



ABN 48 116 296 541

**INTERIM FINANCIAL REPORT
FOR THE HALF YEAR ENDED
31 DECEMBER 2024**

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the Annual Report for the year ended 30 June 2024 and any public announcements made by Avenira Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

CORPORATE INFORMATION

ABN 48 116 296 541

DIRECTORS

Ms Yuan (Stephanie) Yuan
(Executive Chairman & CEO)

Ms Ran Mo
(Executive Director)

Mr Brett Clark
(Executive Director & Executive Deputy Chairman)

Mr Shixing Zhang
(Non-executive Director)

Mr Roger Harris
(Non-executive Director)

Mr Nam (Eddy) Cheng
(Non-executive Director)

COMPANY SECRETARY

Graeme Smith

REGISTERED OFFICE

Unit 13, 6 – 10 Douro Place
West Perth WA 6005

BANKERS

National Australia Bank Limited
Level 14, 100 St George's Terrace
Perth, WA 6000

SHARE REGISTER

Automic Pty Ltd
Level 5, 191 St Georges Terrace
Perth, WA 6000

AUDITORS

Hall Chadwick WA Audit Pty Ltd
283 Rokeby Road
Subiaco WA 6008

INTERNET ADDRESS

www.avenira.com

EMAIL ADDRESS

frontdesk@avenira.com

STOCK EXCHANGE LISTING

Avenira Limited shares are listed on the:
Australian Securities Exchange (Code: AEV)

Directors' Report

The Directors submit their report of the consolidated entity consisting of Avenira Limited and the entities it controlled (Avenira or the Group) at the end of, or during, the half-year ended 31 December 2024.

DIRECTORS

The names of the Directors who held office during or since the end of the half-year to the date of this report are:

Ms Yuan (Stephanie) Yuan (Executive Chairman & CEO) – *appointed 7 September 2024*

Brett Clark (Executive Deputy Chairman)

Ran Mo (Executive Director) – *appointed 6 August 2024*

Shixing Zhang (Non-Executive Director)- *appointed 6 August 2024*

Roger Harris (Non-Executive Director)

Nam (Eddy) Cheng (Non-Executive Director)

Mo Yang – (Executive Chairman) - *appointed 6 August 2024, resigned 7 September 2024*

Winnie Lai Hadad, (Non-executive Director) – *resigned 2 July 2024*

Kevin Dundo, (Non-executive Director) – *resigned 2 July 2024*

The Directors held their position throughout the entire half-year period and up to the date of this report unless stated otherwise.

REVIEW OF OPERATIONS

The review of operations should be read in conjunction with the half-year statements, the consolidated annual financial report of the Group as at 30 June 2024 and considered together with any public announcements made by the Group during the half-year ended 31 December 2024 in accordance with continuous disclosure requirements of the Corporations Act 2001.

HIGHLIGHTS

- Completion of the Strategic Investment from Hebang Biotechnology (Hong Kong) Investment Limited
- Lodgement of a Revised Mine Management Plan (MMP) for Wonarah DSO Operations
- Completion of Dry Season Ecology Survey at Wonarah
- Development Pathway - Wonarah Project
- Commencement of a regional Aeromagnetic Survey at Jundee South

Directors' Report

Completion of the Strategic Investment from Hebang

During the Period, Avenira completed the Strategic 2 Tranche Investment from its largest shareholder Hebang Biotechnology (Hong Kong) Investment Limited ("**Hebang**"), being a wholly-owned subsidiary of Sichuan Hebang Biotechnology Limited (SHSE:603077) ("**Sichuan Hebang**"). The investment comprised:

- A\$4.5 million 2-tranche Placement at an issue price of A\$0.006 per new share, with Tranche 2 approved by shareholders on 29 November 2024.
- Tranche 1 Placement ("**Tranche 1**"): A\$1.7 million through the issue of 285,000,000 shares, at an issue price of \$0.006 per new share (completed in August 2024).
- Tranche 2 placement ("**Tranche 2**"): A\$2.79 million through the issue of 465,000,000 shares at an issue price of \$0.006 per new share, approved by shareholders on 29 November 2024

As of the end of the period, funds received from Tranche 2 had been used to repay a \$2.79m unsecured loan facility from Hebang.

WONARAH PHOSPHATE PROJECT, Australia NT (Avenira 100%)



Figure 2. Wonarah Location map.

Directors' Report

Wonarah Field Operations

The following detail highlights strategic decisions, project milestones, and the phased development pathway for the Wonarah Phosphate Project. These initiatives underscore Avenira's commitment to achieving near-term cashflow and building a foundation for long-term growth.

Revised Mine Management Plan

Avenira has submitted its updated Mining Management Plan (MMP) during the period for the Wonarah Phosphate Project, lodged with the Department of Lands, Planning and Environment, Northern Territory Government on 9 December.

Key highlights of the updated MMP include:

Operational Scaling: Targeting production of Direct Shipping Ore (DSO) from the Arruwurra deposit based on an expansion of the existing Feasibility Study.ⁱⁱ

Infrastructure Development: Including haul roads, waste rock dumps, fuel storage facilities, and a demineralisation plant.

Environmental Compliance: Comprehensive risk assessments and management strategies aligned with regulatory standards.

Approval of the MMP is anticipated during Q1CY25.

Dry Season Ecology Survey

SLR Consulting completed a comprehensive Dry Season Ecology survey across key areas of the Wonarah Project during the period, including the Arruwurra mining area, Main Zone deposit, and the planned northern borefield.

This survey forms part of Avenira's environmental commitments and will refine areas of focus for the Wet Season Survey scheduled for May 2025.



Wonarah Dry Season Ecology Survey. Photo Courtesy of SLR Consulting.

