ATLANTIC TIN

ATLANTIC TIN LIMITED
ACN 116 931 705

CONSOLIDATED INTERIM FINANCIAL REPORT

31 DECEMBER 2024

CONTENTS

DIRECTORS

Mr Stephen Gill	Non-Executive Chairman
Ms Maha Daoudi	Non-Executive Director
Mr Simon Kidston	Non-Executive Director *(appointed 1 February 2025)*
Mr Adam Strauss	Non-Executive Director
Mr Stephen Withnell	Non-Executive Director

JOINT COMPANY SECRETARIES

Mr Michael Norris
Mr Matthew Watkins

REGISTERED OFFICE, PRINCIPAL PLACE OF BUSINESS & CONTACTS

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AUDITORS

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PERTH WA 6000

SHARE REGISTRY

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BANKERS

National Australia Bank
100 St Georges Terrace
PERTH WA 6000

Your directors present their report, together with the interim financial report on the consolidated entity (referred to hereafter as the 'Group') consisting of Atlantic Tin Ltd (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the six months ended 31 December 2024 ('period').

DIRECTORS

The names of directors in office at any time during or since the end of the period are listed below.

Mr Stephen Gill	Non-Executive Chairman
Ms Andrea Betti	Non-Executive Director *(resigned on 31 December 2024)*
Ms Maha Daoudi	Non-Executive Director
Mr Simon Kidston	Non-Executive Director *(appointed 1 February 2025)*
Mr Nicholas Slade	Non-Executive Director *(resigned on 31 October 2024)*
Mr Adam Strauss	Non-Executive Director
Mr Stephen Withnell	Non-Executive Director

PRINCIPAL ACTIVITIES

During the period, the principal activities of the Company consisted of evaluation of its flagship Achmmach Tin Project in Morocco, including advancing technical and financing activities.

REVIEW OF OPERATIONS

The consolidated loss after income tax and non-controlling interest for the financial period was $6,057,003 (31 December 2023: loss of $2,776,507). Included in the consolidated loss after income tax were exploration and evaluation expenditure of $987,901 (2023: $651,244), employee benefits expenses of $977,023 (2023: $430,427), share based payment expenses of $726,687 (2023: $250,014), business development expenses of $86,833 (2023: $210,475) and finance costs of $2,014,301 (2023: $238,248).

On 6 August 2024 the Company announced the completion of the acquisition of Société Anonyme d'Entreprises Minières (SAMINE). SAMINE owns the past producing El Hammam mine, including its infrastructure and tenements, located adjacent to the Achmmach Tin Project (Achmmach) near Meknes, Morocco. The El Hammam mine and processing plant previously produced fluorite concentrate and was put on care and maintenance in December 2021 when the fluorite reserves were exhausted. Since then, SAMINE's operations have consisted of selling tailing sands containing low-grade fluorspar materials for sale to cement producers in Morocco. SAMINE was acquired by Atlantic Tin's 100% owned Moroccan subsidiary, Titan Tin.

The SAMINE processing plant has a two-stage crushing plant, milling, flotation, thickening and filtering in place as well as power, water, accommodation and communications. This will result in a significant reduction in the capital cost to bring the Achmmach mine into production in comparison to building new infrastructure at Achmmach. The use of the existing infrastructure also results in reduced environmental and social impacts. In addition, SAMINE holds a 111 square kilometre exploitation license along strike from the Achmmach project, which is highly prospective for tin.

Since the completion of the acquisition SAMINE has continued to generate sales proceeds to mitigate the holding costs and expenditure required to position the SAMINE site for its future use as the processing plant for Achmmach. During the period the SAMINE tailings operations generated a gross loss of $224,939 with cost of sales of $1,132,852 partially compensated by revenue of $907,913.

Owing to accounting and record keeping practices at SAMINE prior to the acquisition, supporting evidence for some historical financial balances has to date been incomplete. The Company intends to address these historical issues prior to the full year audit.

Consistent with previous reporting periods, exploration and evaluation expenditure is expensed as incurred except for the acquisition cost of exploration properties, which is capitalised and carried forward. Exploration and evaluation expenditure related primarily to costs of maintaining the site and permits in good standing and ongoing project optimisation activities. Exploration and evaluation expenditure was higher than in the comparative period as the Company advanced Achmmach towards completion of a feasibility study in the first half of 2025, with international and local consultants engaged on mining, geotechnical, hydrology and processing studies.

Business development costs were lower than the comparative period which included strategic review processes as the Company sought investors to advance the development of Achmmach. Higher accounting and corporate costs reflected certain corporate functions being outsourced for the entire period whereas these functions were outsourced for only part of the comparative period.

