



AuMEGA Metals Ltd

ACN 612 912 393

Interim Report – 30 June 2025

(Unaudited)

Notice to the reader

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of management.

AuMEGA Metals Ltd
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30 June 2025

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AuMEGA Metals Ltd
Condensed consolidated statement of profit or loss and other comprehensive income
For the half-year ended 30 June 2025

		Consolidated 3 months ended 30 June 2025 \$	Consolidated 3 months ended 30 June 2024 \$	Consolidated 6 months ended 30 June 2025 \$	Consolidated 6 months ended 30 June 2024 \$
Note					
Expenses					
Administration expenses		(276,515)	(434,052)	(557,810)	(719,102)
Consultants and management expenses		(314,051)	(186,476)	(517,469)	(378,717)
Depreciation and amortisation		(27,518)	(34,493)	(55,014)	(68,661)
Share based payment expense		(200,465)	(361,833)	(312,165)	(558,570)
Business development costs		(65,904)	(79,348)	(129,658)	(157,057)
Operating loss		(884,453)	(1,096,202)	(1,572,116)	(1,882,107)
Other income	4	1,259,503	578,735	2,364,165	816,436
Profit/(loss) before income tax expense		375,050	(517,467)	792,049	(1,065,671)
Income tax expense		(1,066,031)	(423,139)	(1,849,757)	(606,824)
Loss after income tax expense for the half-year attributable to the owners of AuMEGA Metals Ltd	16	(690,981)	(940,606)	(1,057,708)	(1,672,495)
Other comprehensive income for the half-year, net of tax		-	-	-	-
Total comprehensive loss for the half-year attributable to the owners of AuMEGA Metals Ltd		(690,981)	(940,606)	(1,057,708)	(1,672,495)
		Cents	Cents	Cents	Cents
Basic loss per share	15	(0.12)	(0.18)	(0.19)	(0.32)
Diluted loss per share	15	(0.12)	(0.18)	(0.19)	(0.32)

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

AuMEGA Metals Ltd
Condensed consolidated statement of financial position
As at 30 June 2025

		Consolidated	
	Note	30 June 2025 \$	31 December 2024 \$
Assets			
Current assets			
Cash and cash equivalents	5	9,214,962	15,726,784
Trade and other receivables		495,783	947,502 @
Other current assets		740,789	631,162
Total current assets		10,451,534	17,305,448
Non-current assets			
Property, plant and equipment		108,754	140,532
Right-of-use assets		67,444	83,008
Exploration and evaluation	6	55,863,999	49,068,715
Total non-current assets		56,040,197	49,292,255
Total assets		66,491,731	66,597,703
Liabilities			
Current liabilities			
Trade and other payables	7	2,700,229	3,929,147
Lease liabilities		35,861	35,067
Provisions		160,265	120,786
Total current liabilities		2,896,355	4,085,000
Non-current liabilities			
Lease liabilities		6,135	24,266
Deferred tax liabilities		10,163,511	8,313,754
Total non-current liabilities		10,169,646	8,338,020
Total liabilities		13,066,001	12,423,020
Net assets		53,425,730	54,174,683
Equity			
Issued capital	8	80,086,438	80,102,012
Reserves	9	1,282,761	958,432
Accumulated losses	10	(27,943,469)	(26,885,761)
Total equity		53,425,730	54,174,683

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

AuMEGA Metals Ltd
Condensed consolidated statement of changes in equity
For the half-year ended 30 June 2025

