ASX: VSR

For the 12-month period ended 31 December 2023

ANNUAL REPORT

Voltaic Strategic Resources Limited
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DIRECTORS' REPORT

CORPORATE INFORMATION

Directors
John Hannaford: Non-Executive Chairman (Appointed Director - 30 March 2021, appointed Chairman – 29 June 2022)
Lachlan Reynolds: Non-Executive Director (Appointed - 18 March 2022)
David Izzard: Non-Executive Director (Appointed – 5 October 2022)

Company Secretary
Simon Adams: Company Secretary (Appointed - 18 May 2012)

Retired Directors
Simon Adams: Executive Director (Appointed - 26 June 2019, Retired – 31 December 2023)
Matthew McCann: Non-executive Chairman (Appointed - 3 April 2014, Retired – 29 June 2022)
Gerard (Gerry) McGann: Non-Executive Technical Director (Appointed - 7 July 2009, Retired - 21 February 2022)

Registered Office
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Share Register
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Share registry moved from Link Market Services on 18th December 2023.

Securities Exchange Listing
Australian Securities Exchange Limited
Home Branch – Perth
Level 40, Central Park
152-158 St George's Terrace
Perth WA 6000

ASX Code
VSR - Fully paid ordinary shares
VSRO - Options exercisable at $0.08, expiry date 30 June 2026

Auditor
Dry Kirkness (Audit) Pty Ltd
Ground Floor, 50 Colin Street
West Perth WA 6005

The Directors present their report, together with the financial statements, on the consolidated entity consisting of Voltaic Strategic Resources Limited (also referred to hereafter as the '**Company**' or '**parent entity**' or '**Voltaic**') and the entities it controlled at the end of, or during, the year ended 31 December 2023 (see Note 6.1.1 to Financial Statements) (collectively "the Group"). The Group's functional and presentation currency is Australian (AU) Dollars. Unless otherwise stated, all amounts in the Annual Report are in AU Dollars.

A description of the Group's operations and of its principal activities is included in the review of operations on page 3.

VOLTAIC STRATEGIC RESOURCES

REVIEW OF OPERATIONS

Voltaic Strategic Resources Limited provides its Review of Operations for the period **January to December 2023**. The Company's primary focus during this period has been its Gascoyne projects, located in the mid-northwest of Western Australia.

The **Gascoyne projects** are situated ~east/northeast of the town of Carnarvon in Western Australia, and cover a total area of ~2,144 km^2, comprising four individual projects: Ti Tree, Paddys Well, Talga, and Kooline (refer figure 1).

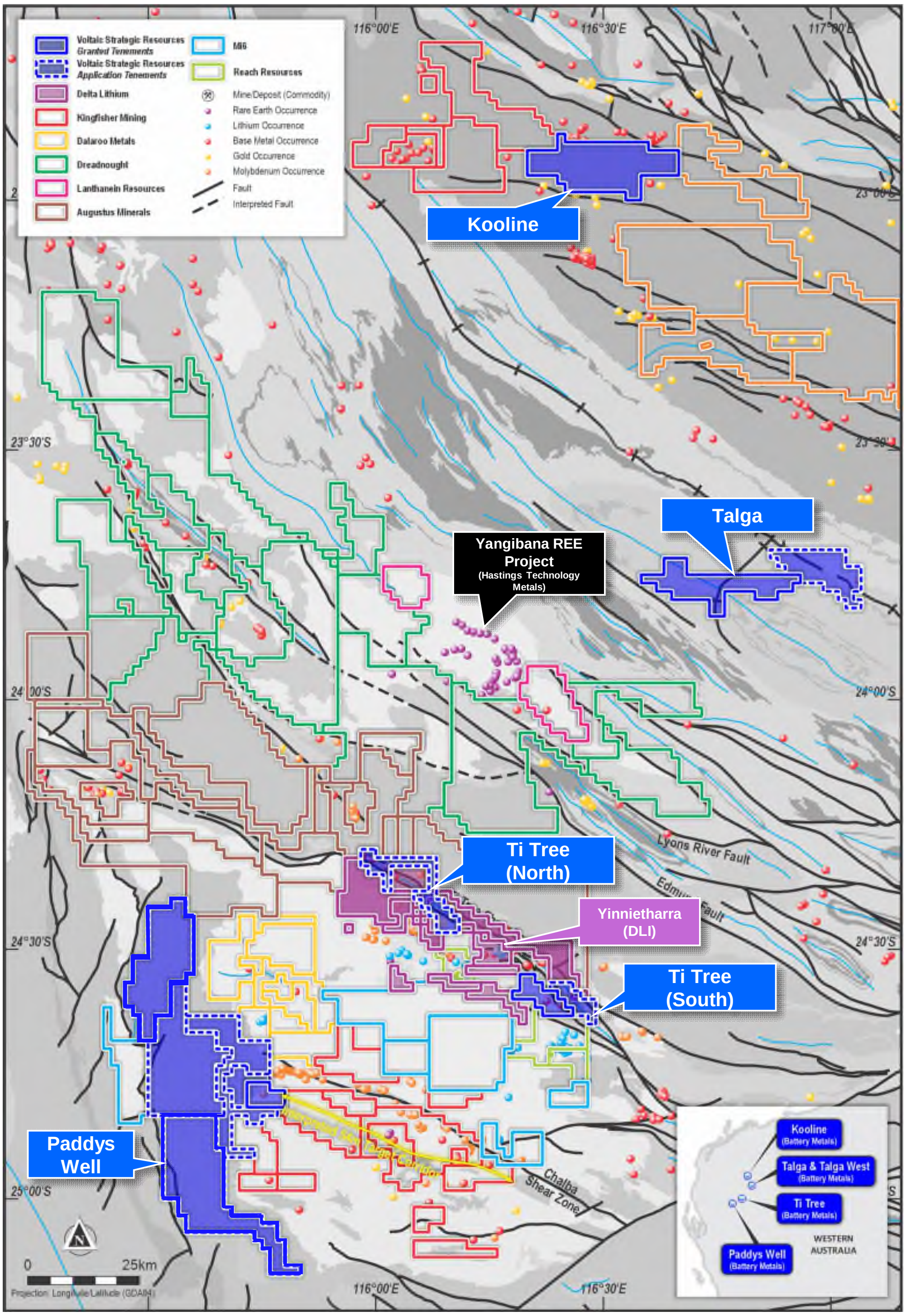

Figure 1. Voltaic's Gascoyne projects, Western Australia.

The company also operates exploration activities at its **Meekatharra project** in Western Australia which comprises of six granted Exploration Licences and one Exploration Licence Application covering an area of 266 km^2 within a prolific gold and critical minerals precinct in Western Australia which has produced several million ounces of gold and is emerging as a vanadium development hub.

The tenement package comprises three individual projects: Bluebird South, Bundie Bore and Cue, all situated in the Meekatharra greenstone belt and along strike from numerous gold mining centres. The project is primarily prospective for gold and base metals. Prior exploration was limited, and most drilling undertaken has been shallow with assaying focused solely on gold.

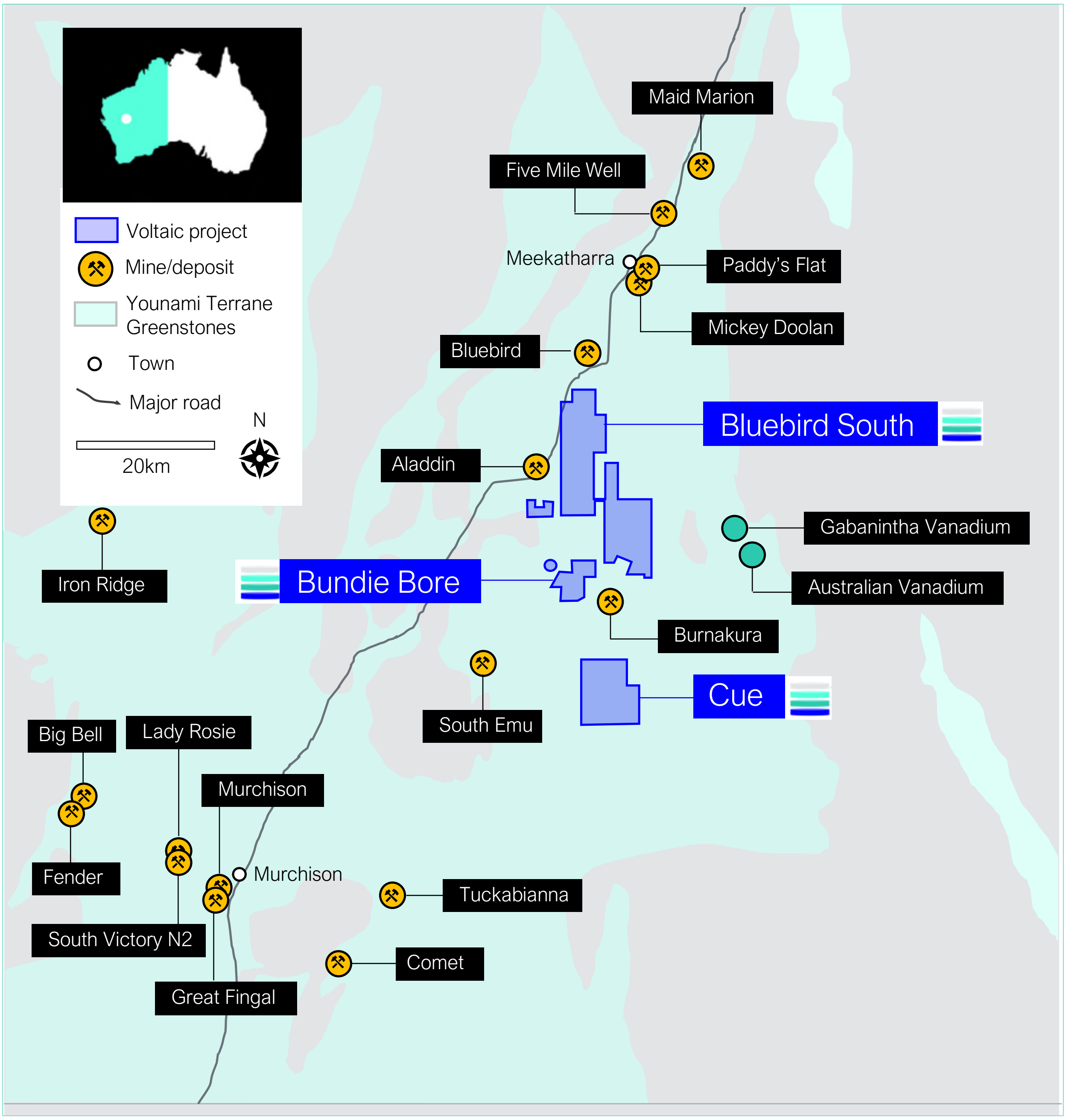

Figure 2. Voltaic's Meekatharra projects, Western Australia

VOLTAIC STRATEGIC RESOURCES

Ti Tree Project

Ownership 100% | Western Australia

Lithium

The Ti Tree Project is located in Western Australia's Gascoyne Region within the 'Volta Corridor', an 80km interpreted prospective corridor of lithium, caesium, tantalum (LCT)-bearing pegmatites containing Delta Lithium's Yinnetharra lithium discovery. The Corridor is underlain by the Thirty-Three Supersuite – a belt of granitic plutons (intrusions) that have previously been shown to be fertile for LCT mineralisation[1].

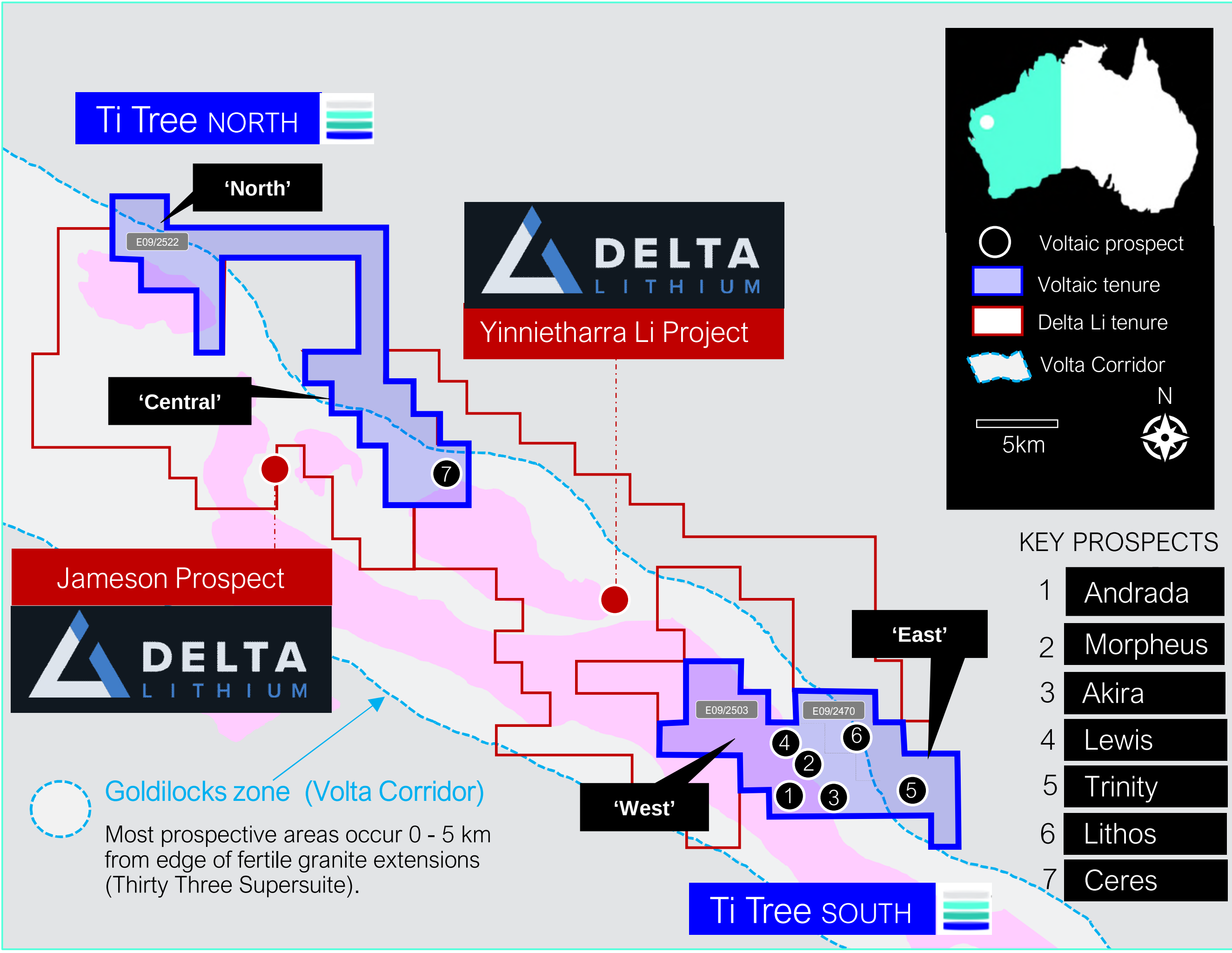

Figure 3. Ti Tree project map. Neighbouring Delta Lithium's Yinnetharra tenure also shown.

[1] See ASX:AMD release dated 18 November 2018 'Malinda Lithium-Tantalum Project Exploration Update'

VOLTAIC STRATEGIC RESOURCES

Summary of exploration progress at Ti Tree Project during 2023.

During the year, the company has progressed two grassroots / greenfields projects (Ti Tree & Paddys Well) from conceptual targets through to maiden drilling. During this time a large, stacked pegmatite system delineated at the Andrada prospect, Ti Tree project and several additional promising targets identified across the Project area.

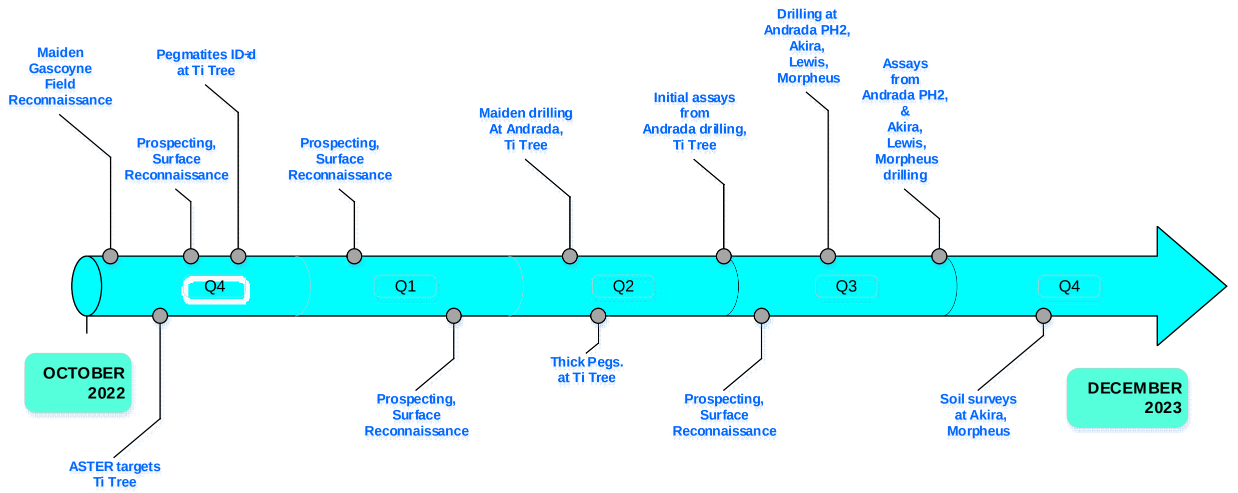

Figure 4. Timeline of exploration news flow at the Ti Tree Project since commencement of trading

Maiden Drilling at Andrada Prospect

During the first half of 2023, the Company completed a maiden drilling program at the Andrada prospect, Ti Tree (South). The objective of the maiden drilling was to obtain detailed geological information on the pegmatoid system identified at Ti Tree including continuity, dip, lithology, contact boundaries, and alteration profile allowing for targeted follow-up campaigns.