Employee benefit expenses were higher than the comparative period as the Company strengthened its management team in order to advance Achmmach. The increase reflected a full half year with Mr Simon Milroy as CEO compared with only part of the comparative period, having been appointed in September 2023, as well as a full half year with Mr Andy Cardoso as Project General Manager, having joined in January 2024. This also accounts for the increase in share based payments relative to the comparative period.

Accounting and corporate expenses and non-recoverable VAT both increased as a result of the higher level of activity and project expenditure as the Group advanced the Achmmach project.

The large increase in finance costs reflected interest charged on the shareholder loan facility provided by the Company's largest shareholder, Pala Investments (Pala) as funds were drawn down to fund corporate and project activities.

The cash balance at 31 December 2024 was $7,249,887 (30 June 2024: $1,181,668). The Group incurred net operating cash outflows for the half year of $3,353,977 (2023: $2,119,586), investing cash outflows of $668,616 (2023: $1,255) and net financing cash inflows of $10,210,182 (2023: $1,973,887).

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

On 3 July 2024, 1,030,237 performance rights were granted to Mr Simon Milroy, CEO of the Company, expiring on 1 September 2025. The performance rights vested on 1 September 2024 as Mr Simon Milroy remained employed and engaged as CEO of the Company and 1,030,237 fully paid ordinary shares were therefore issued on 14 October 2024.

On 6 August 2024, the Company announced the completion of the acquisition of SAMINE.

On 28 October 2024, 1,933,960 bonus shares were issued to Mr Simon Milroy as part of his short-term incentive plan which was based on achieving a number of key performance indicators set by the Board.

On 31 October 2024, Mr Nicholas Slade resigned as a Non-executive Director. Following the resignation of Mr Nicholas Slade, 400,000 of his Non-Executive Director Share Rights vested and thus 400,000 fully paid ordinary shares were issued on 2 December 2024.

On 4 November 2024 the Company announced a resource upgrade for Achmmach, with a resulting Resource Estimate of 39.1 Mt @ 0.55% Sn for a total of 213,000 tonnes of contained tin, a 33% increase in contained tin over the 2021 Resource Estimate.

On 4 November 2024 4,384,244 performance rights were granted to Mr Simon Milroy, CEO of the Company, expiring on 30 June 2028. The performance rights will vest as follows:

a) Up to 50% of the Performance Rights will vest based on the 3-year Relative Total Shareholder Return for the Company from 30 June 2024 to 30 June 2027 benchmarked against a selected comparative peer company group (Relative TSR Milestone); and
b) Up to 50% of the Performance Rights will vest based on the 3-year Absolute Total Shareholder Return from 30 June 2024 to 30 June 2027 for the Company (Absolute TSR Milestone).

On 22 November 2024 the Company announced that it had completed a fundraising of US$5.0m with Apex Royalties Limited ("Apex") for the further development of Achmmach. The fundraising comprised US$1.0m equity at a price of $0.20 per share, resulting in 7,514,277 fully paid ordinary shares issued at $0.20 per share, and

US$4.0m royalty financing in return for a 1.2% gross revenue royalty on future production from the Company's Achmmach, SAMINE and Bou El Jaj licences.

As a condition of the fundraising with Apex, Pala agreed to convert $11.4m of its loan into equity at the fundraising price of $0.20 per share, repaying the Pala loan up to the maximum amount without breaching the Corporations Act 3% creep exemption. Pala's shareholding increased by 3.00% to 72.74%. Pala further agreed to convert its remaining outstanding debt as of 8 November 2024 ($0.5M) into equity as soon as permitted under the Corporations Act.

On 4 December 2024 the Company announced that geological mapping completed in the SAMINE corridor had defined five, northeast striking zones of outcropping tin mineralisation totalling 1,100m in length and averaging 20m in width.

On 27 December 2024 the Company announced that Mr Michael Norris had joined Atlantic Tin in the position of Chief Financial Officer and Company Secretary with Ms Andrea Betti resigning from both of these positions. Ms Betti also ceased her role as Non-Executive Director of the Company effective 31 December 2024.

There were no other significant changes in the state of affairs of the Group during the financial period.

EVENTS AFTER THE REPORTING DATE

On 6 February 2025, the Company announced the appointment of Mr Simon Kidston as Non-Executive Director.

The directors are not aware of any 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.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's Independence declaration as required under section 307C of the *Corporations Act 2001* is included within this interim financial report.

This directors' report is signed in accordance with a resolution of the Board of Directors, pursuant to section 303(3)(a) of the *Corporations Act 2001*.