Phosphate Beneficiation Project – EPA Assessment

Environmental assessments for a proposed Phosphate Ores Beneficiation plant are underway, in line with regulatory requirements. These assessments will review alignment with previous approvals to support streamlined regulatory processes, pending confirmation.

Development Pathway – Wonarah Phosphate Project

Avenira is advancing a phased development strategy for the Wonarah Phosphate Project, focusing on disciplined capital allocation and sustainable growth. The key phases are:

1. **Early Revenue Generation – Stage 2 Direct Shipping Ore (DSO)**
Development of DSO operation is underway, initially leveraging the existing Mining Authorisation 1170-01ⁱⁱⁱ followed by the resubmitted MMP when the authorisation is received^{iv}. Operations are targeted to commence in late Q3 / early Q4 2025.
2. **Regulatory and Technical Studies**
Environmental studies and Environmental Protection Authority (EPA) assessments are progressing to support future developments, including the Flotation Project, Stage 3 DSO, YP Project and TPA Project.

Directors' Report

3. Feasibility Study – Flotation, Stage 3 DSO

Feasibility studies aim to unlock the economic potential of Avenira's 812Mt resource base^v by upgrading to commercial-grade products, enhancing scalability and viability.

4. Future Prospects – Downstream Production:

- **YP Project:** A cornerstone of Avenira's downstream strategy, targeting global demand for high-grade phosphorus products across agriculture, chemicals, and renewable energy sectors.
- **TPA Project:** Producing high-purity phosphoric acid for specialized applications, broadening Avenira's product portfolio and diversifying revenue streams.

Mineral Resource Statement

WONARAH PROJECT, NORTHERN TERRITORY, AUSTRALIA												
Cut off P ₂ O ₅ %	Resource Category	Tonnes Mt	P ₂ O ₅ %	Al ₂ O ₃ %	CaO %	Fe ₂ O ₃ %	K ₂ O %	MgO %	MnO %	Na ₂ O %	SiO ₂ %	TiO ₂ %
10	Measured	78.3	20.8	4.85	28	1.11	0.43	0.25	0.04	0.1	39.7	0.21
	Indicated	222	17.5	4.75	23.2	1.49	0.47	0.2	0.04	0.09	48.3	0.22
	M+I	300	18.3	4.77	24.4	1.4	0.46	0.21	0.04	0.09	46.1	0.22
	Inferred	512	18	4.8	24	2.1	0.5	0.2	0.08	0.05	46	0.2
	Total	812	18	4.8	24	1.8	0.5	0.2	0.07	0.06	46	0.2
15	Measured	64.9	22.4	4.47	30	1.1	0.37	0.19	0.04	0.09	37	0.19
	Indicated	133	21.1	4.77	28	1.53	0.47	0.21	0.04	0.09	39.7	0.22
	M+I	198	21.5	4.67	28.7	1.39	0.44	0.2	0.04	0.09	38.8	0.21
	Inferred	335	21	4.5	28	2.0	0.5	0.2	0.10	0.06	39	0.2
	Total	533	21	4.6	28	1.8	0.5	0.2	0.1	0.07	39	0.2
27	Measured	3.4	30.9	3.14	42.1	0.85	0.18	0.19	0.05	0.08	18.0	0.14
	Indicated	9.6	30.0	3.43	38.8	1.14	0.28	0.11	0.03	0.08	24.7	0.15
	M+I	13.4	30.2	3.35	39.7	1.07	0.26	0.13	0.04	0.08	22.9	0.15
	Inferred	53	30	3.1	40	1.3	0.3	0.1	0.1	0.06	22	0.1
	Total	66	30	3.1	40	1.3	0.3	0.1	0.1	0.06	22	0.1

Refer to ASX release dated 27 September 2023 for Mineral Resource estimate details. In accordance with ASX Listing Rule 5.23, the Company is not aware of any new information or data that materially affects the information included in this release and the Company confirms that, to the best of its knowledge, all material assumptions and technical parameters underpinning the estimates in this release continue to apply and have not materially changed.

Directors' Report

TENEMENT SCHEDULE AND MINERAL RESOURCE STATEMENT

Schedule of Avenira Limited Tenements as at 31 December 2024

Location	Tenement Name	Tenement	Nature of Company's Interest
Western Australia	Bronzewing North	E 36/1021	100%
Western Australia	McKenzies Bore	E 36/1029	100%
Western Australia	Ockerburry Hill	E36/1049	100%
Western Australia	Ockerburry Hill	E36/1050	100%
Western Australia		E36/1074	100%
Western Australia	Darlot	E 37/1474	100%
Western Australia		E37/1546 (Granted 4/12/24)	100%
Western Australia	Langfords Find	E37/1547 (Granted 31/10/24)	100%
Western Australia	Jundee South	E 53/1856	100%
Western Australia	Jundee South	E 53/1859	100%
Western Australia	Jundee South	E 53/2078	100%
Western Australia	Jundee South	E 53/2079	100%
Western Australia	Jundee South	E 53/2204	100%
Western Australia	Bullock Well	E 53/2205	100%
Western Australia	Jundee South	E 53/2208	100%
Western Australia	Jundee South	E 53/2209	100%
Western Australia	Bullock Well	E 53/2210	100%
Western Australia	Bronzewing North	E 53/2211	100%
Western Australia	Jundee South	E 53/2216	100%
Western Australia	Jundee South	E 53/2218	100%
Western Australia	Jundee South	E 53/2219	100%
Western Australia	Jundee South	E 53/2220	100%
Western Australia	Jundee South	E 53/2250	100%
Western Australia	Jundee South	E 53/2253	100%
Western Australia	Jundee South	E 53/2272	100%
Western Australia	Bronzewing North	E 53/2280 (Granted 14/10/24)	100%
Western Australia	Jundee South	E53/2288	100%
Western Australia	Jundee South	E53/2289	100%
Western Australia	Jundee South	E53/2290	100%
Western Australia	Jundee South	E53/2291	100%
Western Australia	Jundee South	E53/2296	100%
Western Australia	Jundee South	E53/2297	100%
Western Australia	Jundee South	E53/2298	100%
Western Australia	Jundee South	E53/2299	100%
Western Australia	Jundee South	E53/2308	100%
Western Australia	Jundee South	E53/2317 (Granted 7/11/24)	100%
Western Australia	Jundee South	E53/2318 (Granted 14/10/24)	100%
Western Australia	Bungarra Bore	E 69/4020	100%
Western Australia	Darlot	P 37/9539	100%
Western Australia	Mount Stirling	P 37/9593	100%
Western Australia	Mount Stirling	P 37/9594	100%
Western Australia	Mount Stirling	P 37/9595	100%
Western Australia	Mount Stirling	P 37/9596	100%
Western Australia	Darlot	P 37/9630	100%
Western Australia	Darlot	P 37/9631	100%
Western Australia	Jundee South	P 53/1712	100%
Western Australia	Jundee South	P 53/1713	100%
Northern Territory	Arruwurra	EL29840	100%
Northern Territory	Dalmore	EL32359	100%
Northern Territory		EL33062	100%
Northern Territory		EL33192	100%
Northern Territory		EL33193	100%
Northern Territory		EL33610	100%
Northern Territory	Arruwurra	ML33343	100%
Northern Territory	Dalmore	ML33344	100%
Northern Territory		ML33967 (application)	100%
Northern Territory		AA33669	100%
Northern Territory		AA34008 (application)	100%

