		(116)	(11,577)
Cash flows from financing activities			
Payment of principal portion of lease liabilities	20	(238)	(505)
Security deposits		(2)	37
Share issue costs		(1)	(128)
Net cash used in financing activities		(241)	(596)
Net decrease in cash and cash equivalents		(18,116)	(56,262)
Cash and cash equivalents at the beginning of the year		88,950	145,223
Effect of exchange rate fluctuations on cash held		(5)	(11)
Cash and cash equivalents at 30 June	11	70,829	88,950

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

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Summary of Material Accounting Policies

This Section of the financial report sets out the Group's (being Chalice Mining Limited and its controlled entities) accounting policies that relate to the Consolidated Financial Statements as a whole. Where the accounting policy is specific to one note, the policy is described in the note to which it relates.

The notes include information which is required to understand the Financial Statements and that is material and relevant to the operations and the financial position and performance of the Group.

Information is considered relevant and material if:

- « The amount is significant due to its size or nature
- « The amount is important in understanding the results of the Group
- « It helps to explain the impact of significant changes in the Group's business
- « It relates to an aspect of the Group's operations that is important to its future performance.

1. CORPORATE INFORMATION

The consolidated financial report of Chalice Mining Limited for the year ended 30 June 2025 was authorised for issue in accordance with a resolution of Directors on 26th September 2025.

Chalice Mining Limited is listed on the Australian Securities Exchange ("ASX") (trading under the code CHN) and is domiciled in Australia at its principal place of business, Level 3, 46 Colin Street, West Perth, Western Australia. The nature of the operations and principal activities are disclosed in the Directors' Report.

2. REPORTING ENTITY

The consolidated financial report comprises the financial statements of Chalice Mining Limited ("Company" or "Parent") and its subsidiaries ("the Group") for the year ended 30 June 2025. A list of the Group's subsidiaries is provided at note 25.

3. BASIS OF PREPARATION

(a) Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. The financial report also complies with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

(b) Basis of measurement

The financial report has been prepared on a historical cost basis, except for financial assets which have been measured at fair value. Cost is based on the fair values of the consideration given in exchange for assets. Chalice is domiciled in Australia and all amounts are presented in Australian dollars, unless otherwise indicated.

The consolidated financial statements provide comparative information in respect of the previous period. In addition, the Group presents an additional statement of financial position at the beginning of the earliest period presented when there is a retrospective application of an accounting policy, a retrospective restatement, or a reclassification of items in financial statements.

All amounts have been rounded to the nearest thousand, unless otherwise stated in accordance with *ASIC Corporations (Rounding in Financial/ Directors' Reports) Instrument 2016/191*.

(c) Material accounting judgements, estimates and assumptions

The preparation of a financial report in conformity with Australian Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results

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For the year ended 30 of June 2025

readily apparent from other sources. Actual results may differ from these estimates. These accounting policies have been consistently applied by the Group.

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 Group also discloses its exposure to risks and uncertainties in note 23. The key judgements, estimates and assumptions which are material to the financial report are found in note 17.

PERFORMANCE FOR THE YEAR

This section provides additional information about those line items in the Statement of Comprehensive Income that the directors consider most relevant in the context of the operations of the entity.

4. SEGMENT REPORTING

The Group has identified its operating segments based on internal reports that are reviewed and used by the Board of Directors in assessing performance and in determining the allocation of resources. The Group considers that it only operated in one reportable segment, being mineral exploration and evaluation. The segment information is as per the Group's consolidated financial statements.

5. OTHER INCOME

(a) Other Income

Government grants and incentives
Other

	2025 \$'000	2024 \$'000
Government grants and incentives	438	-
Other	166	118
	604	118

Government grants and incentives for the year ended 30 June 2025 represents the Group's share of grant income received under a Cooperative Research Centre Program ("CRC-P") with the Commonwealth Government (refer note 19).

Material Accounting Policy

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

Government grants are recognised when there is reasonable certainty that the grant will be received, and all grant conditions are met. Grants relating to expense items are recognised as income over the periods necessary to match the grant to the costs they are compensating.

6. EXPENSES

(a) Corporate and administration expenses

Administration and general costs
Share-based payments – consultants (note 17(e))
Depreciation
Corporate personnel expenses (note 6(b))

	2025 \$'000	2024 \$'000
Administration and general costs	1,660	2,457
Share-based payments – consultants (note 17(e))	597	-
Depreciation	209	182
Corporate personnel expenses (note 6(b))	1,406	3,356
	3,872	5,995

(b) Corporate personnel expenses

Wages and salaries
Non-executive directors' fees
Other associated personnel expenses
Leave entitlements

	2025 \$'000	2024 \$'000
Wages and salaries	1,045	2,197
Non-executive directors' fees	377	708
Other associated personnel expenses	42	482
Leave entitlements	(58)	(31)
	1,406	3,356

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

7. EXPLORATION AND EVALUATION EXPENDITURE

Western Australia

Gonneville – exploration and resource definition	-	15,204
Gonneville – development/studies	15,488	12,060
West Yilgarn exploration ⁽¹⁾	5,171	15,083
Other generative project exploration	352	145
	21,011	42,492

2025 \$'000	2024 \$'000
-	15,204
15,488	12,060
5,171	15,083
352	145
21,011	42,492

⁽¹⁾ During the year ended 30 June 2024, the Company issued 629,755 fully paid ordinary shares, equivalent to \$2.45 million, to Northam Resources Limited on commencement of an earn-in agreement (refer note 21).

Material Accounting Policy

Costs incurred in the exploration and evaluation stages of specific areas of interest are expensed against profit or loss as incurred. All exploration expenditure, including acquisition costs, general permit activity, geological and geophysical costs, project generation and drilling costs, is expensed as incurred. Once the technical feasibility and commercial viability of extracting a mineral resource are demonstrable in respect of an area of interest, development expenditure is capitalised to the Statement of Financial Position.

8. INCOME TAX

The major components of income tax expense/(benefit) are as follows:

Current income tax:

Over/(Under) provision for income tax in prior years	62	(43)
Research and Development tax credits	(1,913)	(1,312)
	(1,851)	(1,355)

Deferred tax:

Temporary differences relating to financial assets	3,768	(3,768)
Total income tax expense/(benefit) reported in the statement of comprehensive income	1,917	(5,123)

2025 \$'000	2024 \$'000
62	(43)
(1,913)	(1,312)
(1,851)	(1,355)
3,768	(3,768)
1,917	(5,123)

The prima facie income tax expense/(benefit) on pre-tax accounting result on operations reconciles to the income tax expense/(benefit) as follows:

Loss before tax from continuing operations

Income tax calculated at the Australian corporate rate of 30% (2024: 30%)

Non-deductible expenses

Deferred tax assets and liabilities not recognised

Change in tax rate

Adjustments for under provision of tax credits

Research and development tax credits

Income tax on financial assets

Income tax expense/(benefit) reported in the statement of comprehensive income

2025 \$'000	2024 \$'000
(22,297)	(44,621)
(22,297)	(44,621)
(6,689)	(13,386)
1,478	1,068
5,249	26,126
-	(12,940)
24	(911)
(1,913)	(1,312)
3,768	(3,768)
1,917	(5,123)

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

The tax rate used in the above reconciliation is the corporate rate of 30% (2024: 30%) payable by Australian corporate entities on taxable profits under Australian tax law.