Stephen Gill
Non-executive Chairman

Date: 15 March 2024
Perth

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

		Consolidated	
	Notes	31 December 2024 $	31 December 2023 $
Revenue		907,913	-
Cost of goods sold		(1,132,852)	-
Gross loss		**(224,939)**	**-**
Interest income		2,155	1,011
Other income		14,891	6,071
Exploration and evaluation expenditure		(987,901)	(651,244)
Business development expenditure		(86,833)	(210,475)
Accounting and corporate fees		(1,205,102)	(434,578)
Employee benefit expenses		(977,023)	(430,427)
Share based payment expense	13	(726,687)	(250,014)
Administration expenses		(216,635)	(599,512)
Occupancy expenses		(33,370)	(8,733)
Depreciation		(6,148)	(4,883)
Non-recoverable Moroccan VAT expense		(313,948)	(194,512)
Foreign exchange		225,214	(59,335)
Finance costs		(2,014,301)	(238,248)
Loss before income tax		**(6,550,627)**	**(3,074,879)**
Income tax expense		-	-
Loss after income tax expense for the period		**(6,550,627)**	**(3,074,879)**
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation difference on foreign operations		271,841	(58,930)
Other comprehensive income/(loss)		271,841	(58,930)
Total comprehensive loss for the period		**(6,278,786)**	**(3,133,809)**

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Notes	Consolidated 31 December 2024 $	 31 December 2023 $
Loss for the period is attributable to:			
Non-controlling interest		(493,624)	(298,372)
Owners of Atlantic Tin Limited		(6,057,003)	(2,776,507)
		(6,550,627)	**(3,074,879)**
Total comprehensive loss for the period is attributable to:			
Non-controlling interest		(270,175)	(312,221)
Owners of Atlantic Tin Limited		(6,008,611)	(2,821,588)
		(6,278,786)	**(3,133,809)**

The accompanying notes form part of this interim financial report.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2024

	Notes	Consolidated 31 December 2024 $	 30 June 2024 $
ASSETS			
Current assets			
Cash and cash equivalents	2	7,249,887	1,181,668
Trade and other receivables	3	572,645	38,659
Prepayments		222,140	107,660
Inventories		374,344	-
Total current assets		8,419,016	1,327,987
Non-current assets			
Non-current assets classified as held for sale		1	1
Plant and equipment	4	3,666,893	26,784
Exploration and evaluation expenditure	6	6,647,076	6,250,095
Total non-current assets		10,313,970	6,276,880
Total assets		**18,732,986**	**7,604,867**
LIABILITIES			
Current liabilities			
Trade and other payables	7	1,988,359	1,068,488
Shareholder loans	8	336,582	7,890,447
Deferred consideration	9	2,030,625	-
Provisions	11	251,789	54,312
Total current liabilities		4,607,355	9,013,247
Non-current liabilities			
Deferred consideration	9	1,109,627	-
Royalty Funding Liability	10	6,601,879	-
Provisions	11	587,691	-
Total non-current liabilities		8,299,197	-
Total liabilities		**12,906,552**	**9,013,247**
Net assets / (liabilities)		**5,826,434**	**(1,408,380)**
EQUITY			
Issued capital	12	100,063,267	86,771,724
Reserves	14	26,080,142	25,809,693
Accumulated losses		(120,651,638)	(114,594,635)
Equity attributable to owners of Atlantic Tin Limited		5,491,771	(2,013,218)
Non-controlling interests	15	334,663	604,838
Total equity		**5,826,434**	**(1,408,380)**

The accompanying notes form part of this interim financial report.

	Issued Capital $	Share based payment reserve $	Other reserves $	Foreign currency translation reserves $	Accumulated Losses $	Non-controlling interest $	Total $
Balance at 1 July 2023	86,198,999	494,584	25,873,350	(564,675)	(108,639,719)	593,309	**3,955,848**
Net loss for the period	-	-	-	-	(2,776,507)	(298,372)	**(3,074,879)**
Other comprehensive loss	-	-	-	(45,081)	-	(13,849)	**(58,930)**
Total comprehensive loss for the period	-	-	-	(45,081)	(2,776,507)	(312,221)	**(3,133,809)**
Transactions with owners in their capacity as owners							
Shares issued on vested NED rights	1	-	-	-	-	-	**1**
Share based payments	-	250,014	-	-	-	-	**250,014**
Share issue costs	(561)	-	-	-	-	-	**(561)**
Contributions from non-controlling interest	-	-	-	-	-	302,827	**302,827**
Other	-	-	-	9	(3,558)	33	**(3,516)**
Balance at 31 December 2023	**86,198,439**	**744,598**	**25,873,350**	**(609,747)**	**(111,419,784)**	**583,948**	**1,370,804**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Issued Capital $	Share based payment reserve $	Other reserves $	Foreign currency translation reserves $	Accumulated Losses $	Non-controlling interest $	Total $
Balance at 1 July 2024	86,771,724	510,293	25,873,350	(573,950)	(114,594,635)	604,838	**(1,408,380)**
Net loss for the period	-	-	-	-	(6,057,003)	(493,624)	**(6,550,627)**
Other comprehensive income	-	-	-	48,392	-	223,449	**271,841**
Total comprehensive loss for the period	-	-	-	48,392	(6,057,003)	(270,175)	**(6,278,786)**
Transactions with owners in their capacity as owners							
Shares issued on vested NED rights	214,536	(214,536)	-	-	-	-	**-**
Share based payments	-	436,593	-	-	-	-	**436,593**
Shares issued to Key management personnel	290,094	-	-	-	-	-	**290,094**
Shares issued to Apex Royalties Limited from placement	1,502,856	-	-	-	-	-	**1,502,856**
Shares issued from conversion of Pala loan	11,378,000	-	-	-	-	-	**11,378,000**
Share issue costs	(93,943)	-	-	-	-	-	**(93,943)**
Balance at 31 December 2024	**100,063,267**	**732,350**	**25,873,350**	**(525,558)**	**(120,651,638)**	**334,663**	**5,826,434**

