

RECHARGE METALS LIMITED

ACN 647 703 839

FINANCIAL REPORT FOR THE HALF-YEAR ENDED
31 DECEMBER 2023

Corporate Directory

Board of Directors

Simon Andrew – Non-Executive
Chairman

Felicity Repacholi – Managing Director

Amanda Burgess – Non-Executive
Director/Company Secretary

Registered and Principal Office

Level 8, London House

216 St Georges Terrace

Perth Western Australia 6000

Telephone: +61 (8) 9481 0389

Facsimile: +61 (8) 9463 6103

Website: www.rechargemetals.com.au

Share Registry

Computershare Investor Services Pty Ltd

Level 11, 172 St Georges Tce

Perth WA 6000

Telephone 1300 787 272

Auditors

Hall Chadwick WA Audit Pty Ltd

283 Rokeby Road

Subiaco Western Australia 6008

Bankers

National Australia Bank Limited

Ground Floor, 100 St Georges Terrace

Perth Western Australia 6000

Stock Exchange

Australian Securities Exchange Limited

ASX Code: REC

Legal Advisors

Steinepreis Paganin

Level 4 The Read Buildings

16 Milligan Street

Perth Western Australia 6000



TABLE OF CONTENTS

Directors' Report	3
Auditor's Independence Declaration	12
Condensed Consolidated Statement Profit and Loss and Other Comprehensive Income	13
Condensed Consolidated Statement of Financial Position	14
Condensed Consolidated Statement of Changes in Equity	15
Condensed Consolidated Statement of Cash Flows	16
Notes to the Condensed Consolidated Financial Statements	17
Directors' Declaration	24
Independent Auditor's Review Report	25



DIRECTORS' REPORT

The Directors present their report together with the financial statements of Recharge Metals Limited (referred to hereafter as “the Company”) for the half year ended 31 December 2023.

Current Directors

The name and details of the Company's Directors in office during the financial period and until the date of this report are as follows. Directors were in office for the entire period unless stated otherwise.

Mr Simon Andrew - Non-Executive Chairman
Ms Felicity Repacholi – Managing Director
Ms Amanda Burgess – Non-Executive Director

Dividends

The Directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

Principal Activities

During the period the Group focused on completing maiden field exploration programs at both the Express Lithium Project and the Wapistan Lithium Project in Québec, Canada.

Operating Results for the Period

The operating result of the Company for the reporting period was a loss of \$1,024,385 (Dec 2022: loss of \$525,954).

Significant Changes in State of Affairs

Other than those disclosed in this annual report, no significant changes in the state of affairs of the Company occurred during the financial period.



DIRECTORS' REPORT

Review of Operations

Exploration

Recharge's exploration activities during the half year were focused on completing maiden field exploration programs on both the Express Lithium Project and the Wapistan Lithium Project.

The two projects, located in the prolific James Bay Region of Québec, Canada, are just 120km apart providing the opportunity to work efficiently on the two projects simultaneously. Recharge's in-country exploration team, Dahrouge Geological Consulting (**Dahrouge Geological**) completed ground truthing and systematic sampling of interpreted lithium pegmatite targets from aerial photography, historical mapping, and remote sensing analysis.

Dahrouge Geological is a highly experienced geological consulting firm with many years of experience exploring the James Bay region. Dahrouge Geological are a related party of DG Resource Management, the vendor of the Express Lithium Project, who previously identified, acquired, and vended the Corvette Property to Patriot Battery Metals (TSX-V: PMET, ASX: PMT).