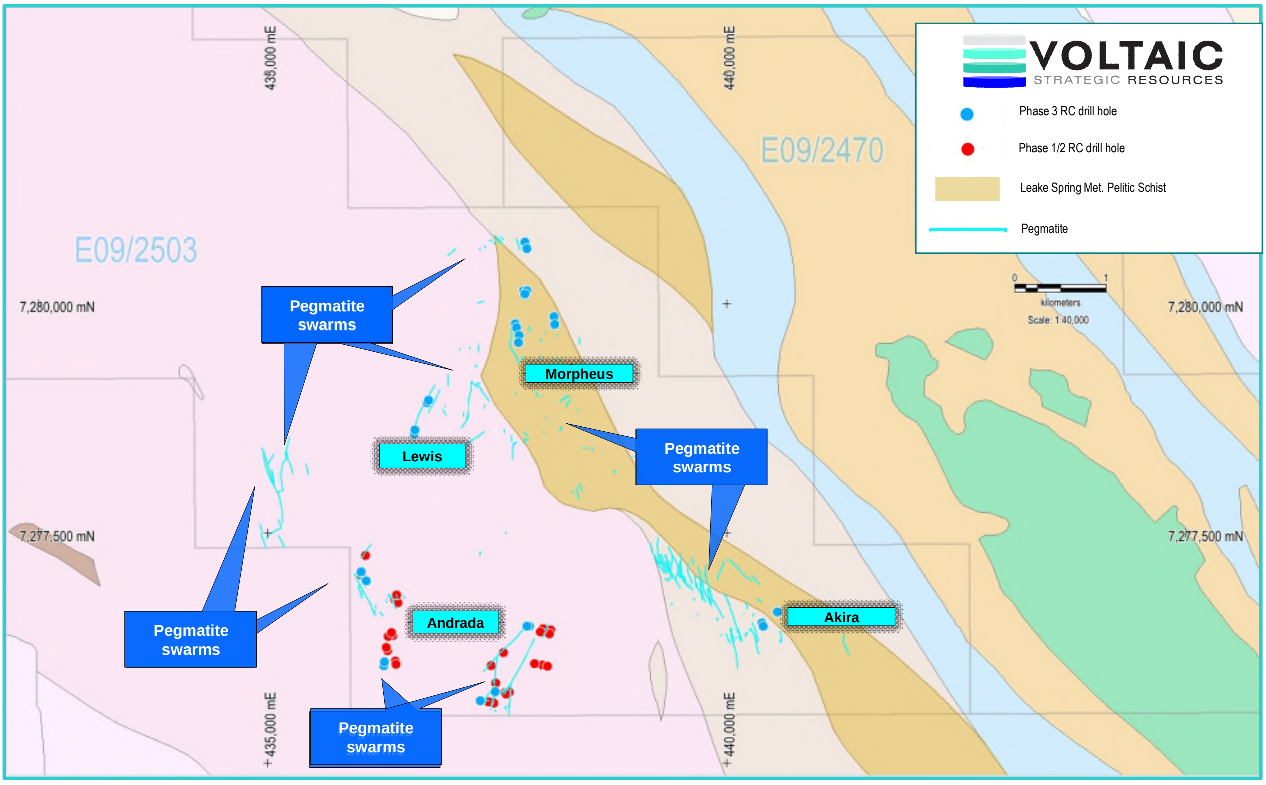

Figure 5. Ti Tree (South) drill map plan with regional geology & mapped pegmatites shown.

Overall, several thick pegmatites were intercepted at Andrada, many of which were from surface and configured in a stacked emplacement system and remain open along strike and at depth:

Highlights

- **ANDRC031:** 69m peg. intercepted from 21m to end of hole (EOH) at 89m (21–89m; >35m true width).
- **ANDRC015:** 58m peg. intercepted from surface to EOH at 58m (0–58m; >29m true width).
- **ANDRC020:** 50m peg. intercepted from 74m in stacked configuration (51-68m; 74-123m; 135-140m).
- **ANDRC023:** 36m peg. intercepted from surface (0–36m; >17m true width).
- **ANDRC012:** 33m peg. intercepted from 18m in stacked configuration (0-15m; 18-50m).

The drilling has successfully confirmed key structural trends for identified LCT pegmatites and deepened the Company's understanding of the broader geological controls within the Project.

Drilling thus far has tested a combined 2.6km of strike every ~300m across two prospective LCT trends with both displaying significant width / continuity and zones with multiple stacked pegmatites at depth, which are highly encouraging indicators for regional scale potential.

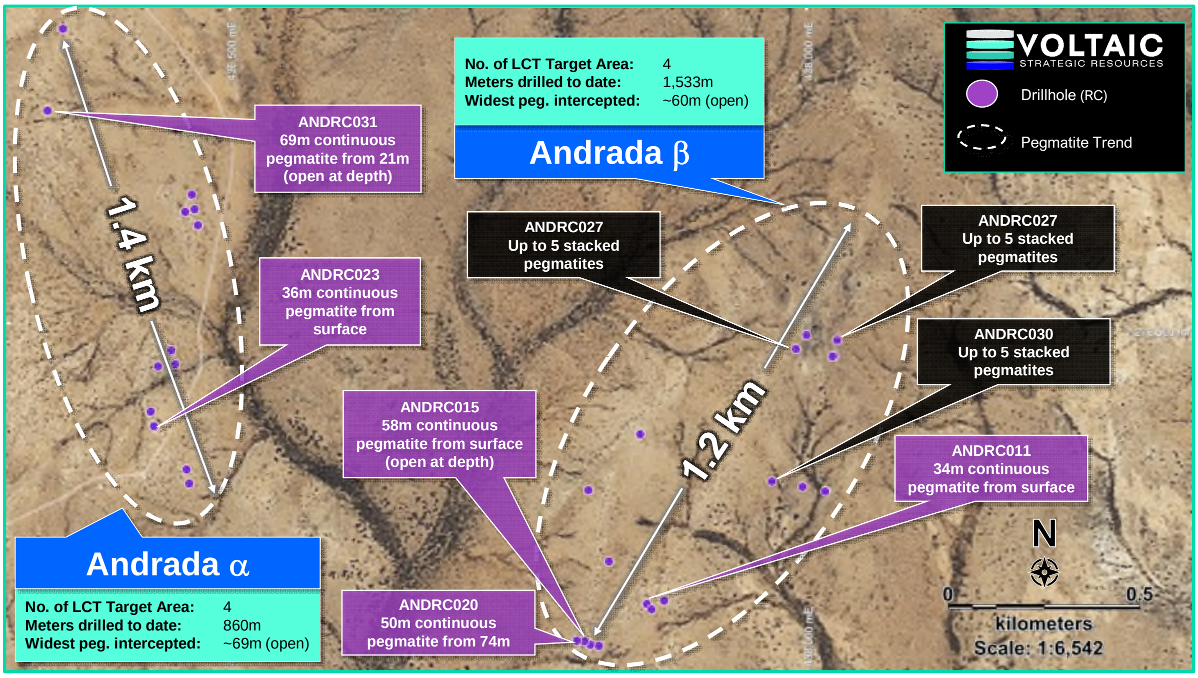

Figure 6. Drilling map showing holes completed at Andrada prospect with identified pegmatite trends.

The learnings from drilling program provide valuable insight into the significance of structural controls within the Project. As other recent drilling in the region has shown[2], prime mineralised parts of the system are likely to be emplaced at depths of at least +200m vertically below surface.

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[2] See ASX:DLI release dated 23/06/2023, 'Stunning Drilling Results from Yinnetharra'.

ANDRADA PROSPECT - DRILLING DATA

Table 1. Andrada drill table – significant vectoring intersections

DRILL HOLE		INTERSECTION
ANDRC001		20m @ 397 ppm Li_2O from 28m
	incl:	4m @ 555 ppm Li_2O from 36m
ANDRC006		7m @ 305 ppm Li_2O from 14m
	incl:	1m @ 428 ppm Li_2O from 14m
ANDRC007		12m @ 305 ppm Li_2O from 4m
	incl:	1m @ 721 ppm Li_2O from 4m
ANDRC008		16m @ 239 ppm Li_2O from 4m
		12m @ 217 ppm Li_2O from 36m
ANDRC011		1m @ 329 ppm Li_2O from 37m
		1m @ 394 ppm Li_2O from 50m (EOH)
ANDRC015		1m @ 319 ppm Li_2O from 57m
ANDRC020		7m @ 295 ppm Li_2O from 44m
	with peak of:	1m @ 637 ppm Li_2O from 50m
		5m @ 462 ppm Li_2O from 69m
	with peak of:	1m @ 521 ppm Li_2O from 73m
ANDRC021		8m @ 248 ppm Li_2O from 22m
	with peak of:	1m @ 514 ppm Li_2O from 22m
		10m @ 219 ppm Li_2O from 82m
	with peak of:	1m @ 304 ppm Li_2O from 87m
		1m @ 454 ppm Li_2O from 97m

PHASE 2 / 3 EXPLORATION DRILLING AT AKIRA, LEWIS, MORPHEUS

This program, which achieved a total of 25 holes for 3,095 metres, was designed to test several new targets across the southern end of the extensive 80km+ 'Volta' corridor, as well as the down-dip continuity and potential bounding lithological contacts for select pegmatites previously drilled at 'Andrada' (see *Figure 7*).

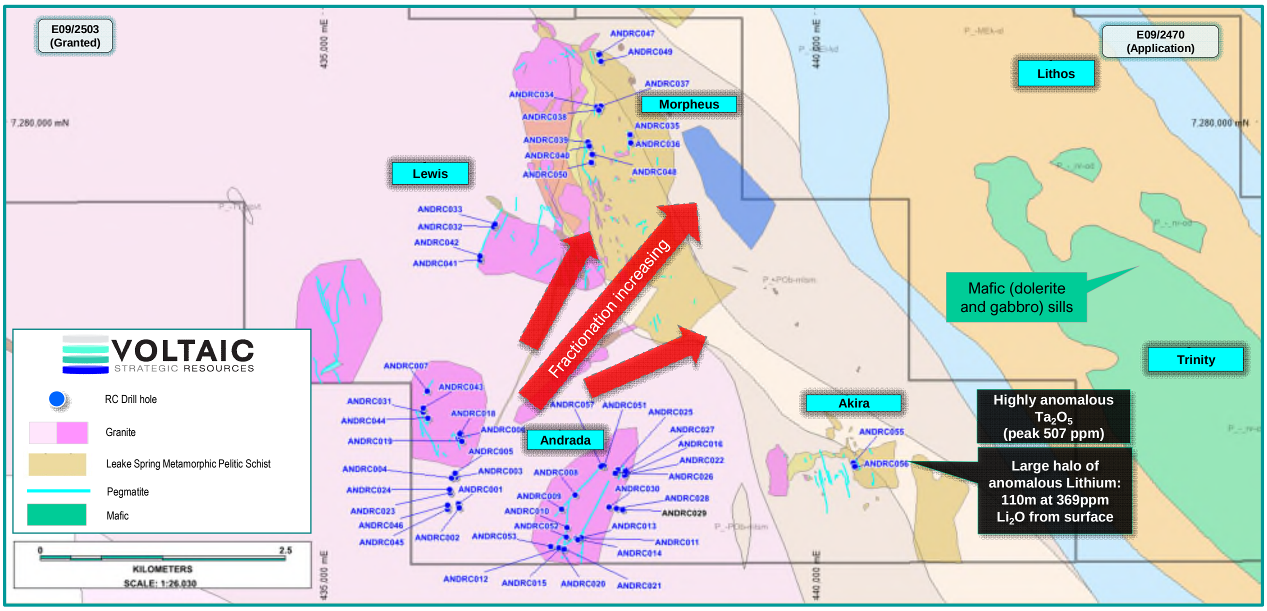

Figure 7. Drill map plan of Andrada, Lewis, Morpheus & Akira prospects at Ti Tree (South)

Figure 8. Interpreted rubellite / almandine garnet crystals found within Leake Spring Metamorphic (LSM) schist and rubellite/pegmatite contact (Akira prospect, ANDRC056, metre 43) [3]

[3] With respect to the disclosure of visual mineral identification, the Company cautions that visual estimates should never be considered a proxy or substitute for laboratory analysis. Laboratory assay results are required to determine the widths and grade of the visible mineralisation in preliminary geological logging.

Table 2 **Ti Tree Phase 2/3 Drill table – significant LCT vectoring intersections**

DRILL HOLE		INTERSECTION
ANDRC033 (Lewis)		4m @ 646ppm Li_2O from 56m
ANDRC039 (Morpheus)		1m @ 736 ppm Li_2O from 59m
ANDRC043 (Andrada)	incl:	1m @ 764ppm Li_2O from 60m
		4m @ 594ppm Li_2O from 100m
		2m @ 640ppm Li_2O from 160m
	incl:	1m @ 753ppm Li_2O from 160m
ANDRC044 (Andrada)		22m @ 235 ppm Li_2O from 9m
	with peak of:	1m @ 596ppm Li_2O from 29m
ANDRC046 (Andrada)		1m @ 508ppm Li_2O from 133m
ANDRC047 (Morpheus)		1m @ 616 ppm Li_2O from 172m
ANDRC049 (Morpheus)		4m @ 801 ppm Li_2O from 128m
ANDRC050 (Morpheus)		4m @ 642ppm Li_2O from 156m
ANDRC052 (Andrada)		4m @ 969 ppm Li_2O from 96m
ANDRC055 (Akira)		44m @ 314ppm Li_2O from 4m
	incl:	1m @ 484ppm Li_2O from 45m
		2m @ 1,613ppm Rb_2O from 57m
		1m @ 131ppm Ta_2O_5 from 59m
		51m @ 348ppm Li_2O from 61m
	incl:	1m @ 642ppm Li_2O from 63m
ANDRC056 (Akira)		**110m @ 369ppm Li_2O from surface**
	incl:	1m @ 568ppm Li_2O from 24m
		1m @ 507ppm Ta_2O_5 and 1,239 ppm Nb_2O_5 from 27m
		1m @ 1,302 ppm BeO from 28m
	and:	3m @ 524ppm Li_2O from 29m
		1m @ 337ppm Ta_2O_5 and 625ppm BeO from 42m
	and:	4m @ 525ppm Li_2O from 43m
	and:	1m @ 698ppm Li_2O from 71m
	and:	6m @ 608ppm Li_2O from 104m

SOIL SAMPLING AT TI TREE SOUTH

During the December 2023 quarter, the Company completed a soil sampling program at the Akira & Morpheus prospects, Ti Tree (South). ~320 samples were collected at Akira and ~ 200 at Morpheus. Assays have been received from Akira thus far and have identified multiple lithium and pathfinder anomalies (>100ppm Li_2O). The program tested an area of ~7.5 km strike of the prospective LSM schist covering the Akira and Morpheus prospects, with the latter results pending. Samples were collected on north-northeast oriented lines at a spacing of 100x80m and 200x80m.