The accompanying notes form part of this interim financial report.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE HALF-YEAR ENDED 31 DECEMBER 2024

	Notes	Consolidated 31 December 2024 $	31 December 2023 $
Cash flows from operating activities			
Receipts from customers		1,464,301	-
Payments to suppliers and employees (inclusive of GST)		(3,558,666)	(1,365,935)
Payments for exploration and evaluation		(1,074,734)	(753,421)
Interest received		805	918
Interest paid and other finance costs		(185,683)	(1,148)
Net cash outflow from operating activities		**(3,353,977)**	**(2,119,586)**
Cash flows from investing activities			
Payments for property, plant and equipment		-	(1,255)
Cash acquired from acquisition of SAMINE		172,334	-
Payments for acquisition of SAMINE		(840,950)	-
Net cash outflow from investing activities		**(668,616)**	**(1,255)**
Cash flows from financing activities			
Proceeds from borrowings		2,199,390	1,770,000
Proceeds from issue of shares to Apex, net cost		1,408,913	-
Proceeds from royalty funding liabilities		6,601,879	-
Proceeds from non-controlling interest		-	203,887
Net cash inflow from financing activities		**10,210,182**	**1,973,887**
Net increase/(decrease) in cash held		**6,187,589**	**(146,954)**
Cash at the beginning of the period		1,181,668	475,067
Effects of exchange rate changes on cash and cash equivalents		(119,370)	(70,830)
Cash at the end of the period		**7,249,887**	**257,283**

The accompanying notes form part of this interim financial report.

1. Material accounting policy information

Basis of Preparation

The financial statements cover Atlantic Tin Ltd as a Group consisting of Atlantic Tin Ltd and the entities it controlled at the end of, or during, the half-year. The financial statements are presented in Australian dollars, which is Atlantic Tin Ltd's functional and presentation currency.

Atlantic Tin Ltd is an unlisted public company limited by shares, incorporated and 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 financial statements were authorised for issue, in accordance with a resolution of directors, on 15 March 2025.

The interim financial report is a condensed general purpose financial report that has been 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 interim financial report does not include full disclosures of the type normally included in an annual financial report. It is recommended that this interim financial report be read in conjunction with the Company's annual financial statements for the year ended 30 June 2024 and any public announcements made by Atlantic Tin Limited during the period in accordance with continuous disclosure requirements arising under the *Corporations Act 2001*.

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

Reporting Basis and Conventions

The financial report has been prepared on an accrual basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise indicated.

These accounting policies are consistent with Australian Accounting Standards and with International Financial Reporting Standards.

New and revised accounting standards and interpretations

The Company has adopted all 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.

1. Material accounting policy information (continued)

Going concern

For the half year ended 31 December 2024, the Group recorded a loss of $6,550,627 (31 December 2023: $3,074,879) and had net cash outflows from operating activities of $3,353,977 (31 December 2023: $2,119,586). As at 31 December 2024, the Group had a net working capital surplus of $3,811,661 (30 June 2024: working capital deficit of $7,685,260) and net assets of $5,826,434 (30 June 2024: net liabilities $1,408,380).

On 22 November the Group completed a US$5.0m fundraising with Apex Royalties Limited ("Apex"), funds from which will be used to progress the development of the Achmmach Tin Project, including completion of a Definitive Feasibility Study ("DFS") to improve its technical feasibility and bankability, as well as for general corporate purposes.

