



KARORA RESOURCES INC.
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CANADA

ANNUAL INFORMATION FORM
For the year ended December 31, 2023

Dated as of April 1, 2024

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GENERAL MATTERS

Unless otherwise noted or the context otherwise indicates, the terms "**Company**", "**Karora**", "**we**" and "**our**" refer to Karora Resources Inc. and its subsidiaries.

For reporting purposes, the Company prepares its financial statements in Canadian dollars and in conformity with International Financial Reporting Standards ("**IFRS**"). All dollar amounts in this Annual Information Form ("**AIF**") are expressed in Canadian dollars, except as otherwise indicated. References to US\$ or "U.S. dollars" are to United States dollars, and references to "A\$" are to Australian dollars.

Market data and other statistical information used in this AIF is based on independent industry publications, government publications, reports by market research firms, or other published independent sources. Certain data is based on the Company's good faith estimates derived from its review of internal data and information and its consideration of independent sources, including those listed above. Although the Company believes these sources are reliable, the Company has not independently verified the information and cannot guarantee its accuracy or completeness.

The information contained in this AIF is as at December 31, 2023, unless otherwise indicated.

A glossary of technical terms is included starting on page 40 of this AIF.

FORWARD LOOKING STATEMENTS

This AIF contains "forward looking information" and "forward looking statements" (collectively referred to as "**forward looking statements**"). Forward-looking statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward looking statements. Often, but not always, forward looking statements can be identified by the use of words such as "guidance", "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "does not anticipate" or "believes" or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. Forward looking statements in this AIF include, but are not limited to:

- guidance for production, all-in sustaining cost and capital expenditures;
- drilling programs carried on at the Beta Hunt Mine (as defined below), HGO (as defined below) and the Company's other properties, including the type of drilling to be undertaken and the significance of drill results to accurately predict mineralization;
- the results and projections contained in the mineral reserve and mineral resources estimates in respect of the Beta Hunt Mine and HGO;
- available financing sources;
- the geology of the Company's properties;
- the ability to realize upon any mineralization in a manner that is economic;
- the ability to complete any proposed exploration activities and the results of such activities;
- the future financial or operating performance of the Company and its mines and projects,
- the future price of metals;
- the supply and demand for gold and other metals;
- the estimate of the quantity and quality of mineral resources and mineral reserves;
- costs of production, capital, operating and exploration expenditures;
- the successful integration of acquisitions;
- costs and timing of the development of planned production at the Company's operating mines;
- the ability of the Company to obtain and retain all government approvals, permits and third-party consents in connection with the Company's development activities;
- the Company's ability to raise funding privately or on a public market in the future;

- government regulation of mining operations;
- environmental risks;
- reclamation expenses;
- title disputes or claims; and
- the Company's business prospects and opportunities.

Forward looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others:

- the actual results of current mining operations and development activities;
- the ability to replace depleted mineral reserves;
- the uncertainties involved in interpreting drill results and other geological data;
- the speculative nature of mineral exploration and development, and the inherent risks involved therein;
- operating and/or project delays or interruptions and funding needs, including increases in operating and capital costs;
- the global economic climate;
- changes in national, provincial, state, and local government legislation;
- political or economic developments in jurisdictions in which the Company does business or may carry on business in the future;
- fluctuations in currency markets;
- environmental and social governance;
- community and non-governmental actions;
- future prices of metals;
- availability of alternative nickel sources or substitutions;
- actual results of reclamation activities;
- conclusions of economic evaluations;
- changes in mine or project parameters as plans continue to be refined;
- the future cost of capital to the Company;
- possible variations of ore or mineralized material grade or recovery rates;
- failure of plant, equipment or processes to operate as anticipated;
- environmental risks and risks related to climate change;
- accidents, labour disputes and other risks of the mining industry;
- political instability, terrorism, insurrection or war;
- delays in obtaining governmental approvals, necessary permitting or in the completion of development or construction activities;
- the possibility of project cost overruns or unanticipated costs and expenses;
- failure to maintain adequate internal controls over financial reporting;
- risks related to international conflict;
- inflation;
- health risks including outbreaks of communicable diseases and any impact of such outbreaks on operations and the economy in general;

as well as those factors discussed in the section entitled "*Risk Factors*" in this AIF. Such forward looking statements are also based on a number of material factors and assumptions, including:

- the supply and demand for gold and nickel and the level and volatility of future gold and nickel prices;
- operating and capital costs;
- availability of financing;
- permitting, development and operations consistent with Karora's expectations;

- foreign exchange rates;
- Karora's ability to attract and retain skilled staff;
- prices and availability of equipment;
- that contracted parties provide goods and/or services on the agreed timeframes; and
- that no unusual geological or technical problems occur.

Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. **Accordingly, readers should not place undue reliance on forward looking statements.** Forward-looking statements contained in this AIF are made as of the date of this AIF or the date specified in such statement and the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as required by applicable securities laws. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements.

CORPORATE STRUCTURE & GENERAL DEVELOPMENT OF THE BUSINESS

Karora is a multi-operational mineral resource company with its mining interests located in Western Australia. The portfolio includes the Beta Hunt Mine (the "**Beta Hunt Mine**" or "**Beta Hunt**"), Higginsville Gold Operations, Lakewood mill and Spargos Reward Gold Mine ("**Spargos**" or the "**Spargos Mine**", and, collectively with Higginsville Gold Operations and Lakewood mill, "**HGO**" or "**Higginsville**"). Beta Hunt is a gold producing underground operation with nickel by-product credits. Karora's mineral property interests at Beta Hunt and HGO host a large historical resource inventory, substantial portfolio of gold tenements and a series of open pits and underground operations. Karora is focused on growth through sustainable organic production and further accretive acquisitions of precious metal/mineral operations. Karora's growth pathway is underpinned by the increased milling capacity now in place at Higginsville and following the acquisition of the Lakewood mill in 2022, along with the addition of a second decline and related ventilation upgrades at Beta Hunt intended to increase production to 2.0 Mtpa run rate during 2024. The Company is well positioned to continue to explore and develop its' nickel resources at Beta Hunt due to the shared operational synergies with the primary business of gold mining.

The Company was incorporated under the *Canada Business Corporations Act* on December 13, 2006. It is a reporting issuer in all Provinces of Canada, and its common shares ("**Common Shares**") are listed on the Toronto Stock Exchange (the "**TSX**"), trading under the symbol "KRR". The Common Shares also trade over-the-counter in the United States on the OTCQX under the symbol "KRRGF". The Company's registered office, head office and records office is at Suite 1608 – 141 Adelaide Street West, Toronto, Ontario, M5H 3L5.

Karora's principal assets are its: (i) 100% interest in the Beta Hunt Mine (represented by a 100% interest in Karora (Beta Hunt) Pty Ltd (formerly named Salt Lake Mining Pty. Ltd.) ("**SLM**")); and (ii) 100% interest in HGO (represented by a 100% interest in Karora Australia Pty Ltd.). Both Karora (Beta Hunt) Pty Ltd. and Karora Australia Pty Ltd are incorporated under the *Corporations Act 2001* (Australia). In 2020, Karora acquired the Spargos project, which is now an open pit mine located in proximity to its Higginsville mill in Western Australia. In July 2022, Karora acquired the Lakewood mill, a fully permitted 1.0 Mtpa gold processing facility located near Kalgoorlie, Western Australia. See "*Description of the Business*" for further detail regarding these assets.

Karora also holds a 15% interest in the net proceeds from a future sale or other monetization event involving the Dumont Nickel Cobalt Project (net of certain agreed costs and deductions) up to a maximum of US\$30 million. This interest was received by Karora as partial consideration for the July 2020 sale of its remaining 28% interest in the project.

In addition, Karora owns, directly or indirectly, the following minority interests: (i) approximately 11.3 million shares of Orford Mining Corporation ("**Orford**"), representing an approximate 5.0% interest in the company, which owns the Qiqavik gold project and West Raglan nickel project located in Northern Quebec; (ii) approximately 7.9 million shares of SPC Nickel Corp. ("**SPC**"), representing an approximate 5.3% interest in the company, which owns the Aer-Kidd project located in Ontario; and (iii) approximately 31.9 million shares of Kali Metals Limited ("**Kali**"),

representing an approximate 22.1% interest in the company, which owns a package of lithium exploration properties in Western Australia. Orford is listed on the TSX Venture Exchange under the stock symbol "ORM", SPC is listed on the TSX Venture Exchange under the stock symbol "SPC", and Kali is listed on the Australian Securities Exchange ("ASX") under the stock symbol "KM1".

Three Year History

2023

- On May 8, 2023, the Company announced that it entered into an agreement with Kalamazoo Resources Limited ("**Kalamazoo**") to create Kali, a lithium and critical metals exploration company. Under the agreement, Kalamazoo and Karora each vended their lithium exploration projects into Kali, with a goal of creating a jointly owned but separately run lithium-focused, ASX-listed exploration company led by an experienced board and management team. The transaction allows Karora shareholders to participate in the significantly enhanced upside potential of a larger, combined lithium-focused investment vehicle that will fund its own exploration and development activities, while Karora's management remains focused on growing its gold and nickel production base at both Beta Hunt and HGO.
- On August 17, 2023, the Company announced the appointment of Tony Makuch to its Board of Directors (the "**Board**") and as new Chair of the Technical, Safety and Sustainability Committee (as defined herein). In addition, the Company announced that Derek Humphry joined the Company as its new Chief Financial Officer replacing Barry Dahl following his retirement. Subsequently, Peter Ganza joined Karora's Australian operations as Chief Operating Officer, Australia.
- On November 1, 2023, the Company's normal course issuer bid ("**NCIB**") was renewed, through which the Company can purchase up to 8,886,939 Common Shares (representing 5% of total issued and outstanding Common Shares) between November 1, 2023 and October 31, 2024.
- On November 21, 2023, the Company announced significant increases to its Gold Measured and Indicated Mineral Resource at its flagship Beta Hunt Mine (increase of 18%) and Consolidated Measured and Indicated Mineral Resources at Beta Hunt and Higginsville (increase of 9%), both net of mining depletion. Beta Hunt's Western Flanks zone highlighted the update with improved grades (12% higher) and a net addition of 143,000 ounces in Measured and Indicated Mineral Resources. Nickel Measured and Indicated Mineral Resources also showed improved grade along with the addition of 1,200 tonnes of contained nickel. The updated Beta Hunt Mineral Resource and Reserve estimate and the Higginsville Mineral Resource and Reserve estimate were detailed in two separate technical reports prepared in accordance with NI 43-101 (as defined herein) and filed on January 5, 2024, under the Company's SEDAR+ profile at sedarplus.ca.

2022

- In April 2022, the Company published its inaugural ESG Report for the year 2021, which outlines a comprehensive ESG strategy that serves as a key foundation for integrating critical ESG factors into the Company's governance and risk management systems and introducing key metrics and targets for internal monitoring and external reporting.
- In July 2022, the Company acquired the fully-permitted and operating 1.0 Mtpa Lakewood mill, increasing processing capacity by 63%, to 2.6 Mtpa. Additional capacity in 2022 from the Lakewood mill was used to optimize feed from Beta Hunt, Spargos and Higginsville mines and process additional material from low grade surface stockpiles.
- After announcing robust growth in nickel mineral resources early in 2022, a positive preliminary economic assessment for nickel resources at Beta Hunt was released on August 12, 2022, which included solid growth in low-cost production, robust economics, including attractive returns and a low capital investment requirement, and attractive by-product credit potential from nickel production.
- Drilling at Beta Hunt in 2022 resulted in new discoveries as well as major extensions to existing zones. Highlights of the 2022 results at Beta Hunt include:

- The discovery of a new gold zone, the Mason Zone, running parallel to, and west of the Larkin Zone. The Mason Zone has the potential to be an important new source of gold production south of the Alpha Island Fault with a strike length of up to 700 metres.
- The extension of known mineralization to depth, including extending shear mineralization at Western Flanks up to 250 metres below current mineral resources as well as extending gold mineralization at the A Zone up to 150 metres below current mineral resources, with both zones remaining open to depth.
- The discovery of a new high-grade nickel zone, the 4C Offset zone, including an intercept of 6.5% nickel over 11.9 metres. The new zone is located in the Hunt Block above Western Flanks and situated within 25 metres of existing and actively used mine development.
- After becoming one of the world's first carbon neutral gold producers in 2021, carbon neutrality was achieved for the second consecutive year in 2022 for the Company's own operations (Scope 1 emissions) and purchased electricity consumption (Scope 2 emissions) through the purchase and retirement of 95,000 tonnes of verified carbon offset credits.
- During a period of extensive capital investment in support of future growth, important steps were taken in 2022 to ensure adequate capital strength and liquidity:
 - Senior secured \$80 million credit agreement with Macquarie Bank Limited was completed in July 2022, providing a \$40 million term loan (fully drawn on July 14, 2022) and \$40 million revolving credit facility, both with a term to June 28, 2024 and an option to renew. Proceeds of the term loan were used to refinance the Company's existing \$30 million credit facility and for general working capital purposes (the "**Credit Agreement**").
 - Over-subscribed bought deal financing closed in June 2022 resulting in receipt of \$69.0 million of gross proceeds (\$65.1 million of net proceeds) through the issuance of 14,375,000 Common Shares. The financing was used for the acquisition of the Lakewood mill, a significant step in de-risking the Company's growth plan.
 - On July 15, 2022, the Company announced the renewal of its NCIB, through which the Company could purchase up to 8,492,971 Common Shares (representing 5% of the then total issued and outstanding Common Shares) between July 20, 2022 and July 19, 2023. During the second half of 2022, 157,660 Common Shares were acquired and cancelled through the NCIB at an average price of \$3.12 per share.

2021

- On February 1, 2021, the Company announced strong drill results from the Larkin Zone at the Beta Hunt Mine. The results are part of an ongoing infill and step-out drilling program designed to convert the Larkin Zone discovery, announced in September 2020 into Mineral Resources. The new high grade gold intercepts, including the intercept of 19.0 g/t over 9.0 metres and visible gold mineralization observed in drill core EL-EA2-023E, build upon the Larkin high grade gold discovery, included 15.3 g/t over 3.5 metres in hole BE30-010 and a wall sample of 5.0 g/t over 14.4 metres.
- Also on February 1, 2021, the Company announced it filed a technical report supporting the mineral resource and reserve statement for the Beta Hunt Mine and HGO.
- On February 8, 2021, the Company announced encouraging Phase 1 drill results from initial scout drilling on its under-explored Lake Cowan area of HGO. The area contains several of the main regional faults and has similar geology to many of the major gold deposits within the Kalgoorlie-Kambalda-Norseman area.
- On June 28, 2021, the Company announced a multi-year Growth Plan funded through operating cash flows and the current cash balance.
- During 2021, Karora became one of the world's first carbon neutral gold producers for emissions from its own operations (Scope 1 emissions) and purchased electricity consumption (Scope 2 emissions) following the purchase and retirement of verified carbon offset credits. The offset projects include reforestation and conservation initiatives in Australia, among other projects.
- Production commenced at the Spargos open pit mine in the fourth quarter of 2021 in line with schedule.

- The fourth quarter saw the completion of the Phase I mill upgrade to 1.6 Mtpa at Higginsville.
- Beta Hunt Second Decline commenced waste development from underground in the fourth quarter of 2021, having advanced 60 metres as at December 31, 2021. The box cut and portal contracts were awarded in early 2022 and contractors mobilized on site.
- Drilling at Beta Hunt has extended Fletcher Shear Zone (Beta Hunt) gold mineralization to over 500 metres along strike and 150 metres in vertical extent. Potential exists for gold mineralization to extend for up to 2 kilometres of strike length. New results include 3.3 g/t over 9.5 metres, including 5.5 g/t over 4.4 metres and 18.5 g/t over 0.8 metres.
- New gold mineralized setting intersected beneath the 50C nickel trough in the Gamma Block (Beta Hunt) where drilling has confirmed significant mineralization over a 200-metre strike length including intercepts of 40.5 g/t over 4.0 metres, 3.4 g/t over 33.6 metres (including 6.0 g/t over 10.5 metres), and 7.6 g/t over 4.6 metres.
- West of the Larkin Gold Zone (Beta Hunt), drilling returned the widest ever mineralized interval ever recorded at Beta Hunt of 1.5 g/t over 90.0 metres, including 50.9 g/t over 0.4 metres.

Development of the Business - Events Subsequent to December 31, 2023

- On January 16, 2024, the Company announced that it has signed a long-term Power Purchase Agreement, a critical first step in achieving its initial target to reduce Scope 1 & 2 greenhouse gas ("GHG") emissions by 20% by 2030, compared to a 2024 forecasted business-as-usual baseline.

DESCRIPTION OF THE BUSINESS

As noted above, Karora's principal assets are its 100% interest in the Beta Hunt Mine and its 100% interest in Higginsville.

The Beta Hunt Mine

The Beta Hunt Mine is a gold and nickel mine located in the Kambalda mining district of Australia, 600 km from Perth. This deposit hosts both gold and nickel resources in adjacent discrete mineralized zones. The mining tenements on which the Beta Hunt Mine is located are held by Gold Fields Limited ("**Gold Fields**"). Karora operates the Beta Hunt Mine by virtue of a sub-lease agreement with Gold Fields. The Beta Hunt Mine sub-lease grants SLM the right to exploit nickel and gold mineralization on the property free from encumbrances other than the royalties discussed below and certain other permitted encumbrances. The Beta Hunt Mine was purchased from Consolidated Nickel Kambalda Operations ("**CNKO**") in 2013, and the gold rights to the sub-lease were acquired separately from St Ives Gold Mining Company Pty Ltd. ("**SIGMC**") in 2014. On an annual basis, Karora must pay to SIGMC 20% of (i) all rent payable by SIGMC in respect of each tenement (ii) all local government rates and (iii) all land or property taxes. Initial gold production occurred in June to July 2014 and recommenced at the end of 2015. The mine continues to ramp up, having commenced commercial gold production at the end of June 2017. Nickel operations were re-started in 2014 and have operated continuously since then.

The Beta Hunt Mine is owner-operated using conventional underground mining methods. All gold processing is conducted at HGO. Nickel mineralization is trucked and toll treated at a third-party toll mill in the Kalgoorlie area.

Higginsville Gold Operations

On June 10, 2019, Karora acquired 100% of HGO. HGO is located approximately 80 km south of the Beta Hunt Mine in Higginsville, Western Australia. The operation comprises a 1.6Mtpa processing plant and 242 mining tenements (as of December 30, 2023) and includes the Aquarius, Hidden Secret, Mt Henry, Pioneer, Mitchell and Spargos gold deposits. In addition, Karora acquired the 1.0 Mtpa Lakewood mill in July 2022. The Department of Mines, Industry Regulation and Safety ("**DMIRS**") approved the expansion of the Lakewood mill to increase the total production rate up to 1.2 Mtpa. The Lakewood mill is located approximately 65 km north of the Beta Hunt Mine in Kalgoorlie, Western Australia.

Avoca Resources Limited ("**Avoca**") initially purchased the Higginsville exploration assets from Gold Fields in June 2004. The Trident underground deposit, historically the largest deposit at HGO, was discovered by Avoca in 2004 with mining commencing at the deposit in 2007. In April 2007, Avoca raised A\$125 million to commission a new process plant facility at HGO. In that same year, Avoca purchased the neighbouring Chalice deposit from Chalice Gold Mines Limited. Gold production began with the first gold pour on July 1, 2008.

Alacer Gold Corporation ("**Alacer**"), a company incorporated in Canada, acquired HGO after it merged with Avoca in 2011. On October 29, 2013, Alacer completed the sale of its Australian business unit, which included HGO and its assets, to Westgold Resources Limited ("**Westgold**"), which was a wholly-owned subsidiary of Metals X Limited ("**Metals X**") at the time.

In July 2015, Metals X acquired the Mt Henry Gold Project from Panoramic Resources Ltd. and Matsa Resources Limited.

Up to December 4, 2016, at which time there was a mine closure, the Trident underground mine produced 7,434,000 tonnes @ 4.4g/t Au for 1,045,000 oz of gold.

On December 1, 2016, Westgold demerged from Metals X. Avoca remained a subsidiary of Westgold and was part of the resultant demerger.

Karora acquired HGO on June 10, 2019 from Westgold. Karora also acquired Spargos, which forms part of HGO, from Corona Resources Limited on August 8, 2020.

Mineralization

Gold mineral resources and reserves at the Beta Hunt Mine comprise the Western Flanks, A Zone, and Larkin deposits. Gold mineral resources and reserves at Higginsville comprise the deposits (and stockpiles) associated with the Higginsville Central and Higginsville Greater areas. The nickel mineral resource is associated with the Beta Block and Gamma Block deposits at the Beta Hunt Mine.

Beta Hunt Gold Mineral Resources as at September 30, 2023

Measured			Indicated			Measured & Indicated			Inferred		
kt	g/t	koz	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
1,278	2.8	116	16,855	2.7	1,484	18,133	2.7	1,600	12,865	2.6	1,086

Beta Hunt Nickel Mineral Resources as at September 30, 2023

Measured			Indicated			Measured & Indicated			Inferred		
K tonnes	Ni (%)	Ni tonnes	K tonnes	Ni (%)	Ni tonnes	K tonnes	Ni (%)	Ni tonnes	K tonnes	Ni (%)	Ni tonnes
-	-	-	776	2.9	22,300	776	2.9	22,300	500	2.7	13,400

Notes:

- (1) Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability. There is no certainty that all or any part of the Mineral Resources estimated will be converted into Mineral Reserves.
- (2) The Measured and Indicated Mineral Resources are inclusive of those Mineral Resources modified to produce Mineral Reserves.
- (3) The Mineral Resource estimates include Inferred Mineral Resources that are normally considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as Mineral Reserves. There is also no certainty that Inferred Mineral Resources will be converted to Measured and Indicated categories through further drilling, or into Mineral Reserves once economic considerations are applied.
- (4) The Gold Mineral Resource is estimated using a long-term gold price of US\$1,700/oz with a USD:AUD exchange rate of 0.70.
- (5) The Gold Mineral Resource is reported using a 1.4 g/t Au cut-off grade.
- (6) The Nickel Mineral Resource is reported above a 1% Ni cut-off grade.
- (7) Mineral Resources are depleted for mining as of September 30, 2023.

- (8) Beta Hunt is an underground mine and to best represent 'reasonable prospects of eventual economic extraction' the mineral resource was reported taking into account areas considered sterilized by historical mining. These areas were depleted from the Mineral Resource.
- (9) Mineral Resource tonnage and contained metal have been rounded to reflect the accuracy of the estimate, and numbers may not add due to rounding.
- (10) CIM Definition Standards (2014) were followed in the calculation of Mineral Resources.
- (11) Gold and Nickel Mineral Resource estimates were prepared under the supervision of Qualified Persons S. Devlin, FAusIMM (Chief Geological Officer, Karora Resources) and Graham de la Mare (Principal Resource Geologist, Karora Resources).

Beta Hunt Gold Mineral Reserves as at September 30, 2023

Proven			Probable			Proven & Probable		
kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
316	2.7	28	6,260	2.7	545	6,577	2.7	573

Notes:

- (1) The Mineral Reserve is reported at a 1.8 g/t incremental cut-off grade.
- (2) Key assumptions used in the economic evaluation include:
 - a. A metal price of US\$1,500/oz gold and an exchange rate of 0.70 USD:AUD
 - b. Metallurgical recovery of 94%
 - c. The cut-off grade takes into account operating mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to a number of significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where material is delivered to the processing facility) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P Ganza, MAusIMM (CP).

HGO Gold Mineral Resources as at September 30, 2023

Measured			Indicated			Measured & Indicated			Inferred		
kt	g/t	koz	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
13,355	1.4	582	18,469	1.7	1,007	31,824	1.6	1,589	6,931	2.0	452

Notes:

- (1) Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability. There is no certainty that all or any part of the Mineral Resources estimated will be converted into Mineral Reserves.
- (2) The Measured and Indicated Mineral Resources are inclusive of those Mineral Resources modified to produce Mineral Reserves.
- (3) The Mineral Resource estimates include Inferred Mineral Resources that are normally considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as Mineral Reserves. There is also no certainty that Inferred Mineral Resources will be converted to Measured and Indicated categories through further drilling, or into Mineral Reserves once economic considerations are applied.
- (4) The Gold Mineral Resource is estimated using a long term gold price of US\$1,700/oz with a US:AUD exchange rate of 0.70.
- (5) The Gold Mineral Resource for Higginsville is reported using a 0.5 g/t Au cut-off for open pits (except 0.4 g/t Au cut-off for Mt Henry Project) and a 1.3 g/t Au cut-off grade for underground (except 1.6 g/t Au for Spargos underground).
- (6) Mineral Resources are depleted for mining as of September 30, 2023.
- (7) To best represent 'reasonable prospects of eventual economic extraction' the mineral resource for open pits has been reported within an optimized pit shells at A\$2,429/oz (US\$1,700/oz) and, for underground resources, areas considered sterilized by historical mining are depleted from the Mineral Resource estimation.
- (8) Mineral Resource tonnage and contained metal have been rounded to reflect the accuracy of the estimate, and numbers may not add due to rounding.
- (9) CIM Definition Standards (2014) were followed in the calculation of Mineral Resources.
- (10) Gold Mineral Resource estimates were prepared under the supervision of Qualified Person S. Devlin, FAusIMM (Chief Geological Officer, Karora Resources) and I. Glacken (Geologist & Geostatistician, Snowden Optiro Pty Ltd). Mr. Glacken's responsibility is limited to the Mt Henry Project Mineral Resources.

HGO Gold Mineral Reserves as at September 30, 2023

Proven			Probable			Proven & Probable		
kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
8,078	1.3	342	6,196	1.8	363	14,273	1.5	705

Notes:

- (1) The Mineral Reserve is reported at varying cut-off grades per deposit ranging from 1.6 g/t to 2.0 g/t for Underground Mineral Reserves to 0.8 g/t to 1.0 g/t for Open Pit Mineral Reserves.
- (2) Key assumptions used in the economic evaluation include:
 - a. A metal price of US\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - b. Metallurgical recovery varies by deposit.
 - c. The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to a number of significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where material is delivered to the processing facility) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P Ganza, MAusIMM (CP).

Consolidated Production – 2023

The consolidated gold production was 160,492 ounces for 2023 from the Beta Hunt Mine and HGO, exceeding the mid-point of 2023 production guidance of 145-160 ounces by approximately 5%.

Royalties

Karora pays the following royalties in respect of Beta Hunt gold production: (i) state government equal to 2.5% of recovered gold; and (ii) to third parties, 4.75% of recovered gold (less allowable deductions). Karora pays the following royalties in respect of HGO gold production: (i) traditional land owners are entitled to production payments of up to 1% of gross gold revenue over various tenements; (ii) state government royalty equal to 2.5% of recovered gold; and (iii) various royalties across the tenements to third parties on recovered gold (less allowable deductions).

Karora pays the following royalties in respect of Beta Hunt nickel production: (i) the state government equal to 2.5% of recovered nickel; and (ii) to third parties equal to, 1% of the gross revenue from nickel produced; 0.5% of the net smelter returns on nickel produced; and 3% when the price of nickel is less than A\$17,500/t and 5% when the price of nickel is greater than or equal to A\$17,500/t of the gross revenue from nickel produced, with the total royalty payable to this third party capped at A\$16,000,000.

For detailed information regarding the Beta Hunt Mine and the Higginsville Gold Operations, please see Appendix "A" – *"Material Mineral Projects – Beta Hunt Mine"* and Appendix "A" – *"Material Mineral Projects – Higginsville Gold Operations"*.

Contingent Interest in Proceeds of a Dumont Sale or other Monetization Event

As noted above, Karora holds a 15% interest in the net proceeds from a future sale or other monetization event involving the Dumont Nickel Cobalt Project (net of certain agreed costs and deductions) up to a maximum of US\$30 million. The project is located in the mining-friendly Canadian province of Québec. Once in production, it is expected to rank as the fifth-largest nickel sulphide operation in the world by annual production – only the mining operations at Norilsk (Russia), Jinchuan (China), Sudbury (Ontario, Canada), Voisey's Bay (Newfoundland and Labrador, Canada) would be larger. Dumont contains the world's second largest nickel reserve and is the largest undeveloped nickel reserve. The cobalt reserve is the ninth largest in the world and is the second largest undeveloped cobalt reserve. An updated feasibility study (titled the "Technical Report on the Dumont Nickel-Cobalt Project, Launay and Trécesson Townships, Quebec, Canada") (the "**Feasibility Study**") was completed in July 2019. It demonstrates that the project contains approximately 6.1 billion pounds of nickel in the proven and probable reserve categories (a proven and probable reserve of 1,028 million tonnes at 0.27% nickel) and 9.75 billion pounds of nickel resources in the measured and indicated category (a measured resource of 372 million tonnes at 0.28% nickel and an indicated resource of 1.29 billion tonnes at 0.26% nickel). The measured and indicated mineral resources are inclusive of those mineral resources modified to produce mineral reserves. In the inferred resource category, there is approximately 2.9 billion pounds of nickel (500 million tonnes at 0.26% nickel). Once in operation, the mine will produce nickel for 30 years. Construction and operation of the mine and processing facilities will be made easier by the existence of excellent infrastructure, including roads, rail and access to low-cost power.

Minority Interests

As noted above, Karora owns a 5.0% interest in Orford, a 5.3% interest in SPC, and a 22.1% interest in Kali.

Orford's principal assets are the Qiqavik and West Raglan projects, comprising a land package totaling over 80,000 hectares in the Cape Smith Belt of Northern Quebec. The Qiqavik Property covers the 40-km long Qiqavik Break, part of the Cape Smith Belt, which is home to the Glencore Group's Raglan Mine. Early-stage exploration work completed to date on the Qiqavik Property shows that high-grade gold and copper occurrences are structurally controlled and associated with secondary splay structures located along the district-scale Qiqavik Break Shear Zone extending the full 40 km length of the Qiqavik Property. Eleven Gold mineralized areas have been discovered across the property. Highlights from exploration include drill intersections grading 2.6 g/t Au, and 2.2% Cu over 7m (including 5.6 g/t Au, and 3.1% Cu over 1.0m) at the Esperance occurrence as well as 0.7 g/t Au over 32m (including 3.1 g/t over 2.8m) at the Interlake occurrence. The West Raglan project is located in the west central portion of the Cape Smith Belt, which hosts prolific, high-grade nickel sulphide deposits including two producing mines; the Glencore Group's Raglan Mine and the Nunavik Nickel Mine.

SPC holds a 100% interest in the mineral rights of the Aer-Kidd property and the Lockerby East property both located in the Sudbury Basin. The Aer-Kidd property covers approximately 1.3 kilometers of the Worthington Offset Dyke located near Worthington, Ontario in the Sudbury Basin area. Past production on the Aer-Kidd property has come from numerous shallow underground and surface workings (Howland Pit, Rosen and Robinson Deposits). The Aer-Kidd property is located centrally between two significant known resources also on the Worthington offset, Vale's Totten mine and KGHM's Victoria project. The Lockerby East Property is adjacent to the past producing Lockerby Mine and hosts the past producing LKE Deposit.

Kali is a mineral exploration company with a focus on lithium. Following the successful admission to the ASX Official List on January 8, 2024, Kali has rights to explore across three highly prospective lithium regions, being the Pilbara region of Western Australia, the Eastern Yilgarn region in Western Australia, and the Lachlan Fold Belt region across Victoria and New South Wales. The lithium projects across these regions consist of the Higginsville Project, DOM's Hill Project, Marble Bar Project, Pear Creek Project, Jingellic Project, and Tallangatta Project.

Karora Employees

As at December 31, 2023, Karora had a total of 372 employees.

Market Overview

Karora's primary product is gold. Gold is traded on the world markets. Gold prices averaged approximately US\$1,940 per ounce during 2023, approximately 7.7% higher than the average price of approximately US\$1,802 per ounce in 2022. Gold prices fluctuate widely and are affected by numerous factors, including central bank purchases and sales, producer hedging and de-hedging activities, expectations of inflation, investment demand, the relative exchange rate of the U.S. dollar with other major currencies, interest rates, global and regional demand, political and economic conditions, production costs in major gold-producing regions, speculative positions taken by investors or traders in gold and changes in supply, including worldwide production levels.

Intangible Properties

The Company does not currently have an identifiable intangible property.

Specialized Skills and Knowledge

All aspects of the Company's business require specialized skills and knowledge. Such skills and knowledge include the areas of finance, geology, drilling, mining, construction, engineering, metallurgy, accounting, and natural resources. The Company retains executive officers and consultants with experience in these areas in Canada, Australia, and the United States. See "*Directors and Officers*" for details as to the specific skills and knowledge of the Company's directors and management.

Competitive Conditions

Metal exploration and mining is a competitive business. The Company competes with numerous other companies and individuals seeking to: (i) acquire attractive gold and nickel; (ii) engage qualified service providers and labour; and (iii) source equipment and suppliers. The ability of the Company to successfully acquire and develop metal properties in the future will depend not only on its ability to operate and develop its present properties, but also on its ability to select and acquire suitable producing properties or prospects for exploration and development. See "*Risk Factors – Competition*".

Foreign Operations

The Beta Hunt Mine and HGO are located in Australia. Any changes in regulations or shifts in political attitudes in Australia, or other jurisdictions in which the Company has projects from time to time, are beyond the control of the Company and may adversely affect its business. See "*Risk Factors – Foreign Subsidiaries and Operations*".

ENVIRONMENTAL, SOCIAL AND GOVERNANCE

ESG Strategy

Karora developed a comprehensive ESG Strategy that identified material ESG factors, alongside measures to enhance ESG integration into our governance processes and risk management systems. We have also established a set of metrics and targets for internal monitoring and external reporting. We will publish our third-year ESG Report in the second quarter of 2024. Karora's ESG strategy is a foundational element in executing our multi-year growth plan.

ESG Governance

Karora considers good corporate governance to be central to the effective and efficient operation of our business. A transparent culture of corporate governance and ethical behaviour in decision-making is fundamental to the way we do business. We are committed to implementing high standards of corporate governance and reporting, and to conducting our business in ways that are ethical, transparent, and accountable to our investors and other stakeholders. This includes the way we oversee and manage ESG factors.

Board Oversight of ESG

Karora's Board oversees the Company's ESG program and all related sustainability matters, including climate-related risks and opportunities. During its quarterly meetings, the Board reviews the status of Karora's various ESG initiatives, considers related recommendations, and provides input as to the overall direction of the program. Board members have skills and expertise related to Karora's material ESG factors, including health and safety, environment and permitting, and sustainability. In 2023, Board members received education on ESG-related topics, including diversity and inclusion in mining and climate change. To maintain a high level of awareness of current and emerging ESG factors, Board members will continue to receive regular, recurring education on ESG-related topics.

Management Accountability for ESG

The Board is supported in its responsibility for oversight of Karora's ESG program by the Senior Vice President ("SVP"), Technical Services and Sustainability. The SVP, Technical Services and Sustainability has the highest level of management accountability for ESG and is responsible for identifying, assessing, and managing Karora's ESG risks and opportunities, including those related to climate change. The SVP, Technical Services and Sustainability reports to the Board on ESG and sustainability issues on a quarterly basis and works closely with Karora's Chairman and CEO on ESG-related matters. As a topic of high priority for Karora, the Chairman and CEO is actively involved in the development and implementation of Karora's ESG strategy.

We expect all employees, officers, Board members, and, to the extent feasible, consultants, contractors, and representatives of Karora, to be committed to our objective to be an ESG leader by upholding our ESG commitments.

ESG Risk Management

The Board of Directors has overall responsibility for the establishment and oversight of Karora's risk management programs. Our risk management framework is designed to facilitate the identification, assessment, management, and mitigation of the risks we face as a gold and nickel mining company, including risks associated with climate change and other social and environmental risks.

Managing ESG risks is a key part of how we create sustainable value and is a strategic priority for Karora. We recognize the need to comprehensively integrate Karora's material ESG risks, including climate-related risks, into our risk management processes. To this end, in 2022, Karora developed an ESG risk register that incorporates all ESG factors identified as material in our ESG materiality assessment. It incorporates criteria consistent with that of our existing risk registers. The ESG risk register identifies contributing factors and causes of Karora's exposure, potential consequences, existing controls to manage the risk, as well as owners for individual ESG risks. In 2023, Karora began to implement the risk register across operations.

ESG Materiality Assessment

In 2021, Karora completed an ESG materiality assessment, which forms the foundation of our ESG strategy. In 2022, Karora reviewed and refreshed our ESG materiality assessment to ensure that the assessment of the potential impacts of ESG factors on Karora's value is current and reflects the rapidly evolving ESG landscape. As part of this exercise, we have identified "Tailings Storage Facilities Management" and "ESG Governance" as stand-alone ESG factors. Capturing Tailings Storage Facilities Management as a stand-alone ESG factor reflects investors' sustained focus on the issue and better aligns Karora with the Sustainability Accounting Standards Board's ("SASB") revised 2021 Metals & Mining Sustainability Accounting Standard. We have additionally identified ESG Governance as a key priority, in recognition of the importance of maintaining robust governance structures to manage our material ESG factors and implement our ESG strategy.

The ESG materiality assessment identified and prioritized the ESG factors with the greatest potential to materially impact company value and our ability to achieve our strategic objectives over the short-, medium-, and long-term. To identify potentially relevant ESG factors, Karora:

- Conducted a benchmarking of ESG practices relative to industry peers;
- Conducted a review of key investors' ESG priorities;
- Referenced key ESG frameworks, including the SASB Metals & Mining Sustainability Accounting Standard, SASB's Climate Risk Technical Bulletin, and the recommendations of the Task Force on Climate-related Financial Disclosures;
- Referenced the Mining Association of Canada's Towards Sustainable Mining protocols and frameworks; and
- Referenced the methodologies of ESG research and ratings providers.

Industry regulations, trends, initiatives, and relevant ESG guidance, including proposed regulations were also reviewed. The potential impact to the business and the likelihood of each ESG factor emerging over the short-term (0 – 1 years), medium-term (1 – 5 years), and long-term (greater than 5 years) was then assessed.

ESG factors were assessed using the impact and likelihood criteria informed by existing risk management processes to ensure that the ESG factors are assessed consistently and proportionately to other risks. In assessing the ESG factors identified, a materiality threshold was used that aligned with the U.S. and Canadian securities law materiality definitions as well as the International Financial Reporting Standards materiality definition. The results of the ESG materiality assessment were validated by Karora's senior management team and Board of Directors.

Karora will annually review and update the ESG materiality assessment as needed to accommodate the dynamic nature of materiality, changing market conditions, and any future growth or diversification of the company. All material ESG factors identified are discussed in detail in our forthcoming ESG Report, alongside our performance and forward-looking commitments for each of the factors.

ESG Performance Highlights

- **Scope 1 and 2 Emissions Compensation:** Compensated for our Scope 1 and 2 GHG emissions for the second straight year in 2022 through the purchase and retirement of a 95,000-tonne portfolio of verified carbon offset credits.
- **Emissions Reduction Target & Plan:** Established an initial target to decrease our absolute Scope 1 and Scope 2 GHG emissions by 20% by 2030, compared to a 2024 forecasted business-as-usual baseline. Based on the technical analysis completed in 2022, we have identified an initial plan towards achieving this target, which focuses on conversion to cleaner energy sources at Higginsville.
- **ESG Risk Register:** Began to develop a new ESG risk register that will enhance Karora's ability to identify, manage, and assess ESG risks company wide. The ESG risk register will include all material ESG risks identified in our materiality assessment.

Community Relations

We recognize that, as a mining company seeking to establish and operate significant and impactful projects, we require a social license from the various stakeholders in our project communities. We work hard to nurture these relationships.

Beta Hunt Mine

The Beta Hunt Mine is located between the local communities of Kambalda (60km north) and Norseman (52km north). Karora is committed to working in partnership with these communities in a manner which fosters active participation and mutual respect. This is supported by Karora's strategy of employing local people at our mine-site wherever possible and using local vendors to supply the mine with equipment and services. With respect to local business, the Beta Hunt and Higginsville mines use over 100 vendors based in the Goldfields, which includes the Kambalda, Kalgoorlie, Norseman, and Esperance communities.

HGO

Higginsville is located close to the local communities of Kambalda (2km west) and Kalgoorlie (60km north). Karora is committed to working in partnership with these communities and the local Ngadju native title holders in a manner which fosters active participation and mutual respect. The Ngadju people have traditional ownership over the Higginsville tenure. Karora regularly consults with the Ngadju Native Title Aboriginal Corporation ("NNTAC"), who act as an agent for the native title rights and interests of the Ngadju people of southern Western Australia.

Karora is committed to co-operatively recognising the rights and interests of the Ngadju people, which include the promotion of their economic self-sufficiency, the ability and access to live on their traditional lands, the protection of their natural environment and resource, and the identification and protection of indigenous sites. We seek to ensure material benefits are available to the Ngadju people to enhance their lifestyle through community and cultural development activities, which improve their standard of health, employment, and education opportunities, as well as allow participation in the operation through employment, training, and contracting opportunities. As part of the arrangements in place with the Ngadju people, Karora contributes to various social and economic funds run by NNTAC, as well as provides compensation for use of the land.

Most of the current mine workforce permanently reside in Perth and fly-in-fly-out ("**FIFO**") of Perth to attend site on either an 8 days-on/6 days-off or 14 days-on/7 days-off rotation. The FIFO workers are supplemented by workers who reside in closer regional towns such as Norseman, Kambalda, Kalgoorlie, and Esperance.

DIVIDEND RECORD AND POLICY

Karora has not, since the date of its incorporation, declared or paid any dividends on its Common Shares. For the foreseeable future, Karora anticipates that it will retain future earnings and other cash resources for the operation and development of its business. The payment of dividends in the future will depend on Karora's earnings, if any, and

financial condition and such other factors as the directors of Karora consider appropriate. Currently, the Credit Agreement restricts the Company's ability to pay dividends.

CAPITAL STRUCTURE

General Description of Share Capital

Common Shares

Karora is authorized to issue an unlimited number of Common Shares without par value. As of close of business on March 31, 2024, there were 178,647,901 Common Shares of Karora issued and outstanding as fully paid and non-assessable (net of shares re-purchased by Karora for cancellation under the NCIB).

The holders of Common Shares are entitled to receive notice of and to attend and vote at all meetings of shareholders of the Company, except meetings of holders of another class of shares, and at all such meetings shall be entitled to one vote for each Common Share held. Subject to the preferences accorded to holders of any other shares of the Company ranking senior to the Common Shares with respect to the payment of dividends, holders of Common Shares are entitled to receive, if and when declared by the Board, such dividends as may be declared thereon by the Board on a pro rata basis. In the event of the voluntary or involuntary liquidation, dissolution or winding-up of the Company, or any other distribution of its assets among its shareholders for the purpose of winding-up its affairs (a "**Distribution**"), holders of Common Shares are entitled, subject to the preferences accorded to the holders of any other shares of the Company ranking senior to the Common Shares, to a pro rata share of the remaining property of the Company. The Common Shares carry no pre-emptive, conversion, redemption or retraction rights. The Common Shares carry no other special rights and restrictions other than as described in this AIF.

Special Shares

Karora is authorized to issue an unlimited number of special shares ("**Special Shares**") without par value. As of the date of this AIF, no Special Shares of Karora have been issued.

The Special Shares will be issuable at any time and from time to time in one or more series. The Board will be authorized to fix before issue the number of, the consideration per share of, the designation of, and the rights, privileges, restrictions and conditions attaching to, the Special Shares of each series, which may include voting rights, the whole subject to the issue of a certificate of amendment setting forth the designation of, and the rights, privileges, restrictions and conditions attaching to, shares of the series. The Special Shares of each series will rank on a parity with the Special Shares of every other series and will be entitled to preference over any other shares ranking junior to the Special Shares with respect to payment of dividends or a Distribution. If any cumulative dividends or amounts payable on a return of capital are not paid in full, the Special Shares of all series will participate rateably in respect of such dividends and return on capital.

Options

As of close of business on March 31, 2024, Karora had outstanding options to acquire an aggregate of up to 277,924 Common Shares at a weighted average exercise price of \$2.35. Karora also has 631,745 Deferred Share Units ("**DSUs**") and 2,601,095 Restricted Share Units ("**RSUs**"), and 3,288,359 Performance Share Units ("**PSUs**"), outstanding. As of close of business on March 31, 2024, 277,924 Common Shares and 6,521,199 Common Shares were reserved for issuance upon the exercise and settlement of such options and share units, respectively.

Karora's 2010 share incentive plan, as amended and restated on June 16, 2022 (the "**Plan**"), provides for the granting of equity-based compensation securities, including options and awards for the purpose of advancing the interests of Karora through the motivation, attraction and retention of key officers, directors, employees and consultants of Karora. The Plan is an "evergreen" plan, which must obtain shareholder approval every three years.

At the time of grant or thereafter, the Human Resources and Compensation Committee of the Karora Board may determine when an option will vest and become exercisable and may determine that the option shall be exercisable in instalments on such terms as to vesting or otherwise as the committee deems advisable subject to the rules of the TSX, if any. Unless otherwise determined by the committee, options will vest and become exercisable, as to one third of the options granted, on each of the first, second and third anniversaries of the date of grant, provided that the participant is an eligible employee, eligible director, consultant or other participant at the time of vesting. Under the Plan, the expiry date of options may not exceed ten years from the date of grant.

Debt

In June 2019, the Company entered into a \$35 million credit facility on the closing of the acquisition of HGO. The Company has repaid the balance of the credit facility in full.

In July 2022, the Company entered into an \$80 million Credit Agreement, which provides for a \$40 million term loan and a \$40 million revolving credit facility, both bearing an interest rate of the Canadian Dealer Offered Rate +4.5% per annum on the drawn principal and standby fee of 1.5% per annum on the undrawn revolving credit facility. The term of the Credit Agreement is to June 28, 2024 with an option for annual renewal thereafter.

MARKET FOR SECURITIES

The Common Shares are listed and posted for trading on the TSX under the symbol "KRR". The Common Shares also trade on the OTCQX market under the symbol "KRRGF". The following table sets forth the closing price range (high and low) of the Common Shares on the TSX, along with the volumes traded for the periods indicated:

2023	Common Shares		
	High	Low	Volume
January	\$5.71	\$4.73	14,438,773
February	\$5.36	\$4.04	10,568,890
March	\$4.97	\$4.08	14,584,816
April	\$5.08	\$4.31	12,421,450
May	\$5.61	\$4.42	14,223,502
June	\$4.91	\$3.88	11,811,021
July	\$4.90	\$4.05	7,672,080
August	\$4.80	\$4.05	11,443,232
September	\$4.82	\$3.75	11,886,424
October	\$4.42	\$3.60	7,420,497
November	\$4.86	\$3.92	8,310,694
December	\$5.19	\$4.59	6,327,102

DIRECTORS AND OFFICERS

Directors and Officers

The following table sets forth information regarding the Company's directors and officers as of the date of this AIF. All directors are appointed for a one-year term, and directors are re-elected annually at the general meeting of the Company's shareholders.

Name and Municipality of Residence and Date first became a Director/Officer

Position with the Company

Principal Occupation(s)

DIRECTORS

Peter Goudie⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾
Manly, NSW, Australia
July 17, 2008

Director

Corporate Director

Name and Municipality of Residence and Date first became a Director/Officer	Position with the Company	Principal Occupation(s)
Scott M. Hand ⁽¹⁾⁽³⁾⁽⁴⁾ Lenox, Mass., USA June 27, 2008	Lead Director	Corporate Director
Paul Huet ⁽⁴⁾ Nevada, USA November 19, 2018	Chairman and Chief Executive Officer	Chairman and Chief Executive Officer, Karora
Chad Williams ⁽²⁾⁽³⁾⁽⁴⁾ Ontario, Canada January 6, 2020	Director	Chairman, Blue Thunder Mining Inc. and the Chairman of Red Cloud Securities Inc.
Shirley In't Veld ⁽¹⁾⁽²⁾⁽³⁾ Perth, Australia December 6, 2021	Director	Corporate Director
Meri Verli ⁽¹⁾⁽²⁾⁽³⁾ Ontario, Canada May 16, 2022	Director	Corporate Director
Tony Makuch ⁽⁴⁾ Ontario, Canada August 17, 2023	Director	Corporate Director

OFFICERS

Paul Huet Nevada, USA July 18, 2019	Chairman and Chief Executive Officer	Chairman and Chief Executive Officer, Karora
Derek Humphry Perth, Australia August 17, 2023	Chief Financial Officer	Chief Financial Officer, Karora
Leigh Junk Perth, Australia March 1, 2023	Managing Director, Australia	Managing Director, Australia, Karora
Peter Ganza Perth, Australia September 1, 2023	Chief Operating Officer, Australia	Chief Operating Officer, Australia, Karora
Michael Doolin Reno, Nevada, USA October 1, 2020	Senior Vice President, Technical Services	Senior Vice President, Technical Services, Karora
Oliver Turner Toronto, Ontario April 1, 2020	Executive Vice President, Corporate Development	Executive Vice President, Corporate Development, Karora
Greg Mincham Perth, Australia May 1, 2021	Vice President, Human Resources	Vice President, Human Resources, Karora

Notes:

- (1) Member of the audit committee of the Board (the "**Audit Committee**"). Ms. Verli is the Chair of the Audit Committee.
- (2) Member of the human resources and compensation committee of the Board (the "**Human Resources and Compensation Committee**"). Mr. Goudie is the Chair of the Human Resources and Compensation Committee.
- (3) Member of the corporate governance and nominating committee of the Board (the "**Corporate Governance and Nominating Committee**"). Ms. In't Veld is the Chair of the Corporate Governance and Nominating Committee.

- (4) Member of the technical, safety and sustainability committee of the Board (the "**Technical, Safety and Sustainability Committee**"). Mr. Makuch is the Chair of the Technical, Safety and Sustainability Committee.

As of the date of this AIF, the directors and executive officers of the Company collectively beneficially own, directly or indirectly, or exercise control and direction over approximately 2.6 million Common Shares representing, in the aggregate approximately 1.5% of the issued and outstanding Common Shares.

Biographies

Biographical information for each member of the Board and management team, including their principal occupations for the past five years, is set forth below.

Peter Goudie — Director

Mr. Goudie is currently retired from full-time employment (and has been for the past five years). He was Executive Vice President (Marketing) of Inco Limited and then Vale Inco from January 1997 to February 2008. Mr. Goudie was also responsible for the strategy, negotiation, construction and operation of Inco's joint venture production projects in Asia. He was employed with Inco since 1970 in increasingly more senior accounting and financial roles in Australia, Indonesia, Singapore and Hong Kong, before becoming Managing Director (later President and Managing Director) of Inco Pacific Ltd. in Hong Kong in 1988. He is an Australian CPA.

Mr. Goudie serves as the Chair of the Human Resources and Compensation Committee, and is a member of the Audit Committee, the Corporate Governance and Nominating Committee, and the Technical, Safety and Sustainability Committee.

Scott M. Hand — Lead Director

Mr. Hand is the Lead Director of the Company, a position held since February 2019. He served as the Executive Chairman of the Company from November 2009 until February 2019. He is also a founder and Executive Chairman of Kharrouba Copper Company Inc. (copper mining and processing in Morocco), Lead Director of Boyd Biomedical LLC (services and products to the medical and life science industries in the U.S.), and a member of the Board of Trustees of the Massachusetts Museum of Contemporary Art. He is a former director of Fronteer Gold Inc. (sold to Newmont Mining in 2011), Legend Gold Corp., Chinalco Mining Corporation International (copper mining in Peru) and Manulife Financial Corporation. Mr. Hand was the Chairman and Chief Executive Officer of Inco Limited from April 2002 until he retired from Inco in January 2007. Prior to that, Mr. Hand was President of Inco Limited and held positions in Strategic Planning, Business Development and Law. Mr. Hand received a Bachelor of Arts degree from Hamilton College in 1964, a Juris Doctorate degree from Cornell University in 1969 and an Honorary degree from Memorial University of Newfoundland and Labrador in 2005. He served in the United States Peace Corps in Ethiopia from 1964 to 1966.

Mr. Hand is a member of the Audit Committee, the Corporate Governance and Nominating Committee and the Technical, Safety and Sustainability Committee.

Paul Huet – Chief Executive Officer and Executive Chairman of the Board

Mr. Huet is the Chairman and Chief Executive Officer of the Company. Mr. Huet served as the Executive Chairman from February 25, 2019 until July 18, 2019, when he was appointed Chairman and interim Chief Executive Officer, the "interim" portion of his title was removed in August 2019. Previously, Mr. Huet was President, Chief Executive Officer and Director of Klondex Mines from 2012 - 2018, until its acquisition by Hecla Mining Company. Mr. Huet has a strong command of capital markets and has served in all levels of engineering and operations of Mining. Mr. Huet graduated with Honors from the Mining Engineering Technology program at Haileybury School of Mines in Ontario, and successfully completed the Stanford Executive program at the Stanford School of business. In 2013 Mr. Huet was nominated for the Premiers Award in Ontario for outstanding College graduates; he is currently a member of OACETT as an applied Science Technologist and an Accredited Director.

Mr. Huet is a member of the Technical, Safety and Sustainability Committee.

Chad Williams, P. Eng – Director

Mr. Williams has an extensive background in mining finance and business management. He is the Chairman and Founder of Red Cloud Mining Capital. In addition to this, Mr. Williams is a director of two emerging mining companies. He is a founder of Agilith Capital Inc., as well as Westwind Capital Inc. He is also the former CEO of Victoria Gold Corp., as well as the former Head of Mining Investment Banking at Blackmont Capital Inc. Prior to these positions, Mr. Williams was a top-ranked mining analyst at TD Securities and other Canadian brokerage firms in Toronto. Mr. Williams is currently a member of the Association of Professional Engineers of Ontario, having received a Bachelor of Mining Engineering degree from McGill University before going on to receive his MBA from the same alma mater.