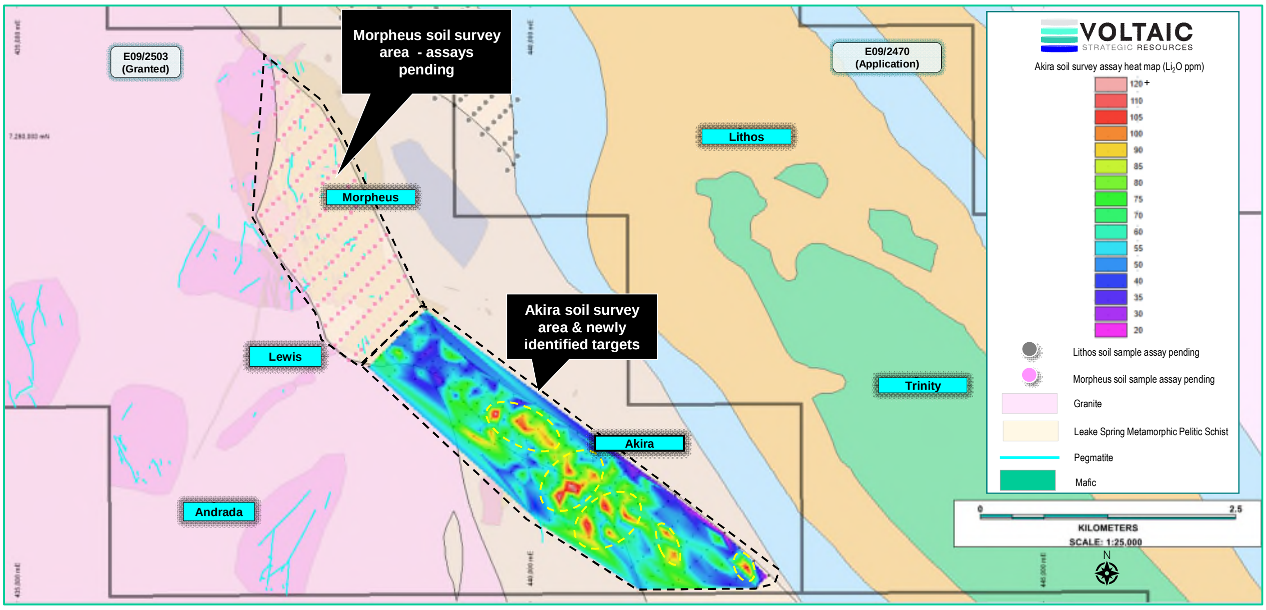

Figure 9. Akira prospect regional soil sampling survey – lithium in soil anomaly

Table 3. Significant soil sample assay results over the Akira prospect

Sample ID	Easting	Northing	Li_2O (ppm)	Cs_2O (ppm)	Ta_2O_5 (ppm)	Rb_2O (ppm)
TTSS0077	439682	7277289	124	12	2	138
TTSS0403	440294	7276479	120	16	3	182
TTSS0401	440404	7276592	119	15	2	186
TTSS0007	440737	7276373	117	11	4	144
TTSS0393	440572	7276205	115	16	5	178
TTSS0462	440469	7276527	114	23	2	160
TTSS0387	442127	7275777	113	4	4	56
TTSS0135	440391	7276726	109	16	2	156
TTSS0020	440942	7276286	107	10	2	132
TTSS0140	439956	7277137	105	15	2	187
TTSS0347	441338	7276121	105	14	2	164
TTSS0402	440349	7276535	103	12	2	167
TTSS0045	440640	7276685	102	11	2	167
TTSS0396	440778	7276122	102	13	2	171
TTSS0071	439878	7277210	101	23	2	215
TTSS0360	441418	7275916	101	12	2	153
TTSS0047	440519	7276581	100	14	2	140

TARGET GENERATION AT TI TREE NORTH (TTN)

Geologically, the TTN tenement is highly prospective as it overlays the same granitic sub-pluton ‘F4’ (*see Fig.10*) of the Thirty Three Supersuite granite that is interpreted to be the parental source for Li mineralisation at Yinnetharra. Structurally, parts of TTN reside within the opposing strain shadow of F4 and may act as a trap for mineralisation. These areas are deemed a high-priority target for subsequent exploration efforts.

According to historical reports and Mines Department records, numerous mineral samples were collected in the 1950s from historical workings and outcrops within the vicinity of TTN and donated to the Museum of Western Australia. These specimens include the 'April Pegmatite', which is proximal to F4 and contains lepidolite, beryl, and tourmaline, which are all associated with LCT pegmatites (*see Fig. 10*).

The Company has initiated planning for a comprehensive regional surface geochemical exploration program within TTN. This encompasses soil sampling, mapping and aircore drilling through shallow cover, with the objective of refining prospective targets for a follow-up RC drill campaign.

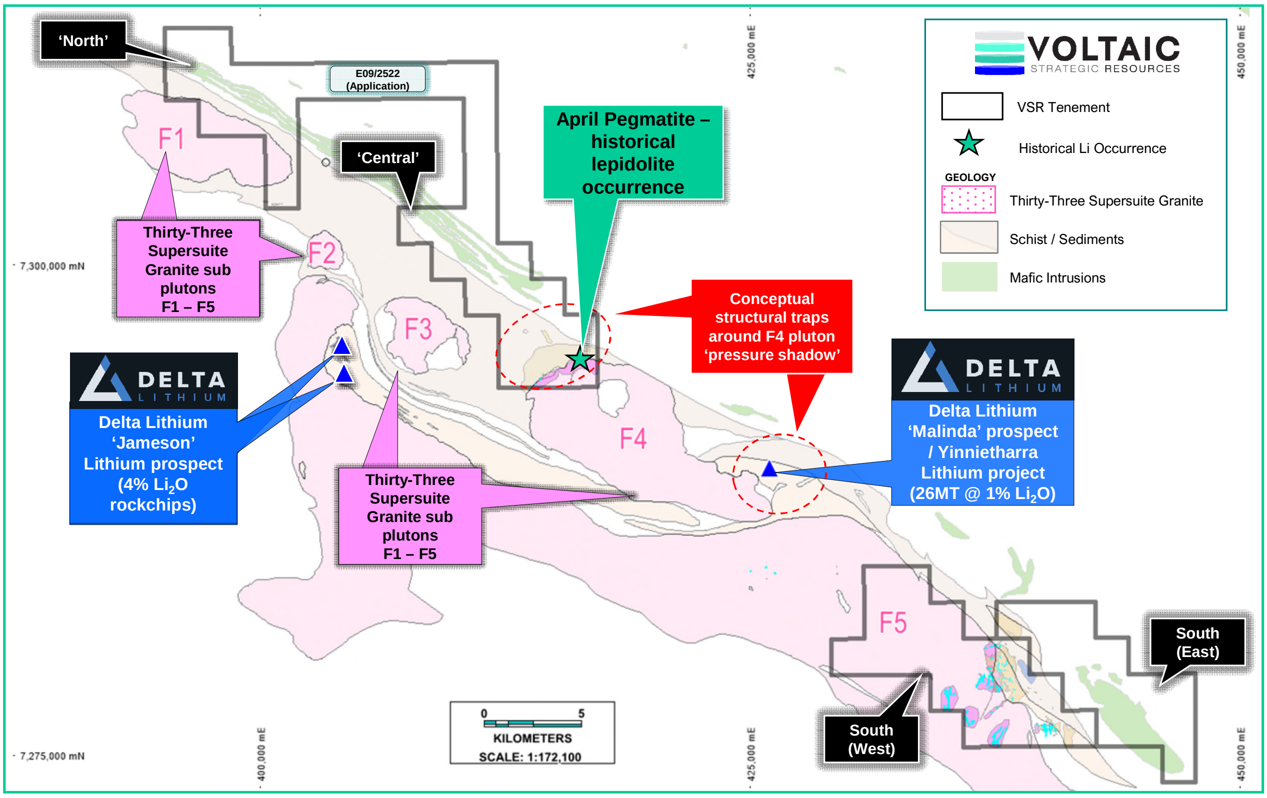

Figure 10. Ti Tree project map with granitic sub-plutons of the Thirty Three Supersuite shown (F1-F5)

Paddys Well Project

Ownership 100% | Western Australia

Rare Earth Elements | Lithium | Uranium | Niobium

The Paddys Well Project covers 1,300km^2 in Western Australia's Gascoyne Region within a highly active REE exploration hotspot. The project has both primary carbonatite and clay-hosted REE potential with widespread mineralisation already identified from maiden drilling, and additional prospectivity for Uranium, Lithium and Niobium.

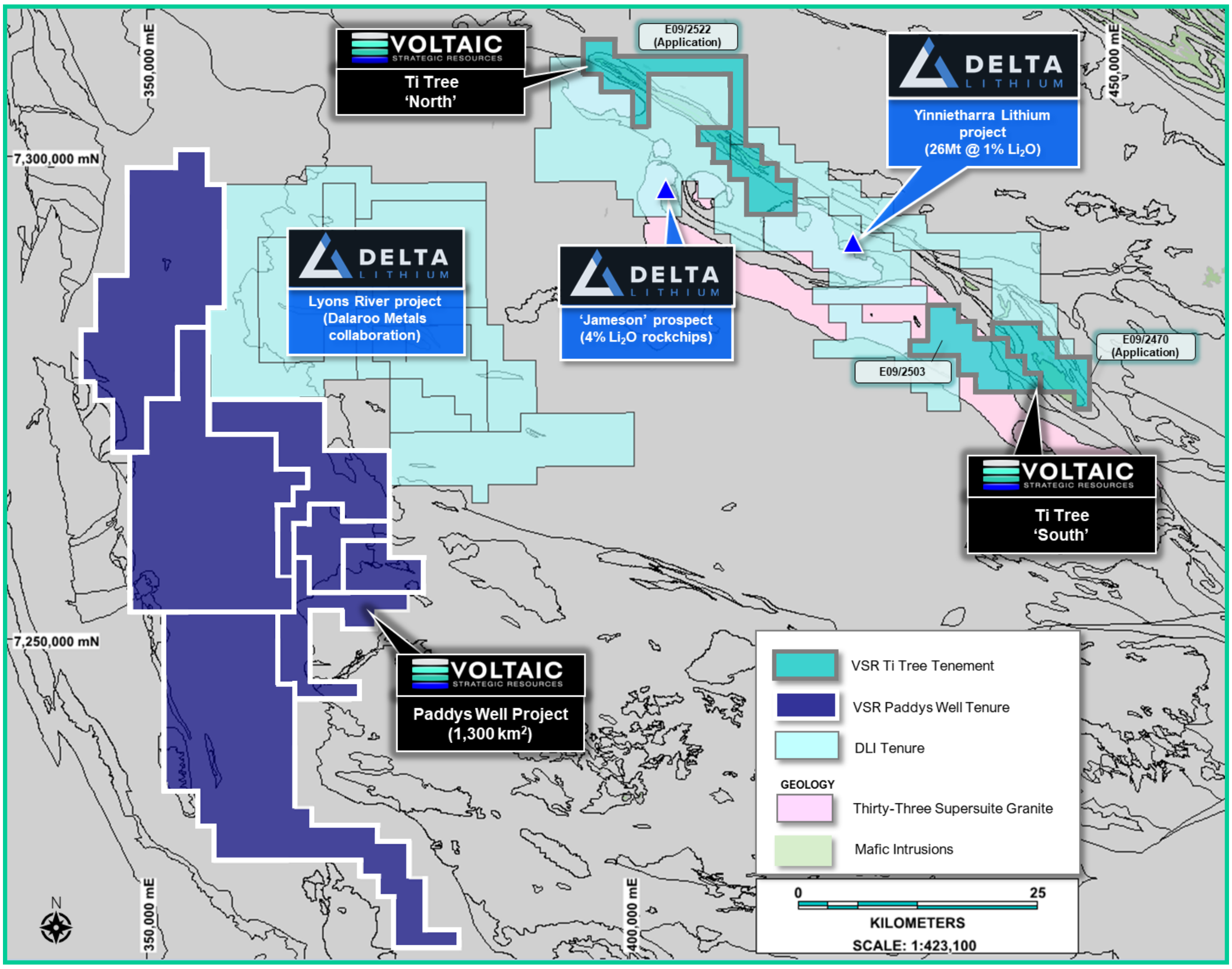

Figure 11. Paddys Well project with regional proximity to VSR's Ti Tree project and Delta Lithium's Yinnetharra project shown for context

The project comprises three granted exploration licences (EL) and three EL applications, and is located approximately 200 km east of the town of Carnarvon in Western Australia. During the year, the Company applied for three additional tenements (E 09/2774, E 09/2743, E 09/2774), two of which were granted (E 09/2773, E 09/2774) (*See Table 6 for complete tenement holding details*).

Maiden Drill Program at Neo Prospect, Paddys Well Project

A maiden drilling campaign was undertaken at the Neo prospect in the first and second quarters of 2023. The aim of the program was to 'twin' the oxide /clay component of historical drillholes with anomalous REEs, and to expand the extent of the REE anomalism within the target area utilising wide-spaced gridlines. The drilling program consisted of 14 reverse blade (RB) holes for 710m, and 14 auger vacuum (AV) holes for 159m. Neo forms part of an expanding regional 6 x 2km anomalous area with multiple >1,000 ppm TREO zones identified at surface and only a fraction of the area tested to date (*See Fig. 14*).

The assays confirmed the presence of a large REE-enriched clay system at Neo with significant mineralised intercepts up to 78m from surface from several holes, and individual meter grades up to 10,072 ppm TREO (1.0% w/w). Additionally, a high ratio of in-demand 'magnet'[2] REEs to TREO ('Magnet REO') was observed with a peak of 30%.

Additionally, during the year mineralogical analysis was undertaken of historical drill core samples containing anomalous REE assays and monazite and rhabdophane were identified. Both are REE-bearing phosphate minerals commonly associated with carbonatite REE deposits, which is encouraging (*See Fig. 13*).

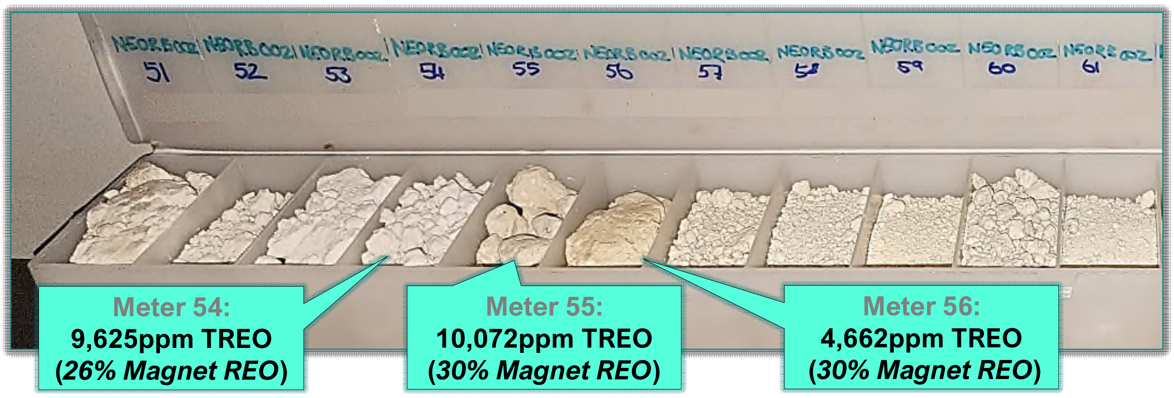

Figure 12. Chip tray photo of NEORB002 significant intercepts.

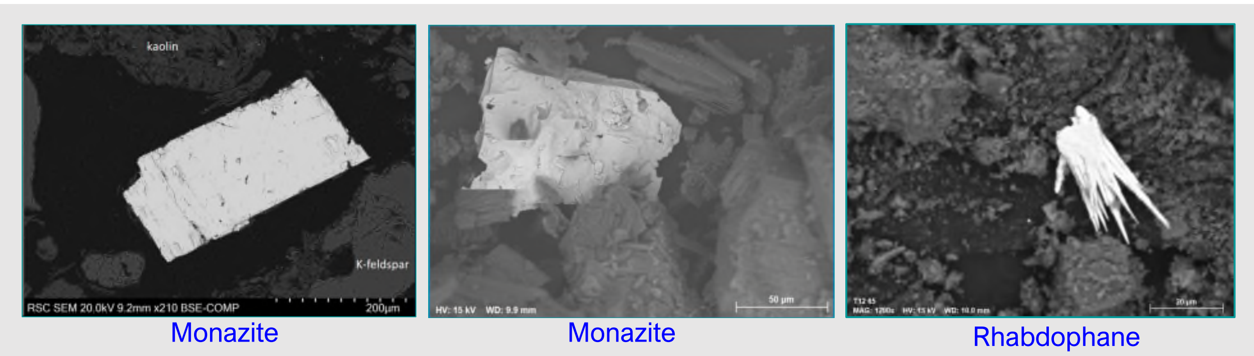

Figure 13. Monazite & rhabdophane (REE phosphate) crystals identified from SEM analysis of REE-enriched clay samples from historical drillhole GAD0004

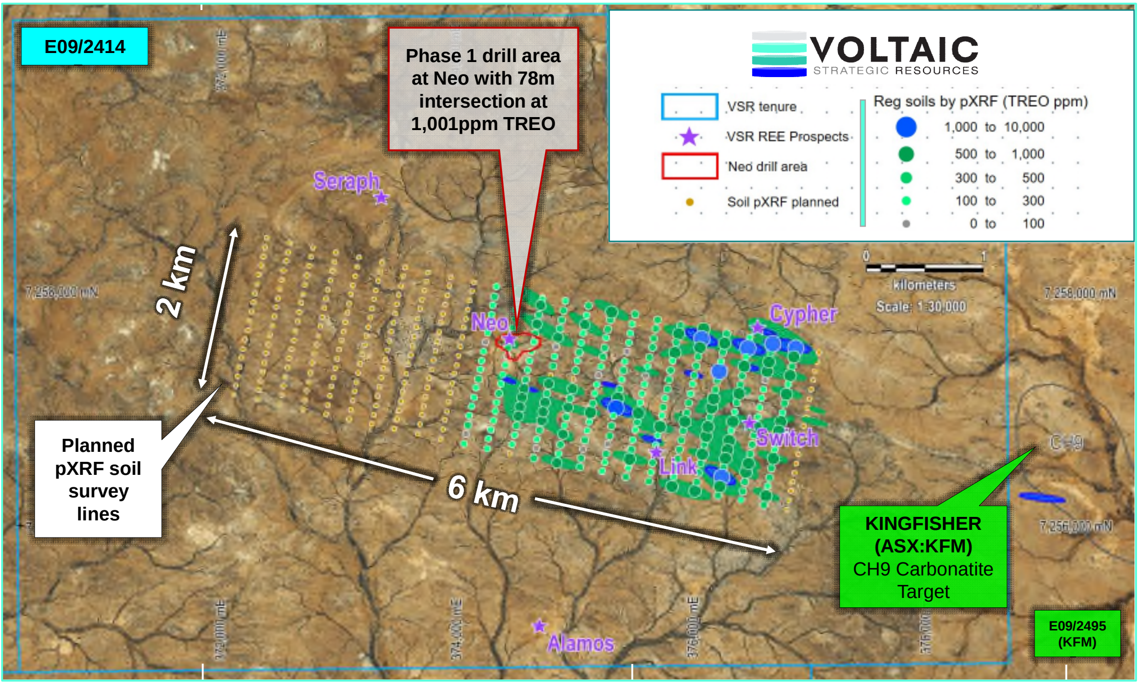

Figure 14. TREO contours at the Neo prospect within regional 6 x 2km anomalous area.