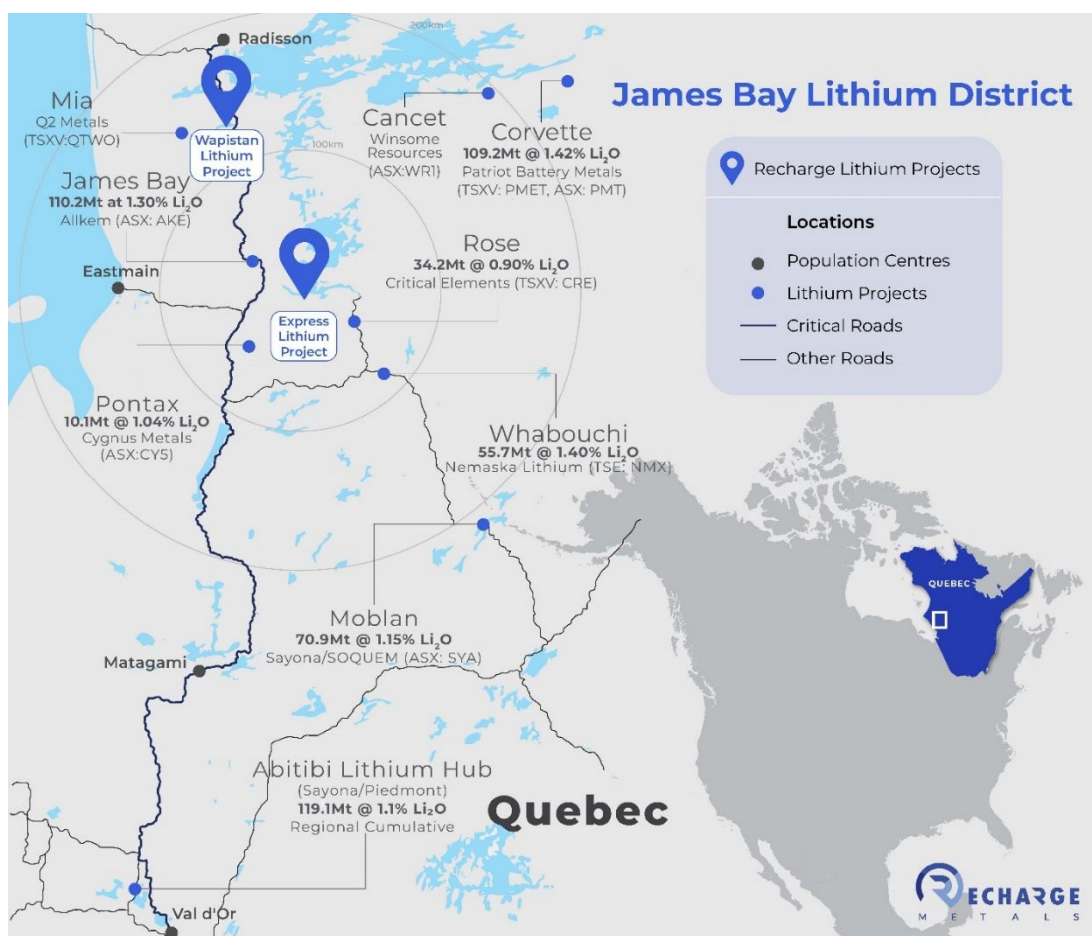


Figure 1: Recharge's Lithium Project locations within James Bay Region

EXPRESS LITHIUM PROJECT – Québec, Canada

During the half-year, the Company completed field exploration activities at the **Express Lithium Project**. Results were received subsequent to the end of the half-year.

Maiden field exploration program

During September 2023, field crews from Recharge's in-country exploration team, Dahrouge Geological commenced helicopter-supported exploration at the Project. Managing Director, Felicity Repacholi joined the Dahrouge team in the field to see the results of the field work firsthand. The field program was completed during October¹.

¹ See REC ASX Announcement dated 18 September 2023 and 18 October 2023



DIRECTORS' REPORT



Photos 1, 2 & 3: Felicity Repacholi and the Dahrouge Geological field crew on site at the Express Lithium Project