Mr. Williams is a member of the Human Resources and Compensation Committee, the Corporate Governance and Nominating Committee, and the Technical, Safety and Sustainability Committee.

Shirley In't Veld – Director

Ms. In't Veld has over 30 years of career experience in mining, renewables and energy sectors. She is currently a Director of Alumina Limited and Develop Global Ltd. She was formerly Deputy Chair of CSIRO (Commonwealth Science and Industrial Research Organisation), Director of NBN Co. Limited (National Broadband Network Co.), Northern Star Resources Limited, Perth Airport, DUET Group, Asciano Limited and Alcoa of Australia Limited and a Council Member of the Chamber of Commerce and Industry of Western Australia. She was also the Managing Director of Verve Energy (2007 - 2012) and, previously, served in senior roles at Alcoa of Australia Limited, WMC Resources Ltd., Bond Corporation and BankWest Perth. Shirley is also a past Chair of the Queensland Government Expert Electricity Panel and a member of the Renewable Energy Target Review Panel for the Australian Department of Prime Minister and Cabinet. She also served as a member of the COAG Energy Council Selection Panel, a Council member of the Australian Institute of Company Directors (Western Australia) and the SMART Infrastructure Facility (University of Wollongong).

Ms. In't Veld serves as the Chair of the Corporate Governance and Nominating Committee and is a member of the Audit Committee and the Human Resources and Compensation Committee.

Meri Verli – Director

Ms. Verli is an experienced senior finance executive with an extensive background in financial management and reporting, financial and operational recovery, mergers and acquisitions, risk management and strategy development. Ms. Verli has held several senior management roles in the gold mining sector, including most recently as Strategic Advisor, Business Improvements at Agnico Eagle Mines, Senior Vice President for Business Operation Management Systems and previously Senior Vice president Finance and Treasury at Kirkland Lake Gold, Chief Financial Officer of McEwen Mining Inc., and Vice President, Finance at Lake Shore Gold from 2007 to 2016. Ms. Verli is a Chartered Professional Accountant, holds a PhD in Economic Sciences, a Bachelor of Geology and Engineering and a Bachelor of Economics from the University of Tirana, Albania and a Diplome Des Etudes Superieure Specialise (equivalent Master's Degree) in Evaluation of Mineral Resources from CESEV – Ecole Des Etudes Superieure de Geology in Nancy, France.

Ms. Verli serves as the Chair of the Audit Committee and is a member of the Human Resources and Compensation Committee and the Corporate Governance and Nominating Committee.

Tony Makuch – Director

Mr. Makuch has over 35 years of mining industry experience and was previously President, CEO and Director of Kirkland Lake Gold Ltd. until its acquisition by Agnico Eagle in 2022. Prior to joining Kirkland, Mr. Makuch was President and CEO of Lake Shore Gold Inc. from 2008 until its acquisition by Tahoe Resources Inc. in 2016, when he became the Executive Vice-President and President of Canadian Operations. From 2006 to 2008 Mr. Makuch was Senior Vice President and Chief Operating Officer of FNX Mining Company Inc. From 1998 to 2005 he held progressively senior positions with Dynatec Corporation, including VP Operations. From 1992 to 1998, Mr. Makuch

worked with Kinross Gold Corporation at a number of its Canadian operations. Mr. Makuch is a Professional Engineer (P.Eng) and holds a Bachelor of Science Degree (Honours Applied Earth Sciences) from the University of Waterloo (Ontario), and both a Master of Science Degree in Engineering and a Master of Business Administration from Queen's University (Ontario) and has obtained the Institute of Corporate Directors ICD.D designation from the University of Toronto Rotman School of Business.

Mr. Makuch serves as the Chair of the Technical, Safety and Sustainability Committee.

Derek Humphry – Chief Financial Officer

Mr. Humphry is the Chief Financial Officer of the Company. Mr. Humphry is an experienced CFO in the mining sector and has amassed over 20 years of financial experience while working at both TSX and ASX listed companies. Prior to joining Karora, Mr. Humphry was the CFO of ASX listed Dacian Gold Limited. He previously held the role as CFO and Company Secretary of Nusantara Resources Limited. Mr. Humphry's career has included other senior management roles at resource focused companies including Brockman Mining Limited, Intrepid Mines Limited, and LionOre Mining Limited. As a chartered accountant, Mr. Humphry has generated a strong background in the financial management of resource companies from feasibility, through to financing, development, and operation.

Leigh Junk – Managing Director, Australia

Mr. Junk is the Managing Director, Australia. Most recently, he was Managing Director of Dacian Gold prior to its takeover by Genesis Minerals in 2022 and, prior to that, was Managing Director of Doray Minerals until its merger with Silver Lake Resources in 2019. Mr. Junk was a co-founder of Donegal Resources, a private company that successfully acquired and recommissioned several Nickel operations in the Kambalda, Western Australia area, until it was sold to Canadian miner Brilliant Mining Corp in 2006. Mr. Junk has been a Director of several public companies in the mining and financial sectors in both Australia and Canada.

Peter Ganza – Chief Operating Officer, Australia

Mr. Ganza is the Chief Operating Officer, Australia. Mr. Ganza joined the Company in April 2023 and accepted the Chief Operating Officer role in October 2023. Prior to this role, Mr. Ganza was General Manager ESG and Growth with Northern Star Resources. Mr. Ganza is a mining professional with over 30 years of experience in mine operations having held a number of leadership roles across Australia; most recently Northern Star Resources, Saracen Minerals and Gold Fields.

Michael Doolin – Senior Vice President, Technical Services

Mr. Doolin is the Senior Vice President, Technical Services. He is a mining professional with over 30 years of experience in senior technical and management roles. He previously served as the interim Chief Executive Officer and Chief Operating Officer of Silver Elephant Mining Corp. and the Chief Operating Officer of Klondex Mines Limited.

Oliver Turner – Executive Vice President, Corporate Development

Mr. Turner is the Executive Vice President, Corporate Development. He was formerly the Senior Vice President of Precious Metals Equity Research at GMP Securities for seven years following his experience in industry as a mining engineer with Wardrop Engineering. Mr. Turner holds a Bachelor of Science in Mining Engineering from Queen's University and is a CFA charterholder.

Greg Mincham – Vice President, Human Resources

Mr. Mincham has over 30 years of HR experience holding various specialist and leadership roles in the resources industry, including in operational HR, compensation and benefits, employee relations, HR information systems, organisational development, talent management and workforce planning. Mr. Mincham has lead small and large HR teams across Australia with Placer Dome and Barrick Gold, and his work internationally includes PNG, Zambia and

Saudi Arabia. Mr. Mincham has had lead HR roles in company mergers, divestments and project ramp-ups that have required considerable levels of versatility, resilience and application of change management skills. Mr. Mincham has substantial experience in working closely with cross-functional leadership groups and external stakeholders, supporting and influencing at all levels within an organisation, in both a strategic and operational capacity.

Corporate Cease Trade Orders

None of the directors or executive officers of Karora is, or has been within the 10 years before the date of this AIF, a director, chief executive officer or chief financial officer of any company that (i) while such person was acting in that capacity was the subject of a cease trade order, an order similar to a cease trade order or an order that denied the company access to any statutory exemptions under Canadian securities legislation, in each case for a period of more than 30 consecutive days (each, an "**Order**") or (ii) was subject to an Order that was issued after such person ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while such person was acting in the capacity as director, chief executive officer or chief financial officer.

Bankruptcies

None of the directors or executive officers of Karora or any shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company, is or has been within the 10 years before the date of this AIF, a director or executive officer of any company that while such person was acting in that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

Personal Bankruptcies

None of the directors or executive officers of Karora or any shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company, has within the 10 years before the date of this AIF, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of such person.

Penalties and Sanctions

None of the directors or executive officers of Karora or any shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company, has been subject to any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority or been subject to any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

Conflicts of Interest

The directors of the Company are required by law to act honestly and in good faith with a view to the best interest of the Company and to disclose any interests which they may have in any project or opportunity of the Company. However, the Company's directors and officers may serve on the boards and/or as officers of other companies which may compete in the same industry as the Company, giving rise to potential conflicts of interest. To the extent that such other companies may participate in ventures in which the Company may participate or enter into contracts with the Company, they may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. In the event that a conflict of interest arises at a meeting of the directors of the Company, such conflict of interest must be declared and the declaring parties must abstain from participating and voting for or against the approval of any project or opportunity in which they may have an interest. Provided such steps are followed and subject to any limitations in the Company's constating documents, a transaction would not be void or voidable because it was made between the Company and one or more of its directors or by reason of such director being present at the

meeting at which such agreement or transaction was approved. The remaining directors will determine whether or not the Company will participate in any such project or opportunity.

To the best of the Company's knowledge, other than as set forth in this AIF, there are no known existing or potential conflicts of interest among the Company, directors, officers or other members of management of the Company as a result of their outside business interests.

The directors and officers of the Company are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosures by directors of conflicts of interest, and the Company will rely upon such laws in respect of any directors' and officers' conflicts of interest or in respect of any breaches of duty by any of its directors or officers.

AUDIT COMMITTEE INFORMATION

The primary function of the Audit Committee is to assist the Board in fulfilling its financial reporting and controls responsibilities to the shareholders of the Company. In accordance with National Instrument 52-110 – *Audit Committees* ("NI 52-110"), information with respect to the Company's audit committee is contained below.

Audit Committee Charter

A copy of the current charter of the Audit Committee is attached hereto as Appendix "B".

Composition of Audit Committee

The Audit Committee is composed of Meri Verli (Chair), Peter Goudie, Scott Hand, and Shirley In't Veld, all of whom are "independent" directors and financially literate within the meaning of NI 52-110.

Relevant Education and Experience

For details regarding the relevant education and experience of each member of the Audit Committee relevant to the performance of their duties as a member of the Audit Committee, see "*Directors and Officers*".

Pre-Approval Policies and Procedures

The Audit Committee has adopted policies and procedures for the pre-approval of non-audit services to be provided by the Company's independent auditors. As a general policy, all services provided by the independent auditors must be pre-approved by the Audit Committee. Unless a service has received general pre-approval from the Audit Committee, it will require specific pre-approval by the Audit Committee. When specific pre-approval is required, the Audit Committee has delegated the authority to the Chair of the Audit Committee.

External Audit Fees

The fees billed by the Company's external auditors for the last two fiscal years are as follows:

Financial Year Ending	Audit Fees⁽¹⁾	Audit-Related Fees	Tax Fees⁽²⁾	All Other Fees
2023.....	\$783,710	-	\$44,840	-
2022	\$566,568	-	\$49,150	-

Notes:

- (1) Fees charged for audit, review, prospectus work, NI 52-109 compliance and accounting matter consultation.
- (2) Fees charged for preparation of income tax and mining duties returns and audit support.

RISK FACTORS

Overview

The Company's business consists of the acquisition, exploration, development and mining of mineral properties and is subject to certain risks. The risks described below are not the only risks facing the Company and other risks now unknown to the Company may arise or risks now thought to be immaterial may become material. No guarantee is provided that other factors will not affect the Company in the future. Many of these risks are beyond the control of the Company.

No Certainty that Operating Profits will Continue to be Realized at Beta Hunt Mine or HGO

The Company has realized operating profits in 2023 from its operations at the Beta Hunt Mine and HGO. Although the Company expects to continue to record operating profits from these mines, but there can be no assurance that the Company will continue to achieve operating profitability or that the Beta Hunt Mine, HGO or any of the properties the Company may have or hereafter acquire or obtain an interest in will generate earnings, operate profitably or provide a return on investment in the future. There can be no assurance that significant additional losses will not occur in the near future or that the Company will be profitable in the future.

Whether profitable operations will result from the Beta Hunt Mine and HGO will depend on various factors including mining operations, costs, actual mineralization, consistency and reliability of ore grades, commodity prices and efficient design of the mine, availability of required machinery, equipment, qualified personnel, all of which may affect future cash flow and profitability, and there can be no assurance that current or future estimates of these factors will reflect actual results and performance.

It is common in new mining operations to experience unexpected problems, delays and costs during mine development and ramp-up. The costs, timing and complexity of the ramp-up of the Beta Hunt Mine and HGO has been and may continue to be higher than anticipated, including as a result of various adjustments required to optimize the efficiency of the operations. Such factors can add to the cost of mine development, production and operation and/or impair production and mining activities, thereby affecting the Company's profitability. Any unexpected problems and delays in the completion and successful functioning of these operational elements result in additional costs being incurred by the Company and its subsidiaries beyond those already incurred and budgeted. There can be no assurance that current or future ramp-up plans of the Beta Hunt Mine and HGO implemented by the Company or its subsidiaries will be successful.

Commodity Price Volatility

The ability of the Company to fully exploit the Beta-Hunt Mine and HGO, along with the future profitability of the Company, is directly related to the market price of gold, nickel and copper, each of which is sold in an active global market and traded on commodity exchanges. These prices (i) are subject to significant fluctuations and are affected by many factors, including actual and expected macroeconomic and political conditions, levels of supply and demand, the availability and costs of substitutes, inventory levels, investments by commodity funds and other actions of participants in the commodity markets, and (ii) have fluctuated widely, particularly in recent years. Consequently, the economic viability of any of Karora's projects cannot be accurately predicted and may be adversely affected by fluctuations in these commodity prices. Future price declines could cause the future development and exploitation of the Company's properties to be impracticable or uneconomical.

Replacement of Depleted Reserves

Karora's mineral reserves must be replaced to maintain production levels over the long-term. Reserves can be replaced by expanding known ore bodies, locating new deposits or making acquisitions. Exploration is highly speculative in nature and identifying new ore bodies is becoming increasingly difficult. Once a site with mineralization is discovered, it may take several years from the initial phases of drilling until production is possible, during which time the economic feasibility of production may change. Substantial expenditures are required to establish proven and probable reserves and to construct mining and processing facilities. As a result, there is no assurance that current or future exploration

programs will be successful or that new commercial mining operations will be developed. Depletion of reserves may not be offset by discoveries or acquisitions and divestitures of assets could lead to a lower reserve base. Reserves estimated in accordance with NI 43-101 may also decrease due to economic factors such as the use of a lower metal price assumption. However, such a decline would not be a reduction in the actual mineral base of the Company, as the ounces or pounds removed from Karora's reserves due to the use of a lower gold or nickel price assumption would be transferred to resources, preserving the option to access them in the future at higher gold or nickel prices. The mineral base of the Company will decline if reserves are mined without adequate replacement and the Company may not be able to sustain production to or beyond the currently contemplated mine lives, based on current production rates.

Liquidity

As at December 31, 2023, the Company had cash and cash equivalents of approximately \$82.5 million. Management estimates that these funds in addition to operating cash flows from Beta Hunt Mine and HGO and the funds available to the Company under its revolving credit facility will be sufficient to fund the Company for the ensuing twelve months. The Company's ability to fund its exploration, evaluation, development, mining and acquisition activities is dependent on management's ability to secure additional financing in the future, which may be completed in a number of ways including, but not limited to, the issuance of debt or equity instruments, expenditure reductions, or a combination of strategic partnerships, joint venture arrangements, project debt finance, offtake financing, royalty financing and other capital markets alternatives. While management has been successful in securing financing in the past, there can be no assurance it will be able to do so in the future or that these sources of funding or initiatives will be available on terms which are acceptable to the Company.

Funding Needs, Financing Risks and Dilution

Historically, the Company's principal sources of funding have been the issuance of equity securities for cash and the sale of NSR royalties. While the Company may generate additional working capital through operations, fund raising or the sale or joint venture of its mineral properties, there is no assurance that any such funds will be available. If available, future equity financing may result in substantial dilution to existing shareholders of the Company and reduce the value of their investment.

If the credit and capital markets deteriorate, or if any sudden or rapid destabilization of global economic conditions occurs, it could have a material adverse effect on the Company's liquidity, ability to raise capital and costs of capital. If the Company experiences difficulty accessing the credit and/or capital markets, the Company may seek alternative financing options, including, but not limited to, streaming transactions, royalty transactions, off-take transactions or the sale of non-core assets. Failure to raise capital when needed or on reasonable terms may have a material adverse effect on the Company's business, financial condition and results of operations.

Operating Cash Flow

The Company generated positive cash flow from operations in 2023 but has experienced negative cash flow from operations in the past. It is anticipated that the Company will continue to report positive operating cash flow from Beta Hunt Mine and HGO. If additional funds are needed, there is no assurance that additional capital or other types of financing will be available or that these financings will be on terms at least as favourable to the Company as those previously obtained, or at all.

The ability of the Company to meet its debt service and principal repayment requirements will depend on its ability to generate cash in the future, which depends on many factors, including the financial performance of the Company, debt service obligations, the realization of financing activities, the identification of commercially recoverable quantities of ore or the profitable mining or processing of ore reserves and working capital and future capital expenditure requirements. There can be no assurance that the Company will generate cash flow in amounts sufficient to pay outstanding indebtedness or to fund any other liquidity needs.

Financial Instruments

The Company is exposed to various financial risks resulting from both its operations and its investment activities. The Company's management manages financial risks. The Company does not enter into financial instruments agreements, including derivative financial instruments, for speculative purposes.

Overview of Exploration, Development and Operating Risk

The Company is engaged in mineral exploration, development and mining operations. Mining operations may be subject to risks and hazards, including environmental hazards, industrial accidents, unusual or unexpected geological formations, unanticipated metallurgical difficulties, ground control problems, seismic activity, weather events and flooding. Mining and exploration operations require reliable infrastructure, such as roads, rail, ports, power sources and transmission facilities and water supplies. Availability and cost of infrastructure affects the production and sales from operations, as well as capital and operating costs. Mineral exploration and development is highly speculative in nature, involves many risks, and is frequently not economically successful. Increasing mineral resources or reserves depends on a number of factors including, among others, the quality of a company's management and their geological and technical expertise and the quality of land available for exploration. Once mineralization is discovered, it may take several years of additional exploration and development until production is possible, during which time the economic feasibility of production may change. Substantial expenditures are required to establish proven and probable reserves through drilling or drifting to determine the optimal metallurgical process and to finance and construct mining and processing facilities. At each stage of exploration, development, construction and mine operation, various permits and authorizations are required. Applications for many permits require significant amounts of management time and the expenditure of substantial capital for engineering, legal, environmental, social and other activities. At each stage of a project's life, delays may be encountered because of permitting difficulties. Such delays add to the overall cost of a project and may reduce its economic feasibility. As a result of these uncertainties, there can be no assurance that these mineral exploration and development programs will result in profitable commercial production. There is no assurance that any of the projects can be mined profitably. Accordingly, it is not assured that the Company will realize any profits in the short to medium term, if at all. Any profitability in the future from the business of the Company will be dependent upon acquiring, developing and commercially mining an economic deposit of minerals.

Companies engaged in mining activities are subject to all of the hazards and risks inherent in exploring for and developing natural resource projects. These risks and uncertainties include, but are not limited to, environmental hazards, industrial accidents, labour disputes, social unrest, encountering unusual or unexpected geological formations or other geological or grade problems, unanticipated metallurgical characteristics or less than expected mineral recovery, encountering unanticipated ground or water conditions, cave-ins, pit wall failures, flooding, rock bursts, periodic interruptions due to inclement or hazardous weather conditions and other acts of God or unfavourable operating conditions and losses. Should any of these risks or hazards affect the Company's exploration, development or mining activities it may: cause the cost of exploration, development or production to increase to a point where it would no longer be economic to produce metal from the Company's mineral resources or reserves; result in a write down or write-off of the carrying value of one or more mineral projects; cause delays or stoppage of mining or processing; result in the destruction of mineral properties, processing facilities or third party facilities necessary to the Company's operations; cause personal injury or death and related legal liability; or result in the loss of insurance coverage — any or all of which could have a material adverse effect on the financial condition, results of operations or cash flows of the Company.

Production and Operational Risks

Mining and metals processing involve significant production and operational risks normally encountered in the exploration, development and production of gold and other base or precious metals, some of which are outside of our control, including, without limitation, the following:

- unanticipated ground and water conditions,
- adverse claims to water rights and shortages of water to which we have rights,
- adjacent or adverse land or mineral ownership that results in constraints on current or future mine operations,

- geological problems, including seismic activity, earthquakes and other natural disasters,
- metallurgical and other processing problems,
- unusual or unexpected mineralogy or rock formations,
- ground or slope failures,
- tailings design or operational issues, including dam breaches or failures,
- structural cave-ins, wall failures or rock-slides,
- flooding or fires,
- equipment failures,
- periodic interruptions due to inclement or hazardous weather conditions or operating conditions and other force majeure events,
- lower than expected ore grades or recovery rates,
- accidents,
- delays in the receipt of or failure to receive necessary government permits,
- the results of litigation, including appeals of agency decisions,
- delays in transportation,
- interruption of energy supply,
- labor disputes,
- inability to obtain satisfactory insurance coverage,
- the availability of drilling and related equipment in the area where mining operations will be conducted, and
- the failure of equipment or processes to operate in accordance with specifications or expectations.

These risks could result in damage to, or destruction of, our mines and milling facilities, resulting in partial or complete shutdowns, personal injury or death, environmental or other damage to our properties or the properties of others, delays in mining, reduced production, monetary losses and potential legal liability. Milling operations are subject to hazards, such as equipment failure or failure of retaining dams around tailings disposal areas that may result in personal injury or death, environmental pollution and consequential liabilities. In addition, we rely on a few key vendors for our operations. A breach of the applicable contract by any of these vendors, a significant dispute with any of these vendors, a force majeure event or other operational or financial issues affecting one or more of these vendors, including labor strikes or work stoppages, or any other event that would significantly impede the ability of these vendors to perform their contractual obligations to us or that would have a significant negative impact on our contractual relationship with them would adversely affect our ability to produce our primary products, which could have a material impact on our financial condition and results of operations. Our insurance will not cover all the potential risks associated with our operations. In addition, although certain risks are insurable, we may be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or, if available, may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration, development and production may be prohibitively expensive to obtain for a company of our size and financial means. We might also become subject to liability for pollution or other hazards against which we may not be insured or against which we may elect not to insure because of premium costs or other reasons. Losses from these events may cause us to incur significant costs that could have a material adverse effect upon our business, financial condition and results of operations. Furthermore, should we be unable to fund fully the cost of remedying an environmental problem, we might be required to suspend operations or enter into interim compliance measures pending completion of the required remedy.

Climate Change

There is significant evidence of the effects of climate change on our planet and an intensifying focus on addressing these issues. Climate change is a global challenge that may have both favorable and adverse effects on our business in a range of possible ways. Mining and processing operations are energy intensive and result in a carbon footprint either directly or through the purchase of fossil-fuel based electricity. As such, the Company is impacted by current and emerging policy and regulation relating to greenhouse gas emission levels, energy efficiency, and reporting of climate-change related risks. While some of the costs associated with reducing emissions may be offset by increased energy efficiency, technological innovation, or the increased demand for our metals as part of technological innovations, the current regulatory trend may result in additional transition costs at some of our operations. Governments are introducing climate-change legislation and treaties at the international, national, and local levels,

and regulations relating to emission levels and energy efficiency are evolving and becoming more rigorous. Current laws and regulatory requirements are not consistent across the jurisdictions in which we operate, and regulatory uncertainty is likely to result in additional complexity and cost in our compliance efforts. Public perception of mining is, in some respects, negative and there is increasing pressure to curtail mining in many jurisdictions as a result, in part, of perceived adverse effects of mining on the environment and on local communities. Concerns around climate change may also affect the market price of our Common Shares as institutional investors and others may divest interests in industries that are thought to have more environmental impacts. While the Company is committed to operating responsibly and reducing the negative effects of our operations on the environment, our ability to reduce emissions and energy and water usage by increasing efficiency and adopting new innovation is constrained by technological advancement, operational factors, and economics. Adoption of new technologies, the use of renewable energy, and infrastructure and operational changes necessary to reduce water usage may also increase our costs significantly. Concerns over climate-change, and our ability to respond to regulatory requirements and societal pressures, may have significant impacts on our operations and our reputation and may even result in reduced demand for our products.

The physical risks of climate change could also adversely impact our operations. These risks include, among other things, extreme weather events, resource shortages, changes in rainfall and storm patterns and intensities, water shortages, changing sea levels, and extreme temperatures. Over the past several years, changing weather patterns and climatic conditions due to natural and man-made causes have added to the unpredictability and frequency of natural disasters, such as hurricanes, earthquakes, hailstorms, wildfires, snow, ice storms, the spread of disease and insect infestations. Climate-related events such as mudslides, floods, droughts, and fires can have significant impacts, directly and indirectly, on our operations and could result in damage to our facilities, disruptions in accessing our sites with labour and essential materials or in shipping products from our mines, risks to the safety and security of our personnel and to communities, shortages of required supplies such as fuel and chemicals, inability to source enough water to supply our operations, and the temporary or permanent cessation of one or more of our operations. There is no assurance that we will be able to anticipate, respond to, or manage the risks associated with physical climate-change events and impacts, and this may result in material adverse consequences to our business and to our financial results.

Community Relations and License to Operate

The Company's relationships with the communities in which it operates are critical to the future success of its existing operations and the construction and development of its projects. There is an ongoing and potentially increasing public concern relating to the perceived effect of mining activities on the environment and on communities impacted by such activities. Certain non-governmental organizations ("NGOs"), some of which oppose globalization and resource development, are often vocal critics of the mining industry and its practices, including the use of cyanide and other hazardous substances in processing activities. Adverse publicity generated by such NGOs, or others related to extractive industries generally, could have an adverse effect on the Company's reputation or financial condition and may impact its relationship with the communities in which it operates. While Karora is committed to operating in a socially responsible manner, there is no guarantee that the Company's efforts in this respect will mitigate this potential risk.

Karora's ability to successfully obtain key permits and approvals to explore for, develop and operate mines and to successfully operate in communities around the world will likely depend on Karora's ability to develop, operate and close mines in a manner that is consistent with the creation of social and economic benefits in the surrounding communities, which may or may not be required by law. Mining operations should be designed to minimize the negative impact on such communities and the environment, for example, by modifying mining plans and operations or by relocating those affected to an agreed location. The cost of these measures could increase capital and operating costs and therefore could have an adverse impact upon Karora's financial condition and operations. Karora seeks to promote improvements in health and safety, human rights, environmental performance and community relations. However, Karora's ability to operate could be adversely impacted by accidents or events detrimental (or perceived to be detrimental) to the health, safety and well-being of Karora's employees, human rights, the environment or the communities in which Karora operates.

Network Failures

Major equipment failures, natural disasters including severe weather, terrorist acts, acts of war, cyber-attacks or other breaches of network systems or security that affect computer systems within our network could disrupt our business

functions, including our production activities. Our industry has become increasingly dependent on digital technologies. Our mines and mills are automated and networked, and we rely on digital technologies to conduct certain exploration, development, production, processing and other activities. Our industry faces various security threats, including cyber-security threats. Such attacks are increasing and include malicious software, attempts to gain unauthorized access to data and other electronic security breaches that could lead to disruptions to critical systems, unauthorized release of confidential information and corruption of data. A cyber-attack could negatively impact our operations. A corruption of our financial or operational data or an operational disruption of our production infrastructure could, among other potential impacts, result in: (i) loss of production or accidental discharge; (ii) expensive remediation efforts; (iii) distraction of management; (iv) damage to our reputation or our relationship with customers, vendors and employees; or (v) events of noncompliance, which events could lead to regulatory fines or penalties. Any of the foregoing could have a material adverse effect on our business, results of operations and financial condition.

Drilling and Production Risks

Once mineral deposits are discovered, it can take a number of years from the initial phases of drilling until production is possible, during which the economic feasibility of production may change. Substantial time and expenditures are required to:

- obtain environmental and other licenses;
- construct mining, processing facilities and infrastructure; and
- obtain the nickel or extract minerals from the ore.

If a project proves not to be economically feasible by the time the Company is able to exploit it, the Company may incur substantial write-offs. In addition, potential changes or complications involving metallurgical and other technological processes arising during the life of a project may result in cost overruns that may render the project not economically feasible.

Limited Mining Properties and Acquisition of Additional Commercially Mineable Mineral Rights

Any adverse development affecting the progress of the Beta Hunt Mine and HGO such as, but not limited to, obtaining sufficient financing on commercially suitable terms, hiring suitable personnel and mining contractors or securing supply agreements on commercially suitable terms, may have a material adverse effect on the Company's financial performance and results of operations.

Uncertainty in the Estimation of Mineral Reserves and Mineral Resources

The figures for mineral reserves and mineral resources contained in this AIF are estimates, only and no assurance can be given that the anticipated tonnages and grades will be achieved, that the indicated level of recovery will be realized or that mineral reserves could be mined or processed profitably. Actual reserves may not conform to geological, metallurgical or other expectations, and the volume and grade of ore recovered may be below the estimated levels. There are numerous uncertainties inherent in estimating mineral reserves and mineral resources, including many factors beyond the Company's control. Such estimation is a subjective process, and the accuracy of any reserve or resource estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. In addition, there can be no assurance that gold or nickel recoveries in small scale laboratory tests will be duplicated in larger scale tests under on-site conditions or during production. Lower market prices, increased production costs, reduced recovery rates and other factors may result in a revision of its reserve estimates from time to time or may render the Company's reserves uneconomic to exploit. Reserve data are not indicative of future results of operations. If the Company's actual mineral reserves and mineral resources are less than current estimates or if the Company fails to develop its resource base through the realization of identified mineralized potential, its results of operations or financial condition may be materially and adversely affected. Evaluation of reserves and resources occurs from time to time, and they may change depending on further geological interpretation, drilling results and metal prices. The category of inferred resource is the least reliable resource category and is subject to the most variability.

Uncertainty Relating to Mineral Resources

Mineral resources that are not mineral reserves do not have demonstrated economic viability. Due to the uncertainty which may attach to inferred mineral resources, there is no assurance that inferred mineral resources will be upgraded to proven and probable mineral reserves as a result of continued exploration.

Mining Involves a High Degree of Risk

Mining operations involve a high degree of risk. The Company's operations will be subject to all the hazards and risks normally encountered in the exploration, development and production of base or precious metals, including, without limitation, environmental hazards, unusual and unexpected geologic formations, seismic activity, rock bursts, pit-wall failures, cave-ins, flooding, fires, hazardous weather conditions and other conditions involved in the drilling and removal of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and legal liability. The Company's development activities may be further hampered by additional hazards, including, without limitation, equipment failure, which may result in environmental pollution and legal liability.

Uninsurable Risks

In the course of development of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions including rock bursts, cave-ins, fires, flooding and earthquakes may occur. It is not always possible to fully insure against such risks, and the Company may decide not to take out insurance against such risks as a result of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate the funds available for acquisition of mineral prospects or exploration, increase costs to the Company, reduce future profitability, if any, and/or lead to a decline in the value of the Common Shares.

Environmental and Safety Regulations and Risks

Environmental laws and regulations may affect the operations of the Company. These laws and regulations set various standards regulating certain aspects of health and environmental quality, including air and water quality, mine reclamation, solid and hazardous waste handling and disposal and the promotion of occupational health and safety. These laws provide for penalties and other liabilities for the violation of such standards and establish, in certain circumstances, obligations to rehabilitate current and former facilities and locations where operations are or were conducted. The permission to operate can be withdrawn temporarily where there is evidence of serious breaches of health and safety standards, or even permanently in the case of extreme breaches. Significant liabilities could be imposed on Karora for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous owners of acquired properties or noncompliance with environmental laws or regulations. The Technical, Safety & Sustainability Committee of the Company's Board of Directors is charged with the oversight of these risks. To the extent that the Company becomes subject to environmental liabilities, the satisfaction of any such liabilities would reduce funds otherwise available to the Company and could have a material adverse effect on the Company. The Company intends to minimize risks by taking steps to ensure compliance with environmental, health and safety laws and regulations and operating to applicable environmental standards. There is a risk that environmental laws and regulations may become more onerous, making the Company's operations more expensive.

Mineral Titles

There is no guarantee that title to the Company's mineral property interests will not be challenged or impugned, and no assurances can be given that there are no title defects affecting its mineral properties. Karora's mineral property interests may be subject to prior unregistered agreements or transfers and title may be affected by undetected defects. The Company has not conducted surveys of the claims in which it holds direct or indirect interests; therefore, the precise area and location of such items may be in doubt.

Foreign Subsidiaries and Operations

A significant portion of Karora's business is carried on through subsidiaries, including foreign subsidiaries. Accordingly, any limitation on the transfer of cash or other assets between the parent corporation and such entities, or among such entities, could restrict Karora's ability to fund its operations efficiently. Any such limitations, or the perception that such limitations may exist now or in the future, could have an adverse impact on the Company's valuation and stock price.

The Beta Hunt Mine and HGO are located in Australia. Any changes in regulations or shifts in political attitudes in Australia, or other jurisdictions in which the Company has projects from time to time, are beyond the control of the Company and may adversely affect its business. Future development and operations may be affected in varying degrees by production, export controls, income taxes, expropriation of property, repatriation of profits, environmental legislation, land use, water use, land claims of local people, mine safety and receipt of necessary permits. The effect of these factors cannot be accurately predicted.

Reputational Risk

As a result of the increased usage and the speed and global reach of social media and other web-based tools used to generate, publish and discuss user-generated content and to connect with other users, companies today are at much greater risk of losing control over how they are perceived in the marketplace. Damage to Karora's reputation can be the result of the actual or perceived occurrence of any number of events, and could include any negative publicity (for example, with respect to the Company's handling of environmental matters or the Company's dealings with community groups), whether true or not. Karora places a great emphasis on protecting its image and reputation, but the Company does not ultimately have direct control over how it is perceived by others. Reputation loss may lead to increased challenges in developing and maintaining community relations, decreased investor confidence and an impediment to Karora's overall ability to advance its projects, thereby having a material adverse impact on financial performance, cash flows and growth prospects.

Integration Risk

The Company has made acquisitions of properties and other assets, including the Lakewood mill, in recent years and may consider additional acquisitions in the future. Such transactions may pose challenges to the Company such as the risks that the integration of acquired businesses or assets may take longer than expected, the anticipated benefits of the integration may be less than estimated or the costs of acquisition may be higher than anticipated could have an adverse impact on the Company's business, financial condition, results of operations and cash flows. The Company may discover it has acquired a substantial undisclosed liability with little recourse against the sellers.

Permitting Risks

The operations of the Company require licenses and permits from various governmental authorities. The Company will use its best efforts to obtain all necessary licenses and permits to carry on the activities which it intends to conduct, and it intends to comply in all material respects with the terms of such licenses and permits. However, there can be no guarantee that the Company will be able to obtain and maintain, at all times, all necessary licenses and permits required to undertake its proposed exploration and development, or to place its properties into commercial production and to operate mining facilities thereon. In the event of commercial production, the cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations or preclude the economic development of the Company's properties.

With respect to environmental permitting, the development, construction, exploitation and operation of mines at the Company's projects may require the granting of environmental licenses and other environmental permits or concessions by the competent environmental authorities. Required environmental permits, licenses or concessions may take time and/or be difficult to obtain and may not be issued on the terms required by the Company. Operating without the required environmental permits may result in the imposition of fines or penalties as well as criminal charges against the Company for violations of applicable laws or regulations.

Land Reclamation

Although they vary, depending on location and the governing authority, land reclamation requirements are generally imposed on mineral exploration companies, as well as companies with mining operations, in order to minimize long term effects of land disturbance. Reclamation may include requirements to control dispersion of potentially deleterious effluents and to reasonably re-establish pre-disturbance land forms and vegetation. In order to carry out reclamation obligations imposed on the Company, the Company must allocate financial resources that might otherwise be spent on other programs.

Production Estimates

The Company has prepared estimates of future metal production for its existing and future mines. The Company cannot give any assurance that such estimates will be achieved. Failure to achieve production estimates could have an adverse impact on the Company's future cash flows, profitability, results of operations and financial conditions.

The realization of production estimates are dependent on, among other things, the accuracy of mineral reserve and resource estimates, the accuracy of assumptions regarding ore grades and recovery rates, ground conditions (including hydrology), the physical characteristics of ores, the presence or absence of particular metallurgical characteristics, and the accuracy of the estimated rates and costs of mining, ore haulage and processing. Actual production may vary from estimates for a variety of reasons, including the actual ore mined varying from estimates of grade or tonnage; dilution and metallurgical and other characteristics (whether based on representative samples of ore or not); short-term operating factors such as the need for sequential development of ore bodies and the processing of new or adjacent ore grades from those planned; mine failures or slope failures; industrial accidents; natural phenomena such as inclement weather conditions, floods, droughts, rock slides and earthquakes; encountering unusual or unexpected geological conditions; changes in power costs and potential power shortages; shortages of principal supplies needed for mining operations, including explosives, fuels, chemical reagents, water, equipment parts and lubricants; plant and equipment failure; the inability to process certain types of ores; labour shortages or strikes; and restrictions or regulations imposed by government agencies or other changes in the regulatory environment. Such occurrences could also result in damage to mineral properties or mines, interruptions in production, injury or death to persons, damage to property of the Company or others, monetary losses and legal liabilities in addition to adversely affecting mineral production. These factors may cause a mineral deposit that has been mined profitably in the past to become unprofitable, forcing the Company to cease production.

Cost Estimates

Capital and operating cost estimates made in respect of the Company's mines and development projects may not prove accurate. Capital and operating cost estimates are based on the interpretation of geological data, feasibility or prefeasibility studies, preliminary economic assessment study, anticipated climatic conditions, market conditions for required products and services, and other factors and assumptions regarding foreign exchange currency rates. Any of the following events could affect the ultimate accuracy of such estimate: unanticipated changes in grade and tonnage of ore to be mined and processed; incorrect data on which engineering assumptions are made; delay in construction schedules; unanticipated transportation costs; the accuracy of major equipment and construction cost estimates; labour negotiations; changes in government regulation (including regulations regarding prices, cost of consumables, royalties, duties, taxes, permitting and restrictions on production quotas on exportation of minerals); revisions to mine plans; natural phenomena, such as inclement weather conditions, increased incidence of extreme weather events, water availability, floods, and earthquakes; and title claims. Costs of production may also be affected by a variety of factors, including changing waste-to-ore ratios, ore grade metallurgy, labor costs, the cost of commodities, general inflationary pressures and currency exchange rates.

Forward-Looking Statements May Prove to be Inaccurate

Investors should not place undue reliance on forward-looking statements contained in this AIF. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, of both general and specific nature, that could cause actual results to differ materially from those suggested by the forward-looking statements or contribute to the possibility that predictions, forecasts or projections will prove to be materially

inaccurate. Additional information on such risks, assumptions and uncertainties can be found in this AIF under the heading "*Forward-Looking Statements*".

Indigenous/First Nation

In Australia, native title claims and Indigenous heritage issues may affect the ability of the Company to pursue exploration, development and mining on Australian properties. The resolution of native title and Indigenous heritage issues is an integral part of exploration and mining operations in Australia, and the Company is committed to managing any issues that may arise effectively. However, in view of the inherent legal and factual uncertainties relating to such issues, no assurance can be given that material adverse consequences will not arise. Reference is made to Appendix "A" hereto under the heading "*Beta Hunt Mine – Native Title Act 1993*".

Karora is committed to working in partnership with our local communities and Indigenous/First Nation communities in a manner which fosters active participation and mutual respect. The Company regularly consults with communities proximal to the Company's exploration and development activities to advise them of plans and answer any questions they may have about current and future activities.

Reliance on Third Parties

The Company is heavily dependent on its ability to secure reliable supplies of raw materials and provision of certain services from third-party suppliers in order to carry out its operations. In particular, SLM is reliant on third parties for the processing of its intermediate products. Further, SLM holds its mining title under a sublease with a third party – see Appendix "A" for further information. There can be no guarantee that these arrangements will be sufficient for the Company's future needs or that such rights, supplies or provision of services will not be interrupted or cease altogether. A failure of such third parties could have a material adverse effect on the Company's business, operating results and financial position.

Litigation

The Company may be involved in disputes with other parties in the normal course of business in the future which may result in litigation. The causes of potential future litigation cannot be known and may arise from, among other things, business activities, environmental laws, volatility in stock price or failure or alleged failure to comply with disclosure obligations. The results of litigation cannot be predicted with certainty. If the Company is unable to resolve litigation favourably, either by judicial determination or settlement, it may have a material adverse effect on the Company's financial performance and results of operations. In the event of a dispute involving the foreign operations of the Company, the Company may be subject to the exclusive jurisdiction of foreign courts or may not be successful in subjecting foreign persons to the jurisdiction of courts in Canada. The Company's ability to enforce its rights could have an adverse effect on its future cash flows, earnings, results of operations and financial condition.

Competition

The mining industry is intensely competitive in all its phases. There is a high degree of competition for the discovery and acquisition of properties considered to have commercial potential. Karora competes for the acquisition of mineral properties, claims, leases and other mineral interests as well as for the recruitment and retention of qualified employees with many companies possessing greater financial resources and technical facilities than Karora. The competition in the mineral exploration and development business could have an adverse effect on Karora's ability to acquire suitable properties or prospects for mineral exploration and development in the future.

Management

The Company's prospects depend in part on the ability of its executive officers and senior management to operate effectively, both independently and as a group. Investors must be willing to rely to a significant extent on management's discretion and judgment. The success of Karora depends to a large extent upon its ability to retain the services of its senior management and key personnel. The loss of the services of any of these persons could have a

materially adverse effect on Karora's business and prospects. There is no assurance Karora can maintain the services of its directors, officers or other qualified personnel required to operate its business.

Government Regulations

Exploration and development activities and mining operations are subject to laws and regulations governing health and worker safety, employment standards, environmental matters, mine development, prospecting, mineral production, exports, taxes, labour standards, reclamation obligations and other matters. It is possible that future changes in applicable laws, regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms of permits and agreements applicable to the Company or its properties which could have a material adverse impact on the Company's current objectives. Where required, obtaining necessary permits and licences can be a complex, time consuming process and there can be no assurance that required permits will be obtainable on acceptable terms, in a timely manner, or at all. The costs and delays associated with obtaining permits and complying with these permits and applicable laws and regulations could stop or materially delay or restrict the Company from proceeding with the development of a mine.

Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing interruption or closure of exploration, development or mining operations or material fines and penalties, including, but not limited to, corrective measures requiring capital expenditures, installation of additional equipment, remedial actions or other liabilities. Parties engaged in mining operations or in the exploration or development of mineral properties may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

In addition, amendments to current laws and regulations governing operations or more stringent implementation thereof could have a substantial adverse impact on the Company and cause increases in exploration expenses, capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in development of new mining properties. Recent increases to mining duties / royalties by the Quebec Minister of Natural Resources are reflected in the Feasibility Study.

Anti-Corruption and Anti-Bribery Laws

The Company's operations are governed by, and involve interactions with, various levels of government in Canada, the U.S. and Australia. The Company is required to comply with anti-corruption and anti-bribery laws, including the *Corruption of Foreign Public Officials Act* (Canada) and the U.S. Foreign Corrupt Practices Act, as well as similar laws in the countries in which the Company conducts its business. There has been a general increase in the frequency of enforcement and the severity of penalties under such laws, resulting in greater scrutiny and punishment to companies convicted of violating anti-corruption and anti-bribery laws. The Company may be found liable for violations by not only its employees, but also by its third-party agents. Although the Company has adopted a risk-based approach to mitigate such risks, such measures are not always effective in ensuring that the Company, its employees or third-party agents will comply strictly with such laws. If the Company finds itself subject to an enforcement action or is found to be in violation of such laws, this may result in significant penalties, fines and/or sanctions imposed on the Company which could result in a material adverse effect on the Company's reputation, financial performance and results of operations. If the Company chooses to operate in additional foreign jurisdictions in the future, it may become subject to additional anti-corruption and anti-bribery laws in such jurisdictions.

Dependence on Information Technology Systems

The Company's operations depend, in part, upon information technology systems. The Company's information technology systems are subject to disruption, damage or failure from a number of sources, including, but not limited to, computer viruses, security breaches, natural disasters, power loss and defects in design. Although to date the Company has not experienced any material losses relating to information technology system disruptions, damage or failure, there can be no assurance that it will not incur such losses in the future. Any of these and other events could result in information technology systems failures, operational delays, production downtimes, destruction or corruption of data, security breaches or other manipulation or improper use of the Company's systems and networks, any of which could have adverse effects on the Company's reputation, results of operations and financial performance.

Other Tax Issues

The Company is subject to income and mining taxes in some jurisdictions. Significant judgement is required in determining the total provision for income taxes. Refundable tax credits for mining exploration expenses for the current and prior periods are measured at the amount expected to be recovered from the tax authorities as at the balance sheet date. Uncertainties exist with respect to the interpretation of tax regulations, including mining duties for losses and refundable tax credits, and the amount and timing of collection. The determination of whether expenditures qualify for exploration tax credits requires significant judgment involving complex technical matters which makes the ultimate tax collection uncertain. As a result, there can be a material difference between the actual tax credits received following final resolution of these uncertain interpretation matters with the relevant tax authority and the recorded amount of tax credits. This difference would necessitate an adjustment to tax credits for mining exploration expenses in future periods. The resolution of issues with the relevant tax authority can be lengthy to resolve. As a result, there can be a significant delay in collecting tax credits for mining exploration expenses. Tax credits for mining exploration expenses that are expected to be recovered beyond one year are classified as non-current assets. The amounts recognized in the financial statements are derived from the Company's best estimation and judgment as described above. However, the inherent uncertainty regarding the ultimate approval by the relevant tax authority means that the ultimate amount collected in tax credits and timing thereof could differ materially from the accounting estimates and therefore impact the Company's balance sheet and cash flow.

Conflicts of Interest

Certain of the directors and officers of Karora may also serve as directors and/or officers of other companies involved in natural resource exploration and development, and consequently, there exists the possibility for such directors and officers to be in a position of conflict.

Currency Fluctuations

The operations of the Company will be subject to currency fluctuations and such fluctuations may materially affect the financial position and results of the Company. The Company is subject to the risks associated with the fluctuation of the rate of exchange of the Canadian dollar, the Australian dollar and the United States dollar. The Company does not currently take any steps to hedge against currency fluctuations although it may elect to hedge against the risk of currency fluctuations in the future. There can be no assurance that steps taken by the Company to address such currency fluctuations will eliminate all adverse effects of currency fluctuations and, accordingly, the Company may suffer losses due to adverse foreign currency fluctuations.

Interest Rate Risk

The Company has cash balances, generally held in interest-bearing accounts at major Canadian chartered banks. A plus or minus 0.50% change in the interest rates would have a de minimus effect on net income on an annual basis. The Company also has facilities at variable rates based on a spread over the Canadian Dealer Offered Rate. Sensitivity to a plus or minus 1% change in the rates would affect the reported annual interest expense by approximately \$400,000.

Dividend History or Policy

No dividends on the Common Shares have been paid by Karora to date. Karora anticipates that for the foreseeable future it will retain future earnings and other cash resources for the operation and development of its business. Payment of any future dividends will be at the discretion of Karora's Board after taking into account many factors, including Karora's operating results, financial condition and current and anticipated cash needs.

Independent Contractors

Karora's success also depends, to a significant extent, on the performance and continued service of independent contractors. Karora will contract the services of professional drillers and others for exploration, environmental, construction and engineering services. Poor performance by such contractors or the loss of such services could have

a material and adverse effect on Karora and its business and results of operations and could result in failure to meet business objectives.

Internal Controls over Financial Reporting

Canadian legislation requires an annual assessment by management of the effectiveness of the Company's internal control over financial reporting. The Company may fail to maintain the adequacy of its internal control over financial reporting as such standards are modified, supplemented, or amended from time to time, and the Company may not be able to ensure that it can conclude on an ongoing basis that it has effective internal controls over financial reporting. The Company's failure to satisfy the applicable requirements of such legislation on an ongoing, timely basis could result in the loss of investor confidence in the reliability of its financial statements, which in turn could harm the Company's business and negatively impact the trading price of the Common Shares. In addition, any failure to implement required new or improved controls, or difficulties encountered in their implementation, could harm the Company's operating results, or cause it to fail to meet its reporting obligations.

The Company's management, including the CEO and the CFO, is responsible for establishing and maintaining the Company's internal controls over financial reporting ("**ICFR**") and disclosure controls and procedures ("**DCP**"), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings* ("**NI 52-109**").

The Company's CEO and CFO assessed the effectiveness of the Company's ICFR as of December 31, 2023. Based on that assessment, the Company's management concluded our internal control over financial reporting was not effective as of December 31, 2023, due to the material weakness identified in the previous year, as remediation continues. Aside from the remediation, there were no other changes to the design and effectiveness of the Company's internal control over financial reporting. A material weakness is a control deficiency, or combination of control deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement in the annual or interim financial statements will not be prevented or detected on a timely basis.

As of December 31, 2022, a material weakness was identified in the design and operation of controls relating to the review of the calculation and classification of expenditures between operating and capital costs. In the opinion of management, this represented a material weakness in the Company's ICFR.

During the year ended December 31, 2023, the Company continued to be actively engaged in the implementation of remediation efforts to address the material weakness identified for the 2022 year. The Company has implemented the following measures: (i) modified models used to allocate operating costs to capital development, (ii) hired additional finance personnel with the requisite training, skills and experience appropriate to review calculation and classification of expenditures between operating and capital costs and (iii) enhanced the review process and communication between teams.

The remediation of the material weakness continues, and this was reviewed with the Audit Committee and the Audit Committee was advised by management that significant progress had been made as at December 31, 2023. Due to the nature of the remediation process, adequate time after implementation is needed to evaluate the design and test the effectiveness of the controls. It is the opinion of the Company's management that the material weakness will be fully remediated when the revised control procedures have been operating for a sufficient period of time to provide reasonable assurance as to their effectiveness. The Company continues to assign the highest priority to the remediation efforts.

The Company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. Any system of internal control over financial reporting, no matter how well designed, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable, not absolute, assurance with respect to financial statement preparation and presentation.

Availability and Increased Cost of Critical Parts, Equipment and Skilled Labour

An increase in worldwide demand for critical resources such as input commodities, drilling equipment, tires and skilled labor may cause unanticipated cost increases and delays in delivery times, thereby impacting the Company's operating costs, capital expenditures and production schedules.

Global Supply Chain Disruptions

Prolonged disruptions to the procurement of equipment, or the flow of materials, supplies and services to Karora could have an adverse impact on its operating costs, capital expenditures and construction and production schedules. These disruptions may be the result of macroeconomic matters outside of the Company's control or ability to mitigate, such as from natural disasters, transportation disruptions, economic instability, global pandemics, international sanctions, including those imposed in the context of the invasion of Ukraine by Russia, and geopolitical concerns, such as the conflicts in the Middle East and ongoing conflict in Ukraine, among others. Supply chain impacts may also manifest as rising costs or shortages of certain commodities and labour. See also *"Availability and increased cost of critical parts, equipment and skilled labor"*.

Global Financial Conditions

Following the onset of the credit crisis in 2008, global financial conditions were characterized by extreme volatility and several major financial institutions either went into bankruptcy or were rescued by governmental authorities. While global financial conditions subsequently stabilized, there remains considerable risk in the system given the extraordinary measures adopted by government authorities to achieve that stability. Global financial conditions could suddenly and rapidly destabilize in response to future economic shocks, as government authorities may have limited resources to respond to future crises. Future economic shocks may be precipitated by a number of causes, including a rise in the price of oil, geopolitical instability, natural disasters and outbreaks of medical endemic or pandemic issues, such as COVID-19. Any sudden or rapid destabilization of global economic conditions could impact Karora's ability to obtain equity or debt financing in the future on terms favorable to the Company. Additionally, any such occurrence could cause decreases in asset values that are deemed to be other than temporary, which may result in impairment losses. Further, in such an event, Karora's operations and financial condition could be adversely impacted.

Inflation

In addition to potentially affecting the price of gold, general inflationary pressures may also affect the Company's labour, commodity and other input costs, which could have a materially adverse effect on the Company's financial condition, results of operations and capital expenditures for the development of its projects. Over the course of 2023, global inflationary pressures increased, driven by supply chain disruptions caused by the COVID-19 pandemic and related lockdowns. Global energy costs have also increased significantly following the invasion of Ukraine by Russia in February 2022. The Company has been impacted by these inflationary pressures in the form of higher costs for key inputs required for its operations, most notably higher energy costs. The Company has made assumptions around the expected costs of these key inputs, and Karora's actual costs in an inflationary environment may differ materially from those assumptions. These inflationary impacts may be felt directly through purchases of diesel and natural gas, as well as through higher transportation costs, and indirectly through higher costs of products which rely on energy as an input cost.

Occupational Health and Wellness

Although the Company takes every precaution to strictly follow industrial hygiene and occupational health guidelines, and medical services are in place along with pandemic management protocols, due to the areas where the Company operates, the workforce is exposed to pandemics like malaria and other diseases, such as coronavirus, dengue, chikungunya, Zika, Ebola and other flu like viruses (such as avian and swine). Such pandemics and diseases represent a serious threat to maintaining a skilled workforce in the mining industry and is a major health-care challenge for the Company.

There can be no assurance that the Company's personnel will not be impacted by these pandemic diseases and ultimately see its workforce productivity reduced or incur increased medical costs and/or insurance premiums as a

result of these health risks. Other potential risks include disruption to operations, supply chain delays, trade restrictions and impact on economic activity in affected countries or regions.