Directors' Report

JUNDEE SOUTH GOLD PROJECT, Australia WA (Avenira 100%)

The Yandal Greenstone belt is located in the north-eastern part of the Norseman-Wiluna belt of the Archaean Craton in Western Australia. It is one of few Archaean greenstone belts containing multiple million-ounce deposits, including Jundee, Bronzewing and Darlot (Figure 3).

The Jundee South Project covers a significant footprint adjacent to significant historical and operating gold projects including Jundee, Bronzewing and Darlot and contains more than a 60km strike of highly prospective greenstone stratigraphy. The Project area contains major regional structures interpreted to control gold mineralisation throughout the Yandal Greenstone Belt and contains a number of historically defined gold occurrences.

Access is via a well-established road system. Accommodation and facilities including flight services are well established in the district, given the number of operating mines in the area.

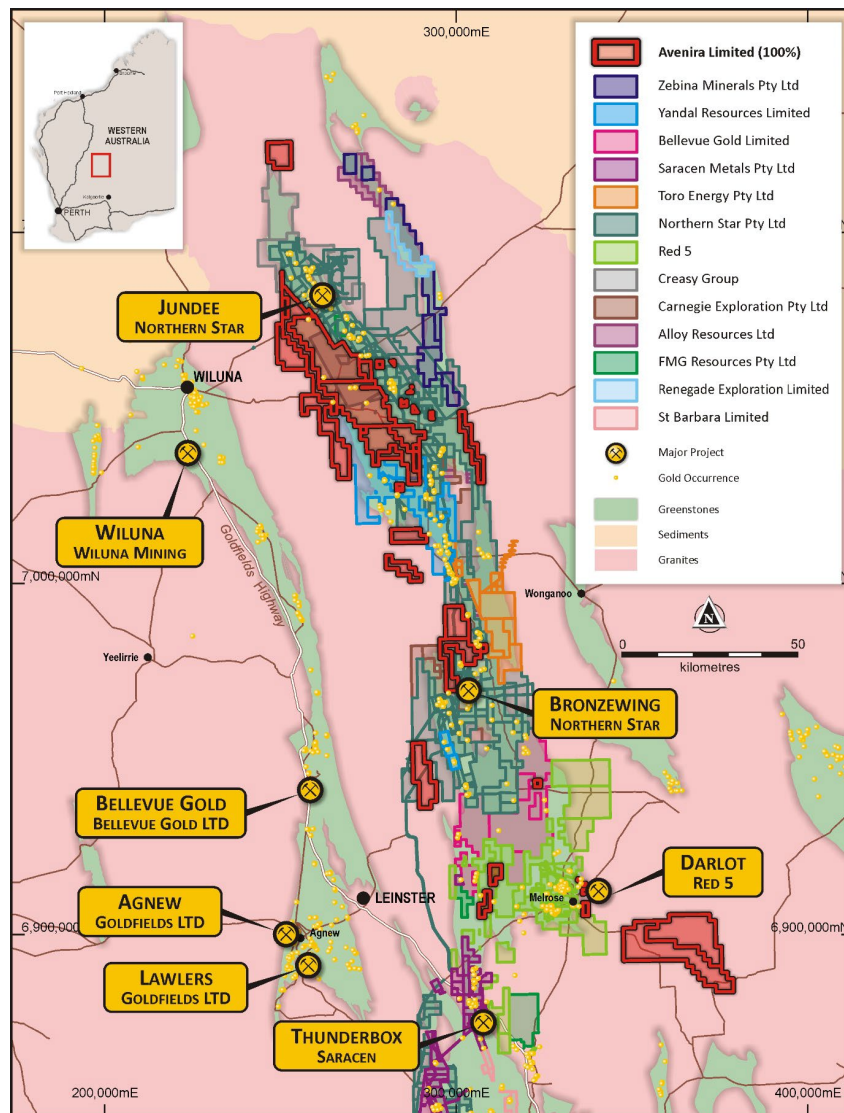


Figure 3: Jundee South Project Tenure Location Map

Jundee South Gold Project

During the period, Avenira commenced an aeromagnetic survey covering approximately 29,355 linear kilometres. Conducted by MagSpec Airborne Surveys, this program leverages advanced geophysical techniques to gather detailed magnetic and radiometric data across the exploration area. As at 22 January 2025 the aeromagnetic airborne survey had been completed pending compilation of results.