	Issued capital \$	Options reserves \$	Foreign currency translation reserve \$	Accumulated losses \$	Total equity \$
Consolidated					
Balance at 1 January 2024	67,574,722	1,006,339	(463,244)	(23,086,521)	45,031,296
Loss after income tax expense for the half-year	-	-	-	(1,672,495)	(1,672,495)
Other comprehensive income for the half-year, net of tax	-	-	-	-	-
Total comprehensive loss for the half-year	-	-	-	(1,672,495)	(1,672,495)
<i>Transactions with owners in their capacity as owners:</i>					
Share-based payments	-	558,570	-	-	558,570
Expiry of Employee Share Scheme options	-	(34,080)	-	34,080	-
Issue of share capital	415,757	-	-	-	415,757
Share issue costs	(88,860)	-	-	-	(88,860)
Exercise of Employee Share Scheme options	123,155	(123,155)	-	-	-
Balance at 30 June 2024	68,024,774	1,407,674	(463,244)	(24,724,936)	44,244,268

	Issued capital \$	Option reserves \$	Foreign currency translation reserve \$	Accumulated losses \$	Total equity \$
Consolidated					
Balance at 1 January 2025	80,102,012	1,421,676	(463,244)	(26,885,761)	54,174,683
Loss after income tax expense for the half-year	-	-	-	(1,057,708)	(1,057,708)
Other comprehensive income for the half-year, net of tax	-	-	-	-	-
Total comprehensive loss for the half-year	-	-	-	(1,057,708)	(1,057,708)
<i>Transactions with owners in their capacity as owners:</i>					
Share-based payments	-	312,165	-	-	312,165
Exercise of Employee Share Scheme options	(12,164)	12,164	-	-	-
Share issue costs	(3,410)	-	-	-	(3,410)
Balance at 30 June 2025	80,086,438	1,746,005	(463,244)	(27,943,469)	53,425,730

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

AuMEGA Metals Ltd
Condensed consolidated statement of cash flows
For the half-year ended 30 June 2025

		Consolidated 3 months ended 30 June 2025 \$	Consolidated 3 months ended 30 June 2024 \$	Consolidated 6 months ended 30 June 2025 \$	Consolidated 6 months ended 30 June 2024 \$
Note					
Cash flows from operating activities					
	Payments to suppliers and employees (inclusive of GST/HST)	(574,061)	(491,301)	(1,350,336)	(1,077,822)
	Interest received	89,944	31,456	169,261	81,728
	Interest and other finance costs paid	(536)	(4,106)	(1,170)	(4,790)
	Other revenue	151,503	115,500	153,200	115,500
	Net cash used in operating activities	(333,150)	(348,451)	(1,029,045)	(885,384)
Cash flows from investing activities					
	Payments for property, plant and equipment	(342)	(1,876)	(12,518)	(14,376)
	Payments for exploration and evaluation	(3,499,468)	(1,177,004)	(5,280,658)	(1,900,017)
	Payments for security deposits	-	-	-	(22,900)
	Proceeds from release of security deposits	-	-	-	38,400
	Net cash used in investing activities	(3,499,810)	(1,178,880)	(5,293,176)	(1,898,893)
Cash flows from financing activities					
	Proceeds from issue of shares	-	-	-	153,284
7	Share issue transaction costs	-	-	(186,441)	(88,860)
	Repayment of lease liabilities	(8,719)	(13,841)	(17,337)	(16,578)
	Net cash from/(used in) financing activities	(8,719)	(13,841)	(203,778)	47,846
	Net decrease in cash and cash equivalents	(3,841,679)	(1,541,172)	(6,525,999)	(2,736,431)
	Cash and cash equivalents at the beginning of the financial half-year	13,068,842	7,691,658	15,726,784	8,951,529
	Effects of exchange rate changes on cash and cash equivalents	(12,201)	77,376	14,177	12,764
	Cash and cash equivalents at the end of the financial half-year	9,241,962	6,227,862	9,214,962	6,227,862

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

Note 1. General information

The financial statements cover AuMEGA Metals Ltd as a consolidated entity consisting of AuMEGA Metals Ltd and the entities it controlled at the end of, or during, the half-year ("the Group"). The financial statements are presented in Canadian dollars, which is AuMEGA Metals Ltd's functional and presentation currency.

AuMEGA Metals Ltd is a listed public company limited by shares, incorporated and domiciled in Australia.