Risks Relating to Common Shares

Liquidity of Common Shares

The Company's ability to successfully ramp-up production at the Beta Hunt Mine and HGO will be dependent upon a number of factors including the ability to obtain financing. If the Company is unable to achieve these corporate objectives, any investment in the Company's securities may be lost. In such event, the probability of resale of the Common Shares would be diminished.

The Common Shares are Subject to Market Price Volatility

The market price of the Common Shares may be adversely affected by a variety of factors relating to the Company's business, including fluctuations in the Company's operating and financial results, the results of any public announcements made by the Company and the Company's failure to meet analysts' expectations. In addition, from time to time, the stock market experiences significant price and volume volatility that may affect the market price of the Common Shares for reasons unrelated to the Company's performance. Additionally, the value of the Common Shares is subject to market value fluctuations based upon factors that influence the Company's operations, such as legislative or regulatory developments, competition, technological changes, global capital market activity and changes in interest and currency rates. There can be no assurance that the market price of the Common Shares will not experience significant fluctuations in the future, including fluctuations that are unrelated to the Company's performance. The value of the Common Shares will be affected by the general creditworthiness of the Company. The market value of the Common Shares may also be affected by the Company's financial results and political, economic, financial and other factors that can affect the capital markets generally, the stock exchanges on which the Common Shares are traded and the market segment of which the Company is a part.

Potential Dilution

The Company's articles of incorporation and by-laws allow it to issue an unlimited number of Common Shares for such consideration and on such terms and conditions as established by the board of directors of the Company, in many cases, without the approval of the Company's shareholders. The Company may issue additional Common Shares in subsequent offerings (including through the sale of securities convertible into or exchangeable for Common Shares) and on the exercise of stock options or other securities exercisable for Common Shares. The Company cannot predict the size of future issuances of Common Shares or the effect that future issuances and sales of Common Shares will have on the market price of the Common Shares. Issuances of a substantial number of additional Common Shares, or the perception that such issuances could occur, may adversely affect prevailing market prices for the Common Shares. With any additional issuance of Common Shares, investors will suffer dilution to their voting power and the Company may experience dilution in its earnings per share.

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

As of December 31, 2023, Karora is not a party to any legal proceedings material to it, or of which any of its property is the subject matter, and no such proceedings are known to be contemplated. Karora was not subject to any regulatory actions during the preceding financial year.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Other than as disclosed in this AIF, no director or officer of Karora or any shareholder holding, of record or beneficially, directly or indirectly, more than 10% of the issued Common Shares, or any of their respective associates or affiliates, had any material interest, directly or indirectly, in any material transaction with Karora within the three

most recently completed financial years or in any proposed transaction which has materially affected or would materially affect Karora.

REGISTRAR AND TRANSFER AGENT

Karora's registrar and transfer agent for its Common Shares is Computershare Investor Services Inc. at 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1.

EXPERTS

Information of an economic, scientific or technical nature regarding the Beta Hunt Mine included in this AIF is based upon the technical report entitled "Beta Hunt Operation Eastern Goldfields, Western Australia" dated January 2, 2024 (the "**Beta Hunt Mine Technical Report**"). The authors of the Beta Hunt Mine Technical Report are Stephen Devlin, FAusIMM, Peter Ganza, MAusIMM(CP), and Graham de la Maire, FAIG. Stephen Devlin, Peter Ganza, and Graham de la Maire are employees of Karora and each are considered a "Qualified Person" as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**"). The Beta Hunt Mine Technical Report was filed on January 5, 2024 under the Company's profile on SEDAR+ at www.sedarplus.ca.

Information of an economic, scientific or technical nature regarding HGO included in this AIF is based upon the technical report entitled "NI 43-101 Technical Report Higginsville-Lakewood Operation, Eastern Goldfields, Western Australia" dated January 4, 2024 (the "**HGO Technical Report**"). The authors of the HGO Technical Report are Stephen Devlin, FAusIMM, Peter Ganza, MAusIMM(CP), and Ian Glacken, Sc (Hons) (Geology), DIC, MSc (Geostatistics), Grad Dip Computing, FAusIMM(CP), FAIG, MIMMM, CEng. Stephen Devlin and Peter Ganza are employees of Karora and each are considered a "Qualified Person" as defined in NI 43-101. Ian Glacken is "independent" of Karora and a "Qualified Person", as defined in NI 43-101. The HGO Technical Report was filed on January 5, 2024 under the Company's profile on SEDAR+ at www.sedarplus.ca.

Where appropriate, certain information contained in this AIF provides non-material updates or expansions upon the information contained in such technical reports. Any updates or expansions upon the scientific or technical information contained in such technical reports and any other scientific or technical information contained in this AIF was prepared by or under the supervision of Stephen Devlin, FAusIMM. Mr. Devlin is the Group Geologist of the Company and a "Qualified Person", as defined in NI 43-101.

As of the date of this AIF, to the knowledge of the Company, the aforementioned individuals beneficially owned, directly or indirectly, less than 1% of the outstanding Common Shares.

The Company's independent auditor is PricewaterhouseCoopers LLP, Chartered Professional Accountants, who have issued an independent auditor's report dated March 21, 2024, in respect of Karora Resource Inc.'s consolidated financial statements as at December 31, 2023 and 2022 and for the years then ended. PricewaterhouseCoopers LLP has advised that it is independent with respect to the Company within the meaning of the Chartered Professional Accountants of British Columbia Code of Professional Conduct.

MATERIAL CONTRACTS

The following material contracts were entered into by the Company in 2023, or were entered into by the Company before 2023 but remain in effect:

- Royalty Buyout, Amendment and Restatement Agreement dated May 11, 2020 between Avoca Mining Pty Ltd. (now named Karora (Higginsville) Pty Ltd) and Morgan Stanley Capital Group Inc., as amended.
- Equity Purchase Agreement dated July 21, 2020 between Karora Resources Inc. and Arpent Inc.

- Royalty Transaction Agreement dated August 31, 2020 between Salt Lake Mining Pty Ltd. (now named Karora (Beta Hunt) Pty Ltd) and Maverix Metals (Australia) Pty Ltd.; Deed of Amendment and Restatement: Beta Hunt Royalty Agreement dated August 31, 2020 between Salt Lake Mining Pty Ltd. (now named Karora (Beta Hunt) Pty Ltd) and Maverix Metals (Australia) Pty Ltd.; and Amended and Restated Royalty Agreement dated August 31, 2020 between Salt Lake Mining Pty Ltd. (now named Karora (Beta Hunt) Pty Ltd) and Maverix Metals (Australia) Pty Ltd.
- Amended and Restated Credit Agreement dated July 14, 2022 between, inter alia, the Company and Macquarie Bank Limited.
- Deed of Amendment and Restatement of Beta Hunt Sublease between St Ives Gold Mining Company Pty Ltd and Salt Lake Mining Pty Ltd dated April 3, 2014; and Deed of Novation between Reliance Mining Pty Ltd and St Ives Gold Mining Company Pty Ltd (St Ives), Consolidated Nickel Kambalda Operations Pty Ltd and Salt Lake Mining Pty Ltd dated November 29, 2013.
- Kali Metals transaction: Mineral Rights Agreement dated November 1, 2023 between Avoca Mining Pty Ltd and Karora (Lithium) Pty Ltd; Mineral Rights Agreement dated November 1, 2023 between Avoca Resources Pty Ltd and Karora (Lithium) Pty Ltd; Mineral Rights Agreement dated November 1, 2023 between Corona Minerals Pty Ltd and Karora (Lithium) Pty Ltd; Mineral Rights Agreement dated November 1, 2023 between Polar Metals Pty Ltd and Karora (Lithium) Pty Ltd; NSR Royalty Deed – Rights Minerals: Avoca Mining Mineral Rights Agreement between Karora (Lithium) Pty Ltd and Avoca Mining Pty Ltd dated December 22, 2023; NSR Royalty Deed – Rights Minerals: Avoca Resources Mineral Rights Agreement between Karora (Lithium) Pty Ltd and Avoca Resources Pty Ltd dated December 22, 2023; NSR Royalty Deed – Rights Minerals: Corona Minerals Mineral Rights Agreement between Karora (Lithium) Pty Ltd and Corona Minerals Pty Ltd dated December 22, 2023; and NSR Royalty Deed – Rights Minerals: Polar Metals Mineral Rights Agreement between Karora (Lithium) Pty Ltd and Polar Metals Pty Ltd dated December 22, 2023.
- Power Purchase Agreement – Beta Hunt Gold and Nickel Operations between BHP Nickel West Pty Ltd and Karora (Beta Hunt) Pty Ltd dated January 24, 2024; and Guarantee and Indemnity between BHP Nickel West Pty Ltd, Karora Resources Pty Ltd and Karora (Beta Hunt) Pty Ltd dated February 5, 2024.
- Power Purchase Agreement – Higginsville Gold Operations between BHP Nickel West Pty Ltd and Karora (Higginsville) Pty Ltd dated January 10, 2024; and Guarantee and Indemnity between BHP Nickel West Pty Ltd, Karora Resources Pty Ltd and Karora (Higginsville) Pty Ltd dated January 10, 2024.

ADDITIONAL INFORMATION

Additional information relating to the Company may be found on SEDAR+ at www.sedarplus.ca.

Additional information, including officers' remuneration and indebtedness, and principal holders of the Company's securities will be contained in the Company's information circular for its most recent annual meeting of shareholders involving the election of directors. Additional financial information is provided in the Company's audited consolidated financial statements and management's discussion and analysis as at and for the 12-month period ended December 31, 2023.

EXCHANGE RATE INFORMATION

The closing, high, low and average exchange rates for one U.S. dollar expressed in Canadian dollars for each of the three years ended December 31, 2023, 2022, and 2021, as reported by the Bank of Canada, were as follows. All Bank of Canada exchange rates are indicative rates only, obtained from averages of aggregated price quotes from financial institutions.

	2023	2022	2021
	(\$)	(\$)	(\$)
Closing	1.3226	1.3544	1.2678
High.....	1.3875	1.3856	1.2942
Low	1.3128	1.2451	1.2040
Average	1.3497	1.3013	1.2535

As at April 1, 2024, the exchange rate for one US\$ expressed in Canadian dollars, based upon rates provided by the Bank of Canada was \$1.3574.

The closing, high, low and average exchange rates for one Australian dollar expressed in Canadian dollars for each of the three years ended December 31, 2023, 2022, and 2021, as reported by the Bank of Canada, were as follows. All Bank of Canada exchange rates are indicative rates only, obtained from averages of aggregated price quotes from financial institutions.

	2023	2022	2021
	(\$)	(\$)	(\$)
Closing	0.9001	0.9196	0.9205
High.....	0.9490	0.9474	0.9978
Low	0.8602	0.8633	0.8994
Average	0.8967	0.9034	0.9420

As at April 1, 2024, the exchange rate for one A\$ expressed in Canadian dollars, based upon rates provided by the Bank of Canada was \$0.8813.

METRIC CONVERSION TABLE

For ease of reference, the following conversion factors are provided:

<u>Metric Unit</u>	<u>U.S. Measure</u>	<u>U.S. Measure</u>	<u>Metric Unit</u>
1 hectare	2.471 acres	1 acre	0.4047 hectares
1 metre.....	3.2881 feet	1 foot	0.3048 metres
1 kilometre	0.621 miles	1 mile.....	1.609 kilometres
1 gram	0.032 troy ounces	1 troy ounce	31.1 grams
1 kilogram	2.205 pounds	1 pound.....	0.4541 kilograms
1 tonne.....	1.102 short tons	1 short ton.....	.907 tonnes
1 gram/tonne	0.029 troy ounces/ton	1 troy ounce/ton.....	34.28 grams/tonne

GLOSSARY OF TECHNICAL TERMS

In this AIF, including, for greater certainty, Appendix "A", the following terms will have the meanings set forth below, unless otherwise indicated. Words importing the singular include the plural and vice versa and words importing any gender include all genders:

"**assay**" is an analysis to determine the presence, absence and quantity of one or more elements.

"**awaruite**" is a naturally occurring alloy of nickel and iron with a composition from Ni_2Fe to Ni_3Fe . The formula $Ni_{2.5}Fe$ is used to represent this natural variability.

"**basalt**" is dark-colored mafic igneous rocks, commonly extrusive but locally intrusive (i.e. as dikes), composed chiefly of calcic plagioclase and clinopyroxene.

"**brucite**" is the mineral form of magnesium hydroxide with a composition of $Mg(OH)_2$.

"**C1 cash costs**" are direct costs, which include costs incurred in mining and processing (labour, power, reagents, materials) plus local G&A, freight and realisation and selling costs.

"**cash costs**" are the cash costs for mining, milling and concentrating, leaching, solution pumping, solvent extraction and electrowinning, on-site administration and general expenses, any off-site services which are essential to the operation, smelting (including toll smelting charges if applicable), refining (including toll refining charges if applicable), concentrate freight costs, marketing costs, and property and severance taxes paid to state/federal agencies that are not profit related.

"**chrysotile**" is an asbestiform sub-group within the serpentine group of minerals.

"**clinopyroxene**" is a group name for a number of pyroxene minerals that have similar crystal forms. They are silicates commonly containing aluminum, magnesium, calcium, and iron in their crystal structures.

"**CIM**" means the Canadian Institute of Mining, Metallurgy and Petroleum.

"**CIM Standards**" are the CIM Definition Standards on Mineral Resources and Mineral Reserves adopted by CIM from time to time.

"**cm**" means centimetre.

"**Co**" is the chemical symbol for cobalt.

"**coalingite**" is a mineral weathering product of brucite with a composition of $Mg_{10}Fe_{23}+[(OH)_{24}(CO_3)_2H_2O]$

"**core**" is the long cylindrical piece of rock brought to surface by diamond drilling.

"**core sample**" is one or several pieces of whole or split parts of core selected as a sample for analysis or assay.

"**Cu**" is the chemical symbol for copper.

"**cut-off**" means the grade above which material is considered significant and below which material is not considered significant and is excluded from resource and reserve estimates.

"**dilution**" means non-ore material included by mining process and fed to mill.

"**disseminated sulphide**" is a sulphide deposit, in which the sulphide is non-contiguous and may range from less than 1% up to about 10% of the total rock. The sulphide occurs as individual crystals or small crystalline masses in the interstices of other non-sulphide minerals composing the rock.

"**dunite**" is an igneous, plutonic rock, of ultramafic composition, with coarse grained or phaneritic texture. The mineral assemblage is typically greater than 90% olivine with minor pyroxene and chromite. Dunite is the olivine-rich end-member of the peridotite group of mantle derived rocks.

"**fault**" means a break in the Earth's crust caused by tectonic forces which have moved the rock on one side with respect to the other.

"**feasibility study**" means a comprehensive study of a mineral deposit in which all geological, engineering, legal, operating, economic, social, environmental and other relevant factors are considered in sufficient detail that it could reasonably serve as the basis for a final decision by a financial institution to finance the development of the deposit for mineral production.

"**footwall**" means the rock on the underside of a vein or mineral deposit.

"**g/t**" is grams per metric tonne.

"**gabbro**" is a coarse grained intrusive igneous rock composed of greenish white feldspar and pyroxene.

"**geochemical**" means prospecting techniques which measure the content of specified metals in soils and rocks for the purpose of defining anomalies for further testing.

"**geophysical**" means prospecting techniques which measure the physical properties (magnetism, conductivity, density, etc.) of rocks and define anomalies for further testing.

"**ha**" is hectare.

"**hanging wall**" is the rock on the upper side of a vein or mineral deposit.

"**heazlewoodite**" is a nickel sulphide mineral found in serpentinized dunite with the composition Ni_3S_2 .

"**host rock**" means the rock surrounding an ore deposit.

"**HPAL**" means high pressure acid leach.

"**igneous rock**" means a rock formed by volcanic or magmatic processes.

"**indicated mineral resource**" means that part of a mineral resource for which quantity, grade or quality, densities, shape and physical characteristics, can be estimated with a level of confidence sufficient to allow the appropriate application of technical and economic parameters, to support mine planning and evaluation of the economic viability of the deposit. The estimate is based on detailed and reliable exploration and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes that are spaced closely enough for geological and grade continuity to be reasonably assumed.

"**inferred mineral resource**" means that part of a mineral resource for which quantity and grade or quality can be estimated on the basis of geological evidence and limited sampling and reasonably assumed, but not verified, geological and grade continuity. The estimate is based on limited information and sampling gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes.

"**IRR**" means internal rate of return.

"**km**" means kilometre.

"**kt**" mean kilo-tonne.

"**kWh**" means kilowatt-hour.

"**LIDAR**" means a light detection and ranging and optical remote sensing technology that measures properties of scattered light to find range and/or other information of a distant target. The prevalent method to determine distance to an object or surface is to use laser pulses. Like the similar radar technology, which uses radio waves, the range to an object is determined by measuring the time delay between transmission of a pulse and detection of the reflected signal.

"**lbs**" means pounds.

"**LOM**" means life of mine.

"**m**" means metre.

"**magmatic**" means of or related to magma, which is a subterranean molten rock, capable of being extruded at the surface as lava or intruded into rocks in the earth's crust.

"**magnetite**" is a ferrimagnetic mineral with composition Fe_3O_4 .

"**massive sulphide**" means a sulphide deposit in which the sulphide is contiguous and usually forms more than 80% of the rock mass which may contain non-sulphidic rock inclusions.

"**measured mineral resource**" is that part of a mineral resource for which quantity, grade or quality, densities, shape, and physical characteristics are so well established that they can be estimated with confidence sufficient to allow the appropriate application of technical and economic parameters, to support production planning and evaluation of the economic viability of the deposit. The estimate is based on detailed and reliable exploration, sampling and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes that are spaced closely enough to confirm both geological and grade continuity.

"**millerite**" is a nickel sulphide mineral, NiS. It is brassy in colour and has an acicular habit, often forming radiating masses and furry aggregates.

"**mineral resource**" means a concentration or occurrence of diamonds, natural solid inorganic material, or natural solid fossilized organic material including base and precious metals, coal, and industrial minerals in or on the Earth's crust in such form and quantity and of such a grade or quality that it has reasonable prospects for economic extraction. The location, quantity, grade, geological characteristics and continuity of a mineral resource are known, estimated or interpreted from specific geological evidence and knowledge.

"**mineral reserve**" means the economically mineable part of a measured or indicated mineral resource demonstrated by at least a preliminary feasibility study. This study must include adequate information on mining, processing, metallurgical, economic and other relevant factors that demonstrate, at the time of reporting, that economic extraction can be justified. A mineral reserve includes diluting materials and allowances for losses that may occur when the material is mined.

"**MgO**" is the chemical symbol for magnesium oxide.

"**Mt**" means million tonnes.

"**MW**" means megawatt.

"**NSR**" or "**net smelter returns**" means a payment made by a producer of metals based on the value of the gross metal production from the property, less deduction of certain limited costs including smelting, refining, transportation and insurance costs.

"**Ni**" is the chemical symbol for nickel.

"**NPV**" means net present value.

"**NQ**" is a diamond core drill with diameter of 47.6 mm.

"**olivine**" is an olive green magnesium iron silicate mineral common in mafic and ultramafic rocks with a composition of $(\text{Mg,Fe})_2\text{SiO}_4$.

"**Pd**" is the chemical symbol for palladium.

"**Pt**" is the chemical symbol for platinum.

"**pentlandite**" is a common iron-nickel sulphide mineral with the composition $(\text{Fe,Ni})_9\text{S}_8$.

"**peridotite**" means a general term for intrusive ultramafic igneous rocks consisting of olivine and lacking feldspar.

"**PGE**" is platinum group element.

"**ppb**" means parts per billion.

"**ppm**" means parts per million.

"**PQ**" is a diamond core drill with diameter of 85 mm.

"**preliminary feasibility study**" means a comprehensive study of the viability of a mineral project that has advanced to a stage where the mining method, in the case of underground mining, or the pit configuration, in the case of an open pit, has been established, and which, if an effective method of mineral processing has been determined, includes a financial analysis based on reasonable assumptions of technical, engineering, operating, economic factors and the evaluation of other relevant factors which are sufficient for a qualified person, acting reasonably, to determine if all or part of the mineral resource may be classified as a mineral reserve.

"**probable mineral reserve**" means the economically mineable part of an indicated and, in some circumstances, a measured mineral resource demonstrated by at least a Preliminary Feasibility Study. This Study must include adequate information on mining, processing, metallurgical, economic, and other relevant factors that demonstrate, at the time of reporting, that economic extraction can be justified.

"**proven mineral reserve**" means the economically mineable part of a measured mineral resource demonstrated by at least a Preliminary Feasibility Study. This Study must include adequate information on mining, processing, metallurgical, economic, and other relevant factors that demonstrate, at the time of reporting, that economic extraction is justified.

"**pyrite**" is a common iron sulphide mineral FeS_2 .

"**pyroxene**" is a group of chiefly magnesium-iron minerals including diopside, hexenbergite, augite pigeonite, and many other rock-forming minerals.

"**pyroxenite**" is an ultramafic igneous rock consisting essentially of minerals of the pyroxene group, such as augite and diopside, hypersthene, bronzite or enstatite.

"**pyrrhotite**" is an iron sulphide FeS .

"**Qualified Person**" means an individual who: (a) is an engineer or geoscientist with a university degree, or equivalent accreditation, in an area of geoscience, or engineering, relating to mineral exploration or mining; (b) has at least five years of experience in mineral exploration, mine development or operation or mineral project assessment, or any combination of these, that is relevant to his or her professional degree or area of practice; (c) has experience relevant to the subject matter of the mineral project and the technical report; (d) is in good standing with a professional association; and (e) in the case of a professional association in a foreign jurisdiction, has a membership designation that (i) requires attainment of a position of responsibility in their profession that requires the exercise of independent

judgment; and (ii) requires (A) a favourable confidential peer evaluation of the individual's character, professional judgement, experience, and ethical fitness; or (B) a recommendation for membership by at least two peers, and demonstrated prominence or expertise in the field of mineral exploration or mining.

"**S**" is the chemical symbol for sulphur.

"**serpentine**" is a group of minerals the composition of which includes magnesium, iron, hydroxide and silicate.

"**serpentinized**" is a product of hydrated olivine.

"**SRMS**" means standard reference materials samples.

"**STP**" means standard test procedures.

"**sulphides**" means minerals that are compounds of sulphur together with another element (such as iron, copper, lead and zinc).

"**tailings**" means finely ground material remaining from ore when metal is removed.

"**tailings dam**" means an enclosed area to which slurry is transported and in which the solids settle while the liquids may be withdrawn.

"**tpd**" means tonnes per day.

"**ultramafic**" is igneous rocks consisting essentially of ferro magnesian minerals with trace quartz and feldspar.

"**veins**" means a fissure, faults or crack in rock filled by minerals that have travelled upwards from some deep source.

"**VTEM**" means Versatile Time Domain Electromagnetics — a type of geophysical survey used to explore for massive sulphide deposits.

APPENDIX "A" MATERIAL MINERAL PROJECTS

BETA HUNT MINE

Current Technical Report

Unless otherwise indicated, information in this Appendix "A" – "*Material Mineral Projects – Beta Hunt Mine*" is summarized or extracted from the Beta Hunt Mine Technical Report. The authors of the Beta Hunt Mine Technical Report are Stephen Devlin, FAusIMM, Peter Ganza, MAusIMM(CP), and Graham de la Maire, FAIG. Stephen Devlin, Peter Ganza, and Graham de la Maire are employees of Karora and each are considered a "Qualified Person" as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**"). The Beta Hunt Mine Technical Report was filed on January 5, 2024 under the Company's profile on SEDAR+ at www.sedarplus.ca. All monetary amounts in this Appendix "A" are presented in Australian Dollars unless otherwise noted.

Portions of the following information are based on assumptions, qualifications and procedures which are set out only in the full Beta Hunt Mine Technical Report. For a complete description of the assumptions, qualifications and procedures associated with the following information, reference should be made to the full text of the Beta Hunt Mine Technical Report, which is available for review under the Company's profile on SEDAR+ located at www.sedarplus.ca.

Project Description, Location and Access

The Beta Hunt Mine is a gold and nickel mine located in the Kambalda mining district of Australia. Karora has as 100% interest in SLM, a private company whose main asset is a 100% interest in the Beta Hunt Mine. SLM was acquired by Karora during 2016.

The Beta Hunt Mine, located 600 km from Perth in Kambalda, Western Australia, is a deposit with the very rare feature of hosting both nickel and gold resources in adjacent discrete mineralized zones. The mining tenements on which the Beta Hunt Mine is located are held by Gold Fields. SLM operates the Beta Hunt Mine by virtue of a sub-lease agreement with Gold Fields.

The Beta Hunt Mine resumed nickel production in 2014 and gold production at the end of 2015. The Beta Hunt Mine is part of a multi-million ounce regional gold mineralization system and possesses significant gold by-product potential. Gold mineralization bodies are accessible from the main nickel decline, effectively leveraging existing infrastructure.

The Beta Hunt Mine is an underground mine located 2 km southeast of Kambalda and 60 km south of Kalgoorlie in Western Australia (Figure 1). The original mine portal is located on the northern edge of Lake Lefroy at latitude 31°13'6"S and longitude 121°40'50"E. Kambalda has been a nickel mining centre since the discovery of nickel sulphides by Western Mining Corporation ("**WMC**") in 1966. The second portal, completed in 2022, is located just 400 m to the west to make use of a central run of mine ("**ROM**") pad. The project consists of the underground mine and related surface facilities to support underground operations. There are no processing facilities on site. Run of mine gold production is processed at the Company's 1.6 Mtpa gold processing facility located 80 km by road to the south of the Beta Hunt Mine and the recently acquired 1.0 Mtpa Lakewood Gold Processing Facility (permitted to upgrade to 1.2 Mtpa) (the "**Lakewood GPF**"). To date, nickel mineralization is processed by BHP Billiton Nickel West Pty Ltd. ("**BHP**") under the Ore Tolling and Concentrate Agreement with BHP ("**OTCPA**"). This OTCPA has now expired. New arrangements for nickel processing are currently being negotiated.

There is a long history of mining in the district with a large pool of experienced mining personnel living and working in the region. The Beta Hunt workforce is made up of 245 employees, over half of whom reside locally. The Kambalda Airport provides daily chartered flights, 5 days a week, to the state capital of Perth. Perth is a major centre with a population in excess of 2 million and an international airport. The closest port to both mines is at Esperance, which is 330 km south of Kambalda.

Kambalda experiences a semi-arid climate with hot dry summers and cool winters. Temperatures in the peak of summer typically range from a mean minimum temperature of 15 degrees Celsius to a mean maximum of 34 degrees Celsius. Temperatures during winter range from a mean minimum temperature of 6 degrees Celsius to a mean maximum of only 17 degrees Celsius, with occasional frosts.

The Company holds a 100% interest in SLM. The mining rights for the Beta Hunt Mine are held by SLM through a sub-lease agreement with St Ives Gold Mining Company Pty Ltd. ("SIGMC") which gives SLM the right to explore for and mine nickel and gold within the Beta Hunt Mine sub-lease (the "**Beta Mine Sub-Lease**"). Mineral tenure information is provided in Table 1. The Beta Hunt Mine Sub-Lease covers partial mineral leases for a total area of 960.4 ha as defined in Figure 2. Claim locations with respect to the sub-lease boundary are shown in Figure 2. SLM's rights within the sub-lease boundary only extend below a given elevation, as described in Table 2 below. SIGMC is the registered holder of the mineral leases that are all situated on unallocated Crown Land.

Figure 1: the Beta Hunt Mine Location Map

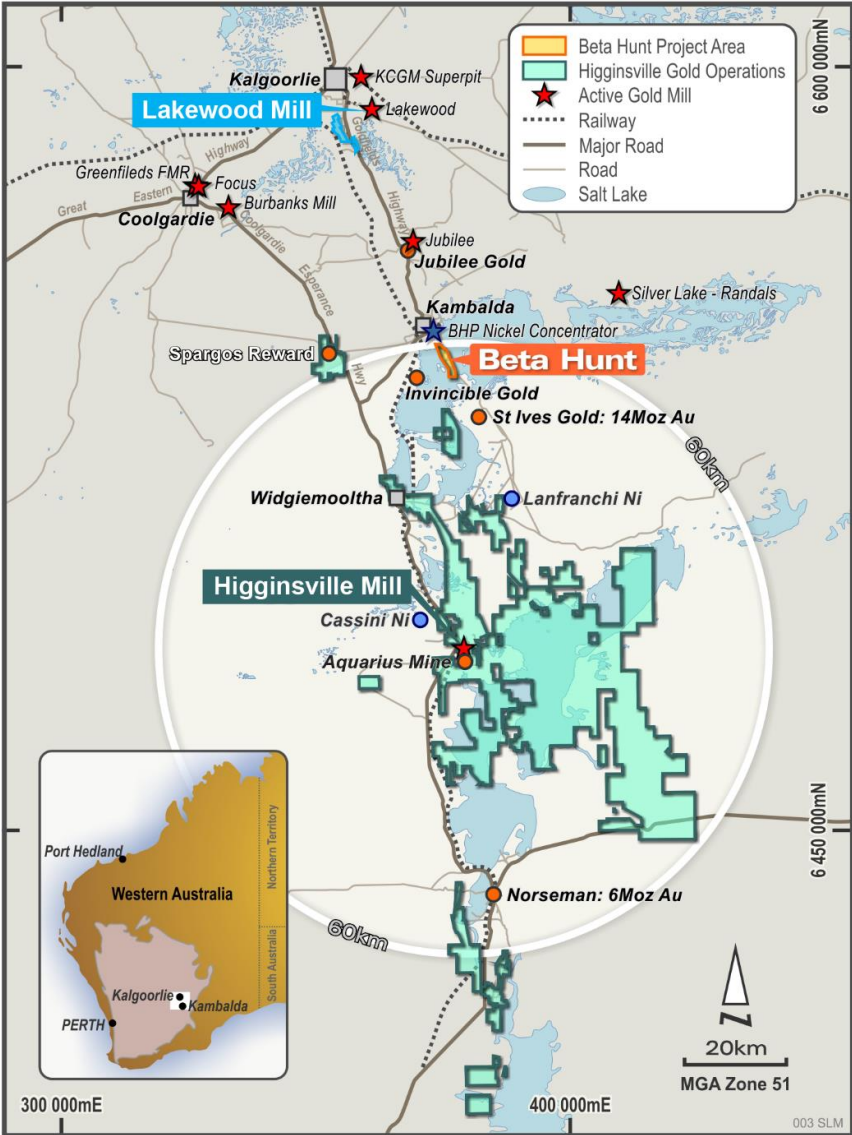


Figure 2: the Beta Hunt Mine Sub-Lease Boundary, Mineral Leases and Mineral Resources

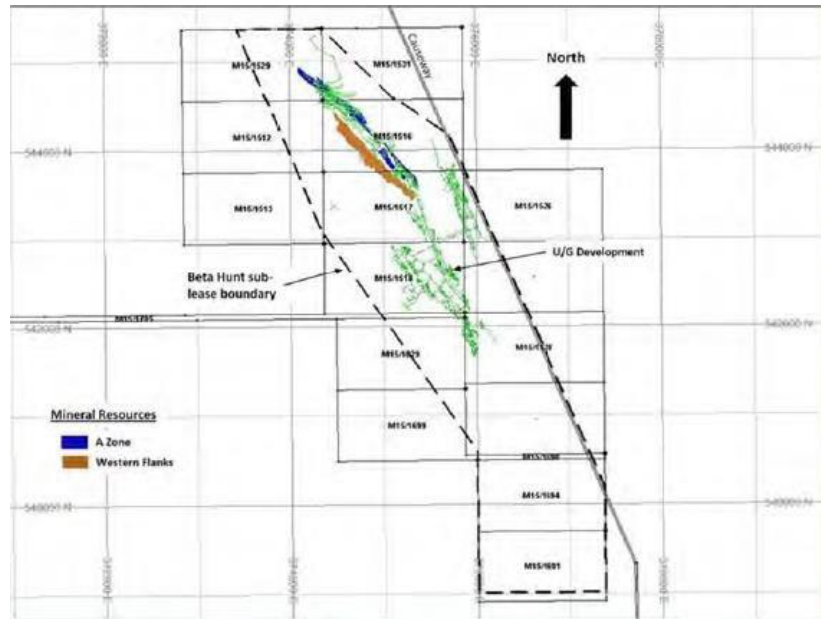


Table 1: the Beta Hunt Mine Mineral Tenure Information

Mineral Lease	Holder	Area	Unit	Rent ⁽¹⁾	Commitment ⁽¹⁾	Grant Date	Expiry Date ⁽²⁾
M15/1512	SIGMC	121.35	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1513	SIGMC	121.20	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1516	SIGMC	121.35	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1517	SIGMC	121.45	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1518	SIGMC	121.35	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1526	SIGMC	121.45	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1527	SIGMC	121.35	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1529	SIGMC	121.40	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1531	SIGMC	121.35	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1628	SIGMC	121.35	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1629	SIGMC	121.35	ha	\$3,172	\$12,200	Dec 24, 2004	Dec 23, 2025
M15/1691	SIGMC	108.15	ha	\$2,834	\$10,900	Dec 24, 2004	Dec 23, 2025
M15/1694	SIGMC	110.85	ha	\$2,886	\$11,100	Dec 24, 2004	Dec 23, 2025
M15/1698	SIGMC	7.74	ha	\$208	\$10,000	Dec 24, 2004	Dec 23, 2025
M15/1699	SIGMC	110.95	ha	\$2,886	\$11,100	Dec 24, 2004	Dec 23, 2025
M15/1702	SIGMC	110.40	ha	\$2,886	\$11,100	Dec 24, 2004	Dec 23, 2025
M15/1705	SIGMC	42.39	ha	\$1,118	\$10,000	Dec 24, 2004	Dec 23, 2025

Notes:

1. Rent and commitment are for 2024-2025 and are given on 100% basis. Karora's share of rent is 20%.
2. Pursuant to section 78 of the *Mining Act 1978 (WA)* ("**Mining Act**"), SIGMC has the right to apply for and be granted a further extension of the term for 21 years prior to the expiry date on December 23, 2025.

Table 2: the Beta Hunt Mine Sub-Lease Exploitable Area

Mineral Lease	Exploitable Area (begins below elevation Australian Height Datum metres)
M 15/1512	Linear decrease from northern limit of the tenement to southern limit of the tenement, being from 200 to zero
M 15/1513	0
M 15/1516	Linear decrease from northern limit of the tenement to southern limit of the tenement, being from 200 to zero
M 15/1517	0
M 15/1518	-100
M 15/1526	0
M 15/1527	-100
M 15/1529	At and below surface
M 15/1531	At and below surface
M 15/1628	-100
M 15/1629	-100
M 15/1691	-100
M 15/1694	-100
M 15/1698	-100
M 15/1699	-100
M 15/1702	-100
M 15/1705	-100

Karora acquired the Higginsville Gold Processing Facility (the "**Higginsville GPF**") when it purchased the Higginsville Gold Operation on June 10, 2019. The Higginsville GPF comprises a 1.6 Mtpa mill and is located 57 km south of Beta Hunt and 107 km south of the regional mining centre of Kalgoorlie-Boulder. The Higginsville GPF is accessed via the Coolgardie-Esperance Highway, which is located 1.2 km southwest of the HGO.

Lakewood is approximately 4 km southeast of the City of Kalgoorlie-Boulder which is the nearest occupied townsite. The Lakewood GPF is located within a historical gold treatment area adjacent to the famous "Golden Mile". The site and its immediate surrounds have been subject to extensive historic disturbance from the early 1900s including timber cutting, town site development, mining, and tailings stockpiling. The main access to the Lakewood GPF is from the Goldfields Highway via the public Mt Monger Road and gazetted Lakewood Gold Processing Facility Access Road.

Mining Rights in Western Australia

Under section 9 of the Mining Act all gold, silver, other precious metals and other minerals are generally the property of the Crown. In Western Australia, a mining lease is considered to be the primary approval required for major mineral development projects as it authorizes the holder to mine for, and dispose of, minerals on the land over which the lease is granted.

The mining tenements subject to the Beta Hunt Mine Sub-Lease are mining leases in good standing as of the date of the Beta Hunt Technical Report. The term of a mining lease is 21 years and may be renewed for further terms.

The lessee of a mining lease may work and mine the land, take and remove minerals and undertake all things necessary to effectually carry out mining operations in, on or under the land, subject to conditions of the mining lease and certain other exceptions under the Mining Act.

Native Title Act 1993

In 1992, the High Court of Australia determined in *Mabo v Queensland (No. 2)* that the common law of Australia recognised certain proprietary rights and interests of Indigenous and Torres Strait Islander people in relation to their traditional lands and waters. In response to the Mabo decision, the Native Title Act 1993 (Cth) ("**NTA**") was enacted. "Native title" under the NTA is recognised where persons claiming to hold that title can establish they have maintained a continuous connection with the land in accordance with traditional laws and customs since settlement and where those rights have not been lawfully extinguished.

The NTA codifies much of the common law in relation to native title. The doing of acts after January 1, 1994 that may affect native title (known as "future acts"), including the grant of mining tenements, are validated subject to certain procedural rights (including the "right to negotiate") afforded to persons claiming to hold native title and whose claim has passed a "registration test" administered by the National Native Title Tribunal (which assesses the claim against certain baseline requirements).

Aboriginal Heritage Act 1972

The *Aboriginal Heritage Act 1972* (WA) ("**AHA**") protects places and objects that are of significance to Indigenous and Torres Strait Islander people in accordance with their traditional laws and customs. The AHA provides that it is an offence, for a person to damage or in any way alter an Aboriginal Site.

Compliance with the AHA is an express condition of all mining tenements in Western Australia. Accordingly, commission of an offence under the AHA may mean that the mining tenement is vulnerable to an order for forfeiture. The Department of Aboriginal Affairs maintains a register of sites that have been registered under the AHA.

A search of the Department of Planning Lands and the Aboriginal Heritage Inquiry System conducted on March 28, 2023 shows no registered heritage sites on the four tenements (M15/1512, M15/1516, M15/1529 and M15/1531) where Karora is likely to conduct any surface disturbance.

The Beta Hunt Mine Sub-Lease

The Beta Hunt Mine Sub-Lease grants SLM the right to exploit nickel and gold mineralization on the property free from encumbrances other than the royalties discussed below and certain other permitted encumbrances. It was purchased from CNKO in 2013 and the gold rights to the sub-lease were acquired separately from SIGMC in 2014. On an annual basis, Karora must pay to SIGMC 20% of (i) all rent payable by SIGMC in respect of each tenement, (ii) all local government rates and (iii) all land or property taxes.

Royalties

Karora pays the following royalties on nickel production:

- the state government equal to 2.5% of recovered nickel; and
- third parties equal to:
 - 1% of the gross revenue from nickel produced;
 - 0.5% of the net smelter (gross proceeds of sale minus allowable deductions) on nickel produced; and
 - 3% when the price of nickel is less than A\$17,500/t and 5% when the price of nickel is greater than or equal to A\$17,500/t of the gross revenue from nickel produced, with the total royalty payable to this third party capped at A\$16,000,000.

Karora pays the following royalties on gold production:

- the state government equal to 2.5% of recovered gold; and
- third parties equal to 4.75% of recovered gold less allowable deductions.

Effect of Native Title on Beta-Hunt Mining Tenements

As of the date of the Beta Hunt Mine Technical Report, the sub-lease tenants are not subject to any native title determinations and claims.

Environmental Liabilities

Karora is responsible for satisfying all rehabilitation obligations arising on or after April 3, 2014 on the Beta Hunt Mine Sub-Lease that have arisen as a result of the activities of Karora and CNKO. However, Karora is not required to restore or rehabilitate the area to a condition that is better than that existing on July 25, 2003 as determined by the environmental audit conducted at that time. SIGMC is responsible for all other rehabilitation obligations. A 2015 internal audit, based on a 2008 independent audit undertaken by Consolidated Minerals, estimated the current rehabilitation liability accruing to Karora for the Beta Hunt Mine Sub-Lease at \$881,000. In 2022, the disturbance area at Beta Hunt increased due to construction activities to raise underground production rates. Karora also completed a full review of the closure cost models in 2023 and the current closure cost is estimated at approximately \$2,100,000.

Karora is responsible for satisfying all rehabilitation obligations arising at the Higginsville GPF post the acquisition date of June 10, 2019. Karora is required to report annually the estimated rehabilitation liability for Higginsville. At the end of Q3 2023, the estimate rehabilitation liability for Higginsville was approximately \$30,000,000. The Higginsville rehabilitation liability estimate also includes mining activities for the extraction of ore, and the liability associated with the mill and tailings impoundment structures is significantly less.

Karora is responsible for satisfying all rehabilitation obligations at the Lakewood GPF since the site has been operational. Karora completed a new rehabilitation liability estimate for Lakewood GPF for the end of Q3 2023. The review incorporated all known disturbance that has occurred on the associated tenure. The estimate rehabilitation liability for Lakewood was approximately \$8,700,000 at the end of Q3 2023.

Karora advises that there are no other outstanding significant environmental issues.

History

Beta Hunt Mine

Kambalda Nickel Camp

WMC first intersected nickel sulphide mineralisation at Red Hill in January 1966 after drilling to test a gossan outcrop grading 1% Ni and 0.3% Cu. This discovery led to delineation of the Kambalda Nickel Field where WMC identified 24 deposits hosted in structures that include the Kambalda Dome, Widgiemooltha Dome and Golden Ridge Greenstone Belt. The deposits extend 90 km from Blair in the north to Redross in the south and over an east-west distance of 30 km, from Helmut to Wannaway. A single concentrator to treat ore from the various mines is centrally located, in Kambalda (now owned by BHP).

Beta Hunt Nickel Discovery

The Hunt nickel deposit was discovered by WMC in March 1970, during routine traverse drilling over the south end of the Kambalda Dome. The discovery hole, KD 262, intersected 2.0 m grading 6.98% nickel. Portal excavation for a decline access began in June 1973. While the decline was being developed, the Hunt orebody was accessed from the neighbouring Silver Lake mine, via a 1.15 km cross-cut on 700 level. The 700 level access is now used to provide service water to the Beta Hunt Mine. The first ore was hauled up the decline in October 1974.

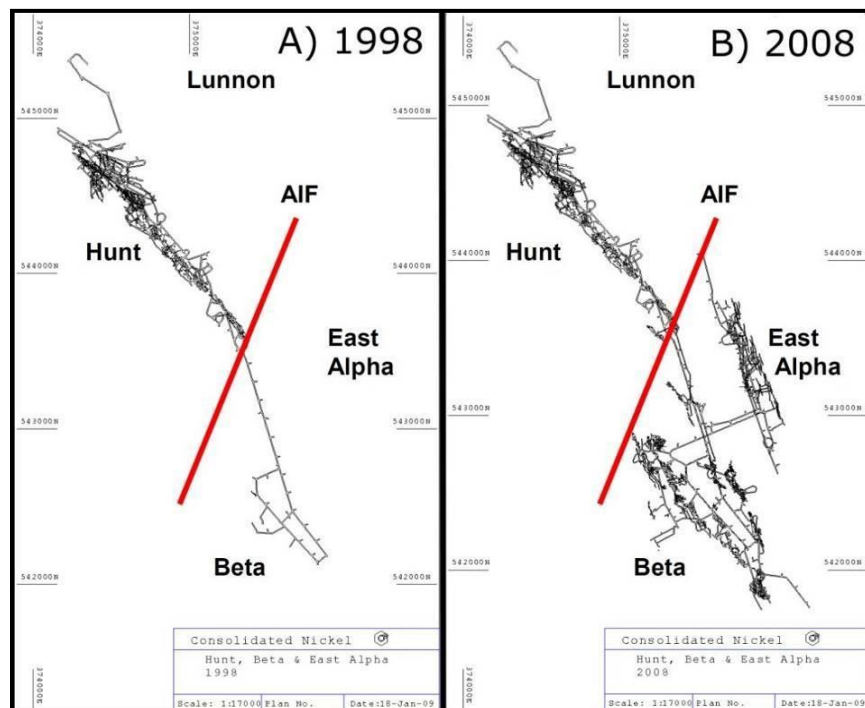
1974 – 1998 WMC Operation

The first ore production from the decline occurred in October 1974. Over the following 14 years, WMC operated the mine periodically and extended the decline south through the Alpha Island Fault (for the purposes of this Appendix "A" only, "AIF") to access the Beta nickel deposit. By the time production was halted in 1998 due to the Asian crisis and associated collapse in nickel prices, the Beta decline and return airway had been established. Figure 3 shows the mine development at the completion of the WMC operation in 1998.

Although patches of gold have been found at Hunt since nickel mining began, it was not until 1978-1979, when decline development reached the 10 and 11 levels of A Zone and the 9 and 10 levels of D Zone deeps that the presence of a major gold mineralised system was confirmed in the footwall basalt. From 1979 to 1984, development and mining of the A Zone gold orebody took place on four levels using both airlegs and jumbos, with long-hole stopes being mined. Between 1979 and 1984, gold was also mined as specimen stone or in conjunction with nickel stoping operations.

As part of the divestment of non-core assets by WMC in late 2001, the tenements covering the current the Beta Hunt Mine Sub-Lease and all surface and underground infrastructure became the property of SIGMC, which is now part of Gold Fields. SIGMC did not operate the Beta Hunt Mine.

Figure 3: Plan view of the Hunt, Beta and East Alpha mine development



2003 – 2008 Reliance / CNKO Operation

Reliance Mining Limited ("**RML**") acquired rights to mine nickel on the Beta Hunt Mine Sub-Lease from SIGMC in 2003 and began production in November of that year. In 2005, RML was taken over by Consolidated Minerals and the operating company was renamed CNKO. The new owners invested heavily in infrastructure to access the deeper mineralization and increase the production rate, spending \$15M on the return air pass ("**RAP**") and associated fans.

It is important to note that the Beta Hunt Mine Sub-Lease did not include gold rights, which SIGMC retained. Consequently, no effort was made by CNKO to delineate gold resources and there was no follow-up of gold mineralisation intersected while drilling for nickel.

CNKO conducted significant drilling to expand the resource base, resulting in discovery of the East Alpha nickel deposit. The first ore containing nickel was mined from East Alpha in March 2006. Major exploration drilling programs were undertaken at Beta and East Alpha to extend the life of these mines. Despite the success of these programs, the financial crisis and associated collapse in nickel price resulted in CNKO placing the Beta Hunt Mine on care and maintenance on November 13, 2008.

Total reconciled production for Beta and East Alpha for the period 2003 to 2008 is 652 kt grading 2.43% Ni for approximately 16 kt nickel contained in ore.

At the time that CNKO suspended mining activities in 2008, resources were updated using all available drilling results. This historical resource estimate is presented in Table 3 as shown in the internal document by CNKO (2008).

Table 3: Historical the Beta Hunt Mine Mineral Resources as at 31 December 2008¹

Category	Tonnes ('000)	December 2008	
		Ni%	Ni Tonnes ('000)
Measured	123	4.9	6.0
Indicated	328	4.5	14.8
Inferred	416	3.7	15.4
Total	867	4.2	36.2

Notes:

1. Mineral Resources reported above 1% Ni cut off.

These are historical estimates. The historical estimates may have been prepared according to the accepted standards for the mining industry for the period to which they refer; however, they do not comply with the current CIM Standards for estimating resources and reserves as required by NI 43-101 guidelines. A qualified person has not done sufficient work to classify the historical estimates as a current resource estimate and the issuer is not treating the historical estimates as a current resource estimate. As a result, historical estimates should not be relied upon unless they have been validated and restated to comply with the latest CIM Standards.

2013-Present Salt Lake Mining Operation

The Beta Hunt Mine Sub-Lease was taken over from CNKO by SLM in 2013. Gold mining rights for the sub-lease were also secured by SLM from Gold Fields in 2013. This consolidation of gold and nickel rights put SLM in a position to exploit the synergies of adjacent but separate nickel and gold deposits that are accessible from common mine infrastructure. The mine began producing nickel and gold in the second quarter of 2014, with gold production being temporarily halted in the third quarter before restarting in the fourth quarter of 2015. Karora acquired 100% of SLM through a staged acquisition process that was finalized on May 31, 2016.

Since January 1, 2017 to September 30, 2023, the Beta Hunt Mine has mined 5,156 kt of gold mineralisation at average grade of 2.8 g/t Au (471 koz contained gold) and has delivered for processing 130 kt of nickel mineralization at an average grade of 2.4 % Ni (3.1 kt contained nickel).

Gold production at the Beta Hunt Mine was produced primarily from the Western Flanks and A Zone and includes an estimated 25 koz mined from the 15 level of the A Zone lode – Father's Day Vein in September and October, 2018.

Nickel was produced primarily from East Alpha and Beta areas.

Higginsville Processing Facility

The procurement and construction of a new 1 Mtpa carbon-in-leach ("CIL") processing plant at Higginsville commenced in late 2007. The plant was commissioned in the first half of 2008 with the first official gold pour on July 1, 2008. The plant was designed to treat 1.3 Mtpa. The Trident mine was the base load of the operation, supplemented by feed coming from paleochannels and open pits. A paste plant delivering paste to the underground was completed in October 2009.

Karora acquired the plant, along with the Higginsville project, in June 2019. Modifications to the plant under Karora ownership include crusher product size optimization, larger cyclone feed and tails pumps, introduction of larger gravity screen, and improved cyclone classification. The plant is now designed to treat up to 1.6 Mtpa.

Lakewood

The Lakewood (Fimtails) Treatment Plant and associated tailings storage facility ("TSF") was initially constructed in 1989 (approved via Notice of Intent and operated on a periodic basis throughout the 1990s. Historic tailings from the Kalgoorlie-Boulder area were retreated using the CIL process, between 1989 and 1991. The Lakewood Treatment Plant was placed into care and maintenance from August 1991 until 1995.

Several companies purchased the Lakewood Treatment Facility between 1995 and 2022. On July 27, 2022, Lakewood Mining Pty Ltd (now named Karora (Lakewood) Pty Ltd, a fully owned subsidiary of Karora Resources) acquired the Lakewood GPF.

Karora has an approved works approval (W6719/2022/1) for the installation of a Dunford regrind mill and the construction of a TSF 2, raising the production rate up to 1.2 Mtpa.

Geological Setting, Mineralization and Deposit Types

Regional Geology

The Kambalda–St Ives region forms part of the Norseman–Wiluna greenstone belt which comprises regionally extensive volcano-sedimentary packages. These were extruded and deposited in an extensional environment at about 2700–2660 Ma. The mining district is underlain by a north-northwest trending corridor of basalt and komatiite rocks termed the Kambalda Dome. The iron-nickel mineralisation is normally accumulated within the thick Silver Lake Member of the Kambalda Komatiite Formation above, or on the contact with the dome structured Lunnon Basalt.

Lunnon Basalt

The footwall Lunnon Basalt is the lowermost unit in the stratigraphy at Hunt and is the host to the majority of gold mineralisation. The Lunnon Basalt has a minimum inferred thickness of 1,750 m and comprises tholeiitic basaltic flows with persistent pillowed layers, flow top breccias and sediment bands.

Kambalda Komatiite

The Kambalda Komatiite is a sequence of high-MgO ultramafic flows between 50 m to 1,000 m thick. It is divided into two members: the lower Silver Lake Member, and upper Tripod Hill Member. The Silver Lake Member comprises one or more komatiite flows (10 m - 100 m thick) that are subdivided into a lower cumulate zone and an upper spinifex textured zone. The Tripod Hill Member consists of numerous thin (<0.5 m – 10 m) komatiite flows. Lateral and vertical variations in composition of each flow as well as distribution of interflow sulphidic sediments define channel flow and sheet flow facies. In the nearby nickel resources, the stratigraphic contact is highly irregular and structurally disturbed. Numerous mafic, felsic and intermediate intrusions intersect the sequence. The nickel sulphide resources occur at the base of the Silver Lake Member on the contact with the Lunnon Basalt.

Interflow sediments

Thin (< 5 m) interflow sedimentary rocks are common on the contact between the Lunnon Basalt and Kambalda Komatiite and within the komatiite lavas, particularly in the less differentiated Silver Lake Member. Sediments are dominated by pale cherty and dark carbonaceous varieties, which comprise quartz + albite with minor tremolite, chlorite, calcite and talc and sulphidic bands of pyrrhotite, pyrite, and minor sphalerite and chalcopyrite. Chloritic or amphibole-rich varieties are less common.

Intrusions

The units that host the nickel sulphide mineralisation are intruded by granitoids, dykes and sills of mafic, intermediate and felsic composition. Felsic intrusives of sodic rhyolite composition are coarse grained, porphyritic and quartz-rich, and commonly occur throughout the sequence as dykes and sills. Intermediate intrusives (typically dacitic composition) are more variable in texture and composition, but porphyritic types are common and contain feldspar phenocrysts in a biotite-amphibole matrix. Mafic intrusives of basaltic composition are less common but are known to occur in the Lunnon Shoot. The Kambalda Granodiorite in the core of the Kambalda Dome is trondhjemitic in composition and has associated felsic dykes.

These dykes vary in size and composition but are all thought to have been emplaced post D2 deformation and pre D4 gold mineralisation. As a result, gold mineralisation is not greatly disrupted by the presence of the porphyry intrusives and mineralisation is often enhanced at their contacts with the contrasting lithologies acting as a preferred zone of deposition.

Local and Property Geology

The Beta Mine Sub-Lease covers the lower stratigraphy of the Kambalda Dome sequence comprising the footwall Lunnon Basalt, overlain by the Silver Lake and Tripod Hill members of the Kambalda Komatiite. The stratigraphy is intruded by quartz-feldspar and intermediate porphyry sills and dykes.