Current tax assets comprise:

Income tax receivable attributable to:

Parent Entity – refundable Research and Development tax offset

	2025 \$'000	2024 \$'000
	1,913	2,215
	1,913	2,215

The following deferred tax assets and liabilities have not been brought to account:

Unrecognised deferred tax balances

Deferred tax assets comprise:

Revenue losses available for offset against future taxable income

Lease liabilities

Other deferred tax assets

	2025 \$'000	2024 \$'000
	91,461	86,780
	564	633
	5,991	3,935
	98,016	91,348

Deferred tax liabilities comprise:

Right-of-use assets

Other deferred tax liabilities

	2025 \$'000	2024 \$'000
	372	453
	302	3,629
	674	4,082

Income tax benefit not recognised directly in equity during the year:

Share issue costs

	2025 \$'000	2024 \$'000
	617	1,267

Deferred tax liabilities have not been recognised in respect of these taxable temporary differences as the entity is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Material Accounting Policy

The income tax expense or benefit for the period is the tax payable or receivable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantially enacted at the end of the reporting period in the country where the company's subsidiaries operate and generate taxable income. Provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax liabilities for the current period and prior periods are measured at the amount expected to be recovered from or paid to taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted by the balance date.

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

Unrecognised deferred income tax assets at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Income taxes relating to items recognised directly in equity are recognised in equity and not profit or loss. 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 taxes relate to the same taxable entity and the same taxation authority.

Tax Consolidation

Chalice and its 100% owned Australian resident subsidiaries have formed an income tax consolidated group under the tax consolidation regime. Current and deferred tax amounts are accounted for in each individual entity as if each entity continued to act as a taxpayer on its own.

Chalice recognises its own current and deferred tax amounts and those current tax liabilities, current tax assets and deferred tax assets arising from unused tax credits and unused tax losses which it has assumed from its controlled entities within the tax consolidated Group.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts payable or receivable from or payable to other entities in the Group. Any difference between the amounts receivable or payable under the tax funding agreement are recognised as a contribution to (or distribution from) controlled entities in the tax consolidated Group.

9. NET GAIN ON SALE OF SUBSIDIARY

On 14 August 2023, the Group completed the sale of its wholly owned-subsiidiary, Northwest Nickel Pty Ltd (Northwest) to Staveley Minerals Limited (ASX: STV) (Staveley). The consideration received comprised of 10,840,608 fully paid ordinary shares in Staveley and \$50,000 in cash. At the date of disposal, the net assets of Northwest were nil.

No amounts are recognised in the current financial year as the transaction was completed and recognised in the prior financial year.

	2025 \$'000	2024 \$'000
Consideration:		
Cash	-	50
Fully paid ordinary shares	-	877
	-	927
Less associated costs:		
Legal fees	-	(67)
Net gain on sale of subsidiary	-	860

10. LOSS PER SHARE

Basic and diluted loss per share

The calculation of basic loss per share for the year ended 30 June 2025 was based on the loss attributable to ordinary equity holders of the parent of \$24 million (2024: loss of \$39.5 million) and a weighted average number of ordinary shares outstanding during the year ended 30 June 2025 of 380,338,374(2024: 379,257,185).

	2025 \$'000	2024 \$'000
Loss attributable to ordinary shareholders		
Loss attributable to ordinary equity holders of the parent from continuing operations	(24,214)	(39,498)
Loss attributable to ordinary equity holders of the parent for basic earnings	(24,214)	(39,498)
Loss attributable to ordinary equity holders of the parent adjusted for the effect of dilution	(24,214)	(39,498)

Diluted loss per share has not been disclosed as the impact from options and performance rights is anti-dilutive.

ASSETS

This section provides additional information about those individual line items in the Statement of Financial Position that the Directors consider most relevant in the context of the operations of the entity.

11. CASH AND CASH EQUIVALENTS

	2025 \$'000	2024 \$'000
Bank balances and cash on hand	3,475	1,152
Term deposits and at call accounts	67,354	87,798
	70,829	88,950

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

(a) Reconciliation of cash flows from operating activities

	2025 \$'000	2024 \$'000
Loss for the year attributed to owners of the parent	(24,214)	(39,498)
Adjustments for:		
Depreciation and amortisation	534	698
Loss/(gain) on sale of fixed assets	19	(24)
Government grants and incentives	(438)	-
Net gain on sale of subsidiary	-	(860)
Shares issued to acquire an earn-in interest	-	2,450
Income tax expense/(benefit)	1,917	(5,123)
Foreign exchange loss	66	6
Equity-settled share-based payment expenses	1,941	1,957
Operating loss before changes in working capital and provisions	(20,175)	(40,394)
Decrease in trade and other receivables	2,397	118
Increase in financial assets	(18)	(25)
Increase in trade creditors and other liabilities	438	(3,567)
Increase/(decrease) in provisions	(401)	(221)
Net cash used in operating activities	(17,759)	(44,089)

(b) Non-cash financing and investing activities

	2025 \$'000	2024 \$'000
Additions/(modifications) to right-of-use assets	-	(228)
Shares received on sale of subsidiary	-	877
Shares issued to acquire a private property	-	2,450

12. RECEIVABLES

	2025 \$'000	2024 \$'000
Other receivables	151	-
Interest receivable	418	437
GST receivable	417	528
Prepayments	587	1,027
	1,573	1,992

Material Accounting Policy and Judgement

The Group applies the simplified approach to measuring expected credit losses (ECL) as permitted by AASB 9 *Financial Instruments*, for trade receivables and other short-term financial assets (such as interest receivable and other receivables), which requires lifetime expected losses to be recognised.

Other receivables primarily relate to payroll tax to be reimbursed for previously paid payroll tax on incentives that did not vest. Interest receivable relates to interest on term deposits held. Historical experience indicates that the credit risk associated with these receivables is low. In assessing ECL, the Group considered historical default experience and forward looking information, including forecast economic conditions and determined that the probability of default is minimal.

The Group has determined that expected credit loss on these balances is immaterial, therefore no allowance has been recognised. All receivables are current and expected to be settled within 180 days.

GST receivable and prepayments are not financial assets subject to credit risk and therefore not included in the expected credit loss assessment.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

13. FINANCIAL ASSETS

Current

Equity instruments designated at fair value through other comprehensive income:

Listed equity investments

2025 \$'000	2024 \$'000
6,930	22,080
6,930	22,080

Listed equity investments held at 30 June 2025 predominately includes 27,331,579 ordinary shares in Encounter Resources Limited (ASX: ENR) (Encounter).

The movement in the carrying value of financial assets between the prior and current financial years primarily reflects the change in fair value of the Company's shareholdings in Encounter. As at 30 June 2024, the investment was carried at \$20.2 million, based on a market price of \$0.74 per share. At 30 June 2025, the fair value of the investment had materially decreased, in line with the decline in the listed share price of \$0.225 per share.

Non-current

Bank guarantee and security deposits

Warrants

2025 \$'000	2024 \$'000
568	512
-	36
568	548

Material Accounting Policy

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 the business model that such assets are held.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the Group 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.

(i) 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.