The Group also has one shareholder loan with Pala Investments Limited ("Pala") with a maturity date of 30 June 2025. As a condition of the fundraising with Apex, Pala agreed to convert $11.4m of its loan into equity, repaying the Pala loan up to the maximum amount without breaching the Corporations Act 3% creep exemption. Pala further agreed to convert its remaining outstanding debt of $0.5M into equity as soon as permitted under the Corporations Act. At 31 December 2025 $3.6m of the facility remained unused.

Whilst the Group is funded for the DFS over the coming months, it is not currently funded for the twelve month period from the date of signing of this report. Additional funding required is expected to be met through capital or debt raised from new or existing shareholders or through a corporate transaction. The ability of the Group to continue as a going concern will be dependent on the ability of the Group to achieve such a debt, equity or a successful corporate transaction, including its ability to extend the existing loan maturing 30 June 2025 and the continued support of Pala in the absence of other funding alternatives. Pala have indicated their willingness to extend the loan if other funding alternatives do not materialise ahead of maturity.

The above conditions indicate a material uncertainty that may cast a significant doubt about the Group's ability to continue as a going concern and, therefore, whether it will be unable to realise its assets and discharge its liabilities in the normal course of business.

The interim report has been prepared on the basis that the entity is a going concern, which contemplates the continuity of normal business activity and realisation of assets and settlement of liabilities in the normal course of business.

Should the Group not be able to continue as a going concern, it may be required to realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the entity not continue as a going concern.

2. Cash and Cash Equivalents

	Consolidated	
	31 Dec 2024 $	30 Jun 2024 $
Cash at bank and on hand	7,249,887	1,181,668
	7,249,887	**1,181,668**

3. Trade and Other Receivables

	Consolidated	
	31 Dec 2024 $	30 Jun 2024 $
VAT & WHT receivable	174,906	-
GST receivable	23,357	13,866
Other	374,382	24,793
	572,645	**38,659**

4. Property plant and equipment

	Plant & Equipment $	Motor Vehicles $	Office Equipment $	Building $	Computer Equipment $	Total $
At 31 December 2024						
Cost	4,907,739	169,911	68,716	203,959	221,977	5,572,302
Accumulated depreciation	(1,610,828)	(144,059)	(55,964)	-	(202,866)	(2,013,717)
Effect of movements in exchange rates	85,988	10,125	1,557	9,701	937	108,308
Net carrying amount	**3,382,899**	**35,977**	**14,309**	**213,660**	**20,048**	**3,666,893**

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

	Plant & Equipment $	Motor Vehicles $	Office Equipment $	Building $	Computer Equipment $	Total $
Net carrying amount at 1 July 2024	**-**	**18,890**	**-**	**-**	**7,894**	**26,784**
Additions from acquisition of SAMINE (note 5)	3,379,651	19,247	13,659	203,959	13,194	3,629,710
Depreciation expense	-	(4,161)	-	-	(1,987)	(6,148)
Effect of movements in exchange rates	3,248	2,001	650	9,701	947	16,547
Net carrying amount at 31 December 2024	**3,382,899**	**35,977**	**14,309**	**213,660**	**20,048**	**3,666,893**

5. Acquisition of assets

On 6 August 2024, the Company announced the completion of the acquisition of SAMINE with cash consideration of US$500,000 paid on completion, US$500,000 due in December 2024 subject to net debt and working capital adjustments, and US$1,000,000 due in each of December 2025 and December 2026 for a total of US$3,000,000. The acquisition was not accounted for under AASB 3 Business Combinations as management considered it did not meet the definition of a business according to AASB 3.

The assets and liabilities acquired are set out below:

	Consolidated 31 Dec 2024 $
Assets	
Cash and cash equivalents	172,334
Trade and other receivables	1,257,662
Inventories	306,426
Property, plant and equipment	3,629,710
Total assets	**5,366,132**
Liabilities	
Trade and other payables	606,611
Rehabilitation provision	562,335
Other provisions	22,309
Total liabilities	**1,191,255**
Net assets acquired	**4,174,877**
Consideration paid/payable	**4,174,877**

6. Exploration and Evaluation

	Consolidated	
	31 Dec 2024 $	30 Jun 2024 $
Exploration and evaluation – at cost	6,647,076	6,250,095

Reconciliations

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

	Consolidated	
	31 Dec 2024 $	30 Jun 2024 $
Opening balance	6,250,095	6,260,129
Foreign exchange movement	396,981	(10,034)
Closing balance	**6,647,076**	**6,250,095**

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

7. Trade and Other Payables

	31 Dec 2024 $	30 Jun 2024 $
Trade payables	1,071,333	333,514
Accrued expenses	915,823	713,174
Other creditors	1,203	21,800
	1,988,359	**1,068,488**

8. Shareholder Loans

	Consolidated	
	31 Dec 2024 $	30 Jun 2024 $
Current		
Consolidated facility	336,582	7,890,447

On 30 May 2024, the Company entered into a secured loan facility agreement with Pala to consolidate and extinguish the previous 2022 Pala facility and the 2023 Pala facility which was replaced with one consolidated facility. The consolidated facility is secured by shares in the Project Company, Atlas Tin SAS. The consolidated facility matures on 30 June 2025 and the maximum facility amount was increased to $13,802,341. The interest rate on the facility remains 15% per annum on drawn funds.