Table 4. Significant assay results from 14-hole Phase 1B campaign[4]:

DRILL HOLE		INTERSECTION
NEORB002		**78m @ 1,001ppm TREO** (from surface NEORB002)
	incl:	52m @ 1,270ppm TREO (from 21m)
	and:	12m @ 3,402ppm TREO (from 50m)
	with peak of:	**1m @ 10,072ppm TREO** (1.01% TREO) (from 56m)
NEORB003		**78m @ 661ppm TREO** (from surface NEORB003)
	incl:	3m @ 1,187ppm TREO (from 53m)
	incl:	1m @ 1,410ppm TREO (from 77m EOH)
	with peak of:	**1m @ 2,046ppm TREO** (from 54m)
NEORB008		**75m @ 521ppm TREO** (from surface NEORB008)
	incl:	3m @ 1,009ppm TREO (from 42m)
	with peak of:	**1m @ 1,263ppm TREO** (from 13m)
NEORB006		**65m @ 546ppm TREO** (from surface NEORB006)
	incl:	18m @ 1,018ppm TREO (from 34m)
	with peak of:	**1m @ 1,899ppm TREO** (from 46m)
NEORB013		**63m @ 582ppm TREO** (from surface NEORB013)
	incl:	**4m @ 1,143ppm TREO** (from 49m)
NEORB004		**60m @ 491ppm TREO** (from surface NEORB004)
	incl:	12m @ 636 ppm TREO (from 67m)
	with peak of:	**1m @ 2,045ppm TREO** (from 68m)
NEORB014		**59m @ 878ppm TREO** (from surface NEORB014)
	incl:	5m @ 1,758ppm TREO (from 18m)
	with peak of:	**1m @ 2,827ppm TREO** (from 22m)
NEORB005		**33m @ 756ppm TREO** (from surface NEORB005)
	incl:	12m @ 1,004ppm TREO (from 21m)
	with peak of:	**1m @ 3,766ppm TREO** (from 32m)

[4] This program comprised 14 RB holes for 710m at Neo, and 8 holes for 405m at Link, with assays for Link holes pending

Metallurgical testing summary

The company completed 'sighter' metallurgical testing on Neo's REE-enriched clays to determine their preliminary extraction (leaching) characteristics.

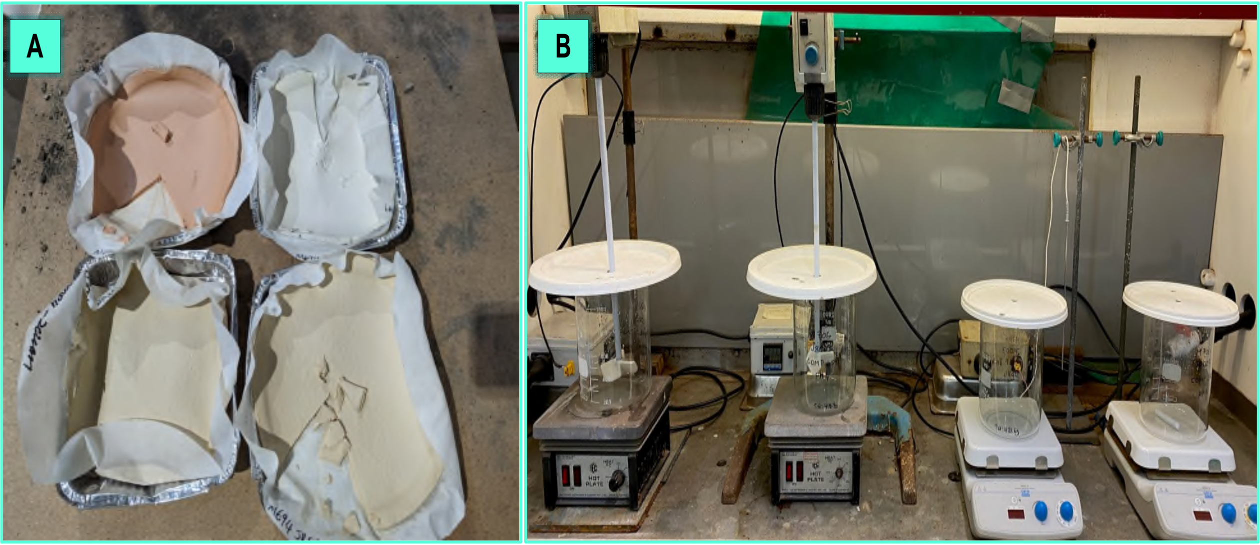

Figure 15. (A) Beneficiated -20μm composite samples, (B) Leaching vessels at the met. laboratory

- The metallurgical leach test results demonstrated that the valuable magnet REEs (Nd, Pr, Dy, Tb) can be recovered from the clay by leaching in hydrochloric acid at room temperature and pressure which is in line with and compares favourably to other REE clay projects in Western Australia.
- Average MREE recoveries of 91% (100 g/L HCL) and 49% (25 g/L HCL) were reported across four composite samples with a maximum extraction of 96% (100 g/L HCL).
  The leaching tests undertaken, and prior scanning electron microscope (SEM) analysis, indicate that the REEs are present as ultrafine (<20μm) primary, relict monazite or secondary rhabdophane (hydrous REE phosphate) particles.
- The Company's focus at Neo will now be to find the primary "hard rock" source of the mineralisation, which is interpreted to be of carbonatite origin. Other companies in the region including Hastings Technology Metals (ASX: HAS) and Dreadnought Resources (ASX: DRE) have identified carbonatite hosted REE's which have been shown to have a high proportion of valuable MREEs, and favourable metallurgical characteristics for economic extraction.
- The leach recoveries reported are preliminary non-optimised only, and there remains considerable potential for improvement in recovery and acid consumption. A second follow-up phase of REE clay metallurgical work is planned to outline preliminary economic parameters such as optimisation of the acid consumption rate, leach response from various sample depths and locations, impurity removal metrics and selection of a preliminary flowsheet. This work is on hold for now as the Company is focused on primary "hard rock" REE mineralisation at Paddys Well, which is interpreted to be of carbonatite origin, and the project's Lithium and Nickel potential.

Geophysical Survey

During the second half of 2023, an aeromagnetic and radiometric survey was undertaken across the majority of the Paddy's Well project area. The subsequent interpretation of the data identified several prospective targets and geological structures and has significantly enhanced the Critical Minerals prospectivity of the extensive 1,300km^2 tenement package.

- 16 potential carbonatite intrusions were identified, which are prospective for REEs and niobium with many of these proximal to the extensive REE clay system previously drilled at the Neo prospect.

- The resolution of geophysical data has been significantly enhanced across the Project, much of which had been mapped as sedimentary cover. Numerous previously unmapped fault structures / shear zones and major granitic plutons have been identified which significantly enhance the Project's prospectivity for Critical Minerals such as REEs, lithium, nickel, and copper.

- Furthermore, the data has significantly expanded the prospectivity for lithium, nickel, and copper via the identification of NE-SW fault structures / shear zones, and delineation of granitic bodies across the project area that were interpreted to be predominantly Lyons Group sediments.

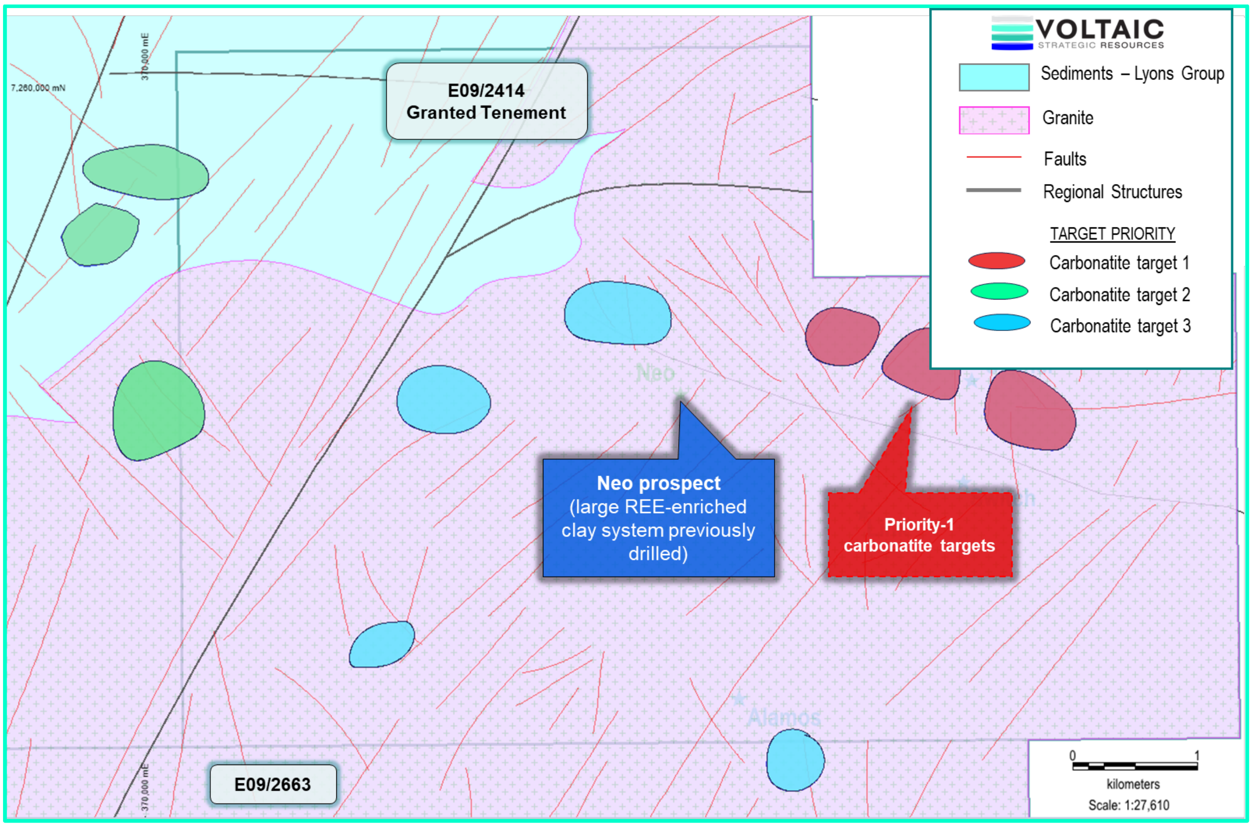

Figure 16. Carbonatite targets in close proximity to recent drill target area within granted tenement E09/2414.

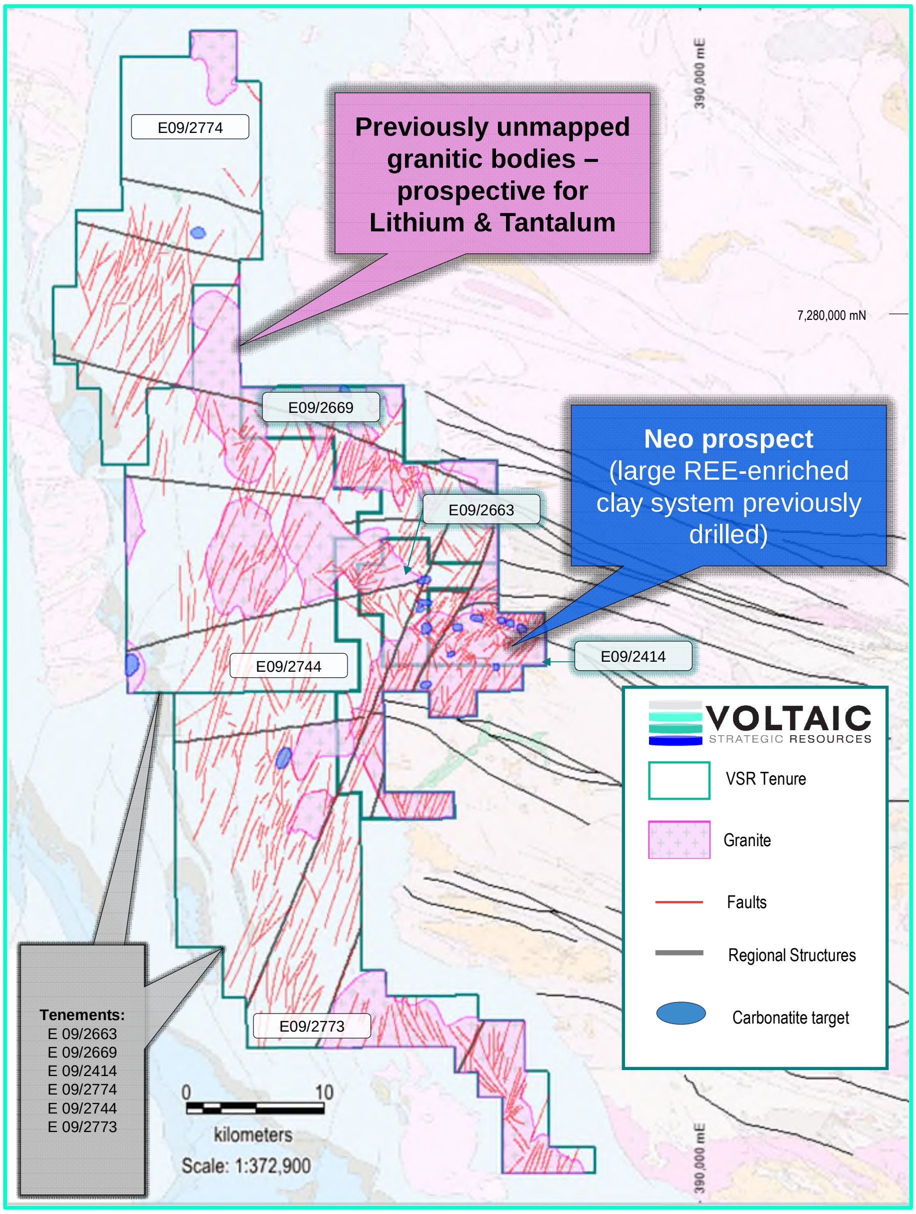

Figure 17. Paddys Well project with interpreted carbonatite targets and regional geology

Figure 18. Field camp at the Neo prospect, Paddys Well Project.

Kooline Project

The Kooline project comprises a single exploration licence (E 08/3314) covering an area of 303 km^2 and is situated in the Pilbara Ashburton Shire, 1,000 km north of Perth. Paulsens Gold Mine, owned by Norther Star Resources, is 40 km north of the project area, and has produced over 900,000 Oz Au since 2005.

The project area lies within the west-northwest trending regional Wyloo anticlinal dome, which is prospective for mesothermal, orogenic lode style gold deposits, such as the Paulsen deposit, which has mineralisation occurring within structurally controlled quartz veins. Historical surface sampling by Northern Star Resources identified gold anomalism, which was followed up by a limited shallow drilling campaign that displayed anomalous mineralisation.

During the year, a field reconnaissance trip was undertaken to the Kooline project to obtain access / logistical data and undertake preliminary geological surface reconnaissance with follow-up reconnaissance planned in H1 2024.

The next phase of exploration will consist of additional field reconnaissance programs comprising outcrop structural mapping, and rock chip and soil sampling. Following this, geophysical surveys will be undertaken to refine targets.