(ii) Financial assets at fair value through other comprehensive income:

Financial assets at fair value through other comprehensive income (FVOCI) include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition. Under FVOCI, subsequent movements in fair value are recognised in other comprehensive income and are never reclassified to profit or loss. Any gains or losses recognised in other comprehensive income are not recycled upon derecognition of the asset.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

14. PROPERTY, PLANT AND EQUIPMENT

Cost

	Plant, equipment & vehicles \$'000	Office furniture & computer equipment \$'000	Freehold land & buildings \$'000	Total \$'000
At 1 July 2024	1,495	1,865	51,862	55,222
Additions	154	9	-	163
Transfers	177	19	(196)	-
Disposals/write-offs	(43)	(56)	-	(99)
At 30 June 2025	1,783	1,837	51,666	55,286

Accumulated depreciation and impairment losses

At 1 July 2024	626	833	390	1,849
Depreciation charge	193	246	137	576
Disposals/write-offs	(20)	(44)	-	(64)
At 30 June 2025	799	1,035	527	2,361
Net book value at 30 June 2025	984	802	51,139	52,925

Cost

	Plant, equipment & vehicles \$'000	Office furniture & computer equipment \$'000	Freehold land & buildings \$'000	Total \$'000
At 1 July 2023	1,570	1,680	43,863	47,113
Additions	50	187	-	237
Acquisition of freehold land and buildings ⁽¹⁾	-	-	7,999	7,999
Disposals/write-offs	(125)	(2)	-	(127)
At 30 June 2024	1,495	1,865	51,862	55,222

Accumulated depreciation and impairment losses

At 1 July 2023	476	590	260	1,326
Depreciation charge	205	245	130	580
Disposals/write-offs	(55)	(2)	-	(57)
At 30 June 2024	626	833	390	1,849
Net book value at 30 June 2024	869	1,032	51,472	53,373

⁽¹⁾ On 10 August 2023, the Group acquired one private property in close proximity to the Resources at the Gonneville Project. The property was acquired for consideration comprising \$4.4 million cash (net of settlement costs) and the issue of 611,371 fully paid ordinary shares in the Company.

Material Accounting Policy

Property, plant and equipment is measured at cost less accumulated depreciation and any accumulated impairment losses, if any. Cost includes the direct cost of bringing the asset to the location and condition necessary for first use. The assets are subsequently measured at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated on a diminishing value basis over the estimated useful lives of each part of an item of plant and equipment. Buildings are depreciated on a straight-line basis over the estimated useful life. Land is not depreciated. The depreciation rates used in the current and comparative periods are as follows:

« Buildings	2.5%
« Plant, equipment and vehicles	5%-40%
« Office furniture & computer equipment	6%-40%

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year end.

An item of plant and equipment and any significant part initially recognised is derecognised upon disposal or when no further 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 statement of profit or loss when the asset is derecognised.

The carrying values of property, plant and equipment are reviewed for impairment at each balance date in line with the Group's impairment policy.

The Group assesses the carrying value of freehold land at each balance date to ensure that the value represents the highest and best use of the asset – that is for mineral development. Should further exploration activities indicate that technical feasibility and commercial viability of extracting mineral resources not be demonstrated, or should future mining operations cease, there may be an indication of impairment of the carrying value of land and improvement assets.

15. RIGHT-OF-USE ASSETS

This Note provides information for right-of-use assets where the Group is lessee.

Amounts recognised in statement of financial position

Right-of-use assets

	2025 \$'000	2024 \$'000
At cost	1,591	1,624
Accumulated depreciation	(349)	(115)
Net carrying amount	1,242	1,509

Reconciliation

	2025 \$'000	2024 \$'000
At 1 July net of accumulated depreciation	1,509	1,161
Additions	-	88
Lease modifications	(33)	643
Depreciation charge for the year	(234)	(383)
At 30 June net of accumulated depreciation	1,242	1,509

Right-of-use assets relate to office spaces leased by the Group, with the most significant being the Group's corporate head office.

Depreciation expense of \$286,866 (2024: \$383,382) relating to right-of-use assets was recognised during the reporting period. The Group does not have any material short-term leases, variable lease payments, or leases of low-value assets. Refer to note 20 for details of lease liabilities.

EMPLOYEE BENEFITS AND SHARE-BASED PAYMENTS

This section of the Notes includes information that must be disclosed to comply with accounting standards and other pronouncements relating to the remuneration of employees and consultants of the Group, but that is not necessarily immediately related to individual line items in the Financial Statements.

16. EMPLOYEE BENEFITS

Current

	2025 \$'000	2024 \$'000
Annual leave accrued	264	524
Provision for long service leave	123	100
	387	624

Non-current

	2025 \$'000	2024 \$'000
Provision for long service leave	62	225
	62	225

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

17. SHARE-BASED PAYMENTS

(a) Share based payment transactions

The expense recognised during the year is shown in the following table:

	2025 \$'000	2024 \$'000
Performance rights granted – equity settled	992	1,492
Retention rights – equity settled	384	465
Total expenses recognised as share-based payments – employees	1,376	1,957

(b) Performance Rights

Performance rights issued during the year ended 30 June 2025, were issued under the Company's ESIP. Under the ESIP, the Board may issue performance rights to eligible employees and directors. Each performance right represents a right to be issued an ordinary share at a future point in time, subject to the satisfaction of any vesting conditions. Unless determined otherwise by the Board, performance rights are subject to lapsing if the vesting conditions are not met by the relevant measurement date or expiry date (if no other measurement date is specified) or if employment is terminated.

No exercise price is payable and eligibility to receive performance rights under the ESIP is at the Board's discretion. The performance rights cannot be transferred and are not quoted on the Australian Securities Exchange (ASX). There are no voting rights attached to the performance rights. For details regarding the vesting conditions of the performance rights refer to section 9.4.8 of the Remuneration Report.

A summary of performance rights on issue is as follows:

30 June 2025:

Issue date	Opening balance Number	Issued Number	Exercised Number	Lapsed/Forfeited Number	Closing balance Number	Share price at date of issue (\$)
2 September 2021	251,923	-	(30,663)	(201,545)	19,715	7.32
24 November 2021	65,531	-	(13,106)	(52,425)	-	9.59
5 September 2022	490,451	-	-	(88,910)	401,541	4.45
23 November 2022	228,938	-	-	-	228,938	4.95
1 February 2023	121,775	-	-	(121,775)	-	6.33
30 August 2023	666,349	-	-	(235,852)	430,497	3.77
23 November 2023	176,135	-	-	(16,848)	159,287	1.465
20 February 2024	175,000	-	-	-	175,000	1.025
26 September 2024	-	3,523,565	-	(1,026,078)	2,497,487	1.445
21 November 2024	-	696,458	-	-	696,458	1.36
11 March 2025	-	567,642	-	-	567,642	1.305
	2,176,102	4,787,665	(43,769)	(1,743,433)	5,176,565	

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

Issue date	Opening balance Number	Issued Number	Exercised Number	Lapsed/Forfeited Number	Closing balance Number	Share price at date of issue (\$)
2 September 2020	726,805	-	(545,100)	(181,705)	-	1.475
25 November 2020	280,081	-	(210,060)	(70,021)	-	3.78
26 November 2020	7,500	-	(5,625)	(1,875)	-	3.86
25 February 2021	36,803	-	(27,602)	(9,201)	-	4.57
2 September 2021	262,321	-	-	(10,398)	251,923	7.32
24 November 2021	65,531	-	-	-	65,531	9.59
5 September 2022	654,292	-	-	(163,841)	490,451	4.45
23 November 2022	228,938	-	-	-	228,938	4.95
1 February 2023	121,775	-	-	-	121,775	6.33
30 August 2023	-	738,701	-	(72,352)	666,349	3.77
23 November 2023	-	176,135	-	-	176,135	1.465
20 February 2024	-	175,000	-	-	175,000	1.025
	2,384,046	1,089,836	(788,387)	(509,393)	2,176,102	

The following table provides the assumptions made in determining the weighted average fair value of the performance rights issued during the financial year.

