



**Southern Hemisphere Mining Limited
and its controlled entities**

ABN 17 140 494 784

**Half-year report
for the half-year ended 31 December 2024**

Corporate Information

Board of Directors

Mr Mark Stowell (Chairman)
Mr David Frances
Mr Richard Caldwell
Mrs Natalie Dawson

Company Secretary

Mr Keith Bowker

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Securities Exchange

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ASX Code: SUH

Frankfurt Stock Exchange
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FWB Code: NK4

Half-year report for the half-year ended 31 December 2024

Contents

Cautionary statements.....	1
Directors' report.....	2
Auditor's independence declaration.....	5
Independent auditor's review report.....	6
Directors' declaration.....	8
Condensed consolidated statement of profit or loss and other comprehensive income	9
Condensed consolidated statement of financial position.....	10
Condensed consolidated statement of changes in equity.....	11
Condensed consolidated statement of cash flows.....	12
Condensed notes to the consolidated financial statements.....	13

Cautionary statements

Forward-looking statements

The financial reports may contain certain forward-looking statements. Such statements are only predictions, based on certain assumptions and involve known and unknown risks, uncertainties and other factors, many of which are beyond the Company's control. Actual events or results may differ materially from the events or results expected or implied in any forward-looking statement.

The inclusion of such statements should not be regarded as a representation, warranty or prediction with respect to the accuracy of the underlying assumptions or that any forward-looking statements will be or are likely to be fulfilled. Southern Hemisphere Mining Limited undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date of these financial statements (subject to continuous disclosure requirements under the ASX Listing Rules).

The information in these financial statements does not take into account the objectives, financial situation or particular needs of any person or organisation. Nothing contained in these financial statements constitutes investment, legal, tax or other advice.

Previous Disclosure – 2012 JORC Code

The information in these financial statements that relates to specific exploration results, exploration targets and exploration data for the Company's Projects were extracted from previously released ASX announcements.

Copies of such announcements are available to view on the Company's website www.shmining.com.au. The reports were issued in accordance with the 2012 Edition of the JORC Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

In relation to Mineral Resources, metallurgical test-work confirms recoverability is within normal parameters, with 5 locked cycle flotation tests completed which gave a weighted average copper recovery of 84%, between 41% - 57% for gold and 13.5% to 56.4% for molybdenum with no deleterious elements.

Directors' report

The directors submit herewith the financial report of Southern Hemisphere Mining Limited ("Southern Hemisphere Mining" or "the Company") and its controlled entities ("the Group") for the half-year ended 31 December 2024. In order to comply with the provisions of the *Corporations Act 2001*, the directors report as follows:

Directors

The names of the directors of the Company during or since the end of the half-year are:

Mr Mark Stowell

Mr David Frances

Mr Richard Caldwell

Mrs Natalie Dawson

The above named directors held office during and since the end of the half-year.

Review of operations

The loss of the Group for the half-year ended 31 December 2024, after accounting for income tax, amounted to \$1,812,554 (31 December 2023 \$2,329,779).

During the half-year, the Company continued to work on its Copper, Gold, Molybdenum, Manganese and Lithium exploration assets in Chile. Under the accounting policy, all exploration is expensed.

Llahuin Copper/Gold/Molybdenum Project

The Llahuin copper/gold project is located approximately 350km north of Santiago, Chile and hosts over 680kt CuEq in Central Chile in measured, indicated and inferred resources and increasing with more drilling.

Llahuin is a substantial copper/gold project in a prime low altitude location in Chile, amenable to open pit mining. Work continues to advance the major scale potential for open pit resources which are being expanded towards a 25-year mine life for feasibility studies to commence. The depth potential is unknown, but indications from geophysical work shows very sizeable targets.

8km west of Llahuin is the El Espino copper-gold mine development owned by Pucobre, a Chilean listed copper miner and Resource Capital Fund which invested US\$90m for a 23.6% stake. The capex is estimated at US\$490m and construction is well underway. This is the first new substantial copper mine in the area for many years, and it's excellent to see this progress next door.