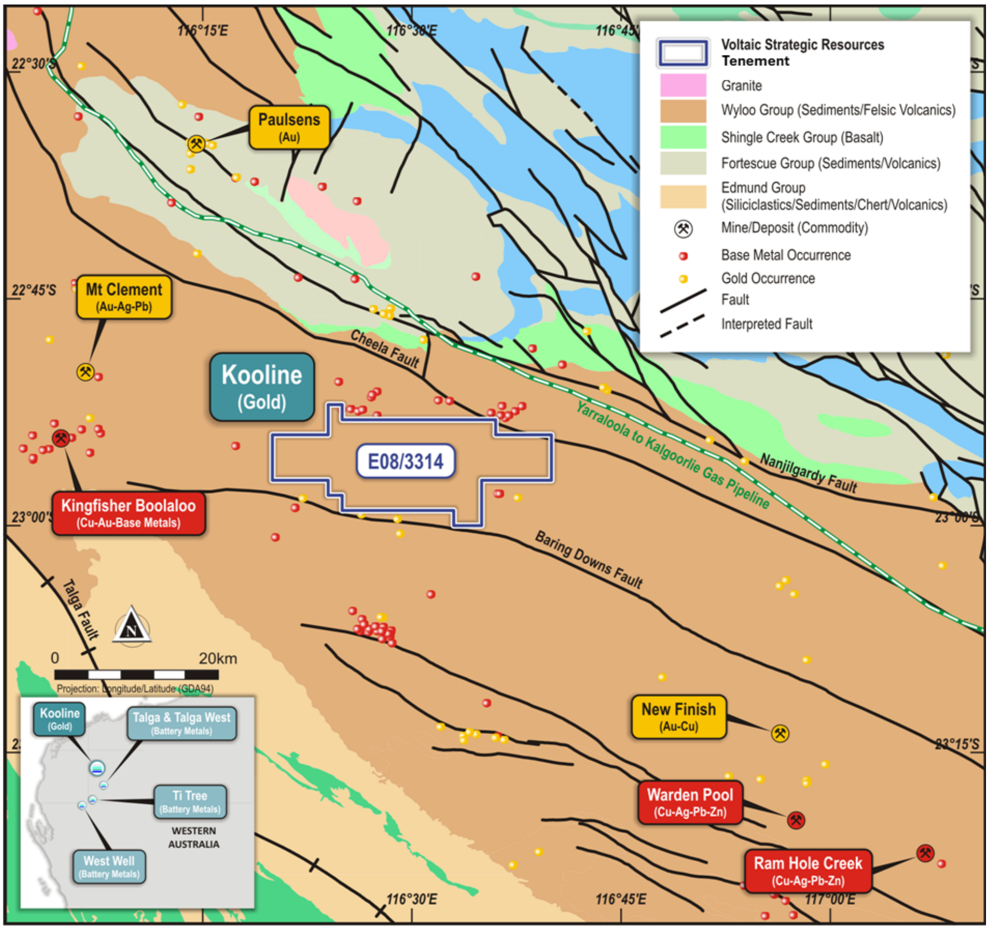

Figure 19. *Kooline project location with regional geology.*

Meekatharra Projects

Ownership 100% | Western Australia

Gold, Vanadium, Base Metals

The Meekatharra project comprises six granted Exploration Licences and one Exploration Licence Application covering an area of 266 km^2 within a prolific gold and critical minerals precinct in Western Australia which has produced several million ounces of gold and is emerging as a vanadium development hub.

The project area is situated in the Meekatharra greenstone belt and is along strike from numerous gold mining centres. The project is primarily prospective for gold. Prior exploration was limited, and most drilling undertaken has been shallow with assaying focused solely on gold. Basic field reconnaissance was undertaken during the year to obtain preliminary access / logistical data and undertake preliminary surface soil pXRF surveys. Follow-up reconnaissance is planned for H1 2024.

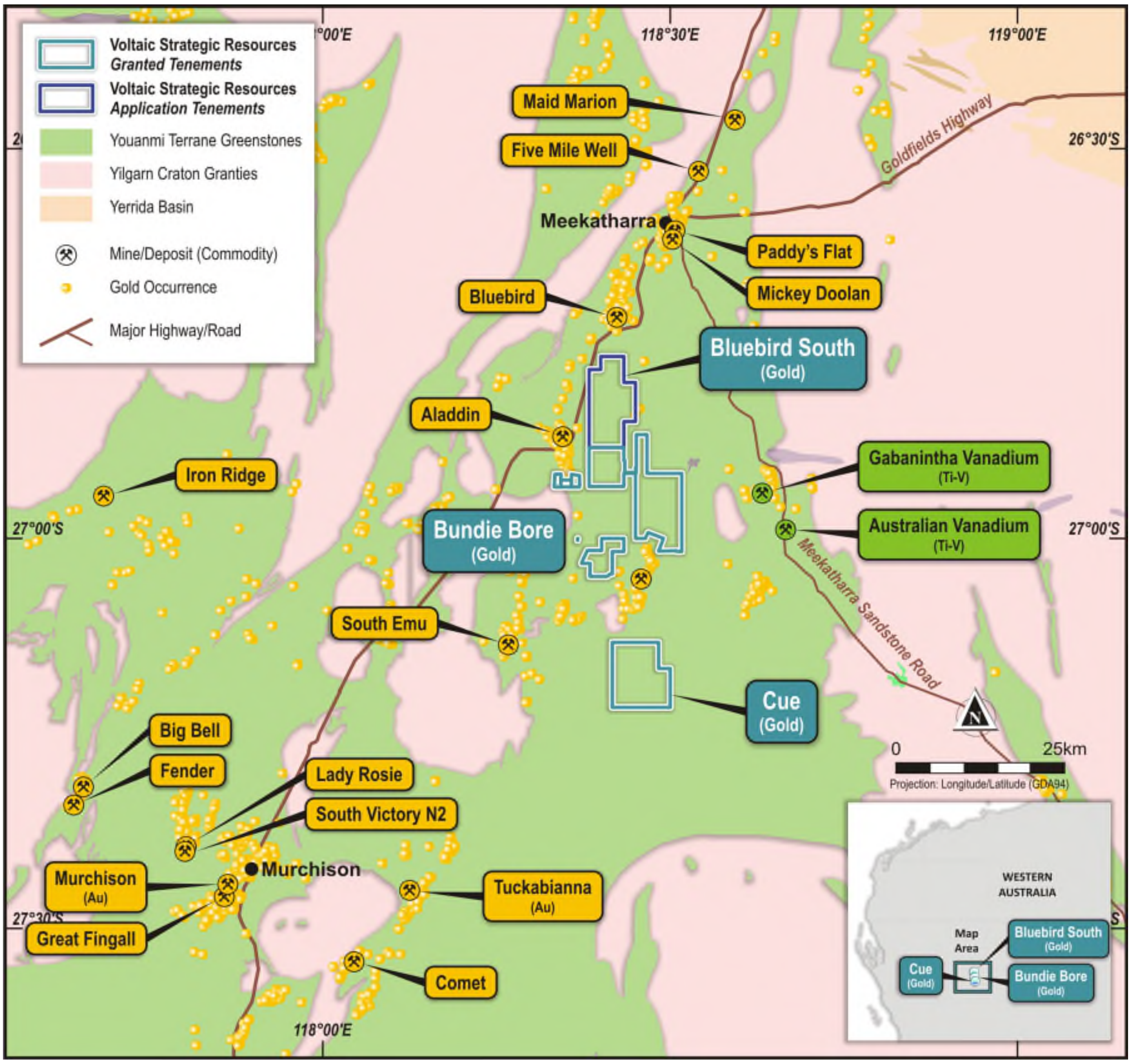

Figure 20. Meekatharra Projects with regional gold and vanadium occurrences.

ADDITIONAL TENEMENT APPLICATIONS

During the second quarter of 2023, the Company applied for two (2) additional tenements near the town of Jerramungup in Western Australia located in the Great Southern agricultural region, 454 kilometres southeast of Perth. The tenements were applied for due to their prospectivity for both REEs and nickel.

Table 5. Jerramungup Tenement Application

Project Name	Tenement Number	Status		Blocks	Area (km^2)	Equity	Application Date
JERRAMUNGUP	E 70/6478	Live		66	188	100%	22/05/2023
	E 70/6477	Live		70	199	100%	22/05/2023

COMPLETE TENEMENT LIST

A full list of tenements held by the Company is shown below.

Table 6. Voltaic Tenement Holdings

Project Group	Project Name	Tenement Number	Status	Primary Prospectivity	Acquired during 2023	Disposed during 2023	Area (km^2)
Gascoyne Critical Metals	PADDYS WELL	E 09/2663	Application	Lithium REE	-	-	47
		E 09/2669	Application		-	-	205
		E 09/2414	Live		-	-	40
		E 09/2774	Live		-	-	277
		E 09/2744	Application		-	-	342
		E 09/2773	Live		-	-	388
	TALGA	E 08/3303	Application	Ni-Cu-Co-PGE Co-Mn	-	-	343
		E 08/3420	Live		-	-	185
	TI TREE	E 09/2503	Live	Lithium	-	-	59
		E 09/2470	Application		-	-	44
		E 09/2522	Application		-	-	109
	KOOLINE	E 08/3314	Live	Cu-Au Base Metals	-	-	303
Meekatharra Gold & Base Metals	BUNDIE BORE	E 51/1909	Live	Au Base Metals	-	-	102
		E 51/1946	Live		-	-	19
		P 51/3145	Live		-	-	2
		P 51/3146	Live		-	-	2
		P 51/3147	Live		-	-	2
	BLUEBIRD SOUTH	E 51/2022	Application	Au Base Metals	-	-	70
	CUE	E 51/2057	Live	Au Base Metals	-	-	70
Other	JERRAMUNGUP	E 70/6478	Live	Lithium REE	✓	-	188
		E 70/6477	Live		✓	-	199
Nevada	NEVADA	N/A	Live	Ni-Cu-Co-PGE	-	-	4

CORPORATE AND FINANCIAL POSITION

COMPETENT PERSONS STATEMENT

The information in this Annual Report that relates to Exploration Results is based on and fairly represents information compiled by Mr Claudio Sheriff-Zegers. Mr Sheriff-Zegers is employed as an Exploration Manager for Voltaic Strategic Resources Ltd and is a member of the Australasian Institute of Mining and Metallurgy. He has sufficient experience of relevance to the styles of mineralisation and types of deposits under consideration and to the activities undertaken to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. He consents to the inclusion in this Annual Report of the matters based on information in the form and context in which they appear.

1. DIVIDENDS

No dividends have been declared, provided for or paid in respect of the period ended 31 December 2023.

2. CORPORATE AND FINANCIAL POSITION

The Group's net loss from operations for the period was $1,739,021 (2022 – $2,099,570).

At 31 December 2023, the Group had cash reserves of $6,015,570 (2022 - $3,130,901) and net current assets of $6,012,859 (2022 – $2,981,606).

The Directors believe there are sufficient funds to meet the Group's working capital requirements and as at the date of this report the Group believes it can meet all liabilities as and when they fall due.

This report is prepared on the going concern basis which assumes the continuity of normal business activity and the realisation of assets and settlement of liabilities in the normal course of business (refer Note 1.5).

The Directors have reviewed the business outlook and the assets and liabilities of the Group and are of the opinion that the going concern basis of accounting is appropriate as they believe the Group will continue to be successful in securing additional funds through equity issues as and when the need to raise funds arises.

3. BUSINESS STRATEGY AND PROSPECTS

The group currently has the following business strategies and prospects over the medium to long term:

1. Seek to maximise the value of the group through successful exploration activities;
2. Selectively expand the Group's portfolio of exploration assets; and
3. Examine other new business development opportunities in the mining and resources sector.

The Company's business model is to further explore and develop the tenements in Western Australia that it owns and operates. Specifically, the Company's main objectives are to:

1. systemically explore the Gascoyne Critical Metals project, and the Meekatharra Gold project (refer figures 1 and 2) through geological mapping, surface sampling and drilling on the projects;

2. identify preferred exploration targets and rationalise the Company's land holding based on likelihood of exploration success;

3. continue to pursue other acquisitions that have a strategic fit for the Company;

4. focus on mineral exploration or resource opportunities that have the potential to deliver growth for Shareholders; and

5. implement a growth strategy to seek further exploration and acquisition opportunities.

4. SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

In the opinion of the Directors, there was no significant changes in the state of affairs of the Group which have not been disclosed elsewhere in this report.

5. MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

Voltaic entered into an Earn-in and Joint Venture Agreement with Delta Lithium Ltd ''DLI" on 11th March 2024. This agreement is in relation to the Company's Ti-Tree tenements in the Gascoyne. A summary of the terms of the agreement are as follows:

Stage 1

1. DLI to **pay VSR $1.25M cash upon execution** of the Binding Agreement (**Initial Cash Payment**).
2. Subject to paying VSR the Initial Cash Payment, DLI can earn a 51% interest in the Project by **spending $3M of exploration expenditure** on the Project over the initial 2 years from execution of the Binding Agreement (**Stage 1 Earn-in Phase**) (**Stage 1 Expenditure Requirement**).
3. DLI to manage the Project, in consultation with VSR.
4. DLI may withdraw from the Project at any time during the Stage 1 Earn-in Phase with 0% interest in the Project, however DLI must incur a minimum exploration expenditure on the Project of $1M before withdrawing from Stage 1.
5. Upon satisfying the Initial Cash Payment and Stage 1 Expenditure Requirement, DLI to pay **$500,000** in cash to VSR or, at DLI's election, issue to VSR (or its nominee) the number of fully paid ordinary shares in the capital of DLI (**DLI Shares**) that (in aggregate) have a value of $500,000 based on an volume weighted average price of no less than 10 consecutive trading days.

Stage 2

6. DLI can earn a further 29% in the Project (for an aggregate interest of 80%) upon further **spend of $6.25M** of exploration expenditure on the Project over the next 2 years or delivery of a Mineral Resource Estimate for the Project >10Mt@0.8% Li_2O (at 0.5% cutoff) within the same period (**Stage 2 Requirement**).
7. On completion of Stage 2, VSR can elect to either maintain its 20% interest in the Project by co-contributing; dilute its 20% interest; or divest its 20% interest to DLI for a fair market value (as agreed between the parties or otherwise determined by an independent expert).
8. If VSR dilutes to <5% interest in the Project, DLI will have the option to purchase VSR's interest at fair market value (as agreed between the parties or otherwise determined by an independent expert).
9. Upon satisfying the Stage 2 Requirement, DLI to pay **$1,000,000** in cash to VSR or, at DLI's election, issue to VSR (or its nominee) the number of DLI Shares that (in aggregate) have a value of $1,000,000.

Voltaic received the initial cash payment of $1.25M (plus GST) on the 13th March 2024.

6. ENVIRONMENTAL AND SOCIAL REGULATION AND PERFORMANCE

The Group's operations are subject to various environmental laws and regulations under the relevant government's legislation. Full compliance with these laws and regulations is regarded as a minimum standard for all operations to achieve.

Instances of environmental non-compliance by an operation are identified either by external compliance audits or inspections by relevant government authorities. There have been no significant known breaches by the group during the financial period.

The Company is developing a framework of stewardship of our environment and is focussed on providing social benefits and mutually rewarding outcomes for the communities in which it operates.

7. LIKELY DEVELOPMENTS AND EXPECTED RESULTS

It is the Board's current intention that the Group will seek to progress exploration on the new projects that it has acquired. The Group will also continue to examine new opportunities in the mineral exploration and resources sector where appropriate.

These activities are inherently risky and there can be no certainty that the Group will be able to successfully achieve the objectives.

8. GREENHOUSE GAS AND ENERGY DATA REPORTING REQUIREMENTS

The Directors have considered compliance with the National Greenhouse and Energy Reporting Act 2007 which requires entities to report annual greenhouse gas emissions and energy use. The Directors have assessed that there are no current reporting requirements, but that the Company may be required to do so in the future.

9. INDEMNITY AND INSURANCE OF OFFICERS

The Company has entered into a Deed of Indemnity, Insurance and Access ("Deed") with each Director and the Company Secretary (collectively "Officers"). Under the Deed, the Company indemnifies the Officers, to the maximum extent permitted by law and the Constitution, against legal proceedings, damage, loss, liability, cost, charge, expense, outgoing or payment (including legal expenses on a solicitor/client basis) suffered, paid or incurred by the officers in connection with the Director or Officers being an officer of the Company, the employment of the officer with the Company or a breach by the Company of its obligations under the Deed.

During the year, the company acquired Directors and Officers Indemnity insurance which cost $29,819 (2022: $0)

10. SHARE OPTIONS AND PERFORMANCE RIGHTS ON ISSUE AT THE DATE OF THIS REPORT

The unissued ordinary shares of Voltaic Strategic Resources Ltd under option at the date of this report are as follows:

Unquoted Options	Exercise price $0.03 and expiring three years from re-compliance listing[1,2]	196,274,167
Unquoted Options	Exercise price $0.04 and expiring four years from re-compliance listing[3,4]	15,250,000
Listed Options	Exercise price $0.08 and expiring 30th June 2026	81,999,925
Performance Rights CEO	Vesting Condition: The Company to have a market capitalisation (number of fully paid ordinary shares x share price) of $25,000,000 for 5 consecutive days, Term – 3 years (vested 15 May 2023)	2,500,000
Performance rights Tranche A	Vesting Condition: Share price being greater than $0.10 for more than five consecutive trading days	10,500,000
Performance rights Tranche B	Vesting Condition: Share price being greater than $0.15 for more than five consecutive trading days	10,500,000
Performance rights Tranche C	Vesting Condition: Upon achieving a JORC inferred resource of >10MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >25MT @> 700ppm, or JORC inferred hard rock hosted REE of >10MT @>0.6% TREO or commercial deal with NPV greater than $100m	10,500,000
Performance rights Tranche D	Vesting Condition: Upon achieving a JORC inferred resource of >20MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >50MT @> 700ppm, or JORC inferred hard rock hosted REE of >20MT @>0.6% TREO or commercial deal with NPV greater than $200m	10,500,000
Performance rights Tranche E	Vesting Condition: 12 months employment from 1-Jun-23, expiry 3 Yrs date of issue	4,000,000
Performance rights Tranche F	Vesting Condition: 24 months employment from 1-Jun-23, expiry 3 Yrs date of issue	4,000,000

1. The expiry date of these options is 4 October 2025
2. Escrow restrictions and vesting periods apply to these options as follows:
   94,899,862 – 24 month escrow period ending 5 October 2024
3. The expiry date of these options is 4 October 2026
4. Escrow restrictions and vesting periods apply to these options as follows:
   10,000,000 – 24 month escrow period ending 5 October 2024

Option holders do not have any right, by virtue of the option, to participate in any share issued of the Company or Any related body corporate.

11. SHARES ISSUED DURING THE YEAR

The number of shares on issue as at 31 December 2023 was 565,050,214 (2022 – 420,180,649). In 2023 144,869,565 new shares were issued.