AuMEGA Metals Ltd shares are listed on the Australian Securities Exchange (ASX code: AAM) and the Toronto Venture Stock Exchange (TSXV code: AUM) OTCQB in the United States (OTC) – code AUMMF.

Its registered office and principal place of business are:

Registered office

24 Hasler Road
Osborne Park, WA 6017

Principal place of business

10060 Jasper Ave, Tower 1, Suite 2020
Edmonton, AB, Canada, T5J 3R8

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 31 July 2025.

Note 2. Material accounting policy information

These condensed interim consolidated financial statements for the interim half-year reporting period ended 30 June 2025 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These condensed interim consolidated financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 31 December 2024 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and IFRS accounting standards that are mandatory for the current reporting period.

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

Going concern

The consolidated condensed interim financial report has been prepared on the going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the ordinary course of business.

The Group incurred a loss after tax for the six months of \$1,057,708 and an operating cash outflow of \$1,029,045 and net cash outflow (before financing activities) of \$6,322,221. The ability of the Group to continue as a going concern is principally dependent upon the ability of the Group to secure funds by raising capital from equity markets and managing cashflow in line with available funds.

The directors have prepared a cashflow forecast, which indicates that the Group will have sufficient funds to meet all commitments and working capital requirements for the 12 month period from the date of signing this interim financial report. The directors are confident of the Group's ability to continue as a going concern and to raise additional funds as may be required. However, in the event that the Group is unable to raise additional capital, material uncertainty would exist that may cast significant doubt on the ability of the Group to continue as a going concern.

AuMEGA Metals Ltd
Notes to the financial statements
30 June 2025

Note 3. Operating segments

The Company's operations are in one reportable business segment, being the exploration for gold. The Company operates in one geographical segment, being Canada.

The operating segment information is the same information as provided throughout the consolidated financial statements and therefore not duplicated. The information reported to the Chief Operating Decision Makers ('CODM') is on at least a monthly basis.

Note 4. Other income

	3 months ended 30 June 2025	3 months ended 30 June 2024	6 months ended 30 June 2025	6 months ended 30 June 2024
	\$	\$	\$	\$
Flow Through Premium Recognised	1,018,056	431,774	2,041,704	619,208
Government grants	151,503	115,500	153,200	115,500
Interest income	89,944	31,461	169,261	81,728
	<u>1,259,503</u>	<u>578,735</u>	<u>2,364,165</u>	<u>816,436</u>

Note 5. Current assets - cash and cash equivalents

	Consolidated 30 June 2025	Consolidated 31 December 2024
	\$	\$
Cash at bank	1,011,598	1,633,525
Cash on deposit	8,203,364	14,093,259
	<u>9,214,962</u>	<u>15,726,784</u>

Note 6. Non-current assets - exploration and evaluation

	Consolidated 30 June 2025	Consolidated 31 December 2024
	\$	\$
Exploration and evaluation - at cost	<u>55,863,999</u>	<u>49,068,715</u>

Reconciliations

The Group's exploration assets are located on the island of Newfoundland in Canada. The Company has a significant tenement package predominately on the Cape Ray Shear Zone ("CRSZ"). Reconciliations of the written down values at the beginning and end of the current financial half-year are set out below:

Consolidated	\$	Total \$
Balance at 1 January 2025	49,068,715	49,068,715
Additions	6,795,284	6,795,284
Balance at 30 June 2025	<u>55,863,999</u>	<u>55,863,999</u>

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Notes to the financial statements
30 June 2025

Note 7. Current liabilities - trade and other payables

	Consolidated	
	30 June 2025	31 December 2024
	\$	\$
Trade payables	794,435	637,739
Accrued expenses	1,012,566	363,386
Other payables	128,424	121,514
Flow through share premium liability	764,804	2,806,508
	<u>2,700,229</u>	<u>3,929,147</u>

Refer to note 12 for further information on financial instruments.