Nickel Mineralisation

Nickel mineralisation is hosted by talc-carbonate and serpentine altered ultramafic rocks. The deposits are ribbon-like bodies of massive, matrix and disseminated sulphides varying from 0.5 m to 4.0 m in true thickness but averaging between 1.0 m and 2.0 m. Down dip widths range from 40 m to 100 m and the grade of nickel ranges from below 1% to 20%. Major minerals in the massive and disseminated ores are pyrrhotite, pentlandite, pyrite, chalcopyrite, magnetite, and chromite, with rare millerite and heazlewoodite generally confined to disseminated mineralization. The hangingwall mineralization tends to be higher tenor than the contact material. The range of massive ore grades in the hangingwall is between 10% Ni and 20% Ni while the range for contact ore is between 9% Ni and 12% Ni. The hangingwall mineralogy varies between an antigorite / chlorite to a talc/magnesite assemblage. The basalt mineralogy appears to conform to the amphibole, chlorite, plagioclase plus or minus biotite.

Unlike other nickel deposits on the Kambalda Dome, the Beta Hunt Mine system displays complex contact morphologies, which leads to irregular ore positions. The overall plunge of the nickel deposits is shallow in a southeast direction, with an overall plunge length in excess of 1 km. The individual lode positions have a strike length averaging 40 m and a dip extent averaging 10 m. The geometry of these lode positions vary in dip from 10 degrees to the west to 80 degrees to the east. The mineralization within these ore positions is highly variable ranging from a completely barren contact to zones where the mineralization is in excess of 10 m in true thickness.

Gold Mineralisation

Gold mineralisation is focused about the Kambalda Anticline and controlled by northwest trending, steep, west dipping shear zones associated with re-activated normal faults that previously controlled the komatiitic channel flow and associated nickel sulphide deposition. Gold mineralization is interpreted as a D3 extensional event associated with porphyry intrusives – the source of magmatic hydrothermal fluids carrying the gold.

Mineralisation is hosted dominantly in Lunnon Basalt (below the ultramafic contact) with minor amounts associated with specific porphyry intrusives. Not all porphyries are mineralised - some are intruded post-mineralization. The basalt (and porphyries) are preferred mineralization hosts as a result of their susceptibility to hydraulic fracturing to form quartz veining, with the migrating ore fluids causing wall-rock alteration. The migrating ore fluids associated with the shearing are interpreted to pass through the overlying ultramafic (because of its ductile nature), developing as mineralization only where the shear zone passes through more competent rock, e.g., porphyry and basalt.

Gold mineralisation occurs in three broad, steeply dipping, north-northwest striking quartz vein systems within biotite-albite-pyrite altered shear zones hosted by the Lunnon Basalt. Veining is dominated by shear parallel and extensional vein styles. A Zone and the Western Flanks both occur to the north of the AIF, a major north-northeast trending structure and is represented by Beta mineralisation to the south of the fault. The Fletcher Shear Zone was discovered by drilling in 2016 and is the third mineralised gold zone at the Beta Hunt Mine.

A fourth zone, East Alpha, is inferred by analogy to the known mineralised quartz vein systems; however, further drill testing is required to confirm its existence.

Coarse, specimen quality occurrences of gold can occasionally be found where the mineralised shears intersect the interflow sediment horizon and the overlying nickel-bearing basalt/ultramafic contact.

Deposit Types

The nickel deposits on the Beta Hunt Mine Sub-Lease are type examples of the Kambalda style komatiite hosted nickel sulphide deposits. The characteristics of the Western Flanks and A Zone gold lodes deposits are consistent with the greenstone-hosted quartz-carbonate vein (mesothermal) gold deposit model. Exploration for extensions of these deposits and new deposits within the Beta Hunt Mine Sub-Lease are therefore based on these models as described below.

Kambalda Style Komatiite-hosted Nickel Sulphide Deposits

Kambalda style nickel sulphide deposits are typical of the greenstone belt hosted komatiitic volcanic flow- and sill-associated subtype of magmatic Ni-Cu-Pt group elements deposits.

Komatiitic Ores in Greenstone Belt Setting – Kambalda Camp

Nickel sulphide ores of the Kambalda camp are typical of the basal contact deposits associated with ultramafic flows in greenstone belts. They occur in the Kambalda Komatiite, which is a package of ultramafic flows (2,710 Ma) that has been folded into an elongate doubly plunging anticlinal dome structure about 8 km by 3 km. The underlying member of this succession is the Lunnon Basalt, and the overlying units are a sequence of basalts, slates and greywackes (2,710-2,670 Ma). The core of the dome is intruded by a granitoid stock (2,662 Ma) whose dykes crosscut the komatiitic hosts and ores.

The Kambalda Komatiite is made up of a pile of thinner, more extensive sheet flows and thicker channel flows which have created channels by thermal erosion of the underlying substrate. The flows that contain ore are channel flows, which may be up to 15 km long and 100 m thick, and occupy channels in the underlying basalt. Flows in the pile are commonly interspersed with interflow sediment, typically sulphidic.

Most of the orebodies are at the basal contact of the lowermost channel flows (accounting for 80% of reserves), though some do occur in overlying flows in the lower part of the flow sequence. The orebodies typically form long tabular or lenticular bodies up to 3 km long and 5 m thick. The ores generally consist of massive and breccia sulphides at the base, overlain successively by matrix-textured sulphides, and disseminated sulphides. The sediment that underlies the flow sequence is generally absent beneath the lowermost ore-bearing channel flow, due to thermal erosion by the flow.

Structural deformation renders the shape and continuity of ores more complicated in many instances. Because of their weaker competency compared to their wallrocks, sulphide zones are in many cases strung out along, or cut off by faults and shear zones.

Greenstone-Hosted Quartz-Carbonate Vein (a.k.a. Orogenic/Mesothermal) Gold Deposits

Greenstone-hosted quartz-carbonate vein deposits ("GQC") are a sub-type of lode gold deposits. They are also known as mesothermal, orogenic, lode gold, shear-zone-related quartz-carbonate or gold-only deposits. They correspond to structurally controlled complex epigenetic deposits hosted in deformed metamorphosed terranes. They consist of simple to complex networks of gold bearing, laminated quartz-carbonate fault-fill veins in moderately to steeply dipping, compressional brittle-ductile shear zones and faults with locally associated shallow-dipping extensional veins and hydrothermal breccias. They are hosted by greenschist to locally amphibolite facies metamorphic rocks of dominantly mafic composition and formed at intermediate depth in the crust (5-10km).

The greenstone-hosted quartz-carbonate vein deposits are one of the most significant sources of gold and account for 13.1% of all the world gold content (production and reserves). They are second only to the Witwatersrand paleoplacers of South Africa. The largest GQC deposit in terms of total gold content is the Golden Mile complex in Kalgoorlie, Australia with 1,821 tonnes Au. The Hollinger-McIntyre deposit in Timmins, Ontario, is the second largest deposit ever found with 987 tonnes of gold. The average grade of the deposits varies from 5 to 15 g/t Au, whereas the tonnage is highly variable from a few thousand tonnes to 10 million tonnes of ore, although more typically there are only a few million tonnes of ore.

Exploration

Beta Hunt

Exploration on the Beta Hunt Mine Sub-Lease by Karora has been completed primarily by drilling which is described under the heading "*Drilling*" below. Since the sale of the asset by WMC in 2001, limited non-drilling exploration has been completed on the property. The non-drilling exploration post WMC was conducted by RML and Consolidated Minerals to 2008 and focused on nickel mineralisation using a three dimensional seismic survey and downhole electromagnetic surveys. The current exploration programs are focused both on gold and nickel targets. Drilling is aimed at extending and upgrading known zones of mineralisation plus testing for new discoveries. Significantly in 2020, exploration drilling expanded to target testing for both nickel and gold mineralisation south of the Alpha Island

Fault resulting in the discovery of the 30C Nickel Trough, the Larkin and Mason Gold Zones in the Beta Block, and more recently the 50C Nickel Trough in the Gamma Block.

Gold

Non-drilling activity was focused on re-sampling historical drill core where previous owners targeted nickel mineralisation leaving potential gold mineralisation unsampled for gold analysis.

Between October 1, 2022 and September 30, 2023, a total of 19 holes have been resampled with significant results highlighted in Table 4.

Table 4: Significant results received from historical drill core not previously assayed for gold

Hole	From	To	Intercept
LD2030W1	173	174	1.00m @ 2.38 g/t Au
LD2030W1	178	182	4.00m @ 0.92 g/t Au
LD2030W1	191	192	1.00m @ 1.04 g/t Au
LD2048W1	195.8	196.8	1.00m @ 1.64 g/t Au
LD4022W2	302.8	304	1.20m @ 6.85 g/t Au
LD4022W2	339	340	1.00m @ 2.00 g/t Au
LD4022W4	509	510	1.00m @ 1.30 g/t Au

Some of these results are incorporated into the current Gold Mineral Resource and also assist in providing future drill targets. The resampling program is ongoing.

Nickel

In 2020, a geological targeting exercise was undertaken at Beta Hunt to outline potential new nickel troughs hosting nickel sulphide mineralisation. Guiding principles that underpinned the recently completed drilling programs and continue to influence ongoing drill programs are as follows:

- Mineralisation occurs as corridors over 1 km wide, occurring as parallel troughs that extend for several kilometres down-plunge.
- The nickel troughs are offset by late-stage, dextral faults: Alpha Island Fault and the Gamma Fault.
- At Beta Hunt, the nickel corridor comprises an Eastern and Western Belt, which are interpreted as being continuous throughout the Beta Hunt nickel mineralised system.
- It was the recognition that the Western Belt mineralisation was not tested on the south-side of the Gamma Fault that produced the drill program that led to the discovery of the 50C nickel trough and confirmation that the Western Belt continues south of the Gamma Fault

Based on the Karora geological model, a five hole, 1,381 m underground diamond drill program aimed to test for an offset continuation of the Western Beta nickel belt at the very southern end of the Beta Hunt mine and was completed in late 2020. The offsetting structure is known as the Gamma Fault and is interpreted to up-throw the southern block up to 200 m. The drill program was co-funded by the Western Australian Government as part of its co-funded Exploration Incentive Scheme.

The targeted basalt/ultramafic contact was intersected in four of the five holes, with nickel mineralisation intersected in three holes—G50-22-005E, G50-22-003E and G50-22-002—in the targeted nickel contact position. Two holes, G50-22-005E and G50-22-003E, encountered strong nickel mineralization logged as massive and disseminated nickel sulphide, with hole G50-22-005E intersecting 2.2 m (downhole) of massive nickel sulphide.

Assay results support the visual observation of high tenor mineralisation in this hole:

- G50-22-005E: 11.6% Ni over 4.6 m, including 18.4% Ni over 2.2 m;

- G50-22-002E: 1.2% Ni over 0.3 m; and
- G50-22-003E: 2.4% Ni over 1.8 m.

These results are 140 m from existing mine development and reinforce the potential for a repeat of the Beta Hunt mineralization south of the Gamma Fault, representing a significant growth opportunity for by-product nickel production at Beta Hunt.

Drilling

Drilling at the Beta Hunt Mine has been completed by numerous owners including WMC, RML, CNKO and Karora. The earliest drilling contained within the Karora database was completed in 1970 by WMC targeting primarily nickel. Subsequent owners completed drill programs to delineate gold resources in addition to the nickel targets.

As of July 3, 2023, the Karora database contains records for 5,719 drill holes within the sub-lease boundary, for approximately 818,000 m. Various drill methods have been completed at Beta Hunt, and these are summarised in Table 5.

Table 5: Beta Hunt drill database summary – June 30, 2023

Drill Type	Number	Metres
Aircore (AC)	88	2,672
Diamond	5,572	809,623
Percussion	13	886
Rotary air blast (RAB)	5	266
Reverse circulation (RC)	33	2,803
Reverse circulation/diamond (RCD)	8	2,076
Total	5,719	818,326

Since publishing the previous Technical Report with an effective date of September 30, 2022, Karora has completed a further 367 diamond holes at Beta Hunt for approximately 59,060 m. Drilling was undertaken to define additional gold and nickel resources and to upgrade the Mineral Resource classification to support ongoing production and define mineable material.

During 2023, gold drilling focused on upgrading the Gold Mineral Resources at Western Flanks, A Zone and Larkin. Drilling at Western Flanks and A Zone was aimed at upgrading the existing inferred mineral resource for Mineral Reserve conversion. Spatially, drilling efforts were concentrated on the north end of A Zone and the north and south sections of Western Flanks.

A Zone results generally support the current A Zone interpretation. Western Flanks results show the mineralization to continue at depth; however, the northern section of the main shear is offset at depth in the hangingwall compared to the current resource model. The realignment of the mineralization occurs approximately 300 m below the ultramafic/basalt contact and is interpreted as a dilational offset continuation of the main Western Flanks Shear. This interpretation provides potential for dilational repeats with increased depth.

At Larkin, drilling was aimed at infilling and extending the northern end of the current Mineral Resource

Drilling Results: Gold Exploration

Exploration drilling efforts were focused on extending the Mason and Fletcher Zones.

The Mason Zone mineralisation is located approximately 100 m to 200 m west of and parallel to the Larkin Zone. Mason has the potential to deliver a new mining opportunity south of the Alpha Island Fault. Recent drill results have extended the potential strike by 100 m to 800 m. Results returned in 2023 for each drill hole include:

- BM1941SP3-14AE: 14.7 g/t over 4.0 m and 8.0 g/t over 7.0 m and 4.5 g/t;

- BM1941SP3-02AE: 12.2 g/t over 6.0 m;
- BM1941SP3-09AE: 5.9 g/t over 7.8 m; and
- BM1941SP3-08AE: 3.8 g/t over 11.4m.

The gold mineralised Fletcher Shear Zone ("FSZ") was discovered in 2016 and is considered to be a structural analogue to the Western Flanks and A Zone deposits, representing Beta Hunt's third major mineralised shear zone system in the Hunt Block. The FSZ comprises foliated biotite-pyrite altered and irregularly quartz veined basalt - similar alteration to that found at Western Flanks. Pre-2023 drilling results outlined a steep, west-dipping zone over 150 m in down dip extent over 500 m of strike with potential to extend over a total strike length of 2 km.

Drilling in 2023 targeted the southern 500 metre extent of the FSZ potential strike length, north of the Alpha Island Fault. A total of 5,657 m has been drilled as part of the 2023 program. All holes encountered significant mineralization in the targeted FSZ position with additional mineralization intersected in between the Western Flanks and the FSZ indicating potential for parallel mineralized lodes in the footwall and hangingwall to the FSZ. Holes were spaced on a nominal 120 m x 80 m grid. Significant intersections from each hole are as follows:

- BL1730-04AE: 6.5 g/t over 26.0 m and 46.5 g/t over 7.0 m;
- WF405SOD-01AE FSZ: 2.5 g/t over 10.5 m; Footwall Lode: 3.3 g/t over 9.0 m;
- WF405SOD-51AE FSZ: 2.8 g/t over 52.0 m, including 8.5 g/t over 3.0 m; Hangingwall Lode: 11.8 g/t over 2.9 m and 7.1 g/t over 3.5 m;
- BF1730-22AE FSZ: 3.1 g/t over 13.0 m and 3.8g/t over 9.0 m; Footwall Lode: 2.5 g/t over 17.0 m;
- WF405SOD-52AE FSZ: 2.2 g/t over 13.0 m; Footwall Lode: 4.7g/t over 11.0 m;
- WF405ACC-48AE: 4.8 g/t over 32 m and 4.9 g/t over 5.0 m;
- WF405ACC-49AE: 3.6 g/t over 34.5 m and 11.2 g/t over 2.0 m;
- BF1730-24AE: 15.9 g/t over 6.0 m (EOH) and 18.0g/t over 3.0 m;
- BF1730-23AE: 7.9 g/t over 3.0 m; and
- WF405ACC-50AE: 7.3 g/t over 3.0 m and 2.2 g/t over 8.0 m.

Drilling Results: Nickel Exploration

Resource definition drilling at Beta Hunt over the period October 2022 to September 30, 2023 aimed to extend and upgrade nickel mineralization in the Beta Block to support updated Mineral Resource estimations for nickel. Drilling effort was focused on the East Alpha Mineral Resource where results were used to update the existing Mineral Resource.

Exploration drilling for nickel over the period October 2022 to September 2023 was targeted on the discovery of new nickel troughs (44C) west of the 4C offset in the Hunt Block and the 90C seismic target in the Beta Block. Results from the 44C drilling show encouragement for the development of significant hangwall mineralization with a best result of 8.3 m (downhole) at 0.94% Ni in drill hole W44-405-009NE. Follow-up drilling is planned in 2024.

Surface drilling targeting the Beta Block 90C trough position identified from an interpretation of seismic data was completed in January 2023. The seismic data identified a strongly defined trough in the basalt-ultramafic position that corresponded to a high reflectance consistent with sulphide mineralization on the contact. Drilling comprised a parent hole and one wedge totalling 1,412 m.

Drilling successfully tested the contact position; however, in both instances the contact was obscured by a porphyry intrusive. Narrow zones of nickel sulphide mineralization were intersected in the hangingwall to the contact with a best result of 3.06% Ni over 0.27 m in drill hole K90C-01NE-W1 (901.96 m to 902.23 m).

Sampling, Analysis and Data Verification

Sampling

Since 1966, drill hole data for the Beta Hunt Mine gold and nickel mineralisation has been collected by Karora, SLM (acquired by Karora in 2016), CNKO and WMC. Drill-hole programs by SLM and CNKO were conducted under written protocols which were very similar and generally derived from the original operator, WMC. The operator's geologists performed the geological (and geotechnical where required) logging and marked the core for sampling. The core was either cut on site or delivered to the laboratory where all further sample preparation was completed prior to

assay analysis. All diamond core has been 100% logged by a geologist. Core after 2007 has also been geotechnically logged. All core after 2007 has been photographed wet, and the photos are stored on the network.

SLM gold sampling was less-selective to ensure gold assays were received to cover the full extent of gold related alteration. SLM sampling for nickel was selective, and sample intervals correspond with the footwall contact of the Kambalda Komatiite and any areas with visual indicators of nickel-bearing sulphides.

Sample handling and submission to the laboratory protocols were documented for SLM and CNKO. No historic documentation is available for WMC drill holes.

Karora 2016-2019

Diamond drilling carried out by Karora at Beta Hunt was logged, sampled and analysed in line with Karora procedures. Diamond drill core was cleaned, laid out, measured, logged and photographed in its entirety. In addition, alpha and beta angles were recorded based on orientation lines scribed onto the core by the drillers. Logging was entered into drill hole logging software on field laptop computers and checked into Karoroa's geological database.

Gold and/or nickel mineralisation was targeted using NQ2 diamond drill holes generally sampled as half core, except for grade control holes which were sampled as whole core. Sample intervals were based on geology, with a minimum 0.2 m to maximum 1.2 m sample size. Whole core samples were taken with a maximum length approximately 1.0 m to reduce excessive sample weight.

Grade control holes in 2018-2020 were drilled in core size LTK60 and sampled as whole core. All grade control completed in 2020–2022 were drilled with NQ2 core and sampled as whole core. Before sampling, diamond core was photographed wet, and the generated files stored electronically on the Karora server.

Sampling was performed by a technician in line with sample intervals marked up on the core by a geologist. Core was cut at the sample line and either full or ½ core was taken according to the geologist's instructions and placed into numerically marked calico sample bags ready for dispatch to the laboratory, and quality assurance and quality control ("QA/QC") standards and blanks were inserted in series. The half core that is not sent for assaying is stored in the core farm for reference. All diamond core was oriented, as far as possible, and oriented structures logged with alpha and beta angles.

Sample security protocols in place aim to maintain the chain of custody of samples to prevent inadvertent contamination or mixing of samples, and to render active tampering as difficult as possible. Sampling is conducted by Karora staff or contract employees under the supervision of site geologists. The work area and sample storage areas are covered by general site security video surveillance. Samples bagged in calico bags, then placed into plastic bags (five at a time) which are then loaded in plastic storage containers. The containers are collected by the laboratory transport contractor and driven to the SGS Kalgoorlie laboratory. All samples received by the laboratory are physically checked against the despatch order and Beta Hunt is notified of any discrepancies prior to sample preparation commencing. No Karora personnel are involved in the preparation or analysis process.

Laboratory Sampling and Sub-Sampling Procedures

All Beta Hunt Mine samples since March 2016 have been processed at the following independent commercial laboratories:

Table 6: List of Independent Commercial Laboratories

Laboratory	Address	Comment
SGS Australia (SGS Kalgoorlie)	17 Stockyard Way Kalgoorlie WA 6430	Accreditation Status: ISO 9001. Accrediting Body: BSI
SGS Australia (SGS Perth)	28 Reid Road Perth Airport WA 6105	Accreditation Status: ISO 9001 /IEC 17025. Accrediting Body: NATA
Australian Laboratory Services (ALS Perth Malaga)	31 Denninup Way Malaga WA 6090	Accreditation Status: ISO 17025. Accrediting Body: NATA. Corporate Accreditation No: 825. Corporate Site No: 23001

Laboratory	Address	Comment
Australian Laboratory Services (ALS Perth Wangara)	79 Distinction Road Wangara WA 6065	Sample Preparation Facility
Australian Laboratory Services (ALS Kalgoorlie)	5 Keogh Way Kalgoorlie WA 6430	Accreditation Status: ISO 9001.2015. Accrediting Body: LRQA

Beta Hunt samples are processed for gold at SGS Kalgoorlie and nickel at SGS Perth. The laboratory sample preparation process was carried out at SGS Kalgoorlie and SGS Perth at different periods due to SGS resource management, but the process is as follows at both SGS laboratories:

- samples are dried if necessary;
- samples are crushed to 3 mm and split; most samples weigh from 1 kg to 2.8 kg:
 - one split is forwarded to milling;
 - second split is kept as retained crushed sample; and
 - second split is also analysed at intervals generated by the laboratory computer.

Sample splits are pulverised to 85% passing 75 µm; this is done in a cycle through a row of four mills, so a sample numbered four higher than the previous will be processed through the same mill.

- The pulverised material is treated as follows:
 - sampled by scoop (300 g);
 - subsampled taking 25 g to check screening (one sample in 20); and
 - excess retained.

Analysis

During 2021, samples were processed for gold at ALS Kalgoorlie and ALS Perth. From 2005 to March 2016, all samples to be analysed for either nickel or gold were sent to Bureau Veritas (Kalassay) laboratories in Kalgoorlie. The assay laboratories used prior to this time are unknown.

Gold Analysis

In March 2016, SLM changed from Bureau Veritas (Kalassay) to SGS Kalgoorlie for analysis.

SGS fire assay procedure for gold used at SGS Kalgoorlie is as follows. First, sample preparation is done through crushing and splitting as per the section titled "*Laboratory Sampling and Sub-Sampling Procedures*" above. Then, 50 g subsample of pulverised material taken for fire assay in disposable container. The flux dispenser adds 170 g of flux to 50 g charge in racked disposable container. Then the carry out fire assay process occurs by pouring the racked charges into racked fire assay crucible, firing the charges in their racks, removing from furnace and pour racks into cooling mould, recovering the fused button from the glass slag, then the button is fired in a cupel which absorbs the base metals and leaves a prill of precious metal (Au and if present Pt and Pd) only. The prill is then dissolved in nitric acid, hydrochloric acid (aqua regia) and the solution is made up to volume and analysed by atomic absorption spectroscopy ("AAS").

In 2023, PhotonAssay™ was introduced as an alternative to the fire assay described above. PhotonAssay™ technology (Chryso Corporation Limited) is a rapid, non-destructive analysis of gold and other elements in mineral samples. It is based on the principle of gamma activation, which uses high energy x-rays to excite changes to the nuclear structure of selected elements. The decay is then measured to give a gold analysis. Each sample is run through two cycles with a radiation time of 15 seconds. This methodology is insensitive to material type and thus does not require fluxing chemicals as in the fire assay methodology. Highlights of the PhotonAssay™ process areas follows:

- The process is non-destructive; the same sample accuracy can be determined by repeat measurements of the same sample. In addition, the instrument runs a precision analysis for each sample relating to the instruments precision.
- The process allows for an increased sample size, about 500 g of crushed product.

- The crushed material is not pulverised, as in the fire assay process; this ensures that gold is not smeared or lost during pulverisation (especially important if there is an expectation of visible gold that is being analysed). QA/QC is completed by the laboratory using internally supplied blanks duplicates, replicates and standards in every submitted batch. After completion of the sample analyses, either AAS or inductively coupled plasma ("ICP"), the laboratory staff follow internal procedure (QP21) to identify any outliers and conduct required repeats. Only after all QA/QC samples pass will a report be issued to the client.

Nickel Analysis

Before March 2016, Beta Hunt nickel samples were analysed at Bureau Veritas (Kalassay). The analytical method for nickel was by multi-element analysis by mixed acid digest/ICP-AES or ICP-MS (MA200, MA201, MA202). The sampling method entailed collecting a 200 mg subsample and the sample was weighed. The subsample was digested using a mixed acid before ICP analysis.

Since March 2016, all analyses for Beta Hunt nickel samples have been carried out by SGS Perth (by multi-element ICP).

Quality Control

Drill hole programs by SLM, CNKO and RML were conducted under written protocols which were very similar and generally derived from the previous operator. Certified standards, blanks and duplicates were part of the protocols. No umpire laboratories have been used. QA/QC data is available for certified standards and blanks which were routinely inserted into sample batches after 2007.

The standards and blanks analysed suggest the quality of nickel sample preparation and assaying work conducted by Kalassay during 2008 was not to a high standard with some jobs requiring re-assay. The analysis did not demonstrate any clear bias in the data. Reconciliation of nickel mining by SLM has generally been very good. This outcome indicates that the quality of laboratory work during this time has not impacted materially on the estimation of nickel Mineral Resources.

Karora / SLM 2014-2020

All drill hole programs completed by Karora were controlled by written procedures. Relevant changes since the February 2016 preliminary economic assessment are outlined below.

- Certified standards for gold and nickel were provided by Ore Research & Exploration Pty Ltd ("OREAS") between 2014 and June 2016. From June 2016 on, Geostats standards were procured for Au, and by November 2016 were exclusively used for Au assay batches. Geostats Ni purpose reference standard samples were introduced in June 2020 and effectively replaced the OREAS reference samples.
- Coarse Blank used by SLM is Bunbury Basalt sourced from Gannet Holdings Pty Ltd via Westernex Pty Ltd.
- From March to December 2017, Karora made their own blank material to reduce costs. This was made up from crushed sample reject, by selecting samples with analyses of <0.01 g/t Au.

The Karora procedure for insertion of quality control samples is as follows. First, insert at least one blank and one certified reference material ("CRM") per batch, however small the batch of drill hole samples plus one CRM or blank every 20 samples. One blank and one standard is inserted within a recognised ore zone, and one CRM or blank, either added or by moving ones applied every 20 samples. In samples with observed visible gold, it is recommended to put a coarse blank in the fourth sample after the visible gold. This serves both as a coarse flush to prevent contamination of subsequent samples and a test for gold smearing from one sample to the next due to inadequate cleaning of the crusher and pulveriser. Visible gold sample numbers are recorded on the laboratory dispatch sheet. The laboratory has added feldspar flush and additional cleaning after those samples.

Quality Control Analysis

When assays are imported into the Geological Database Management System (the "GDMS"), the standards and blanks are automatically checked and pass/fail criteria applied. If a batch fails it is assessed using the following procedure. The

sample cutsheet is checked for errors or misallocation of standard. A single failure with no apparent cause, in a length of waste, may be accepted by the Qualified Person (geologist or database administrator). However, a failure or multiple failures that fit a pattern of substituted standards may also be accepted. A failure near or in a length of mineralization, will result in a request to the laboratory for re-assay of relevant samples. The Qualified Person changes the status from "Failed" to "DH Reassay" in the GDMS and then the reassayed results will be re-loaded and checked against QA/QC again. The actions taken are recorded against the standard sample in the database.

If the quality control standard(s) and/or blanks fail, the batch may be wholly or partly re-assayed at the discretion of the geologist. Where re-assaying has occurred, the quality control standards and blanks are checked. During the reporting period from October 2022 to July 2023, a total of 708 sample batches were submitted for gold to SGS Kalgoorlie and Perth laboratories. These represented 69,129 diamond drill hole core samples. A total of 7,601 company certified standards and blanks were submitted to SGS (Perth or Kalgoorlie). No major issues were noted other than the occasional outlier which were individually investigated and resolved.

Nickel quality control analysis for the updated East Alpha Mineral Resource (Kappa and Delta) lodes is as follows. No significant issues were noted other than the occasional outliers. These were identified and investigated for both nickel standards and blanks and were resolved for inclusion in the database. Nickel purpose samples were collected for the Kappa and Delta resource definition drill holes that were collected in 2023 were processed at the SGS Kalgoorlie laboratory and analysed at the SGS Perth laboratory. There were 31 batches processed that included 1,321 samples. All submitted batches included certified blank material (Bunbury Basalt) and nickel reference standards. Blank samples were inserted at a rate of one in every 16 samples, and nickel reference standards were inserted one in every 15 samples.

The Qualified Person considers the sample preparation, security and analytical procedures to be adequate. Any data with errors have either been corrected or excluded to ensure data used for Mineral Resource estimation are reliable. During the site visits, the Qualified Person has inspected the core logging yard and directly observed how core was sampled and transferred to the care of the laboratory. In the opinion of the Qualified Person, the procedures in place ensure samples remained in the custody of appropriately qualified staff. The sampled trays of cut core are stacked on pallets and placed in the onsite core yard.

A laboratory audit of SGS Kalgoorlie was conducted on April 5, 2023 by Karora's Principal Resource Geologist, Senior Resource Geologist and Database Manager. Pulp returned from laboratory sample preparation are stored in the core yard on pallets. The Qualified Person conducted an audit of the SGS laboratory, Kalgoorlie on June 17, 2022 and confirmed the processes and equipment met industry standards. During the site visits, and working on site, the Qualified Person found no evidence of active tampering. Procedures to prevent inadvertent contamination of assay samples have been followed, including daily hosing out of the core saw and sampling area.

Data Verification

The "qualified person" has, through examination of internal Karora documents, including monthly QA/QC site reporting, the implementation of routine, control checks and personal inspections on site, the SGS assay laboratory and discussions with other Karora personnel, the Qualified Person has verified the data in this Technical Report and satisfied himself that the data is adequate for the purpose of this Technical Report.

Mineral Processing and Metallurgical Testing

Gold Processing

The Beta Hunt Mine uses the current Higginsville GPF, which has been in operation since July 2008 and local mill feed variability is well understood. Various testwork programs dating back to 2008 have been used to understand potential impacts during crushing and milling as new production sources come online. As new production sources are delineated, testing is conducted to assess whether the metallurgy will vary significantly for the anticipated responses.

For both the Higginsville GPF and Lakewood GPF, mill feed characterisation, classification and recovery test work is conducted on new production sources as required. Typical metallurgical test work is comprised of head assays determination; ball mill work index determination and Abrasion index testing; grind establishment to 75 um; gravity recovery; leach test on the gravity tail with the following set points; pH 8.5; CN at 200ppm; 40% solids with site water; and 48 hours leach time. Additionally, extended leach test work is sometimes required using lead

nitrate additives. Diagnostic leach test work may also be carried out if the standard leach test shows lower than expected recoveries.

Nickel Processing

Since ownership by WMC and until June 2018, nickel mineralization from the Beta Hunt Mine was processed at the nearby Kambalda Nickel Concentrator ("KNC") that is currently owned by BHP. As a result, the quality, variability and metallurgical response for this material is well understood. The mineralisation is considered to be typical for the area and was blended with mineralization from other mines. As it would not be possible to measure the metallurgical recovery of the Beta Hunt Mine material within the blend, recovery was credited based on the grade of material treated as per the contractual agreement between BHP and Karora.

In July 2018, KNC was put on care and maintenance due to declining nickel production in the area. From May 2018, until June 2022, nickel mineralisation was being campaigned through BHP's Leinster Nickel Concentrator, while KNC remained on care and maintenance. KNC resumed treatment in July 2022 through to June 2023. Arrangements to recommence treatment and sale of nickel mineralization are under negotiation.

The nickel mineralisation also contains limited quantities of both copper and cobalt.

The nickel mineralization is considered "clean" as it has low levels of deleterious elements, specifically arsenic (As), levels currently average < 20 ppm, compared to the penalty threshold of 400 ppm, and iron (Fe), MgO ratio is well above the threshold level of 0.8, below which penalties are charged.

Mineral Resource Estimate

This Mineral Resource statement presented below sets out the gold and nickel Mineral Resource Estimates. The Consolidated Gold Mineral Resource estimates for the Beta Hunt Mine, as summarised in Table 7, are effective as of September 30, 2023. Gold Mineral Resources at the Beta Hunt Mine comprise the Western Flanks, A Zone and Larkin deposits.

The Consolidated Nickel Mineral Resource estimate at Beta Hunt is summarised in Table 8, effective as of September 30, 2023. The Nickel Mineral Resource is associated with the Beta and East Alpha deposits at Beta Hunt.

Table 7: Beta Hunt Consolidated Gold Mineral Resources as at September 30, 2023 (1, 2, 3, 4, 5, 6, 8, 9 & 11)

Location	Measured			Indicated			Measured & Indicated			Inferred		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
Beta Hunt Mine	1,278	2.8	116	16,855	2.7	1,484	18,133	2.7	1,600	12,865	2.6	1,086

Table 8: Beta Hunt Consolidated Nickel Mineral Resources as at September 30, 2023 (1, 2, 3, 4, 5, 6, 7, 8, 9 & 11)

Location	Measured			Indicated			Measured & Indicated			Inferred		
	kt	Ni %	Ni Metal kt	kt	Ni %	Ni Metal kt	kt	Ni %	Ni Metal kt	kt	Ni %	Ni Metal kt
Beta Hunt Mine	-	-	-	776	2.9	22.3	776	2.9	22.3	500	2.7	13.4

Notes:

1. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. There is no certainty that all or any part of the Mineral Resources estimated will be converted into Mineral Reserves.
2. The Measured and Indicated Mineral Resources are inclusive of those Mineral Resources modified to produce Mineral Reserves.
3. The Mineral Resource estimates include Inferred Mineral Resources that are normally considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as Mineral Reserves. There is also no certainty that Inferred Mineral Resources will be converted to Measured and Indicated categories through further drilling, or into Mineral Reserves once economic considerations are applied.
4. The Gold Mineral Resource is estimated using a long term gold price of US\$1,700/oz with a US:AUD exchange rate of 0.70.

5. The Gold Mineral Resource is reported using a 1.4 g/t Au cut-off grade.
6. The Nickel Mineral Resource is reported above a 1% Ni cut-off grade.
7. Mineral Resources are depleted for mining as of September 30, 2023.
8. Beta Hunt is an underground mine and to best represent "reasonable prospects of eventual economic extraction" the Mineral Resource was reported taking into account areas considered sterilized by historical mining. These areas were depleted from the Mineral Resource.
9. Mineral Resource tonnage and contained metal have been rounded to reflect the accuracy of the estimate, and numbers may not add up due to rounding.
10. CIM Definition Standards (2014) were followed in the calculation of Mineral Resources
11. Gold Mineral Resource estimates were completed by, or prepared under the supervision of, Qualified Person G. de la Mare, FAIG (Principal Resource Geologist, Karora Resources). Nickel Mineral Resource estimates were prepared under the supervision of Qualified Person S. Devlin, FAusIMM (Chief Geological Officer, Karora Resources).

This section describes the preparation and estimation of Mineral Resources for the Beta Hunt Mine. The Gold Mineral Resource estimates reported herein were prepared under the supervision of Mr. Graham de la Mare, FAIG, in accordance with the NI 43-101 and Form 43-101F – *Technical Report*. Mr. de la Mare is Principal Resource Geologist at Karora and has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the JORC Code, 2012 Edition and fulfils the requirements to be a "Qualified Person" for the purposes of NI 43-101.

The Nickel Mineral Resource estimates reported herein were prepared under the supervision of Mr. Stephen Devlin, FAusIMM, in accordance with NI 43-101 and Form 43-101F – *Technical Report*. Mr. Devlin is Chief Geological Officer at Karora Resources and has sufficient experience that is relevant to the style of mineralization and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the JORC Code, 2012 Edition and fulfils the requirements to be a 'Qualified Person' for the purposes of NI 43-101.

In the opinion of Mr. de la Mare and Mr. Devlin, the Mineral Resource estimation reported herein is a reasonable representation of the consolidated gold and nickel Mineral Resources found at the Beta Hunt Mine at the current level of sampling.

Resource Estimation Process

Gold

The September 30, 2023 Mineral Resource estimation process involved updating the previously released March 30, 2023 Western Flanks, A Zone and Larkin models to take into account significant additional drilling to July 2023. In addition, a maiden Mineral Resource estimate was completed for the Mason deposit. The Mineral Resource estimates were completed in-house by Karora personnel. Gold resource estimation methodology involved the following procedures for the latest update: (i) database compilation and verification of drill hole survey data and collar locations; (ii) construction of wireframe models for cross-cutting faults, host rock types and mineralisation domains. Interpreted shapes for faults were modelled prior to the host lithologies due to the faults disrupting stratigraphy and mineralization. Modelling host lithologies prior to modelling mineralized domains assisted interpretation of the architecture of the mineralization with the Beta Hunt Mine gold bearing structures frequently located along/within the margins of different host lithologies; (iii) data conditioning (compositing assays to 1 m intervals and capping of extreme grades) for geostatistical analysis and variography; (iv) block modelling and grade interpolation. All domains have been estimated directly using ordinary kriging and inverse distance squared methods; (v) Mineral Resource classification and validation; and (vi) depletion of the Mineral Resource using triangulations of development and stope voids supplied by the Beta Hunt Mine surveyors.

The Gold Mineral Resources have been reported at a gold cut-off grade of 1.4 g/t based on the grade calculations contained in the Beta Hunt Mine Technical Report. Areas considered sterilised by historical mining have not been reported.

Nickel

The Nickel Mineral Resource estimate replaces that previously reported by Karora in a Technical Report dated March 30, 2023. The Nickel Mineral Resource updates were completed by Karora and incorporate an updated resource for East Alpha. The Mineral Resource models for all other Nickel areas remain as previously reported. The effective date of the Mineral Resource Statement is September 30, 2023.

Two lenses at East Alpha (designated Kappa and Delta) were updated in May 2023 by Karora following the completion of underground infill drill programs. Leapfrog Geo and Surpac software packages were used to construct the geological and mineralization solids, prepare assay data for geostatistical analysis, construct the block model, estimate metal grades, and tabulate Mineral Resources. Datamine Supervisor™ software was used for geostatistical analysis and variogram modelling.

All nickel Mineral Resources are located south of the Alpha Island Fault, and economic mineralisation is hosted within and adjacent to volcanic channels that sit at the stratigraphic base of the Kambalda Komatiite. Nickel sulphides are within narrow troughs that plunge gently to the south.

The nickel resource estimation methodology involved the following procedures: (i) database compilation and verification of drill hole survey data and collar locations; (ii) construction of wireframe models was completed for cross-cutting faults, host rock types and mineralisation domains. The ultramafic/basalt contact surface is a guide for the orientation and geometry of nickel sulphides. Modelling porphyritic intrusives and faults prior to modelling mineralized lenses also assisted interpretation of the nickel mineralisation with porphyry intrusions and cross-cutting faults disrupting mineralisation; (iii) data conditioning involved compositing assays to 0.7 m or 0.8 m for geostatistical analysis and variogram modelling; (iv) block modelling and grade interpolation; (v) Mineral Resource classification and validation; and (vi) depletion of the Mineral Resource using triangulations of development and stope voids supplied by Beta Hunt Mine surveyors.

The nickel resource estimation process for all other nickel areas remains unchanged from that detailed in the March 30, 2023 Technical Report.

Mineral Reserve Estimate

The Gold Mineral Reserve estimates have been prepared using accepted industry practice and in accordance with NI 43-101 reporting standards, by Mr. Glenn Reitsema, MAusIMM under the supervision of Mr. Peter Ganza, MAusIMM(CP). Both are employees of Karora Resources. Mr. Ganza MAusIMM(CP) accepts responsibility as Qualified Person for the Mineral Reserve estimates.

Since July 2019, the Beta Hunt Mine has been operated on an integrated basis with Karora's 100% owned Higginsville GPF and 100% of the Beta Hunt feed has been processed at HGO. The Mineral Reserve estimate calculations are based on actual costs, production rates and metallurgical factors achieved at these operations.

Mineral Reserve Estimation Process

A process has been followed to convert the Mineral Resources to Mineral Reserves which is underpinned by design, schedule and economic evaluation. The conversion process is described in the following points:

- the three Mineral Resource models were provided; one for the Western Flanks mining area, one for the A Zone mining area, and one for the Larkin mining area;
- stope optimizations were run on these Mineral Resource models, using Mineable Shape Optimiser®, filtered to a 1.8 g/t cut-off grade. The resulting stope shapes were reviewed for practicality of mining, with unpractical mining shapes removed;
- modifying factors were applied to these stope shapes including dilution and recovery factors based on Beta Hunt current dilution and recovery performance;
- a development design was produced to align with the resulting stope shapes that tied into the existing underground as-builts. The development design follows current site design criteria and a development ore dilution factor of 10% and recovery factor of 100% has been applied;
- stope shapes were depleted with development drives;
- the mine design was then depleted with current site as-builts provided by the site survey team;
- all stope and development designs (the mine design) were evaluated with Mineral Resource models and any inferred material within the mine design was set to waste grade (0 g/t Au);
- levels were evaluated using the cost and revenue assumptions applied in the cut-off grade estimation and sub-economic levels were removed from the Mineral Reserve;
- the mine design was scheduled in Deswik mining software to produce a mine plan, using current site productivity rates and following the appropriate mining sequence; and

- the resulting mining schedule was evaluated in a financial model based on current operation costs to ensure economic viability.

The resulting mineral reserve estimate as at September 30, 2023 is shown in Table 9.

Table 9: Summary of the Beta Hunt Mine Mineral Reserves – September 30, 2023^(1, 2, 3, 4, 5 & 7)

	Proven			Probable			Total		
	Tonnes kt	Grade g/t	Ounces koz	Tonnes kt	Grade g/t	Ounces koz	Tonnes kt	Grade g/t	Ounces koz
Western Flanks	198	2.4	15	4,340	2.8	390	4,538	2.8	405
A Zone	118	3.3	13	1,107	2.4	86	1,225	2.5	99
Larkin	-	-	-	814	2.6	69	814	2.6	69
Total	316	2.7	28	6,260	2.7	545	6,577	2.7	573

Notes:

1. The mineral reserve is reported at a 1.8 g/t incremental cut-off grade
2. Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - (ii) metallurgical recovery of 94%
 - (iii) the cut-off grade takes into account operating mining processing/haulage and G&A costs, excluding capital.
3. The mineral reserve is depleted for all mining to September 30, 2023.
4. The tonnes and grades are stated to a number of significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
5. The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where material is delivered to the processing facility) and is therefore inclusive of ore loss and dilution.
6. CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
7. Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P Ganza, MAusIMM(CP).

Stope Design Parameter

The following stope design parameters were applied within the mine design: (1) minimum footwall dip angles were set at 40 degrees; (2) minimum mining widths (excluding dilution) of 5.0 m were applied in all mining areas; (3) consistent with measured stope performance, dilution of 0.5 m on the footwall and hanging wall of each stope shape (total of 1.0 m of dilution) was applied as part of the stope optimization process. The dilution is evaluated with the Mineral Resource model and, therefore, dilution carries the evaluated grade from the Mineral Resource model; (4) sill pillars have been included in the mine design as per geotechnical recommendations as well as an extraction factor to account for rib pillar requirements. The extraction factor has been derived from geotechnical analysis and varies from 100% to 80%, decreasing with increased in situ stress at depth; and (5) consistent with measured site performance, a final 90% recovery factor has been applied to account for ore left in the stope either due to unbreak, or due to blasted ore being inaccessible.

Cut-off Grade Derivation

Cut-off grades are based on revenue inputs and current site actual costs as stated in Table 10.

Table 10: Cut-off Grade Inputs

Factor	Unit	Assumption	Source
Gold price	\$US / oz	1,500	Karora Forecast
State Royalty	%	2.5	Site Actuals
Other Royalty	%	4.75	Site Actuals

Factor	Unit	Assumption	Source
Mill Recovery	%	93.5	Site Actuals
Haulage and Milling Cost	\$A / t ore	49.33	Site Actuals
Mining Direct Operating Costs	\$A / t ore	33.11	Site Actuals
Technical Services	\$A / t ore	1.39	Site Actuals
Mine Overheads and Admin	\$A / t ore	7.20	Site Actuals
Grade Control Drilling	\$A / t ore	2.83	Site Actuals
Operating Development	\$A / t ore	13.42	Site Actuals

When completing the initial stope optimisation process, a 1.8 g/t cut-off grade was applied. After depletion of stope shapes with development and setting of Inferred material to waste grade (0 g/t Au), mining activities (development and production) were evaluated using unit rate costs derived from historical actuals and revenue assumptions. The mining schedule, with costs and revenues applied, was evaluated using a Pseudoflow Optimisation within Deswik Scheduling software, which highlighted sub-economic mining areas. These sub-economic mining areas were removed from the Mineral Resource estimate. An ore development cut-off grade of 0.8 g/t was applied which covers the processing cost, as mining and haulage of this material is required for access for adjacent production slopes. The cut-off grade inputs and calculations are shown in the following tables.

Table 11: Cut-off Grade Inputs

Assumptions	Unit	Value
Gold Price Calculation		
Gold Price	\$US / oz	1,500
Exchange Rate	\$US : \$A	0.70
Metallurgical Recovery (Au)	%	93.5
Total Royalty	%	7.25
Total Revenue per Ounce of Gold	\$A / oz	1,858
Total Revenue per Gram of Gold	\$A / g	59.7

Table 12: Cut-off Grade Calculation

Operating Costs	Unit	Operating Costs	Incremental Stopping Costs	Development Cut-off Grade
Direct Operating Costs	\$A / t ore	33.11	33.11	
Grade Control Drilling	\$A / t ore	2.83	2.83	
Technical Services	\$A / t ore	1.39	1.39	
Mine Overheads and Admin	\$A / t ore	7.20	7.20	
Operating Development	\$A / t ore	13.42		
Total Mine Operating Cost	\$A / t ore	57.96	44.54	
Processing and Surface Haulage	\$A / t ore	49.33	49.33	49.33
Total Operating Cost	\$A / t ore	107.29	93.87	29.33
Economic Stope cut-off grade	g / t	1.8		

Operating Costs	Unit	Operating Costs	Incremental Stopping Costs	Development Cut-off Grade
Incremental Stope cut-off grade	g / t		1.6	
Incremental Development cut-off grade	g / t			0.8

Mining Operations

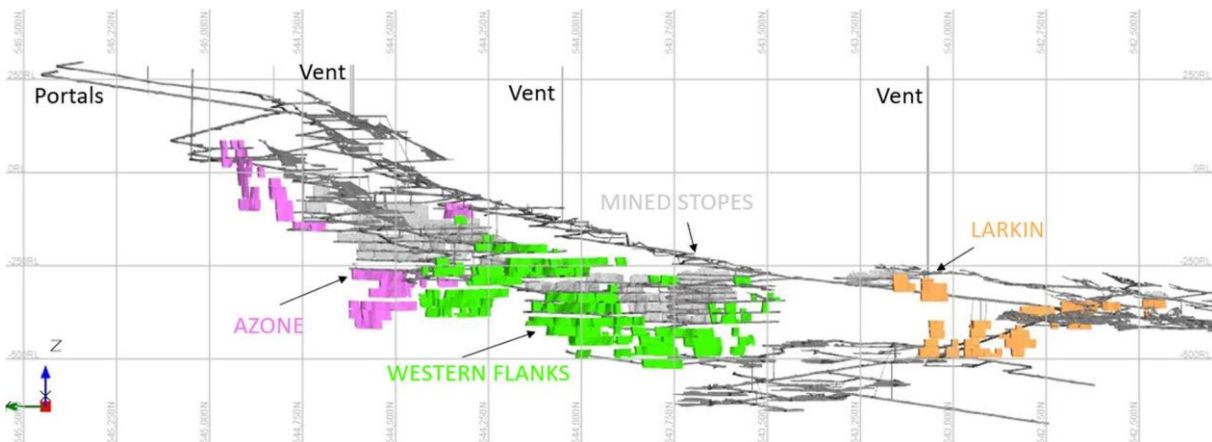
The Beta Hunt Mine is a mechanized underground mine accessed from established portals and declines. The mine commenced operation in 1974, mining both nickel and gold over extended periods. From 2008 to 2014, the mine was on care and maintenance with gold mining recommencing in 2015. Currently, the mine is producing at a rate of approximately 100,000 t/per month ore. Gold mine production is processed at Karora's 100% owned Higginsville GPF and Lakewood GPF located 78 km south by road and 61 km by road to the north, respectively.

The mine is accessed via an established portal and declines. Pumping, ventilation, power and mine service infrastructure is established and in use for current mining operations.

Underground gold mining currently takes place in two mining areas, the Western Flanks and the A Zone, with planned mining of the Larkin deposit within the next year. The strike of the A Zone and Western Flanks totals approximately 1,500 m, with stoping occurring over a total vertical extent of approximately 500 m. Western Flanks and A Zone employ a top down, longhole retreat mechanized mining method which suits subvertical nature of the orebody. Mining at Larkin will also utilise the same mining method.

In situ rib and sill pillars are left at geotechnically specified positions, with sill pillars typically at 75 m vertical intervals. An isometric view of the stopes captured in the gold Mineral Reserves is shown in Figure 4.

Figure 4: the Beta Hunt Mine Underground Plan



Underground Infrastructure

The Beta Hunt Mine is accessed by portals and a series of declines throughout the mine. The declines are typically 5.5 m width (W) x 5.8 m height (H), with a standard ore drive size of 5.0 mW x 5.0 mH. Lateral development profiles are well matched to the mobile fleet. Ore is hauled from the underground to surface via the decline where it is then transported via a separate surface haulage fleet to the processing facility.

As an established mine, key infrastructure such as underground communications, electrical reticulation, pumping, and ventilation are already set up. Most of the primary development is interconnected for ventilation and ease of access.

There is a radio communications system throughout the mine. Electrical power is available via mains power to site and is distributed throughout the mine at 11 kV. The 11 kV power is transformed to 1 kV for use as required for the mine equipment. The primary pumping system is established at the Beta Hunt Mine and services the relatively dry mine workings. A secondary network of pumps then removes water from work areas back to the primary pumping system to be removed and reused in the mine or discharged to surface.

The ventilation network currently supplies 350 m³/s of fresh air to the underground, with an expansion project currently in progress to increase this to 700 m³/s. The primary ventilation system is comprised of a combination of two decline intakes and underground exhaust fans via exhaust raisebores to the surface. Auxiliary fans then provide secondary ventilation to active work areas. The ventilation system allows primary ventilation to be reticulated to the working depths of the mine to always ensure a healthy working atmosphere. Equipment is maintained and serviced at a surface workshop.

Mining Methods

The primary mining method used at Beta Hunt Mine is top down, mechanised long hole retreat. Current stope design dimensions are typically 25 m high, vary in width from 5.0 m to 25 m and up to 50 m on strike. In situ rib and sill pillars are left at geotechnically specified positions, with sill pillars typically left at 75 m vertical intervals. Waste is used to backfill voids where possible. No other methods of backfilling stopes are employed in the mine plan.

After ore drive development, the typical stope ore cycle is as follows. First, blast holes are drilled using a longhole drilling rig. Then, those blast holes are charged and fired. Following that, bogging of ore occurs from the stope using conventional and tele-remote loading techniques. The trucks are loaded with a load-haul-dump and haul ore to surface via the portal. The surface trucks then haul ore to the processing facility.

Generally, the ground conditions at the Beta Hunt Mine are good with the gold mineralization located within the Lunnon Basalt unit. The site has an extensive history of mining performance and has developed guidelines to respond local conditions. A ground control management plan is in place on site and is used in mine planning, mine development, and production. Lateral development drives are excavated using mechanised twin boom jumbos, with vertical development excavated using a raisebore drill rig.

Processing and Recovery Methods

Karora treats gold mineralisation at the Higginsville GPF, built by GR Engineering in 2007 and commissioned in 2008, as well as the Lakewood GPF. The Higginsville GPF consists of an open circuit jaw crusher followed by closed circuit secondary and tertiary crushers, a fine ore bin, ball mill, gravity separation circuit, one leach tank, and six carbon adsorption tanks. A quaternary stage hard rock crushing circuit was incorporated in 2010. The Lakewood GPF consists of contract crushing, ball mill, gravity separation circuit, one leach tank and seven carbon absorption tanks.

The primary sections of the each of the processing plants that are currently in use are: (1) crushing and conveying; (2) ore storage and reclaim and grinding; (3) leaching and carbon adsorption; (4) carbon stripping, electrowinning, refining and carbon re-generation; (5) tailings deposition and storage; (6) reagent mixing and handling; and (7) plant services.

Process Description

Crushing

Mill feed is trucked to the ROM pad at the Higginsville GPF from open pits in the immediate Higginsville area together with underground ore from the Beta Hunt Mine, and to the Lakewood GPF with underground ore from the Beta Hunt Mine. The mill feed at the Higginsville GPF is classified and stockpiled according to gold grade to blend an optimal feed mix to the processing facility. Oversize mill feed is sorted from stockpiles and broken on the ROM pad using a front end loader and a rock breaker. Any oversize that cannot pass through the primary crusher grizzly is broken by a rock breaker. The mill feed at Lakewood GPF is classified and stockpiled according to gold grade and is not typically blended.