The finalisation including geophysical interpretation is expected in late Q1 2025, leading to refined geological interpretations and the identification of new exploration targets, representing a key step in unlocking the potential and discovery of this region.

Directors' Report

COMPETENT PERSON STATEMENT

Competent Persons Statement - Wonarah

The information in this report that relates to Mineral Resources is based on information compiled by Mr Jonathon Abbott, a Competent Person who is a Member of the Australian Institute of Geoscientists. Mr. Abbott is a director of Matrix Resource Consultants Pty Ltd and provides geological consulting services to the Company. Mr. Abbott has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Abbott consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Competent Persons Statement - Jundee South

The details contained in this report that pertain to exploration results are based upon information compiled by Mr Steve Harrison, a full-time employee and option-holder of Avenir, from the DMIRS WAMEX database or Avenir-acquired drilling data. He is satisfied that previous pertinent exploration in the project area has been accessed and reflects, in general, the prospective nature of the tenements being considered. Mr Harrison is a Member of the Australian Institute of Geoscientists (AIG) and has sufficient experience in the activity which he is undertaking to qualify as a Competent Person as defined in the December 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code). Mr Harrison consents to the inclusion in the report of the matters based upon his information in the form and context in which it appears.

Forward-Looking Statements

This release may include forward-looking statements. Forward-looking statements may generally be identified by the use of forward-looking verbs such as anticipate, aim, expect, intend, plan or similar words, which are only predictions and are subject to risks, uncertainties and assumptions which are outside the control of Avenir Limited. Actual values, results or events may be materially different to those expressed or implied in this release. Given these uncertainties, recipients are cautioned not to place reliance on forward-looking statements. Any forward-looking statements in this release speak only at the date of issue. Subject to any continuing obligations under applicable law and the ASX Listing Rules, Avenir Limited does not undertake any obligation to update or revise any information or any of the forward-looking statements in this release or any changes in events, conditions or circumstances on which any such forward-looking statement is based.

FINANCIAL REVIEW

During the half year ended 31 December 2024 the Group reported an operating loss of \$5,373,955 (31 December 2023: loss of \$1,853,674). As at 31 December 2024 the total cash balance was \$1,174,315 (30 June 2024: \$425,959).

SUBSEQUENT EVENTS

On 30 January 2025, 8,610,000 service rights were exercised and converted to ordinary fully paid shares. 3,700,000 converted service rights were exercised by the key management personnel.

On 11 February 2025, the License and Technology Transfer Agreement and Subscription Agreement with Advanced Lithium Electrochemistry Co Ltd ("Aleees") was terminated. The termination unconditionally and irrevocably has released and discharges each of Avenir and Aleees from all claims and liability arising from the License and Technology Transfer Agreement or Subscription Agreement and/ any other agreements. As a result of the termination the performance rights held by Aleees have automatically lapsed and in addition, the Company recognised the impairment expense of \$2,938,970 in profit or loss during the half year ended 31 December 2024.

The Avenir board has decided to prioritise the Wonarah Project with a phased development strategy for the Wonarah Phosphate Project, focusing on disciplined capital allocation and sustainable growth.

Avenir has secured a further investment commitment from its largest shareholder, Hebang Biotechnology (Hong Kong) Investment Limited (Hebang). Subject to shareholder approval and any other required regulatory approvals on or before 30 May 2025 the Placement will raise A\$7.567 million through the issue of 1,081,000,000 shares at an issue price of \$0.007 per share. This issue will result in Hebang having increased its interest in the issued capital of the Company to 49%.

Hebang has agreed to provide an unsecured draw down loan facility of \$7.567 million pending shareholder approval with a minimum drawdown amount of \$2 million at a time. The loan bears an interest of 12% per annum capitalised and payable on a repayment of the principle. Repayment of principal and interest is upon completion of the Placement or if the Placement is not completed within 12 months after the date of the first draw down.

Directors' Report

The Directors are not aware of any other matter or circumstance not otherwise dealt with in this report, that has significantly or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in subsequent periods.

AUDITORS' INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 11.

This report is made in accordance with a resolution of the Directors.

A handwritten signature in black ink, appearing to read 'Yuan Yuan', with a long horizontal flourish extending to the right.

Ms Yuan Yuan
Executive Chairman / CEO

Perth, 14 March 2025

To the Board of Directors,

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As lead audit Director for the review of the financial statements of Avenira Limited and the entities it controlled for the half year ended 31 December 2024, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours Faithfully,



HALL CHADWICK WA AUDIT PTY LTD



D M BELL FCA
Director

Dated 14th day of March 2025
Perth, Western Australia

**Condensed Consolidated Statement of Profit or Loss
and Other Comprehensive Income**

FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Notes	Consolidated 31 December 2024 \$	31 December 2023 \$
INCOME			
Interest income		41,796	42,799
EXPENDITURE			
Depreciation and amortisation expense		(7,138)	(7,406)
Salaries and employee benefits expense		(680,864)	(855,882)
Impairment expense	5	(2,938,970)	(42,106)
Interest expense		(66,819)	-
Share based payment expense	7	(1,060,630)	(527,523)
Administrative and other expenses		(658,832)	(462,795)
Net foreign currency gain/(loss)		(2,498)	(761)
LOSS BEFORE INCOME TAX		(5,373,955)	(1,853,674)
Income tax benefit		-	-
PROFIT / (LOSS) FOR THE PERIOD		(5,373,955)	(1,853,674)
OTHER COMPREHENSIVE INCOME/ (LOSS)			
<i>Items that may be reclassified subsequently to Profit or Loss, net of tax</i>			
Net fair value gain / (loss) on financial assets measured at fair value through OCI		-	151,068
TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE PERIOD		(5,373,955)	(1,702,606)
LOSS PER SHARE			
Basic profit /(loss) per share (cents)		(0.20)	(0.10)
Diluted profit /(loss) per share (cents)		(0.20)	(0.10)