Note 8. Equity - issued capital

	Consolidated			
	30 June 2025	31 December 2024	30 June 2025	31 December 2024
	Shares	Shares	\$	\$
Ordinary shares - fully paid	<u>787,012,709</u>	<u>787,012,709</u>	<u>80,086,438</u>	<u>80,102,012</u>

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 January 2025	787,012,709		80,102,012
Options exercised				(12,164)
Share issue costs				(3,410)
Balance	30 June 2025	<u>787,012,709</u>		<u>80,086,438</u>

Ordinary shares

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

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back

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

Note 9. Equity - reserves

	Consolidated	
	30 June 2025	31 December 2024
	\$	\$
Foreign currency reserve	(463,244)	(463,244)
Options reserve	1,746,005	1,421,676
	<u>1,282,761</u>	<u>958,432</u>

Note 9. Equity - reserves (continued)

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Canadian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Option reserve

The option reserve records items recognised as expenses on the valuation of share options.

Movements in reserves

Movements in each class of reserve during the current financial half-year are set out below:

	Foreign currency translation reserve \$	Option reserve \$	Total \$
Consolidated			
Balance at 1 January 2025	(463,244)	1,421,676	958,432
Share based payment expense	-	312,165	312,165
Exercise of employee share options	-	12,164	12,164
Balance at 30 June 2025	(463,244)	1,746,005	1,282,761

The following table represents the Company's outstanding balance of options as at 30 June 2025:

Grant Date	Vesting Date	Expiry Date	Exercise Price	Expected Volatility %	Risk Free Rate %	Number of Options	Number of Options Vested	Number of options vested and exercisable	Value per Option	Expense during the period
1/05/2022	1/05/2023	1/05/2029	0.26	60%	1.46%	916,667	916,667	-	0.06	-
1/05/2022	1/05/2024	1/05/2029	0.26	60%	1.46%	916,667	916,667	-	0.08	-
1/05/2022	1/05/2025	1/05/2029	0.26	60%	1.46%	916,666	916,666	-	0.09	8,906
9/12/2022	1/08/2023	1/08/2029	-	82%	3.18%	412,088	412,088	412,088	0.13	-
9/12/2022	1/08/2024	1/08/2029	-	82%	3.18%	412,088	412,088	412,088	0.13	-
9/12/2022	1/08/2025	1/08/2029	-	82%	3.18%	412,087	-	-	0.13	9,857
18/02/2022	1/07/2023	18/02/2027	0.28	82%	3.18%	60,000	60,000	-	0.28	-
31/05/2023	1/03/2024	1/03/2029	-	82%	3.18%	189,873	189,873	189,873	0.07	-
31/05/2023	1/03/2025	1/03/2029	-	82%	3.18%	189,873	189,873	189,873	0.07	1,246
31/05/2023	1/03/2026	1/03/2029	-	82%	3.18%	189,874	-	-	0.07	2,394
22/12/2023	22/12/2023	22/12/2023	0.04	82%	3.18%	1,792,810	1,792,810	-	0.00	-
24/04/2024	24/04/2024	24/04/2031	0.04	70%	3.18%	1,507,113	1,507,113	-	0.05	-
15/12/2023	15/12/2023	31/12/2028	-	70%	3.83%	57,200	57,200	57,200	0.05	-
15/12/2023	15/12/2023	31/12/2028	-	70%	3.83%	362,974	362,974	362,974	0.05	-
15/12/2023	31/12/2024	31/12/2029	-	70%	3.83%	1,684,740	1,684,740	1,684,740	0.05	-
15/12/2023	1/01/2024	1/01/2030	0.12	70%	3.83%	2,006,661	2,006,661	-	0.03	-
15/12/2023	1/01/2025	1/01/2030	0.12	70%	3.83%	2,006,661	2,006,661	-	0.03	147
15/12/2023	1/01/2026	1/01/2030	0.12	70%	3.83%	2,006,661	-	-	0.03	13,466
15/12/2023	1/01/2025	1/01/2031	0.04	70%	3.83%	2,672,421	2,672,421	-	0.04	141
15/12/2023	1/01/2026	1/01/2031	0.04	70%	3.83%	2,672,421	-	-	0.04	12,754
15/12/2023	1/01/2027	1/01/2031	0.04	70%	3.83%	2,672,421	-	-	0.04	8,513
15/12/2023	31/12/2025	31/12/2030	-	70%	3.83%	1,641,374	-	-	0.08	26,707
15/12/2023	31/12/2025	31/12/2030	-	70%	3.83%	1,641,374	-	-	0.07	-
15/12/2023	31/12/2026	31/12/2031	-	70%	3.83%	2,623,876	-	-	0.09	32,698
15/12/2023	31/12/2026	31/12/2031	-	70%	3.83%	2,623,876	-	-	0.07	-
30/05/2024	31/12/2024	30/05/2030	0.05	70%	3.83%	6,679,569	6,679,569	-	0.05	-
30/05/2024	31/12/2025	30/05/2030	0.05	70%	3.83%	6,679,569	-	-	0.05	101,847
27/05/2025	1/01/2026	1/01/2030	-	70%	3.36%	6,328,502	-	-	0.03	22,971
28/02/2025	1/01/2026	1/01/2030	-	70%	3.67%	268,769	-	-	0.04	4,561