The crushing circuit at the Higginsville GPF consists of four stages of crushing: (1) a 36 x 48 Trio primary single-toggle jaw crusher; (2) a 1.68 m Trio Turbocone TC66 (standard configuration) secondary cone crusher; (3) a 1.68 m Trio

Turbocone TC66 (short head configuration) tertiary cone crusher; and (4) a 1.29 m Trio Turbocone T51 quaternary cone crusher.

In addition, there are separate surge bins that are operated in closed circuit with a 2.4m wide by 7.3m long overflow double deck vibrating screen. Crushed material exits the product screen with a P80 of 10mm and is stored in the fine ore bin. The fine ore bin has a live capacity of 1,500t. The crushing circuit contains one Ramsey belt scale for measuring mass of circuit ore.

Grinding

Crushed mill feed at the Higginville GPF is withdrawn from the fine ore bin via a belt feeder, which transfers the crushed product onto the mill feed conveyor that feeds into the ball mill. Mill feed can also be fed via an emergency feeder which is fed from the fine ore stockpile via FEL. The grinding circuit consists of an overflow ball mill, hydro-cyclone cluster classifier and gravity recovery circuit. The ball mill is a 4.90 m diameter by 6.77 m effective grinding length LMMP/CITIC-HMC overflow ball mill.

Crushed mill feed at the Lakewood GPF is fed by a loader via a belt feeder, which transfers the crushed product onto the mill feed conveyor that feeds into the ball mill. The grinding circuit consists of a grate discharge ball mill, hydro-cyclone cluster classifier and gravity recovery circuit.

The crushed mill feed is conveyed to the ball mill feed chute and combined with process water and recirculating cyclone underflow slurry. The ball mill operates in closed circuit with the mill discharge slurry classified by a cluster of hydro-cyclones.

Oversize ore particles and reject grinding balls are rejected from the ball mill discharge slurry by a 16 mm aperture trommel screen connected to the discharge trunnion of the mill. The oversize material (mill scats) is removed from the circuit to protect the cyclone feed slurry pumps and reduce wear rate on cyclone liners and the slurry handling equipment. Mill scats are rejected to a scats bin for removal by front end loader.

Slurry from the grinding and classification circuit is passed over a trash screen to ensure that no oversize particles enter the leaching circuit and to remove plastic and other containments from the slurry. The trash screen is a 1.5 m wide by 3.6 m long horizontal vibrating screen with an aperture size of 0.80 mm. Undersize from the trash screen is directed to the leach feed distributor ahead of the 1,000 m³ leach tank at the Higginville GPF and the 1,546 m³ leach tank at the Lakewood GPF.

Gravity and Intensive Cyanidation

A gravity separation circuit is included in the design to improve the gold recovery from the hydro-cyclone underflow stream. A 100 t/h bleed of the hydro-cyclone underflow stream is classified by the gravity feed screen, which is a 1.2 m wide by 2.4 m long horizontal vibrating screen with an aperture size of 3.25 mm. Oversize from this screen returns to the ball mill feed chute for further grinding. Undersize material will report to a centrifugal concentrator to extract the gold. The gravity concentrator is a XD40 Knelson Concentrator at the Higginville GPF, and a XD30 Knelson Concentrator at the Lakewood GPF.

The resulting concentrate is subjected to intensive cyanidation in a CS1000DM ConSep Acacia dissolution module to recover the gold. Pregnant solution from the intensive cyanidation process is pumped to the gold room for electrowinning in a CS1000EW ConSep electrowinning module.

Leaching and Adsorption

The leach and adsorption circuit at the Higginville GPF consists of one 1,000m³ leach tank and six 1,000m³ CIL carbon adsorption tanks. The leach and adsorption circuit consists of one 1,546 m³ leach tank and seven CIL carbon adsorption tanks, with total 2,337 m³ capacity at the Lakewood GPF.

All tanks are mechanically agitated with dual, open, down-pumping impellor systems powered by 55 kW drives. Facilities are currently available to inject oxygen into tanks #1, #2 and #3 with a high shear oxygen injector pump recirculating into Tank #1. Leach tank 1 is used as the initial oxidation (oxygen sparged) tank and for the initial dosing

of cyanide. Slurry flows from this tank into the carbon adsorption circuit. Dissolved gold in the cyanide leach solution is recovered and concentrated by adsorption onto activated carbon in the adsorption tanks.

Cyanide solution at 30% strength by weight is added to the leach tank feed distributor box and / or the first CIL tank via a flow meter and automatic control valve. The design leaching residence time is 5 hours at the Higginsville GPF and 12.8 hours at the Lakewood GPF. Discharge from the leach tank at the Higginsville GPF will overflow into the first of six 1,000m³ CIL tanks (tanks 2 to 7) which have an average effective working volume of 984m³ each. The combined adsorption residence time is 30 hours. Discharge from the leach tank at the Lakewood GPF will overflow into the first of seven CIL tanks (tanks 11 to 17) which the combined adsorption residence time is 20 hours.

In the CIL tanks, the carbon is advanced counter-current to the slurry flow, with new and regenerated carbon added to the last tank and advanced to the first tank while the slurry flows from tank one to tank six at the Higginsville GPF and tank 11 to 17 at the Lakewood GPF. Loaded carbon is pumped from adsorption tank one and 11 respectively to the gold room elution circuit for stripping of the gold.

The target pH in the leach circuit is 8.6 and the target cyanide concentrations up to 300 ppm for the Higginsville GPF. The target pH in the leach circuit is 9.6 and the target cyanide concentrations up to 260ppm at the Lakewood GPF. An on-line free cyanide analyser is used to control the cyanide addition. Cyanide can be added to tank one and tank three at the Higginsville GPF and tank 11 and 13 at the Lakewood GPF. Dissolved oxygen probes are installed in tanks one and two.

Carbon stripping, electro-winning, refining, and carbon regeneration

Gold is recovered from the loaded carbon by a pressure Zadra electro-winning circuit. Gold is deposited onto steel wool cathodes by the electro-winning cells. The cathodes are subsequently washed to remove the gold concentrate, which is then dried and smelted in the gold room furnace to produce gold bullion for shipment.

The gold from the gravity circuit is leached in the Acacia reactor and it is then electroplated by the Acacia electrowinning circuit onto steel wool cathodes in the Acacia cell. The gold is recovered and smelted in a similar manner to the gold produced by the Pressure Zadra circuit. Barren carbon is reactivated using a liquefied natural gas fired horizontal kiln at around 700 degrees Celsius prior to being returned to the adsorption circuit for reuse.

Tailings Disposal

Slurry from the last CIL tank flows by gravity to the feed box of the tailings screen. The tailings screen is a 1.5 m wide by 3.6 m long horizontal vibrating screen with an aperture size of 0.8 mm. The screen undersize will flow by gravity to be directed to either the tailings thickener or directly to the tailings pump hopper. The screen oversize (trash and carbon fines) is collected and stored in a self-draining carbon fines bin located at ground level.

Plant tailings slurry is pumped through a polyethylene pipeline to the TSF. Pressure and flow in the lines is monitored on the citect system to detect high pressures that result from line obstructions or sanding or low pressure resulting from possible pipe failures.

Plant Services

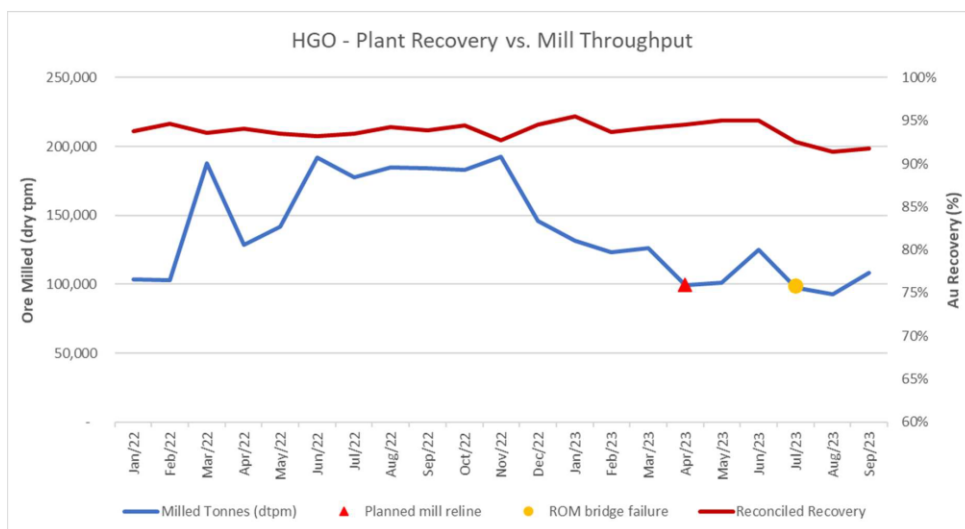
All necessary plant services are available to support the operation of the Higginsville GPF. Raw water is sourced from the main production source at the Chalice open pit 16 km to the west. Process water at the Higginsville GPF is stored for use in a 5,000 m³ process water dam. Process water is made up of raw water from the Chalice production source and tailings return water. Incoming raw water from Chalice reports to the disused Aphrodite pit before it is pumped to the 2,000 m³ site raw water dam. Process water at the Lakewood GPF is stored for use in the process water tanks. Process water is made up of bore water, tailings return water from Lakewood, and offtake from Kalgoorlie Consolidated Gold Mines (KCGM) operation.

Potable water is sourced from the WA Water Corporation supply line from Kalgoorlie to Norseman. Potable water is utilised in the process plant, administration building, workshop, stores, main camp and mining offices. High pressure air is provided at a nominal pressure of 650 kPa. Power at the Higginsville GPF is generated in the diesel power station at 11 kV and distributed to various plant, the disused Trident mine area and the camp. Power at the Lakewood GPF is drawn from the local power grid.

Plant Performance

The Higginsville GPF has been in operation since 2008 with historical throughput vs. recoveries for the past two years shown in Figure 5. Recoveries have ranged from 91.3% to 95.5% since January 2022, with the average recovery at 93.8%.

Figure 5: Higginsville – process recoveries vs. plant throughput



The Lakewood GPF has been in steady operation since acquisition. Toll treatment campaigns over the period have declined as the plant is continuously supplied with ore from Beta Hut Mine. Mill throughput has been consistent at 115 t/h while improvement projects to ramp up continues. Recoveries have ranged from 91.4% to 95.7% since January 2022, with the average recovery at 93.8%. The plant recovery for the period has been steady as showing in Figure 6 below.

Figure 6: Lakewood – process recoveries vs plant throughput

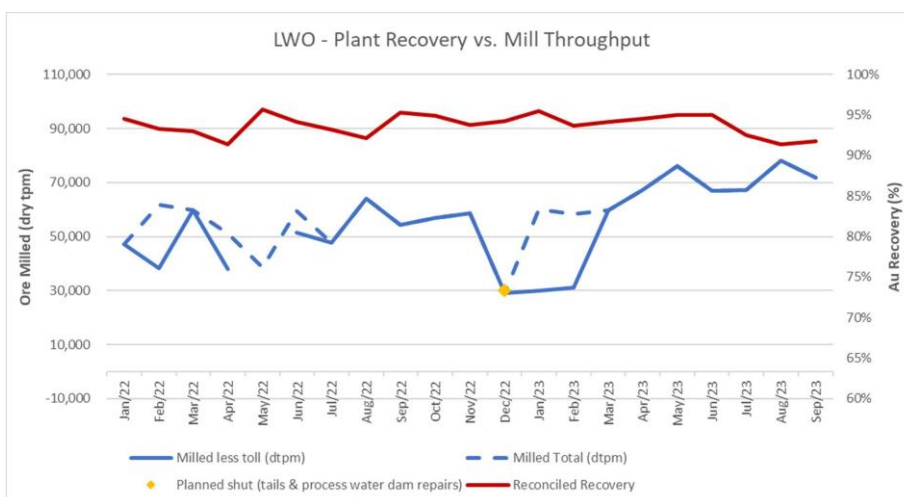
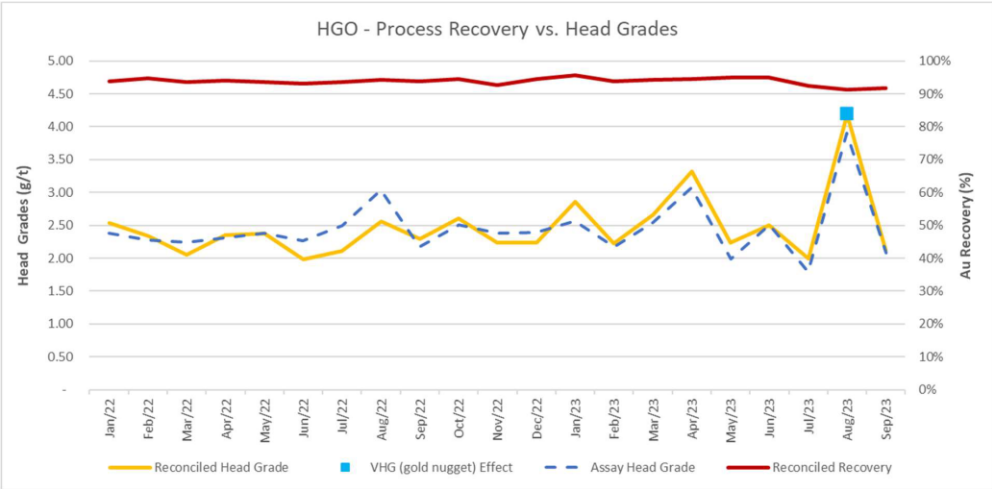


Figure 7 below, shows the historical processing recoveries against the calculated/reconciled and assayed head grades at the Higginsville GPF, showing a steady plant recovery performance against the head grade. The variance between the reconciled (calculated) and assayed head grades over the period has been less than 1% with an average reconciled head grade of 2.47 g/t Au.

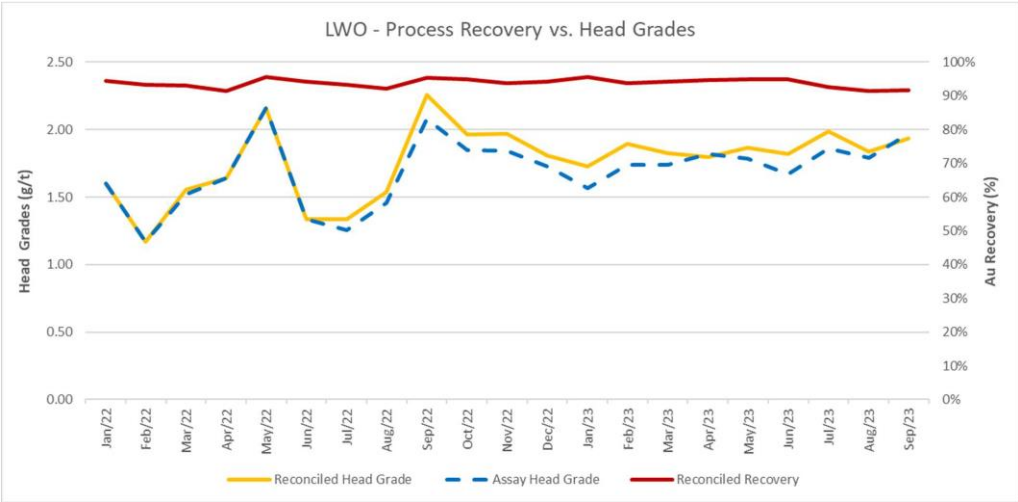
The tails grade during the same period of time has ranged from 0.11 g/t Au to 0.36 g/t Au, with an average tail grade of 0.15 g/t Au.

Figure 7: Higginsville – process recoveries vs. head grade



At the Lakewood GPF, the plant head grade has ranged from 1.76 to 2.26 g/t Au. The variance between the reconciled and assayed head grades over the period has been less than 5% with an average reconciled head grade at 1.76 g/t Au, as seen in Figure 8 below.

Figure 8: Lakewood – process recoveries vs. head grade



As expected, and as shown in Figure 9 below, there is a correlation between the head grade and the tails grade discharge from the mill to the TSF.

Figure 9: Higginsville – head grades vs. tail grades

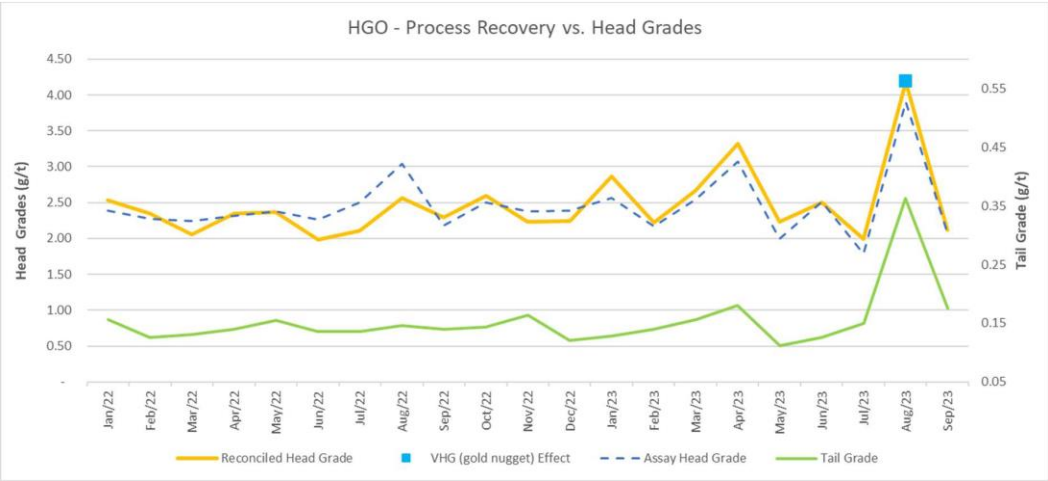
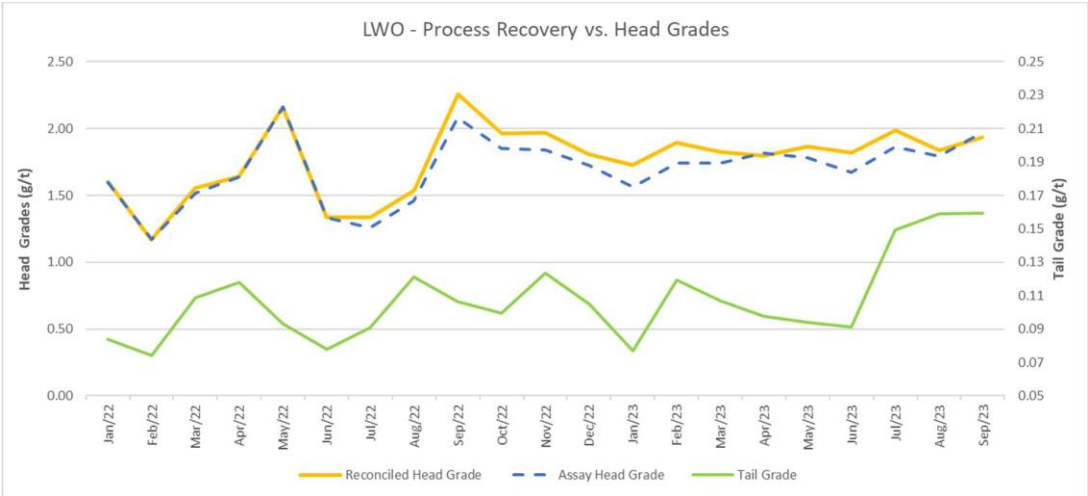


Figure 10 shows a steady correlation between the head grade and tails grade discharged from the mill to the TSF with an average tail grade of 0.15 g/t Au.

Figure 10: Lakewood – head grades vs tail grades



Infrastructure, Permitting and Compliance Activities

The Beta Hunt Mine is an operating mine with all required infrastructure already in place. The main elements of this infrastructure include: (1) normal infrastructure associated with a ramp access underground mine, including the portal, a decline ramp measuring 5.5 mW x 5.8 mH, the trackless mining fleet and refuge stations; (2) a surface workshop is available for major maintenance and weekly services for the mobile equipment fleet; (3) an underground workshop used for minor maintenance of the mobile fleet. This is located in the footwall side of the main decline in the East Alpha section; (4) a ventilation system that uses the decline and two smaller raises as intakes, with a single 4.2m diameter RAP. The system has a capacity to supply 350 m³/s. The ventilation volume will increase to 700 m³/s after installation in 2024 of new UG fans and completion of additional rises currently in development; (5) a dewatering system which includes six stage pumps that discharge into Lake Lefroy via a 100 mm line; and (6) the management and administration offices, which are portable buildings that will be easy to de-commission at closure.

Utilities provided to the mine include: (1) electricity supplied by SIGMC at a cost of \$0.23/kWh; (2) service water is sourced from ground water from the mined out Silver Lake mine and Temeraire open pit. Storage tanks have

been added to provide surge capacity at surface and underground locations; and (3) potable water is supplied by SIGMC and BHP.

The Lakewood GPF operation has services and infrastructure consistent with an isolated area operating mine. The main elements of this infrastructure include: (1) 1.0 Mtpa processing plant and supporting infrastructure; (2) Administration block and training buildings; (3) Contractors crushing facilities; (4) Maintenance workshop and stores; (5) Fuel storage and dispensing facility; (6) Muster/crib room and ablutions; and (7) Tailings storage facilities.

Environmental

The Beta Hunt Mine is an operating underground mine that is in possession of all required permits. Karora owns and operates Beta Hunt through a sub-lease agreement with SIGMC. The environmental permitting and compliance requirements for mining operations on the sub-lease tenements are the responsibility of Karora under the Beta Hunt Sub-Lease, but ultimate responsibility remains with the primary tenement holder, SIGMC. The project is a small operation with a limited disturbance footprint and the environmental impacts of the project are correspondingly modest.

Lakewood GPF is an operating mill that is in possession of all required permits for operations. Karora is responsible for the environmental permitting and compliance requirements for mineral processing. Karora recently obtained the necessary environmental approvals to build a new tailings storage facility (TSF 2) and increase the annual plant throughput capacity up to 1.2Mtpa.

Key environmental aspects requiring management effort are water management and mine rehabilitation and closure. Karora has disclosed that there are no other outstanding significant environmental issues.

Water Management

Mine dewatering at the Beta Hunt Mine is generally required to be undertaken in accordance with the Licence to "Take Water" (GWL 62505) and the conditions attached to that licence. SIGMC is the licence holder and accordingly has primary responsibility for ensuring compliance with the licence.

Discharge of mine water is regulated under DER licence L8893/2015/2, held by Karora. Karora is required to lodge annual compliance in relation to its water discharge licence and periodic scrutiny by the DWER should be expected. The water quality monitoring results presented in the 2020-2021 environmental compliance report showed relatively high concentrations of nickel in water being discharged to Lake Lefroy, as well as trace amounts of hydrocarbon and slight turbidity, but were otherwise unremarkable. The discharge water was hypersaline (as expected). The licence approved by DWER specifies no limits for the other parameters to be monitored.

Mine Rehabilitation and Closure

Under the Mining Act, responsibility for mine rehabilitation and closure generally lies with the tenement holder (SIGMC, in respect of the Beta Hunt Mine). However, any areas of disturbance created or utilised are the liability of Karora. The Beta Hunt Mine management plan explains that accountability for rehabilitation of the Beta Hunt Mine tenements will be allocated as follows: Karora will be responsible for disturbance arising from September 9, 2003 to the completion of its operations; and SIGMC will be responsible for disturbance prior to September 9, 2003 or after the cessation of Karora's operations and mine rehabilitation / closure activities.

Once the growth plan for Beta Hunt has been executed, Karora does not contemplate any significant clearing of vegetation or new surface disturbance so rehabilitation and closure costs are limited. Karora notes that it does not propose to undertake any significant work on the existing mullock dump unless it disturbs the dump through removal of material. It is Karora's expectation that the rehabilitation required to complete will be generally limited to closure and the rehabilitation of access tracks, routine clean-up of rubbish and waste materials, removal of buildings, pavements and above ground infrastructure, and sealing of exploration boreholes and mine openings.

Mining Rehabilitation Fund

The Mining Rehabilitation Fund ("**MRF**") is a State Government levy, the responsibility of DMIRS, which provides a pooled fund, based on the environmental disturbance existing on a tenement at the annual reporting date. Levies paid

into the MRF will be used for rehabilitation where the operator fails to meet rehabilitation obligations and every other effort has been used to recover funds from the operator. Liability to pay the MRF Levy became compulsory from July 1, 2014. This means that tenement holders now need to report for the MRF by June 30 each year. The MRF liabilities are based on negotiated set of standard rates for the purposes of setting the levy. The amount of levy payable is assessed as the rehabilitation liability estimate (if over \$50,000) multiplied by the fund contribution rate which is set at 1%.

With respect to the Beta Hunt Mine Sub-Lease, the MRF levy is paid by SIGMC as registered owners of the leases to which Karora contributes an agreed to amount based on its rehabilitation commitments as defined in the Beta Hunt Mine Sub-Lease agreement. Karora's contribution to the MRF levy in 2022 was A\$7,417.

Social and Community

The nearest town to the Beta Hunt Mine is Kambalda West, with a population of 1,666 (2021 Census). The closest houses are approximately 2 km from the Beta Hunt Mine. As the active underground workings are a further 1 km to 4 km down the decline and the scale of operation is small, noise and vibration do not affect the residents. The mine workings are underground and waste rock is generally used to backfill mined out voids so there is no active surface waste dump. There is also no concentrator or tailings storage facility at the Beta Hunt Mine. As a result, dust generation is not an issue. There are no registered heritage sites within the project area or nearby.

Lakewood is approximately 4 km southeast of the City of Kalgoorlie-Boulder which is the nearest occupied townsite. Kalgoorlie is the regional centre for the Eastern Goldfields and is a regional hub for transport, communications, commercial activities, and community facilities. Kalgoorlie-Boulder has a population of 29,306 (2021 Census). The majority of the current workforce of approximately 22 persons is accommodated within the Kalgoorlie-Boulder-Kambalda region. The nearest port is Esperance, 390 km south of Kalgoorlie.

Capital and Operating Costs

Capital and operating costs for the Beta Hunt Mine have been estimated using a zero-based model. The design criteria, unit costs and other assumptions used in this model are based on current actual performance at the Beta Hunt Mine.

Capital Costs

Most major infrastructure capital is already in place at the Beta Hunt Mine. The operation intends to primarily incur sustaining capital costs from 2025, as the planned production rates are achieved with the infrastructure networks that are already in place. Some non-sustaining capital is budgeted for primary ventilation circuit upgrades in 2023 and 2024, including new ventilation fans and raises to develop a parallel primary ventilation circuit. New heavy vehicle equipment purchases already made in 2023, along with existing heavy vehicles, are expected to last the life of the Mineral Reserves schedule.

The sustaining capital expenditure is allocated for on-going capital development, mining equipment costs (rebuilt and major overhauls), and other underground infrastructure refurbishment. Sustaining capital requirements also include extensions to the ventilation, pumping, and electrical networks that follow capital decline development as the mine goes deeper. This includes an allowance for sustaining costs associated with ongoing processing plant infrastructure maintenance which are included in operating cost details.

Table 13: Sustaining Capital Costs Per Annum

Capital Cost Type	Units	Total	2023	2024	2025	2026	2027	2028
Development and Plant	A\$M	115.7	11.4	45.1	35.1	27.5	8.1	-
Mining Infrastructure	A\$M	50.4	6.5	22.3	13.5	8.1	6.1	0.4
Total Mining Capital	A\$M	166.1	11.4	67.3	48.6	35.7	14.1	0.4

Operating Costs

As an established operation, the Beta Hunt Mine has a good understanding of its costs and has a functioning cost management system. Operating cost inputs are based on site actual costs in addition to recent supplier quotes. The mining operating costs are split into direct operating costs, maintenance costs, technical services costs and general and administrative costs ("G & A") costs. Direct operating costs include mining operator labour, consumable costs and maintenance costs include maintenance labour and maintenance consumables. Technical services costs include engineering, geology and geotechnical labour and consumables. G&A costs include administration department and safety department labour and consumables. The operating costs are detailed in Table 14.

Table 14: Site Operating Costs

Operating Costs	Unit	Operating Costs
Mining Costs:		
Direct Operating Costs	A\$/t ore	33.11
Grade Control Drilling	A\$/t ore	2.83
Technical Services	A\$/t ore	1.39
Mine Overheads and Admin	A\$/t ore	7.20
Operating Development	A\$/t ore	13.42
Total Mining Operating Cost	A\$/t ore	57.96
Processing and Surface Haulage	A\$/t ore	49.33
Total Operating Costs	A\$/t ore	107.29

Table 15: Operating Costs per Annum

Type	Units	Total	2023	2024	2025	2026	2027	2028
Mining (including G&A)	\$A M	431.7	16.9	88.6	106.5	112.5	105.7	1.6
Processing (including G&A)	\$A M	324.4	16.4	77.6	82.2	81.3	66.1	0.9
Total	\$A M	756.1	33.2	166.2	188.7	193.7	171.8	2.5

Exploration, Development and Production

Drilling in 2023 was highlighted by significant gold drill intersections that both extended and outlined new parallel mineralized shear zones that support the on-going growth of the Beta Hunt Gold Mineral Resource.

In 2024, gold drilling will continue to focus on upgrading Inferred Resources to Indicated status, providing the opportunity for increased Mineral Reserves. Exploration drilling is also planned to target the following mineralized zones:

- Hunt Block: Exploration drilling is planned to extend and infill significant gold mineralization identified as part of the Fletcher Zone with the aim of producing a maiden Mineral Resource for this zone. During 2023, drilling in the southern end of the Fletcher Zone was highlighted by intersections of 46.5 g/t over 7.0 m, 6.5 g/t over 26.0 m and 15.9 g/t over 6.0 m.
- Beta Block: Drilling will be aimed at infilling and extending the new Mason Mineral Resource. Recent drill results, including 12.2 g/t over 6.0 m and 14.7 g/t over 4.0 m, highlight the potential to grow this new mineral resource.

- Gamma Block: Drilling will be focused on upgrading and extending the existing 50C Nickel Mineral Resource. In addition, drilling will target gold mineralization below 50C using the analogy of the A Zone and Western Flanks geological model where gold mineralization is found directly below nickel mineralization.

Nickel Exploration Potential

Significant potential exists for the discovery of additional nickel deposits at the Beta Hunt Mine along trend from known nickel shoots and in parallel structures north and south of the Alpha Island Fault.

Since the release of the 2016 preliminary economic assessment, drilling activity has mostly focused on gold mineralization. This situation changed in 2020 when Karora re-commenced drilling nickel targets, primarily testing targets south of the AIF. In 2021, this work was successful in discovering the 30C nickel trough and the 50C nickel trough. In 2022, drilling discovered the 4C offset lode north of the AIF in the Hunt Block. The 4C is currently an active mine production area.

The following are two significant nickel targets that are planned to be tested in 2024:

- Extensions to the 10C and 50C trends. Both mineralized zones remain open along strike to the southeast with a potential strike of 3 km from the Gamma Fault to the sub-lease boundary. This potential is highlighted by historical surface drill hole LD4022 which intersected 9.5 m (downhole) at 11.4% Ni, 400 m southeast along strike of the Gamma Block Mineral Resource.
- Nickel sulphide mineralization on the basalt/ultramafic contact above the Fletcher Shear Zone. A downhole electromagnetic (DHEM) survey is planned using Fletcher diamond holes targeted for gold mineralization in the Fletcher Shear Zone. The survey is aimed at detecting 'off-hole' conductors potentially representing massive nickel sulphide accumulations.

HIGGINSVILLE GOLD OPERATION

Current Technical Report

Unless otherwise indicated, information in this Appendix "A" – "*Material Mineral Projects – Higginsville- Lakewood Operation*" is summarized or extracted from the HGO Technical Report. The authors of the HGO Technical Report are Stephen Devlin, FAusIMM, Peter Ganza MAusIMM (CP), Ian Glacken, Sc (Hons) (Geology), MSc (Mining Geology), DIC, MSc (Geostatistics), Grad Dip Computing, FAusIMM (CP), FAIG, MIMMM. Stephen Devlin and Peter Ganza are employees of Karora and each are considered a "Qualified Person" as defined in NI 43-101. Ian Glacken is "independent" of Karora and a "Qualified Person", as defined in NI 43-101. The HGO Technical Report was filed on January 5, 2024 under the Company's profile on SEDAR+ at www.sedarplus.ca. All amounts in this section of Appendix "A" are presented in Australian Dollars unless otherwise noted.

Portions of the following information are based on assumptions, qualifications and procedures which are set out only in the full HGO Technical Report. For a complete description of the assumptions, qualifications and procedures associated with the following information, reference should be made to the full text of the HGO Technical Report, which is available for review under the Company's profile on SEDAR+ located at www.sedarplus.ca.

Project Description, Location and Access

The HLO is comprised of the HGO and LKO. HGO is located 80km south of the Beta Hunt Mine and 107 km south of the regional mining centre of Kalgoorlie. The operation comprises a 1.6 Mtpa Higginsville Mill, four underground mines (one currently active at Two Boys deposit) and 21 open pits (one currently active at Pioneer). The HGO is accessible via the Coolgardie-Esperance Highway, which is located 1.2km southwest of the mill. LKO is located 65km north of the Beta Hunt Mine, 124km north of Higginsville Mill and approximately 4km southeast of the City of Kalgoorlie-Boulder. The operation comprises of the Lakewood Mill and associated infrastructure.

Higginsville is located in the Coolgardie Mineral Field in the Shire of Coolgardie, approximately 55km north of Norseman and 50km south of Kambalda by sealed road.

HLO comprises 242 tenements covering approximately 1,800 square km owned by Karora. In addition, there are applications pending for a further 37 mining tenements. Department of Mines, Industry Regulation and Safety ("DMIRS") recently approved the mining proposal for expansion of the Lakewood Mill to construct a new TSF 2 for tailing impoundment and to increase the total production rate up to 1.2 Mtpa.

There is an expenditure commitment for each tenement as well as rent payable to DMIRS and local rates. There is also an annual reporting requirement for each tenement or group of tenements, as set out in the *Minig Act 1978* (WA) ("**Mining Act**"). The tenements at HLO are currently in good standing. The material mineral tenements are summarized in Table 1.

Table 1: HGO Mineral Tenure Information

Lease	Status	Holders	Approx Area ha	Next Rent	Commitment	Commence	Expiry
E15/1037	Live	Avoca Resources Pty Ltd	9800	\$26,145	\$105,000	30-Sep-08	29-Sep-24
E15/1094	Live	Avoca Resources Pty Ltd	2240	\$5,976	\$70,000	13-Aug-09	12-Aug-25
E15/1197	Live	Avoca Resources Pty Ltd	2800	\$7,470	\$70,000	07-Feb-11	06-Feb-25
E15/1199	Live	Avoca Resources Pty Ltd	560	\$1,494	\$50,000	10-Nov-10	09-Nov-24
E15/1203	Live	Avoca Resources Pty Ltd	5320	\$14,193	\$70,000	17-Dec-10	16-Dec-24
E15/1223	Live	Avoca Resources Pty Ltd	4480	\$11,952	\$70,000	08-Sep-11	07-Sep-25
E15/1260	Live	Avoca Resources Pty Ltd	280	\$447	\$20,000	12-Oct-11	11-Oct-25
E15/1298	Live	Polar Metals Pty Ltd	840	\$2,241	\$50,000	31-Jul-12	30-Jul-24
E15/1402	Live	Avoca Mining Pty Ltd	280	\$447	\$20,000	08-Apr-14	07-Apr-24
E15/1423	Live	Corona Minerals Pty Ltd	2240	\$5,976	\$70,000	30-Dec-14	29-Dec-24

Lease	Status	Holders	Approx Area ha	Next Rent	Commitment	Commence	Expiry
E15/1448	Live	Avoca Resources Pty Ltd	280	\$447	\$20,000	06-May-15	05-May-25
E15/1458	Live	"Polar Metals Pty Ltd (80%) Shumwari Pty Ltd (20%)"	4480	\$11,952	\$70,000	24-Aug-15	23-Aug-25
E15/1459	Live	"Polar Metals Pty Ltd (80%) Shumwari Pty Ltd (20%)"	560	\$1,494	\$50,000	25-Aug-15	24-Aug-25
E15/1461	Live	Polar Metals Pty Ltd	1960	\$5,229	\$70,000	16-Oct-15	15-Oct-25
E15/1462	Live	Avoca Resources Pty Ltd	280	\$447	\$20,000	22-Sep-15	21-Sep-25
E15/1464	Live	"Polar Metals Pty Ltd (80%) Shumwari Pty Ltd (20%)"	280	\$447	\$20,000	06-Oct-15	05-Oct-25
E15/1487	Live	Polar Metals Pty Ltd	3080	\$8,217	\$70,000	01-Jul-16	30-Jun-26
E15/1512	Live	Avoca Mining Pty Ltd	280	\$395	\$15,000	19-Mar-18	18-Mar-28
E15/1533	Live	Avoca Resources Pty Ltd	1400	\$3,735	\$30,000	11-Oct-17	10-Oct-27
E15/1541	Live	Polar Metals Pty Ltd	1680	\$4,482	\$50,000	11-Oct-17	10-Oct-27
E15/1586	Live	Avoca Mining Pty Ltd	560	\$1,494	\$30,000	06-Oct-17	05-Oct-27
E15/1613	Live	Avoca Mining Pty Ltd	280	\$447	\$10,000	02-Feb-22	01-Feb-27
E15/1628	Live	Avoca Mining Pty Ltd	10080	\$14,220	\$72,000	26-Nov-18	25-Nov-28
E15/1792	Live	Avoca Mining Pty Ltd	1120	\$1,156	\$15,000	19-Apr-21	18-Apr-26
E15/1793	Live	Avoca Mining Pty Ltd	280	\$447	\$10,000	19-Apr-21	18-Apr-26
E15/1850	Live	Avoca Mining Pty Ltd	560	\$322	\$15,000	04-Jul-22	03-Jul-27
E15/1851	Live	Avoca Mining Pty Ltd	2240	\$1,288	\$20,000	04-Jul-22	03-Jul-27
E15/1860	Live	Avoca Mining Pty Ltd	840	\$483	\$15,000	04-Jul-22	03-Jul-27
E15/1861	Live	Avoca Mining Pty Ltd	280	\$447	\$10,000	04-Jul-22	03-Jul-27
E15/1863	Live	Avoca Mining Pty Ltd	280	\$447	\$10,000	02-Sep-22	01-Sep-27
E15/786	Live	Avoca Resources Pty Ltd	3920	\$10,458	\$70,000	28-Oct-05	27-Oct-23
E15/808	Live	Avoca Resources Pty Ltd	2520	\$6,723	\$70,000	05-Jul-06	04-Jul-24
E15/810	Live	Avoca Resources Pty Ltd	9520	\$25,398	\$102,000	04-Aug-04	03-Aug-24
E15/828	Live	Avoca Mining Pty Ltd	5600	\$14,940	\$70,000	17-Nov-04	16-Nov-23
E63/1051	Live	Avoca Resources Pty Ltd	1120	\$2,988	\$50,000	03-Jul-07	02-Jul-23
E63/1117	Live	"Avoca Resources Pty Ltd (93.33%) Stehn, Trent Paterson (6.67%)"	1400	\$3,735	\$50,000	07-Oct-08	06-Oct-24
E63/1142	Live	Polar Metals Pty Ltd	5600	\$14,940	\$70,000	13-Feb-09	12-Feb-25
E63/1165	Live	Avoca Resources Pty Ltd	1400	\$3,735	\$50,000	15-Apr-08	14-Apr-24
E63/1712	Live	Polar Metals Pty Ltd	3640	\$9,711	\$70,000	25-May-15	24-May-25
E63/1724	Live	Avoca Resources Pty Ltd	280	\$447	\$20,000	01-Sep-15	31-Aug-25
E63/1725	Live	Polar Metals Pty Ltd	2240	\$5,976	\$70,000	26-Oct-15	25-Oct-25
E63/1726	Live	"Polar Metals Pty Ltd (80%) Shumwari Pty Ltd (20%)"	2520	\$6,723	\$70,000	01-Sep-15	31-Aug-25
E63/1727	Live	"Polar Metals Pty Ltd (80%) Shumwari Pty Ltd (20%)"	280	\$447	\$20,000	01-Sep-15	31-Aug-25
E63/1728	Live	Polar Metals Pty Ltd	11760	\$-	\$126,000	06-Jan-16	05-Jan-26
E63/1738	Live	"Polar Metals Pty Ltd (80%) Shumwari Pty Ltd (20%)"	560	\$1,494	\$50,000	19-Oct-15	18-Oct-25
E63/1756	Live	Polar Metals Pty Ltd	1120	\$2,988	\$50,000	09-Feb-16	08-Feb-26
E63/1763	Live	Avoca Mining Pty Ltd	1960	\$5,229	\$50,000	08-May-17	07-May-27

Lease	Status	Holders	Approx Area ha	Next Rent	Commitment	Commence	Expiry
E63/1876	Live	Avoca Mining Pty Ltd	1960	\$2,765	\$50,000	02-Jul-18	01-Jul-28
E63/1881	Live	Avoca Mining Pty Ltd	2520	\$3,555	\$50,000	01-Jun-18	31-May-28
E63/1900	Live	Avoca Mining Pty Ltd	1680	\$2,370	\$30,000	20-Mar-19	19-Mar-24
E63/1901	Live	Avoca Mining Pty Ltd	560	\$790	\$20,000	20-Mar-19	19-Mar-24
E63/2093	Live	Avoca Mining Pty Ltd	1400	\$805	\$15,000	28-Feb-22	27-Feb-27
E63/2094	Live	Avoca Mining Pty Ltd	280	\$447	\$10,000	28-Feb-22	27-Feb-27
E63/2095	Live	Avoca Mining Pty Ltd	280	\$447	\$10,000	28-Feb-22	27-Feb-27
E63/2096	Live	Avoca Mining Pty Ltd	280	\$447	\$10,000	28-Feb-22	27-Feb-27
E63/2178	Live	Avoca Mining Pty Ltd	2240	\$1,288	\$20,000	16-Aug-22	15-Aug-27
E63/2179	Live	Avoca Mining Pty Ltd	1960	\$1,127	\$20,000	16-Aug-22	15-Aug-27
E63/2180	Live	Avoca Mining Pty Ltd	1680	\$966	\$20,000	11-May-23	10-May-28
E63/2181	Live	Avoca Mining Pty Ltd	1960	\$1,127	\$20,000	16-Aug-22	15-Aug-27
E63/856	Live	Avoca Resources Pty Ltd	6440	\$17,181	\$70,000	06-Sep-04	05-Sep-24
G15/19	Live	Avoca Mining Pty Ltd	66	\$1,584	\$0	03-Oct-07	02-Oct-28
G15/23	Live	Avoca Mining Pty Ltd	3	\$96	\$0	02-Jun-15	01-Jun-36
G15/26	Live	Avoca Mining Pty Ltd	94	\$2,280	\$0	09-Nov-16	08-Nov-37
G15/27	Live	Avoca Mining Pty Ltd	146	\$3,528	\$0	09-Nov-16	08-Nov-37
G15/29	Live	Avoca Mining Pty Ltd	6	\$-	\$0	27-Jan-17	26-Jan-38
G63/6	Live	Avoca Mining Pty Ltd	281	\$6,744	\$0	28-Aug-15	27-Aug-36
G63/7	Live	Avoca Mining Pty Ltd	183	\$4,416	\$0	27-Apr-16	26-Apr-37
L15/233	Live	Avoca Mining Pty Ltd	89	\$2,136	\$0	16-Sep-02	15-Sep-44
L15/244	Live	Avoca Mining Pty Ltd	5	\$-	\$0	14-Apr-03	13-Apr-45
L15/259	Live	Avoca Mining Pty Ltd	28	\$672	\$0	02-Jun-06	01-Jun-27
L15/261	Live	Avoca Mining Pty Ltd	3	\$72	\$0	02-Jun-06	01-Jun-27
L15/272	Live	Avoca Mining Pty Ltd	12	\$288	\$0	09-Aug-06	08-Aug-27
L15/282	Live	Avoca Mining Pty Ltd	73	\$1,776	\$0	13-Mar-08	12-Mar-29
L15/288	Live	Avoca Mining Pty Ltd	35	\$840	\$0	27-Nov-08	26-Nov-29
L15/298	Live	Avoca Mining Pty Ltd	51	\$1,248	\$0	24-Jun-09	23-Jun-30
L15/302	Live	Avoca Mining Pty Ltd	8	\$216	\$0	17-Dec-10	16-Dec-31
L15/308	Live	Avoca Mining Pty Ltd	44	\$1,080	\$0	17-Dec-10	16-Dec-31
L15/322	Live	Avoca Mining Pty Ltd	26	\$624	\$0	06-Oct-11	05-Oct-32
L15/346	Live	Avoca Mining Pty Ltd	33	\$816	\$0	13-May-14	12-May-35
L15/347	Live	Avoca Mining Pty Ltd	12	\$288	\$0	25-Jul-14	24-Jul-35
L15/368	Live	Avoca Mining Pty Ltd	103	\$2,472	\$0	07-Jun-19	06-Jun-40
L15/377	Live	Avoca Mining Pty Ltd	8	\$192	\$0	26-Apr-19	25-Apr-40
L15/381	Live	Avoca Mining Pty Ltd	24	\$576	\$0	25-Oct-18	24-Oct-39
L15/382	Live	Avoca Mining Pty Ltd	15	\$360	\$0	27-Sep-18	26-Sep-39
L15/386	Live	Avoca Mining Pty Ltd	275	\$6,600	\$0	29-Aug-18	28-Aug-39
L15/389	Live	Avoca Mining Pty Ltd	12	\$288	\$0	08-Feb-19	07-Feb-40
L15/393	Live	Avoca Mining Pty Ltd	92	\$2,208	\$0	29-May-19	28-May-40
L15/415	Live	Avoca Mining Pty Ltd	10	\$264	\$0	07-Apr-22	06-Apr-43

Lease	Status	Holders	Approx Area ha	Next Rent	Commitment	Commence	Expiry
L26/234	Live	Lakewood Mining Pty Ltd	33	\$792	\$0	03-Apr-08	02-Apr-29
L26/281	Live	Salt Lake Mining Pty Ltd	1	\$48	\$0	17-Aug-17	16-Aug-38
L26/293	Live	Lakewood Mining Pty Ltd	4	\$96	\$0	25-Jul-22	24-Jul-43
L63/58	Live	Avoca Mining Pty Ltd	32	\$768	\$0	19-Jul-07	18-Jul-28
L63/64	Live	Avoca Mining Pty Ltd	7	\$168	\$0	29-Apr-10	28-Apr-31
L63/72	Live	Avoca Mining Pty Ltd	3	\$72	\$0	07-Oct-15	06-Oct-36
L63/73	Live	Avoca Resources Pty Ltd	38	\$936	\$0	01-Sep-15	31-Aug-36
M15/1132	Live	Avoca Mining Pty Ltd	919	\$23,920	\$92,000	02-Oct-02	01-Oct-44
M15/1133	Live	Avoca Mining Pty Ltd	792	\$20,618	\$79,300	02-Oct-02	01-Oct-44
M15/1134	Live	Avoca Mining Pty Ltd	599	\$15,600	\$60,000	02-Oct-02	01-Oct-44
M15/1135	Live	Avoca Mining Pty Ltd	905	\$23,556	\$90,600	02-Oct-02	01-Oct-44
M15/1790	Live	Avoca Mining Pty Ltd	623	\$16,198	\$62,300	08-Jul-13	07-Jul-34
M15/1792	Live	Avoca Resources Pty Ltd	1088	\$28,288	\$108,800	25-Jul-13	24-Jul-34
M15/1806	Live	Corona Minerals Pty Ltd	338	\$8,788	\$33,800	24-Dec-12	23-Dec-33
M15/1814	Live	Polar Metals Pty Ltd	1146	\$29,796	\$114,600	12-Jul-18	11-Jul-39
M15/1828	Live	Corona Minerals Pty Ltd	1004	\$26,104	\$100,400	15-Dec-16	14-Dec-37
M15/1873	Live	Avoca Mining Pty Ltd	80	\$2,106	\$10,000	06-Aug-20	05-Aug-41
M15/225	Live	Avoca Mining Pty Ltd	17	\$-	\$10,000	28-Jan-87	27-Jan-29
M15/231	Live	Avoca Mining Pty Ltd	19	\$520	\$10,000	03-Nov-87	02-Nov-29
M15/289	Live	Avoca Mining Pty Ltd	10	\$260	\$10,000	03-Nov-87	02-Nov-29
M15/31	Live	Avoca Mining Pty Ltd	10	\$260	\$10,000	24-Aug-83	23-Aug-25
M15/325	Live	Avoca Mining Pty Ltd	2	\$78	\$5,000	09-Mar-88	08-Mar-30
M15/338	Live	Avoca Mining Pty Ltd	129	\$3,380	\$13,000	14-Mar-88	13-Mar-30
M15/348	Live	Avoca Mining Pty Ltd	495	\$12,870	\$49,500	25-Mar-88	24-Mar-30
M15/351	Live	Avoca Mining Pty Ltd	343	\$8,918	\$34,300	02-May-88	01-May-30
M15/352	Live	Avoca Mining Pty Ltd	23	\$624	\$10,000	02-May-88	01-May-30
M15/375	Live	Avoca Mining Pty Ltd	397	\$10,348	\$39,800	22-Apr-88	21-Apr-30
M15/506	Live	Avoca Mining Pty Ltd	779	\$20,254	\$77,900	07-May-90	06-May-32
M15/507	Live	Avoca Mining Pty Ltd	347	\$9,022	\$34,700	07-May-90	06-May-32
M15/512	Live	Avoca Mining Pty Ltd	19	\$520	\$10,000	02-Apr-90	01-Apr-32
M15/528	Live	Avoca Mining Pty Ltd	10	\$286	\$10,000	21-Mar-91	20-Mar-33
M15/580	Live	Avoca Mining Pty Ltd	962	\$25,012	\$96,200	01-Aug-91	31-Jul-33
M15/581	Live	Avoca Mining Pty Ltd	480	\$12,506	\$48,100	01-Aug-91	31-Jul-33
M15/597	Live	Avoca Mining Pty Ltd	595	\$-	\$59,600	06-Jan-92	05-Jan-34
M15/610	Live	Avoca Mining Pty Ltd	174	\$4,524	\$17,400	10-Dec-91	09-Dec-33
M15/616	Live	Avoca Mining Pty Ltd	667	\$17,342	\$66,700	18-Nov-92	17-Nov-34
M15/620	Live	Avoca Mining Pty Ltd	120	\$3,120	\$12,000	20-Oct-92	19-Oct-34
M15/629	Live	Avoca Mining Pty Ltd	120	\$3,146	\$12,100	20-Oct-92	19-Oct-34
M15/639	Live	Avoca Mining Pty Ltd	847	\$-	\$84,700	25-Jan-93	24-Jan-35
M15/640	Live	Avoca Mining Pty Ltd	726	\$-	\$72,700	25-Jan-93	24-Jan-35
M15/642	Live	Avoca Mining Pty Ltd	934	\$-	\$93,500	25-Jan-93	24-Jan-35