12. NON-AUDIT SERVICES

There were no non-audit services provided by the entity's auditor, Dry Kirkness (Audit) Pty Ltd, in 2023.

13. AUDITORS'S INDEPENDENCE DECLARATION

The auditor's independence declaration is on page 34 of the Annual Report.

14. DIRECTOR INFORMATION

The names and details of the Company's Directors in office during the financial year and until the date of this report are as follows.

John Hannaford, B.Com, CA, F.Fin – Non-executive Chairman
Appointed 31 March 2021

Mr Hannaford is an experienced company director and executive with extensive experience as a director of ASX listed companies, including Chairman. A qualified Chartered Accountant and Fellow of the Securities Institute of Australia, he has founded and listed several companies on the ASX. He has also advised numerous companies through the ASX listing process in his corporate advisory career. He has established an extensive corporate network and gained a highly distinguished reputation over the last twenty years of corporate life in Australia.

Other current directorships
Forrestania Resources Ltd (Chairman)
MTM Critical Metals Ltd (Chairman)

Special responsibilities
None

Former directorships in the last three years
Kula Gold Ltd (Non-executive Director) Retired 18 October 2023

Mr Hannaford is an independent director at the time of this report.

Lachlan Reynolds, BSc (Honours) – Non-Executive Director
Appointed 18 March 2022

Mr Reynolds is a professional geologist with over 30 years experience in mineral exploration, project development and mining, in both Australia and internationally. He has broad resource industry expertise, across a range of commodities including copper, gold, nickel and uranium. Over the past decade Lachlan has served as a senior executive and manager for a number of ASX-listed companies and has managed the advancement of a diverse suite of mineral projects.

Mr Reynolds is currently the Managing Director of ASX listed company MTM Critical Metals Ltd (ASX: MTM), a junior exploration company which holds exploration projects in Western Australia across a number of regions and commodities including gold, lithium, nickel and rare earth elements (REE).

Mr Reynolds holds a BSc (Honours) in Geology from the University of Melbourne.

Other current directorships
MTM Critical Metals Ltd – Managing Director

Special responsibilities
None

Former directorships in the last three years
None

Mr Reynolds is an independent director at the time of this report.

David Izzard, BBus, CPA, MBA, MSc, GAICD – Non-Executive Director
Appointed 5 October 2022

Mr Izzard is an experienced finance executive and director with over 15 years experience in the mining industry. He has a strong knowledge of mining operations, financing and project management. Over the last three years he has been involved in identifying economical mining projects and executive teams to execute and operate projects.

David is a qualified accountant and has an MBA and a Master of Mineral Economics from Curtin University.

Other current directorships
MTM Critical Metals Ltd – Non-Executive Director
Forrestania Resources Ltd - Non-Executive Director

Special responsibilities
None

Former directorships in the last three years
None

Mr Izzard is an independent director at the time of this report.

Simon Adams, B.Bus M.Acc AGIA – CFO and Company Secretary
Director - Appointed 13 November 2020 - Retired 31 December 2023

Mr Adams has over 25 years of experience with listed (ASX and NASDAQ) and private companies in Australia where he has filled various executive roles as Company secretary, CFO and Managing Director across a range of sectors including mining, aquaculture, finance and in the upstream energy industry. He has experience in the areas of corporate and financial management, corporate compliance and business development.

Mr Adams holds a Master of Accounting and is a member of the Governance Institute of Australia.

Other current directorships
None

Special responsibilities
Company Secretary/CFO

Former directorships in the last three years
Kula Gold Ltd – resigned 2 November 2022

15. MEETINGS OF DIRECTORS

The following table sets out the number of meetings of the Company's directors held during the 12-month period ended 31 December 2023, and the number of meetings attended by each director.

	Board Meetings Number Eligible to attend	Board Meetings Number attended
John Hannaford	5	5
Simon Adams	5	5
Lachlan Reynolds	5	5
David Izzard	5	5

One Audit and Risk Committee meeting was convened during the period.

REMUNERATION REPORT
(Audited)

This Remuneration Report outlines the director and executive remuneration arrangements of the Company in accordance with the requirements of the *Corporations Act 2001* and its Regulations. For the purposes of this report Key Management Personnel (KMP) of the Group are defined as those persons having the authority and responsibility for planning, directing and controlling the major activities of the Group, directly or indirectly, including any Director (whether executive or otherwise) of the Group. Based on this definition the KMP of Voltaic Strategic Resources Limited are the directors of the Company and the Chief Executive Officer (CEO). No performance reviews of Directors' or executives' remuneration were undertaken in the period.

Details of Key Management Personnel

Directors

John Hannaford	Non-Executive Chairman
Lachlan Reynolds	Non-Executive Director (Appointed 18 March 2022)
David Izzard	Non-Executive Director (Appointed 5 October 2022)

Executives

Michael Walsh	CEO (Appointed 5 October 2022)
Simon Adams	CFO/Company Secretary (and Executive Director)

Remuneration Philosophy

The performance of the Company depends upon the quality of its Directors and Executives. To prosper, the Company must attract, motivate and retain highly skilled Directors and Executives.

To this end, the Company embodies the following principles in its remuneration framework:

- Provide competitive rewards to attract high calibre executives; and
- Link executive rewards to shareholder value.

During the current reporting periods, the Company has limited its full-time employees to the key executives required for preliminary field and corporate activities to preserve cash. The Company has transitioned from its previous core activity of oil and gas exploration and production to mineral exploration. Due to the early stage of development which the Company is in, shareholder wealth is directly affected by the Company share price. By remunerating Directors and Executives in part by share based payments, the Company aims to align the interests of Directors and Executives with Shareholder wealth, thus providing individual incentive to perform and thereby improving overall Company performance and associated value.

As the Company was recapitalised in 2022 and remains in the exploration stage of an inherently risky industry, the remuneration policy does not currently take into account current or prior year earnings. Other than share based payments made to the directors from time to time, there is no specific link to the Company's performance and directors' remuneration.

Remuneration structure

In accordance with best practice corporate governance, the structure of non-executive director and executive remuneration is separate and distinct.

Non-executive director remuneration

Objective

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain directors to the highest calibre, whilst incurring a cost which is acceptable to shareholders.

Structure

The Constitution and the ASX Listing Rules specify that the aggregate directors' fees payable to non-executive directors shall be determined from time to time by a general meeting. An amount not exceeding the amount determined is then divided between the directors as agreed. Aggregate maximum directors' fees payable of $300,000 per year has been approved by shareholders.

The Board determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. Cash fees for non-executive directors are not linked to the performance of the Company or shareholder wealth.

All remuneration paid to Non-Executive Directors is valued at cost to the Company and expensed.

The remuneration of Non-Executive Directors for the year ended 31 December 2023 is detailed within this section.

Executive remuneration

Objective

The Company aims to reward executives (both directors and company executives) with a level and mix of remuneration commensurate with their position and responsibilities within the Company and so as to:

- Reward executives for Company performance;
- Align the interest of executives with those of shareholders; and
- Ensure total remuneration is competitive by market standards.

Structure

The remuneration policy for executives is to provide a fixed remuneration component and a specific equity related component. The board believes that this remuneration policy is appropriate given the stage of development of the Company and the activities which it undertakes and is appropriate in aligning director objectives with shareholder and business objectives.

The remuneration policy going forward in regard to setting the terms and conditions for the executive directors has been developed by the board taking into account market conditions and comparable salary levels for companies of a similar size and operating in similar sectors.

Fixed Remuneration

Objective

The level of fixed remuneration is set so as to provide a base level of remuneration.

Fixed remuneration is to be reviewed annually and the process consists of a review of company and individual performance, relevant comparative remuneration in the market and internal policies and practices.

Structure

Executives are given the opportunity to receive their fixed remuneration in a variety of forms including cash and fringe benefits. It is intended that the manner of payment chosen will be optimal for the recipient without creating undue cost for the Company.

The remuneration policy going forward in regard to setting the terms and conditions for the executive directors has been developed by the board taking into account market conditions and comparable salary levels for companies of a similar size and operating in similar sectors.

The remuneration of executives for the year ended 31 December 2023 is detailed within this section.

Variable Remuneration

Objective

The objective of variable remuneration provided is to reward executives in a manner which aligns this element of remuneration with the creation of shareholder wealth.

Structure

Variable remuneration may be delivered in the form of equity (options, shares, performance rights, etc) or cash bonus. No cash bonuses were granted or paid during the period ended 31 December 2023.

Executives receive a superannuation guarantee contribution required by the government, which is currently 11% and do not receive any other retirement benefit. Some individuals, however, may choose to sacrifice part of their salary to increase payments towards superannuation.

Options Granted

There were no options granted to directors during the period.

Performance Rights Granted

The below performance rights were issued to KMP during 2023.

Recipients	Tranche A	Tranche B	Tranche C	Tranche D	Tranche E	Tranche F	Total
John Hannaford	2,000,000	2,000,000	2,000,000	2,000,000	-	-	**8,000,000**
Simon Adams	1,250,000	1,250,000	1,250,000	1,250,000	-	-	**5,000,000**
David Izzard	875,000	875,000	875,000	875,000	-	-	**3,500,000**
Lachlan Reynolds	875,000	875,000	875,000	875,000	-	-	**3,500,000**
Michael Walshe	3,250,000	3,250,000	3,250,000	3,250,000	2,000,000	2,000,000	**17,000,000**
Total	**8,250,000**	**8,250,000**	**8,250,000**	**8,250,000**	**2,000,000**	**2,000,000**	**37,000,000**

Key terms of Performance Rights are summarised as follows.

Performance Rights						
Tranche	**Tranche A**	**Tranche B**	**Tranche C**	**Tranche D**	**Tranche E**	**Tranche F**
Security Entitlement	One share	One share	One share	One share	One share	One share
Listed / Unlisted	Unlisted	Unlisted	Unlisted	Unlisted	Unlisted	Unlisted
Vesting Milestones	Share price being greater than $0.10 for more than five consecutive trading days	Share price being greater than $0.15 for more than five consecutive trading days	Upon achieving a JORC inferred resource of >10MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >25MT @> 700ppm, or JORC inferred hard rock hosted REE of >10MT @>0.6% TREO or commercial deal with NPV greater than $100m	Upon achieving a JORC inferred resource of >20MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >50MT @> 700ppm, or JORC inferred hard rock hosted REE of >20MT @>0.6% TREO or commercial deal with NPV greater than $200m	12 months employment from 1-Jun-23, expiry 3 Yrs date of issue	24 months employment from 1-Jun-23, expiry 3 Yrs date of issue
Grant Date	27/07/2023	27/07/2023	27/07/2023	27/07/2023	27/07/2023	27/07/2023
Vesting Date	-	-	-	-	1/06/2024	1/06/2025
Expiry Date	28/07/2025	28/07/2026	28/07/2028	28/07/2028	28/07/2026	28/07/2026
Exercise price	Nil	Nil	Nil	Nil	Nil	Nil

Employment Contracts

Executive KMP's

Mr Michael Walshe was appointed as the Company's CEO by way of an agreement dated 28 June 2022 and which came into effect at the re-listing date of 5th October 2022. In the agreement between Voltaic and Mr Walshe, CEO services were provided at a rate of $1,500 (plus GST) per day for days worked up to 30th June 2023. This fee was inclusive of all superannuation and leave entitlements.

Mr Michael Walshe signed a new Executive Services Agreement effective 1st July 2023, replacing the previous CEO contract. The total remuneration package of the CEO as at 31st December 2023 is $270,000 plus statutory superannuation and leave entitlements, with an additional allocation of performance related options and rights as detailed within this section. Notice of three (3) months is required for either party to terminate the contract.

Mr Walshe was provided with an equity incentive package at the commencement of his CEO contract in 2022 as follows:

	Options Tranche 1	Options Tranche 2	Performance Rights
Number of options issued	2,500,000	2,500,000	2,500,000
Volatility	183%	206%	-
Risk free rate	3.37%	3.37%	-
Term (years)	3	4	3
Expiry date	5/10/25	5/10/26	5/10/25
Vesting period	6 months	12 months	-
Vesting condition	-	-	The Company has a market capitalisation (number of fully paid ordinary shares x share price) of $25,000,000 for 5 consecutive ASX trading days
Option exercise price	$0.03	$0.04	-
Share price at grant	$0.02	$0.02	$0.02
Fair value per option	$0.0174	$0.0190	$0.02
Total Value at grant	$43,500	$47,500	$50,000

Mr Simon Adams continues in the role of Chief Financial Officer and Company Secretary, employed on a contract basis. The CFO/Company Secretary services are provided by Mr Adams at a rate of $1,000 (plus GST) per day for days worked. This fee is inclusive of all superannuation and leave entitlements. Mr Adams' employment contract provides for the payment of two (2) months of written notice from either party for termination of the agreement.

Mr Adams performs CFO and Company Secretarial duties on an ad hoc basis during the re-compliance period. The remuneration for duties carried out during the period up to re-compliance listing were not paid until re-compliance and re-listing of the Company was completed. Mr Adams was provided with an equity package at the time that the re-compliance listing was completed (refer Options Granted above). Mr Adams served as a Director and had a separate agreement which provided for payment of fees of $36,000 per annum plus statutory superannuation. Mr Adams resigned as a Director effective 31st December 2023.

Non Executive Directors

The employment conditions of the Non-Executive Chairman, Mr John Hannaford, and the Non-Executive Directors, David Izzard and Lachlan Reynolds, were formalised in a contract of employment that were effective from 5 October 2022 after the Company's re-listing on ASX. The total director remuneration package of Mr Hannaford is $55,000 per annum plus statutory superannuation, and for Mr Izzard and Mr Reynolds, it is $36,000 per annum plus statutory superannuation.

Key Management Personnel Remuneration

2022	Short term employee benefits		Post-employment benefits	Share based payments	Total	% Performance-based
KMP Name	**Salary/ Consultancy**	**Other benefits**	**Superann-uation**			
Non-Executive Directors						
John Hannaford	36,250	-	1,444	90,864	128,558	-%
Lachlan Reynolds[1]	9,000	-	945	90,864	100,809	-%
David Izzard[2]	9,000	-	945	90,864	100,809	-%
Matthew McCann[3]	-	-	-	-	-	-
Gerard McGann[4]	-	-	-	-	-	-
Executive Director						
Simon Adams – Director, CFO and Company Secretary	146,121	-	18,782	90,864	255,767	-%
Executives						
Michael Walshe - CEO[5]	198,904	-	11,557	38,747[6]	249,208	1.6%[7]
Total	399,275	-	33,673	402,203	835,151	

1. Lachlan Reynolds appointed 18 March 2022
2. David Izzard appointed 5 October 2022
3. Matthew McCann retired 29 June 2022
4. Gerard McGann retired 21 February 2022
5. Michael Walshe appointed 5 October 2022
6. Options and performance rights issued with employment contract in October 2022. Fair value expensed is based on valuation of options ($34,778) and performance rights ($3,969)
7. Performance remuneration is made up of performance rights issued to the CEO.

VOLTAIC STRATEGIC RESOURCES

2023	Short term employee benefits		Post-employment benefits	Share based payments	Total	% Performance-based
KMP Name	Salary/ Consultancy	Other benefits	Superann-uation			
Non-Executive Directors						
John Hannaford	70,900	7,455	5,913	17,500[2]	101,768	17%[1]
Lachlan Reynolds	36,000	7,455	3,870	7,656[2]	54,981	14%[1]
David Izzard	36,000	7,455	3,870	7,656[2]	54,981	14%[1]
Executive Director						
Simon Adams – Director, CFO and Company Secretary	143,370	7,455	15,342	10,938[2]	177,105	6%[1]
Executives						
Michael Walshe - CEO	319,688	-	14,850	179,979[2]	514,517	35%[1]
Total	605,958	29,820	43,845	223,729	903,532	25%[1]

1. Performance remuneration is made up of performance rights issued to the CEO and Directors.
2. Refer to Performance Rights Granted (above) for details of Performance Rights Issued

Additional Disclosures Relating to Key Management Personnel

Shareholding

The number of shares in the company held during the financial year by KMP of the consolidated entity, including their personally related parties, is set out below:

2022	Balance at 1/1/2022	Share Consolidation (20:1)[1]	Purchased[2]	Issued/ exercised	Cessation as director	Balance at 31/12/2022
Non-Executive Directors						
John Hannaford	-	-	2,597,261	5,750,000[3]	-	8,347,261
Lachlan Reynolds	-	-	500,000	-	-	500,000
David Izzard	-	-	1,500,000	5,750,000[3]	-	7,250,000
Matthew McCann	10,511,437	(9,985,865)	-	1,769,950[4]	(2,295,522)	-
Gerard McCann	27,715,004	(26,329,254)	-	1,165,300[4]	(2,551,050)	-
Executive Director						
Simon Adams	3,400,680	(3,230,646)	-	3,064,100[4]	-	3,234,134
Executive						
Michael Walshe	-	-	4,234,750	500,000[3]	-	4,734,750
Total	41,627,121	(39,545,765)	8,832,011	17,999,350	(4,846,572)	24,066,145

2023	Balance at 1/1/2023	Purchased[5]	Issued/ exercised	Adjustment	Balance at 31/12/2023	Balance at reporting date
Non-Executive Directors						
John Hannaford	8,347,261	700,000	-	5,000,000[6]	14,047,261	14,047,261
Lachlan Reynolds	500,000	200,000	-	-	700,000	700,000
David Izzard	7,250,000	950,000	-	5,000,000[6]	13,200,000	13,200,000
Executives						
Michael Walshe	4,734,750	2,328,947	-	-	7,063,697	7,063,697
Simon Adams	3,234,134	177,896	-	-	3,412,030	3,412,030
Total	24,066,145	4,361,343	-	10,000,000	38,422,988	38,422,988

1. Share consolidation (20:1) approved by shareholders at EGM 13 July 2022.
2. Purchased in re-compliance prospectus offer and on-market.
3. Conversion of notes to shares (including 1:1 option).
4. Conversion of Settlement Deed entitlements to shares at re-list on ASX.
5. Purchased in capital raise offer and on-market.
6. Transaction to acquire tenements from Arabella Resources dated October 2022. Reported to ASX in August 2023.

