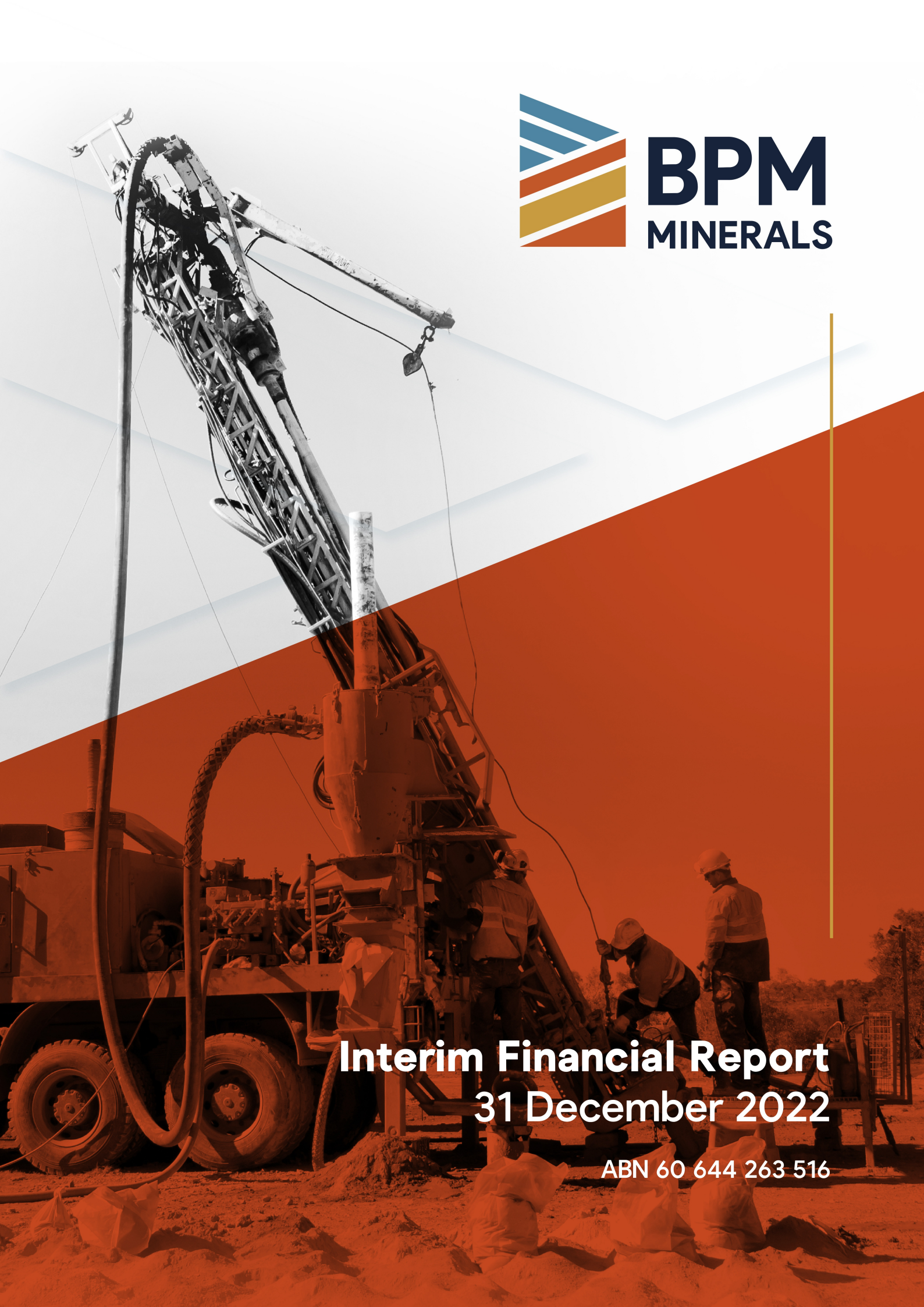


The background of the cover is a photograph of a large industrial drilling rig mounted on a truck. The rig's mast is extended high into the air, and a long drill pipe hangs down. Several workers in high-visibility clothing and hard hats are positioned around the base of the rig. The entire image is overlaid with a semi-transparent orange filter. A thin vertical yellow line is positioned on the right side of the cover.

Interim Financial Report 31 December 2022

ABN 60 644 263 516

Directors	Paul Lloyd - Non-Executive Chairman Emmanuel Correia – Non-Executive Director Greg Smith – Non-Executive Director
Chief Executive Officer	Oliver Judd
Company Secretary	Benjamin Donovan
Registered office	Level 2 10 Outram Street West Perth WA 6005 Ph: +61 8 6149 7177 Email: contact@bpmminerals.com Web: www.bpmminerals.com
Share registry	Automic Registry Services Level 5, 191 St Georges Terrace Perth WA 6000 Ph: 1300 288 664 www.automic.com.au
Auditor	HLB Mann Judd Perth (WA Partnership) Level 4, 130 Stirling Street Perth WA 6000
Solicitors	Steinepreis Paganin Level 4, The Read Buildings 16 Milligan Street Perth WA 6000
Stock exchange listing	Australian Securities Exchange (ASX code: BPM, BPMO)
ACN	644 263 516

BPM Minerals Limited
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For the period ended 31 December 2022



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The Directors present their interim financial report of BPM Minerals Limited (referred to hereafter as the 'Company' or 'parent entity') and of the consolidated group (referred to hereafter as the 'Group'), being the Company and its controlled entities for the half-year ended 31 December 2022.