	2025	2024
Weighted average share price at grant date	\$1.408	\$2.899
Exercise price	Nil	Nil
Weighted average expected volatility	70%	65%
Weighted average performance period (years)	2.56	2.72
Weighted average Vesting period (years)	2.56	2.72
Expected dividends	-	-
Weighted average risk-free interest rate	3.65%	3.85%
Weighted average fair value per right	\$1.089	\$1.997

The weighted average fair value of the performance rights outstanding at 30 June 2025 was \$1.56 per performance right (2024: \$3.56).

(c) Retention Rights

During the year ended 30 June 2023, the Board approved a one-off issue of Retention Rights to key technical staff and KMP (excluding the MD&CEO). As these incentives were issued as a one-off, no Retention Rights have been issued since this date.

The retention rights were issued under the Company's existing ESIP, and each retention right represents a right to be issued an ordinary share at a future point in time, subject to lapsing if the vesting conditions are not met by the measurement date or expiry date (if no other measurement date is specified or if employment is terminated).

No exercise price is payable and eligibility to receive retention rights under the ESIP is at the Board's discretion. The retention rights cannot be transferred and are not quoted on the Australian Securities Exchange (ASX). There are no voting rights attached to the retention rights. For details regarding the vesting conditions of the retention rights refer to section 9.4.9 of the Remuneration Report.

A summary of retention rights on issue is as follows:

Issue date	Opening balance Number	Issued Number	Vested Number	Lapsed/Forfeited Number	Closing balance Number	Share price at date of issue (\$)
5 September 2022	461,193	-	-	(100,142)	361,051	4.45
1 February 2023	50,739	-	-	(50,739)	-	6.33
17 February 2023	33,089	-	-	-	33,089	6.21
	545,021	-	-	(150,881)	394,140	

The weighted average fair value per right of the Retention Rights was \$4.71. Refer to page 118 of the 2024 Annual Report for further assumptions made in determining the fair value of retention rights previously issued.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

(d) Share Options – Issued under the Employee Share Incentive Plan

Share options may be granted under the terms of the Company's Employee Share Incentive Plan (ESIP). Under the terms of the ESIP, the Board may offer options for no consideration to full-time or part-time employees (including persons engaged under a consultancy agreement), executive and non-executive directors. In the case of the directors, the issue of options requires shareholder approval and will not include performance milestones.

Each share option entitles the holder, on exercise, to one ordinary fully paid share in the Company. There is no issue price for the share options. The exercise price for the share options is determined by the Board. A share option may only be exercised after that share option has vested and any other conditions imposed by the Board on exercise satisfied. The Board may determine the vesting period, if any. Where options are granted with vesting conditions, unless the Board determines otherwise, unvested options are forfeited when the holder ceases to be employed by the Group.

Typically, share options are granted under service conditions. Non-market performance conditions are not considered in the grant date fair value measurement of the services received.

During the reporting period, no options were issued under the ESIP.

(e) Share Options – Issued outside the Employee Share Incentive Plan

During the year ended 30 June 2025 (2024: nil) the Company granted 850,000 unlisted options to external consultants in lieu of cash for corporate advisory services provided. These options were issued outside the Company's ESIP and the details of the options granted are as follows:

Grant Date	No. Granted	Vesting date	Expiry Date	Exercise Price	Fair Value per Option at Grant Date (\$)
28 October 2024	600,000	30 June 2025	28 October 2027	2.05	0.933
13 May 2025	250,000	30 September 2025	13 May 2028	1.72	0.389

The fair value of the share options is estimated at the date of grant using a Black-Scholes option-pricing model. Expected has been based on historical volatility as it is assumed that this is indicative of future volatility.

The following table provides the assumptions made in determining the fair value of options issued during the financial year.

	2025
Weighted average share price at grant date	\$1.701
Weighted average exercise price	\$1.953
Expected volatility	70%
Option life (expressed as weighted average life)	3
Expected dividends	-
Weighted average risk-free interest rate	3.86%
Weighted average fair value per right	\$0.773

Total expense recognised under consulting fees is included at note 6 (a) for the year ended 30 June 2025. Total expense recognised was \$597,242 (2024: nil). At 30 June 2025, all 850,000 options remain outstanding.

Material Accounting Policy

The fair value of performance rights, retention rights and share options issued by the Company is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the performance rights, retention rights and share options granted including any market conditions (e.g. the company's share price) and excluding the impact of any service and non-market performance vesting conditions (e.g. strategic objectives and service conditions).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of performance rights, retention rights or share options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

The value of share options and retention rights at issue date is calculated using a Black Scholes option valuation model. The value of performance rights at issue date is the fair value of performance rights calculated using a Monte Carlo simulation model (market-based conditions) and the Black Scholes option valuation model (non-market-based conditions).

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

Share-based payment expenses are recognised over the period during which the employees provide the relevant services. This period may commence prior to the grant date, in circumstances where performance rights, retention rights or share options are subject to shareholder approval which is yet to be obtained at reporting date. In this situation, the Group estimates the grant date fair value of the equity instruments for the purposes of recognising the services received during the period between service commencement date and grant date. Once the grant date has been established (i.e. shareholder approval has been obtained), the Group revises the earlier estimate so that the amounts recognised for services received is ultimately based on the grant date fair value.

Material accounting judgements, estimates and assumptions

The Group measures the cost of equity-settled share-based payments of options and retention rights at fair value at the issue date using a Black-Scholes Option model and performance rights are measured using a Monte Carlo simulation model for market-based conditions and the Black Scholes option valuation methodology for non-market-based conditions, taking into account the terms and conditions upon which the instruments were issued.

The expected life of the share-based payments is based on historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome.

The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

At each reporting period non-market vesting conditions in relation to performance rights and retention rights are assessed in order to determine the probability of the likelihood that the non-market vesting conditions are met.

LIABILITIES AND EQUITY

This section provides additional information about those individual line items in the Statement of Financial Position that the Directors consider most relevant in the context of the operations of the entity.

18. TRADE AND OTHER PAYABLES

	2025 \$'000	2024 \$'000
Trade payables	270	794
Accrued expenses	2,631	2,401
	2,901	3,195

19. GRANT FUNDING RECEIVED IN ADVANCE

	2025 \$'000	2024 \$'000
Grant funding received in advance	1,333	1,720
	1,333	1,720

The Group received funding from the Commonwealth Government under a Cooperative Research Centre Program ("CRC-P"), with total funds received under the CRC-P from inception to date totalling \$2.7 million. Total revenue of \$0.5 million has been recognised in relation to this funding for the year ended 30 June 2025 (30 June 2024: nil) representing the achievement of certain milestones under the terms and conditions of the CRC-P partners agreement. Refer note 5 (a).