On 12 November 2024, the Company entered into a Debt to Equity Conversion Deed with Pala to repay the majority of the Pala outstanding debt of $11,899,901 as at 8 November 2024, up to the maximum amount whereby the resulting share issue would not breach the 3% increase in ownership rule under the Corporations Act. On 22 November 2024, 56,890,000 fully paid ordinary shares were issued at a deemed issue price of $0.20 per share, repaying the loan by $11,378,000.

Following the debt to equity conversion the remaining outstanding debt was $521,901 including interest of $47,355. Conversion of the remaining outstanding debt of $521,901 into equity will be completed as soon as permitted under the Corporations Act in accordance with the 3% creep exemption.

The consolidated facility balance at 31 December 2024 of $336,582 includes interest of $47,355 and is stated after deducting $185,319 of unamortised facility fees. The consolidated facility balance at 30 June 2024 of $7,890,447 includes interest of $100,581 and is stated after deducting $ 368,333 of unamortised facility fees.

9. Deferred Consideration

	Consolidated	
	31 Dec 2024 $	30 Jun 2024 $
Current		
Deferred consideration	2,030,625	-
Non-current		
Deferred consideration	1,109,627	-
Total closing of reporting period	**3,140,252**	**-**

On 6 August 2024, the Company announced the completion of the acquisition of SAMINE with cash consideration of US$500,000 paid on completion, US$500,000 due in December 2024 subject to net debt and working capital adjustments, and US$1,000,000 due in each of December 2025 and December 2026 for a total of US$3,000,000. Fair value of the deferred consideration was derived from a discounted cash flow model with interest rate of 15% and maximum term of 28 months from 6 August 2024.

10. Royalty Funding Liability

	Consolidated	
	31 Dec 2024	**30 Jun 2024**
	$	**$**
Non-current		
Royalty funding liability	6,601,879	-
Total closing of reporting period	**6,601,879**	**-**

On 22 November 2024, the Company announced it completed a US$5.0m fundraising with Apex Resources Limited ("Apex"). The Fundraising comprised of a US$1.0m equity placement, resulting in 7,514,277 fully paid ordinary shares issued at $0.20 per share (refer to note 12 for shares issued), and a US$4.0m royalty financing facility in return for a 1.2% gross revenue royalty on future production from the Company's Achmmach, SAMINE and Bou El Jaj licenses ("Fundraising").

This liability has been measured at amortised cost using the effective interest rate. The effective interest rate of 23.54% was calculated using the total expected royalty payments over the expected life of the projects to which the royalty applies. The key assumptions used in determining the expected royalty payments included:

- A tin price of US$30,000 per tonne; and
- Total payable metal of 58.9kt.

These assumptions are reassessed each period to update the estimated future payments and reassess the carrying amount of the financial liability to reflect the revised contractual cash flows. Adjustments are then recognised in the profit or loss as income or expenses.

11. Provisions

	31 Dec 2024	30 Jun 2024
	$	**$**
Current		
Other provisions	251,789	54,312
Total current provisions	**251,789**	**54,312**
Non-current		
Rehabilitation provision	562,335	-
Other provisions	25,356	-
Total non-current provisions	**587,691**	**-**

The rehabilitation provision relates to closure work for SAMINE's tailings storage facilities (TSFs) once the current sand tailings operations cease. The Company is currently carrying out planning studies to establish the appropriate works required for the future stability and management of the TSFs in accordance with international standards. The above provision was prepared by SAMINE prior to the acquisition by Atlantic Tin and the amount of the provision is subject to change in accordance with the result of the Company's ongoing planning studies.