Directors

The following persons were Directors of BPM Minerals Limited during the half-year and up to the date of this report, unless otherwise stated:

Paul Lloyd (Non-Executive Chairman)
Emmanuel Correia (Non-Executive Director)
Greg Smith (Non-Executive Director)

Review of operations

The loss for the Group after providing for income tax amounted to \$1,087,902 (31 December 2021: \$832,317).

The following is a summary of the activities of BPM Minerals from 1 July 2022 to 31 December 2022. It is recommended that this half-yearly report be read in conjunction with any public announcements made by the Company during the period lodged with the Australian Securities Exchange (ASX) regarding the activities of the Company in accordance with continuous disclosure requirements. There have been no significant changes to the results announced to the ASX.

During the period, the Company continued to progress its portfolio of Western Australian base and precious metal projects.

Earaheedy Basin (Pb-Zn-Ag)

The Company owns 3 granted exploration tenements in the Proterozoic aged Earraheedy Basin located 200km north of Wiluna in Western Australia. The Basin is prospective for MVT related Pb-Zn-Ag mineralisation and hosts the Rumble Resources Limited's (ASX: RTR) significant Chinook Pb-Zn-Ag Deposit.

At Hawkins, the Company completed 26 Reverse Circulation (RC) holes and 12 Aircore (AC) holes completed, totalling 3,740m on a wide spaced nominal drill pattern, targeting the prospective stratigraphy which hosts Rumble Resources (ASX: RTR), Sweetwater, Chinook, Tonka and Navajoh lead-zinc discoveries. These discoveries are located on the unconformable contact zone between the Frere and Yelma formations, part of the Earraheedy Basin prospective stratigraphy. Encouragingly drilling intersected the prospective Frere-Yelma contact at depths 40-100m below surface across five key areas of interest, confirming broad zones of shallow lead-zinc mineralisation, delivering near-surface Phase-2 drilling targets. Drilling was also targeting the deeper Iroquois Dolomite Formation, host of the Pb-Zn mineralisation at Strickland Metals Ltd's (ASX: STK) Iroquois Project. Litho-structural targets that sit deeper in the basin margin are currently being reviewed for deeper (+150m) Reverse Circulation (RC) Diamond Drilling (DD) drilling¹.

The Pinnacles prospect was initially identified and drilled by RGC in the 1990s returning a best intercept of 2m @ 0.25% Zn & 0.31% Pb (HRC12, from 39m) at the Frere-Yelma Formation contact. Drilling has confirmed the prospect as a large North-East trending anticlinal fold consisting of Frere Iron Formation unconformably overlying Navajoh Dolomite (Yelma Formation). The nose of the fold has been eroded away leaving the prospective contact and Navajoh Dolomite outcropping with massive sulphide aggregates, veins and disseminations of oxidised galena, barite and iron sulphides. A total of 4 RC-holes were completed (HKRC001-003 and 006) during the program, testing the prospective Frere-Yelma contact and exposed mineralised Navajoh Dolomite. Better results from Pinnacles include¹:

- 26m @ 0.06% Zn+Pb from 62m (HKRC001),
- 4m @ 0.15% Zn+Pb from 43m (HKRC002),
- 4m @ 0.06% Zn+Pb from 65m (HKRC003),
- 8m @ 0.1% Zn+Pb from 56m (HKRC006) and
- 2m @ 0.6% Zn+Pb from 70m (HKRC006)

The Prospective Frere-Yelma contact was intensely weathered consisting of manganese rich clays, silicious fragments and gossanous material. The Company is encouraged by the relative stratigraphic position of the lead-zinc mineralisation encountered in the drilling. A follow-up drilling program is currently being assessed for 2023.

Santy (Au, Ni & Cu)

The Santy Project is located inland of Geraldton approximately 75km North of Mullewa in Western Australia. The Project comprises three granted Exploration Licenses (EL's) and three Exploration License applications totaling 663km² which remains largely underexplored, with 80% of granted tenure under transported cover.

The Project lies within the Talling Greenstone Belt, considered prospective for mesothermal gold and VMS base-metal mineralisation. Deposits within the Talling Greenstone Belt include high-grade deposits and historical production from the Mixy Deposit (65,000 Oz Au @ 4.3g/t Au), A-Zone: 63,000 Oz Au @ 2.1g/t Au and Royal Standard Mine (68,000t @ 13.1g/t Au).