Lease	Status	Holders	Approx Area ha	Next Rent	Commitment	Commence	Expiry
M15/651	Live	Polar Metals Pty Ltd	137	\$3,588	\$13,800	11-Feb-93	10-Feb-35
M15/665	Live	Avoca Mining Pty Ltd	875	\$22,776	\$87,600	14-Oct-93	13-Oct-35
M15/680	Live	Avoca Mining Pty Ltd	686	\$17,836	\$68,600	01-Mar-94	28-Feb-36
M15/681	Live	Avoca Mining Pty Ltd	943	\$24,544	\$94,400	01-Mar-94	28-Feb-36
M15/682	Live	Avoca Mining Pty Ltd	876	\$22,802	\$87,700	30-Mar-94	29-Mar-36
M15/683	Live	Avoca Mining Pty Ltd	784	\$20,410	\$78,500	01-Mar-94	28-Feb-36
M15/684	Live	Avoca Mining Pty Ltd	799	\$20,774	\$79,900	01-Mar-94	28-Feb-36
M15/685	Live	Avoca Mining Pty Ltd	840	\$21,840	\$84,000	01-Mar-94	28-Feb-36
M15/710	Live	Polar Metals Pty Ltd	666	\$17,342	\$66,700	10-Aug-94	09-Aug-36
M15/748	Live	Avoca Mining Pty Ltd	9	\$234	\$10,000	08-Feb-95	07-Feb-37
M15/757	Live	Avoca Mining Pty Ltd	418	\$10,868	\$41,800	03-Mar-95	02-Mar-37
M15/758	Live	Avoca Mining Pty Ltd	892	\$23,192	\$89,200	03-Mar-95	02-Mar-37
M15/786	Live	Avoca Mining Pty Ltd	954	\$24,830	\$95,500	27-Apr-95	26-Apr-37
M15/815	Live	Avoca Mining Pty Ltd	944	\$-	\$94,400	08-Jan-97	07-Jan-39
M15/817	Live	Avoca Mining Pty Ltd	919	\$23,894	\$91,900	23-Sep-96	22-Sep-38
M15/820	Live	Avoca Mining Pty Ltd	968	\$25,168	\$96,800	19-Aug-96	18-Aug-38
M26/242	Live	Lakewood Mining Pty Ltd	142	\$3,692	\$14,200	18-Oct-88	17-Oct-30
M26/367	Live	Lakewood Mining Pty Ltd	2	\$78	\$5,000	12-May-93	11-May-35
M63/165	Live	Avoca Mining Pty Ltd	202	\$5,252	\$20,200	16-Feb-88	15-Feb-30
M63/230	Live	Polar Metals Pty Ltd	497	\$12,922	\$49,700	19-Nov-90	18-Nov-32
M63/236	Live	Avoca Mining Pty Ltd	9	\$260	\$10,000	09-Aug-91	08-Aug-33
M63/255	Live	Polar Metals Pty Ltd	369	\$9,620	\$37,000	22-Oct-92	21-Oct-34
M63/269	Live	Polar Metals Pty Ltd	649	\$16,874	\$64,900	01-Oct-93	30-Sep-35
M63/279	Live	Polar Metals Pty Ltd	13	\$338	\$10,000	23-Mar-94	22-Mar-36
M63/329	Live	"Avoca Resources Pty Ltd (93.33%) Stehn, Trent Paterson (6.67%)"	79	\$2,054	\$10,000	23-Jul-01	22-Jul-43
M63/366	Live	Avoca Mining Pty Ltd	54	\$1,404	\$10,000	30-Jul-10	29-Jul-31
M63/368	Live	"Avoca Resources Pty Ltd (93.33%) Stehn, Trent Paterson (6.67%)"	331	\$8,606	\$33,100	23-Jul-01	22-Jul-43
M63/515	Live	Avoca Mining Pty Ltd	709	\$18,434	\$70,900	29-Aug-07	28-Aug-28
M63/516	Live	Avoca Mining Pty Ltd	710	\$18,486	\$71,100	29-Aug-07	28-Aug-28
M63/647	Live	Avoca Resources Pty Ltd	998	\$25,948	\$99,800	06-Aug-13	05-Aug-34
P15/5958	Live	Polar Metals Pty Ltd	41	\$164	\$2,000	22-Dec-15	21-Dec-23
P15/5959	Live	Polar Metals Pty Ltd	21	\$84	\$2,000	22-Dec-15	21-Dec-23
P15/6179	Live	Avoca Mining Pty Ltd	21	\$84	\$2,000	11-Oct-18	10-Oct-26
P15/6229	Live	Avoca Mining Pty Ltd	96	\$384	\$3,840	11-Jul-22	10-Jul-26
P15/6230	Live	Avoca Mining Pty Ltd	129	\$516	\$5,160	28-Mar-19	27-Mar-27
P15/6231	Live	Avoca Mining Pty Ltd	139	\$556	\$5,560	12-Jul-22	11-Jul-26
P15/6234	Live	Avoca Mining Pty Ltd	83	\$332	\$3,320	11-Jul-22	10-Jul-26
P15/6239	Live	Avoca Mining Pty Ltd	121	\$488	\$4,880	21-Dec-21	20-Dec-25
P15/6240	Live	Avoca Mining Pty Ltd	118	\$472	\$4,720	20-Apr-21	19-Apr-25

Lease	Status	Holders	Approx Area ha	Next Rent	Commitment	Commence	Expiry
P15/6575	Live	Avoca Mining Pty Ltd	188	\$752	\$7,520	22-Jul-21	21-Jul-25
P15/6582	Live	Avoca Mining Pty Ltd	3	\$37	\$2,000	08-Jun-21	07-Jun-25
P15/6664	Live	Avoca Mining Pty Ltd	64	\$-	\$2,600	27-Jan-23	26-Jan-27
P15/6665	Live	Avoca Mining Pty Ltd	24	\$-	\$2,000	27-Jan-23	26-Jan-27
P26/4048	Live	Salt Lake Mining Pty Ltd	200	\$800	\$8,000	15-Dec-15	14-Dec-23
P26/4148	Live	Salt Lake Mining Pty Ltd	192	\$768	\$7,680	16-Aug-16	15-Aug-24
P26/4149	Live	Salt Lake Mining Pty Ltd	198	\$792	\$7,920	13-Feb-17	12-Feb-25
P26/4150	Live	Salt Lake Mining Pty Ltd	199	\$-	\$7,960	06-Jan-17	05-Jan-25
P26/4151	Live	Salt Lake Mining Pty Ltd	109	\$436	\$4,360	13-Feb-17	12-Feb-25
P63/1468	Live	"Avoca Resources Pty Ltd (93.33%) Stehn, Trent Paterson (6.67%)"	13	\$52	\$2,000	03-Jun-08	02-Jun-16
P63/1587	Live	Polar Metals Pty Ltd	121	\$488	\$4,880	10-Jun-09	09-Jun-17
P63/1588	Live	Polar Metals Pty Ltd	120	\$484	\$4,840	10-Jun-09	09-Jun-17
P63/1589	Live	Polar Metals Pty Ltd	121	\$488	\$4,880	10-Jun-09	09-Jun-17
P63/1590	Live	Polar Metals Pty Ltd	120	\$480	\$4,800	10-Jun-09	09-Jun-17
P63/1591	Live	Polar Metals Pty Ltd	121	\$488	\$4,880	10-Jun-09	09-Jun-17
P63/1592	Live	Polar Metals Pty Ltd	121	\$488	\$4,880	10-Jun-09	09-Jun-17
P63/1593	Live	Polar Metals Pty Ltd	121	\$488	\$4,880	10-Jun-09	09-Jun-17
P63/1594	Live	Polar Metals Pty Ltd	121	\$488	\$4,880	10-Jun-09	09-Jun-17
P63/1977	Live	Avoca Resources Pty Ltd	88	\$352	\$3,520	03-Mar-15	02-Mar-23
P63/2011	Live	Avoca Mining Pty Ltd	170	\$680	\$6,800	08-May-17	07-May-25
P63/2012	Live	Avoca Mining Pty Ltd	164	\$656	\$6,560	08-May-17	07-May-25
P63/2013	Live	Avoca Mining Pty Ltd	181	\$724	\$7,240	09-May-17	08-May-25
P63/2014	Live	Avoca Mining Pty Ltd	147	\$588	\$5,880	09-May-17	08-May-25
P63/2015	Live	Avoca Mining Pty Ltd	117	\$472	\$4,720	09-May-17	08-May-25
P63/2025	Live	Avoca Mining Pty Ltd	144	\$576	\$5,760	08-May-17	07-May-25
P63/2050	Live	Avoca Mining Pty Ltd	182	\$732	\$7,320	08-May-17	07-May-25
P63/2051	Live	Avoca Mining Pty Ltd	151	\$604	\$6,040	08-May-17	07-May-25
P63/2064	Live	Avoca Mining Pty Ltd	21	\$84	\$2,000	20-Jul-17	19-Jul-25
P63/2067	Live	Avoca Mining Pty Ltd	172	\$688	\$6,880	09-May-17	08-May-25
P63/2080	Live	Avoca Mining Pty Ltd	19	\$80	\$2,000	13-Apr-18	12-Apr-26
P63/2094	Live	Avoca Mining Pty Ltd	168	\$-	\$6,760	18-Jan-18	17-Jan-26
P63/2095	Live	Avoca Mining Pty Ltd	183	\$-	\$7,360	18-Jan-18	17-Jan-26
P63/2097	Live	Avoca Mining Pty Ltd	149	\$-	\$6,000	18-Jan-18	17-Jan-26
P63/2100	Live	Avoca Mining Pty Ltd	182	\$728	\$7,280	05-Jun-18	04-Jun-26
P63/2101	Live	Avoca Mining Pty Ltd	102	\$408	\$4,080	06-Jun-18	05-Jun-26
P63/2102	Live	Avoca Mining Pty Ltd	91	\$364	\$3,640	06-Jun-18	05-Jun-26
P63/2119	Live	Avoca Mining Pty Ltd	102	\$408	\$4,080	10-Oct-18	09-Oct-26
P63/2120	Live	Avoca Mining Pty Ltd	106	\$424	\$4,240	10-Oct-18	09-Oct-26
P63/2121	Live	Avoca Mining Pty Ltd	121	\$484	\$4,840	10-Oct-18	09-Oct-26
P63/2122	Live	Avoca Mining Pty Ltd	130	\$520	\$5,200	10-Oct-18	09-Oct-26

Lease	Status	Holders	Approx Area ha	Next Rent	Commitment	Commence	Expiry
P63/2125	Live	Avoca Mining Pty Ltd	197	\$788	\$7,880	09-Apr-19	08-Apr-27
P63/2126	Live	Avoca Mining Pty Ltd	194	\$776	\$7,760	09-Apr-19	08-Apr-27
P63/2203	Live	Avoca Mining Pty Ltd	194	\$780	\$7,800	19-Apr-21	18-Apr-25
P63/2204	Live	Avoca Mining Pty Ltd	199	\$800	\$8,000	19-Apr-21	18-Apr-25
P63/2205	Live	Avoca Mining Pty Ltd	111	\$448	\$4,480	19-Apr-21	18-Apr-25
P63/2206	Live	Avoca Mining Pty Ltd	171	\$684	\$6,840	19-Apr-21	18-Apr-25
P63/2207	Live	Avoca Mining Pty Ltd	199	\$796	\$7,960	19-Apr-21	18-Apr-25
P63/2208	Live	Avoca Mining Pty Ltd	200	\$800	\$8,000	08-Jun-21	07-Jun-25
P63/2209	Live	Avoca Mining Pty Ltd	182	\$732	\$7,320	08-Jun-21	07-Jun-25
P63/2210	Live	Avoca Mining Pty Ltd	198	\$792	\$7,920	08-Jun-21	07-Jun-25
P63/2211	Live	Avoca Mining Pty Ltd	193	\$776	\$7,760	08-Jun-21	07-Jun-25
P63/2232	Live	Avoca Mining Pty Ltd	118	\$476	\$4,760	20-Oct-21	19-Oct-25
P63/2233	Live	Avoca Mining Pty Ltd	90	\$360	\$3,600	20-Oct-21	19-Oct-25
P63/2234	Live	Avoca Mining Pty Ltd	177	\$712	\$7,120	20-Oct-21	19-Oct-25
P63/2235	Live	Avoca Mining Pty Ltd	188	\$756	\$7,560	20-Oct-21	19-Oct-25
P63/2236	Live	Avoca Mining Pty Ltd	189	\$760	\$7,600	20-Oct-21	19-Oct-25
P63/2237	Live	Avoca Mining Pty Ltd	183	\$736	\$7,360	20-Oct-21	19-Oct-25
P63/2241	Live	Avoca Mining Pty Ltd	195	\$780	\$7,800	18-Oct-21	17-Oct-25
P63/2242	Live	Avoca Mining Pty Ltd	129	\$520	\$5,200	18-Oct-21	17-Oct-25
P63/2245	Live	Avoca Mining Pty Ltd	187	\$752	\$7,520	18-Oct-21	17-Oct-25
P63/2246	Live	Avoca Mining Pty Ltd	177	\$712	\$7,120	31-Mar-23	30-Mar-27
P63/2247	Live	Avoca Mining Pty Ltd	195	\$784	\$7,840	18-Oct-21	17-Oct-25
P63/2248	Live	Avoca Mining Pty Ltd	61	\$244	\$2,440	18-Oct-21	17-Oct-25
P63/2249	Live	Avoca Mining Pty Ltd	176	\$708	\$7,080	18-Oct-21	17-Oct-25
P63/2250	Live	Avoca Mining Pty Ltd	191	\$764	\$7,640	18-Oct-21	17-Oct-25
P63/2251	Live	Avoca Mining Pty Ltd	161	\$644	\$6,440	18-Oct-21	17-Oct-25
P63/2252	Live	Avoca Mining Pty Ltd	168	\$676	\$6,760	18-Oct-21	17-Oct-25
P63/2253	Live	Avoca Mining Pty Ltd	141	\$568	\$5,680	18-Oct-21	17-Oct-25
P63/2254	Live	Avoca Mining Pty Ltd	92	\$368	\$3,680	18-Oct-21	17-Oct-25
P63/2255	Live	Avoca Mining Pty Ltd	102	\$412	\$4,120	21-Oct-21	20-Oct-25
P63/2256	Live	Avoca Mining Pty Ltd	186	\$744	\$7,440	18-Oct-21	17-Oct-25
P63/2257	Live	Avoca Mining Pty Ltd	189	\$760	\$7,600	18-Oct-21	17-Oct-25
P63/2258	Live	Avoca Mining Pty Ltd	135	\$544	\$5,440	18-Oct-21	17-Oct-25
P63/2260	Live	Avoca Mining Pty Ltd	22	\$92	\$2,000	01-Sep-22	31-Aug-26
Total: 242	0	0	183,672	\$1,101,983	\$6,409,860	00-Jan-00	00-Jan-00

Underlying Agreements

Lithium Rights Agreement – Liantown Resources Limited - Karora has granted exclusive rights to LRL (Aust) Pty Ltd, a wholly owned subsidiary of ASX listed Liantown Resources Limited, to mine and explore for lithium and accessory minerals, including grant of an irrevocable licence to conduct activities on tenements owned by its wholly owned subsidiary Avoca Resources Pty Ltd being E63/856, P63/1977 and M63/647.

Lithium Rights Agreement – Kali Metals Limited - Karora has granted Kali Metals Limited the rights to explore for and mine lithium and certain associated minerals on the majority of the Higginsville Regional Exploration Area, excluding the area subject to Liantown Lithium Rights.

Nickel Rights Agreement – S2 Resources Limited - A wholly owned subsidiary of ASX listed S2 Resources Limited holds nickel rights on those tenements owned, wholly or partly, by Karora's wholly owned subsidiary Polar Metals Pty Ltd.

Nickel Rights Agreement – WA Nickel Pty Ltd - WA Nickel holds nickel rights to explore for and mine over mining lease M15/1828.

Royalties

Karora pays the following royalties on gold production to:

- Production payments of up to 1% of gross gold revenue over various tenements to traditional land owners;
- Royalty equal to 2.5% of recovered gold to the Government of Western Australia; and
- Various third parties hold rights to receive royalties in respect of gold (and in some cases other minerals or metals) recovered from the tenements.

Permits and Authorizations

An application for a mining lease must be accompanied by a Mining Proposal ("**MP**") and Mine Closure Plan ("**MCP**") in accordance with the Mining Act. A mining lease, MP and MCP are required to carry out mining activities on a site. There are a number of MPs and MCPs applicable to HGO. Listed below are the permits that cover HLO's active mining operations:

- Mining Proposal – TSF2-4 Stage Lift – Reg ID:89038
- Mining Proposal – Baloo & Eundynie – Reg ID:101748
- Mining Proposal – Spargos Reward open pit and underground – Reg ID: 113402
- Mining Proposal – Pioneer – Reg ID:116335
- Mine Closure Plan – Higginsville Gold Operations – Reg ID: 88901
- License for Prescribed Premises – Higginsville Gold Operations – License No. L9155/2018/1
- License to Take Water – Higginsville Gold Operations – GWL 160795(8)
- Mining Proposal – Lakewood Gold Processing Facility – Reg ID:111925
- Mine Closure Plan– Lakewood Gold Processing Facility – Reg ID:111925
- License for Prescribed Premises – Lakewood Gold Processing Facility – License No. L9124/2018/1
- License to Take Water – Lakewood Gold Processing Facility – GWL 2033238(2) and GWL 203329(2)

Effect of Native Title on HGO Mining Tenements

The HGO tenements are subject to native title determinations and claims. As of the date of the HLO Technical Report, the status of Native Title determinations is as follows:

- **Ngadju Claim** (WCD2014/004, WAD6020/1998) and **Ngadju B Claim** (WCD2017/002, WAD6020/1998): the Federal Court of Australia has determined that the Ngadju people have native title rights and interests in relation to an area of land that includes a large number HGO tenements.
- **Marlinyu Ghoorlie Claim** (WC2017/007, WAD647/2017): the Federal Court of Australia has accepted for registration a claim by the Marlinyu Ghoorlie people over an area of land that includes a number of HGO tenements. This claim has not yet been determined.

The existence of a native title determination or a claim does not impact directly on the validity of mining tenements, nor does it impact on existing operations.

The relevant mining legislation in Western Australia contains provisions that may make a tenement holder liable for the payment of compensation for the effect of mining and exploration activities on any native title rights and interests that may still exist in the area covered by a tenement.

Karora have inherited three active mining agreements with native title groups for the grant of tenements:

- **2002 Mining Agreement:** with the Ngadju People dated May 20, 2002;
- **2013 Mining Agreement:** with the Ngadju People dated January 1, 2013; and
- **2018 Mining Agreement:** with Ngadju Native Title Indigenous Corporation dated June 12, 2018.

Aboriginal Heritage Act 1972

A search of the AHIS conducted on January 4, 2024 shows there are a number of Indigenous sites within the HGO tenements. Based on records held by HGO, prior to the area being developed and mined, ethnographic and archaeological surveys were commissioned over the HGO tenements. No sites of ethnographic or archaeological significance were recorded.

Karora is a party to a number of heritage protection agreements with the Ngadju Claimant Group across HGO's tenements.

History

Samantha Gold NL commenced exploration activities in and around the historic mining centres of Higginsville and Eundynie in 1983 after acquiring the grounds from local prospectors. From 1987 to 1993 extensive use of soil geochemistry led to the early discovery of the Poseidon South, Graveyard and Aphrodites deposits and later the Tertiary sediment hosted Challenger-Swordsman deep-lead deposit.

Resolute Samantha Limited ("**Resolute**") gained control of Samantha Gold NL in July 1994 and continued an intensive exploration approach that yielded additional discoveries. In 1996 exploration focus changed to examining the depth potential of the Higginsville Belt. Underground mining from the base of the Poseidon South Pit was undertaken from 1997 to 1998. From 1989 to 1997 HGO plant processed a total of 6.7 million tonnes to produce 613,000 oz.

In July 1999, WMC entered into a joint venture with Resolute to explore the area for nickel and gold. Gold Fields Australia ("**GFA**") purchased WMC's interest in the project as a part of the purchase agreement for WMC's Western Australian gold assets in November 2001, and acquired interest in the Higginsville joint venture on February 22, 2002. GFA took over full control of the project in October 2003, with Resolute retaining the nickel rights which were subsequently sold to Bullion Minerals Limited ("**Bullion**"). Over the period of WMC's involvement in the project area, the ground holding has reduced by over 50%, from 400 square km to 178 square km.

Avoca reached an agreement with Gold Fields to acquire 100% of HGO on June 30, 2004, with subsequent settlement occurring on December 3, 2004. The Nickel rights to particular tenements are held by Bullion. Equinox Gold Corporation commenced a joint venture arrangement with Bullion on these tenements to explore for nickel (the "**Cowan Nickel Joint Venture**"). Bullion subsequently transferred the nickel rights to Liontown Resources Limited.

Avoca discovered the Trident Deposit in October 2004, with an initial resource statement of 450,000 oz completed in August 2005. A pre-feasibility study was completed in December 2005. Additional drilling resulted in an updated resource statement released in May (to 870,000 oz) and August 2006 (to 1.1 million ounces).

The procurement and construction of a new 1 Mtpa CIL processing plant at HGO commenced in late 2007. The plant was commissioned in the first half of 2008 with the first official gold pour on July 1, 2008. The plant is designed to treat 1.3 Mtpa. The Trident mine was the base load of the Operation, supplemented by feed coming from paleochannels and open pits. A paste plant delivering paste to the underground was completed in October 2009. On February 18, 2011, Anatolia Minerals Development Limited and ARS merged, resulting in a new company, Alacer.

Westgold

On October 1, 2013, Metal X acquired all of Alacer's Australian gold operations through Westgold, Metal X's wholly-owned subsidiary. The acquisition included HGO.

In July 2015, Metals X acquired the Mt Henry Gold Project from Panoramic Resources Ltd. and Matsa Resources Limited. The Mt Henry Gold Project is located approximately 15 km south of Norseman and 75 km south of HGO. The Mt Henry Gold Project consists of three known deposits: North Scotia, Selene and Mt Henry. All the deposits are located on granted mining leases.

In February 2018, Westgold acquired the Polar Bear and Norcott projects, together with the Eundynie Joint Venture, for A\$9 million from S2 Resources Limited ("S2"), with S2 retaining nickel rights.

The Polar Bear project abuts the main HGO historic gold deposits and provides short term mineralized material sources for the Higginsville treatment plant from mining of the Baloo deposit and further exploring with a view to development of the nearby Monsoon, Bindy, Nanook and Ear Lobe prospects.

On October 2, 2018, Westgold published a gold mineral resource estimation and mineral reserve update effective June 30, 2018. HGO includes a 367,000 ounce historical reserve within a 1.2 million ounce historical measured & indicated gold resource, along with a further 0.7 million ounce historical inferred resource. A qualified person has not done sufficient work on behalf of the Company to classify the historical estimates noted above as current mineral resources or mineral reserves. The Company is not treating the historical estimates as current mineral resources or mineral reserves.

Geological Setting, Mineralization, and Deposit Types

Regional Geology

The HGO is located in the Eastern Goldfields Superterrane of the Archean Yilgarn Craton of Western Australia. The Eastern Goldfields Superterrane is comprised of metavolcanic and metasedimentary rocks, granites and granitic gneiss, and is divided into a number of terranes, namely the Kalgoorlie, Kurnalpi and Burtville Terranes. These tectono-stratigraphic terranes are defined on the basis of distinct volcanic facies, geochemistry and geochronology with the Eastern Goldfields Superterrane, and range in age from 2.81 to 2.66 Ga.

The Higginsville tenement package are located almost entirely within the well-mineralised Kalgoorlie Terrane, between the gold mining centres of Norseman and Saint Ives. This region is made up predominantly of younger (2.71-2.66 Ga) and minor older (>2.73 Ga) greenstone successions.

The structurally complex Archaean geology is rarely observed in outcrop, being obscured by well-developed ferruginous and carbonate soils, aeolian sands, tertiary palaeo-sediments and salt lake sediments. Many areas are also overprinted by deep lateritic profiles, which have resulted in extensive chemical remobilisation and deposition. The Archaean stratigraphy has a general northward trend comprising multiply deformed ultramafic (gabbro) basalt successions adjoined by sediments to the west and east. Shearing and faulted contacts are common. The units have been structurally repeated by east over west thrust faulting.

HGO can be sub-divided into seven major geological domains:

- Trident line-of-lode;
- Chalice;
- Lake Cowan;
- Southern Palaeochannels;
- Mount Henry;
- Polar Bear Group; and
- Spargos Project area.

Trident line-of-lode

The majority of mineralization projects along the Trident line-of-lode are hosted within the Poseidon Gabbro and high-MgO dyke complexes in the south.

Chalice

The Chalice deposit is located within a north south trending, two to three km wide greenstone terrane, flanked on the west calc-alkaline granitic rocks of the Boorabin Batholith and to the east by the Pioneer Dome Batholith. The mafic-ultramafic rocks of the greenstone terrane comprise upper greenschist to middle amphibolite facies metamorphosed, high-magnesium basalt, minor komatiite units and interflow clastic sedimentary rocks intruded by a complex network of multi-generational granite, pegmatite and porphyry bodies.

Lake Cowan

The Lake Cowan Project is located on the northwest shore of the Lake Cowan salt pan, 19 km northeast of the historic Higginsville town site.

The area is situated near the centre of a regional anticline between the Zuleika and Lefroy faults, with the local geology of the area made more complex by the intrusion of the massive Proterozoic Binneringie dyke. The anticlinal system is in a rift-phase portion of the greenstone belt, comprising a complex succession of mafics and ultramafics, sulphidic carbonaceous shales, felsic volcanics and volcanoclastic sediments. These have been intruded by several younger felsic granitoids.

Southern Palaeochannels

Throughout HGO, a significant proportion of gold deposits are hosted by sediments within the Southern Palaeochannel network. Mineralised zones comprise both placer gold, normally near the base of the channel-fill sequences, and chemically-precipitated secondary gold within the channel-fill materials and underlying saprolite. These gold concentrations commonly overlie, or are adjacent to, primary mineralised zones within Archaean bedrock.

Outcrop is generally poor, due to extensive ferruginisation, calcareous soils, aeolian sands and extensive areas of remnant lacustrine and fluvial sediments. The result is a complex, layered regolith, with considerable chemical re-mobilisation and re-deposition.

Mount Henry

The Archean rocks in the Norseman area have historically been classified into a series of formations. The stratigraphic sequence for the area is:

- the Penneshaw Formation forms the greenstone sequence on the eastern side of the belt. It consists of predominantly mafic volcanic rocks with inter layered units of felsic volcanoclastic and sedimentary rocks, and is intruded by dolerite sills and dykes. Units of the formation host the gold mineralization at Everlasting and Mildura prospects.
- the Noganyer Formation forms a distinct sedimentary sequence of siliclastic rocks, principally silicate facies banded iron formations ("**BIF**"), chert, sandstones and shales. Intrusions of dolerite dykes and sills are common throughout. An age of 2,706 (+/-5) Ma has been obtained from a chert bed; and
- the Woolyeenyer Formation both dips and faces west and consists of a sequence of mafic volcanic rocks with minor ultramafic and sedimentary units. Syn-volcanic dolerite dykes and sills intrude the strata and the Noganyer Formation below. One dyke in the lower part of the sequence has an age of 2,714 (+/-5) Ma which is the same age (within error) as the chert in the lower Noganyer Formation.
- the Mount Kirk Formation consists of felsic volcanic and sedimentary rocks which are intruded by large, thick mafic sills. It has a date of 2,688 (+/-8) Ma. It is bounded to the west by a granite-gneiss complex. No gold deposits have been found in the Mount Kirk Formation.

The Mount Henry and Selene gold deposits are hosted in the Noganyer Formation. The Noganyer Formation is conformably overlain by the Woolyeenyer Formation in the west.

Polar Bear Group

The geology at Polar Bear is dominated by complexly deformed Achaean greenstone assemblages of the Norseman-Wiluna Greenstone Belt which have been metamorphosed to upper greenschist facies. The major regional structures in the area are the Boulder-Lefroy Fault, located approximately 10 km northeast of the project area, the Mission Fault located in the southern portion of the package, and the Black Knob Fault that transects the central portion of the project.

The Mission Fault merges with the Black Knob Fault in the southwest portion of the project area. Both the Boulder-Lefroy and the Black Knob faults strike north-northwest. The Black Knob Fault is interpreted to be the southern extension of the Zuleika Shear.

Spargos Project Area

The Spargos Project occurs within Coolgardie Domain of the Kalgoorlie Terrane. The western boundary of the Coolgardie Domain is marked by the Ida Fault, a crustal-scale suture that separates the eastern goldfields from older terranes to the west. Its eastern margin is marked by the Zuleika Fault. The geological setting comprises tightly-folded north-south striking ultramafic and mafic volcanic rocks at the northern closure Widgiemooltha Dome.

The volcanic sequence contains interbedded black shale horizons and is overlain by felsic volcanoclastic rocks, arenites and siltstones. The entire sequence has been intruded by granite and pegmatites, and cut by Proterozoic dolerite dykes. The area bounded by the Zuleika Shear to the east and the Kunanulling Shear to the west is characterised by middle to upper amphibolite facies metamorphism.

Structurally the area is complex with early thrust faulting and recumbent folding followed by tight isoclinal folding and strike slip faulting resulting in multiple repetitions of individual units. Locally the anticlinal positions are occupied by granite bodies with the Archean stratigraphy wrapping around the domal structures. The project lies on the general trend of the Kunanulling/Karramindie Shear corridor, a regional shear zone that hosts significant mineralisation to the north at Ghost Crab (Mt Marion), Wattle Dam to the south, the Penfolds group and Kunanulling. The regional prospective Zuleika Shear lies to the east of the project.

Deposit Types

The gold deposits at Higginsville are consistent with the greenstone-hosted quartz-carbonate vein (mesothermal) gold deposit model.

From Westgold (2017):

Throughout HGO, a significant proportion of gold deposits are hosted by sediments within Southern Palaeochannel networks. Mineralised zones comprise both placer gold, normally near the base of the channel-fill sequences, and chemically-precipitated secondary gold within the channel-fill materials and underlying saprolite. These gold concentrations commonly overlie, or are adjacent to, primary mineralised zones within Archaean bedrock. Outcrop is generally poor, due to extensive ferruginisation, calcareous soils, aeolian sands and extensive areas of remnant lacustrine and fluvial sediments. The result is a complex, layered regolith, with considerable chemical re-mobilisation and re-deposition (Lintern et. al., 2001).

The regional palaeodrainage system has incised several fault-bounded greenstone sequences, which comprise high-Mg basalt, komatiite and minor interflow sedimentary rocks, intruded by dolerite and gabbro. The orientation of palaeochannels is largely controlled by major faults and shear-zones, that trend north-northwest, parallel to lithological contacts (Swager, 1989; Griffin, 1990).

The Cowan palaeodrainage system that includes the Challenge / Swordsman and Mitchell palaeochannels, comprises up to 100m of Cainozoic sediment overlying Precambrian basement. Clarke (1993) divided the sedimentary sequence into the Eundynie Group, comprising a succession of Eocene sedimentary rocks, and the overlying Redmine Group, comprising Oligocene to Recent deposits.

Within oxidised basal sediments gold distribution is typically irregular and sparse. Placer gold is confined to quartzitic sand and gravel lag adjacent to a Tertiary / Archaean unconformity (autochthonous style) and is absent from clay and sand units throughout the upper part of the basal sand facies (allochthonous style). Placer gold may be preferentially concentrated according to palaeotopography where highly-elevated concentrations, commonly incorporating nugget-sized gold grains, occur at stream junctions, particularly in the upper reaches of channel systems. Elevated concentrations may also occur with particular orientations of the channel base, defined by regional bedrock structures.

Exploration

Non-drilling exploration activities for gold mineralization on the HGO tenements included desktop geochemistry studies, detailed gravity surveys, and soil and rock-chip sampling surveys. This work is detailed below.

Geophysical Surveys

Atlas Geophysics (Australian global gravity survey contractors) completed the acquisition and processing of 3,960 new gravity stations for Karora Resources over three areas: Abbotshall, Higginsville and Lefroy, approximately 10 km south-west, 50 km north and 90 km north, respectively, of Norseman in Western Australia.

Gravity stations in all three areas were acquired using a 200 m x 100 m grid configuration. Atlas Geophysics completed the acquisition of the dataset with two crews utilising foot-borne gravity methods.

The following instrumentation was used for acquisition of the gravity data:

- Three CG-5 Autograv Gravity Meters
- Two CHC i70+ GNSS Rover Receivers
- Two CHCi70+ GNSS Base Receivers

The gravity survey was completed in 28 days of acquisition. An average acquisition rate of around 141 stations per day of production was achieved for the survey.

Final data met project specifications. Repeatability of the data was excellent, with the standard deviation of the elevation repeats at 0.022 m and the standard deviation of the gravity repeats at 0.025 mgal. The results of the gravity surveys produced excellent imagery highlighting the various high- and low-density features amongst the underlying geology.

Soil and Rock Chip Sampling

A total of 5,052 surface samples were collected during the reporting period over a range of Karora tenements. This comprised 2,938 soil samples and 2,114 rock chip samples (grab and outcrop). Samples were collected on a variety of grid spacings depending on the program requirements, the tenement size/shape and any historic data that was present.

3D Structural Modelling Earth (Model Earth)

Karora requested that Model Earth (consultancy group) assist in the understanding and modelling of the Spargos Reward deposit and the Trident Line-of-Lode deposits/prospects adjacent to the Higginsville Mill, as well as assessing the potential for further gold deposits. The scope of work involved the collection and integration of multiple data sets to create 3D Models and exploration targets generated from that model. Data used and collected were assays, pXRF results, diamond core relogging, pit mapping, 3D litho geochemistry, core logging and geochemistry and 3D structural frameworks.

Spargos Reward

Model Earth used geochemical analysis via pXRF to collect the data and ioGAS software to process the data. Using this process, a litho geochemical 3D model was completed in Leapfrog as well as a 3D structural model. Following this, an analysis of the controls on mineralisation and future targeting of the Spargos Reward ore lodes was completed.

The primary control on the plunge of orebodies at Spargos Reward is moderate (40–55 degrees Celsius) NNE plunging folding and the intersection of associated S1 (pervasive) foliation with bedding or lithology boundaries. These primary high-grade plunges are compartmentalised by the intersection of steeply dipping shear zones at around 10 degrees Celsius oblique to the orebody. Intersections generally plunge steep (60–80 degrees Celsius) towards the SSW, but are locally more complicated due to the small angle between the shear zones and lithology boundary. Locally, steep SSW plunging high-grade zones may be related to boudins or steps in these shear zones.

The most apparent exploration opportunity to come from 3D modelling is noting the lack of drilling where the main shear zone corridor intersects the felsic volcanic-mafic sediment boundary, below and to the immediate SSW of the Spargos Reward deposit. Exploration up to this point in time of modelling has been focused on the NNE plunging continuity of Au-grade.

Trident Line – of – Lorde

Model Earth provided a solid geological model and insight into the important features of prospectivity for the area. The Trident Line-of-Lode ("**LOL**") trend is deformed by a series of anastomosing shear zones comprising NNW and NNE trending segments. The structures are predominantly east-dipping with reverse kinematics and vary in dip from subvertical to around 30 degrees. Overall strain along the LOL is quite low, but offset along some shear zones of a few hundred metres is apparent from changes in lithology. Despite local modification by shearing/thrusting, the primary stratigraphy of the Trident LOL is relatively intact. Younging-east indicators in sediments and the differentiation of sills indicate most of the stratigraphy is right way up along the length of the LOL. The asymmetric geometry of sills and ultramafic flows, and the unexplained termination of these units to the NW, suggest an early basin fault architecture that has caused changes in the thickness of deposited (and/or intruded) units prior to shearing and gold mineralisation.

The thickened end of the Trident Sill at Trident-Poseidon is unique in the LOL, and it would make sense to prioritise exploration efforts around this feature. In the remainder of the LOL, the known sills are thinner and more discontinuous, with less chance of differentiation creating favorable host rocks for larger gold deposits. The Vine deposit has the most potential for expansion as it occurs in a reasonably thick and differentiated part of the Vine Sill, but is still roughly 10 times less volume than the sill at Trident-Poseidon, and the deposit has been drilled down dip with little indication that the sill expands. The potential is relatively good for finding extensions to known orebodies or for finding smaller new orebodies (hosted by dolerite/gabbro or in other host rocks) along the LOL away from Trident-Poseidon. These deposits will be hard to predict, small compared to Trident-Poseidon, and difficult to justify exploration costs to any significant depth. The potential of the Northwest Unknown area remains unknown. Structural conduits for gold-bearing hydrothermal fluid are almost certainly present. The exploration potential of this area hinges on discovery of suitable host rocks to be deformed and fractured by these structures to form a significant deposit.

Drilling

Drilling at HGO has been carried out by a number of companies since the 1970's to explore for and delineate nickel and gold resources using a variety of methods. From October 1, 2020 to July 2, 2023, Karora has drilled 2,084 holes, totalling 157,544m for the purpose of development of gold resources and exploration for new gold deposits. The total drill holes and metres by type are shown in Table 2 and Table 3.

Table 2: Higginsville Drill Hole Database- Number of Holes as of October 1, 2020 and July 2, 2023.

Drill Type	Number of Holes	Metres
AC	1,094	47,427
DDH	77	18,879
RC	775	60,062
RC/DDH	138	31,176
Total	2,084	157,544

Results and Drill Sections

Interpretation of results from three key projects: Sleuth Trend, Spargos and Norcott, drilled between October 1, 2020 and July 2, 2023 are detailed below.

Lake Cowen and Sleuth Trend

Sleuth Trend area is a southeast striking, approximately 20 km zone of identified gold anomalism beginning at the already mined Baloo pit, 15 km east of the Higginsville Mill. The trend mainly resides beneath the western margin of Lake Cowan.

The 5-km segment between Baloo and Monsoon was aircore drill tested in parts returning lowlevel gold assays supportive of a mineralized trend, while initial RC and diamond drilling has indicated high grade mineralization present at depth. A total of 17,829 m over 414 aircore holes was drilled over the Lake Cowan Project area in 2021, including the targeted Sleuth Trend. In addition to the aircore drilling, in 2021 Karora designed and drilled an initial drill program of

four lake-RC and three lake-diamond holes totalling 1,355 m to test below a strong regolith anomaly located 1 km northwest of the main Monsoon prospect (and along the Sleuth Trend).

Highlights from the drilling are listed below.

Lake Cowan AC significant levels (.0.2 g/t Au):

- HIGA8864: 1.35g/t Au over 5m from 68m, including 3.64g/t at 16m from 72m
- HIGA9653: 0.36 g/t over 36m from 52m, including 3.1 g/t at 4m from 56m
- HIGA9672: 0.42 g/t over 19m from 60m including 3.0g/t at 2m from 76m
- HIGA9636: 0.24 g/t over 16m from 68m, including 1.39 g/t at 1m from 80m
- HIGA9631: 0.36 g/t over 12m from 68m
- HIGA9609: 0.22 g/t over 18m from 68m
- HIGA9623: 0.21 g/t over 4m from 48m

Lake Cowan RC and DD significant intercepts (>1 g/tAu):

- KPBR0101: 1.45 g /t over 2m from 48m
- KPBR0104: 21.21 g/t over 3m from 62m including 54.9g/t over 1m from 62

Spargos Reward

The Spargos Reward project is located 65 km north of Karora's Higginsville Mill by road. The Spargos Reward gold mineralized system is positioned on the contact between metagreywackes to the east and strongly altered sodic felsic volcanics to the west along a major north trending shear zone which dips steeply to the east. Currently, the resource has been tested to a vertical depth of 600 m with apparent high-grade shoots plunging to the north visible within the deposit.

A total of 20,947 m of combined RC and DD were drilled at Spargos Reward over multiple phases during the reporting period. The latest drilling phase comprised four holes of deep DD drilling in late 2022 and early 2023 totalling 2,714 m.

Norcott

In early 2021, an aircore program consisting of 236 holes for 8,551 m drilled on a 180 m by 640 m grid was completed over the project area. The drilling was designed to test the Jeffreys analogue targets selected from aeromagnetic data in 2019–2020. The drilling was carried out by Gyro Australia. All holes were drilled vertically and were sampled primarily in 4 m intervals. Sample analysis was split between two laboratories: ALS Perth and Bureau Veritas Perth. ALS used their

Au-ICP22 method (trace level Au by fire assay and ICPAES) while Bureau Veritas used AR001 (aqua regia with ICP-MS finish).

Best results include:

- HIGA9153: 157 ppb at 4 m from 40 m
- HIGA9133: 22 ppb at 12 m from 436 m, including 45ppb at 1m from 44m
- HIGA9122: 23ppb at 7m from 41 m

Sampling, Analysis and Data Verification

Sample Preparation

Aircore (AC)

From 2022, a larger drill rig capable of both AC and RC drilling was used for first pass regional exploration. Two types of rock chip samples are collected at the drill rig. Every metre drilled passes through a cone splitter below the cyclone, after which a 1 m sample is collected from a side shoot into a calico bag, and the bulk sample is collected in a bucket underneath the cyclone. The bucket is emptied onto the ground after which a field technician uses a spear to collect a 4 m composite sample. QA/QC Standards are placed in calicos and are inserted within the composite sequence in the field. A register is recorded within the field at the time of drilling of every sample's unique sample ID number and corresponding metre, as well as the Standard ID when it is first placed into the sequence.

The composite samples are then collected in poly-weave bags and placed within a bulka bag that will be delivered to the correct laboratory via haulage truck. The 1 m splits are stored in plastic field bags close to the corresponding drilled hole. The composite samples are analysed for gold and multi-elements.

From July 2022, each hole has an end of hole ("EOH") sample submitted for lithochemical analysis. Intervals may also be chosen ad-hoc downhole by the logging geologist when necessary for this analysis. Samples are wet sieved, with any quartz veining removed, and the resultant sample spooned into a small brown paper bag numbered with 'holeID_interval metre'.

Surface

Reverse circulation drilling is a form of percussion drilling utilizing a (nominally) 5¼" face-sampling hammer which is designed to eliminate downhole contamination. Drill cuttings are extracted from the reverse circulation return via cyclone. cone splitter has typically been used located directly below the cyclone, delivering approximately three kilograms of the recovered material into calico bags for analysis. Samples that are too wet to be split through a splitter are taken as grabs and are recorded as such. The use of a cone splitter is much more accommodating for wet samples.

From July 2022, a new RC drilling process was used. For every metre drilled, two 1 m splits are collected from the cyclone. Two bag sequences (A) and (B) are utilised. (A) is the primary sequence that will be collected with full QA/QC applied and sent to the Bureau Veritas Kalgoorlie laboratory for fire assays. The field duplicates for QA/QC are taken from the (B) sequence. The second sequence (B) is left in the field close to the drilled hole and does not have QA/QC applied to it (unless the samples are revisited later for laboratory submission).

Diamond Drilling (DD)

Diamond drilling carried out by Karora at Higginsville is logged, sampled and analysed in line with Karora procedures. Diamond drill core is cleaned, laid out, measured and logged on site by geologists for lithology, alteration, mineralisation and structures. Structural measurements, alpha and beta angles, are taken using a kenometer core orientation tool on major lithological contacts, foliations, veins and major fault zones, and are recorded based on orientation lines scribed onto the core by the drillers. Multiple specific gravity (SG) measurements are taken per hole in both ore and waste zones. SGs are taken at a specific gravity weighing station set up at Higginsville. Field technicians, or geologists when necessary, record the Rock Quality Designation (RQD). Logging is entered into LogChief drill hole logging software on field laptop computers and checked into Karora's geological database.

Depending on the project requirements, the diamond core will be drilled to PQ, HQ3, and NQ2 core diameter and either be whole core, half core or quarter core sampled. Sample intervals are based on geology, with a minimum 0.2 m to maximum 1.2 m sample size. Before sampling, diamond core is photographed wet and dry, and the generated files stored electronically on the Karora server. Sampling is performed by a technician in line with sample intervals marked up on

the core by a geologist. Core is cut at the sample line and either full, half or quarter core is taken according to the geologist's instructions and placed into numerically marked calico sample bags ready for dispatch to the laboratory, and QA/QC standards and blanks inserted into the series. The half core that is not sent for assaying is stored in the core farm for reference.

Sample Security

Sampling is conducted by Karora staff or contract employees under the supervision of site geologists. Samples are placed in calico bags, then placed into poly-weave bags (five at a time) which are then loaded into bulka bags. The bulka bags are collected by a third-party contractor or collected by laboratory transport and driven to the appropriate laboratory. All samples received by the laboratory are physically checked against the dispatch order and Karora personnel are notified of any discrepancies prior to sample preparation commencing. No Karora personnel are involved in the preparation or analysis process.

Fire Assay

All geological samples requiring assaying are sent off site to a commercial laboratory for analysis. The entire dried sample is jaw crushed ("JC2500" or "Boyd Crusher") to a nominal 85% passing 4mm with crushing equipment cleaned between samples. The sample is then split using an Integral RSD to produce a product <3kg, the remainder of the sample is stored as the coarse reject. The sample is then pulverised in a LM5 ring mill to grind the sample to a nominal 90% passing 75µm particle size. A charge of 40g is taken and flux added, and fired in a reduction furnace to produce a button. It is then further fired in a muffle furnace to produce a dore bead. The dore bead is then dissolved and silver separated from the gold in solution. The resulting liquor is then analysed for gold content by organic extraction with flame AAS finish, with an overall method detection limit of 0.01 ppm Au content in the original sample.

Quality Control Analysis

QA/QC consists of regular insertion and submission of blank and certified standard material ("CRMs"), as well as regular repeat analysis of the coarse reject material. Internal laboratory standard reference material is also regularly analysed at a rate of 1 in every 20 samples.

These are reviewed by the geologist in charge of each prospect as the assays returned to site. In addition, monthly reports are generated by the database administrator for the geology team, including control charts for assays returned for standards and blanks, and comparison plots of duplicate assays.

Data Verification

The "qualified person" has, through examination of internal Karora documents - including monthly QA/QC site reporting, the implementation of routine, control checks and personal inspections on site and discussions with other Karora personnel, verified the data in the HLO Technical Report and satisfied himself that the data is adequate for the purpose of the HLO Technical Report.

Mineral Processing and Metallurgical Testing

Gold Processing

Gold mineralization is processed at HGO. Material is processed in either batches or mixed with other mineralization sources from HGO.

Mineral Resource Estimate

On September 30, 2023, Karora provided an updated consolidated gold mineral resource estimate. Gold mineral resources at HLO comprise the deposits associated with the Higginsville Central and Higginsville Greater areas.

Table 3: HGO Gold Mineral Resources as at September 30, 2023

	Measured			Indicated			Measured & Indicated			Inferred		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
HGO Central												
Sub-Total	1,002	2.8	92	4,162	2.5	339	5,164	2.6	431	2,117	2.6	179
HGO Greater												
Sub-Total	11,607	1.3	476	13,173	1.5	640	24,780	1.4	1,116	4,814	1.8	273
Total	13,355	1.4	582	18,469	1.7	1,007	31,824	1.6	1,589	6,931	2.0	452

Notes:

- (1) Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. There is no certainty that all or any part of the Mineral Resources estimated will be converted into Mineral Reserves.
- (2) The Measured and Indicated Mineral Resources are inclusive of those Mineral Resources modified to produce Mineral Reserves.
- (3) The Mineral Resource estimates include Inferred Mineral Resources that are normally considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as Mineral Reserves. There is also no certainty that Inferred Mineral Resources will be converted to Measured and Indicated categories through further drilling, or into Mineral Reserves once economic considerations are applied.
- (4) The Gold Mineral Resource are estimated using a long term gold price of US\$1,700/oz with a US:AUD exchange rate of 0.70.
- (5) Gold Mineral Resources were estimated using variable cut-off grades accounting for variable operational costs as follows: Higginsville Underground (Chalice and Trident at 1.3g/t and Spargos UG at 1.6g/t), Higginsville Open Pits (excluding Mt Henry Project) – 0.5g/t, Mt Henry Project – 0.4g/t.
- (6) To best represent 'reasonable prospects of eventual economic extraction' the mineral resource for open pits has been reported within optimized pit shells at A\$2,429 (US\$1,700) and, for underground resources, areas considered sterilized by historical mining are depleted from the Mineral Resource.
- (7) Mineral Resource tonnage and contained metal have been rounded to reflect the accuracy of the estimate, and numbers may not add due to rounding.
- (8) Mineral Resource Estimates were prepared under the supervision of Qualified Persons S. Devlin (Chief Geological Officer - Karora) and I. Glacken (Geologist & Geostatistician, Snowden Optiro Pty Ltd). Mr. Glacken's responsibility is limited to the Mt Henry Project Mineral Resources.

Stephen Devlin, FAusIMM, the Group Geologist of the Company and a "Qualified Person" as defined in NI 43-101, has reviewed and approved the disclosure of the technical information for the HGO Gold Mineral Resource included in this Appendix "A" – *"Material Mineral Projects – Higginsville Gold Operation – Mineral Resource Estimate"*.

Ian Glacken, FAusIMM(CP), FAIG, MIMMMm, a "Qualified Person" as defined in NI 43-101, has reviewed and approved the disclosure of the technical information for the Mt Henry Project Mineral Resources included in this Appendix "A" – *"Material Mineral Projects – Higginsville Gold Operation – Mineral Resource Estimate"*.

Mineral Reserve Estimates*Higginsville Central*

The Higginsville Central deposits were last reported in the Technical Report dated January 29, 2021 as filed on SEDAR+. Since that report, the current status of the HGO Central Mineral Resources is summarised as follows:

- Trident, Fairplay, Vine, Pluto and Mitchell Paleochannel deposits Mineral Resource estimates remain unchanged from the Technical Report dated January 2021.
- The Hidden Secret deposit was mined by open pit methods and the resource completely depleted.
- Pioneer, Two Boys and Mouse Hollow deposits have additional drilling programs and mining activities resulting in updated Mineral Resource models.

Higginsville Central Mineral Reserves comprise the deposits of Trident, Mitchell and Pioneer.

Gold Processing

The current Higginsville mill has been in operation since July 2008 and local mill feed variability is well understood. Various test work programs dating back to 2008 have been used to understand potential impacts during crushing and

milling as new production sources come online. As new production sources are delineated, testing is conducted to assess whether the metallurgy will vary significantly for the anticipated responses.

For both the Higginsville GPF and Lakewood GPF, mill feed characterisation, classification and recovery test work is conducted on new production sources as required. Typical metallurgical test work is comprised of head assays determination; ball mill work index determination and Abrasion index testing; grind establishment to 75 um; gravity recovery; leach test on the gravity tail with the following set points; pH 8.5; CN at 200ppm; 40% solids with site water; and 48 hours leach time. Additionally, extended leach test work is sometimes required using lead nitrate additives. Diagnostic leach test work may also be carried out if the standard leach test shows lower than expected recoveries.

Trident (Underground)

The underground Trident deposit has three distinct mineralised zones called Western Zone, Eastern Zone and Athena Lodes. Access is gained from the previously mined Poseidon South open pit and underground workings.

Trident features narrow, mineralised zones. Air leg room and pillar stoping is proposed and planned for these zones, as a well-known and practiced mining method in various underground gold mines of Western Australia. The Trident Mineral Reserves were optimised, designed and scheduled by mineral zone and mining method.

Trident has a number of developed areas and some remnant mining potential. These developed areas will require rehabilitation and other areas will require access and ore drive development. The development to ore tonnes ratio remains attractive for Trident.

Mineral Reserve Estimation Process

Trident has been planned to operate as an underground gold mine allowing current design criteria, mining methods, and actual costs to form the basis for mine design, scheduling, and economic evaluation used in this estimation process. As an historic operating underground mine, costs, mining methods and metallurgical factors are well understood, providing confidence in their application as part of the Mineral Reserve estimation process. Although some additional surface infrastructure will be required, the key major infrastructure and permitting is in place with access to a well-established decline portal. The economics of the mineral reserve estimate could be materially affected by a significant change to commodity price.

Designs previously completed by ABGM were loaded into Deswik software and verified against current as-builts and the resource model. These designs were scheduled in Deswik and interrogated against the resource model trident_mar17_trim.dm. Economics of levels were evaluated within Deswik Sched, using a Pseudoflow algorithm and assumed costs for each mining activity, to exclude any areas that were uneconomic.

The resulting mineral reserve estimate as at September 30, 2023 is shown in Table 4.

Table 4: Summary of Trident Mineral Reserves as at September 30, 2023

Location	Proven			Probable			Total		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
Trident	132	2.2	9	307	3.5	34	439	3.1	44

Notes:

- (1) The Mineral Reserve is reported at a marginal cut-off grade of 0.5g/t and a 1.5g/t cut-off grade for stopes.
- (2) Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500 per oz gold and an exchange rate of 0.70 USD: AUD.
 - (ii) Metallurgical recovery of 95%.
 - (iii) The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to several significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where materials is delivered to the mill) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P. Ganza, MAusIMM (CP).

Stope Design Parameters

The following stope design parameters were applied within the mine design:

- minimum footwall dip angles were set at 42 degrees;
- minimum mining widths (excluding dilution) of 4.5m and 1.7m for the LHOS and airleg stoping methods respectively;
- dilution of 1m on the footwall and hanging wall of each stope shape (total of 2m of dilution) applied as part of the stope optimisation process for the LHOS and 10% so 0.2m additional overbreak for the airleg stoping. The dilution is evaluated with the Mineral Resource model; and therefore, dilution carries the evaluated grade from the Mineral Resource Model; and
- natural low-grade rock pillars have been included in the mine design per the economic stope shapes developed. Proximity to old mined out areas were also considered. An additional mining recovery factor of 90% has been applied to account for ore extraction and ore losses and bogging recovery losses.

Cut-off Grade Derivation

Two Mineable Shape Optimiser® ("MSO") optimisations were completed to develop stope shapes, the first used a gold grade cut-off (diluted cut-off grade) of 2.2 g/t. The secondary optimisation/shape definition used a cut-off grade of 1.5 g/t. Stopes where both shapes provided the same stoping areas used the higher ounces stope formed (of the two). The key optimisation and design focus were to increase ounces (as there would be recommencement work and cost) and defining the best ounce profile was deemed key. An ore development cut-off grade of 0.5 g/t was applied which covers the processing cost, as mining and haulage of this material is a sunk cost required for access for stoping. The cut-off grade inputs and calculations are shown in Table 5 and Table 6.

Table 5: Trident Underground Mineral Reserves — net gold price calculation

Factor	Unit	Value
Gold Price	US\$/oz	1,500
Exchange Rate	USD: AUD	0.7
State Royalty	%	2.5
Third Party Royalty	%	4
Metallurgical Recovery	%	95
Net Price (after recovery)	\$/ oz	1,903
Net Price (after recovery)	\$/ g	61.2

Table 6: Trident cut-off grade calculation inputs

Operating Costs	Unit	Operating Costs (inc Development)	Marginal Stopping Costs (no development)	Development Cut-off Grade	Total Mining Costs Including Capital Development
Mining Costs					
Direct Operating Costs	A\$/t	72.5	25.9	-	106.2
Maintenance Costs	A\$/t	8.7	8.7	-	8.7
Management & Technical Services Cost	A\$/t	12.6	12.6	-	12.6
G&A Cost	A\$/t	7.8	7.8	-	7.8
Haulage Costs	A\$/t	-	-	-	-
Processing Costs	A\$/t	35.2	35.2	35.2	35.2

Total Operating Cost	A\$/t	136.8	90.2	35.2	170.5
Stope cut-off grade	g / t	2.2	-	-	-
Incremental Stope Cut-off Grade	g / t	-	1.5	-	-
Incremental Development Cut-off Grade	g / t	-	-	0.6	-
Fully Costed Cut-off Grade	g / t	-	-	-	2.8

Open Pits

The Higginville Central deposits comprise a series of open pit deposits as follows:

- Mitchell Group
- Pioneer

Mineral Reserve Estimation Process

A process has been followed to convert the Mineral Resources to Mineral Reserves which is underpinned by design, schedule and economic evaluation. This process is described below and in the following sections.