20. LEASE LIABILITIES

	2025 \$'000	2024 \$'000
Current		
Lease liabilities	208	243
Non-current		
Lease liabilities	1,671	1,869
Total lease liabilities	1,879	2,112

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

Reconciliation of lease liability movement with lease payments in the statement of cashflows

	2025 \$'000	2024 \$'000
Opening lease liability at 1 July	2,112	1,727
Lease modifications	5	680
Lease additions	-	88
Interest expense on lease liabilities	189	158
Lease payments made during the year	(427)	(541)
Closing lease liabilities at 30 June	1,879	2,112

The total cashflow for leases in the year was \$0.2 million (2024: \$0.5million), presented as payments of principal portion of lease liabilities within cashflows from financing activities and interest paid on lease liabilities of \$0.2 million (2024: \$0.2 million) is presented within operating cashflows.

21. ISSUED CAPITAL**(a) Movements in ordinary shares on issue**

	2025		2024	
	No.	\$'000	No.	\$'000
Balance at beginning of financial year	388,963,304	367,467	386,933,791	359,913
Shares issued on vesting of performance rights ⁽¹⁾	63,484	494	788,387	1,679
Shares issued to acquire a private property (refer note 14)	-	-	611,371	3,600
Shares issued under an earn-in agreement (refer note 7)	-	-	629,755	2,450
Share issue costs	-	88	-	(175)
Balance at end of financial year	389,026,788	368,049	388,963,304	367,467

⁽¹⁾ At 30 June 2025 of the 63,484 shares issued to the Employee Share Trust on vesting of performance rights, 19,715 shares have been exercised and allocated to participating employees and 43,769 shares remain unallocated in the Employee Share Trust at year end.

Issuance of Ordinary Shares

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholders' meetings. In the event of winding up of the Company, the ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any proceeds on liquidation.

(b) Share options

	2025 No.	2024 No.
On issue at 1 July	-	-
Options exercised during the year	-	-
Options issued during the year	850,000	-
On issue at 30 June	850,000	-

At 30 June 2025, the Company had 850,000 options on issue as follows:

Number	Expiry Date	Exercise Price \$
600,000	28 October 2027	1.96
250,000	13 May 2028	1.72

(c) Performance rights

	2025 No.	2024 No.
On issue at 1 July	2,176,102	2,384,046
Performance rights issued	4,787,665	1,089,836
Performance rights exercised	(43,769)	(788,387)
Performance rights lapsed/forfeited	(1,743,433)	(509,393)
On issue at 30 June	5,176,565	2,176,102

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

At 30 June 2025 the Company had 5,176,565 performance rights on issue, with 5,156,850 unvested performance rights under the following terms and conditions:

Series	Number	Terms	Expiry Date	Exercise Price \$
FY2022-23	630,479	The number of performance rights that will vest will be solely dependent on the Company meeting the outlined strategy objectives, absolute Total Shareholder Return ("TSR") objectives and by comparing the Company's TSR with that of a comparator group, as at the measurement date of 30 June 2025, as outlined in the Remuneration Report.	30 June 2027	Nil
FY2023-24	764,784	The number of performance rights that will vest will be solely dependent on the Company meeting the outlined strategy objectives, absolute Total Shareholder Return ("TSR") objectives and by comparing the Company's TSR with that of a comparator group, as at the measurement date of 30 June 2026, as outlined in the Remuneration Report.	30 June 2028	Nil
FY2024-25	3,761,587	The number of performance rights that will vest will be solely dependent on the Company meeting the outlined strategy objectives, absolute Total Shareholder Return ("TSR") objectives and by comparing the Company's TSR with that of a comparator group, as at the measurement date of 30 June 2027, as outlined in the Remuneration Report.	30 June 2030	Nil

(d) Retention rights

On issue at 1 July

Retention rights issued

Retention rights vested

Retention rights lapsed/forfeited

On issue at 30 June

2025 No.	2024 No.
545,021	736,158
-	-
-	-
(150,881)	(191,137)
394,140	545,021

At 30 June 2025 the Company had 394,140 retention rights on issue under the following terms and conditions:

Series	Number	Terms	Expiry Date	Exercise Price \$
FY2022-23	394,140	The number of retention rights that will vest will be solely based on continuous employment with the Group for 3.5 years (1 July 2022 – 31 December 2025).	31 December 2027	Nil

22. RESERVES

(a) Share based payment reserve

Balance at beginning of financial year

Equity settled share-based payments expense - employees (refer note 17(a))

Equity settled share-based payments expense - consultants (refer note 17(e))

Performance rights vested (refer note 21)

Transfers to accumulated losses

Balance at end of financial year

2025 \$'000	2024 \$'000
4,255	3,977
1,376	1,957
597	-
(494)	(1,679)
(927)	-
4,807	4,255

The share-based payments reserve is used to recognise the value of equity-settled share-based payment transactions provided to employees, including key management personnel, as part of their remuneration. Refer to note 17 for further details.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

(b) Investment revaluation reserve

Balance at beginning of financial year
Realised loss on sale of financial assets⁽¹⁾
Fair value movement on revaluation of financial assets⁽²⁾
Tax effect on investment revaluations and disposals

Transfers to accumulated losses

Balance at end of financial year

2025 \$'000	2024 \$'000
6,883	(655)
(272)	(68)
(14,717)	11,246
3,767	(3,767)
(11,222)	7,411
272	127
(4,067)	6,883

⁽¹⁾ Realised loss on sale of financial assets for the year ended 30 June 2025 and 30 June 2024, represents the net loss on sale (before tax) of the Company's shareholdings in various listed entities.

⁽²⁾ Fair value movements on revaluation of financial assets represents the movements in fair value of the Company's equity investments.

The investment revaluation reserve represents the cumulative gains and losses arising on the revaluation of investments classified as fair value through other comprehensive income. Amounts in the reserve are transferred to accumulated losses when the relevant investments are derecognised or disposed.

(c) Foreign currency translation reserve

The foreign currency reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries. It is also used to record the effect of exchange variances resulting from net investments in foreign operations. Total foreign currency translation reserve balance at 30 June 2025 was \$0.1 million (30 June 2024: \$0.1 million).

All movements in the above reserves are as stated in the consolidated statement of changes in equity.

FINANCIAL INSTRUMENTS

This section of the Notes discusses the Group's exposure to various risks and shows how these could affect the Group's financial position and performance.

23. FINANCIAL INSTRUMENTS

(a) Capital risk management

The capital structure of the Group consists of equity attributable to equity holders, comprising issued capital, reserves and accumulated losses as disclosed in notes 21-22.

The Board reviews the capital structure on a regular basis and considers the cost of capital and the risks associated with each class of capital. The Group will balance its overall capital structure through new share issues as well as the issue of debt, if the need arises. At this stage the Group is not subject to any externally imposed capital requirements.

(b) Market risk exposures

Market risk is the risk that changes in market prices such as foreign exchange rates, equity prices and interest rates will have on the Group's income or value of its holdings of financial instruments.

(i) Foreign exchange rate risk

The Group undertakes certain transactions denominated in foreign currencies, hence exposures to exchange rate fluctuations arise. The Group does not hedge this exposure. The cash at bank held by the Company currently comprises predominately of Australian dollar ("AUD"), with minimal funds held in Canadian dollar ("CAD") funds.