DIRECTORS' REPORT

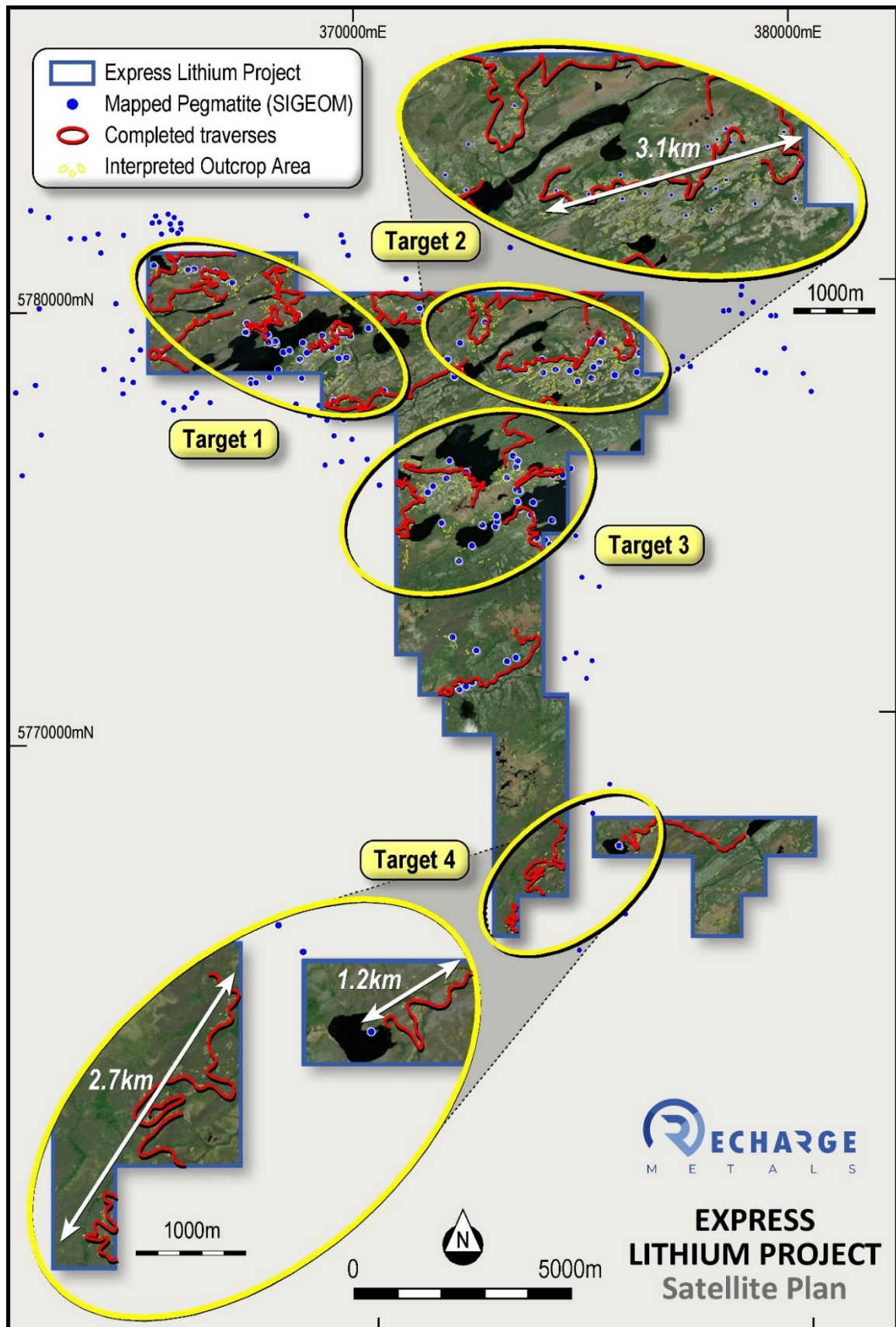


Figure 2: Target areas and completed traverses at the Express Lithium Project

Targeting was primarily based on interpretation of high-resolution aerial and satellite imagery which revealed significant areas of outcrop within the project area.



DIRECTORS' REPORT

These outcrops contain a substantial number of targets which were interpreted as potentially representing outcropping lithium-bearing pegmatites. These outcropping areas also include the historically mapped pegmatites on the project area, as illustrated in Figure 2.

Field crews from Dahrouge Geological completed traverses across all targets identified in areas 1 to 4 including mapping and sampling of all outcrops encountered. A total of 145km ground traverses were completed during the field program.

Assay results were received subsequent to the end of the half-year, with results confirming the potential of Express with assay data indicating a large number of the samples display the geochemical signatures associated with lithium-caesium-tantalum (LCT) pegmatites as well as showing evidence for varying degrees of fractionation across the project area².

From the assay data two high priority areas of outcropping pegmatites have been defined. Target 1A covers a strike length of 3.6km in the north-western corner of Target 1 and Target 3A covers a strike length of 3.2km in the western portion of Target 3. In addition, several other areas have been highlighted by Dahrouge Geological for follow up exploration.

WAPISTAN LITHIUM PROJECT – Québec, Canada

During the half-year, the Company completed field exploration activities at the Wapistan Lithium Project and commissioned a LiDAR survey.

Field exploration program

Field exploration was completed in two compressed campaigns at the Wapistan Lithium Project by Dahrouge Geological.

During September, Recharge commenced ground exploration at its Wapistan Lithium Project. Traverses were completed across Targets 1 and 2 (Figure 3)³.

During December, ground exploration focused on Targets 2 and 3 at Wapistan East and Target 4 at Wapistan West.

Targets at Wapistan were derived from the integration of a number of datasets⁴:

- High resolution aerial and satellite imagery acquired and interpreted by Dahrouge Geological,
- Historical outcrop mapping completed by Main Exploration Co in 1959, and
- High resolution drone magnetic survey completed by Northern Superior Resources in 2022.

Interpreted pegmatite outcrops in Target 1 are oriented NNE-SSW, parallel to the orientation of the Yasinski Greenstone Belt in this area. Mapping in this area records greenstone lithologies, quartzites and pegmatite-granite (not differentiated). A number of broad outcrops are interpreted to lie within the target area.

Interpreted pegmatite outcrops in Targets 2 - 4 are oriented NW-SE, parallel to the orientation of the Yasinski Greenstone Belt in this area. Mapping in these targets also records greenstone lithologies, quartzites and pegmatite-granite (not differentiated) with a diabase dyke intruding Target 2. The pegmatite-granite outcrops are mapped as being more elongated in these targets, along the strike of the belt.

Due to the compressed nature of the 2023 field season as a result of the wildfire emergency in the James Bay area, only "walk-in, walk-out" traverses were possible. This has meant only 5km of the 13km greenstone belt in the Wapistan West claim block was mapped and sampled.

Assay results were received subsequent to the end of the half-year, with results demonstrating the prospectivity of this area with samples displaying geochemical signatures associated with lithium-caesium-tantalum (LCT) pegmatites as well as showing evidence of fractionation⁵.