A 96 hole, 4,465m AC/RC drilling program was completed at the Project in October 2022. Several Litho-structural targets prospective for gold and base-metals were tested as well as the Santy Prospect. 3 RC holes were drilled (306m total) testing a mineralised sheared margin of a felsic porphyry. Encouragingly, intensely altered, sulphidic, sheared felsic and mafic rocks were encountered in drilling with the following key polymetallic intercept³:

- SRC006 – 1m @ 0.89g/t Au, 90.3ppm Ag, 2.03% Cu & 0.19% Pb+Zn (66-67m)

The result is of significance due to the polymetallic composition of the mineralised zone. It is thought that the mineralisation is Volcanogenic Hosted Massive Sulphide (VHMS) related. The Talling Greenstone Belt contains known VHMS mineral occurrences. With the multi-deposit, polymetallic Golden Grove VHMS camp a prominent operation in the region. The company is currently reviewing the Santy Project and broader Talling Greenstone Belt providing context to the polymetallic mineralisation and further exploration strategy.

Aircore drilling was also undertaken at several litho-structural targets throughout the project area. Of note, targets IZ6, IZ7 & IZ8 were tested, these targets lie along strike of the Snake Well Gold Project containing previously mined and JORC compliant gold resources. Significant results from the other various prospects drilled include³:

- IZ7 - SAC136 – 1m @ 0.124g/t Au (41-42m)
- IZ6 - SAC157 – 5m @ 0.105g/t Au (20-25m)
- IZ1_1a - SAC166 – 5m @ 0.17g/t Au (45-50m)

Ultramafic targets UM1, UM 3 & UM4 were tested as part of the program although ultramafic lithologies were in.

A 220-sample geochemical/soil survey was completed at the Talling Project (E70/5732) in November 2022. The project is prospective for BIF related gold and VHMS style base metal mineralisation with assay results expected to be reported upon in Q2 2023.

Claw (Au)

The 100% owned Claw Project is located in the Murchison-Mid-West region of Western Australia, approximately 300km northeast of Perth.

The Project is located immediately along strike of Capricorn Metals Ltd's (ASX: CMM) Mt. Gibson Gold Project. The Claw Project represents a rare opportunity in Western Australia - 33km of largely untested strike across a highly prospective shear zone, that hosts a multi-million-ounce gold deposit.

During the reporting period, tenement E70/5600 was granted with early exploration including the acquisition of a 3,472-line km aeromagnetic survey with Dr Barry Murphy (ASX:PDI, NYSE:KL) completing a geophysical interpretation using automated edge detection, identifying several large structural targets⁴.

The Claw Project is located on the fringe of the 'Wheat Belt' meaning that the project overlies both 'Freehold', with multiple private landowners, and secondly the Mt Gibson Pastoral Lease which is managed by the Australian Wildlife Conservancy (AWC).

An access agreement has been secured with the Pastoral Lease holder as part of the tenement application with the Company recently submitting the relevant documents for the 2023 exploration campaign. Access has been agreed with the relevant freehold landowners to undertake 'first pass' geochemical sampling.

The Company engaged an environmental consultancy to assist with the drilling approval process with DMIRS and the Pastoral Lease holder. Environmental Management Plans (EMP's), Program of Works (PoW's), clearing permits and heritage surveys will be submitted/undertaken before drilling commences. The Company is currently progressing through this process and expects to commence drilling within the pastoral lease in Q2 2023.

BPM has sought to further consolidate its position in the region, with a further tenement application. Application E70/6332 (39 blocks) directly abuts the Claw Project and represents potentially largely untested further extensions of the Mt Gibson Shear Zone.

Nepean (Au & Ni-Cu)

The Nepean Project is a listing asset of the Company and located near Coolgardie in the Eastern Goldfields of WA. The project consists of typical Archaean greenstone lithologies and is prospective for gold and Ni-Cu-PGE's. The Company has undertaken 2 aircore drilling programs and a MLEM geophysical survey over the past two years. Several compelling EM conductors, that are spatially related to ultramafic rocks, have been identified and are believed to be indicative of massive Ni-Cu sulphide mineralisation⁵.

During the reporting period no further exploration was undertaken. During the upcoming quarter, the Company will apply for an exploration co-funded drilling grant through the state governments Exploration Incentive Scheme (EIS). Drill testing of priority EM plates is being considered for later in the year upon the award of the grant.

Project Generation

The company continues to review new opportunities that are internally generated or presented to the company. The company is focused upon precious, base and battery metal related minerals within jurisdictions that are familiar with the company's broader technical team including Australia and Africa.

Corporate

During the quarter the Company announced the appointment of Mr. Oliver Judd to the position of Chief Executive Officer after the resignation of Mr. Chris Swallow. Mr. Judd has been employed as Exploration Manager for the Company for the past 2 years.

Mr. Judd is an exploration geologist with more than 15 years' experience in precious and base-metal exploration within Australia and Africa, previously holding senior technical management positions with Talisman Mining Ltd., OMNI GeoX Pty. Ltd., Capricorn Metals Ltd. and Dreadnought Resources Ltd. He is a member of the Australian Institute of Mining and Metallurgy.