The Group manages its foreign exchange risk by constantly reviewing its exposure and ensuring that there are appropriate cash balances in order to meet its likely future commitments in each currency where applicable. As the Company held approximately CAD \$0.04 million, (30 June 2024: CAD \$0.1 million), and with focus on projects within Australia, the Company's exposure to foreign exchange risk is considered immaterial. Therefore, a 10% movement in the CAD/AUD exchange rate at 30 June 2025 would have resulted in an immaterial impact (<\$0.01million) on profit or equity (2024:<\$0.01 million). Management has determined that a 10% movement in CAD/AUD represents a reasonably possible change in foreign exchange rates at balance date.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

(ii) Equity prices

The Group has exposure to equity prices through its holdings in various listed entities. The following table outlines the impact of increases/decreases in the value of the Company's investment holding on the components of equity. The sensitivity analysis uses a variance of 10% movement upwards and down on the year end closing share prices.

		2025 \$'000	2024 \$'000
Impact on equity	Share price +10%	659	2,208
	Share price -10%	(659)	(2,208)

(iii) Interest rate risk

At reporting date, the Group's exposure to market risk for changes in interest rates relates primarily to the Group's short-term cash deposits. The Group is not exposed to cash flow volatility from interest rate changes on borrowings, as it does not have any short or long term borrowings.

Chalice constantly analyses its exposures to interest rates, with consideration given to potential renewal of existing positions and the period to which deposits may be fixed. The Group considers preservation of capital as the primary objective as opposed to maximising interest rate yields by investing in higher risk investments.

At reporting date, the following financial assets were exposed to fluctuations in interest rates:

	2025 \$'000	2024 \$'000
Cash and cash equivalents	78,829	88,950

Based on the financial instruments held at 30 June 2025, if interest rates had increased by 50 basis points or decreased by 20 basis points from the year end rates, with all other variables held constant, loss and equity for the year would have been \$337,000 lower/\$135,000 higher (2024: \$439,000 lower/\$178,000 higher based on a 50 basis point increase and a decrease of 20 basis point to the year-end rates). The basis of these assumptions is management's estimate of reasonably possible changes in interest rates given market conditions.

(c) Credit risk exposure

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

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

It is not the Company's policy to securitise its trade and other receivables, however, receivable balances are monitored on an ongoing basis. In addition, the Company currently diversifies its cash holdings across three of the main Australian financial institutions.

Given the Group's limited trade receivables and its cash deposits being held with large Australian banks, the Group's Expected Credit Loss assessment has been considered immaterial at balance date.

(d) Liquidity risk exposure

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Board of Directors actively monitors the Group's ability to pay its debts as and when they fall due by regularly reviewing the current and forecast cash position based on the expected future activities.

The Group has non-derivative financial liabilities and lease liabilities which include trade and other payables of \$4.8 million (2024: \$5.3 million) refer to the below table for maturity analysis of financial liabilities (undiscounted contractual cash outflows):

30 June 2025	<3 months	3-12 months	1-5 years	>5 years	Total
Trade & other payables	1,929	972	-	-	2,901
Lease liabilities	48	160	1,671	-	1,879
	1,977	1,132	1,671	-	4,780

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

30 June 2024	<3 months	3-12 months	1-5 years	>5 years	Total
Trade & other payables	2,954	241	-	-	3,195
Lease liabilities	64	179	1,869	-	2,112
	3,018	420	1,869	-	5,307

The Group has no derivative liabilities outstanding at 30 June 2025 (2024: nil).

In light of the Group's current financial assets and minimal committed expenditure, the Group could continue to operate as a going concern for a considerable period of time, subject to any changes to the Group structure or undertaking a material transaction.

(e) Fair value of financial instruments

The Directors consider the carrying value of the financial assets and financial liabilities are recognised in the consolidated financial statements approximate their fair values. In particular, equity investments designated at fair value through other comprehensive income are measured at fair value using quoted market prices at the reporting date (Level 1 fair value measurement).

Where applicable, non-listed equity investments are measured at fair value based on observable market data (Level 2 fair value measurement) or by using unobservable inputs (Level 3 fair value measurement). The Group held no level 2 or level 3 financial instruments during the reporting period (2024: nil).

The directors have assessed that the fair value of cash and short-term deposits, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

Material Accounting Policy

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- « In the principal market for the asset or liability; or
- « In the absence of a principal market, the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximise the use of relevant observable inputs and minimise the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- « Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- « Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- « Level 3 - Valuation technique for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

GROUP COMPOSITION

This section of the Notes includes information that must be disclosed to comply with accounting standards and other pronouncements relating to the structure of the Group, but that is not immediately related to individual line items in the Financial Statements.

24. PARENT ENTITY

Financial position

Assets

Current assets

Non-current assets

Total assets

Liabilities

Current liabilities

Non-current liabilities

Total liabilities

Net assets

Equity

Issued capital

Accumulated losses

Reserves

Total equity

	2025 \$'000	2024 \$'000
	80,721	114,326
	53,610	54,145
	134,331	168,471
	3,325	3,817
	1,712	2,090
	5,037	5,907
	129,294	162,564
	368,049	367,467
	(263,914)	(240,518)
	25,159	35,615
	129,294	162,564

Financial performance

Loss for the year

Total comprehensive loss

	2025 \$'000	2024 \$'000
	(23,862)	(38,928)
	(23,862)	(38,928)

Commitments and contingencies

(i) Contingencies

Other than as disclosed in note 28 the parent entity has no contingent assets or liabilities.

(ii) Capital commitments

Other than as disclosed in note 28, the parent entity has no capital commitments.

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

25. LIST OF SUBSIDIARIES

Significant investments in subsidiaries

The consolidated financial statements include the financial statements of Chalice Mining Limited and its subsidiaries listed in the following table:

Name of entity	Country of Incorporation	% Equity Interest	
		2025	2024
CGM (Lithium) Pty Ltd	Australia	100	100
CGM (Julimar) Pty Ltd	Australia	100	100
CGM (South Yilgarn) Pty Ltd	Australia	100	100
CGM (WA) Pty Ltd	Australia	100	100
CGM (West Yilgarn) Pty Ltd	Australia	100	100
Chalice Gold Mines (Ontario) Inc.	Canada	100	100
Chalice Operations Pty Ltd	Australia	100	100
Nebula Resources Pty Ltd	Australia	100	100
Western Rift Pty Ltd	Australia	100	100

Material Accounting Policy

The consolidated financial statements comprise the financial statements of Chalice Mining Limited ("Company" or "Parent") and its subsidiaries as at 30 June each year (the "Group"). Interests in associates are equity accounted and are not part of the consolidated Group.

Subsidiaries are all those entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Special purpose entities are those entities over which the Group has no ownership interest but in effect the substance of the relationship is such that the Group controls the entity so as to obtain the majority of benefits from its operation.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent company and use consistent accounting policies. In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from intra-group transactions have been eliminated in full.

Subsidiaries and special purpose entities are fully consolidated from the date on which control is transferred to the Company and cease to be consolidated from the date on which control is transferred out of the Group.

Investments in subsidiaries held by Chalice Mining Limited are accounted for at cost in the financial statements of the parent entity less any impairment charges.

OTHER INFORMATION

This section of the Notes includes other information that must be disclosed to comply with accounting standards and other pronouncements, but that is not immediately related to individual line items in the Financial Statements.