The Company completed an RC drilling program totalling 2,728m drilled in 26 holes, extending the strike of the Cerro-Ferro system by 15%, a further 300m to 2.2km. The results included:

- 105m @ 0.64% CuEq from surface to EOH, including 16m @ 0.85% CuEq from surface and 26m @ 0.91% CuEq from 78m (24LHRC065);
- 81m @ 0.49% CuEq from 2m to EOH, including 48m @ 0.58% CuEq from 30m (24LHRC055);
- 132m @ 0.48% CuEq from surface, including 60m @ 0.67% CuEq from surface (24LHRC058);
- 122m @ 0.41% CuEq from 2m, including 48m @ 0.52% CuEq from 66m (24LHRC048);
- 16m @ 0.51% CuEq from 102m (24LHRC051);
- 128m @ 0.41% CuEq from 16m to EOH, including 32m @ 0.57% CuEq from 66m (24LHRC067);
- 30m @ 0.42% CuEq from surface, including 26m @ 0.56% CuEq from 40m to EOH, including 8m @ 0.96% CuEq from 42m (24LHRC068).
- Diamond drilling testing the potential depth extension to commence in Q1 2025.

Copper equivalent calculation is determined using the following metal prices and without metallurgical recovery %.

Copper US\$3.50/lb, Gold US\$2,550/oz and Molybdenum US\$20/lb with no recovery factors applied.

Los Pumas Manganese Project

The Los Pumas Manganese Project is located approximately 175km east of the port city of Arica, Chile. The Company completed an updated resource estimate during 2023 resulting in a JORC 2012 compliant total manganese resource of 30.26mt at 6.24% Mn, with potential for expansion.

Technical work advanced towards agricultural soil improver products for use in country. Electrolytic manganese is also under consideration.

Colina2 Project

The Colina2 Project is located 8km to the northwest of Llahuin.

There remains a non JORC compliant copper resource on the project which could be exploited in conjunction with Llahuin.

The Lago Lithium Brine Project

A total of 9 almost contiguous licences for approximately 27km² were applied for and granted during the 2023 year. The Lago Lithium Brine Project is located approximately 18km east of the Salar de Atacama where SQM operations. Exploration is planned once the wrap up of the Llahuin drilling program and future drill locations etc is completed.

Subsequent events

- On 3 January 2025, a payment of \$364,326.36 was made to Merchant Holdings Pty Ltd, a company controlled by Mr Mark Stowell to settle all outstanding amounts under the loan facility agreement (refer note 8).

There have been no other events subsequent to the reporting date that are expected to have a material impact on the financial position or performance of the Group.

Auditor's independence declaration

The auditor's independence declaration is included on page 5 of the half-year report.

Rounding off of amounts

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

Signed in accordance with a resolution of directors made pursuant to s.306(3) of the *Corporations Act 2001*.

On behalf of the Directors



Mr Mark Stowell

Chairman

6 March 2025

Perth, Western Australia

Auditor's Independence Declaration

To those charged with the governance of Southern Hemisphere Mining Limited

As the lead auditor of Southern Hemisphere Mining Limited for the half-year ended 31 December 2024, I hereby declare, to the best of my knowledge and belief, that:

- i) There have been no contraventions of the independence requirements of the *Corporations Act 2001* in relation to this review; and
- ii) There have been no contraventions of any applicable code of professional conduct in relation to this review.

This declaration applies to Southern Hemisphere Mining Limited and its controlled entities for the reporting period.

Elderton Audit Pty Ltd.

Elderton Audit Pty Ltd



Sajjad Cheema
Director

06 March 2025
Perth

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Southern Hemisphere Mining Limited

Report on the Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of Southern Hemisphere Mining Limited (the 'Company') and its subsidiaries ("the Group"), which comprises the condensed consolidated statement of financial position as of 31 December 2024, the condensed consolidated statement of profit or loss and other comprehensive income, the condensed consolidated statement of changes in equity, and the condensed consolidated statement of cash flows for the half-year ended on that date. It also includes a summary of significant accounting policies, other explanatory information, 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 accompanying half-year financial report of Southern Hemisphere Mining Limited is not under the Corporations Act 2001, including:

- (a) giving a true and fair view of the Group'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 the Corporations Regulations 2001.

Basis for Conclusion

We conducted our review under 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.

Material Uncertainty Related to Going Concern

Without qualifying our conclusion, we draw attention to Note 2, Basis of Preparation, of the financial report, which describes that the ability of the Group to continue as a going concern is dependent on debt and equity financing. As a result, there is material uncertainty related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. Consequently, the Group may be unable to realize its assets and discharge its liabilities in the normal course of business and at the amounts stated in the financial report.

Independence

We are independent of the Group by 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), which are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities following 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.