12. Issued Capital

	Consolidated 31 Dec 2024 $	Consolidated 30 Jun 2024 $
Ordinary shares – issued and fully paid	100,063,267	86,771,724

	No. of shares	Issue Price	$
Movement in ordinary shares on issue			
On issue at 30 June 2024	331,870,995		86,771,724
Issued on conversion of performance rights and NED share rights (note 12)	1,430,240	$0.15	214,536
Shares issued to key management personnel (note 12)	1,933,960	$0.15	290,094
Shares issued from conversion of Pala loan	56,890,000	$0.20	11,378,000
Shares issued to Apex Royalties Limited as part of Fundraising (note 10)	7,514,277	$0.20	1,502,856
Transactions costs			(93,943)
On issue at 31 December 2024	**399,639,472**		**100,063,267**

13. Share Based Payment Transactions

	Consolidated 31 Dec 2024 $	Consolidated 31 Dec 2023 $
NED share rights – recognised as a Share-based Payment Expense	436,593	250,014
Shares issued to CEO recognised as a Share-based Payment Expense	290,094	-
	726,687	**250,014**

Non-executive Director Share Rights Plan

Set out below are summaries of share rights granted under the plan:

	Grant date	Vesting and exercise date	Fair value per share right $	Number of Options	Fair Value $
As at 31 December 2024					
Stephen Gill	21/11/2024	5/04/2025	0.150	631,944	94,792
Stephen Withnell	21/11/2024	5/04/2025	0.150	341,667	51,250
Maha Daoudi	21/11/2024	5/04/2025	0.150	341,667	51,250
Adam Strauss	21/11/2024	5/04/2025	0.150	400,000	60,000
Andrea Betti (i)	21/11/2024	5/04/2025	0.150	266,667	51,250

(i) Resigned 31 December 2024

The number of NED share rights granted was based on each director's election to salary sacrifice all or part of their remuneration. The value of the NED share rights was based on the last capital raising performed by the Company prior to the issue.

On 21 November 2024, upon shareholder approval at the Company's annual general meeting, 2,456,945 Non-Executive Director Share Rights were granted and issued to Non-Executive Directors in lieu of cash for the period 1 April 2024 to 31 March 2025.

13. Share Based Payment Transactions (continued)

During the period ended 31 December 2024, the Company issued 1,030,237 ordinary shares on vesting of NED share rights, and issued 400,000 ordinary shares upon the resignation of Mr Nicholas Slade under the NED share rights scheme.

Short term incentive plan

On 28 October 2024, 1,933,960 bonus shares were issued to Mr Simon Milroy as part of his short-term incentive plan which was based on achieving a number of key performance indicators set by the Board.

Long term incentive plan

On 3 July 2024, 1,030,237 performance rights were granted to Mr Simon Milroy, CEO of the Company, expiring on 1 September 2025. The performance rights vested on 1 September 2024 by Mr Simon Milroy remaining employed and engaged as CEO of the Company and thus, 1,030,237 fully paid ordinary shares were issued on 14 October 2024.

On 12 December 2024, 4,384,244 performance rights were granted to Mr Simon Milroy, CEO of the Company, expiring on 30 June 2028. The performance rights will vest as follows:

a) Up to 50% of the Performance Rights will vest based on the 3-year Relative Total Shareholder Return for the Company from 30 June 2024 to 30 June 2027 benchmarked against a selected comparative peer company group (Relative TSR Milestone); and

b) Up to 50% of the Performance Rights will vest based on the 3-year Absolute Total Shareholder Return from 30 June 2024 to 30 June 2027 for the Company (Absolute TSR Milestone).

Set out below are summaries of performance rights granted under the plan:

	Grant date	Vesting and exercise date	Fair value per share right $	Number of Performance rights	Fair Value $
As at 31 December 2024					
Simon Milroy	01/07/2024	01/09/2024	0.15	1,030,237	154,536
Simon Milroy	12/12/2024	Refer to a) above	0.141	2,192,122	309,089
Simon Milroy	12/12/2024	Refer to b) above	0.124	2,192,122	271,823

14. Reserves

	Consolidated 31 Dec 2024 $	Consolidated 30 Jun 2024 $
Reserves consists of:		
Foreign currency reserve	(525,558)	(573,950)
Share based payments reserve	732,350	510,293
Other reserves	25,873,350	25,873,350
At closing of reporting period	**26,080,142**	**25,809,693**

Foreign currency reserve

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

Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

Share based payments reserves	31 Dec 2024 Number	30 Jun 2024 Number
Movement in rights on issue:		
At beginning of reporting period	2,933,333	6,882,103
NED rights granted/issued	-	3,166,666
Performance rights granted	5,414,481	-
NED rights vested	(400,000)	(3,100,413)
Performance rights vested	(1,030,237)	
Performance rights expired	-	(4,015,023)
NED rights expired/forfeited	(531,388)	-
Balance at end of reporting period	**6,386,189**	**2,933,333**

Other reserves

This reserve is used to recognise the deemed gain on sale to a non-controlling interest.