The above Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Condensed Consolidated Statement of Financial Position

AS AT 31 DECEMBER 2024

	Notes	Consolidated 31 December 2024 \$	30 June 2024 \$
CURRENT ASSETS			
Cash and cash equivalents		1,174,315	425,959
Other receivables		129,125	136,099
TOTAL CURRENT ASSETS		1,303,440	562,058
NON-CURRENT ASSETS			
Other assets		1,481,600	1,481,600
Financial assets	3	10,000	85,000
Plant and equipment		40,619	47,757
Capitalised exploration and evaluation expenditure	4	16,858,943	15,315,663
Intangibles	5	-	4,401,470
TOTAL NON-CURRENT ASSETS		18,391,162	21,331,490
TOTAL ASSETS		19,694,602	21,893,548
CURRENT LIABILITIES			
Trade and other payables	6	3,073,226	3,877,446
Provisions		167,626	154,364
TOTAL CURRENT LIABILITIES		3,240,852	4,031,810
NON-CURRENT LIABILITIES			
Provisions		1,918,822	2,050,985
TOTAL NON-CURRENT LIABILITIES		1,918,822	2,050,985
TOTAL LIABILITIES		5,159,674	6,082,795
NET ASSETS		14,534,928	15,810,753
EQUITY			
Issued capital	9	159,979,310	154,849,310
Reserves	10	18,824,885	19,856,755
Accumulated losses	10	(164,269,267)	(158,895,312)
TOTAL EQUITY		14,534,928	15,810,753

The above Condensed Consolidated Statement of Financial Position should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Condensed Consolidated Statement of Changes in Equity

FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Notes	Attributable to Owners of Avenir Limited			Total
		Issued Capital	Reserves	Accumulated Losses	
		\$	\$	\$	\$
BALANCE AT 30 JUNE 2024		154,849,310	19,856,755	(158,895,312)	15,810,753
Profit/(loss) for the period		-	-	(5,373,955)	(5,373,955)
Other comprehensive income for the period		-	-	-	-
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD		-	-	(5,373,955)	(5,373,955)
Shares issued during the period		5,130,000	-	-	5,130,000
Options issued during the period		-	383,016	-	383,016
Performance rights cancelled during the period		-	(1,462,500)	-	(1,462,500)
Share based payments		-	47,614	-	47,614
BALANCE AT 31 DECEMBER 2024		159,979,310	18,824,885	(164,269,267)	14,534,928
BALANCE AT 30 JUNE 2023		149,210,147	17,421,637	(155,772,481)	10,859,303
Profit/ (loss) for the period		-	-	(1,853,674)	(1,853,674)
Other comprehensive income for the period		-	151,068	-	151,068
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD		-	151,068	(1,853,674)	(1,702,606)
Shares cancelled during the period		-	-	-	-
Shares issued during the period		4,777,457	-	-	4,777,457
Deemed shares issued during the period		510,000	-	-	510,000
Service rights converted during the period		85,275	(85,275)	-	-
Share issue transaction costs		(1,148,646)	-	-	(1,148,646)
Performance Rights issued during the period		-	1,462,500	-	1,462,500
Options issued during the period		-	839,292	-	839,292
Share based payments		-	17,523	-	17,523
BALANCE AT 31 DECEMBER 2023		153,434,233	19,806,745	(157,626,155)	15,614,823

The above Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Condensed Consolidated Statement of Cash Flows

FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Notes	Consolidated 31 December 2024 \$	31 December 2023 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Payments to suppliers and employees		(1,531,984)	(948,872)
Payment of interest		(66,819)	-
Interest received		37,763	42,799
NET CASH OUTFLOW FROM OPERATING ACTIVITIES		(1,561,040)	(906,073)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payments for exploration expenditure		(2,265,604)	(1,977,732)
Proceeds from sale of investments		75,000	-
Payments for intangibles		-	(739,010)
NET CASH OUTFLOW FROM INVESTING ACTIVITIES		(2,190,604)	(2,716,742)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares		4,500,000	4,777,457
Transaction costs on issue of shares		-	(309,353)
Amounts received in advance for issue of shares		-	5,000
Proceeds from loans and borrowings		2,790,000	-
Repayment of loans		(2,790,000)	-
NET CASH INFLOW FROM FINANCING ACTIVITIES		4,500,000	4,473,104
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		748,356	850,289
Cash and cash equivalents at the beginning of the period		425,959	3,267,502
Effects of exchange rate changes on cash and cash equivalents		-	(761)
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD		1,174,315	4,117,030

The above Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Notes to the Condensed Consolidated Financial Statements.

Notes to the Condensed Consolidated Financial Statements

HALF-YEAR ENDED 31 DECEMBER 2024

1. BASIS OF PREPARATION

(a) Reporting Entity

The financial report of Avenir Limited and its subsidiaries (collectively, Avenir or the Group) for the six months ended 31 December 2024 were authorised for issue in accordance with a resolution of the directors on 14 March 2025.

Avenir Limited (the Company) is a for profit company limited by shares, domiciled and incorporated in Australia, whose shares are publicly traded. The company's principal place of business is Unit 13, 6-10 Douro Place, West Perth WA 6005.

The Group's principal activities are the exploration, development and production of valuable phosphate and other nutrient projects.

(b) Basis of preparation

The interim financial report for the half-year reporting period ended 31 December 2024 is a general purpose condensed financial report prepared in accordance with the *Corporations Act 2001* and AASB 134: Interim Financial Reporting.