Director's Responsibility for the Half-Year 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 by Australian Accounting Standards and the Corporations Act 2001. They are also responsible for implementing such internal control as they determine necessary to enable the preparation of the half-year financial report that 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 by the Corporations Act 2001, including giving a true and fair view of the Group's financial position as of 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 inquiries, 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 by 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.

Elderton Audit Pty Ltd.

Elderton Audit Pty Ltd



Sajjad Cheema
Director

06 March 2025
Perth

Directors' declaration

The directors declare that, in the directors' opinion:

- (a) the attached consolidated financial statements and notes are in accordance with the *Corporations Act 2001*, including:
 - (i) 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
 - (ii) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*; and
- (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.

Signed in accordance with a resolution of the directors made pursuant to s.303(5) of the *Corporations Act 2001*.

On behalf of the Directors



Mr Mark Stowell

Chairman

6 March 2025

Perth, Western Australia

Condensed consolidated statement of profit or loss and other comprehensive income

for the half-year ended 31 December 2024

		Consolidated	
		Half-year ended	
		31 December	31 December
		2024	2023
		\$	\$
Note			
	Continuing operations		
	Interest income	17,241	351
	Other income	11,062	-
	Administration expenses	(181,487)	(225,259)
	Professional fees	(38,560)	(42,769)
	Employee benefit expenses	(396,292)	(213,100)
6	Share-based payments	(31,358)	(36,236)
	Exploration and evaluation expenditure	(1,193,160)	(1,812,766)
	Loss before income tax	(1,812,554)	(2,329,779)
	Income tax	-	-
	Loss after income tax for the half-year	(1,812,554)	(2,329,779)
	Other comprehensive income for the half-year		
	<i>Items that may be reclassified subsequently to profit or loss</i>		
	Foreign currency movement	79,680	30,115
	Other comprehensive profit for the half-year	79,680	30,115
	Total comprehensive loss for the half-year	(1,732,874)	(2,299,664)
	Loss for the half-year attributable to:		
	Owners of the Company	(1,812,554)	(2,329,779)
	Total comprehensive loss for the half-year attributable to:		
	Owners of the Company	(1,732,874)	(2,299,664)
	Earnings per share		
	Basic and diluted loss per share	(0.25)	(0.42)

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

Condensed consolidated statement of financial position as at 31 December 2024

		Consolidated	
		31 December 2024	30 June 2024
	Note	\$	\$
ASSETS			
Current assets			
Cash and cash equivalents		2,949,335	4,662,668
Receivables and other assets		34,207	23,334
Total current assets		2,983,542	4,686,002
Non-current assets			
Property, plant and equipment		16,795	16,399
Total non-current assets		16,795	16,399
Total assets		3,000,337	4,702,401
LIABILITIES			
Current liabilities			
Trade and other payables		354,440	342,108
Borrowings		364,097	350,367
Total current liabilities		718,537	692,475
Total liabilities		718,537	692,475
Net assets		2,281,800	4,009,926
Equity			
Share capital	5	65,070,970	65,097,580
Share-based payment reserve	6	466,481	435,123
Other reserves		1,515,816	1,436,136
Accumulated losses		(64,771,467)	(62,958,913)
Total equity		2,281,800	4,009,926

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

Condensed consolidated statement of changes in equity for the half-year ended 31 December 2024