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Notes to the financial statements
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Note 9. Equity - reserves (continued)

Grant Date	Vesting Date	Expiry Date	Exercise Price	Expected Volatility %	Risk Free Rate %	Number of Options	Number of Options Vested	Number of options vested and exercisable	Value per Option	Expense during the period
28/02/2025	1/01/2026	1/01/2030	-	70%	3.67%	1,075,076	-	-	0.04	11,279
1/05/2025	1/01/2026	1/01/2030	-	70%	3.24%	510,000	-	-	0.03	3,709
1/05/2025	1/01/2026	1/01/2030	-	70%	3.24%	2,040,000	-	-	0.04	10,791
27/05/2025	1/01/2026	1/01/2030	0.055	70%	3.36%	1,184,479	-	-	0.02	3,603
27/05/2025	1/01/2027	1/01/2030	0.055	70%	3.36%	1,184,479	-	-	0.02	1,351
27/05/2025	1/01/2028	1/01/2030	0.055	70%	3.36%	1,184,479	-	-	0.02	831
28/02/2025	1/01/2026	1/01/2030	0.055	70%	3.67%	824,177	-	-	0.02	8,181
28/02/2025	1/01/2027	1/01/2030	0.055	70%	3.67%	824,177	-	-	0.02	3,738
28/02/2025	1/01/2028	1/01/2030	0.055	70%	3.67%	824,177	-	-	0.02	2,422
1/05/2025	1/01/2026	1/01/2030	0.055	70%	3.24%	852,273	-	-	0.02	3,902
1/05/2025	1/01/2027	1/01/2030	0.055	70%	3.24%	852,273	-	-	0.02	1,567
1/05/2025	1/01/2028	1/01/2030	0.055	70%	3.24%	852,272	-	-	0.02	981
27/05/2025	1/01/2028	1/01/2030	-	70%	3.83%	3,553,436	-	-	0.04	-
28/02/2025	1/01/2028	1/01/2030	-	70%	3.36%	2,472,533	-	-	0.05	-
1/05/2025	1/01/2028	1/01/2030	-	70%	3.36%	2,556,818	-	-	0.04	-
1/05/2025	1/05/2026	1/05/2030	0.06	70%	3.36%	2,000,000	-	-	0.02	6,147
1/05/2025	1/05/2027	1/05/2030	0.06	70%	3.36%	2,000,000	-	-	0.02	3,073
1/05/2025	1/05/2028	1/05/2030	0.06	70%	3.36%	2,000,000	-	-	0.02	2,047
27/05/2025	27/05/2026	31/12/2029	-	70%	3.36%	415,512	-	-	0.03	1,274
27/05/2025	27/05/2027	31/12/2029	-	70%	3.36%	415,512	-	-	0.03	637
27/05/2025	27/05/2028	31/12/2029	-	70%	3.36%	415,513	-	-	0.03	424
						<u>80,582,061</u>	<u>22,784,071</u>	<u>3,308,836</u>		<u>312,165</u>