The interim financial report does not include all notes of the type normally included within the annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of Avenir Limited and its controlled entities (Avenir or the Group) as the annual financial report. It is recommended that the interim financial report be read in conjunction with the annual report of the Group for the year ended 30 June 2024 and considered together with any public announcements made by Avenir during the half-year ended 31 December 2024 in accordance with the continuous disclosure obligations of the ASX listing rules.

The interim financial report has been prepared in accordance with the accounting policies adopted in the Group's last annual financial statements for the year ended 30 June 2024.

(c) Going concern

The 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.

For the half-year period ended 31 December 2024 the Group incurred a loss of \$5,373,955 (Dec 2023: \$1,853,674) and cash outflows from operating and investing activities of \$3,751,644 (Dec 2023: \$3,622,815). As at balance date the Group had a working capital deficit of \$1,937,412 (30 June 2024: deficit of \$3,469,752).

In February 2025, the License and Technology Transfer Agreement and Subscription Agreement with Advanced Lithium Electrochemistry Co Ltd ("Aleees") was terminated, which discharged Avenir from any liabilities arising from these agreements. As a result, the liability of \$2,199,960 (USD 1,500,000) payable to Aleees has been extinguished since the period end.

The ability of the Group to continue as a going concern is principally dependent on raising capital and managing costs in line with available funds. These conditions include a material uncertainty that may cast significant doubt on the Group to continue as a going concern.

The Directors have prepared a cash flow forecast, which indicates that the Group will have sufficient cash flows to meet all commitments and working capital requirements for the 12- month period from the date of signing this financial report.

The Directors believe it is appropriate to prepare these accounts on going concern basis for the following reasons:

- The Company has the ability to raise capital, and as announced on 10 March 2025, the Company has a commitment from its largest shareholder to raise \$7.567 million (refer to note 12); and
- The Group has the ability to reduce corporate and overhead expenditures in line with available funds if required.

Based on the cash flow forecasts and other factors referred to above, the Directors are satisfied that the going concern basis of preparation is appropriate. In particular, given the Group's history of raising capital to date, the directors are confident of the Group's ability to raise additional funds as and when they are required.

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

Notes to the Condensed Consolidated Financial Statements (cont.)

HALF-YEAR ENDED 31 DECEMBER 2024

1. BASIS OF PREPARATION (continued)

(d) New standards, interpretations and amendments adopted by the Group

Standards and Interpretations applicable to 31 December 2024

In the period ended 31 December 2024, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current annual reporting period. As a result of this

review, the Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Company and, therefore, no material change is necessary to Group accounting policies

Standards and Interpretations in issue not yet adopted

The Directors have also reviewed all of the new and revised Standards and Interpretations in issue not yet adopted for the half-year ended 31 December 2024. As a result of this review the Directors have determined that there is no material impact of the Standards and Interpretations in issue not yet adopted on the Company and, therefore, no change is necessary to Group accounting policies.

2. SEGMENT INFORMATION

The following tables present revenue and profit information for the Group's operating segments for the six months ended 31 December 2024 and December 2023, respectively.

	WONARAH (NORTHERN TERRITORY) \$	JUNDEE SOUTH (WESTERN AUSTRALIA)	UNALLOCATED – OTHER SEGMENTS \$	TOTAL CONSOLIDATED \$
Six months ended 31 December 2024				
Income				
Interest income	39,642	-	2,154	41,796
Total segment income	39,642	-	2,154	41,796
Salaries, administrative and other expenses	(18,995)	-	(2,450,648)	(2,469,643)
Impairment expense	(2,938,970)	-	-	(2,938,970)
Depreciation and amortisation	-	-	(7,138)	(7,138)
Segment net loss before tax	(2,918,323)	-	(2,455,632)	(5,373,955)
Tax Benefit	-	-	-	-
Segment net loss after tax	(2,918,323)	-	(2,455,632)	(5,373,955)
Total net loss per statement of profit or loss and other comprehensive income				(5,373,955)
Segment assets				
Capitalised exploration and evaluation expenditure	12,403,183	4,455,760	-	16,858,943
Plant and equipment	-	-	40,619	40,619
Intangibles	-	-	-	-
Other assets at balance date	1,524,219	-	1,270,821	2,795,040
Total segment assets	13,927,402	4,455,760	1,311,440	19,694,602
Segment liabilities				
Provisions & other liabilities at balance date	1,919,022	-	3,240,652	5,159,674
Total segment liabilities	1,919,022	-	3,240,652	5,159,674

Notes to the Condensed Consolidated Financial Statements (cont.)

HALF-YEAR ENDED 31 DECEMBER 2024

2. SEGMENT INFORMATION

Six months ended 31 December 2023	WONARAH (NORTHERN TERRITORY) \$	JUNDEE SOUTH (WESTERN AUSTRALIA)	UNALLOCATED – OTHER SEGMENTS \$	TOTAL CONSOLIDATED \$
Income				
Interest income	28,625	-	14,174	42,799
Other income	-	-	-	-
Total segment income	28,625	-	14,174	42,799
Impairment of non-current assets	-	(42,106)	-	(42,106)
Salaries, administrative and other expenses	(18,914)	-	(1,869,684)	(1,888,598)
Depreciation and amortisation	-	-	(7,406)	(7,406)
Segment net loss before tax	9,711	(42,106)	(1,862,916)	(1,895,311)
Tax Benefit	-	-	-	-
Segment net loss after tax	9,711	(42,106)	(1,862,916)	(1,895,311)
Total net loss per statement of profit or loss and other comprehensive income				(1,895,311)
Segment assets				
Capitalised exploration and evaluation expenditure	9,905,962	3,827,943	-	13,733,905
Plant and equipment	-	-	55,083	55,083
Intangibles	2,938,970	-	-	2,938,970
Other assets at balance date	1,540,192	-	4,850,164	6,390,356
Total segment assets	14,385,124	3,827,943	4,905,247	23,118,314
Segment liabilities				
Provisions & other liabilities at balance date	2,042,829	-	6,923,162	8,965,991
Total segment liabilities	2,042,829	-	6,923,162	8,965,991

3. FINANCIAL ASSETS

	31 December 2024 \$	30 June 2024 \$
Fair value of financial assets through OCI – unlisted (Level 3)	10,000	85,000
	10,000	85,000

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Notes to the Condensed Consolidated Financial Statements (cont.)