Consolidated

Balance at 1 July 2023

Loss for the half-year

Foreign currency translation

Other comprehensive profit for the half-year

Total comprehensive loss for the half-year

Issue of share capital

Share-issue costs

Share-based payments

Lapsed employee incentive options

Balance at 31 December 2023

Balance at 1 July 2024

Loss for the half-year

Foreign currency translation

Other comprehensive profit for the half-year

Total comprehensive loss for the half-year

Share-issue costs

Share-based payments

Balance at 31 December 2024

	Share capital	Share-based payment reserve	Foreign currency translation reserve	Accumulated losses	Total equity
	\$	\$	\$	\$	\$
Balance at 1 July 2023	58,594,790	343,068	967,353	(59,492,504)	412,707
Loss for the half-year	-	-	-	(2,329,779)	(2,329,779)
Foreign currency translation	-	-	30,115	-	30,115
Other comprehensive profit for the half-year	-	-	30,115	-	30,115
Total comprehensive loss for the half-year	-	-	30,115	(2,329,779)	(2,299,664)
Issue of share capital	2,362,025	-	-	-	2,362,025
Share-issue costs	(144,071)	-	-	-	(144,071)
Share-based payments	-	36,236	-	-	36,236
Lapsed employee incentive options	-	(237)	-	237	-
Balance at 31 December 2023	60,812,744	379,067	997,468	(61,822,046)	367,233
Balance at 1 July 2024	65,097,580	435,123	1,436,136	(62,958,913)	4,009,926
Loss for the half-year	-	-	-	(1,812,554)	(1,812,554)
Foreign currency translation	-	-	79,680	-	79,680
Other comprehensive profit for the half-year	-	-	79,680	-	79,680
Total comprehensive loss for the half-year	-	-	79,680	(1,812,554)	(1,732,874)
Share-issue costs	(26,610)	-	-	-	(26,610)
Share-based payments	-	31,358	-	-	31,358
Balance at 31 December 2024	65,070,970	466,481	1,515,816	(64,771,467)	2,281,800

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

Condensed consolidated statement of cash flows for the half-year ended 31 December 2024

	Consolidated	
	Half-year ended	
	31 December	31 December
	2024	2023
	\$	\$
Cash flows from operating activities		
Payments to suppliers and employees	(808,078)	(179,217)
Payments for exploration and evaluation expenditure	(1,006,242)	(1,320,068)
Interest received	17,241	351
Net cash used in operating activities	(1,797,079)	(1,498,934)
Cash flows from financing activities		
Proceeds from issue of shares	-	2,184,626
Share issue costs	(34,124)	(144,071)
Proceeds from sale of concessions	11,062	-
Net cash (used in)/provided by financing activities	(23,062)	2,040,555
Net (decrease)/increase in cash and cash equivalents	(1,820,141)	541,621
Cash and cash equivalents at the beginning of the half-year	4,662,668	598,427
Effect of exchange rates on cash and cash equivalents	106,808	26,672
Cash and cash equivalents at the end of the half-year	2,949,335	1,166,720

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

Notes to the consolidated financial statements

for the half-year ended 31 December

1. General information

Southern Hemisphere Mining Limited ("Southern Hemisphere Mining" or "the Company") and its controlled entities ("the Group") is a Company limited by shares incorporated and domiciled in Australia whose ordinary shares are publicly traded on the Australian Securities Exchange ("ASX") and the Frankfurt Stock Exchange ("FWB"). The address of the principal place of business and registered office is Suite 2, 20 Howard Street, Perth, Western Australia, 6000. The Group also maintains an office in Santiago, Chile.

2. Basis of preparation and significant accounting policies

Statement of compliance

The half-year financial report is a general purpose financial report prepared in accordance with the *Corporations Act 2001* and AASB 134 *Interim Financial Reporting*. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 *Interim Financial Reporting*.

The half-year report does not include notes of the type normally included in an annual financial report and should be read in conjunction with the most recent annual financial report and any public announcements made by the Company during the half-year in accordance with the continuous disclosure requirements of the *Corporations Act 2001* and the ASX Listing Rules.

The financial report of the Group for the half-year ended 31 December 2024 was authorised for issue in accordance with a resolution of the directors on 5 March 2025.

Basis of preparation

The condensed consolidated financial statements have been prepared on the basis of historical cost. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

The accounting policies and methods of computation adopted in the presentation of the half-year financial report are consistent with those adopted and disclosed in the Company's 2024 annual financial report for the financial year ended 30 June 2024. The accounting policies are consistent with Australian Accounting Standards and with International Financial Reporting Standards.

Rounding off of amounts

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

Going concern

The condensed consolidated financial statements have 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 normal course of business.

As disclosed in the financial statements for the half-year ended 31 December 2024, the Group incurred a loss of \$1,812,554 (2023: \$2,329,779) and had net cash outflows from operating activities of \$1,797,079 (2023: \$1,498,934) and cash (outflows)/inflows from financing activities of (\$23,062) (2023: \$2,040,555). As at 31 December 2024, the Group has net assets of \$2,281,800 (30 June 2024: \$4,009,926).