15. Non-controlling Interest

	Consolidated 31 Dec 2024 $	Consolidated 30 Jun 2024 $
Nittetsu Mining Co. Ltd (NMC) – 5% NCI:		
Opening NCI	(971,268)	(973,574)
Funds received from NMC	-	155,417
Share of comprehensive loss for the period	(54,035)	(153,118)
Other	-	7
Closing NCI - NMC	**(1,025,303)**	**(971,268)**
Toyota Tsusho Corporation (TTC) – 20% NCI:		
Opening NCI	1,576,106	1,566,883
Funds received from TTC	-	621,669
Share of comprehensive loss for the period	(216,140)	(612,472)
Other	-	26
Closing NCI - TTC	**1,359,966**	**1,576,106**
Total non-controlling interest	**334,663**	**604,838**

16. Commitments for Expenditure

The Group has no material commitments at 31 December 2024 (30 June 2024: nil).

17. Contingent Assets and Liabilities

The Group is subject to various taxes in Australia and offshore jurisdictions and at times significant judgement is required in determining the Group's liability associated with these taxes. The Group estimates its tax liabilities based on its understanding of the transactions and the tax laws in the local jurisdictions in which it operates. Should the final outcome of these matters be different from the initial assessment, such differences will impact the Group's liabilities in the period in which such determination is made.

Under the terms of the agreement with L'Office Nationale des Hydrocarbures et des Mines (ONHYM) for the transfer of the Achmmach permits to Atlas Tin SAS, ONHYM is entitled to a 3% Net Smelter Return (NSR) once production commences. The royalty is due for payment before the end of the second quarter following the year that the production relates to.

Under the terms of the agreement to purchase the Bou El Jaj tenements in Hamada Minerals SARLAU, a one-off payment of 2,000,000 Moroccan Dirhams ($325,206 as at 31 December 2024) is payable to the previous holders of the tenements (1,000,000 Moroccan Dirhams each). The payment is contingent upon mining commencing from these permits and is payable on the commencement of mining.

18. Events after the Reporting Date

On 6 February 2025, the Company announced the appointment of Mr Simon Kidston as Non-Executive Director.

The directors are not aware of any 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.

19. Dividends

The Company has not declared nor paid a dividend for the period.

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 2024 and of its performance for the half-year 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) of the *Corporations Act 2001*.

On behalf of the directors

Stephen Gill
Non-executive Chairman

Date: 15 March 2025
Perth

HLB MANN JUDD
ADVISORY AND ACCOUNTING

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the consolidated interim financial report of Atlantic Tin Limited for the half-year ended 31 December 2024, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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
15 March 2025

D I Buckley
Partner

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HLB MANN JUDD
ADVISORY AND ACCOUNTING

INDEPENDENT AUDITOR'S REVIEW REPORT
To the Members of Atlantic Tin Limited

Report on the Consolidated Interim Financial Report

Qualified Conclusion

We have reviewed the interim financial report of Atlantic Tin Limited ("the Company") and its controlled subsidiaries ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, 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, except for the possible effects of the matters described in the *Basis for qualified conclusion* section, we have not become aware of any matter that makes us believe that the accompanying interim financial report of Atlantic Tin 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 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 qualified conclusion

During the period, the Group acquired Societe Anonyme d'Entreprises Minieres (SAMINE). We were unable to obtain sufficient, appropriate evidence in relation to the SAMINE acquisition inventory and trade and other payables amounts as disclosed in Note 5 to the consolidated interim financial report. Management has represented to us that the inability to obtain sufficient, appropriate evidence in relation to the identified SAMINE acquisition balances is due to the historic accounting and record keeping practices of SAMINE prior to the acquisition and that the balances that are the subject of the qualified conclusion were not prepared by the Company but inherited at acquisition. We were unable to obtain sufficient, appropriate evidence in regard to closing inventory and cost of sales which relate specifically to the SAMINE operations.

As a consequence of the above factors, we were unable to obtain sufficient, appropriate evidence in relation to the net assets of SAMINE at acquisition date and therefore the value of property, plant and equipment acquired as disclosed in Note 5 to the consolidated interim financial report. The accounting treatment applied to the acquisition was an "asset acquisition" and therefore the net assets acquired are equalised to the purchase consideration as disclosed in Note 5. The written down value of property, plant and equipment in the acquisition trial balance was $1,993,675, the amount which cannot be verified at this time is the incremental value attributed to property, plant equipment of $1,636,035 being the difference between the purchase consideration and the net assets acquired as disclosed.

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We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibility is further described in the *Auditor's Responsibility 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the Group'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 interim 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.

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the Interim 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 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 Interim 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

HLB Mann Judd
Chartered Accountants

Perth, Western Australia
15 March 2025

Buckley

D I Buckley
Partner