² See REC ASX Announcement dated 25 January 2024

³ See REC ASX Announcement dated 14 September 2023

⁴ See REC ASX Announcement dated 28 August 2023

⁵ See REC ASX Announcement dated 23 February 2024



DIRECTORS' REPORT

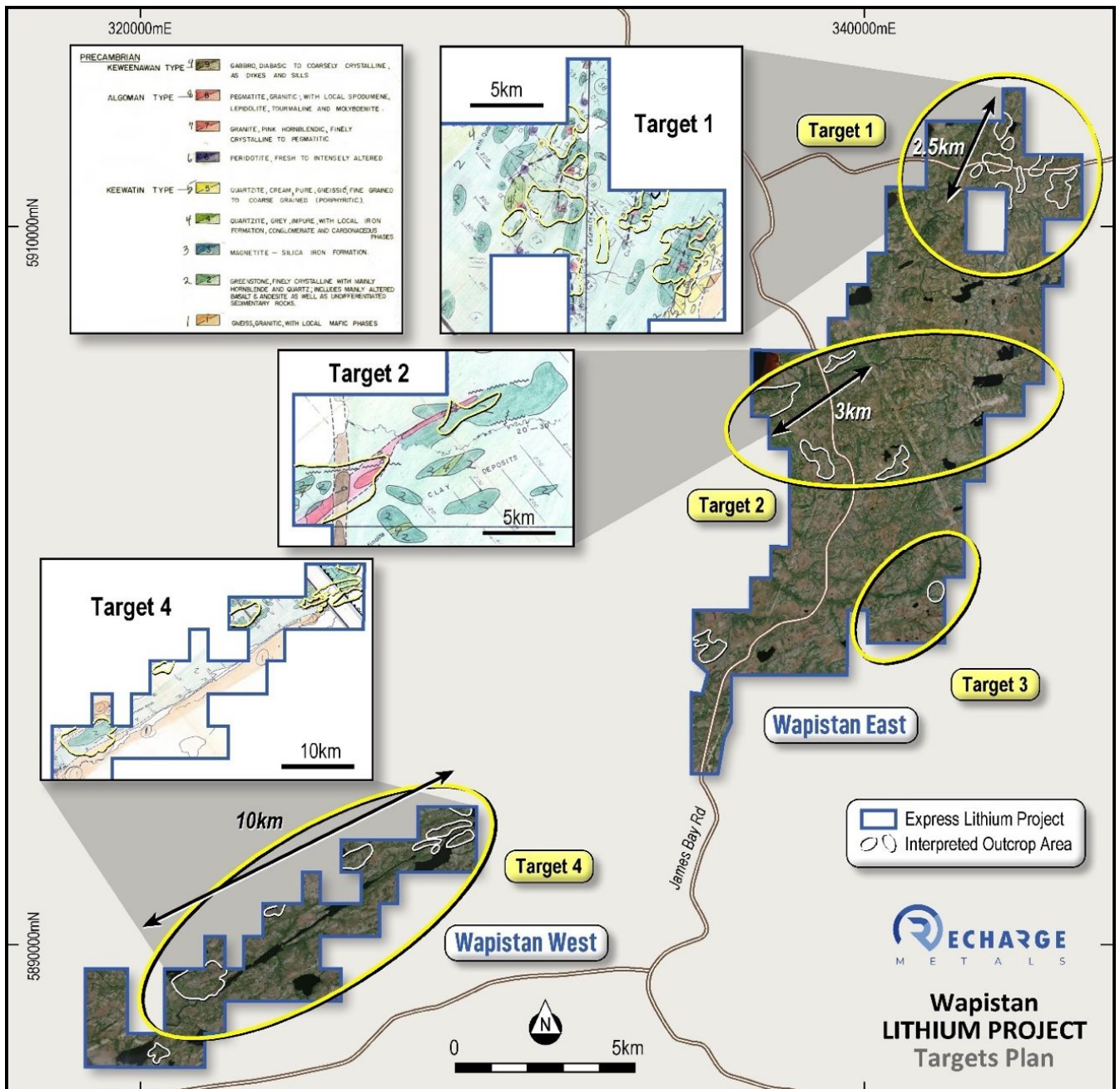


Figure 3: Identified Targets at Wapistan Lithium Project

BRANDY HILL SOUTH PROJECT – Western Australia, Australia

Recharge's Brandy Hill South Project is located within the Archaean Gullewa Greenstone Belt in Western Australia. The Project lies approximately 60km southeast of Yalgoo and covers approximately 850km².

The area is well serviced with infrastructure, with Silver Lake Resources (ASX:SLR) Deflector gold-copper mine located 18km to the north. Recharge acquired the Brandy Hill South Project based on the exploration potential of the southern extension of the Gullewa Greenstone Belt and the continuation of the main geological structure, the Salt Creek Shear, through the tenure.

Whilst activities focused on Canadian projects during the half-year, the Company continued to assess the prospectivity of the project and to explore corporate opportunities to advance the Brandy Hill South Project.



DIRECTORS' REPORT

CORPORATE

During the half-year Recharge and Rockland Resources Ltd agreed to extend the Deferred Cash Payment for the Wapistan Lithium Project. The Deferred Cash Payment is now payable by Recharge at any time by 30 September 2024.