Going concern (continued)

As such, the directors believe that there are reasonable grounds to believe that the Group will be able to continue as a going concern, after consideration of the following factors:

- The Company's VAT tax consultant in Chile is filing a VAT refund for each subsidiary. Accumulated VAT returns are indicatively \$3.5m and subject to review and approval of government taxation authorities. and in any event the VAT paid can be offset against future VAT received from sales by each entity.
- The directors are confident based on historical raisings that the Group has the ability to raise further funds through capital raisings as and when required to satisfy its operational expenditure commitments.
- The directors are seeking potential joint venture partners in certain projects which will expedite exploration activities whilst retaining cash reserves. This would result in the Company decreasing its ownership interest in those projects but advance them to resource stage or reduce prospectivity.
- The directors continue to review new assets and opportunities in the copper and gold sector which will attract capital to the Company.

Accordingly, the directors believe that the Group will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial statements.

In the event that the Group is unsuccessful in the matters set out above in relation to obtaining future funds through capital raisings, there is a material uncertainty whether the Group will continue as a going concern, and therefore whether it will realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the financial statements.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets or to the amounts and classification of liabilities that might be necessary should the Group not continue as a going concern.

The directors are not aware of any material uncertainties related to events or conditions that may cast significant doubts upon the Group's ability to continue as a going concern.

New and amended Accounting Standards that are effective for the current period

The Group has adopted all the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to its operations and effective for an accounting period that begins on or after 1 July 2024.

3. Dividends

No dividends were paid or declared for the half-year ended 31 December 2024 and the directors have not recommended the payment of a dividend.

4. Operating segments

Identification of reportable segments

The Group operates predominantly in the mining industry. This comprises exploration and evaluation of copper, gold, molybdenum, manganese and lithium projects. Inter-segment transactions are priced at cost to the Group.

The Group has identified its operating segments based on the internal reports that are provided to the Board of Directors on a monthly basis and in determining the allocation of resources. Management has identified the operating segments based on the two principal locations based on geographical areas and therefore different regulatory environments – Australia and Chile.

Segment assets include the costs to acquire tenements and the capitalised exploration costs of those tenements.

Basis of accounting for purposes of reporting by operating segments

Accounting policies adopted

Unless stated otherwise, all amounts reported to the Board of Directors, being the chief decision makers with respect to operating segments, are determined in accordance with accounting policies that are consistent to those adopted in the half-year financial statements of the Group.

Segment assets

Where an asset is used across multiple segments, the asset is allocated to that segment that receives majority economic value from that asset. In the majority of instances segment assets are clearly identifiable on the basis of their nature and physical location.

Segment liabilities

Liabilities are allocated to segments where there is a direct nexus between the incurrence of the liability and the operations of the segment. Borrowings and tax liabilities are generally considered to relate to the Group as a whole and are not allocated. Segment liabilities include trade and other payables and certain direct borrowings.

For the half-year ended

31 December 2024

Segment revenue and other income

Segment exploration expenditures

Segment other expenses

Segment loss after income tax

As at 31 December 2024

Segment current assets

Segment non-current assets

Segment total assets

Segment current liabilities

Segment total liabilities

Segment net assets/(deficiency)

	Australia	Chile	Total
	\$	\$	\$
Segment revenue and other income	17,241	11,062	28,303
Segment exploration expenditures	(298,051)	(895,109)	(1,193,160)
Segment other expenses	(393,430)	(254,267)	(647,697)
Segment loss after income tax	(674,240)	(1,138,314)	(1,812,554)
Segment current assets	2,951,559	31,983	2,983,542
Segment non-current assets	-	16,795	16,795
Segment total assets	2,951,559	48,778	3,000,337
Segment current liabilities	(446,528)	(272,009)	(718,537)
Segment total liabilities	(446,528)	(272,009)	(718,537)
Segment net assets/(deficiency)	2,505,031	(223,231)	2,281,800

4. Operating segments (continued)

For the half-year ended 31 December 2023	Australia \$	Chile \$	Total \$
Segment revenue and other income	351	-	351
Segment exploration expenditures	(420,261)	(1,392,505)	(1,812,766)
Segment other expenses	(444,004)	(73,360)	(517,364)
Segment loss after income tax	(863,914)	(1,465,865)	(2,329,779)
As at 31 December 2023			
Segment current assets	1,077,844	115,542	1,193,386
Segment non-current assets	1,069	17,778	18,847
Segment total assets	1,078,913	133,320	1,212,233
Segment current liabilities	(99,480)	(745,520)	(845,000)
Segment total liabilities	(99,480)	(745,520)	(845,000)
Segment net assets/(deficiency)	979,433	(612,200)	367,233