Environment Social and Governance

The Company would like to thank the following Traditional Owners which have partnered with BPM to ensure we respect their country and protect cultural heritage sites and areas of cultural significance: Mullewa Wadjari & Wajarri Yamatji (Santy Project), Gingirana Native Title Holders (Hawkins Project) and Marlinyu Ghoorlie Native Title Claim Group (Nepean Project).

¹ Refer to ASX Report 1st November 2022 – Exploration Update

² Refer to ASX Report 19th May 2021 – BPM to Acquire Projects in Earahedy and Complete Placement

³ Refer to ASX Report 7th December 2022 – Exploration Update – Claw and Santy Projects

⁴ Refer to ASX Report 7th September 2022 – Claw project granted with early gold exploration potential

⁵ Refer to ASX Report 6th June 2022 – BPM Exploration Update

Matters subsequent to the end of the financial period

Other than already disclosed in the report, no other matter or circumstance has arisen since 31 December 2022 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Auditor's independence declaration

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

This report is made in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the Directors

A handwritten signature in black ink, appearing to read 'P Lloyd', positioned above a horizontal line.

Paul Lloyd
Non - Executive Chairman

9 March 2023
Perth, Western Australia

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the consolidated financial report of BPM Minerals Limited for the half-year ended 31 December 2022, 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 review; and
- b) any applicable code of professional conduct in relation to the review.

Perth, Western Australia
9 March 2023


D I Buckley
Partner

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HLB Mann Judd (WA Partnership) is a member of HLB International, the global advisory and accounting network.

BPM Minerals Limited
Statement of profit or loss and other comprehensive income
For the period ended 31 December 2022



		Consolidated	
	Note	31 Dec 2022	31 Dec 2021
		\$	\$
Revenue			
Interest income		3,915	-
Other income		-	8,231
		<u>3,915</u>	<u>8,231</u>
Expenses			
Exploration expenditure	5	(233,925)	(86,328)
Share-based payment expense	6	(201,005)	(102,671)
Directors fees		(82,728)	(88,560)
Employee benefits expense		(107,000)	(90,538)
Compliance costs		(41,763)	(69,935)
Professional fees		(95,515)	(85,629)
Other expenses	7	(307,829)	(316,697)
Depreciation and amortisation expense		(18,957)	-
Finance costs		(3,095)	(190)
		<u>(1,087,902)</u>	<u>(832,317)</u>
Loss before income tax expense		(1,087,902)	(832,317)
Income tax expense		-	-
		<u>-</u>	<u>-</u>
Loss after income tax expense for the period attributable to the owners of BPM Minerals Limited		(1,087,902)	(832,317)
Other comprehensive income for the period, net of tax		-	-
		<u>-</u>	<u>-</u>
Total comprehensive loss for the period attributable to the owners of BPM Minerals Limited		<u>(1,087,902)</u>	<u>(832,317)</u>
		Cents	Cents
Basic loss per share		(1.67)	(1.71)
Diluted loss per share		(1.67)	(1.71)

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

		Consolidated	
	Note	31 Dec 2022 \$	30 Jun 2022 \$
Assets			
Current assets			
Cash and cash equivalents		4,672,133	5,984,495
Trade and other receivables	8	106,668	301,215
Total current assets		<u>4,778,801</u>	<u>6,285,710</u>
Non-current assets			
Right-of-use assets		112,931	126,217
Property, plant and equipment		47,822	46,519
Exploration and evaluation assets	9	5,684,401	5,021,498
Total non-current assets		<u>5,845,154</u>	<u>5,194,234</u>
Total assets		<u>10,623,955</u>	<u>11,479,944</u>
Liabilities			
Current liabilities			
Trade and other payables	10	132,873	268,228
Lease liabilities		23,783	22,907
Total current liabilities		<u>156,656</u>	<u>291,135</u>
Non-current liabilities			
Lease liabilities		90,313	102,426
Total non-current liabilities		<u>90,313</u>	<u>102,426</u>
Total liabilities		<u>246,969</u>	<u>393,561</u>
Net assets		<u>10,376,986</u>	<u>11,086,383</u>
Equity			
Issued capital	12	11,492,423	11,229,923
Reserves	11	2,318,344	2,202,339
Accumulated losses		(3,433,781)	(2,345,879)
Total equity		<u>10,376,986</u>	<u>11,086,383</u>

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

BPM Minerals Limited
Statement of changes in equity
For the period ended 31 December 2022