HALF-YEAR ENDED 31 DECEMBER 2024

4. NON-CURRENT ASSETS – CAPITALISED EXPLORATION AND EVALUATION EXPENDITURE

	31 December 2024 \$	30 June 2024 \$
<i>Reconciliation of movements of exploration and evaluation costs in respect of areas of interest</i>		
Opening net carrying amount	15,315,663	11,939,462
Capitalised exploration and evaluation costs	1,543,280	3,556,978
Increase / (decrease) in rehabilitation provision	-	(133,026)
Impairment of exploration and evaluation expenditure	-	(47,751)
Closing net carrying amount	16,858,943	15,315,663

	31 December 2024 \$	30 June 2024 \$
<i>Closing net carrying amount represented by the following projects</i>		
Jundee South Project	4,455,760	4,067,984
Wonarah Phosphate Project	12,403,183	11,247,679
Closing net carrying amount	16,858,943	15,315,663

The ultimate recoupment of costs carried forward for exploration and evaluation is dependent on the successful development and commercial exploitation or sale of the respective mining areas.

5. NON-CURRENT ASSETS - INTANGIBLES

Intangibles	31 December 2024 \$	30 June 2024 \$
Licence rights at cost	-	4,401,470

Movements in carrying amounts	31 December 2024 \$	30 June 2024 \$
Opening net carrying amount	4,401,470	-
Impairment of licence rights ⁽ⁱ⁾	(2,938,970)	2,938,970
Reverse— performance rights ⁽ⁱⁱ⁾	(1,462,500)	1,462,500
Closing net carrying amount	-	4,401,470

(i) The licence rights included \$2,199,960 payable and \$739,010 paid by the Company to Aleees to extend and improve Avenir's exclusive Australian licence to construct a commercial scale LFP plant for the Wonarah Project. The termination of the License and Technology Transfer Agreement and Subscription Agreement with Aleees in February 2025 resulted in an impairment expense of \$2,938,970 in profit or loss.

(ii) On 29th November 2023, the Company issued 150,000,000 unlisted performance rights to Aleees for the rights to use intellectual property. The performance rights were cancelled upon termination of the License and Technology Transfer Agreement and Subscription Agreement with Aleees.

6. TRADE AND OTHER PAYABLES

	31 December 2024 \$	30 June 2024 \$
Trade payables	618,871	1,408,271
Other payables and accruals	2,454,355	2,469,175
	3,073,226	3,877,446

Notes to the Condensed Consolidated Financial Statements (cont.)

HALF-YEAR ENDED 31 DECEMBER 2024

7. SHARE BASED PAYMENTS

The fair value of the options granted during the year were calculated using the Black Scholes option pricing model applying the following inputs for each tranche of options:

	Options	
	Unlisted	Unlisted
Options issued	30,000,000	30,000,000
Measurement Date	29/11/2024	29/11/2024
Share price at measurement date	0.010	0.010
Exercise price	0.0300	0.0200
Fair value at grant date	0.0061	0.0067
Volatility	131%	131%
Expiry date	16/12/2027	16/12/2027
Risk free rate	3.94%	3.94%

For the half-year period ended 31 December 2024, the Group recognised the share- based payment expense of \$1,060,630 in the statement of profit or loss (31 December 2023: \$527,523).

Share – based payment expense	Fair value, \$ 31 December 2024
Service rights issued to key management personnel	47,614
Options issued to key management personnel	383,016
Shares issued to vendors	630,000
	1,060,630

8. LOANS AND BORROWINGS

In September 2024 Sichuan Hebang Biotechnology Corporation Limited (“Hebang”) Provided to the Company a \$2,790,000 unsecured loan facility (at 12% interest per annum) of the Tranche 2 placement proceeds as approved by shareholders on 29 November 2024. On 1 December 2024, the loan and accrued interest of \$66,819 were repaid to Hebang upon completion of the Tranche 2 placement.

9. ISSUED CAPITAL

	31 December 2024		30 June 2024	
	Number of shares	\$	Number of shares	\$
(a) Share capital				
Ordinary shares fully paid	3,169,034,060	164,696,916	2,349,034,060	159,566,916
Less: transaction costs		(4,717,606)		(4,717,606)
Total share capital	3,169,034,060	159,979,310	2,349,034,060	154,849,310
(b) Movements in ordinary share capital				
Beginning of the financial period	2,349,034,060	154,849,310	1,700,007,249	149,210,147
<i>Transactions during the period:</i>				
- Issue of shares at \$0.09	70,000,000	630,000	-	-
- Issue of shares at \$0.06	285,000,000	1,710,000	-	-
- Issue of shares at \$0.06	465,000,000	2,790,000	-	-
- Issue of shares @ \$0.01	-	-	15,000,000	255,000
- Issue of shares @ \$0.015	-	-	15,000,000	255,000
- Conversion of performance rights @ \$0.01	-	-	7,250,000	85,275
- Issue of shares @ \$0.011	-	-	611,776,811	6,260,157
Less: transaction costs	-	-	-	(1,216,269)
End of the financial period	3,169,034,060	159,979,310	2,349,034,060	154,849,310

Notes to the Condensed Consolidated Financial Statements (cont.)