- The following Mineral Resource models were used to complete pit optimisation, design and schedule for the Mitchell and Pioneer Mineral Reserves:
 - Mitchell "mitchell_20180317.dm"
 - Pioneer "pioneer_bm_20231020_eng.mdl"
- Mining ore loss and dilution were estimated by re-blocking each resource model to a 2.5 m x 2.5 m x 5m size which represents the minimum selective mining unit (SMU) size of the planned open pit fleet.
- Open pit optimisations were run by Karora on the diluted models described above using Deswik software Pseudoflow optimisation algorithm. Modifying factors including mining costs, processing costs, selling costs, metallurgical recoveries and gold price were applied within the software and optimal shells were then selected as the basis for subsequent designs.
- Mine designs were then completed for the three mining areas:
 - Mitchell — a cutback on the existing pit; and
 - Pioneer — a northern and southern pit.
- Designs were scheduled in Deswik, with tonnes and grade interrogated against the original resource model, with global averages for dilution (10%) and mining recovery (95%) applied.
- A production schedule was then developed for each pit separately with mining productivity based on a Caterpillar 6020 excavator matched to Caterpillar 777 haul trucks.
- The resulting mining schedule was evaluated by re-applying the modifying factors to the mining schedule physicals to ensure the designs and schedule were economically viable.

The resulting mineral reserve estimate as at September 30, 2023 is summarized in Table 7.

Table 7: Mitchell and Pioneer Gold Mineral Reserves at September 30, 2023

Mineral Reserve	Proven			Probable			Total		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
Mitchell	0	0.0	0	205	2.3	15	205	2.3	15
Pioneer	44	1.6	2	189	2.2	14	233	2.1	16
Total Mineral Reserve	44	1.6	2	395	2.3	29	438	2.2	31

Notes:

- (1) The Mineral Reserve is reported at a 0.8g/t cut-off grade for Mitchell and Pioneer.
- (2) Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - (ii) Metallurgical recovery varies by deposit.
 - (iii) The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to several significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where materials is delivered to the mill) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P. Ganza, MAusIMM (CP).

Cut-off Grade Derivation

The ore cost is a combination of the processing cost, any mining specific Mineral Reserve costs (e.g. rehandle, grade control etc.) and the road haulage to the Higginsville Mill. Summarised processing costs include an allowance for sustaining capital and tails dam construction on a dollar per tonne basis.

The net price calculation is detailed in Table 8; the resulting cut-offs used to define the Mineral Reserve are detailed in Table 9.

Table 8: Mitchell and Pioneer Open Pit Mineral Reserves — net gold price calculation

Parameter	Unit	Mitchell	Pioneer
Gold Price	US\$/oz	1,500	1,500
Exchange Rate	USD: AUD	0.7	0.7
State Royalty	%	2.5	2.5
Third Party Royalty	%	4	4
Third Party Royalty- Mitchell	%	32	0
Net Price	\$/ oz	1,971.6	2,003.6
Net Price	\$/ g	63.4	64.4

Table 9: Mitchell and Pioneer Open Pit Mineral Reserves — cut-off grade calculation

Parameter	Material	Unit	Mitchell	Pioneer	Source
Haulage Cost	All	\$/t	3.71	5.19	Actual Costs
Processing Costs (inc. Sustaining Capital)	All	\$/t	35.15	35.15	Site Actuals and Forecast
Site G&A	All	\$/t	7.8	7.8	Site Forecast
Processing Recovery	Oxide	%	88	92	Metallurgical Testwork
	Trans	%	88	92	Metallurgical Testwork
	Fresh	%	N/A	92	Metallurgical Testwork
Cut-off Grade	Oxide	g/t	0.8	0.8	
	Trans	g/t	0.8	0.8	
	Fresh	g/t	N/A	0.8	

Note:

- (1) Mitchell Pit does not include any fresh material.

Higginsville Greater

Higginsville Greater mineral reserves comprise the deposits of Chalice, Spargos, Mt Henry, Musket, Wills, Baloo and the Lake Cowan deposits of Atreides and Louis.

Chalice

The Higginsville Greater deposits include the Chalice open pit (depleted) and remnants remaining in the Chalice underground mine.

The Chalice Gold Deposit is situated 22km west-southwest of the Higginsville mining camp within the southwestern portion of the Archaean Norseman-Wiluna granitoid-greenstone belt, Yilgarn Craton, Western Australia. Access is via the Coolgardie-Esperance Highway.

The terrane immediate to the Chalice Deposit is lightly wooded, essentially flat, but for waste dumps to the west of the open pit (orthophoto of the Chalice pit and surrounds). Access is good.

The Chalice Mineral Reserve was previously stated in Karora's 2021 NI 43-101 Report for HGO, with Anton von Wielligh of ABGM Pty Ltd as the Qualified Person. Having reviewed and verified the previous data and updated it with up to date modifying factors (costs and gold price), Mr. Ganza MAusIMM (CP) accepts responsibility as Qualified Person for the Chalice Mineral Reserve estimates. While updated and verified, it is the opinion of the Qualified Person that the Chalice Underground Mineral Reserves have not materially changed.

Mineral Reserve Estimation Process

Chalice mine is planned as an operating underground gold mine allowing current design criteria, mining methods, and actual costs to form the basis for mine design, scheduling, and economic evaluation used in this estimation process. As an historic operating underground mine, costs, mining methods and metallurgical factors are well understood, providing confidence in their application as part of the mineral reserve estimation process. From the site visit concluded for Chalice, it was evident that Chalice requires most of the mining infrastructure to be re-established. The underground is planned to be accessed from inside the Chalice open pit, but the site visit revealed that rehabilitation of the portal/entrance and the Chalice decline will be required and was planned and costed as part of the scheduling and cost estimation. The economics of the mineral reserve estimate could be materially affected by a significant change to commodity price.

Designs previously completed by ABGM were loaded into Deswik software and verified against current as-builts and the resource model. These designs were scheduled in Deswik and interrogated against the resource model Chalice_res-Nov14.bmf. Economics of levels were evaluated within Deswik Sched, using a Pseudoflow algorithm and assumed costs for each mining activity, to exclude any areas that were uneconomic.

The resulting mineral reserve estimate as at September 30, 2023 is shown in Table 10.

Table 10: Chalice Mineral Reserves as at September 30, 2023

Mineral Reserve	Proven			Probable			Total		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
Chalice	190	2.3	14	586	2.1	40	777	2.1	54

Notes:

- (1) The Mineral Reserve is reported at a marginal cut-off grade of 0.5g/t and Break-even stoping areas cut-off of 1.5g/t Au..
- (2) Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - (ii) Metallurgical recovery of 94.5%
 - (iii) The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to several significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where materials is delivered to the mill) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.

(7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P. Ganza, MAusIMM (CP).

Stope Design Parameters

The following stope design parameters were applied within the mine design:

- Minimum footwall dip angles were set at 42 degrees;
- Minimum mining widths (inclusive of planned dilution) of 4.5m;
- Dilution of 1m on the footwall and hanging wall of each stope shape (total of 2m of dilution) applied as part of the stope optimisation process for the LHOS;
- The dilution is evaluated with the Mineral Resource model; and therefore, dilution carries the evaluated grade from the Mineral Resource Model (provided it is within the Measured or Indicated Mineral Resource categories); and
- Natural low-grade rock pillars have been included in the mine design per the economic stope shapes developed. Proximity to old mined out areas were also considered. An additional mining recovery factor of 90% has been applied to account for ore extraction and ore losses and bogging recovery losses.

Cut-off Grade Derivation

Two MSO optimisations were completed to develop stope shapes, the first used a gold grade cut-off (diluted cut-off grade) of 1.8 g/t. The secondary optimisation/shape definition used a cutoff grade of 1.5 g/t. Stopes where both shapes provided the same stoping areas used the higher ounces stope formed (of the two). The key optimisation and design focus were to increase ounces (as there would be recommencement work and cost) and defining the best ounce profile was deemed key.

The initial stopes were run but then only stopes grading 1.8 g/t Au or more (diluted/modified stope grades) were first designed and then a 1.5 g/t cut-off grade was applied to all underground design areas provided the areas have development and all potential capital costs covered (marginal cut-off grade). An ore development cut-off grade of 0.6 g/t was applied which covers the processing cost, as mining and haulage of this material is a sunk cost required for access for stoping. Cut-off grade inputs and calculations are shown in Table 11 and Table 12.

The Chalice mine design and schedule is extremely sensitive to revenue factors, so changes to recovery or gold price may impact economic areas as designed for this Mineral Reserve.

Table 11: Chalice Underground Mineral Reserves — net gold price calculation

Parameter	Unit	Value
Gold Price	\$US / oz	1,500
Exchange Rate	USD:AUD	0.7
State Royalty	%	2.5
Third Party Royalty	%	4
Metallurgical Recovery	%	94
Net Price	\$/oz	1,883
Net Price	\$/g	60.5

Table 12: Chalice Underground Mineral Reserves — Cut-off Grade Calculation Inputs

Operating Cost	Unit	Operating Cost (incl. Development)	Marginal Stopping Costs (no development)	Development Cut-off	Total Mining Costs Including Capital Development
Mining Costs					

Operating Cost	Unit	Operating Cost (incl. Development)	Marginal Stopping Costs (no development)	Development Cut-off	Total Mining Costs Including Capital Development
Direct Operating Costs	\$AUD/t	45.3	29.2		53
Maintenance Costs	\$AUD/t	6.9	6.9		6.9
Management & Technical Services Cost	\$AUD/t	13.5	13.5		13.5
G&A Cost	\$AUD/t	7.8	7.8		7.8
Haulage Cost	\$AUD/t	6.1	6.1	6.1	6.1
Processing Cost	\$AUD/t	35.2	35.2	35.2	35.2
Total Operating Cost	\$AUD/t	114.8	98.7	41.3	122.4
Stope cut-off grade	g/t	1.8			
Incremental Stope cut-off grade	g/t		1.5		
Incremental Development cut-off grade	g/t			0.6	
Fully Costed cut-off grade	g/t				1.9

Spargos

The Spargos underground is planned to be accessed via two portals near the base of the existing Spargos open pit; one portal is the main access and haulage portal and the other is the primary ventilation exhaust and second means of egress portal. A single decline on the east side of the orebody will provide access to the mining levels, which are spaced at 20 m vertical (floor to floor). The intended mining method is top-down LHOs with pillars. A conventional medium-sized diesel fleet has been specified in the current mine design. Road trains will haul the ore to the Higginsville Mill via previously constructed private haul road to the nearby Coolgardie- Esperance Highway. Ore will be processed at the Higginsville Mill.

Mineral Reserve Estimation Process

The process to convert the Mineral Resources to Mineral Reserves which is underpinned by mine design, schedule and economic evaluation. This process is described in the following points, with further detail provided in subsequent sections.

- A Mineral Resource model was provided spargos_res_bm_20230512_eng.mdl.
- Stope optimisations were run on these Mineral Resource models, using MSO filtered to a 2.0 g/t cut-off grade. The resulting stope shapes were reviewed for practicality of mining, with impractical mining shapes removed.
- Modifying factors were applied to these stope shapes including dilution and recovery factors based on estimated dilution and recovery performance.
- A development design was produced to align with the resulting stope shapes that tied into the existing underground as-builts. The development design follows current site design criteria and a development ore dilution factor of 10% and recovery factor of 100% has been applied.
- Stope shapes were depleted with development drives.
- All stope and development designs (the mine design) were evaluated with Mineral Resource models and any Inferred material within the mine design was set to waste grade (0 g/t Au).
- Mining areas and extraction levels were evaluated using the cost and revenue assumptions applied in the cut-off grade estimation and sub-economic levels were removed from the Mineral Reserve.
- The mine design was scheduled in Deswik mining software to produce a mine plan, using industry standard productivity rates and following the appropriate mining sequence.
- The resulting mining schedule was evaluated in a financial model based on current operation costs to ensure economic viability.

Table 13: Spargos Underground Mineral Reserves as at September 30, 2023

Mineral Reserve	Proven			Probable			Total		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
Spargos	0	0	0	437	4.6	64	437	4.6	64

Notes:

- (1) The Mineral Reserve is reported at a 0.7g/t cut-off grade for development and a 2.0g/t cut-off grade for stopes.
- (2) Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - (ii) Metallurgical recovery of 90%
 - (iii) The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to several significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where materials is delivered to the mill) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P. Ganza, MAusIMM (CP).

Stope Design Parameters

The following stope design parameters were applied within the mine design:

- Minimum footwall dip angles were set at 45 degrees;
- Minimum mining widths (inclusive of planned dilution) of 2.5m;
- Dilution of 0.25m on the footwall and hanging wall of each stope shape (total of 0.5m of dilution) applied as part of the stope optimisation process for the LHOS; and
- The dilution is evaluated with the Mineral Resource model; and therefore, dilution carries the evaluated grade from the Mineral Resource Model (provided it is within the Measured or Indicated Mineral Resource categories).

Cut-off Grade Derivation

Costs are based on suppliers quotes, mining contractor costs or comparisons to Beta Hunt costs as per Section 21.2.2.2 of the HGL Technical Report. The initial stopes were run at a cut-off grade of 2.0 g/t Au (diluted/modified stope grade). An opportunity exists to add to the mine plan by testing if stopes above the determined marginal cut-off of 1.6 g/t cut-off grade add to the economics of the project. An ore development cut-off grade of 0.6 g/t was applied which covers the processing and surface haulage cost, as mining and underground haulage of this material is a sunk cost required for access for stoping. Cut-off grade inputs and calculations are shown in Table 14 and Table 15.

Table 14: Spargos Underground Mineral Reserves — net gold price calculation

Parameter	Unit	Value
Gold Price	\$US / oz	1,500
Exchange Rate	USD:AUD	0.7
State Royalty	%	2.5
Metallurgical Recovery	%	90
Net Price	\$/oz	1,880
Net Price	\$/g	60.5

Table 15: Spargos Underground Mineral Reserves — cut-off grade calculation inputs

Operating Cost	Unit	Operating Cost (incl. Development)	Marginal Stopping Costs (no development)	Development Cut-off	Total Mining Costs Including Capital Development
Mining Costs					
Direct Operating Costs	\$AUD/t	59.2	32.9	-	158.4
Management & Technical Services Cost	\$AUD/t	11.3	11.3	-	11.3
G&A Cost	\$AUD/t	7.8	7.8	-	7.8
Haulage Cost	\$AUD/t	7.5	7.5	7.5	7.5
Processing Cost	\$AUD/t	35.5	35.5	35.5	35.5
Total Operating Cost	\$AUD/t	121.2	94.9	43	220.4
Stope cut-off grade	g/t	2.0			
Incremental Stope cut-off grade	g/t		1.6		
Incremental Development cut-off grade	g/t			0.7	
Fully Costed cut-off grade	g/t				3.6

Mt. Henry

The Mineral Reserve estimate has been carried out for the Mt Henry, Selene and North Scotia deposits, which together form the Mt Henry Project ("MHP"). The Mt Henry Deposit has had historical mining activity with previous owner Metals X commencing mining in 2016. Mining ceased in 2019 and there is an abandoned open pit, whereas Selene and North Scotia are both greenfields mining areas. Mining at Mt Henry was undertaken by Westgold between August 2016 and June 2019. Karora obtained the MHP tenements as part of the HGO acquisition in June 2019. Total mine production is 2.3 Mt @ 1.7 g/t for 127 koz (contained). Prior to Westgold, Australis Mining NL mined 112 kt @ 1.1 g/t from the Mt Henry Pit 2 area in the 1980s.

The Mineral Reserve estimate assumes mill feed from the MHP open pits is trucked and treated at the existing Higginsville Mill. The Mineral Reserve estimate calculations are based on a first principles mining cost estimate, with road transport, production rates, processing costs and metallurgical factors based on actual data.

Mineral Reserve Estimation Process

The MHP open pits have been the subject of previous studies. Consequently, parameters such as geotechnical design parameters, overland haulage costs and processing parameters through the Higginsville Mill have already been evaluated and these outcomes were utilised for the generation of this Mineral Reserve estimate. As an operating gold project, the Higginsville based costs and metallurgical factors can be considered to provide a level of confidence in these parameters. The mining costs were developed by Orelogy in 2021, and updated by Karora in 2023, from first principles assuming a conventional truck and shovel mining methodology. The cost estimate assumed a contract mining model and utilised up to date equipment operating and capital costs from original equipment manufacturers.

A process has been followed to convert the Mineral Resources to Mineral Reserves which is underpinned by design, schedule and economic evaluation and is outlined in the following:

- The following Mineral Resource models as described in Section 14 were provided by Karora to Entech Pty Ltd who were engaged by Karora to provide pit optimisation, design and schedule for the Mt Henry Project Mineral Reserves.
 - Mt Henry mt_henry_gcx_master_depleted_20190331_v.mdl
 - Selene/North Scotia selene_nthscotia_201103_engineer.mdl

- Mining ore loss and dilution were estimated by re-blocking each resource model to a 5m x 5m x 5m for the Mt Henry and Selene Deposits and a 2.5m x 2.5m x 5m size for North Scotia which also represents the minimum SMU size of the planned open pit fleet. While the resulting ore loss/dilution varies by area, the global mining recovery and dilution approximates the following:
 - Mt Henry: ore recovery = 92.7%; dilution = 29.4%
 - Selene: mining recovery = 86.0%; dilution = 0.0%
 - North Scotia: ore recovery = 67.2%; dilution = 70.9%
- Open pit optimisations were run by Entech on the diluted models described above using GEOVIA Whittle™ software. Modifying factors including mining costs, processing costs, selling costs, metallurgical recoveries and gold price were applied within GEOVIA Whittle™ and optimal shells were then selected as the basis for subsequent designs.
- Mine designs were then completed for the three mining areas:
 - Mt Henry – a northern and southern pushback around the existing Mt Henry pit as well as a new northern pit;
 - Selene – an ultimate pit was designed around the large Selene optimisation shell; and
 - North Scotia - a single ultimate pit design was designed.
- A life of mine (LOM) production schedule was then developed for the MHP open pits which assumed a 1.6 Mtpa ore production rate, matching the 1.6 Mtpa throughput rate for the Higginsville Mill. Mining productivity was based on the first principles model calculations which assumed a Caterpillar 6020 excavator matched to Caterpillar 777 haul trucks.
- The resulting mining schedule was evaluated by re-applying the modifying factors to the mining schedule physicals to ensure the designs and schedule were economically viable.

The Mineral Reserve estimate effective September 30, 2023 is summarized in Table 16.

Table 16: Mt Henry Project Gold Mineral Reserve at September 30, 2023

Mineral Reserve	Proven			Probable			Total		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
Mt Henry	9	1	0	920	1.5	45	929	1.5	45
Selene	7,199	1.3	299	2,560	1.3	106	9,759	1.3	405
Nth Scotia	0	0	0	142	1.8	8	142	1.8	8
Total	7,208	1.3	299	3,622	1.4	160	10,830	1.3	459

Notes:

- (1) The Mineral Reserve is reported at a marginal cut-off grade of 0.8g/t.
- (2) Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - (ii) Metallurgical recovery varies by deposit
 - (iii) The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to several significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where materials is delivered to the mill) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P. Ganza, MAusIMM (CP).

Cut- Off Grade Derivation

The ore cost is a combination of the processing cost, any mining specific Mineral Reserve costs (e.g. rehandle, grade control etc.) and the road haulage to the Higginsville Mill. Summarised processing costs include an allowance for sustaining capital and tails dam construction on a dollar per tonne basis.

The net price calculation is detailed in Table 17; the resulting variable cut-offs used to define the Mineral Reserve are detailed in Table 18.

Table 17: Mt Henry Project Open Pit Mineral Reserves — net gold price calculation

Parameter	Unit	Value
Gold Price	\$US / oz	1,500
Exchange Rate	USD:AUD	0.7
State Royalty	%	2.5
Native Title Royalty	%	1.0
Net Price	\$/oz	2067.9
Net Price	\$/g	66.5

Table 18: Mt Henry Project Open Pit Mineral Reserves — cut-off grade calculation

Parameter	Material	Unit	Mt Henry	Selene	North Scotia	Source
Haulage Cost	All	\$/t	9.7	10.1	10.1	Actual Costs
Processing Costs (inc. Sustaining Capital)	All	\$/t	31.2	31.2	31.2	Site Forecast
Site G&A	All	\$/t	7.8	7.8	7.8	Site Forecast
Processing Recovery	Oxide	%	87	94	94	Metallurgical Test work
	Trans	%	86	89	89	Metallurgical Test work
	Fresh	%	86	89	89	Metallurgical Test work
Cut-off Grade	Oxide	g/t	0.8	0.8	0.8	
	Trans	g/t	0.8	0.8	0.8	
	Fresh	g/t	0.8	0.8	0.8	

Notes:

(1) Altredies Pit does not include any fresh material.

Other Open Pits

This section covers the calculation of the open pit mineral reserves for: (i) Mustket, and (ii) Atriedies.

Mineral Reserve Estimation Process

A process has been followed to convert the mineral resources to mineral reserves which is underpinned by design, schedule, and economic evaluation. The following describes the process:

- The following Mineral Resource models were used to complete pit optimisation, design, and schedule for the Atriedies and Musket Mineral Reserves
 - Atriedies "atriedies_1701_depl.mdl"
 - Musket "musket_eng_20180331\,mdl"
- Mining ore loss and dilution were estimated by re-blocking each resource model to a 2.5 m x 2.5 m x 5 m size which represents the minimum SMU size of the planned open pit fleet.

- Open pit optimisations were run by Karora on the diluted models described above using Deswik software Pseudoflow optimisation algorithm. Modifying factors including mining costs, processing costs, selling costs, metallurgical recoveries and gold price were applied within the software and optimal shells were then selected as the basis for subsequent designs.
- Mine designs were then completed for the two mining areas:
 - Atreides – a northern cutback and a new shallow pit to the south; and
 - Musket – a main pit to the south and a smaller northern pit.
- Designs were scheduled in Deswik, with tonnes and grade interrogated against the original resource model, with global averages for dilution (10%) and mining recovery (95%) applied.
- A production schedule was then developed for each pit separately with mining productivity based on a Caterpillar 6020 excavator matched to Caterpillar 777 haul trucks.
- The resulting mining schedule was evaluated by re-applying the modifying factors to the mining schedule physicals to ensure the designs and schedule were economically viable.

The resulting mineral reserve estimate as at 30 September 2023 is shown in Table 19.

Table 19: Altreides and Musket Gold Mineral Reserves at September 30, 2023

Mineral Reserve	Proven			Probable			Total		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
Altreides	31	1.5	1	160	1.9	10	191	1.8	11
Musket	67	2.6	6	120	3.0	12	187	2.8	17
Total	99	2.2	7	280	2.4	21	378	2.3	28

Notes:

- (1) The Mineral Reserve is reported at a marginal cut-off grade of 0.8g/t for Atreides and a cut-off of between 0.8 g/t to 1 g/t for Musket depending on material type.
- (2) Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - (ii) Metallurgical recovery varies by deposit
 - (iii) The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (3) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (4) The tonnes and grades are stated to several significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (5) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where materials is delivered to the mill) and is therefore inclusive of ore loss and dilution.
- (6) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (7) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P. Ganza, MAusIMM (CP).

Cut-off Grade Derivation

The ore cost is a combination of the processing cost, any mining specific Mineral Reserve costs (e.g. rehandle, grade control etc.) and the road haulage to the Higginsville Mill. Summarised processing costs include an allowance for sustaining capital and tails dam construction on a dollar per tonne basis.

The net price calculation is detailed in Table 20; the resulting variable cut-offs used to define the Mineral Reserve are detailed in Table 21.

Table 20: Altreides and Musket Open Pit Mineral Reserves — net gold price calculation

Parameter	Unit	Altreides	Musket
Gold Price	\$US / oz	1,500	1,500
Exchange Rate	USD:AUD	0.7	0.7

Parameter	Unit	Altreides	Musket
State Royalty	%	2.5	2.5
Third Party Royalty	%	4	4
Third Party Royalty – Mitchell	\$/oz	32	0
Net Price	\$/oz	1,971.6	2,003.6
Net Price	\$/g	63.4	64.4

Table 21: Altreides and Musket Open Pit Mineral Reserves — cut-off grade calculation

Parameter	Material	Unit	Altreides	Musket	Source
Haulage Cost	All	\$/t	5.63	10.23	Actual Costs
Processing Costs (inc. Sustaining Capital)	All	\$/t	35.15	35.15	Site Actuals & Forecast
Site G&A	All	\$/t	7.8	7.8	Site Forecast
Processing Recovery	Oxide	%	90	98	Metallurgical Testwork
	Transition	%	90	83	Metallurgical Testwork
	Fresh	%	N/A ⁽¹⁾	86	Metallurgical Testwork
Cut-off Grade	Oxide	g/t	0.8	0.8	
	Transition	g/t	0.8	1	
	Fresh	g/t	N/A	1	

Notes:

(1) Altreides Pit does not include any fresh material.

Stockpiles

Stockpile mineral reserves are derived from measured and indicated mineral resource stockpiles associated with the mining of historical and active HGO open pits. Recovery (mining) of stockpiles will be by front-end loader and trucks and, in places, excavator and trucks. Recovery of stockpiles is undertaken at HGO on an as-needed basis.

Loading, haulage and processing costs are applied to the Measured and Indicated Mineral Resource to determine Mineral Reserves. Haulage costs are aligned to the distance between the stockpile and the Higginsville Mill. Metallurgical recovery factors and royalties are applied to estimate the revenue generated by each stockpile. As stockpiles at HGO are treated on an incremental basis, they do not need to carry full site costs; stockpiles are deemed economic to treat as long as cost of reclamation, haulage and processing is covered by the revenue generated.

Remaining Mineral Reserves stockpiles are located at Hidden Secret, Mouse Hollow, Baloo, Challenge, Mitchell, Lake Cowan deposits (Napolean and Louis), Pioneer, Two Boys and Mt Henry and are summarised by general location in Table 22.

Table 22: Stockpile Mineral Reserve – HGO – as at September 30, 2023

Mineral Reserve	Proven			Probable			Total		
	kt	g/t	koz	kt	g/t	koz	kt	g/t	koz
HGO Central Stockpiles	267	0.8	7	453	0.9	12	720	0.8	19
HGO Greater Stockpiles	138	0.7	3	116	0.8	3	254	0.8	6
Total	405	0.8	10	569	0.8	16	973	0.8	26

Notes:

- (1) Key assumptions used in the economic evaluation include:
 - (i) a metal price of USD\$1,500/oz gold and an exchange rate of 0.70 USD:AUD.
 - (ii) Metallurgical recovery varies by deposit
 - (iii) The cut-off grade takes into account operating, mining, processing/haulage and G&A costs, excluding capital.
- (2) The Mineral Reserve is depleted for all mining to September 30, 2023.
- (3) The tonnes and grades are stated to several significant digits reflecting the confidence of the estimate. Since each number is rounded individually, the table may show apparent inconsistencies between the sum of rounded components and the corresponding rounded total.
- (4) The Mineral Reserve tonnages and grades are estimated and reported as delivered to plant (the point where materials is delivered to the mill) and is therefore inclusive of ore loss and dilution.
- (5) CIM Definition Standards (2014) were followed in the calculation of Mineral Reserves.
- (6) Gold Mineral Reserve estimates were prepared under the supervision of Qualified Person P. Ganza, MAusIMM (CP).

Mining Operations

Higginsville Central

Trident

The Trident deposit has three distinct mineralised zones called Western Zone ("WZ"), Eastern Zone ("EZ") and Athena Lodes ("AL"). The Trident deposit is to be exploited by underground mining methods with access gained from the previously mined Poseidon South open pit and underground workings.

Trident has some key, narrow mineralised zones yet LHOS will not be feasible due to the flat dipping nature of these zones. Air leg room and pillar stoping is proposed and planned in these zones as it is a well-known and practiced mining method in various underground gold mines of Western Australia. The Trident Mineral Reserves were therefore optimised, designed and scheduled by mineral zone and mining method. The Trident mine also has several established mining areas and some remnant mining potential. These developed areas will require development/access rehabilitation and other areas will require new access and ore drive development.

The development to ore tonnes ratio is still quite attractive for Trident though but mining in various areas whilst also considering remnant mining will be reasonably challenging.

The Trident underground mine is accessed via an established portal and declines within the open pit, located close to the Higginsville plant and mining offices. Pumping, ventilation, power and mine service infrastructure will be partly new and some existing equipment will be utilised.

Underground Infrastructure

The mine is accessed by portals and a series of declines throughout the mine. The declines are typically 5.5 m width (W) x 5.8 m height (H), with a standard ore drive size of 4.5 mW x 4.5 mH. Lateral development profiles are well matched to the mobile fleet. Ore is hauled from the underground to surface via the decline where it is then transported via a separate surface haulage fleet to the processing facility.

As an established mine, key infrastructure such as underground communications, electrical reticulation, pumping, and ventilation will be re-established but some of this infrastructure is available. Most of the primary development is interconnected for ventilation and ease of access.

A radio communications system will be re-established throughout the mine. Electrical power is available via Higginsville power station and will be distributed throughout the mine at 11 kV and transformed to 1 kV for use as required for the mine equipment. The primary pumping system will be re-established and will service the relatively dry mine workings expected. A secondary network of pumps will then remove water from work areas back to the primary pumping system to be removed to surface.

The Trident orebody will be ventilated utilising two intake shafts located at the southern and northern extents of the orebody and an exhaust shaft located centrally to the development. The decline also acts as an intake. The primary exhaust shaft is a 4 m diameter ventilation rise. The northern intake rise is a 3 m diameter hole. The southern intake rise is a 2.4 m diameter rise. Each intake rises will have ladderways allowing for egress.

Mining Methods

The Trident mine planning considered two distinctly different mining methods. The main method will be a top down, mechanised LHOS is the primary stoping method proposed for Trident whilst some flatter dipping, high-grade zones, can be exploited by air leg room and pillar stoping (mechanised access and ore drive development). Current LHOS stope design dimensions are typically 20 m to 25 m high (following the typical historic level spacings) and vary in width from 4.5 m to 6 m with 15 m stope strike lengths (15 m strike lengths will ensure excellent stope dilution control).

Backfilling of stopes is not currently considered for the Trident mine plan. The air leg stopes will follow the typical stope design criteria as used in nickel areas at Beta Hunt. This will be a typical room and pillar stoping method (also known in Western Australia as a slot and holing method) with scraping into the ore drives located down-dip. The ore will then be bogged with a small LHD within these ore drives. The room and pillar design criteria used is based on sound geotechnical room/pillar design criteria where the pillar sizes are approximately square and consider a width to height ratio of 2:1 (3.5m by 3.5m pillars) on a 1.7m to 1.8m stope width. The pillars can then be stripped at the (retreat pillar stripping at the end of these sections) back to 2 m by 2 m pillars and a 3.5m wide room and holing. The air leg stoping areas at Trident is reasonably small and surrounded by in-situ rock so the regional stability is considered excellent.

The typical LHOS ore cycle post ore drive development is:

- drilling of blast holes using a longhole drilling rig;
- charging and firing of blast holes;
- bogging (mucking) of ore from the stope using conventional and tele-remote loading techniques;
- loading of trucks with an LHD;
- trucks haul ore to surface via the portal; and
- surface trucks haul ore to the processing facility or the same trucks simply running to the ROM location at the plant.

The typical air leg room and pillar stope ore cycle post ore drive development is:

- drilling of blast holes using handheld pneumatic drills and 1.8m drill steels (32mm diameter drill bits);
- charging and firing of blast holes at the end of each shift (shift change);
- support of the roof and pillars by bolting and in some areas mesh;
- scraping of the ore down into the ore drive (located down-dip) of the slots and holings;
- bogging (mucking) of ore within the ore drives with a small LHD and hauled (by LHD) to ore stockpiles;
- loading of trucks with an LHD at the ore stockpiles;
- trucks haul ore to surface via the portal; and
- surface trucks haul ore to the processing facility or the same trucks simply running to the ROM location at the plant.

Historically, the ground conditions at Trident (historically) are good to very good. The site has an extensive history of mining performance and has developed guidelines to respond to local conditions. A ground control management plan will be put in place on site and will be used during mine planning, mine development, and production.

Lateral development drives are excavated using mechanised twin boom jumbos, with vertical development excavated using production drill rig.

Higginsville Greater

Chalice

Underground Infrastructure

The Chalice underground mine will once again be accessed through an existing portal and the main decline throughout the mine. The decline is typically 5.5 m width (W) x 5.8 m height (H), with a standard ore drive size of 4.5 mW x 4.5 mH. Lateral development profiles are well matched to the mobile fleet. Ore is hauled from the underground to surface via the decline where it is then transported via a separate surface haulage fleet to the processing facility.

Chalice is not an active underground mine and therefore key infrastructure such as underground communications, electrical reticulation, pumping, and ventilation will need to be re-established.

Chalice will be ventilated through a series of intake airways. The portal as the main intake airway provides for the ability to bring 35m³/s to 40m³/s of air, other intakes are the Resolute 1200 airway and the ATL 1123 RAD. A total amount of 130m³ to 140m³/s of intake air will be possible and from the Chalice equipment models this will be sufficient to ventilate the Chalice underground operations (three loaders and three trucks which drives the biggest air flow requirements).

Equipment is maintained and serviced at a surface workshop (which will be erected as part of some additional mining infrastructure that needs to be established at Chalice).

Mining Methods

The mine planning of Chalice (underground only) considered top down, mechanised long hole retreat stoping (LHOS). The current LHOS stope design dimensions are 20 to 25 m high (following the typical historic level spacings) and vary in width from 4.5 m to 6 m with 15 m stope strike lengths (15 m strike lengths will ensure excellent stope dilution control).

Backfilling of stopes is not currently considered for the Chalice mine plan and based on the geotechnical analyses and studying the historical mined out stopes, it is believed that a retreat stoping sequence with natural low grade pillars and at reasonably shallow depths should prove to be reasonably easy to stable excavations. Chalice will require various areas and access development ends to be rehabilitated. The rehabilitation will be some stripping and removing of loose rock and rusted or damaged mesh and bolts and the re-supporting of these development ends. This is a reasonably fast and inexpensive task but should be planned within the jumbo efficiencies and cycles to optimise access development and new stope zones.

The typical long hole open stope ore cycle post ore drive development is:

- drilling of blast holes using a longhole drilling rig;
- charging and firing of blast holes;
- bogging (mucking) of ore from the stope using conventional and tele-remote loading techniques;
- loading of trucks with an LHD;
- trucks haul ore to surface via the portal; and
- surface trucks haul ore to the processing facility or the same trucks simply running to the ROM location at the plant.

Higher grade ore positions are named as Atlas and Olympus. The Atlas-Olympus line defines a shallow north plunging shoot trend that extends for 700 m in length with widths up to 50m. These mineralised positions are beneath the pit and further north down-plunge (Atlas in the south, Olympus to the north).

Down-dip of the Olympus 'pipe' the grades often split into discrete fingers of mineralisation. Generally, ore widths taper up-dip. The high-grade position of Olympus is largely free of felsic intrusives but for 0.5-3 m scale dykes (of variable directions) that at times increase grade immediate to them.

Central to Olympus, a hanging wall felsic intrusive is adjacent to ore but northwards it increasingly diverges. Coincidentally south of that position, the high-grade shoot shifts significantly east and up-dip.

Low grades of greater dimensions essentially shell the high-grade position. This includes up and down-plunge south and north respectively. Grades are sharply lower, often <2 g/t. It extends for over 500 m in length from 6,478,875mN to 6,479,335mN, is up to 50 m wide and up to 150 m high. It essentially abuts the Atlas position up-plunge in the south. Down-plunge to the north, the shoot is smaller with increasing influence of felsic intrusives but also is less well defined.

Spargos

Underground Infrastructure

The main decline at Spargos is to be located to the east of the mined lodes. This location was selected due to high-sulphide zones in the host rock west of the lodes, representing potential acid-forming reactivity and sulphide-related hazards. The Spargos decline stand-off is ~40 m to 60 m from stoping activities to maximise long-term stability of capital infrastructure. Mine infrastructure systems such as primary mine ventilation and escapeways have been accounted for in the capital design. Decline stockpiles exist on the north and southern ends of the decline loops in order to provide locations to perform GC drilling, which is planned to be completed ahead of ore drive development. Sumps are planned on each level and line up above each other to provide drainage by means of service holes between sumps. Electrical reticulation will be via service holes drilled between each level escapeway drives. A primary pumping station is planned at 300 RL, (just below the interpreted Severn Fault) to keep the UG workings dewatered. There is an allowance for mono pump stations every 100 m vertical below the primary pump station. The underground pumping system is targeting a pumping capacity of 25 L/s to 30 L/s, which is a combination of Flygt pumps in sumps, travelling mono pumps and permanent pump stations both underground and in the Spargos Pit floor.

Spargos primary ventilation fans will be located underground in a bulkhead inside the exhaust portal. As a result of exhaust into the pit, some delays to mine re-entry may be experienced from recirculation of blasting fumes. Airflow diversion infrastructure or turbulence fans may be required at the ventilation portal to divert exhaust airflows upwards to reduce blasting fumes settling in the lower portions of the pit due to the limited footprint.

The ventilation portal will provide the second means of egress out of the Spargos mine by linking up to the internal escapeway system. The escapeway systems will be isolated from the main mine exhausts via a shotcrete wall and personnel access door near the main exhaust fans.

Return air rises (RARs) are designed to be 4.0 m x 4.0 m longhole rises, excavated by drill and blast methods. The rises are located in return air ways off of the decline and are offset each level. The RAR dimensions were chosen to reduce resistance, promoting lower power draw due to reducing primary fan operating pressure.

Short-circuiting of primary decline airflows through stopes will be of concern and will require management through use of parachutes to block off stope brows on levels above while mining and placement of permanent brattices or bulkheads at level accesses after completion of mining on a level. Leakages through these level bulkheads will be minimised through use of shotcrete or an alternative sealing method.

Escapeways for the Spargos mine are located internal to the level accesses. The escapeway drives are to be developed adjacent to internal stockpiles.

Mining Methods

The mining method for the Spargos underground mines is conventional top-down sublevel open stoping with rib pillars. This mining method was selected for the following reasons:

- The method is consistent with the orebody geometry and rock mass conditions.
- The method is common in the Goldfields and consistent with the local workforce's experience in mining narrow orebodies.
- The method is mechanised and affords the lowest production cost whilst maintaining good productivities.

Spargos has been designed to be extracted in a top-down sequence using 20 m floor-to-floor sublevel spacing. The moderate to steeply-dipping lodes (>75 degrees) and the proposed ore drive height of 5 m result in stope production drill hole lengths in the range of 15 m to 16 m, which will allow for acceptable longhole drilling accuracy.

Mount Henry

The Mount Henry project consists of the Mt Henry, Selene, North Scotia and Abottshall areas. A mine plan and associated Mineral Reserve has been developed for Mt Henry, Selene, North Scotia. Abottshall was not assessed as it comprises Inferred Mineral Resources only and therefore cannot be considered for conversion to a Mineral Reserve. The mine plan developed for this study has been developed to a Preliminary Feasibility Study level of confidence and can therefore be considered to reflect a level of accuracy of 20% to 25%.

The Mt Henry deposit lies approximately 23km south of Norseman, Western Australia, with the HGO and associated gold processing facility lying a further 60km north of Norseman. There is an existing open pit at Mt Henry that extends for a length of approximately 1.4km and to a depth of 80m below surface. A waste dump was developed approximately 100m to the west of the pit and extends to a maximum height of approximately 30m above surface. There is also a small satellite pit (~175m in length) to the north of the main pit with its own smaller waste dump approximately 350m to the west of this pit. The site is connected to the Coolgardie – Esperance Hwy via 2km of unsealed road. There is an existing ore stockpile area and access roads.

Selene and North Scotia are greenfield projects that lie respectively 3.5 km and 5.6 km further south of Mt Henry.

Open Pits

As these open pits are routine drill, blast, load and haul operations, located close to the Higginsville Mill, no additional mining infrastructure will be required. As part of the mining costs and contractor costs, equipment parking areas and small/fit-for-purpose maintenance areas will be allocated for Selene and North Scotia. The previous Mt Henry infrastructure area will be utilised for workshop, mine contractors' facilities and the Karora technical and administrative facilities. Housing of mining contractors is possible within the town of Norseman for the MHP which is located 83 km from the Higginsville camp and only 23 km from Norseman township.

Mining Methods

The MHP mining study adopted a conventional ruck and shovel open pit mining method as the preferred mining method due to the following reasons:

- the method is typical for the commodity and utilises established technologies proven at other locations throughout region;
- the ore presentation is sufficiently close to surface;
- there is space to build waste dumps; and
- it will generate the best project value with the greatest likelihood of success.

The study assumes that all mining related operations will be undertaken by a suitably qualified and experienced mining contractor, including the following:

- mobilisation and demobilisation of equipment and consumables;
- maintenance and operation of all equipment necessary for undertaking the works;
- provision of all personnel for the works;
- construction and ongoing maintenance of the contractor's infrastructure;
- clearing and grubbing of pit, dump and road areas. Topsoil will be segregated and stockpiled separately, to be used for subsequent progressive rehabilitation activities;
- construction and maintenance of all haul roads used primarily by the contractor;
- drill and blast, including presplit drilling as necessary;
- excavate, load, haul and dump of all materials to the designated destinations;
- stockpiling and dumping of all materials as required;

- rehandle of stockpiled ore to road trucks for transport to the Higginsville processing plant;
- provide and control of surface drainage;
- manage water within the open pit area and associated surface activities, including removal of stormwater and groundwater; and
- progressive rehabilitation work.

Karora will be responsible for mine design, mine planning, grade control, survey, statutory safety and environmental compliance and to carefully supervise and manage the mining contractor. As such, Karora will have the own supervisory and technical team.

The mining already undertaken at Mt Henry by previous owners indicated:

- benches were mined as free dig where possible whilst drill and blast was utilised once hard rock was encountered; and
- the ore in all pits is shallow-dipping in the supergene enrichment progressing to sub-vertical, steeply-dipping lodes within the main BIF unit located in the transitional / fresh material. The nature of the lodes at depth allowed the ore blocks to be faced up with ease when mining.

The current mine plan assumes:

- the mining of the ore zone is planned at a nominal 5 m bench height using a back-hoe excavator mining on two 2.5 m flitches. This will facilitate selective mining between ROM grade ore, potential low-grade ore and waste boundaries;
- waste will be blasted on 10 m benches where possible, typically in continuous waste zones from the HW of the pit to the HW edge of the ore zone;
- grade control will be based on an advanced RC grade control program in 20 m – 30 m vertical campaigns across the various working areas; and
- wherever possible blasting will consist of either separate waste and ore blasts to free faces parallel to the deposit, or the ore will be chock blasted within the waste zones to minimise excessive dilution of ore, or loss of ore to waste.

Other Open Pits

As most of these open pits are routine drill, blast, load and haul operations, located close to the Higginsville Mill, no additional mining infrastructure will be required. As part of the stripping costs and contractor costs, equipment parking areas and small/fit-for-purpose maintenance areas will be allocated. Housing of mining contractors is possible within the town of Norseman for the Musket Pit which is located 90 km from the Higginsville camp and only 36 km from Norseman township.

Mining Methods

The mining method for these open pits are drill, blast loading by excavator, trucking the waste rock to a dedicated waste rock dump area close to the pit and ore trucked to a local pit stockpile or directly trucked to the Higginsville Mill.

Mining will take place in benches with flitch loading (on either 2.5 m or 3 m high flitches). The open pit operations require diligent ore control/grade control procedures and resources. Grade control RC drilling will be performed ahead of blasting when required and the drilling chip samples assayed and in combination with the planning block model, zones within the ore bench demarcated (by coloured tape/spray or a combination of the two) to define if a parcel of ore is low grade, medium or high-grade.

The post loading grade control process is important to ensure the reconciliation is in-line with planning and to ensure ore modifying factors are reasonable and follow due process.

The typical open pit mining cycle involves:

- Demarcation (on each bench level) of ore/waste and low-grade zones;
- RC drilling (grade control drilling prior to mining to refine/update waste/ore zones);
- Bench drilling floor preparation and survey depths for each blast hole (depth/lengths of each blast hole are key to ensure bench floor controls);
- Drilling of blast holes;
- Review and QA/QC of blast holes to ensure they are drilled to design;
- Re-drilling of any holes not deemed correct/appropriate;
- Charging and firing of blast holes;
- Loading of the heave;
- Loading of the flitches, loading to be supervised in ore blocks to ensure correct truck destinations; and
- Trucks haul ore to either a lower grade stockpile close to the open pit or directly to the Higginsville Mill.

Processing and Recovery Methods

Higginsville Mill

Karora treats gold mineralisation at its Higginsville Mill, a 1.6 Mtpa conventional CIL processing plant, built by GR Engineering Services in 2007 and commissioned in 2008. The mill consists of an open circuit jaw crusher followed by closed circuit secondary and tertiary crushers, a fine ore bin, ball mill, gravity separation circuit, one leach tank and six carbon adsorption tanks. A quaternary stage hard rock crushing circuit was incorporated in 2010.

The primary use of the processing plant currently in use are:

- Crushing and conveying;
- Ore storage and reclaim and grinding;
- Leaching and carbon absorption;
- Carbon stripping, electrowinning, refining and carbon regeneration;
- Tailings deposition and storage;
- Reagent mixing and handling; and
- Plant services.

Crushing

Mill feed is trucked to the ROM pad from open pits in the immediate Higginsville area together with underground ore from the Beta Hunt Mine located 80 km to the north. The mill feed is classified and stockpiled according to gold grade to blend an optimal feed mix to the mill. Oversize mill feed is sorted from stockpiles and broken on the ROM pad using a front-end loader ("FEL") and a rock breaker. Any oversize that cannot pass through the primary crusher grizzly is broken by a rock breaker.

The crushing circuit consists of four stages of crushing:

- A 36 x 48 Trio primary single-toggle jaw crusher;
- A 1.68 m Trio Turbocone TC66 (standard configuration) secondary cone crusher;
- A 1.68 m Trio Turbocone TC66 (short head configuration) tertiary cone crusher; and
- A 1.29 m Trio Turbocone T51 quaternary cone crusher.

There are also separate surge bins that operate in closed circuit with a 2.4 m wide by 7.3 m long Overflow double deck vibrating screen. Crushed material exits the product screen with a P80 of 10 mm and is stored in the fine ore bin, which has a live capacity of 1,500 t. The crushing circuit contains one Ramsey belt scale for measuring mass of circuit ore.

Grinding

Crushed mill feed is withdrawn from the fine ore bin via a belt feeder, which transfers the crushed product onto the mill feed conveyor that feeds into the ball mill. Mill feed can also be fed via an emergency feeder, which is fed from the fine ore stockpile via FEL.

The grinding circuit consists of an overflow ball mill, hydrocyclone cluster classifier and gravity recovery circuit. The ball mill is a 4.90 m diameter by 6.77 m effective grinding length ("EGL") LMMP/CITIC-HMC overflow ball mill.

The crushed mill feed is conveyed to the ball mill feed chute and combined with process water and recirculating cyclone underflow slurry. The ball mill operates in closed circuit with the mill discharge slurry classified by a cluster of hydrocyclones.

Oversize ore particles and reject grinding balls are removed from the ball mill discharge slurry by a 16 mm aperture trommel screen connected to the discharge trunnion of the mill. The oversize material (mill scats) is removed from the circuit to protect the cyclone feed slurry pumps and reduce wear rate on cyclone liners and the slurry handling equipment. Mill scats are rejected to a scats bin for removal by wheel loader.

Slurry from the grinding and classification circuit passes over a trash screen to ensure that no oversize particles enter the leaching circuit and to remove plastic and other containments from the slurry. The trash screen is a 1.5 m wide by 3.6 m long horizontal vibrating screen with an aperture size of 0.80 mm. Undersize from the trash screen is directed to the leach feed distributor ahead of the 1,000 m³ leach tank.

Gravity and Intensive Cyanidation

A gravity separation circuit is included in the design to improve the gold recovery from the hydrocyclone underflow stream.

A 100 t/h bleed of the hydrocyclone underflow stream is classified by the gravity feed screen, which is a 1.2 m wide by 2.4 m long horizontal vibrating screen with an aperture size of 3.25 mm.

Oversize from this screen returns to the ball mill feed chute for further grinding. Undersize material reports to a centrifugal concentrator to extract the gold. The gravity concentrator is a XD40 Knelson Concentrator.

The resulting concentrate is subjected to intensive cyanidation in a CS1000DM ConSep Acacia dissolution module to recover the gold. Pregnant solution from the intensive cyanidation process is pumped to the gold room for electrowinning in a CS1000EW ConSep electrowinning module.

Leaching and Adsorption

The leach and adsorption circuit consists of one 1,000 m³ leach tank and six 1,000 m³ CIL carbon adsorption tanks.

All tanks are mechanically agitated with dual, open, down-pumping impellor systems powered by 55 kW drives. Facilities are currently available to inject oxygen into Tanks 1, 2 and 3 with a high shear oxygen injector pump recirculating into Tank 1.

Leach Tank 1 is the initial oxidation (oxygen sparged) tank and receives the initial dosing of cyanide. Slurry flows from this tank into the carbon adsorption circuit. Dissolved gold in the cyanide leach solution is recovered and concentrated by adsorption onto activated carbon (Haycarb) in the adsorption tanks.

Cyanide solution at 30% strength by weight is added to the leach tank feed distributor box and/or the first CIL tank via a flow meter and automatic control valve. The design leaching residence time is 5 hours.

Discharge from the leach tank overflows into the first of six 1,000 m³ CIL tanks, each with an average effective working volume of 984 m³. The combined adsorption residence time is 30 hours.

In the CIL tanks, the carbon is advanced counter-current to the slurry flow, with new and regenerated carbon added to the last tank and advanced to the first tank while the slurry flows from CIL Tank 1 to Tank 6. Loaded carbon is periodically pumped from Adsorption Tank 1 to the gold room elution circuit for stripping of the gold.

The target pH in the leach circuit is 8.6, and the target cyanide concentration is up to 300 ppm. An on-line free cyanide analyser is used to control the cyanide addition. Cyanide can be added to Tank 1 and Tank 3. Dissolved oxygen probes are installed in Tanks 1 and 2.

Carbon Stripping, Electrowinning, Refining and Carbon Regeneration

Gold is recovered from the loaded carbon by a Pressure Zadra electrowinning circuit. Gold is deposited onto steel wool cathodes by the electrowinning cells. The cathodes are subsequently washed to remove the gold concentrate which is then dried and smelted in the gold room furnace to produce gold bullion for shipment.

The gold from the gravity circuit is leached in the Acacia reactor, and it is then electroplated by the Acacia electrowinning circuit onto steel wool cathodes in the Acacia cell. The gold is recovered and smelted in a similar manner to the gold produced by the Pressure Zadra circuit.

Barren carbon is reactivated using a liquified natural gas ("LNG") fired horizontal kiln at around 700 degrees Celsius and is returned to the adsorption circuit for reuse.

Tailings Disposal

Slurry from the last CIL tank flows by gravity to the feed box of the tailings screen. The tailings screen is a 1.5 m wide by 3.6 m long horizontal vibrating screen with an aperture size of 0.8 mm. The screen undersize flows by gravity to either the tailings thickener or directly to the tailings pump hopper.

The screen oversize (trash and carbon fines) is collected and stored in a self-draining carbon fines bin located at ground level.

Plant tailings slurry is pumped through a polyethylene pipeline to the TSF. Pressure and flow in the lines is monitored on the Citect system to detect high pressures that result from line obstructions or sanding, or low pressure resulting from possible pipe failures.

Plant Services

All necessary plant services are available to support the operation of the Higginsville Mill. Raw water is sourced from the main production source at the disused Chalice open pit 16 km to the west.

Process water is stored for use in a 5,000 m³ process water dam. Process water is made up of raw water from the Chalice production source and tailings return water. Incoming raw water from Chalice reports to the disused Aphrodite pit before it is pumped to the 2,000 m³ site raw water dam.

Potable water is sourced from the WA Water Corporation supply line from Kalgoorlie to Norseman. Potable water is utilised in the process plant, administration building, workshop, stores, main camp and mining offices. High pressure air is provided at a nominal pressure of 650 kPa. Power is generated in the diesel power station at 11 kV and distributed to various plant, the disused Trident mine area and the camp.

Lakewood Mill

Karora treats gold mineralisation at its Lakewood Mill, a 1.0 Mtpa conventional CIL processing plant, which consists of contract crushing, ball mill, gravity separation circuit, one leach tank and seven carbon adsorption tanks.

The primary sections of the processing plant that are currently in use are:

- Crushing and conveying;
- Ore storage and reclaim and grinding;

- Leaching and carbon absorption;
- Carbon stripping, electrowinning, refining and carbon regeneration;
- Tailings deposition and storage;
- Regent mixing and handling; and
- Plant services.

Crushing

Mill feed is trucked to the ROM pad from the underground Beta Hunt Mine located 56 km to the south. The mill feed is classified and stockpiled according to gold grade and is not typically blended. Oversize mill feed is sorted from stockpiles and broken on the ROM pad using a loader or excavator. Any oversize that cannot pass through the primary crusher grizzly is broken by a rock breaker.