	Issued capital \$	Share based payment reserve \$	Accumulated losses \$	Total equity \$
Consolidated				
Balance at 1 July 2021	6,133,177	580,235	(534,090)	6,179,322
Loss after income tax expense for the period	-	-	(832,317)	(832,317)
Other comprehensive income for the period, net of tax	-	-	-	-
Total comprehensive loss for the period	-	-	(832,317)	(832,317)
<i>Transactions with owners in their capacity as owners:</i>				
Share-based payments (note 11)	-	1,809,059	-	1,809,059
Issued capital	1,751,250	-	-	1,751,250
Transaction costs	(2,068)	-	-	(2,068)
Balance at 31 December 2021	7,882,359	2,389,294	(1,366,407)	8,905,246
	Issued capital \$	Share based payment reserve \$	Accumulated losses \$	Total equity \$
Consolidated				
Balance at 1 July 2022	11,229,923	2,202,339	(2,345,879)	11,086,383
Loss after income tax expense for the period	-	-	(1,087,902)	(1,087,902)
Other comprehensive income for the period, net of tax	-	-	-	-
Total comprehensive loss for the period	-	-	(1,087,902)	(1,087,902)
<i>Transactions with owners in their capacity as owners:</i>				
Issued capital	262,500	(262,500)	-	-
Share-based payments (note 11)	-	378,505	-	378,505
Balance at 31 December 2022	11,492,423	2,318,344	(3,433,781)	10,376,986

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

	Consolidated	
	31 Dec 2022	31 Dec 2021
	\$	\$
Cash flows from operating activities		
Payments to suppliers and employees	(404,014)	(632,376)
Payments for exploration	(152,642)	-
Interest component of lease payments	(2,413)	-
Interest paid	(682)	(190)
Net cash used in operating activities	(559,751)	(632,566)
Cash flows from investing activities		
Exploration expenditure	(643,968)	(402,857)
Purchase of fixed assets	(53,750)	-
Lease repayments	(20,324)	-
Net cash used in investing activities	(718,042)	(402,857)
Cash flows from financing activities		
Share issue transaction costs	(34,569)	-
Net cash used in financing activities	(34,569)	-
Net decrease in cash and cash equivalents	(1,312,362)	(1,035,423)
Cash and cash equivalents at the beginning of the financial period	5,984,495	5,430,587
Cash and cash equivalents at the end of the financial period	4,672,133	4,395,164

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

Note 1. General information

The interim financial statements cover BPM Minerals Limited as a Group consisting of BPM Minerals Limited and the entities it controlled at the end of, or during, the period ended 31 December 2022. The financial statements are presented in Australian dollars, which is BPM Minerals Limited's functional and presentation currency. The Company is a for-profit listed entity domiciled in Australia.

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

The interim financial statements were authorised for issue, in accordance with a resolution of Directors, on 9 March 2023. The Directors have the power to amend and reissue the financial statements.

Note 2. Significant accounting policies

The principal accounting policies adopted in the preparation of the interim financial statements are set out either in the respective notes or below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. No material change to accounting policies was required.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted and are not expected to have a material impact on the accounting policies of the Group.

Going concern

The 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 has incurred a net loss after tax for the period ended 31 December 2022 of \$1,087,902 (31 Dec 2021: \$832,317) and had net cash outflows from operating, investing and financing activities of \$1,312,362 (31 December 2021: \$1,035,423). As at 31 December 2022 the Group had a working capital surplus of \$4,622,145 (30 June 2022: \$5,994,575) and cash and cash equivalents of \$4,672,133 (31 December 2021: \$4,395,164).

Basis of preparation

This interim consolidated financial report is a general-purpose financial report prepared in accordance with the requirements of the *Corporations Act 2001* and Australian Accounting Standard AASB 134: *Interim Financial Reporting*. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 *Interim Financial Reporting*.

The interim financial report does not include all of the 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 the consolidated entity as the full financial report.

It is recommended that this financial report be read in conjunction with the 30 June 2022 Annual Report of the Company and any public announcements made by BPM Minerals Limited and its controlled entities during the half-year in accordance with the continuous disclosure requirements arising under the *Corporations Act 2001*. For the purpose of preparing the interim financial report, the half-year has been treated as a discrete reporting period.

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

In accordance with the *Corporations Act 2001*, these interim financial statements present the results of the Group only.

The Company is a company of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Corporations Instrument amounts in the financial report are rounded off to the nearest dollar, unless otherwise indicated.

Note 3. Critical accounting judgements, estimates and assumptions

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

Note 4. Operating segments

Identification of reportable operating segments

The Group has identified its operating segments on the internal reports that are reviewed and used by the Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources.

The Group currently operates in one operating segment being mineral exploration and evaluation in Australia.

Reportable segments disclosed are based on aggregating leases where the evaluation and exploration interests are considered to form a single segment. This is indicated by:

- having the same ownership structure;
- exploration being focused on gold; and
- exploration programs targeting the leases as a group, indicated by the use of the same exploration team, shared geological data and knowledge across the leases.

Unless otherwise stated, all amounts reported to the Board of Directors as the chief decision maker are determined in accordance with AASB 8 Operating Segments.