5. Share capital

	31 Dec 2024 No.	30 June 2024 No.	31 Dec 2024 \$	30 June 2024 \$
Fully paid ordinary shares	736,240,044	736,240,044	65,070,970	65,097,580
Fully paid ordinary shares				
Opening balance	736,240,044	472,405,040	65,097,580	58,137,631
<i>Shares issued during the period</i>				
Share placement ^(a)	-	145,714,286		5,100,000
Exercise of listed options ^(b)		19,458		1,946
Non-renounceable rights issue ^(c)		118,101,260		2,362,025
Share-issue costs ^{(a),(c)}	-	-	(26,610)	(504,022)
	736,240,044	736,240,044	65,070,970	65,097,580

(a) On 17 June 2024, the Company completed a share placement to institutional investors for a total of 142,857,143 fully paid ordinary shares at an issue price of \$0.035 per share to raise \$5,000,000 before costs of \$379,731. The share issue costs included 2,857,143 fully paid ordinary shares at an issue price of \$0.035 per share, totalling \$100,000 plus the issue of 1,000,000 unlisted options exercisable at \$0.10 on or before 17 June 2027. The value of the unlisted options is \$21,021 (refer note 6).

(b) On 22 February 2024, the Company issued 19,458 fully paid ordinary shares at an issue price of \$0.10 per share raising \$1,946, following the exercise of 19,458 quoted options. On 16 February 2024, 142,565,805 quoted options expired (ASX: SUHO).

(c) On 14 September 2023, the Company closed a non-renounceable rights issue on a 1 for 4 basis to eligible shareholders for a total of 118,101,260 fully paid ordinary shares at an issue price of \$0.02 per share, together with 118,101,260 free attaching quoted options exercisable at \$0.10 on or before 16 February 2024 (ASX: SUHO), to raise \$2,362,025 before costs of \$150,901. This included the issue of 8,869,980 fully paid ordinary shares at an issue price of \$0.02 per share for the payment of director fees, director related consulting fees and equipment hire of \$160,900 and the payment of other outstanding creditors totalling \$16,500.

6. Share-based payment reserve

31 December 2024

Options series	Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
5	17/06/2024	17/06/2027	\$0.10	1,000,000	-	-	-	1,000,000
4	07/07/2022	30/07/2026	Nil	3,800,000	-	-	-	3,800,000
3	13/01/2022	30/07/2026	Nil	300,000	-	-	-	300,000
2	30/07/2021	30/07/2026	Nil	6,000,000	-	-	-	6,000,000
1	30/07/2021	30/07/2026	Nil	3,650,000	-	-	-	3,650,000
				14,750,000	-	-	-	14,750,000

30 June 2024

Options series	Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
5	17/06/2024	17/06/2027	\$0.10	-	1,000,000	-	-	1,000,000
4	07/07/2022	30/07/2026	Nil	3,800,000	-	-	-	3,800,000
3	13/01/2022	30/07/2026	Nil	300,000	-	-	-	300,000
2	30/07/2021	30/07/2026	Nil	6,000,000	-	-	-	6,000,000
1	30/07/2021	30/07/2026	Nil	3,650,000	-	-	-	3,650,000
				13,750,000	-	-	-	14,750,000

Option series 5

On 17 June 2024, 1,000,000 unlisted options expiring 17 June 2027 were issued to the lead manager as part payment of the capital raising fee for the institutional placement. The unlisted options vested immediately. These options have been fully expensed.

Option series 4

On 7 July 2022, 3,800,000 unlisted options expiring 30 July 2026 were granted to employees under the EIOP. The unlisted options have fully vested, subject to continued employment. These options have been fully expensed.

Options series 3

On 13 January 2022, 600,000 unlisted options expiring 30 July 2026 were granted to employees under the EIOP. The unlisted options have fully vested. 300,000 unlisted options lapsed as a result of the continued employment conditions. These options have been fully expensed.

Options series 2

6,000,000 unlisted options expiring 30 July 2026 issued to directors were approved at a General Meeting of shareholders held on 30 July 2021. The unlisted options vest on 30 July 2026 and are subject to the performance criteria mentioned below. The current expense vested to date is \$211,939.

Options series 1

On 30 July 2021, 3,800,000 unlisted options expiring 30 July 2026 were granted to employees under the EIOP. The unlisted options have fully vested. 150,000 unlisted options lapsed as a result of the continued employment conditions. These options have been fully expensed.