HALF-YEAR ENDED 31 DECEMBER 2024

	Number of unlisted options	
	31 December 2024	30 June 2024
(c) Movements in unlisted options on issue		
Beginning of the financial period	215,636,364	152,981,042
Issued during the period		
- \$0.03 options, exp 16/12/2027	30,000,000	-
- \$0.02 options, exp 16/12/2027	30,000,000	-
- \$0.03 options, exp 16/12/2027	-	70,440,919
- \$0.02 options, exp 16/12/2027	-	43,195,445
Expired during the period	-	(50,981,042)
End of the financial period	275,636,364	215,636,364

	Number of listed options	
	31 December 2024	30 June 2024
(d) Movements in listed options on issue		
Beginning of the financial period	145,000,000	145,000,000
Issued during the period	-	-
End of the financial period	145,000,000	145,000,000

	Number of share rights	
	31 December 2024	30 June 2024
(e) Movements in share rights on issue		
Beginning of the financial period	158,610,000	7,250,000
Cancelled during the period	(150,000,000)	-
Issued during the period		
- Performance rights issued 30 November 2023	-	150,000,000
- Service rights issued 31 January 2024	-	8,610,000
- Exercised during the period	-	(7,250,000)
End of the financial period	8,610,000	158,610,000

10. RESERVES AND ACCUMULATED LOSSES

	31 December 2024	30 June 2024
	\$	\$
a) Reserves		
Financial assets at fair value through OCI	(1,628,396)	(1,628,396)
Foreign currency translation	128,765	128,765
Share-based payments	20,324,516	21,356,386
Total reserves	18,824,885	19,856,755

	31 December 2024	30 June 2024
	\$	\$
b) Accumulated losses		
Balance at the beginning of the financial year	(158,895,312)	(155,772,482)
Net loss attributable to the owners of Avenir Limited	(5,373,955)	(3,122,830)
Balance at end of the year	(164,269,267)	(158,895,312)

11. COMMITMENTS AND CONTINGENCIES

Directors are not aware of any matter or circumstance that has significantly or may significantly affect the commitments and contingencies of the Group other than for the matters referred to in the note 12 "Events After the Reporting Period".

Notes to the Condensed Consolidated Financial Statements (cont.)

HALF-YEAR ENDED 31 DECEMBER 2024

12. EVENTS AFTER THE REPORTING PERIOD

On 30 January 2025, 8,610,000 service rights were exercised and converted to ordinary fully paid shares. 3,700,000 converted service rights were exercised by the key management personnel.

On 11 February 2025, the License and Technology Transfer Agreement and Subscription Agreement with Advanced Lithium Electrochemistry Co Ltd ("Aleees") was terminated. The termination unconditionally and irrevocably has released and discharges each of Avenira and Aleees from all claims and liability arising from the License and Technology Transfer Agreement or Subscription Agreement and/ any other agreements. As a result of the termination the performance rights held by Aleees have automatically lapsed and in addition, the Company recognised the impairment expense of \$2,938,970 in profit or loss during the half year ended 31 December 2024.

The Avenira board has decided to prioritise the Wonarah Project with a phased development strategy for the Wonarah Phosphate Project, focusing on disciplined capital allocation and sustainable growth.

Avenira has secured a further investment commitment from its largest shareholder, Hebang Biotechnology (Hong Kong) Investment Limited (Hebang). Subject to shareholder approval and any other required regulatory approvals on or before 30 May 2025 the Placement will raise A\$7.567 million through the issue of 1,081,000,000 shares at an issue price of \$0.007 per share. This issue will result in Hebang having increased its interest in the issued capital of the Company to 49%.

Hebang has agreed to provide an unsecured draw down loan facility of \$7.567 million pending shareholder approval with a minimum drawdown amount of \$2 million at a time. The loan bears an interest of 12% per annum capitalised and payable on a repayment of the principle. Repayment of principal and interest is upon completion of the Placement or if the Placement is not completed within 12 months after the date of the first draw down.

The Directors are not aware of any other matter or circumstance not otherwise dealt with in this report that has significantly or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in subsequent periods.

DIRECTORS' DECLARATION

In accordance with a resolution of the Directors of Avenira Limited, I state that:

In the opinion of the Directors:

- a) the financial statements and notes of Avenira Limited for the half-year ended 31 December 2024 are in accordance with the *Corporations Act 2001*, including:
 - i. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*; and
 - ii. giving a true and fair view of the consolidated entity's financial position as at 31 December 2024 and of its performance for the half-year ended on that date;
- 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.

On behalf of the board.



Ms Yuan Yuan
Executive Chairman / CEO

Perth, 14 March 2025

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF AVENIRA LIMITED

Conclusion

We have reviewed the accompanying half-year financial report of Avenira Limited ("the Company") and Controlled Entities ("the Consolidated Entity") which comprises the condensed consolidated statement of financial position as at 31 December 2024, the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the half-year ended on that date, a summary of material accounting policies and other selected explanatory notes, and the directors' declaration.

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

- a. Giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2024 and of its performance for the half-year ended on that date; and
- b. Complying with Accounting Standard AASB 134: *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1(c) in the financial report, which indicates that the Consolidated Entity incurred a net loss of \$5,373,955 during the half year ended 31 December 2024. As stated in Note 1(c), these events or conditions, along with other matters as set forth in Note 1(c), indicate that a material uncertainty exists that may cast significant doubt on the Consolidated Entity's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Responsibility of the Directors for the Financial Report

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

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2024 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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



HALL CHADWICK WA AUDIT PTY LTD



D M BELL FCA
Director

Dated 14th day of March 2025
Perth, Western Australia