26. AUDITOR'S REMUNERATION

Audit services

HLB Mann Judd:

Audit and review of financial reports

Other audit services

	2025 \$	2024 \$
	90,269	82,756
	4,200	-
	94,469	82,756

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

27. RELATED PARTIES

Key management personnel

Executive Directors

Alex Dorsch (MD&CEO)

Non-executive Directors

Derek La Ferla (Chair)

Garret Dixon

Richard Hacker (appointed 21 November 2024)

Stephen McIntosh (resigned 21 November 2024)

Linda Kenyon (resigned 31 August 2024)

Jo Gaines (resigned 31 August 2024)

Executives

Chris MacKinnon (Chief Financial Officer and Joint Company Secretary)

Dan Brearley (Chief Operating Officer) (appointed 3 March 2025)

Mike Nelson (General Manager – Development) (resigned 21 March 2025)

The KMP compensation is as follows:

	2025 \$	2024 \$
Short-term benefits	1,489,944	3,197,538
Post-employment benefits	130,379	240,393
Long-term benefits	42,830	(19,426)
Share-based payments	1,057,520	1,358,710
	2,720,673	4,777,215

Individual director's and executive's compensation disclosures

The Group has transferred the detailed remuneration disclosures to the Directors' Report in accordance with Corporations Amendment Regulations 2006 (No. 4). These remuneration disclosures are provided in the Remuneration Report on pages 67 to 89 of the Directors' Report and are designated as audited.

Loans to key management personnel and their related parties

No loans were made to KMP or their related parties.

Other key management personnel transactions with the Group

There were no other key management personnel transactions within the Group during the year ended 30 June 2025.

28. COMMITMENTS AND CONTINGENCIES

Exploration expenditure commitments

In order to maintain current rights of tenure to exploration tenements, the Group is required to perform minimum exploration work to meet the minimum expenditure requirements as specified by various governments in order to maintain exploration tenements in good standing. Therefore, amounts stated are based on the minimum commitments known within the next year. The Group may in certain situations apply for exemptions under relevant mining legislation or enter into joint venture arrangements which significantly reduce working capital commitments. These obligations are not provided for in the financial report and are payable:

	2025 \$'000	2024 \$'000
Within 1 year	4,498	5,485
Within 2-5 years	438	2,265
Later than 5 years	-	-
	4,936	7,750

Contingent asset and Contingent Liabilities

There are no contingent assets or contingent liabilities at 30 June 2025 (30 June 2024: nil).

Notes to the Consolidated Financial Statements

For the year ended 30 of June 2025

29. EVENTS SUBSEQUENT TO REPORTING DATE

On 31 July 2025, 12.5% of the FY2022-23 performance rights that were issued to KMP and employees in 2022 vested on the achievement of certain performance conditions measured over the three years ended 30 June 2025. On 31 July 2025, the Company issued 78,803 fully paid ordinary shares to CPU Share Plans Pty Limited as trustee of the Chalice Mining Employee Share Trust for allocation to the participants upon exercising their Performance Rights. Subsequent to vesting, 47,488 performance rights were exercised into an equivalent number of fully paid ordinary shares.

On 28 August 2025, the Company issued 2,102,618 performance rights and 3,564,560 Options to Executive KMP and employees of the Company under the terms of the Employee Securities Incentive Plan. Alex Dorsch, MD&CEO was also awarded 394,627 performance rights and 588,676 Options on the same terms and conditions. The issue of the performance rights and options to Mr Dorsch is conditional on the receipt of shareholder approval to be sought at the Company's 2025 Annual General Meeting.

In addition, the non-executive directors, in parallel with a 10% salary reduction, were awarded a total of 800,000 options under the same terms and conditions on 28 August 2025. The issuance of the options to the non-executive directors is conditional upon receiving shareholder approval, which will also be sought at the Company's 2025 Annual General Meeting.

Other than disclosed above, there has not been any other matter or circumstance that has arisen since the end of the financial year that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

30. CHANGES IN ACCOUNTING POLICIES

In the year ended 30 June 2025, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board that are relevant to the Group and effective for the current annual reporting period.

The impact on the financial performance and position of the Company from the adoption of the new or amended Accounting Standards and Interpretations is not material. Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

31. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective have not been early adopted by the Group for the year ended 30 June 2025

AASB 2021-2 *Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates* makes amendments to various Australian Accounting Standards and AASB Practice Statement 2 *Making Materiality Judgements* change the way in which accounting policies are disclosed in financial reports. The amendments require disclosure of material accounting policy information rather than significant accounting policies and are effective for annual reporting periods beginning on or after 1 January 2025. Accounting policy disclosure has been updated in line with this standard. All other new standards had no material effect.

The Directors have also reviewed all Standards and Interpretations in issue not yet adopted for the period ended 30 June 2025. As a result of this review the Directors have determined that there is no material impact of the standards and Interpretations on issue and not yet adopted by the Company.

Consolidated Entity Disclosure Statement

Name of entity	Type of entity	Ownership interest	Country of incorporation	Australian or foreign tax residency	Foreign jurisdiction tax residency
Chalice Mining Limited (the Company)	Body Corporate	N/A	Australia	Australian	N/A
CGM (Lithium) Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
CGM (Julimar) Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
CGM (South Yilgarn) Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
CGM (WA) Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
CGM (West Yilgarn) Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
Chalice Operations Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
Nebula Resources Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
Western Rift Pty Ltd	Body Corporate	100%	Australia	Australian	N/A
Chalice Gold Mines (Ontario) Inc.	Body Corporate	100%	Canada	Canadian	Canada

Basis of preparation

The consolidated entity disclosure statement has been prepared in accordance with the Corporations Act 2001 and includes required information for each entity that was part of the consolidated entity as at the end of the financial year.

Consolidated entity

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

Determination of Tax Residency

Section 295.3A of the Corporations Act defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involved judgement as there are currently several different interpretations that could be adopted, which could give rise to a different conclusion on residency.

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

« Australian tax residency

The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioners public guidance

« Foreign tax residency

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

Directors' Declaration

1. In the opinion of the directors of Chalice Mining Limited (the 'Company'):
 - a. the financial statements, notes and the additional disclosures in the directors' report designated as audited, of the Group are 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 2025 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001.
 - b. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
 - c. The statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.
 - d. The consolidated entity disclosure statement required by section 295(3A) of the *Corporations Act 2001* is true and correct.
2. This declaration has been made after receiving the declarations required to be made to the directors in accordance with Section 295A of the *Corporations Act 2001* for the financial year ended 30 June 2025.

This declaration is signed in accordance with a resolution of the Directors of Chalice Mining Limited.

Dated at Perth on the 26th day of September 2025.

On behalf of the Board:



Alex Dorsch
Managing Director and Chief Executive Officer

Independent Auditor's Report



INDEPENDENT AUDITOR'S REPORT

To the Members of Chalice Mining Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Chalice Mining Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

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

- (a) giving a true and fair view of the Group's financial position as at 30 June 2025 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

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

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

Key Audit Matters

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

We have determined the matters described below to be the key audit matters to be communicated in our report.

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Key Audit Matter	How our audit addressed the key audit matter
Accounting for share-based payments Refer to Note 17	
The Group has various share-based payment arrangements in place comprising options and performance rights issued with various performance conditions and in varying tranches. The Group recorded a share-based payment expense of \$1.376 million for the year ended 30 June 2025. We consider this to be a key audit matter due to the complexity of the varying share-based payment arrangements and the judgement involved in relation to the satisfaction of vesting conditions and allocation across vesting periods.	Our procedures included but were not limited to the following: - Reviewing the valuation of share-based payments entered into during the financial year; - Assessing the experience, qualifications and expertise of external valuers used; - Considering whether the determination of the current period vesting expense had been correctly determined; - Assessing whether management's determination of the likelihood of the various vesting conditions being met was reasonable; and - Ensuring disclosures within the financial statements and remuneration report were appropriate.