2025 STIP issued during the period ended 30 June 2025

	STIP performance rights tranche one	STIP performance rights tranche two	STIP performance rights tranche three
Fair value of performance right	\$0.03	\$0.04	\$0.03
Exercise price	nil	nil	nil
Grant date	27/05/2025	28/02/2025	1/05/2025
Vesting date	1/01/2026	1/01/2026	1/01/2026
Expiry date	1/01/2030	1/01/2030	1/01/2030
Number of performance rights	1,265,700	268,769	510,000
Expense during the year	\$5,522	\$4,561	\$3,709
Expected volatility (%)	70.00%	70.00%	70.00%
Risk-free interest rate (%)	3.36%	3.67%	3.24%
Expected life of performance rights (years)	1	1	1
Model used	Monte Carlo	Monte Carlo	Monte Carlo

Note 9. Equity - reserves (continued)

	STIP performance rights tranche one	STIP performance rights tranche two	STIP performance rights tranche three
Fair value of performance right	\$0.04	\$0.04	\$0.04
Exercise price	nil	nil	nil
Grant date	27/05/2025	28/02/2025	1/05/2025
Vesting date	1/01/2026	1/01/2026	1/01/2026
Expiry date	1/01/2030	1/01/2030	1/01/2030
Number of performance rights	5,062,802	1,075,076	2,040,000
Expense during the year	\$17,449	\$11,279	\$10,791
Expected volatility (%)	70.00%	70.00%	70.00%
Risk-free interest rate (%)	3.36%	3.67%	3.24%
Expected life of performance rights (years)	1	1	1
Model used	Black Scholes	Black Scholes	Black Scholes

Vesting Conditions

The vesting conditions include:

- Relative share price performance: AuMEGA share price performance relative to the Company's peer group;
- Strengthen Balance Sheet: Finance ongoing needs of business;
- Increased mineral resource base;
- Health & Safety and Environment: Demonstrate robust health, safety and environmental practices and performance;
- Finance & Execution: Operate efficiently and effectively within the financial and operational parameters approved; and
- Deliver Operational Success: Advance multiple projects through the AuMEGA Pipeline within approved Budget constraints.

2025 LTIP options issued during the period ended 30 June 2025

	LTIP options tranche one	LTIP options tranche two	LTIP options tranche three
Fair value of performance right	\$0.02	\$0.02	\$0.02
Exercise price	\$0.06	\$0.06	\$0.06
Grant date	*	*	*
Vesting date	1/01/2026	1/01/2027	1/01/2028
Expiry date	1/01/2030	1/01/2030	1/01/2030
Number of performance rights	2,860,929	2,860,929	2,860,929
Expense during the year	\$15,686	\$6,656	\$4,234
Expected volatility (%)	70.00%	70.00%	70.00%
Risk-free interest rate (%)	3.83%	3.83%	3.83%
Expected life of performance rights (years)	1	2	3
Model used	Black- Scholes	Black- Scholes	Black- Scholes

* The options were issued on various grant dates. The employee options were granted on 28 February 2025 and 01 May 2025 & Director options were granted on 27 May 2025 with AGM approval.

Vesting Conditions – LTIP Options

The LTIP options vest as to 33.3% on the first anniversary of the date of appointment of the relevant appointment, 33.3% on the second anniversary of the date of appointment and 33.3% on the third anniversary of the date of appointment.