Option/Rights holding

The number of options over ordinary shares in the company held during the financial year by KMP of the consolidated entity, including related parties, is set out below:

2022	Type	Balance at 1/1/2022	Option Consol. (20:1)[1]	Remun-eration	New Options/ Rights	Conversion of rights & notes	Exercised/ Cessation as director	Balance at 31/12/2022 [9]
Non-Executive Directors								
John Hannaford	Options	-	-	5,000,000[2]	5,750,000[5]	-	-	10,750,000
	Rights	110,000,000	(104,500,000)	-	250,000[10]	(5,750,000)[7]	-	-
Lachlan Reynolds	Options	-	-	5,000,000[2]	-	-	-	5,000,000
David Izzard	Options	-	-	5,000,000[2]	5,750,000[5]	-	-	10,750,000
Matthew McCann	Options	-	-	1,666,666[2]	-		(1,666,666)[8]	-
	Rights	35,399,000	(33,629,050)	-	-	(1,769,950)[6]		-
Gerard McCann	Options	-	-	1,666,666[2]	-	-	(1,666,666)[8]	-
	Rights	23,306,000	(22,140,700)	-	-	(1,165,300)[6]	-	-
Executives								
Michael Walshe	Options	-	-	5,000,000[3]	500,000[5]	-	-	5,500,000
	Rights	-	-	2,500,000[4]	-	-	-	2,500,000
Simon Adams	Options	-	-	1,666,668[2]	-	-	-	1,666,668
	Rights	61,282,000	(58,217,900)	-	-	(3,064,100)[6]	-	-
Total		229,987,000	(218,487,650)	27,500,000	12,250,000	(11,749,350)	(3,333,332)	36,166,668

1. Consolidation of equities (20:1) approved by shareholders at EGM 13 July 2022.
2. Director options – 10 million exercisable at 3 cents, term 3 years and 10 million exercisable at 4 cents, term 4 years.
3. Executive options – 2.5 million exercisable at 3 cents, term 3 years and 2.5 million exercisable at 4 cents, term 4 years.
4. Performance rights – Vest if market capitalisation exceeds $25 million for a period of at least 5 consecutive trading days on ASX with a 3 year period from relisting.
5. Options issued as free attaching on conversion of notes to shares (1:1).
6. Conversion of settlement deed entitlement rights at relisting on ASX.
7. Conversion of convertible notes to shares.
8. Cessation as director.
9. All options issued in 2022 were escrowed for either 12 or 24 months or had a vesting period of 6 or 12 months (those issued to executives) so none of the options on issue were exercisable at the end of December 2022.
10. Interest on notes – 6 months

2023	Type	Balance at 1/1/2023	New Options/ Rights	Adjustment	Balance at 31/12/2023	Balance at reporting date
Non-Executive Directors						
John Hannaford	Unlisted Options	10,750,000	-	5,000,000[4]	15,750,000	15,750,000
	Rights	-	8,000,000[2]	-	8,000,000	8,000,000
	Listed Options	-	350,000[1]	-	350,000	350,000
Lachlan Reynolds	Unlisted Options	5,000,000	-	-	5,000,000	5,000,000
	Rights	-	3,500,000[2]	-	3,500,000	3,500,000
	Listed Options	-	100,000[1]	-	100,000	100,000
David Izzard	Unlisted Options	10,750,000	-	5,000,000[4]	15,750,000	15,750,000
	Rights	-	3,500,000[2]	-	3,500,000	3,500,000
	Listed Options	-	350,000[1]	-	350,000	350,000
Executives						
Michael Walshe	Unlisted Options	5,500,000	-	-	5,500,000	5,500,000
	Rights	2,500,000[3]	17,000,000[2]	-	19,500,000	19,500,000
	Listed Options	-	250,000[1]	-	250,000	250,000
Simon Adams	Unlisted Options	1,666,668	-	-	1,666,668	1,666,668
	Rights	-	5,000,000[2]	-	5,000,000	5,000,000
	Listed Options	-	54,000[1]	-	54,000	54,000
Total		36,166,668	38,104,000	10,000,000	84,270,668	84,270,668

1. Relates to July 2023 capital raising. Shareholders offered 1 free attaching listed option for every 2 shares purchased.
2. Refer to performance rights granted table above.
3. Performance rights vested May 2023 due to market capitalisation exceeding $25 million for a period of at least 5 consecutive trading days on ASX with a 3 year period from relisting.
4. Transaction to acquire tenements from Arabella Resources dated October 2022. Reported to ASX in August 2023.

Use of Remuneration Consultants

The company did not use the services of any remuneration consultants during the year.

Transactions with key management personnel

Agreements were in place between the Company and various key management personnel as follows:

1. Rockford Partners Pty Ltd (Rockford), an entity Mr John Hannaford and Mr David Izzard are directors and shareholders of, entered into an agreement with the Company to provide office administration services during 2022. There is no fixed term in relation to the agreement which provides various services including office accommodation, administration, accounting and marketing services and general office supplies at set monthly rates. The cost of the services provided by the related parties are assessed to be at fair market value.

During the period ended 31 December 2023, there were no other services provided to the Company by any KMP.

Loans with KMP

There were no loans with KMP during 2023.

END OF AUDITED REMUNERATION REPORT

Signed in accordance with a resolution of the directors.

John Hannaford
Director

27 March 2024

DRY KIRKNESS

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of Voltaic Strategic Resources Ltd for the year ended 31 December 2023, I declare that, to the best of my knowledge and belief, there have been:

a) No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

b) No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Voltaic Strategic Resources Ltd and the entities it controlled during the year.

DRY KIRKNESS (AUDIT) PTY LTD

LUCY P GARDNER
Director

Perth
Date: 27 March 2024

Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the Period Ended 31 December 2023

	Note	2023 $	2022 $
Continuing operations			
Income/(Expenses)			
Administration services	*3.1*	(1,772,085)	(1,273,888)
Re-compliance listing expenses	*3.1*	-	(684,227)
Interest and finance expense	*3.1*	(1,910)	(10,273)
Impairment of capitalised exploration	*2.3*	(20,000)	(122,103)
Foreign Exchange gain/(loss)		(318)	(20,544)
Other income	*3.1*	55,292	11,465
Loss before income tax expense		**(1,739,021)**	**(2,099,570)**
Income tax expense	*3.3*	-	-
Loss for the year		**(1,739,021)**	**(2,099,570)**
Other comprehensive income/(loss) for the year		-	-
Total comprehensive income/(loss) attributable to the Ordinary Equity Holders of the Company		**(1,739,021)**	**(2,099,570)**
Loss per Share for Loss attributable to the Ordinary Equity Holders of the Company			
		Cents	**Cents**
Basic and diluted (loss) per share (cents per share) for **continuing** operations attributable to the shareholders of the Company	*3.4*	(0.352)	(1.500)
Basic and diluted loss per share (**cents** per share) attributable to the shareholders of the Company	*3.4*	(0.352)	(1.500)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

VOLTAIC
STRATEGIC RESOURCES

Consolidated Statement of Financial Position
As at 31 December 2023

	Note	2023 $	2022 $
Assets			
Current assets			
Cash and cash equivalents	*4.1*	6,015,570	3,130,901
Trade and other receivables	*4.3*	166,393	88,152
Other current assets		37,500	-
Total current assets		6,219,463	3,219,053
Non-current assets			
Investment/Goodwill	*7.4*	3,454	3,454
Exploration and evaluation expenditure	*2.1*	4,264,698	2,138,453
Property, plant and equipment	*2.2*	245,184	20,222
Total non-current assets		4,513,336	2,162,129
Total assets		10,732,799	5,381,182
Liabilities			
Current liabilities			
Trade & other payables	*4.4*	133,617	233,662
Provisions	*4.6*	72,987	3,785
Total current liabilities		206,604	237,447
Non-current liabilities			
Provisions	*4.6*	-	-
Total non-current liabilities		-	-
Total liabilities		206,604	237,447
Net assets		**10,526,195**	**5,143,735**
Equity			
Issued share capital	*5.1*	40,922,623	34,225,673
Reserves	*5.4*	1,588,493	1,163,962
Accumulated loss		(31,984,921)	(30,245,900)
Total equity attributable to shareholders of the Company		**10,526,195**	**5,143,735**

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

VOLTAIC STRATEGIC RESOURCES

Consolidated Statement of Changes in Equity
For the Period Ended 31 December 2023

	Contributed equity	Convertible Notes	Shares to be issued	Accumulated losses	Share Option Reserve	Total equity
	$	$	$	$	$	$
At 1 January 2023	**34,225,673**	**-**	**-**	**(30,245,900)**	**1,163,962**	**5,143,735**
(Loss) for the year	-	-	-	(1,739,021)	-	(1,739,021)
Prior period adjustments to retained earnings	-	-	-	-	-	-
Other Comprehensive Income	-	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	(1,739,021)	-	(1,739,021)
Transactions with owners in their capacity as owners and other transfers:						
Issue of new shares and options net of cost	6,696,950	-	-	-	-	6,696,950
Share based payments	-	-	-	-	424,531	424,531
	6,696,950	-	-	-	424,531	7,121,481
At 31 December 2023	**40,992,623**	**-**	**-**	**(31,984,921)**	**1,588,493**	**10,526,195**
At 1 January 2022	**27,375,608**	**273,906**	**200,000**	**(28,584,479)**	**389,925**	**(345,040)**
(Loss) for the year	-	-	-	(2,099,570)	-	(2,099,570)
Prior period adjustments to retained earnings	-	-	-	(5,135)	-	(5,135)
Other Comprehensive Income	-	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	(2,104,705)	-	(2,104,705)
Transactions with owners in their capacity as owners and other transfers:						
Issue of new shares and options net of cost	4,920,065	-	(200,000)	-	50,000	4,770,065
Issue of new shares and options for consideration	1,200,000	-	-	-	456,246	1,656,246
Interest and adjustment to convertible notes	-	(43,906)	-	53,359	-	9,453
Issue of new convertible notes	-	500,000	-	-	-	500,000
Conversion of notes to shares and options	730,000	(730,000)	-	-	-	-
Lapsed Options	-	-	-	389,925	(389,925)	-
Share based payments	-	-		-	657,716	657,716
	6,850,065	(273,906)	(200,000)	443,284	774,037	7,593,480
At 31 December 2022	**34,225,673**	**-**	**-**	**(30,245,900)**	**1,163,962**	**5,143,735**

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

VOLTAIC
STRATEGIC RESOURCES

Consolidated Statement of Cash Flows
For the Period Ended 31 December 2023

Continuing Operations:

	Note	2023 $	2022 $
Cash flows from operating activities			
Proceeds from interest		55,292	11,465
Payment for finance changes		(2,228)	(823)
Payments for re-compliance listing costs		(52,264)	(759,688)
Payments to suppliers and employees		(1,330,467)	(1,026,389)
Net cash (outflow) from operating activities	*4.2*	(1,329,667)	(1,775,435)
Cash flows from investing activities			
Payments for exploration and evaluation activities		(2,233,310)	(236,285)
Payments for acquisition of tenements		-	(245,923)
Payment to acquire plant and equipment		(256,804)	(21,194)
Payments for investments		(37,500)	-
Proceeds from investment in Gadolin Resources Pty Ltd		-	621,546
Net cash (outflow) from investing activities		(2,527,614)	118,144
Cash flows from financing activities			
Proceeds from issue of convertible notes	*5.3.1*	-	500,000
Proceeds from placement	*5.2.1*	7,195,000	115,483
Proceeds from Re-compliance prospectus offer		-	4,500,000
Proceeds from issue of options		-	51,250
Proceeds from borrowings	*4.5*	-	169,000
Repayment of borrowings	*4.5*	-	(208,192)
Payments for capital raising costs		(453,050)	(340,890)
Net cash inflow from financing activities		6,741,950	4,786,651
Net cash received/(paid) from Continuing operations		2,884,669	3,129,360
Cash and cash equivalents at the beginning of the year		3,130,901	1,541
	4.1	6,015,570	3,130,901

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

1. Basis of preparation

The annual report of Voltaic Strategic Resources Limited for the period ended 31 December 2023 was authorised for issue in accordance with a resolution of the directors on 27 March 2024.

1.1. Statement of Compliance

These financial statements are general purpose financial statements which have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board.

Voltaic Strategic Resources Limited is a for-profit entity for the purpose of preparing the financial statements.

1.2. Basis of Measurement

The financial report has been prepared on a historical cost basis.

1.3. Functional and Presentation Currency

The financial report has been presented in Australian Dollars (**AUD, A$ or $**).

1.4. Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Voltaic Strategic Resources Limited ('company' or 'parent entity') as at 31 December 2023 and the results of all subsidiaries for the period then ended. Voltaic Strategic Resources Limited and its subsidiaries together are referred to in this financial report as the group or the consolidated entity.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

A list of controlled entities is contained in note 6.1.1 to the financial statements.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

1.5. Going Concern

The financial report has been prepared on a going concern basis which contemplates that as at the report balance date, it was likely that there would be continuity of normal business activity and realisation of assets and the settlement of liabilities in the normal course of business.

For the year ended 31 December 2023, the Company incurred a loss from operations of $1,739,021 (2022: $2,099,570) and recorded cash outflows from operating activities of $1,329,667 (2022: $1,775,435). As at 31 December 2023, the Company had net working capital surplus of $6,012,859 (2022: $2,981,606) with cash of $6,015,570 available (2022: $3,130,901).

The Company's ability to continue as a going concern is dependent upon it maintaining sufficient funds for its operations and commitments. The Board believes that it has sufficient funding in place to meet its operating objectives. The Directors consider the basis of going concern to be appropriate for the following reasons:

- the cash balance of the Company relative to its fixed and discretionary expenditure commitments;
- given the Company's market capitalisation and the underlying prospects for the Company to raise further funds from the capital markets; and
- the fact that future exploration and evaluation expenditure is generally discretionary in nature (i.e. at the discretion of the Directors having regard to an assessment of the Company's eligible expenditure to date and the timing and quantum of its remaining earn-in expenditure requirements). Subject to meeting certain minimum expenditure commitments, further exploration activities may be slowed or suspended as part of the management of the Company's working capital.

The Directors are confident that the Company can continue as a going concern and as such are of the opinion that the financial report has been appropriately prepared on a going concern basis. However, should the Company be unable to raise further required financing from its major lender or other sources, there is material uncertainty which may cast doubt as to whether or not the Company will be able to continue as a going concern and whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.

1.6. Significant Accounting Judgements, Estimates and Assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements and estimates on historical experience and on other various factors it believes to be reasonable under the circumstances, the results of which form the basis of the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions and conditions.

Management has identified the following critical accounting policies for which significant judgements, estimates and assumptions are made. Actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods.

Further details of the nature of these assumptions and conditions may be found in the relevant notes to the financial statements.

Significant accounting judgements

The determination of mineral resources impacts the accounting for asset carrying values. Voltaic Strategic Resources Limited estimates its mineral resources in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves 2012 (the 'JORC' Code). The information on mineral resources was prepared by or under the supervision of Competent Persons as defined in the JORC Code. The amounts presented are based on the mineral resources determined under the JORC Code.

There are numerous uncertainties inherent in estimating mineral resources, and assumptions that are valid at the time of estimation may change significantly when new information becomes available.

Significant accounting estimates and assumptions

Exploration and evaluation expenditure

Exploration and evaluation expenditure is assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability or facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

Exploration and evaluation expenditure is assessed for indicators of impairment in accordance with *AASB 6 Exploration for and Evaluation of Mineral Resources* when any of the following facts and circumstances exist:

- The term of exploration licence in the specific area of interest has expired during the reporting period or will expire in the near future, and is not expected to be renewed;

- Substantive expenditure on further exploration and/ or evaluation of mineral resources in the specific area are not budgeted nor planned;
- Exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the decision was made to discontinue such activities in the specified area; or
- Sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

Where a potential impairment is indicated, an assessment is performed for each cash generating unit that is no larger than the area of interest. The Group performs impairment testing in accordance with accounting policy note 2.3.

Judgement is applied when considering whether fact and circumstances as per above indicate that the exploration and evaluation asset should be tested for impairment and no impairment indicators were noted during the period.

1.7. Share based payments

The consolidated entity measures the cost of equity-settled transactions with employees (including directors), vendors of assets where consideration has been made in equities (including options) and service providers who have been paid by way of the issue of equities (including options) by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using the Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

1.8. Dividends

No dividends have been declared, provided for or paid in respect of the period ended 31 December 2023.