Southern Hemisphere Mining Limited operates an ownership-based Employee Incentive Option Plan ('EIOP') for executives and senior employees of the Group.

In accordance with the terms and conditions of the EIOP, as approved by shareholders at the 2020 Annual General Meeting, each unlisted option converts to fully paid ordinary shares on a one-for-one basis, subject to the following conditions:

- The Company announcing a 30% increase in the copper equivalent resource for the Company's Llahuin Project from the current 149mt at 0.41% copper equivalent (680,000t CuEq) to 800,000t CuEq; or
- A 20 day VWAP (trading days) of 20 cents or above; or
- A change of control event occurs (the definition of which was detailed in the Company's Notice of General Meeting issued on 25 June 2021).

6. Share-based payment reserve (continued)

The share-based payment reserve is used to recognise the fair value of unlisted options issued to directors, employees, contractors and stockbrokers.

	31 Dec 2024	30 June 2024
	\$	\$
Opening balance	435,123	343,068
Share-based payment expense	31,358	92,292
Lapsed options	-	(237)
	466,481	435,123

For the options granted, the valuation model inputs used to determine the total fair value of \$578,015 at the various grant dates using the Hoadley Barrier 1 & the Black-Scholes Models are as follows:

Options series	Grant date	Expiry date	Share price at grant date	Exercise Price	Barrier Price	Expected volatility	Risk-free interest rate	Fair value at grant date	Total fair value
5	17/06/2024	17/06/2027	\$0.047	\$0.10	N/A	93.83%	3.96%	\$0.0210	\$21,021
4	07/07/2022	30/07/2026	\$0.02	Nil	\$0.20	85.00%	3.15%	\$0.00883	\$33,554
3	13/01/2022	30/07/2026	\$0.0387	Nil	\$0.20	100.00%	1.47%	\$0.0296	\$17,760
2	30/07/2021	30/07/2026	\$0.06	Nil	\$0.20	100.00%	0.56%	\$0.0516	\$309,600
1	30/07/2021	30/07/2026	\$0.06	Nil	\$0.20	100.00%	0.56%	\$0.0516	\$196,080

The total fair value of the unlisted options is expensed over the estimated vesting period. The share-based payments expense of \$31,358 (2023: \$36,236) was recognised in the condensed consolidated statement of profit or loss and other comprehensive income for the half-year.

7. Quoted options

During the previous reporting period, the Company issued 118,101,260 free attaching quoted options exercisable at \$0.10 on or before 16 February 2024 (ASX: SUHO), together with the non-renounceable rights issue completed on 14 September 2023 (refer note 5(c)). The Company had 142,545,263 quoted options on issue.

The Company issued 19,458 fully paid ordinary shares at an issue price of \$0.10 per share following the exercise of 19,458 quoted options. On 16 February 2024, the remaining 142,525,805 quoted options expired.

8. Related party transactions

Loans to key management personnel

On 26 March 2024, the Company entered a loan facility agreement with Merchant Holdings Pty Ltd, a company controlled by Mr Mark Stowell. This agreement provided a loan facility for \$400,000 available for draw down for 6 months from the date of the agreement. In the terms of the agreement interest accrued at the rate of 7.65% per annum on the outstanding principal with a default interest rate of 20% should the loan facility not be repaid within 12 months. The loan was drawn down to \$410,000 and interest of \$20,666.93 was accrued. A repayment of \$66,340.57 was made on 25 June 2024 with a final payment of \$364,326.36 being made subsequent to the financial reporting period on 3 January 2025. The loan facility agreement has now been settled in full.

Please refer to note 18 of the 30 June 2024 annual financial report of the Company for further details of related party transactions with key management personnel.

Other than the above, there have been no other significant related party transactions since the last annual reporting date.

9. Contingent liabilities and contingent assets

There has been no significant change in contingent liabilities and/or contingent assets since the last annual report. Please refer to the 30 June 2024 annual financial report.

10. Commitments

There have been no significant change in the Group's exploration commitments since the last annual report. Please refer to the 30 June 2024 annual financial report.

11. Subsequent events

- On 3 January 2025, a payment of \$364,326.36 was made to Merchant Holdings Pty Ltd, a company controlled by Mr Mark Stowell to settle all outstanding amounts under the loan facility agreement (refer note 8).

There have been no other events subsequent to the reporting date that are expected to have a material impact on the financial position or performance of the Group.