On 15 September 2023 Recharge held a General Meeting of Shareholders who approved the issue of 7,000,000 performance shares to Directors. The performance shares were issued on 13 October 2023. (See note 11)

MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL PERIOD

Since 31 December 2023, the following events occurred which have significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

On 4 March 2024, the Company announced that it had entered into a binding agreement to acquire 100% ownership of **Newnham Lake Uranium Project** located in Canada's Athabasca Basin.

The Newnham Lake Uranium Project comprises a single mineral disposition covering an area of 15.84km² proximal to the north-eastern margin of the Athabasca Basin, Saskatchewan, Canada. It is approximately 75km southeast of the community of Stony Rapids and 800km north of Saskatoon, the largest city in Saskatchewan.

Material terms of Acquisition

Recharge has entered into a binding agreement with DG Resource Management and Kalt Industries Ltd. under which it has agreed to acquire 100% ownership of the Newnham Lake Uranium Project on the terms set out below:

(a) **Consideration:**

- (i) C\$300,000;
- (ii) C\$200,000 worth of fully paid ordinary shares in Recharge at a deemed issue price of A\$0.06 per share.

The Consideration Shares will be issued utilising available placement capacity under ASX Listing Rule 7.1.

(b) **Conditions:**

- (i) Recharge having completed legal, technical and geological due diligence on the Newnham Lake Uranium Project to its sole satisfaction;
- (ii) Recharge receiving binding commitments for a share placement to raise not less than A\$1 million (before costs); and
- (iii) Recharge having obtained all necessary shareholder, third-party and regulatory approvals required to complete the acquisition.

(c) **GSR Royalty:**

- (i) Recharge will grant to each of the Vendors a 1.00% gross overriding return (GOR) royalty from revenue generated from the Newnham Lake Uranium Project.

The Company expects to complete the Acquisition on or about 15 March 2024. The conditions must be satisfied no later than 28 March 2024.

Recharge made payment to the Government of Saskatchewan of C\$23,757.21, corresponding to a forward term renewal of MC00001333.



DIRECTORS' REPORT

Share Placement

Recharge will undertake a conditional share placement to raise A\$1.44 million via the issue of 24,063,994 fully paid ordinary shares at an issue price at A\$0.06 per share to sophisticated and professional investors.

The Placement shares will be issued utilising available placement capacity under ASX Listing Rule 7.1 (16,702,797 shares) and 7.1A (11,135,197 shares). Subject to completion of the Acquisition, the Placement shares are expected to be allotted on 15 March 2024 and commence trading on the ASX on 18 March 2024.

Other than the above the Company has no matters or circumstances that have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

Indemnification of Officers

The Company has agreed to indemnify all of the Directors of the Company for any liabilities to another person (other than the Company or related body corporate) that may arise from their position as Directors of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. During the financial year the Company paid a premium in respect of a contract insuring the Directors and officers of the Company and its controlled entities against any liability incurred in the course of their duties to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and Insurance of Auditor

The Company has not, during or since the end of the financial period, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

Auditor Independence

Section 307C of the Corporations Act 2001 requires our auditors, Hall Chadwick WA Audit Pty Ltd to provide the Directors of the Company with an Independence Declaration in relation to the audit of this financial report. The Directors have received the Independence Declaration which has been included within this financial report.

Signed in accordance with a resolution of the Directors:



Felicity Repacholi
Managing Director

Dated this 14th day of March 2024



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 Recharge Metals Limited for the half year ended 31 December 2023, 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 CA
Director

Dated this 14th day of March 2024
Perth, Western Australia

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME
FOR THE HALF YEAR ENDED 31 DECEMBER 2023**

	Note	31 December 2023 \$	31 December 2022 \$
Revenue	4	14,486	7,391
Depreciation and Amortisation		(36,955)	(71,456)
Corporate and compliance expenses		(615,203)	(380,284)
Marketing expenses		-	(29,310)
Exploration and Evaluation Expenses		(174,790)	(52,295)
Impairment in Tenement		(59,207)	-
Share based payments	11	(152,715)	-
Profit/(loss) before income tax		(1,024,384)	(525,954)
Income tax expense		-	-
Net profit/(loss) for the period		(1,024,384)	(525,954)
Other comprehensive income		(175,799)	-
Total comprehensive income/(loss) for the period		(1,200,183)	(525,954)
Loss per share for the period attributable to the members of Recharge Metals Ltd (cents per share)		(0.92)	(1.15)
Diluted Loss per share for the period attributable to the members of Recharge Metals Ltd (cents per share)		(0.92)	(1.15)