Incentive options issued during the period ended 30 June 2025

Note 9. Equity - reserves (continued)

	Incentive options tranche one	Incentive options tranche two	Incentive options tranche three
Fair value of performance right	\$0.02	\$0.02	\$0.02
Exercise price	\$0.06	\$0.06	\$0.06
Grant date	1/05/2025	1/05/2025	1/05/2025
Vesting date	1/05/2026	1/05/2027	1/05/2028
Expiry date	1/05/2030	1/05/2030	1/05/2030
Number of performance rights	2,000,000	2,000,000	2,000,000
Expense during the year	\$6,147	\$3,073	\$2,047
Expected volatility (%)	70.00%	70.00%	70.00%
Risk-free interest rate (%)	3.24%	3.24%	3.24%
Expected life of performance rights (years)	1	2	3
Model used	Black-Scholes	Black-Scholes	Black-Scholes

Vesting Conditions – Incentive Options

The incentive options vest as to 33.3% on the first anniversary of the date of appointment of the relevant appointment, 33.3% on the second anniversary of the date of appointment and 33.3% on the third anniversary of the date of appointment.

Director options issued during the period ended 30 June 2025

	Director options tranche one	Director options tranche two	Director options tranche three
Fair value of performance right	\$0.03	\$0.03	\$0.03
Exercise price	\$0.00	\$0.00	\$0.00
Grant date	27/05/2025	27/05/2025	27/05/2025
Vesting date	27/05/2026	27/05/2027	27/05/2028
Expiry date	31/12/2029	31/12/2029	31/12/2029
Number of performance rights	415,512	415,512	415,513
Expense during the year	\$1,274	\$637	\$424
Expected volatility (%)	70.00%	70.00%	70.00%
Risk-free interest rate (%)	3.83%	3.83%	3.83%
Expected life of performance rights (years)	1	2	3
Model used	Black-Scholes	Black-Scholes	Black-Scholes

Vesting Conditions – Director Options

The director options vest as to 33.3% on the first anniversary of the date of appointment of the relevant appointment, 33.3% on the second anniversary of the date of appointment and 33.3% on the third anniversary of the date of appointment.

Note 10. Equity - accumulated losses

	Consolidated	
	30 June 2025	31 December 2024
	\$	\$
Accumulated losses at the beginning of the financial half-year	(26,885,761)	(23,086,520)
Loss after income tax expense for the half-year	(1,057,708)	(4,210,686)
Transfer to options reserve	-	411,445
Accumulated losses at the end of the financial half-year	<u>(27,943,469)</u>	<u>(26,885,761)</u>

Note 11. Equity - dividends

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

Note 12. Financial instruments

Financial risk management objectives

The Company's financial instruments consist of cash and cash equivalents, and trade and other payables. The fair value of the financial instruments approximates their carrying values, unless otherwise noted. The Company's risk exposures and the impact on the Company's financial instruments are summarised below:

Market risk

Foreign currency risk

Foreign exchange risk is the risk that the Company's financial instruments will fluctuate in value as a result of movements in foreign exchange rates. The Company is exposed to foreign currency risk to the extent that monetary assets and liabilities held by the Company are not denominated in Canadian dollars. As at 30 June 2025, the Company is exposed to currency risk as some transactions and balances are denominated in Australian dollars. As at 30 June 2025, a 10% change of the Canadian dollar relative to the Australian dollar would have net financial impact of approximately \$379,627 (31 December 2024 - \$310,621). The Company does not use derivative instruments to hedge exposure to foreign exchange rate risk

Price risk

The consolidated entity is not exposed to any significant price risk.

Credit risk

The Company's credit risk is mainly attributable to its liquid financial assets: cash and cash equivalents. The Company deposits cash with high credit quality financial institutions and credit risk is considered to be minimal. The Company's maximum exposure to credit risk is \$9,214,962 which is the carrying value of the Company's cash and cash equivalents at 30 June 2025.