Note 5. Exploration expense

	Consolidated	
	31 Dec 2022	31 Dec 2021
	\$	\$
Exploration expenses	96,014	86,328
Withdrawn tenement write off	137,911	-
	<u>233,925</u>	<u>86,328</u>

Note 6. Share-based payment expense

	Consolidated	
	31 Dec 2022	31 Dec 2021
	\$	\$
Performance rights (see note 11)	245,058	116,510
Options	-	(13,839)
Performance rights lapsed (see note 11)	(44,053)	-
	<u>201,005</u>	<u>102,671</u>

Note 7. Other expenses

	Consolidated	
	31 Dec 2022	31 Dec 2021
	\$	\$
Marketing and investor relations ¹	276,632	251,590
Rent	9,381	20,500
Insurance	13,358	2,670
Travel expenses	1,145	16,969
Other expenses	7,313	24,968
	<u>307,829</u>	<u>316,697</u>

¹Includes \$221,875 non-cash marketing payment unwind.

Note 8. Trade and other receivables

	Consolidated	
	31 Dec 2022	30 Jun 2022
	\$	\$
<i>Current assets</i>		
GST receivable	38,262	54,058
Prepayments	63,391	245,507
Accrued interest	3,915	-
Other receivables	1,100	1,650
	<u>106,668</u>	<u>301,215</u>

Allowance for expected credit losses

The Group has recognised no amount in profit or loss in respect of expected credit losses for the half-year ended 31 December 2022.

Note 9. Exploration and evaluation assets

	Consolidated	
	31 Dec 2022	30 Jun 2022
	\$	\$
<i>Non-current assets</i>		
Exploration and evaluation assets	<u>5,684,401</u>	<u>5,021,498</u>

Note 9. Exploration and evaluation assets (continued)

Reconciliations

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

Consolidated	\$
Balance at 1 July 2021	1,379,972
Acquisition costs	2,549,374
Expenditure during the period	1,241,209
Write off	(149,057)
Balance at 30 June 2022	5,021,498
Acquisition costs (note 11)	177,500
Expenditure during the period	623,314
Write off	(137,911)
Balance at 31 December 2022	5,684,401

Exploration and evaluation expenditure for each area of interest is expensed as incurred unless one of the following conditions is met:

- such costs are expected to be recouped through successful development and exploitation of the area of interest or, alternatively, by its sale; or
- exploration and evaluation activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in relation to the area are continuing.

Note 10. Trade and other payables

	Consolidated	
	31 Dec 2022	30 Jun 2022
	\$	\$
<i>Current liabilities</i>		
Trade payables	59,532	152,711
Other payables	73,341	115,517
	132,873	268,228

Note 11. Reserves

	Consolidated	
	31 Dec 2022	30 Jun 2022
	\$	\$
Share-based payments reserve	2,136,844	2,020,839
Option premium reserve	181,500	181,500
	2,318,344	2,202,339

Note 11. Reserves (continued)

During the period, the movement in the share-based payment reserve consisted of the following:

	Consolidated 31 Dec 2022 \$
Opening balance at 1 July 2022	2,020,839
Recharge consideration performance shares (exploration asset) *	177,500
Remuneration performance rights (profit or loss)	245,058
Lapse of performance rights (profit or loss)	(44,053)
Exercise of performance rights (equity)	(262,500)
Closing balance at 31 December 2022	<u>2,136,844</u>

* Total value of consideration performance shares is \$710,000 with the amount being vested over the performance period.

Remuneration Performance Rights:

Performance rights	Grant date	Balance at 30 June 2022	Granted	Exercised	Lapsed	Balance at 31 Dec 2022
CEO incentive	14/09/2021	750,000	-	(750,000)	-	-
Employee incentive	14/09/2021	525,000	-	-	-	525,000
Director and Employee incentive	21/12/2021	3,300,000	-	-	(450,000)	2,850,000
CEO Incentive*	13/12/2022	-	1,000,000	-	-	1,000,000
		<u>4,575,000</u>	<u>1,000,000</u>	<u>(750,000)</u>	<u>(450,000)</u>	<u>4,375,000</u>

*On 13 December 2022, the company announced the appointment of Oliver Judd as CEO. As part of Mr Judd's remuneration it was agreed Mr Judd be granted the following Performance Rights with the following milestones attached to them:

- Class A Performance Rights: vesting upon the later of the 12-month anniversary of the Employee's Commencement Date; and the Employer's fully paid ordinary shares achieving a volume weight average price (VWAP) per share of \$0.20, calculated over a minimum of 10 consecutive trading days expiring on 13 December 2025.
- Class B Performance Rights: vesting upon the Employer's Shares achieving a VWAP per share of \$0.20, calculated over a minimum of 10 consecutive trading days, within 18 months of the Employee's commencement date, expiring on 13 December 2025.
- Class C Performance Rights: vesting upon the Employer's Shares achieving a VWAP per share of \$0.30, calculated over a minimum of 10 consecutive trading days, within 24 months of the Employee's commencement date, expiring on 13 December 2025.

Performance Shares:

2,000,000 performance shares form part of the share-based payments reserve, issued on 15 July 2021 as part of the purchase of Recharge Resources Pty Ltd.

Remuneration Options:

On 14 September 2021 as part of Mr Judd's remuneration, he was issued with 250,000 unlisted options with an expiry date of 14 September 2022 and exercise price of \$0.40. The options were valued at \$26,377 using Black Scholes with the following valuation assumptions:

- Exercise price of \$0.40
- Volatility of 80%
- Implied life of 1 year
- Risk free rate of 0.29%
- Dividend yield of nil

These options expired unexercised on 14 September 2022.