The accompanying notes form part of these financial statements



**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE HALF YEAR ENDED AS AT 31 DECEMBER 2023**

	Notes	31 December 2023	30 June 2023 \$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	5	1,234,600	2,571,008
Trade and other receivables	6	126,403	112,161
Other current assets		16,363	-
TOTAL CURRENT ASSETS		1,377,366	2,683,169
NON CURRENT ASSETS			
Plant and Equipment		12,034	15,442
Right-of-use assets		87,033	115,570
Exploration and Evaluation assets	7	12,010,887	11,706,108
Other non-current assets		22,831	22,831
TOTAL NON CURRENT ASSETS		12,132,785	11,859,951
TOTAL ASSETS		13,510,151	14,543,120
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	8	833,181	801,874
Lease liabilities		58,322	52,245
Provisions		17,235	5,900
TOTAL CURRENT LIABILITIES		908,738	860,019
NON CURRENT LIABILITIES			
Lease liabilities		33,272	67,492
TOTAL NON CURRENT LIABILITIES		33,272	67,492
TOTAL LIABILITIES		942,010	927,511
NET ASSETS		12,568,141	13,615,609
EQUITY			
Issued capital	10	13,188,758	13,188,758
Reserves	11	3,356,038	3,379,122
Accumulated losses		(3,976,655)	(2,952,271)
TOTAL EQUITY		12,568,141	13,615,609

The accompanying notes form part of these financial statements



**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2023**

	Issued Capital	Foreign Ex Reserve	Share Based Payment Reserve	Accumulated Losses	Total
	\$	\$	\$	\$	\$
Balance at 1 July 2023	13,188,758	170,002	3,209,120	(2,952,271)	13,615,609
Loss for the period	-	-	-	(1,024,384)	(1,024,384)
Other comprehensive income	-	(175,799)	-	-	(175,799)
	-	(175,799)	-	(1,024,384)	(1,200,183)
Transactions with equity holders in their capacity as owners					
Share based payments	-	-	152,715	-	152,715
	-	-	152,715	-	152,715
Balance at 31 December 2023	13,188,758	(5,797)	3,361,835	(3,976,655)	12,568,141
	\$		\$	\$	\$
Balance at 1 July 2022	5,428,594	-	653,966	(1,329,231)	4,753,329
Loss for the period	-	-	-	(525,954)	(525,954)
Other comprehensive income	-	-	-	-	-
	-	-	-	(525,954)	(525,954)
Transactions with equity holders in their capacity as owners					
Balance at 31 December 2022	5,428,594	-	653,966	(1,855,185)	4,227,375

The accompanying notes form part of these financial statements



**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 31 DECEMBER 2023**

	Note	31 December 2023 \$	31 December 2022 \$
Cash flows from operating activities			
Payments to suppliers and employees		(855,866)	(528,723)
Interest Received		13,286	5,379
Other Income		1,200	2,011
Borrowing Costs		(3,542)	-
Net cash flows used in operating activities		(844,922)	(521,333)
Cash flows from investing activities			
Payment for plant and equipment		(5,010)	(42,919)
Payments for exploration and evaluation expenditure		(458,334)	(997,337)
Payment for other financial assets		(28,142)	(22,831)
Net cash flows used in investing activities		(491,486)	(1,063,087)
Net (decrease)/increase in cash and cash equivalents		(1,336,408)	(1,584,420)
Cash and cash equivalents at the beginning of the period		2,571,008	2,351,316
Cash and cash equivalents at the end of the period		1,234,600	766,896

The accompanying notes form part of these financial statements



CONDENSED CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED 31 DECEMBER 2023

1. CORPORATE INFORMATION

This financial report of Recharge Metals Limited ("Company") was authorised for issue in accordance with a resolution of the directors on 14 March 2024.

Recharge Metals Limited is a public listed company, incorporated and domiciled in Australia.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The general purpose financial statements for the half year period ended 31 December 2023 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'.

The 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 financial statements for the Company for the year ended 30 June 2023 together with any public announcements made by the company during the half year in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The following are the accounting policies adopted by the Company in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

(b) New and Amended Accounting Policies Adopted by the Company

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

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

(c) Going Concern

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

For the period ended 31 December 2023 the Company incurred a loss of \$1,024,384 (Dec 2022: loss of \$525,954) and outflows from operating of \$844,922 (Dec 2022: \$521,333).

As at 31 December 2023, the Company has a working capital Surplus of \$468,628 (June 2023: \$1,823,150).

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

The Company has the ability to raise capital as evidenced by \$1,357,209 (net of costs) committed subsequent to balance date; and

The Group has the ability to reduce corporate and overhead expenditures in line with available funds if required.

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.

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. The directors are confident of the Company's ability to raise additional funds as and when they are required.

Should the Company 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 Company be unable to continue as a going concern and meet its debts as and when they fall due.



**CONDENSED CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2023**

3. SEGMENT INFORMATION

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

The operating segments are identified by the Board based on the phase of operation within the mining industry.

The Board considers that it has only operated in one segment, being mineral exploration in Australia.

4. REVENUE

	31 December 2023	31 December 2022
	\$	\$
Revenue		
Interest	13,286	5,379
Other income	1,200	2,012
	14,486	7,391

5. CASH AND CASH EQUIVALENTS

	31 December 2023	30 June 2023
	\$	\$
Cash at bank and on hand	1,224,600	2,561,008
Short Term Deposit	10,000	10,000
	1,234,600	2,571,008

6. TRADE AND OTHER RECEIVABLES

	31 December 2023	30 June 2023
	\$	\$
GST Receivable	86,494	40,535
Prepayments	39,909	71,626
	126,403	112,161



**CONDENSED CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2023**

7. EXPLORATION AND EVALUATION ASSETS

	31 December 2023 \$	30 June 2023 \$
Opening Balance	11,706,108	2,438,686
Project acquisition	-	8,282,909
Impairment of Tenements (i)	(59,207)	(351,346)
Exploration expenditure capitalised	363,986	1,335,859
Carrying amount at balance date	12,010,887	11,706,108

- (i) The Company surrendered tenements E80/5574, E80/5575 and E70/5747 and has impaired the costs capitalised for the tenement to the value of \$59,207.