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 2025, but does not include the financial report and our auditor's report thereon.

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

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

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

Responsibilities of the Directors for the Financial Report

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Report

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

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

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

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

REPORT ON THE REMUNERATION REPORT

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the Directors' Report for the year ended 30 June 2025.

In our opinion, the Remuneration Report of Chalice Mining Limited for the year ended 30 June 2025 complies with Section 300A of the *Corporations Act 2001*.

Responsibilities

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



HLB Mann Judd
Chartered Accountants

Perth, Western Australia
26 September 2025



B G McVeigh
Partner



Further Information

ASX Additional Information

Additional information required by the Australian Securities Exchange Limited ("ASX") Listing Rules and not disclosed elsewhere in this report is set out below. The information below was applicable as at 15 September 2025.

Substantial shareholders

The names of the substantial shareholders as disclosed in substantial shareholding notices given to the Company and the number of shares in which they have a relevant interest are:

Shareholder	Number of ordinary shares held	Percentage of capital held %
Timothy Rupert Barr Goyder	30,540,195	7.85
Paradise Investment Management Pty Ltd	23,908,949	6.15

Issued Capital

The Company has 389,105,591 fully paid ordinary shares on issue and 15,391 holders of fully paid ordinary shares.

Other Unlisted Equity Securities on Issue under an employee incentive scheme

Class of Security	No. Securities	No. Holders
Performance Rights, nil exercise price, (vested 30 June 2024)	19,715	9
Performance Rights, nil exercise price, (vested 30 June 2025)	31,315	12
Retention Rights, nil exercise price, (measurement date 31 December 2025)	394,140	12
Performance Rights, nil exercise price, (measurement date 30 June 2026)	764,784	23
Performance Rights, nil exercise price, (measurement date 30 June 2027)	3,761,587	22
Performance Rights, nil exercise price, (measurement date 30 June 2026)	979,936	25
Performance Rights, nil exercise price, (measurement date 30 June 2028)	1,122,682	25
Options, \$2.60 exercise price, expiry date 26 August 2028	3,564,560	30

Other Unlisted Equity Securities on Issue

Class of Security	No. Securities	No. Holders
Options, \$2.05 exercise price, expiry date 28 October 2027	600,000	3
Options, \$1.72 exercise price, expiry date 13 May 2028	250,000	1

There were no holders of unquoted equity securities, excluding securities held under an employee incentive scheme, where the holder held 20% or more of a class of unlisted security as at 15 September 2025.

Distribution of equity security holders:

	Ordinary Shares		Unlisted Share options		Performance Rights		Retention Rights	
	No. Holders	% Held	No. Holders	% Held	No. Holders	% Held	No. Holders	% Held
1 – 1,000	5,817	0.69	-	-	6	5.20	-	-
1,001 – 5,000	4,970	3.43	-	-	14	12.10	-	-
5,001 – 10,000	1,953	3.85	-	-	10	8.60	-	-
10,001 – 100,000	2,409	17.89	17	50.00	68	58.60	12	100
100,001 and over	242	74.14	17	50.00	18	15.50	-	-
Total	15,391	100.00	34	100.00	116	100.00	12	100.00

ASX Additional Information

Marketable Parcel

The number of shareholders holding less than a marketable parcel is 2,153 (based on a share price of \$1.715).

Securities Exchange Listing

The Company is a listed public company incorporated in Australia. The fully paid ordinary shares of the Company are listed on the Australian Securities Exchange Limited (ASX) under the code "CHN".

Voting Rights

All fully paid ordinary shares carry one vote per share. In accordance with the Company's constitution, on a show of hands every member present in person or by proxy or attorney or duly appointed representative has one vote. On a poll every member present or by proxy or attorney or duly authorised representative has one vote for every fully paid share held. There are no voting rights attached to options, performance rights or retention rights until exercised.

Restricted securities

There are no restricted ordinary shares on issue at 15 September 2025.

On-market Buyback

No on-market buy-back is currently being undertaken by the Company.

Twenty Largest Ordinary Fully Paid Shareholders

Name	Number of shares	Percentage of issued capital (%)
Citicorp Nominees Pty Limited	57,006,981	14.65
HSBC Custody Nominees (Australia) Limited	53,281,808	13.69
J P Morgan Nominees Australia Pty Limited	30,362,288	7.80
Mr Timothy R B Goyder	26,697,195	6.86
BNP Paribas Noms Pty Ltd	11,059,863	2.84
HSBC Custody Nominees (Australia) Limited <NT-Comnwlth Super Corp A/C>	6,503,037	1.67
BNP Paribas Nominees Pty Ltd <Clearstream>	6,246,775	1.61
BNP Paribas Nominees Pty Ltd <IB AU Noms Retailclient>	5,831,665	1.50
Lunar Co Pty Ltd <H&A Dorsch Family A/C>	3,978,064	1.02
HSBC Custody Nominees (Australia) Limited <Euroclear Bank SA NV A/C>	2,675,699	0.69
AEGP Super Pty Ltd <AEGP Superannuation Fund A/C>	2,500,000	0.64
UBS Nominees Pty Ltd	2,484,205	0.64
BNP Paribas Nominees Pty Ltd <Agency Lending A/C>	2,387,215	0.62
Bremerton Pty Ltd <The Bartlett Family Fund A/C>	2,383,010	0.61
Thorney International Pty Ltd	2,219,761	0.57
Mr Qiu Tu	2,003,400	0.52
National Nominees Limited	1,976,772	0.51
Brechin Pty Ltd	1,630,678	0.42
Neweconomy Com Au Nominees Pty Limited <900 Account>	1,277,973	0.33
Pickard Capital Pty Ltd	1,100,000	0.28
Sawaqed Investments Pty Ltd <S Sawaqed Family A/C>	1,100,000	0.28
Top Twenty Shareholders	224,706,389	57.75
Total Remaining Shareholders	164,399,202	42.25
Total	389,105,591	100.00

ASX Additional Information

Share Registry Information

For information on your shareholding or related administrative matters please contact the Company's share registry Computershare Investor Services Pty Ltd at:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne VIC 3001
AUSTRALIA

Telephone Australia: 1300 850 505
Telephone International: (+61 3) 9415 4000

Website: <https://www.computershare.com/au>

Company Directory

Directors

Derek La Ferla

Non-executive Chair

Alex Dorsch

Managing Director and Chief Executive Officer

Garret Dixon

Non-executive Director

Richard Hacker

Non-executive Director

Joint Company Secretaries

Chris MacKinnon and Leanne Stevens

Principal Place of Business & Registered Office

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HLB Mann Judd
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130 Stirling Street,
Perth, Western Australia 6000

Home Exchange

Australian Securities Exchange Ltd
Level 40,
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152-158 St Georges Terrace
Perth, Western Australia 6000

Share Registry

Computershare Investor Services Pty Ltd
Level 17,
221 St Georges Terrace
Perth, Western Australia 6000
Tel: 1300 850 505

ASX Listing

ASX Code: CHN





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