Note 11. Reserves (continued)

Options

Set out below are summaries of options granted by the Company. There are no vesting conditions associated with these options so are all exercisable from grant date:

Grant date	Expiry date	Exercise price	Balance at 30 June 2022	Granted	Exercised	Expired/ forfeited/ other	Balance at 31 Dec 2022
11/09/2020	11/09/2025	\$0.250	10,000,000	-	-	-	10,000,000
22/12/2020	11/09/2025	\$0.250	1,300,000	-	-	-	1,300,000
23/03/2021	11/09/2025	\$0.250	17,201,013	-	-	-	17,201,013
15/07/2021	11/09/2025	\$0.250	2,437,500	-	-	-	2,437,500
15/07/2021	11/09/2025	\$0.250	7,500,000	-	-	-	7,500,000
14/09/2021	14/09/2022	\$4.000	250,000	-	-	(250,000)	-
20/06/2022	20/06/2024	\$0.280	3,571,429	-	-	-	3,571,429
21/06/2022	01/09/2025	\$0.250	1,875,000	-	-	-	1,875,000
20/06/2022	20/06/2024	\$0.280	14,285,714	-	-	-	14,285,714
			<u>58,420,656</u>	<u>-</u>	<u>-</u>	<u>(250,000)</u>	<u>58,170,656</u>

Note 12. Issued capital

	31 Dec 2022 Shares	Consolidated 30 Jun 2022 Shares	31 Dec 2022 \$	30 Jun 2022 \$
Ordinary shares - fully paid	65,972,214	65,222,214	11,492,423	11,229,923
Details	Date	Shares	Issue price	\$
Balance	1 July 2021	42,649,000		6,133,177
Issued capital - Recharge consideration shares	15 July 2021	1,875,000	\$0.355	665,625
Issued capital - Stocks Digital	15 July 2021	1,875,000	\$0.355	665,625
Placement - tranche 2	15 July 2021	2,100,000	\$0.200	420,000
Issued capital - facilitation shares	15 July 2021	562,500	\$0.210	118,125
Private Placement - Tranche 1	19 April 2022	12,265,375	\$0.210	2,575,729
Private Placement - Tranche 2	8 June 2022	2,020,339	\$0.210	424,271
Issued capital - Recharge deferred consideration	22 June 2022	1,875,000	\$0.355	665,625
Share issue transaction costs, net of tax		-	\$0.000	(438,254)
Balance	30 June 2022	65,222,214		11,229,923
Performance rights exercised	6 December 2022	750,000	\$0.350	262,500
Balance	31 December 2022	<u>65,972,214</u>		<u>11,492,423</u>

Note 13. Related party transactions

Parent entity

BPM Minerals Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 14.

Note 13. Related party transactions (continued)

Other key management personnel transactions

A number of these companies transacted with the Company during the period. The terms and conditions of these transactions were no more favourable than those available, or which might reasonably be expected to be available, in similar transactions to non-key management personnel related companies on an arm's length basis.

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

- Coral Brook Pty Ltd, a company of which Mr Paul Lloyd is a director, charged the Company for Director fees totalling \$35,000 (2021: \$35,000). \$17,500 was outstanding at period end.
- Cardrona Energy Pty Ltd, a company of which Mr Emmanuel Correia is a director, charged the Company Director fees totalling \$25,000 (2021: \$25,000). \$4,167 was outstanding at period end. In 2021 Mr Emmanuel Correia charged the Company for corporate advisory and capital raising services totalling \$80,000 during the prior period in relation to the acquisition of Recharge Resources Pty Ltd.
- Mr Greg Smith charged the Company for director fees of \$25,114 (2021: \$12,500). \$4186 was outstanding at period end. In the prior period Mr Greg Smith charged the company consulting fees of \$8,000.
- Propel Agency Pty Ltd, a company of which Mr Chris Swallow is a director, charged the Company for graphic design services totalling \$3,757 (2021: \$12,695). No balance was outstanding at period end.

Transactions with other related parties

There were no transactions with other related parties during the current and previous financial period.

Note 14. Interests in subsidiaries

The consolidated interim financial statements incorporate the assets, liabilities and results of the following subsidiaries:

Name	Principal place of business / Country of incorporation	Ownership interest	
		31 Dec 2022 %	30 Jun 2022 %
Claw Minerals Pty Ltd	Australia	100%	100%
Santy Gold Pty Ltd	Australia	100%	100%
Recharge Resources Pty Ltd	Australia	100%	100%

These entities are members of the tax consolidated group of which the Company is the head entity.

Subsequent to 31 December 2022 an additional subsidiary BPM Holdings A Pty Ltd was incorporated.

Note 15. Contingent liabilities

There are no contingent liabilities as at 31 December 2022.

Note 16. Commitments

There were no significant changes in commitments held by the Group since the last annual reporting date.