Exploration and evaluation assets are initially measured at cost and include acquisition of rights to explore, studies, and other associated activities used in exploration and evaluation activities. Exploration incurred is accumulated in relation to each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves. The company conducts impairment testing when indicators of impairment are present at the reporting date. Other than mentioned, above no such indicators are present at the reporting date.

8. TRADE AND OTHER PAYABLES

	31 December 2023 \$	30 June 2023 \$
Trade and other payables	258,701	215,374
Deferred Wapistan acquisition payable	554,480	566,500
Accruals	20,000	20,000
	833,181	801,874

Trade and other payables are non-interest bearing and are normally settled on 30 to 60 day terms.

The Company entered into a Deed for Variation with Rockland Resources Ltd to extend the deferred payment of \$500,000CAD for the Wapistan Project to September 2024.

9. PROJECT EXPENDITURE COMMITMENTS

	31 December 2023 \$	30 June 2023 \$
Expenditure commitments contracted for:		
Exploration Permits	733,622	1,395,841
	733,622	1,395,841
Payable:		
- not later than 12 months	220,000	347,000
- between 12 months and 5 years	513,622	1,048,841
- more than 5 years	-	-
	733,622	1,395,841



**CONDENSED CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2023**

10. CONTRIBUTED EQUITY

	31 December 2023 Number	31 December 2023 \$
Fully paid ordinary shares on issue		
Issue Date		
Opening Balance	111,351,974	13,188,758
Movement during the period	-	-
As at 31 December 2023	111,351,974	13,188,758

	30 June 2023 Number	30 June 2023 \$
Fully paid ordinary shares on issue		
Issue Date		
Opening Balance	45,562,501	6,449,001
Issued 4 May 2023 placement \$0.10 per share	30,000,000	3,000,000
Issued 4 May 2023 Vendor shares \$0.14 per share	22,500,000	3,150,000
Issued 4 May 2023 Transaction shares \$0.14 per share	2,500,000	350,000
Issued 27 June 2023 placement \$0.19 per share	5,789,473	1,100,000
Issued 27 June 2023 Vendor shares \$0.20 per share	5,000,000	1,000,000
Capital Raising Costs		(1,860,243)
As at 30 June 2023	111,351,974	13,188,758

11. RESERVES

	31 December 2023 \$	30 June 2023 \$
Share-based payments reserve	3,361,835	3,209,120
Foreign currency translation reserve	(5,797)	170,002
Total Reserves	3,356,038	3,379,122

The share-based payments reserve records items recognised as expenses on valuation of employee share options. Share options are issued for nil consideration. The exercise price of the share options is determined by the Directors in their absolute discretion.

Any options that are not exercised by their expiry date will lapse. Upon exercise, these options will be settled in ordinary fully paid shares of the Company. The Options can be exercised in whole or part at any time up to and including the Expiry Date by lodging an Option Exercise Notice accompanied by the payment of the exercise price.

The foreign currency translation reserve comprises all foreign currency differences arising from the transaction of the financial statements of foreign operations.



**CONDENSED CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2023**

11. RESERVES (continued)

The share-based payments reserve records items recognised as expenses on valuation of employee, vendor and consultant share options and Performance rights. Share options and Performance rights are issued for nil consideration. The exercise price of the share options is determined by the Directors in their absolute discretion and set out in the Offer provided that the exercise price is not less than the average Market Price on ASX on the five trading days prior to the day the Directors resolve to grant the Options. The conditions of the Performance rights are determined by the Directors in their absolute discretion and set out in the Offer provided.

Any options and performance rights that are not exercised or conditions met by their expiry date will lapse. Upon exercise and vesting, options and performance rights will be settled in ordinary fully paid shares of the Company. The Options can be exercised in whole or part at any time up to and including the Expiry Date by lodging and Option Exercise Notice accompanied by the payment of the exercise price.

	31 December 2023 \$	30 June 2023 \$
Reconciliation of Share-based payments reserve:		
Opening Balance	3,209,120	653,966
Options and Performance rights issued during the year	152,715	2,555,154
	3,361,835	3,209,120
Reconciliation of Foreign currency translation reserve		
Opening Balance	170,002	-
Foreign currency translation	(175,799)	170,002
Total Foreign currency translation reserve	(5,797)	170,002
Total Reserves	3,356,038	3,379,122

Share Based Payments

Valuation Assumptions

All performance rights issued to directors were issued using the trinomial valuation model.