The crushing is provided by a contract crushing provider who uses a variety of mobile crushing equipment, including jaw and cone crushers plus screens, to achieve a final crushed product with a P80 of 10 mm. This product is then stockpiled by a radial stacker onto the ground.

The crushing circuit contains one Ramsey belt scale for measuring mass of circuit ore.

Grinding

Crushed mill feed is fed by a FEL via a belt feeder, which transfers the crushed product onto the mill feed conveyor that feeds into the ball mill. The grinding circuit consists of a grate discharge ball mill, hydrocyclone cluster classifier and gravity recovery circuit.

The crushed mill feed is conveyed to the ball mill feed chute and combined with process water and recirculating cyclone underflow slurry. The ball mill operates in closed circuit with the mill discharge slurry classified by a cluster of hydrocyclones.

Oversize ore particles and reject grinding balls are removed from the ball mill discharge slurry by a 16 mm aperture trommel screen connected to the discharge trunnion of the mill. The oversize material (mill scats) is removed from the circuit to protect the cyclone feed slurry pumps and reduce wear rate on cyclone liners and the slurry handling equipment. Mill scats are rejected to a scats bin for removal by wheel loader.

Slurry from the grinding and classification circuit is passed over a trash screen to ensure that no oversize particles enter the leaching circuit and to remove plastic and other containments from the slurry. The trash screen is a 1.5 m wide by 3.6 m long horizontal vibrating screen with an aperture size of 0.80 mm. Undersize from the trash screen is directed to the leach feed distributor ahead of the 1,546 m³ leach tank.

Gravity and Intensive Cyanidation

A gravity separation circuit is included in the design to improve the gold recovery from the hydrocyclone underflow stream. The hydrocyclone underflow stream is classified by to two gravity feed with an aperture size of 3.25 mm.

Oversize from these screens returns to the cyclone feed hopper for reintroduction back into the milling circuit. Undersize material reports to two centrifugal concentrators to extract the gold. The gravity concentrators are two XD30 Knelson Concentrator, which are always in operation. The resulting concentrate is subjected to intensive cyanidation in a CS1000DM ConSep Acacia dissolution module to recover the gold. Pregnant solution from the intensive cyanidation process is pumped to the gold room for electrowinning in a CS1000EW ConSep electrowinning module.

Leaching and Adsorption

The leach and adsorption circuit consists of one 1,546 m³ leach tank and seven CIL carbon adsorption tanks, with total capacity of 2,337 m³. All tanks are mechanically agitated with dual, open, down-pumping impellor systems powered by 55 kW drives. Facilities are currently available to inject oxygen into Tanks 1, 2 and 3 with a high shear oxygen injector pump recirculating into Tank 1.

Leach Tank 1 is the initial oxidation (oxygen shear pump) tank and receives the initial dosing of cyanide. Slurry flows from this tank into the carbon adsorption circuit.

Dissolved gold is recovered from the cyanide leach solution and concentrated by adsorption onto activated carbon (Haycarb) in the adsorption tanks.

Cyanide solution at 30% strength by weight is added to the leach tank feed distributor box and/or the first CIL tank via a flow meter and automatic control valve. The design leaching residence time is 12.8 hours.

Discharge from the leach tank overflows into the first of seven CIL tanks (Tanks 11 to 17) with a combined adsorption residence time of 20 hours.

In the CIL tanks, the carbon is advanced counter-current to the slurry flow, with new and regenerated carbon added to the last tank and advanced to the first tank as the slurry flows from Tank 11 to Tank 17. Loaded carbon is pumped from adsorption Tank 11 to the gold room elution circuit periodically for stripping of the gold. The target pH in the leach circuit is 9.6 and the target cyanide concentration is up to 260 ppm. Cyanide can be added to Tank 11 and Tank 13.

Carbon Stripping, Electrowinning, Refining and Carbon Regeneration

Gold is recovered from the loaded carbon by a Pressure Zadra electrowinning circuit. Gold is deposited onto steel wool cathodes by the electrowinning cells. The cathodes are subsequently washed to remove the gold concentrate, which is then dried and smelted in the gold room furnace to produce gold bullion for shipment.

The gold from the gravity circuit is leached in the Acacia reactor, and it is then electroplated by the Acacia electrowinning circuit onto steel wool cathodes in the Acacia cell. The gold is recovered and smelted in a similar manner to the gold produced by the Pressure Zadra circuit. Barren carbon is reactivated using a LNG fired horizontal kiln at around 700 degrees Celsius and returned to the adsorption circuit for reuse.

Tailings Disposal

Slurry from the last CIL tank flows by gravity to the feed box of the tailings screen, which is a 1.5 m wide by 3.6 m long horizontal vibrating screen with an aperture size of 0.8 mm. The screen undersize flows by gravity to the tailings pump hopper.

The screen oversize (trash and carbon fines) is collected and stored in a self-draining carbon fines bin located at ground level.

Plant tailings slurry is pumped through a polyethylene pipeline to the TSF. Pressure and flow in the lines is monitored on the Citect system to detect high pressures that result from line obstructions or sanding, or low pressure resulting from possible pipe failures.

Plant Services

All necessary plant services are available to support the operation of the Lakewood Mill. Raw water is delivered by truck from Kalgoorlie for use where clean water is required in the process. Process water stored in the process water tanks is made up of bore water, tailings return water from Lakewood, and offtake from Kalgoorlie Consolidated Gold Mines (KCGM). Potable water trucked in from the WA Water Corporation in Kalgoorlie is utilised in the process plant, administration building, workshop, and stores.

High pressure air is provided at a nominal pressure of 650 kPa. Power is drawn from the local power grid.

Plant Performance

The Lakewood Mill has been in steady operation since acquisition. Toll treatment campaigns over the period has declined as the plant is continuously supplied with ore from Beta Hunt Mine.

Mill throughput has been consistent at 115 t/h while improvement projects to ramp up continues.

Infrastructure, Permitting and Compliance Activities

Infrastructure

Key Infrastructure includes:

- 1.6Mtpa Processing plant and supporting infrastructure;
- Power station;
- Gatehouse;
- Medical facilities;
- Accommodation village;
- Administration block and training buildings;
- Fuel storage and dispensing facility;
- Waste water treatment Plant; and
- Water storage and distribution and Tailings facilities.

The Lakewood Operations is a well-established mill which has services and infrastructure consistent with an isolated area operating mill.

Key infrastructure includes:

- 1.0Mtpa processing plant and supporting infrastructure;
- Administration block and training buildings;
- Contractors crushing facilities;
- Maintenance workshop and stores;
- Fuel storage and dispensing facility;
- Muster/crib room and ablutions; and
- Tailings storage facilities.

Permitting and Compliance Activities

HGO is a multi deposit operating mine with a gold processing facility that is in possession of all required permits. Environmental permitting and compliance requirements for mining and processing is the responsibility of Karora. HGO covers over 1,900km² and has a significant disturbance footprint including tailings storage facilities, an operating processing facility, open pits, underground mines, and haul roads. The summary in this chapter for HGO is based on information provided by Karora or sourced from publicly accessible sources and government databases.

Environmental Studies

Karora and the previous operators of HGO have undertaken numerous flora, fauna, and vegetation surveys. There is a wealth of baseline data for vegetation and fauna communities in the vicinity of the Higginsville Mill. No rare or endangered species were identified that would be impacted by the construction and operation of the process plant. No Priority Species as defined by the Department of Climate Change, Energy, the Environment and Water ("DCCEEW") in the 'Threatened Species Action Plan 2022-2032' were located during the surveys. Some conservation significant fauna species occur within the local region. Prior to Karora undertaking any clearing activities, areas are targeted for the following:

- A grid search for Malleefowl and their breeding mounds;
- Inspection of large hollow bearing trees for Major Mitchell cockatoo nests; and
- Personnel are made aware of the presence of Carpet Pythons so that they can be relocated to suitable habitat.

The mining proposal for the expansion of tailings storage facilities required the following studies to be undertaken:

- An Interpretation of the Moving Loop Electromagnetic Survey using the Loupe System (2020) prepared by Newexco.
- Higginsville TSF2-4 Seepage Recovery Investigation (2020) prepared by Rockwater Hydrogeological and Environmental Consultants.

The LKO is located within a historical gold treatment area adjacent to the famous Golden Mile. The site and its immediate surrounds have been subject to extensive historic disturbance from the early 1900s including timber cutting, townsite development, mining and tailings stockpiling. The main access to the Lakewood Mill is from the Goldfields Highway via the public Mount Monger Road and gazetted Lakewood Gold Processing Facility Access Road. Given that the area has been heavily disturbed by historic mining operations, the 'regrowth' present around Lakewood does not represent the pre-disturbance vegetation communities.

Permitting and Compliance Activities

HGO is an operating mine with a mineral processing facility and in possession of all required permits.

A licence under the *Environmental Protection Act, 1986* ("**EP Act**") is required to operate certain industrial premises, known as "prescribed premises". In addition, a works approval is required for any work or construction that will cause the premises to become prescribed premises, or for work or construction which may cause, or alter the nature or volume of, emissions and discharges from an existing prescribed premises. Key licences and approvals are listed below.

Table 23: Summary HGO Key Licence and Approvals

Reference	Approval	Issuer	Date Commenced	Expiry Date
L9155/2018/1 (Higginsville)	Licence relating to category 5 - Processing or beneficiation or metallic or non- metallic ore, 06 - mine dewatering, 054 - sewerage facility operations and 64 – Class I or II putrescible landfill	DWER	Sep 18, 2018	Sep 17, 2024
GWL160795 (8) (Higginsville)	Licence to take water under section 5C of the Rights in Water and Irrigation Act 1914 (WA). Annual water entitlement 3,150,000 kL for the purpose of mineral processing, dewatering and dust suppression.	DER	Mar 16, 2021	May 5, 2029
CPS8152/4 (Higginsville)	Clearing of Native Vegetation for the purpose of mineral production and associated activities of up to 1,082.81 hectares	DMIRS	Oct 27, 2018	Jul 31, 2025
L9024/2018/1/ Works Approval W6719/2022/1 (Lakewood)	Category 5: Processing or Beneficiation of Ore (900,000 tonnes per year); and Category 61: Liquid Waste Facility (1.300 tonnes per year)	DWER	May 21, 2020	May 20, 2030
CPS 9743/1 (Lakewood)	The Native Vegetation Clearing Permit	DMIRS	June 23, 2022	June 23, 2024
GWL 203328 (2) and GWL 203329(2) (Lakewood)	License to abstract 900,000kL	DMIRS & DWER		

The HGO licences, issued under the EP Act (Part V) provides for the processing and beneficiation of metallic and non-metallic ore up to 1.5 Mt per year. Conditions such as groundwater level and limits, monitoring, discharge and reporting requirements are set in the licences.

Karora amalgamated several licences to take water in 2020 to reduce regulatory commitments and reporting requirements. There was a total of nine active permits in place around HGO and these have been reduced down to five active permits. The HGO groundwater licence has an allocation of 3,150 ML/a per year and allows for the dewatering of the Chalice open pit. The water is pumped 20 km to the Higginsville Mill, with short-term storage available in Aphrodite Pit. The HGO groundwater licence allows for dewatering of open pits and underground operations in close proximity to the Higginsville Mill.

Karora also amalgamated five active native vegetation clearing permits in 2020 down to a single permit for HGO. CPS8152/4 permits the clearing of up to 1,000 hectares of native vegetation and includes the open-cut pits Mousehollow, and Pioneer, and the Two Boys underground mine. The clearing permit was amended in early 2023 to include the footprint for the proposed TSF 5. CPS8152/4 now permits the clearing of 1,082.81 ha.

The Native Vegetation Clearing Permit (CPS 9743/1) was granted on June 23, 2022 and is valid for a period of two years. No conservation significant species were recorded within the areas to be cleared at Lakewood for the proposed TSF 2.

In 2007, the Lakewood Plant was purchased by Silver Lake Resources and underwent a number of refurbishment projects until 2011. Golden Mile Milling Pty Ltd purchased Lakewood Gold Processing Facility in 2015 and steadily increased the production rate up to a throughput around 0.7 Mtpa to 0.9 Mtpa. Karora purchased the Lakewood Operations from GMM on July 27, 2022.

DMIRS approved the Lakewood Gold Processing Facility Mining Proposal (Reg ID: 111925) on March 16, 2023. The mining proposal granted approval to construct TSF 2 in accordance with the revised design and to increase the production rate up to 1.2 Mtpa. DWER granted the Works Approval to construct TSF 2 and the process plant upgrades on January 20, 2023. The Lakewood Mill has not triggered any criteria to be separately assessed under Part IV of the EP Act.

Mining Proposals and Mine Closure Plans

There have been numerous Mining Proposals ("MP") and Mine Closure Plans ("MCP") approved and registered as belonging to the HGO. An application for a Mining Lease or the proposed mining of a new deposit must be accompanied by a mineralisation report or an MP and MCP in accordance with the Mining Act. A Mining Lease, MP and MCP are required prior to carrying out mining activities on a site.

The following approvals have been issued by DMIRS to support current mining operations:

- Government of Western Australia, Department of Mines, Industrial Regulation and Safety, approval under the Mining Act 1978 – Mining Proposal for TSF2-4 Stage Lift (Reg ID:89038);
- Government of Western Australia, Department of Mines, Industrial Regulation and Safety, approval under the Mining Act 1978 – Mining Proposal for Baloo & Eundynie (Reg ID: 101748);
- Government of Western Australia, Department of Mines, Industrial Regulation and Safety, approval under the Mining Act 1978 – Mining Proposal for Spargos Reward open pit & underground (Reg ID: 113402);
- Government of Western Australia, Department of Mines, Industrial Regulation and Safety, approval under the Mining Act 1978 – Mining Proposal for Pioneer (Reg ID: 116335);
- Government of Western Australia, Department of Mines, Industrial Regulation and Safety, approval under the Mining Act 1978 – Higginsville Mine Closure Plan (Reg ID: 88901); and
- Government of Western Australia, Department of Mines, Industrial Regulation and Safety, approval under the Mining Act 1978 – Mining Proposal for TSF2 Construction (Reg ID:111925).

The Higginsville MCP (Reg ID:88901)—dated August 5, 2020, approved on July 5, 2021—is the most extensive as it covers several mining areas including Higginsville, Chalice, Lake Cowan, Paleochannel and Mt Henry areas. Karora completed the triennial revision of the Higginsville MCP in 2023 as required by tenement conditions. The MCP is currently

under assessment with DMIRS. DMIRS requires that the MCP is updated on a regular basis to demonstrate preparedness for closure of the project.

Environmental Aspects, Impact and Management

From April 2016 to January 2019, under operation of the previous owners, HGO went through a period of non-compliance. The non-compliance related to high standing water levels in a number of monitoring boreholes adjacent to active tailings storage facilities ("TSFs"). In 2020, Karora applied to recommission TSFs 2, 3, and 4 to provide a further five years of tailings storage capacity under the current production rate at HGO. Studies were undertaken on the hydrogeology beneath the tailings facility to develop a seepage recovery plan that would ensure the facility remained compliant with the Premises Licence conditions, if the facility were to be recommissioned. DMIRS accepted the groundwater recovery plan and approved the mining proposal that included an initial raise of TSF 2 and three subsequent stage raises of TSFs 2, 3 and 4 into one supercell. DWER has also issued an amended Premises Licence that approved the recommissioning of the facility.

The HGO site has a detailed Environmental Management Plan that includes site specific processes and procedures. The site has a detailed record of the applicable legislation and legal requirements as well as various management and monitoring programs required to ensure compliance with legal and legislative compliance.

Karora has in place the appropriate processes and plans to meet its environmental requirements and commitments.

Lakewood Operations is relatively small in size with a limited disturbance footprint and placed within the foothills of the KCGM waste dumps. Groundwater mounding around the TSFs is the largest environmental concern at Lakewood. Karora has maintained the existing seepage recovery network around TSF 1 and completed the installation of ten new monitoring bores and five seepage recovery bores around the proposed TSF 2. The seepage recovery bores will be equipped with pumps once TSF 2 construction has been completed. The information reviewed suggests that the key environmental aspects requiring management effort are as follows:

- Water management; and
- Mine rehabilitation and closure.

Mining Rehabilitation Fund

The MRF is a pooled fund, established under the MRF, that is used to rehabilitate abandoned mine sites in Western Australia. All tenement holders (with the exception of tenements covered by State Agreements not listed in the Mining Rehabilitation Fund Regulations 2013 (WA), are required to participate in the MRF. The HLO tenements are subject to the MRF Act.

A 1% levy is paid annually by tenement.

Karora recently completed a full review of the closure cost models to align with the International Accounting Standard IAS 137 – Provisions, Contingent Liabilities and Contingent Assets. HGO's closure cost is estimated at approximately A\$30M. LKO's closure cost is estimated at approximately A\$8.7M.

Social and Community

The HGO region has a substantial history of exploration and mining. Gold was first discovered in 1905 with gold mining operations continuing sporadically throughout the 20th century and then recommencing in earnest in 1989. Additional mining activities included salt mining at Lake Lefroy during the 1960s to 1980s and nickel mining from the 1970s to the present. HGO operates within an environment of strong local community support.

The nearest town to HGO is Norseman, with a population of 562 (2021 Census), 52 km south of the Higginsville process facility. Kambalda with a population of 1,666 (2021 Census), is located 68 km via the Goldfields Highway to the north. Lakewood is approximately 4 km southeast of the City of Kalgoorlie-Boulder which is the nearest occupied townsite.

Kalgoorlie-Boulder has a population of 29,306 (2021 Census) and is located 60 km north of north of Kambalda. Kalgoorlie is the regional centre for the Eastern Goldfields and is a regional hub for transport, communications, commercial activities and community facilities.

The current workforce at HGO (Karora employees and contractors), comprising approximately 77 personnel. All are accommodated on site during their rostered-on periods. Most workers permanently reside in Perth and FIFO from Perth to HGO on either an 8 days-on/6 days-off, 12 days-on/9 days-off or 14 days-on/7 days-off rotation. The FIFO workers are supplemented by workers who reside in closer regional towns such as Norseman, Kambalda, Kalgoorlie and Esperance, Western Australia. The current workforce at LKO is 22 personnel.

The nearest port is Esperance, 260 km south of HGO and 390 km south of Kalgoorlie.

Capital and Operating Costs

Higginsville Central — Trident Underground

Capital Costs

As an historic gold mine but with very good existing development and other infrastructure, major infrastructure capital is already in place although additional allowances were made for piping, ventilation, dewatering and power distribution underground. Trident will therefore have a reasonably low initial capital outlay and most of the costs will be ongoing capitalised costs and some sustaining capital cost.

The sustaining capital expenditure is allocated for on-going capital development, mining equipment costs (replacements, rebuilds and major overhauls), and other underground infrastructure refurbishment. Sustaining capital requirements also include extensions to the ventilation, pumping, and electrical networks that follow capital decline development as the mine goes deeper. This is in addition to sustaining costs associated with ongoing processing plant infrastructure maintenance as required which are included in operating cost details. The sustaining capital costs per annum are detailed in Table 24.

Table 24: Initial Project Capital Cost

Capital Cost Type	Units	Total	Year 1	Year 2	Year 3
Plant and Equipment	\$A M	3.0	3.0	0.0	0.0
Capital Development	\$A M	9.6	9.6	0.0	0.0
Total Mining Capital	\$A M	12.6	12.6	0.0	0.0

Table 25: Sustaining Capital Cost

Capital Cost Type	Units	Total	Year 1	Year 2	Year 3
Plant and Equipment	\$A M	0.4	0.3	0.1	0.0
Capital Development	\$A M	5.0	1.7	3.0	0.4
Total Mining Capital	\$A M	5.4	2.0	3.0	0.4

Operating Costs

Table 26: Site Operating Costs

Operating Costs	Units	Total	Year 1	Year 2	Year 3
Mining Operating Cost	\$A M	45.2	11.8	22.4	11.0
Processing Costs	\$A M	15.4	3.7	8.2	3.5
Royalties	\$A M	5.8	1.3	3.0	1.5

Closure

Trident's closure would involve the closing-off of the portal and other ventilation access holes. These will be done by cement plugging the vertical holes and a locked gate located at the Trident portal. Some other infrastructure should also be removed but the closure cost will be shared by other deposits. An estimate of the closure cost for the Trident underground mine is approximately A\$100,000.

Higginsville Central — Open Pits

Capital Costs

As all the Higginsville Central open pit operations are relatively small and planned for contract mining, there are no specific capital costs associated with each deposit/open pit.

Operating Costs

Karora has established open pit (contract mining) operations at Higginsville and therefore has a good understanding of its costs and has a functioning cost management system. Each open pit used/assumed the typical mining contract rates as they are all located in the same area and have reasonably similar rock and ore properties. The contract mining rates used to calculate the mining costs are currently used at Pioneer, see Table 27.

Table 27: HGO Central Operating Costs

	Units	Total	Mitchell	Pioneer
Mining Operating Cost	\$A M	34.1	15.2	18.9
Haulage Costs	\$A M	1.9	0.7	1.2
Processing Costs	\$A M	14.7	6.9	7.8
Royalties	\$A M	4.3	2.4	1.9

Closure

An allowance of \$460,000 has been allocated toward the mining contractor completing rehabilitation at Pioneer including final waste dump profiling.

An allowance of \$1,030,000 has been allocated toward the mining contractor completing rehabilitation at Mitchell including final waste dump profiling.

Chalice Underground

Capital Costs

As a historic gold mine but with very good existing development and other infrastructure, major infrastructure capital is already in place although additional allowances were made for piping, ventilation, dewatering and power distribution underground. Chalice will therefore have a reasonably low initial capital outlay and most of the costs will be ongoing capitalised costs and some sustaining capital cost as shown in Table 28.

The sustaining capital expenditure is allocated for on-going capital development, mining equipment costs (replacements, rebuilds and major overhauls), and other underground infrastructure refurbishment. Sustaining capital requirements also include extensions to the ventilation, pumping, and electrical networks that follow capital decline development as the mine

goes deeper. This is in addition to sustaining costs associated with ongoing mill infrastructure maintenance as required which are included in operating cost details. The annual sustaining capital costs are detailed in Table 29.

Table 28: Initial Project Capital Cost

Capital Cost Type	Units	Total	Year 1	Year 2	Year 3
Plant and Equipment	\$A M	5.6	5.6	0.0	0.0
Capital Development	\$A M	5.5	5.5	0.0	0.0
Total Mining Capital	\$A M	11.0	11.0	0.0	0.0

Table 29: Sustaining Capital Cost

Capital Cost Type	Units	Total	Year 1	Year 2	Year 3
Plant and Equipment	\$A M	0.2	0.1	0.1	0.1
Capital Development	\$A M	7.1	3.0	3.7	0.4
Total Mining Capital	\$A M	7.3	3.1	3.8	0.5

Operating Costs

Karora has an established operation at Beta Hunt and therefore has a good understanding of its costs and has a functioning cost management system considered for Chalice. An independent mining cost model was, however, developed for the Chalice planning and compared to the typical costs observed at Beta Hunt. Operating cost inputs are based on simulated and then benchmarked actual costs in addition to recent supplier quotes as obtained for Beta Hunt. Processing costs include an allowance for sustaining capital and tailing storage on a dollar per tonne basis as shown in Table 30.

Table 30: Site Operating Costs

	Units	Total	Year 1	Year 2	Year 3
Mining Operating Cost	\$A M	51.2	17.6	22.5	11.2
Haulage Costs	\$A M	3.4	0.8	1.8	0.8
Processing Costs	\$A M	27.5	6.2	14.6	6.7
Royalties	\$A M	7.1	1.4	3.8	1.9

Closure

Chalice mine closure involves closing off the portal and other ventilation access holes. These will be done by cement plugging the vertical holes and a locked gate located at the Chalice portal. Some other infrastructure should also be removed, but the closure cost will be shared by other deposits. An estimate of the closure cost for the Chalice underground mine is approximately A\$100,000.

Spargos Underground

Capital Costs

Major capital costs include the dewatering pipeline to Beta Hunt, primary ventilation fans, primary pumps, refuge chambers, electrical infrastructure and office blocks/ablutions as detailed in Table 31.

The sustaining capital expenditure is allocated for on-going capital development, mining equipment costs (replacements, rebuilds and major overhauls), and other underground infrastructure refurbishment. Sustaining capital requirements also include extensions to the ventilation, pumping, and electrical networks that follow capital decline development as the mine goes deeper. This is in addition to sustaining costs associated with ongoing mill infrastructure maintenance as required which are included in operating cost details. The sustaining capital costs are detailed in Table 32.

Table 31: Initial Project Capital Cost

Capital Cost Type	Units	Total	Year 1	Year 2	Year 3
Plant and Equipment	\$A M	6.6	6.6	0.0	0.0
Capital Development	\$A M	14.9	14.9	0.0	0.0
Total	\$A M	21.4	21.4	0.0	0.0

Table 32: Sustaining Capital Cost

Capital Cost Type	Units	Total	Year 1	Year 2	Year 3
Plant and Equipment	\$A M	1.3	0	0.3	1.0
Capital Development	\$A M	29.3	3.2	20.2	5.9
Total	\$A M	30.6	3.2	20.6	6.8

Operating Costs

Karora has an established operation at Beta Hunt and therefore has a good understanding of its costs and has a functioning cost management system considered for Spargos. An independent mining cost model was, however, developed for the Spargos planning and compared to the typical costs observed at Beta Hunt. Operating cost inputs for underground mining at Spargos are based on reputable underground mining contractor's indicative rates which were source specifically for Spargos. Other costs have been derived from supplier quotes as obtained for Beta Hunt. Processing costs include an allowance for sustaining capital and tailing storage on a dollar per tonne basis as shown in Table 33.

Table 33: Site Operating Costs

	Units	Total	Year 1	Year 2	Year 3
Mining Operating Cost	\$A M	39.9	8.5	13.8	17.7
Haulage Costs	\$A M	3.3	0.6	1.2	1.5
Processing Costs	\$A M	15.5	2.7	5.9	7.0
Royalties	\$A M	3.1	0.5	1.4	1.1

Closure

An estimate of the closure cost for the Chalice underground mine is approximately A\$1,200,000.

Mt. Henry Project

Capital Costs

An estimate has been made of the initial site establishment capital requirements for the Mt. Henry Project, totalling A\$6,000,000. This includes an allowance for the development of a mine haul road from Selene to the proposed ore stockpiling area at Mt Henry. It is assumed that the other site development works (i.e. stripping, clearing, roadbuilding etc.) can be

completed during the period in which they are required, and do not require to be brought forward to Year-1 as a capital expense.

Operating Costs

A detailed mine operating cost model has been built up for the MHP operation from first principles. The cost model assumes haulage to and processing at the Higginsville Mill. Haulage costs are sourced from actual site costs, adjusted for the relevant haulage length. Processing costs are taken from site forecasts. It is important to note, that Karora plans to execute a Power Purchase Agreement ("PPA") for the supply of mains power to HGO. This should reduce processing costs via a reduction in power costs compared to recent operating history and the PPA has assumed to be in place for the MHP cost model. Processing costs are inclusive of sustaining capital as well as an allowance for tailing storage (Table 34). State royalty of 2.5% and Native Title Royalty of 1% are applied.

Table 34: Mt Henry Project Mining Costs (\$M)

Total	Units	Project Total	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8
Total Mining Cost	\$A M	282.36	100.9	79.5	42.2	21.8	16.7	11.5	9.8	-
Total Haulage Cost	\$A M	108.30	10.7	16	16	16	16	16	16	1.5
Total Processing Cost	\$A M	346.57	34.4	51.3	51.2	51.2	51.2	51.3	51.2	4.7
Total Royalties	\$A M	30.53	3.2	4.2	4.5	4.4	4.5	4.7	4.6	0.4

Closure

The open pits closure cost simply involves dozing and profiling of the waste rock dumps a cost included in the waste cost detailed above. HGO's closure cost is estimated at approximately A\$30,000,000.

Other Open Pits

Capital Costs

As all the Higginsville Greater open pit operations are relatively small and planned for contract mining, there are no specific capital costs associated with each deposit/open pit.

Operating Costs

Karora has established open pit (contract mining) operations at Higginsville and therefore has a good understanding of its costs and has a functioning cost management system. Each open pit used/assumed the typical mining contract rates as they are all located in the same area and have reasonably similar rock and ore properties. The contract mining rates used to calculate the mining costs are currently used at Pioneer (Table 35).

Table 35: HGO Central Operating Costs

	Units	Total	Atreides	Musket
Mining Costs	\$A M	29.3	10.1	19.2
Haulage Costs	\$A M	3.2	1.1	2.1
Processing Costs	\$A M	12.7	6.4	6.3
Royalties	\$A M	3.1	1.3	1.8

Closure

An allowance of \$281,000 has been allocated toward the mining contractor completing rehabilitation at Atreides including final waste dump profiling. An allowance of \$1,125,000 has been allocated toward the mining contractor completing rehabilitation at Musket including final waste dump profiling.

Exploration, Development and Production

The HGO area also overlies three of the richest mineralised regional shear zones in the Eastern Goldfields – Boulder-Lefroy, Zuleika and Speedway. The Boulder Lefroy controls the Golden Mile deposit of Kalgoorlie (60 Moz mined) and the St Ives gold camp (16 Moz mined). The Invincible deposit which underpins the St Ives Operation is controlled by the poorly explored Speedway shear, while the Zuleika is associated with the Kundana and Mount Marion deposits to the north.

In the last 20 years, the Project area has delivered significant discoveries – Trident in 2004 (1Mozs) and the Pola Bear deposits, including Baloo, in 2015. Trident was discovered testing down plunge extensions to a known deposit (Poseidon Sth) while Baloo was discovered by S2 using reconnaissance aircore, highlighting the potential for early stage exploration to still deliver new discoveries in a "mature" goldfield. The area of the Baloo discovery remains relatively unexplored due to it being largely concealed by the shallow salt lake sediments.

HGO has a large number of prospects at various stages of progress to deliver a new resource. The Exploration team at HGO has used a milestone-based system to rank and target these prospects. Very little greenfields exploration has occurred in recent years with drilling focusing on upgrading existing resources.

Exploration drilling planned for 2024 includes follow up aircore, RC and diamond drilling on Lake Cowan testing structural and geochemical targets on the Sleuth Trend identified from the recently completed desktop Integrated Geological Interpretation of the Sleuth Trend and Exploration Targeting Study completed by CSA Global (2021).

APPENDIX "B"
AUDIT COMMITTEE CHARTER

PURPOSE

1. The Audit Committee (the "**Committee**") is a standing committee appointed by the board of directors (the "**Board**") of Karora Resources Inc. (the "**Company**"). The Committee is established to fulfill applicable public company obligations respecting audit committees and to assist the Board in fulfilling its oversight responsibilities with respect to financial reporting including responsibility to, among other things as may be delegated by the Board from time to time, oversee:
 - a. the integrity of the Company's financial statements and financial reporting process, including the audit process and the Company's internal controls over financial reporting, disclosure controls and procedures, and compliance with other related legal and regulatory requirements;
 - b. the qualifications and independence of external auditors;
 - c. the work of the Company's financial management, internal auditors and external auditors;
 - d. enterprise risk management, privacy and data security and to monitor the same; and
 - e. the auditing, accounting and financial reporting process generally.
2. In addition, the Committee shall prepare, if required, an audit committee report for inclusion in the Company's annual management information circular, in accordance with applicable laws and regulations.
3. The function of the Committee is oversight. It is not the duty or responsibility of the Committee or its members to: (a) plan or conduct audits; (b) determine that the Company's financial statements are complete and accurate and are in accordance with generally accepted accounting principles used by the Company; or (c) conduct other types of auditing or accounting reviews or similar procedures or investigations. The Committee and the Audit Committee Chair (the "**Committee Chair**") are members of the Board, appointed to the Committee to provide broad oversight of the financial, risk and control related activities of the Company, and are specifically not accountable or responsible for the day-to-day operation or performance of such activities.
4. Management is responsible for the preparation, presentation and integrity of the Company's financial statements. Management is also responsible for maintaining appropriate accounting and financial reporting principles and policies and systems of risk assessment and internal controls and procedures designed to provide reasonable assurance that assets are safeguarded and transactions are properly authorized, recorded and reported and to assure the effectiveness and efficiency of operations, the reliability of financial reporting and compliance with accounting standards and applicable laws and regulations. Management is also responsible for monitoring and reporting on the adequacy and effectiveness of the system of internal controls over financial reporting and disclosure controls and procedures. The external auditors are responsible for planning and carrying out an audit of the Company's annual financial statements in accordance with generally accepted auditing standards to provide reasonable assurance that, among other things, such financial statements are in accordance with generally accepted accounting principles.

PROCEDURES

1. *Number of Members* – The members of the Committee shall be appointed by the Board. The Committee will be comprised of not less than three (3) Board members.
2. *Independence* – The Committee shall be constituted at all times of "independent directors" who are "independent" within the meaning of National Instrument 52-110 – *Audit Committees* ("**NI 52-110**").
3. *Financial Literacy and Other Related Experience* – Each member shall be able to read and understand fundamental financial statements and shall otherwise be "financially literate" within the meaning of applicable requirements or guidelines for audit committee service under securities laws, including NI 52-110, or the rules

of any applicable stock exchange. Each member should have reasonable sufficient experience in such other economic, financial, investment or business matters as the Board may deem appropriate.

4. *Appointment and Replacement of Committee Members* – Any member of the Committee may be removed or replaced at any time by the Board and shall automatically cease to be a member of the Committee upon ceasing to be a director. The Board shall fill any vacancy if the membership of the Committee is less than three directors. Whenever there is a vacancy on the Committee, the remaining members may exercise all its power so long as a quorum remains in respect of a specific Committee meeting. Subject to the foregoing, the members of the Committee shall be appointed by the Board annually and each member of the Committee shall remain on the Committee until the next annual meeting of shareholders after his or her appointment or until his or her successor shall be duly appointed and qualified.
5. *Committee Chair* – Unless a Committee Chair is designated by the full Board, the members of the Committee may designate a Chair by majority vote of the full Committee. The Committee Chair shall be responsible for leadership of the Committee assignments and reporting to the Board. If the Committee Chair is not present at any meeting of the Committee, one of the other members of the Committee who is present shall be chosen by the Committee to preside at the meeting. The Committee will report through the Committee Chair to the Board following meetings of the Committee on matters considered by the Committee, its activities and compliance with this Charter.
6. *Conflicts of Interest* – If a Committee member faces a potential or actual conflict of interest relating to a matter before the Committee, other than matters relating to the compensation of directors, that member shall be responsible for alerting the Committee Chair. If the Committee Chair faces a potential or actual conflict of interest, the Committee Chair shall advise the Chair of the Board. If the Committee Chair, or the Chair of the Board, as the case may be, concurs that a potential or actual conflict of interest exists, the member faced with such conflict shall disclose to the Committee the member's interest and shall not participate in consideration of the matter and shall not vote on the matter.
7. *Meetings* – The Committee shall meet regularly and as often as it deems necessary to perform the duties and discharge its responsibilities described herein in a timely manner, but not less than four (4) times a year and any time the Company proposes to issue a press release with its quarterly or annual earnings information or disclose any other material financial information of the Company. The Committee shall meet within forty-five (45) days following the end of each of the first three financial quarters and shall meet within ninety (90) days following the end of the financial year. Meetings of the Committee may be called by any member of the Committee, the Chairman and CEO, the Lead Director of the Board (the "**Lead Director**") (if appointed) or the CFO of the Company. Not less than twenty-four (24) hours notice shall be given, provided that notice may be waived by all members of the Committee. The Committee shall maintain written minutes of its meetings, which will be filed with the meeting minutes of the Board.
8. *Agenda* – The Committee Chair, with the assistance of the Chief Financial Officer ("**CFO**"), shall develop and set the Committee's agenda, in consultation with other members of the Committee, the Board and management. The agenda and information concerning the business to be conducted at each Committee meeting shall be, to the extent practical, communicated to members of the Committee sufficiently in advance of each meeting to permit meaningful review. The Committee will keep minutes of its meetings which shall be available for review by the Board. Except in exceptional circumstances, draft minutes of each meeting of the Committee shall be circulated to the Committee for review within 14 days following the date of each such meeting.
9. *Separate Executive Meetings* – The Committee shall meet periodically, but no less than quarterly, with the CFO, the head of internal audit function and the external auditors in separate executive sessions to discuss any matters that the Committee or any of these groups believes should be discussed privately and such persons shall have access to the Committee to bring forward matters requiring its attention. However, the Committee shall also meet periodically without management present.
10. *Quorum* – Quorum for the transaction of business at any meeting of the Committee shall be a majority of the number of members of the Committee. If within one hour of the time appointed for a meeting of the Committee, a quorum is not present, the meeting shall stand adjourned for one hour unless a quorum is present before that time. If following such one-hour period, a quorum as hereinbefore specified is not present, then, at the discretion of the members then present, the quorum for the adjourned meeting shall consist of the members then present.

11. *Voting* – Any matter to be determined by the Committee shall be decided by a majority of the votes cast at a meeting of the Committee called for such purpose. Any action of the Committee may also be taken by an instrument or instruments in writing signed by all of the members of the Committee (including in counterparts, by facsimile or other electronic signature) and any such action shall be as effective as if it had been decided by a majority of the votes cast at a meeting of the Committee called for such purpose. In case of an equality of votes, the matter will be referred to the Board for decision.
12. *Participation* – Members may participate in a meeting of the Committee in person or by means of telephone, web conference or other communication equipment. The Committee may invite such other directors, officers and employees of the Company and such other advisors and persons as is considered advisable to attend any meeting of the Committee. For greater certainty, the Committee shall have the right to determine who shall and who shall not be present at any time during a meeting of the Committee.
13. *Reliance* – Absent actual knowledge to the contrary (which shall be promptly reported to the Board), each member of the Committee shall be entitled to rely on: (a) the integrity of those persons or organizations within and outside the Company from which it receives information; (b) the accuracy of the financial and other information provided to the Committee by such persons or organizations; and (c) representations made by management and the external auditors as to the permissible non-audit services provided by the external auditors to the Company and its subsidiaries.
14. *Self-Evaluation* – The Committee shall conduct a self-evaluation at least annually to determine whether it and its members are functioning effectively and report its conclusion to the Board.

AUDIT RESPONSIBILITIES

Selection and Oversight of the External Auditors

1. The external auditors are ultimately accountable to the Committee and the Board as the representatives of the shareholders of the Company and shall report directly to the Committee and the Committee shall so instruct the external auditors. The Committee shall evaluate the performance of the external auditors and make recommendations to the Board on the reappointment or appointment of the external auditors of the Company to be proposed in the Company's management information circular for shareholder approval and shall have authority to terminate the external auditors. If a change in external auditors is proposed, the Committee shall review the reasons for the change and any other significant issues related to the change, including the response of the incumbent auditors, and enquire on the qualifications of the proposed auditors before making its recommendation to the Board.
2. The Committee shall be directly responsible for the appointment, compensation, retention and oversight of the work of a registered public accounting firm engaged (including resolution of disagreements between management and the external auditor regarding financial reporting) for the purposes of preparing or issuing an audit report or performing other audit, review or attestation services for the Company, and each such registered public accounting firm must report directly to the Committee.
3. The Committee will approve policies and procedures for the pre-approval of services to be rendered by the external auditors, which policies and procedures shall include reasonable detail with respect to the services covered. All permissible non-audit services to be provided to the Company or any of its affiliates by the external auditors or any of their affiliates that are not covered by pre-approval policies and procedures approved by the Committee shall be subject to pre-approval by the Committee. The Committee shall have the sole discretion regarding the prohibition of the external auditor providing certain non-audit services to the Company and its affiliates. The Committee shall also review and approve disclosures with respect to permissible non-audit services.
4. The Committee shall review the independence of the external auditors and shall make recommendations to the Board on appropriate actions to be taken that the Committee deems necessary to protect and enhance the independence of the external auditors. In connection with such review, the Committee shall:
 - a. actively engage in a dialogue with the external auditors about all relationship or services that may impact the objectivity and independence of the external auditors;

- b. require that the external auditors submit to it on a periodic basis, and at least annually, a formal written statement delineating all relationships between the Company and its subsidiaries, on the one hand, and the external auditors and their affiliates on the other hand and to the extent there are relationships, monitor and investigate them;
 - c. ensure the rotation of the lead (and concurring) audit partner having primary responsibility for the audit and the audit partner responsible for reviewing the audit as required by applicable law;
 - d. consider whether there should be a regular rotation of the external audit firm itself; and
 - e. consider the auditor independence standards promulgated by applicable auditing regulatory and professional codes.
5. The Committee shall establish and monitor clear policies for the hiring by the Company of employees or former employees of the external auditors.
 6. The Committee shall require the external auditors to provide to the Committee, and the Committee shall review and discuss with the external auditors, all reports which the external auditors are required to provide to the Committee or the Board under rules, policies or practices of professional or regulatory bodies applicable to the external auditors, and any other reports which the Committee may require. Such reports shall include:
 - a. a description of the external auditors' internal quality-control procedures, any material issues raised by the most recent internal quality-control review, or peer review, or Canadian Public Accountability Board (CPAB) review, of the external auditors, or by any inquiry or investigation by governmental or professional authorities, within the preceding five years, respecting one or more independent auditors carried out by the external auditors and any steps taken to deal with any such issues; and
 - b. a report describing: (i) the proposed audit scope, approach and independence of all critical accounting polices and practices to be used in the annual audit; (ii) all alternative treatments of financial information within generally accepted accounting principles related to material items that have been discussed with management, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the external auditors; and (iii) other material written communication between the external auditors and management, such as any management letter or schedule of unadjusted differences.
 7. The Committee shall (i) annually review the experience and qualifications of the independent audit team and review the performance of the independent auditors, including assessing their professional skepticism, effectiveness and quality of serve, and (ii) every five (5) years perform a comprehensive review of the performance of the independent auditors over multiple years to provide further insight on the audit firm, its independence and application of professional standards.

Appointment and Oversight of Internal Auditors

8. The appointment, terms of engagement, compensation, replacement or dismissal of the internal auditors shall be subject to prior review and approval by the Committee. When the internal audit function is performed by employees of the Company, the Committee may delegate responsibility for approving the employment, term of employment, compensation and termination of employees engaged in such function (other than with respect to the head of the Company's internal audit function).
9. The Committee shall obtain from the internal auditors, and shall review, summaries of the significant reports to management prepared by the internal auditors, or the actual report if requested by the Committee, and management's responses to such reports.
10. The Committee shall, as it deems necessary or appropriate, communicate with the internal auditors with respect to their reports and recommendations, the extent to which prior recommendations have been implemented and any other matters that the internal auditor brings to the attention of the Committee. The head of the internal audit function shall have unrestricted access to the Committee.

11. The Committee shall, annually or more frequently as it deems necessary or appropriate, evaluate the internal auditors, including their activities, organizational structure, independence, objectivity, qualifications and effectiveness.

Oversight and Monitoring of Audits

12. The Committee shall review with the external auditors, the internal auditors and management: the audit function generally; the objectives, staffing, locations, coordination (reduction of redundant efforts) and effective use of audit resources; reliance upon management and internal audit and general audit approach and scope of proposed audits of the financial statements of the Company and its subsidiaries; the overall audit plans; the responsibilities of management, the internal auditors and the external auditors; the audit procedures to be used; and the timing and estimated budgets and staffing of the audits.
13. The Committee shall meet periodically with the internal auditors to discuss the progress of their activity, any significant findings stemming from internal audits, any changes required in the planned scope of their audit plan and any difficulties or disputes that arise with management in the course of their audits, including any restrictions on the scope of their work or access to required information, and the adequacy of management's responses in correcting audit-related deficiencies.
14. The Committee shall review with management the results of internal and external audits.
15. The Committee shall provide an open avenue of communication between the external auditors, the internal auditors, the Board and management and take such other reasonable steps as it may deem necessary to satisfy itself that the audit was conducted in a manner consistent with all applicable legal requirements and auditing standards of applicable professional or regulatory bodies.

Oversight and Review of Accounting Principles and Practices

16. The Committee shall, as it deems necessary or appropriate, oversee, review and discuss with management, the external auditors and the internal auditors (together and separately as it deems necessary), among other items and matters:
 - a. the quality, appropriateness and acceptability of the Company's accounting principles, practices and policies used in its financial reporting, its consistency from period to period, changes in the Company's accounting principles or practices and the application of particular accounting principles and disclosure practices by management to new or unusual transactions or events;
 - b. all significant financial reporting issues, estimations and judgements made in connection with the preparation of the financial statements, including the effects of alternative methods within generally accepted accounting principles on the financial statements and any "second opinions" sought by management from an independent auditor with respect to the accounting treatment of a particular item;
 - c. any material change to the Company's auditing and accounting principles and practices as recommended by management, the external auditors or the internal auditors or which may result from proposed changes to applicable generally accepted accounting principles;
 - d. the extent to which any changes or improvements in accounting or financial practices, as approved by the Committee, have been implemented; and
 - e. the effect of regulatory and accounting initiatives on the Company's financial statements and other financial disclosures.
17. The Committee will review and resolve disagreements between management and the external auditors regarding financial reporting or the application of any accounting principles or practices.

Oversight and Monitoring of Internal Control Over Financial Reporting ("ICOFR")

18. The Committee shall, as it deems necessary or appropriate, exercise oversight of, review and discuss with management, the external auditors and the internal auditors (together and separately, as it deems necessary):
 - a. the adequacy and effectiveness of the Company's ICOFR and disclosure controls and procedures designed to ensure compliance with applicable laws and regulations;
 - b. any significant deficiencies or material weaknesses in ICOFR or disclosure controls and procedures;
 - c. the risk of management's ability to override the Company's internal controls;
 - d. any fraud, of any amount or type, that involves management or other employees who have a significant role in the ICOFR;
 - e. the adequacy of the Company's internal controls and any related significant findings and recommendations of the external auditor and internal auditors together with management's responses thereto; and
 - f. management's compliance with the Company's processes, procedures and internal controls.
19. The Committee shall establish procedures for: (a) the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters; and (b) the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.

Oversight and Monitoring of the Company's Financial Reporting and Disclosure

20. The Committee shall:
 - a. review with the external auditors and management and recommend to the Board for approval the audited financial statements and the notes thereto and Management's Discussion and Analysis ("MD&A") accompanying such financial statements, the Company's annual information form and any financial information of the Company contained in any registration statement, prospectus, information circular or any other disclosure document or regulatory filing of the Company;
 - b. review with the external auditors and management each set of interim financial statements and the notes thereto and MD&A accompanying such financial statements and any other disclosure documents or regulatory filings of the Company containing or accompanying financial information of the Company; and
 - c. review the disclosure regarding the Committee required to be included in any publicly filed or available document by applicable securities laws or regulations or stock exchange rules or requirements.

Such reviews shall be conducted prior to the release of any summary of the financial results or the filing of such reports with applicable regulatory authorities.

21. Prior to their distribution or public disclosure, the Committee shall discuss earnings press releases, as well as financial information and earnings guidance, it being understood that such discussions may in the discretion of the Committee, be done generally (i.e., by discussing the types of information to be disclosed and the type of presentation to be made) and that the Committee need not discuss in advance each earnings release or each instance in which the Company gives earnings guidance.
22. The Committee shall oversee compliance with the requirements of applicable securities laws or rules for disclosure of auditors' services, engagements and independence of external auditors and audit committee member qualifications and activities.
23. The Committee shall receive and review the financial statements and other financial information of material subsidiaries of the Company and any auditor recommendations concerning such subsidiaries.

24. The Committee shall oversee compliance with legal and regulatory requirements with respect to financial statements and financial reporting.

Oversight of Finance Matters

25. The Committee shall:
- a. periodically review matters pertaining to the Company's material policies and practices respecting cash management and material financing strategies or policies or proposed financing arrangements and objectives of the Company;
 - b. periodically review the Company's major financial risk exposures (including foreign exchange and interest rate) and management's initiatives to control such exposure, including the use of financial derivatives and hedging activities;
 - c. review and discuss with management all material off-balance sheet transactions, arrangements, obligations (including contingent obligations), leases and other relationships of the Company with unconsolidated entities, other persons, or related parties, that may have a material current or future effect on financial condition, changes in financial condition, results of operations, liquidity, capital resources, capital reserves, or significant components of revenues or expenses;
 - d. review and discuss policies, procedures and practices with respect to risk identification, assessment and management, including appropriate guidelines and policies to govern the process, as well as the Company's major enterprise risk exposures and the steps management has undertaken to control them; and
 - e. review and discuss with management the Company's effective tax rate, adequacy of tax reserves, tax payments and reporting of any pending tax audits or assessments, and material tax policies and tax planning initiatives.

Risk Oversight, Privacy and Cybersecurity

26. The Committee shall annually or as the Committee deems necessary or appropriate:
- a. review and discuss with management and as the Committee deems necessary or appropriate, the Chair of the Board or other committees of the Board, and monitor the adequacy and effectiveness of: (i) management's program, including policies and guidelines, to identify, assess, manage, and monitor major enterprise risks of the Company, including financial, operational, privacy, security, business continuity, legal and regulatory, and reputational risk, as well as those risks that would threaten the Company's business, future performance, solvency or liquidity; (ii) management's risk-management decisions, practices and activities; (iii) reports from management and others, including without limitation internal audit, regarding compliance with item (i) above; and (iv) the adequacy and appropriateness of management's response to, including the implementation thereof, the matters and findings, if any, in the reports referenced in item (iii) above;
 - b. review, discuss with management and assess the Company's privacy and cybersecurity risk exposures; and
 - c. review and discuss with management the adequacy of the Company's insurance coverage.

Committee Reporting

27. The Committee shall report regularly, which shall be at least quarterly, to the entire Board regarding the execution of the Committee's duties, responsibilities and activities, as well as any issues encountered and related recommendations and recommend to the Board that the audited financial statements be included in the Company's annual filings. The Committee Chair shall prepare and deliver the report to the Board. The Committee's report by the Committee Chair may be a verbal report delivered to the Board at a duly called Board meeting.

28. The Committee shall also report to the Board quarterly and/or annually regarding the oversight and receipt of certifications from applicable management confirming compliance with certain applicable laws, regulations or rules and certain Company policies and practices, in each case as the Committee deems necessary or appropriate.

Additional Authority and Responsibilities

29. The Committee shall have the authority to engage independent counsel and other advisors, hire and terminate special legal, accounting, financial or other consultants to advise the Committee at the Company's expense, in each case, as it determines necessary or appropriate to carry out its duties and without consulting with, or obtaining prior approval from, any officer of the Company or the Board. The Committee may ask members of management, including, without limitation, the applicable member of management responsible for enterprise risk management, or others, including, without limitation, Company employees or the Chair of the Board or any committee, to attend meetings or provide information as necessary. The Committee shall also have the authority to ask the Company's independent auditors to attend meetings or provide information as necessary, and the Company's independent auditors will have direct access to the Committee at their own initiative.
30. The Committee shall provide for appropriate funding for payment of: (a) compensation to any registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attestation services for the Company; (b) compensation to any advisors engaged or employed by the Committee under subsection 29 above; and (c) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.
31. The Committee shall review and/or approve any other matter specifically delegated to the Committee by the Board and undertake on behalf of the Board such other activities as may be necessary or desirable to assist the Board in fulfilling its oversight responsibilities with respect to financial reporting and perform such other functions as assigned by law or the Company's constating documents.
32. The Committee shall review and approve in advance any proposed related-party transactions and required disclosure of such in accordance with applicable securities laws and regulations and consistent with any related-party transaction policy of the Company, to the extent such policy exists, and report to the Board on any approved transactions.

Audit Committee Chair

The Committee Chair should:

1. provide leadership to the Committee and oversee the functioning of the Committee;
2. chair meetings of the Committee (unless not present), including in-camera sessions, and report to the Board following each meeting of the Committee on the activities and any recommendations and decisions of the Committee and otherwise at such times and in such manner as the Committee Chair considers advisable;
3. ensure that the Committee meets at least four times per financial year of the Company, and otherwise as is considered advisable;
4. in consultation with the Chair of the Board, the Lead Director, if any, and the members of the Committee, establish dates for holding meetings of the Committee;
5. set the agenda for each meeting of the Committee with input from other members of the Committee, the Chair of the Board, the Lead Director, if any, and any other appropriate individuals;
6. ensure that Committee materials are available to any director upon request;
7. act as a liaison, and maintain communication, with the Chair of the Board, the Lead Director, if any, and the Board to co-ordinate input from the Board and to optimize the effectiveness of the Committee;
8. report annually to the Board on the role, mandate, and effectiveness of the Committee, in respect of contributing to the objectives of the Board and the Company;

9. assist the members of the Committee to understand and comply with the responsibilities contained in this mandate;
10. foster ethical and responsible decision making by the Committee;
11. oversee the structure, composition and membership of, and activities delegated to, the Committee from time to time;
12. ensure appropriate information is requested from the officers of the Company and is provided to the Committee to enable it to function effectively and comply with this mandate;
13. ensure that appropriate resources and expertise are available to the Committee;
14. ensure that the Committee considers whether any independent counsel or other experts or advisors retained by the Committee are appropriately qualified and independent in accordance with applicable laws;
15. facilitate effective communication between the members of the Committee and the officers of the Company;
16. attend, or arrange for another member of the Committee to attend, each meeting of the shareholders of the Company to respond to any questions from shareholders that may be asked of the Committee; and
17. perform such other duties as may be delegated to the Committee Chair or the Board from time to time.

THIS CHARTER

The Committee shall review and reassess the adequacy of this Charter on an annual basis or as required and recommend any proposed changes to the Board for approval. This Charter shall be posted on the Company's website.