Note 17. Events after the reporting period

Other than already disclosed in the report, no other matter or circumstance has arisen since 31 December 2022 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Note 18. Financial instruments

The fair value of financial assets and liabilities at balance date approximate their carrying amount.

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2022 and of its performance for the financial period ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of Directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the Directors

A handwritten signature in black ink, appearing to read 'P. Lloyd'.

Paul Lloyd
Non - Executive Chairman

9 March 2023
Perth, Western Australia

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of BPM Minerals Limited

Report on the Condensed Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of BPM Minerals Limited ("the company") which comprises the statement of financial position as at 31 December 2022, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration, for the group comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

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 BPM Minerals Limited does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the group's financial position as at 31 December 2022 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *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 (including Independence Standards)* (the Code) 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.

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 internal control as the directors determine is necessary to enable the preparation of the interim financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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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 group's financial position as at 31 December 2022 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 an 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.

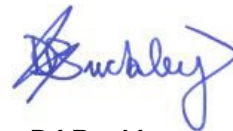
Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

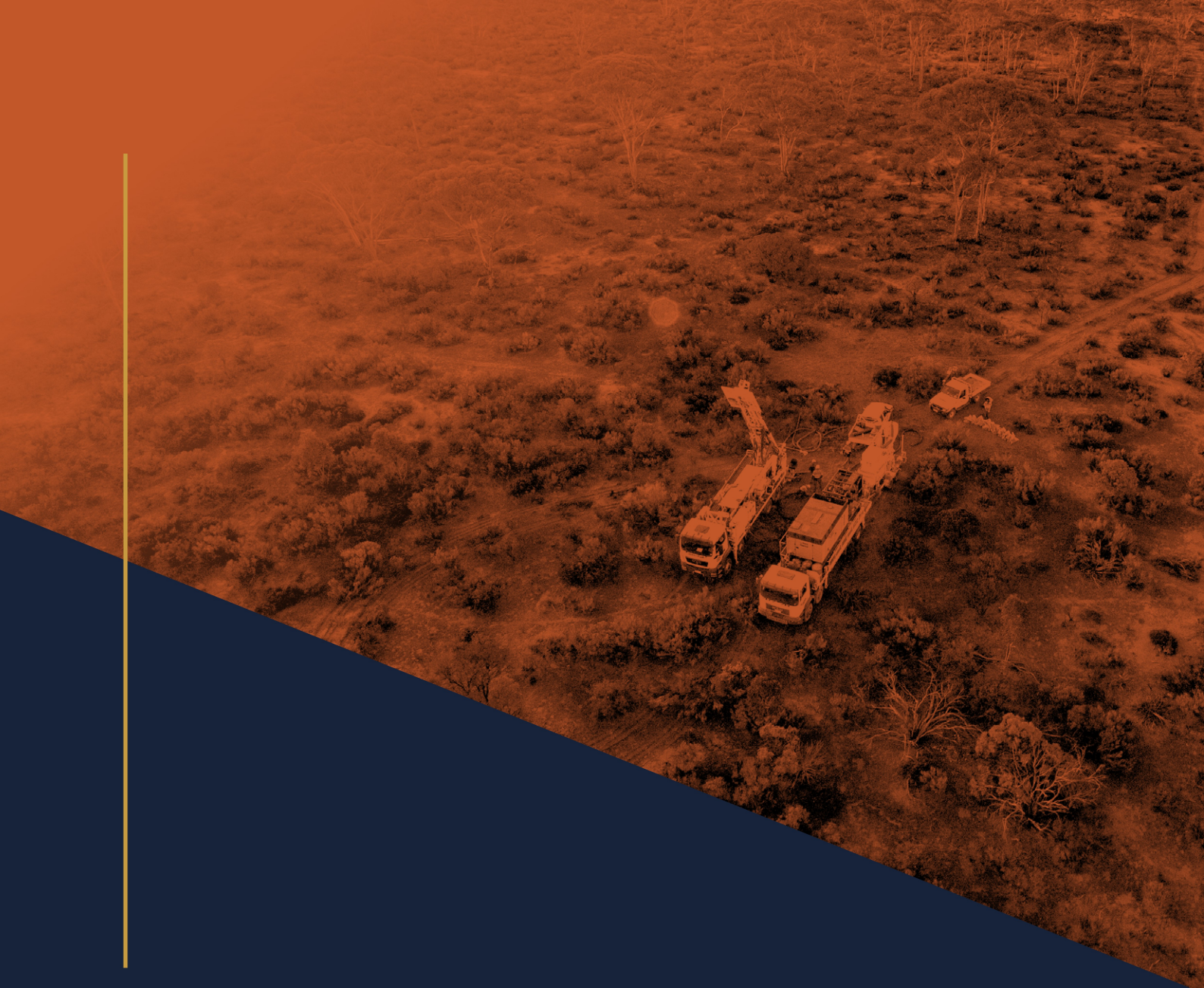


HLB Mann Judd
Chartered Accountants

Perth, Western Australia
9 March 2023



D I Buckley
Partner



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