Date Granted	Number of Options	Exercise Price	Expiry Date	Risk Free Interest Rate	Volatility	Underlying Share Price	Fair Value Per Performance Right
15 Sept 2023	1,750,000	-	15/9/2027	3.83%	100%	\$0.245	\$0.217
15 Sept 2023	1,750,000	-	15/9/2027	3.83%	100%	\$0.245	\$0.185
15 Sept 2023	1,750,000	-	15/9/2027	3.83%	100%	\$0.245	\$0.165

Performance rights were issued to Directors with the following performance hurdles:

Tranche	Hurdles
Tranche 1	\$0.50 20-day vwap or 10mt @ 1% Li ₂ O and 12 months of continuous service
Tranche 2	\$1.00 20-day vwap or 10mt @ 1% Li ₂ O and 18 months of continuous service
Tranche 3	\$1.50 20-day vwap or 10mt @ 1% Li ₂ O and 24 months of continuous service

The Directors' performance rights were issued with shareholder approval and the total valuation of \$1,275,873 will be expensed over the vesting period. As at 31 Dec 2023, \$152,715 has been expensed through the Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income.



CONDENSED CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED 31 DECEMBER 2023

12. CONTROLLED ENTITIES

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

Controlled Entities	Country of Origin	Percentage owned
Express Lithium Inc	Canada	100%

13. EVENTS AFTER REPORTING DATE

Since 31 December 2023, the following events occurred which have significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

On 4 March 2024, the Company announced that it had entered into a binding agreement to acquire 100% ownership of Newnham Lake Uranium Project located in Canada's Athabasca Basin, Canada,.

The Newnham Lake Uranium Project comprises a single mineral disposition covering an area of 15.84km² proximal to the north-eastern margin of the Athabasca Basin, Saskatchewan, Canada. It is approximately 75km southeast of the community of Stony Rapids and 800km north of Saskatoon, the largest city in Saskatchewan.

Material terms of Acquisition

Recharge has entered into a binding agreement with DG Resource Management and Kalt Industries Ltd. under which it has agreed to acquire 100% ownership of the **Newnham Lake Uranium Project** on the terms set out below:

(a) **Consideration:**

- (i) C\$300,000;
- (ii) C\$200,000 worth of fully paid ordinary shares in Recharge at a deemed issue price of A\$0.06 per share.

The Consideration Shares will be issued utilising available placement capacity under ASX Listing Rule 7.1.

(b) **Conditions:**

- (i) Recharge having completed legal, technical and geological due diligence on the Newnham Lake Uranium Project to its sole satisfaction;
- (ii) Recharge receiving binding commitments for a share placement to raise not less than A\$1 million (before costs); and
- (iii) Recharge having obtained all necessary shareholder, third-party and regulatory approvals required to complete the acquisition.

(c) **GSR Royalty:**

- (i) Recharge will grant to each of the Vendors a 1.00% gross overriding return (GOR) royalty from revenue generated from the Newnham Lake Uranium Project.

The Company expects to complete the Acquisition on or about 15 March 2024. The conditions must be satisfied no later than 28 March 2024.

Recharge made payment to the Government of Saskatchewan of C\$23,757.21, corresponding to a forward term renewal of MC00001333.



CONDENSED CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED 31 DECEMBER 2023

13 EVENTS AFTER REPORTING DATE (continued)

Share Placement

Recharge will undertake a conditional share placement to raise A\$1.44 million via the issue of 24,063,994 fully paid ordinary shares at an issue price at A\$0.06 per share to sophisticated and professional investors.

The Placement shares will be issued utilising available placement capacity under ASX Listing Rule 7.1 (16,702,797 shares) and 7.1A (11,135,197 shares). Subject to completion of the Acquisition, the Placement shares are expected to be allotted on 15 March 2024 and commence trading on the ASX on 18 March 2024.

Other than the above the Company has no matters or circumstances that have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

14. CONTINGENT LIABILITIES

There have been no additional contingent liabilities or contingent assets recognised since the end of the previous annual reporting period, 31 December 2023.



DIRECTORS' DECLARATION

The Directors of the Company declare that:

1. The financial statements and notes, are in accordance with the Corporations Act 2001 and:
 - a) comply with AASB 134 Interim Financial Reporting and the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
 - b) give a true and fair view of the Company's financial position as at 31 December 2023 and of its performance for the period ended on that date.
2. In the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors by:

Signed in accordance with a resolution of the Board of Directors:



Felicity Repacholi
Managing Director

Dated this 14th day of March 2024



INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF RECHARGE METALS LIMITED

Conclusion

We have reviewed the accompanying half-year financial report of Recharge Metals Limited ("the Company") and Controlled Entities ("the Consolidated Entity") which comprises the condensed consolidated statement of financial position as at 31 December 2023, 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 significant 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 2023 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 2(c) in the financial report, which indicates that the Consolidated Entity incurred a net loss of \$1,024,384 during the half year ended 31 December 2023. As stated in Note 2(c), these events or conditions, along with other matters as set forth in Note 2(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 2023 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 CA
Director

Dated this 14th day of March 2024
Perth, Western Australia