Liquidity risk

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

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

Fair value of financial instruments

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

Note 13. Commitments

(a) Exploration minimum expenditure

The Company must meet tenement expenditure commitments to maintain its tenements in good standing. These commitments are not provided for in the financial statements and are as follows:

	Consolidated	
	30 June 2025	31 December 2024
	\$	\$
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	663,480	1,360,578
One to five years	537,312	193,368
More than five years	318,000	570,268
	<u>1,518,792</u>	<u>2,124,214</u>

Note 13. Commitments (continued)

(b) Flow-through financings

Historically, the Company has entered into flow-through private placements ("FT Placements") to fund exploration activities, the most recent being the 2024 FT Placements. Canadian tax rules require the Company to spend flow-through funds on "Canadian exploration expenses" (as defined in the Income Tax Act (Canada)) by the end of the calendar year following the year in which they were raised.

The Company indemnified the subscribers of flow-through shares from any tax consequences should the Company, notwithstanding its plans, fail to meet its commitments under the flow-through subscription agreements.

In 2023, the Company completed a Flow-Through Offering for \$4,279,000, thus committing to spend this amount by 31 December 2024 on "Canadian exploration expenses" which qualify as "flow-through mining expenditures", as these terms are defined in the Income Tax Act (Canada) ("Resource Expenditures").

The premium on the \$4,279,000 Flow-Through Offering amounted to \$1,003,000. At 31 December 2024, the Company had expended all of the 2023 FT Private Placement amount of \$4,279,000 on Resource Expenditures.

During the 2024 financial period, the Company completed a Flow-Through Offering for \$12,296,000, thus committing to spend this amount by 31 December 2025 on "Canadian exploration expenses" which qualify as "flow-through mining expenditures", as these terms are defined in the Income Tax Act (Canada) ("Resource Expenditures").

The premium on the \$12,296,000 Flow-Through Offering amounted to \$3,082,000. At 30 June 2025, the Company has expended \$7,635,000 of the 2024 FT Private Placement amount of \$12,296,000 on Resource Expenditures. The Company has until 31 December 2025 to spend the remaining outstanding balance of approximately \$4,661,000 on Resource Expenditures.

The Company may be subject to interest on flow-through proceeds ("Part XII.6 tax") renounced under the look-back rules in respect of prior years, and penalties, in accordance with regulations in the Income Tax Act (Canada), if it is determined that flow-through proceeds were not properly or timely spent on Canadian exploration expenses. Any Part XII.6 tax is expensed as incurred, as an operating expense.

Note 14. Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration and development of its properties and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. In the management of capital, the Company includes the components of shareholders' equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares or adjust the amount of cash and cash equivalents. Management reviews the capital structure on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements. There were no changes to the Company's capital management during the six-month period ended 30 June 2025.

Note 15. Events after the reporting period

On 16 July 2025, the Company announced the appointment of Mr James Withall as a Non-Executive Director, effective 1 August 2025. Mr. Withall was formerly Chief Executive Officer of Rupert Resources Ltd. (TSX: RUP) and will serve as the Company's fourth Non-Executive Director.

No other matter or circumstance has arisen since 30 June 2025 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 16. Loss per share

	3 months ended 30 June 2025	3 months ended 30 June 2024	6 months ended 30 June 2025	6 months ended 30 June 2024
Loss after income tax attributable to the owners of AuMEGA Metals Ltd	<u>(690,981)</u>	<u>(940,606)</u>	<u>(1,057,708)</u>	<u>(1,672,495)</u>
	Number	Number	Number	Number
Weighted average number of ordinary shares used in calculating basic loss per share	<u>555,281,775</u>	<u>524,851,293</u>	<u>555,281,775</u>	<u>518,782,538</u>
Weighted average number of ordinary shares used in calculating diluted loss per share	<u>555,281,775</u>	<u>524,851,293</u>	<u>555,281,775</u>	<u>518,782,538</u>
	Cents	Cents	Cents	Cents
Basic loss per share	(0.12)	(0.18)	(0.19)	(0.32)
Diluted loss per share	(0.12)	(0.18)	(0.19)	(0.32)