2. Capital Expenditure

2.1. Exploration & Evaluation Expenditure

Exploration and evaluation costs are capitalised as incurred by the Group. Costs related to the acquisition of properties that contain mineral resources are capitalised and allocated separately to specific areas of interest. These costs are capitalised until the viability of the area of interest is determined.

The recoverability of the carrying amount of the exploration and evaluation assets is dependent on the successful development and commercial exploitation, or alternatively the sale, of the respective areas of interest.

	2023	2022
Exploration and evaluation	4,264,698	2,138,453
Opening Balance	2,138,453	111,994
Movement:		
Impairment of capitalised exploration	(20,000)	(111,994)
Expenditure incurred	2,096,245	291,823
Acquisition of tenements	50,000	1,846,630
Closing balance	**4,264,698**	**2,138,453**

2.2. Property Plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and any accumulated impairment losses. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of profit or loss and other comprehensive income during the financial period in which they are incurred.

Depreciation is calculated on either the straight-line basis or diminishing value basis over their useful lives to the Group commencing from the time the asset is held ready for use. The annual depreciation rates used are as follows:

Computer equipment and software	33% - 50%
Field equipment	20% - 100%
Vehicles	8% - 20%

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date. Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the Statement of profit or loss and other comprehensive income.

	2023 **$**	**2022** **$**
Computer Equipment - Cost	17,717	10,236
Accumulated depreciation	(5,014)	(4,816)
Office equipment	-	3,444
Accumulated depreciation	-	(3,444)
Motor Vehicles	51,938	-
Accumulated depreciation	(4,578)	-
Plant & equipment	208,343	15,313
Accumulated depreciation	(23,222)	(511)
Net carrying amount	245,184	20,222

Opening balance (net of accumulated depreciation)	20,222	-
Property plant and equipment acquired	256,804	21,194
Depreciation	(31,842)	(972)
Closing balance (net of accumulated depreciation)	245,184	20,222

2.3. Impairment of assets

Voltaic Strategic Resources Limited conducts an annual internal review of asset values, which is used as a source of information to assess for any indicators of impairment. External factors, such as changes in expected future processes, technology and economic conditions, are also monitored to assess for indicators of impairment. If any indication of impairment exists, an estimate of the asset's recoverable amount is calculated.

An impairment loss is recognised for the amount by which the asset's carrying value exceeds its recoverable amount. Recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows that are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are tested for possible reversal of the impairment whenever events or changes in circumstances indicate that the impairment may have reversed.

During the period ended 31 December 2022, capitalised costs relating to the Company's mineral exploration assets held in the USA ($122,103) were impaired due to the lack of exploration activities that have been carried out on the project in the previous two years to justify the carrying cost of the asset.

During the period ended 31 December 2023, $20,000 of capitalised exploration expenditure was impaired. This relates to option fees for 3 tenements which were paid during the period and decided by the board not to proceed with further.

VOLTAIC
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3. Financial Performance

3.1. Continuing operations

Expenses:

	2023 $	2022 $
Administration services		
Compliance	(282,602)	(309,950)
Administration expenses	(108,318)	(107,593)
Marketing	(168,492)	(66,761)
Occupancy	(52,802)	(24,168)
Consulting	(248,212)	(53,019)
Depreciation	(31,842)	(973)
Insurance	(26,839)	(1,300)
Share based payments - other	-	(13,239)
	(919,107)	(577,003)
Employee expenses		
Salaries, wages and director fees	(458,539)	(233,645)
Superannuation	(39,907)	(22,784)
Share based payments - KMP	(354,532)	(440,456)
	(852,978)	(696,885)
Total administration services	(1,772,085)	(1,273,888)

	2023 $	2022 $
Re-compliance listing expenses		
Corporate Advisory	-	250,000
Legal	-	272,502
Other	-	161,725
	-	684,227
Finance expenses		
Interest and finance charges	(1,910)	(10,273)
Income:		
Interest income	55,292	11,465
	55,292	11,465

3.2. Segment Information

The Group has determined that it operates in one operating segment, and this is the basis on which internal reports are provided to the Directors for assessing performance and determining the allocation of resources in the Group. Accordingly, the financial results of the segment are equivalent to the financial statements of the Group as a whole.

The Australian head office does not engage in business activities from which it generates or earn revenues. As a result, the Australian head office does not represent an operating segment.

3.3. Income Tax

Current income tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date. Deferred income tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax assets and liabilities are recognised for all taxable temporary differences:

- Except for the deferred income tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither the accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred income tax to be recovered. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Income taxes relating to items recognised directly in equity are recognised in equity and not in profit or loss. Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

Voltaic and its wholly owned Australian subsidiaries implemented the tax consolidation legislation effective from 23 September 2022. Voltaic and its wholly owned Australian subsidiaries have also entered into tax sharing and tax funding agreements. Under the terms of these agreements, the wholly owned Australian subsidiaries will reimburse Voltaic for any current income tax payable by Voltaic arising in respect of their activities. The reimbursements are payable at the same time as the associated income tax liability falls due and will therefore be recognised as a current tax-related receivable by Voltaic when they arise. In the opinion of the Directors, the tax sharing agreement is also a valid agreement under the tax consolidation legislation and limits the joint and several liability of the wholly owned Australian subsidiaries in the case of a default by Voltaic.

Goods and services and sales tax

Revenues, expenses and assets are recognised net of the amount of Goods and Services Tax (GST) except:

- Where the amount of GST incurred is not recoverable from the taxation authority, it is recognized as part of the cost of the asset or as part of an item of expense; or
- For receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables. Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers. Commitments and contingencies are disclosed net of amount of GST recoverable from, or payable to, the ATO.

3.3.1. A reconciliation between tax expense and the product of accounting loss

	2023 $	2022 $
The prima facie tax on profit/(loss) from continuing operations and discontinued operations before income tax is reconciled to the income tax as follows:		
Accounting (loss) before tax from continuing operations	(1,739,021)	(2,099,570)
Prima facie tax payable on (loss) from continuing operations and discontinued operations before income tax at the rate of 25% (2022: 25%) (USA subsidiaries – tax rate of 21%)	(441,817)	(524,893)
At the Company's statutory income tax rate of 25% (2022 - 25%; USA subsidiaries - 21%)		
Non-deductible expenses	89,106	180,333
Non-assessable amounts	439	-
DTA not brought to account as their realisation is not probable	352,272	344,560
	-	-

3.3.2. Deferred tax liabilities have not been recognised in respect of

	2023 $	2022 $
Exploration & Evaluation Expenditure	682,587	72,956
Prepayments	35,409	7,268
	717,996	80,224

3.3.3. Deferred tax assets have not been recognised in respect of

	2023 $	2022 $
Provisions and accruals	35,819	17,151
Capital raising costs	276,670	154,039
Carry forward revenue losses	2,009,336	812,988
	2,321,825	984,178

3.3.4. Franking Credits

The Company has no franking credits available to use for future offsets.

3.4. Loss Per Share

Basic earnings per share is calculated by dividing the loss attributable to equity holders of the Group, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the period, adjusted for bonus elements in ordinary shares issued during the period.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

The following reflects the income and share data used in the calculations of basic and diluted loss per share:

	2023 $	2022 $
Loss attributable to ordinary shareholders	(1,739,021)	(2,099,570)

	2023 No of shares	2022 No of shares
Weighted average number of ordinary shares for the purpose of basic earnings per share	493,755,217	139,982,700
Effect of shares issued during the period or still to be issued	-	-
Weighted average number of shares for period to 31 December	493,755,217	139,982,700

	2023 Cents	2022 Cents
(Loss) per share from **continuing** operations:		
Basic (**cents** per share)	(0.352)	(1.500)

As at the reporting date, 211,524,167 unlisted options, 81,999,925 listed options and 52,500,000 performance rights (which represent potential ordinary shares) were not dilutive as they would decrease the loss per share.

3.4. Loss Per Share (Cont.)

The Company completed various capital raises through the year as follows (refer 5.2.1):

1 January 2023	Opening balance of ordinary shares on issue	420,180,649
6 February 2023	Payment for IR Services Market Open	869,565[(a)]
19 May 2023	Tranche 1 - Placement	62,157,532
31 July 2023	Tranche 2 – Placement	81,842,468
31 December 2023	Closing balance of ordinary shares on issue	565,050,214

(a) Payment of $20,000 to Market Open for IR services issued in shares at $0.023

4. Working Capital Management

4.1. Cash and Cash Equivalents

	2023 $	2022 $
Cash at bank and in hand	6,015,570	3,130,901

"Cash and cash equivalents" includes cash on hand, deposits held at call with financial institutions and other short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of any bank overdrafts.

4.2. Cash flows from operating activities

	2023 $	2022 $
(Loss) for the period	(1,739,021)	(2,099,570)
Adjustments for:		
(Increase) / decrease in current receivables	39,196	(22,681)
Increase / (decrease) in trade & other payables	7,020	(208,985)
(Increase) / decrease in prepayments	(112,438)	(29,071)
Increase in employee leave provision	69,202	3,785
Capitalised interest on loan	-	9,452
Depreciation	31,842	973
Share based payment	354,532	453,695
Loss on write down of assets	20,000	122,103
Exchange differences	-	(5,136)
Net (cash used)/provided by in operating activities	(1,329,667)	(1,775,435)

4.3. Trade and Other Receivables

Trade receivables are initially recognised and carried at original invoice amount less allowance for expected credit loss. Trade receivables are due for settlement no more than 30 days from the date of recognition. A provision for impairment is made based on a forward-looking expected credit loss model in line the requirements of AASB 9. Bad debts are written off when identified.

	2023 $	2022 $
GST receivable	19,757	58,954
Prepayment	141,636	29,198
Other Debtors	5,000	-
Total trade and other receivables	166,393	88,152

The Group's management considers that all of the above financial assets that are not impaired or past due for each of the 31 December reporting dates under review are of good credit quality (refer to 5.6.1).

4.4. Trade and Other Payables

Trade and other payables are carried at amortised cost and represent liabilities for the goods and services provided to the Group prior to the end of the financial period that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services. The amounts are unsecured and are usually paid within 30 days. Included in Trade and other payables is an amount of $31,039 (2022: $73,493) which relates to Exploration and Evaluation expenditure.

	2023 $	2022 $
Current:		
Trade payables	20,418	151,878
Accrued expenses	40,354	41,928
Other payables	72,845	39,856
Total trade and other payables	133,617	233,662

4.5. Interest Bearing Liabilities

Loans and other interest bearing liabilities are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. After initial recognition, interest bearing loans and borrowings, are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the consolidated statement of financial position. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon.

	2023 $	2022 $
Current-		
Other loan – related parties	-	-
	-	-
Opening Balance	-	39,192
Loan received	-	169,000
Loan repayment	-	(207,500)
Interest and fees	-	-
Reversal of interest	-	(692)
Closing balance	-	-

4.6. Provisions

Liabilities for 'short-term employee benefits' (as defined in AASB 119 Employee Benefits) and termination benefits which are expected to be settled within twelve months of the end of the reporting period are measured at their nominal amounts.

Other long-term employee benefits are measured as a net total of the present value of the defined benefit obligation at the end of the reporting period minus the fair value at the end of the reporting period of plan assets (if any) out of which the obligations are to be settled directly.

Leave:

The liability for employee benefits includes provision for annual leave and time off in lieu (TOIL).

The leave liabilities are calculated on the basis of employees' remuneration at the estimated salary rates that will be applied at the time the leave is taken, including employer superannuation contribution rates to the extent that the leave is likely to be taken during service rather than paid out on termination.

	2023 $	2022 $
Current -		
Employee entitlements	72,987	3,785
Leave entitlements	72,987	3,785
	72,987	3,785

5. Funding and risk management

The Group's objectives when managing capital are to safeguard their ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in the proportion to the number and amount paid on the shares held. Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

5.1. Contributed Equity

Ordinary shares have no par value and are classified as equity. Issued and paid-up capital is recognised at the fair value of the consideration received by the Company.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

	2023 $	2022 $
Contributed equity		
Issued capital – fully paid	40,922,623	34,225,673
Total contributed equity	40,922,623	34,225,673

Ordinary shares have the right to receive dividends as declared and, in the event of the winding up of the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

5.2. Movement in shares on issue

5.2.1. Ordinary Shares

	Date	Number of shares	Issue price cents	$
Balance 1 January 2023		**420,180,649**		**34,225,673**
Shares in lieu of fees	06/02/2023	869,565	$0.023	20,000
Tranche 1 - Placement	19/05/2023	62,157,532	$0.05	3,107,877
Tranche 2 - Placement	31/07/2023	81,842,468	$0.05	4,092,123
Cost of share issues				(523,050)
Balance at 31 December 2023		**565,050,214**		**40,922,623**

5.3. Other equity

5.3.1. Convertible Notes

$200,000 of convertible notes were issued in December 2020 (Tranche 1 Convertible Notes). $500,000 of convertible notes were issued in 2022 (Tranche 2 Convertible Notes). The terms of the notes are as follows:

Tranche 1	Tranche 2
Convertible Notes face value - $200,000 **Issue Date** – December 2020 **Interest** – 10% per annum (interest on the Convertible Notes was capped at $30,000 if the term of the notes was longer than 18 months)	**Convertible Notes face value** - $500,000 **Issue Date** – May-August 2022 **Interest** – No interest

Tranche 1	Tranche 2
Conversion terms – Convertible Notes converted into Ordinary Shares and Noteholder options subject to the completion of the necessary shareholder approvals and regulatory approvals as well as the Company obtaining the ASX Re-instatement condition. On the conversion date, the whole of the Principal Sum advanced and interest accrued must be converted into ordinary shares and noteholder options. **Conversion price** - price at which capital is raised for re-compliance listing – 2 cents per share. **Attached options** – On conversion of shares, one option issued for every share through conversion.	**Conversion terms** – Convertible Notes converted into Ordinary Shares and Noteholder options subject to the completion of the necessary shareholder approvals and regulatory approvals as well as the Company obtaining the ASX Re-instatement condition. On the conversion date, the whole of the Principal Sum advanced must be converted into ordinary shares and noteholder options. **Conversion price** - price at which capital is raised for re-compliance listing – 2 cents per share. **Attached options** – On conversion of shares, one option issued for every share through conversion.

On 23 September 2022, all Convertible Notes outstanding (Including interest on Tranche 1) were exercised and converted to shares and options as follows:

	Con Note Face Value $	Interest $	Option Valuation on issue $	Shares issued No	Options issued No
Balance 1 January 2022[1]	$200,000	20,547	53,359	-	-
Interest accrued on Tranche 1 Convertible Notes	-	9,453	-	-	-
New Convertible Notes issued[2]	$500,000	-	-	-	-
Shares issued on conversion of Notes	($700,000)	($30,000)	-	36,500,000	-
Options issued on conversion of Notes[3]	-	-	-	-	36,500,000
Option Valuation[4]	-	-	(53,359)	-	-
Balance at 31 December 2022	-	-	-	36,500,000	36,500,000

1. Tranche 1 Convertible Notes issued in Dec 2020.
2. Tranche 2 Convertible Notes issued in 2022.
3. Options exercisable at 3 cents each with an expiry date 3 years from re-listing (5 October 2025).
4. Black Scholes valuation of right to options upon conversion of notes to shares (per 2021 financial report) reversed in retained earnings as the original class of Convertible Notes was replaced by new class of Convertible Notes (Refer Tranche 1 above).

There were no convertible notes issued in 2023.

5.3.2. Debt Shares

On 17 December 2020 outstanding employee entitlements (including consulting fees, accrued annual leave and redundancy provisions) were converted into AUD $200,000 of debt shares by way of deeds of settlement and release. Debt shares were issued as full consideration of this debt in October 2022. The names and details of directors (and former directors) who received compensation by way of these shares are as follows:

	Amount Owed	**No of shares issued**
Matthew McCann	$35,399	1,769,950
John Whisler	$80,013	4,000,650
Gerard McGann	$23,306	1,165,300
Simon Adams	$61,282	3,064,100
	$200,000	10,000,000

5.3.2. Debt Shares (Cont.)

	No of shares entitled	No of shares issued	Issue price cents	$
Balance 1 January 2022[1]	200,000,000	-	0.001	200,000
Share consolidation (20:1) July 2022	(190,000,000)	-	-	-
	10,000,000	-	0.020	200,000
Debt converted to ordinary shares	(10,000,000)	10,000,000	0.020	(200,000)
Balance at 31 December 2022	-	10,000,000		-

1. At the time of entering into the Deeds of Settlement, the Company's share price was $0.001 which resulted in the share entitlement being 200 million shares. After consolidation at a ratio of 20:1, the number of entitlement shares reduced to 10 million shares.

5.3.3. Options

	2023 Number	2022 Number
Outstanding at 1 January	211,524,167	-
Unlisted Options	-	211,524,167
Listed options	81,999,925	-
Expired or lapsed during the period	-	-
Outstanding at 31 December	293,524,092	211,524,167
Exercisable at the end of the period	188,624,230	-

During the year, Voltaic undertook a placement to raise capital. As a part of this capital raise offer, investors were offered one free attaching option for every 2 shares purchased. These are listed options with an exercise price of $0.08 and term of 3 years from placement. Voltaic raised $7,200,000 at $0.05 per share and issued 144,000,000 shares. Based on this share issue, 71,999,925 free attaching options were issued to investors on 31st July 2023. These options are reported as a nil value for financial purposes on the basis they were free attaching options.

A further 10,000,000 Lead Manager options were issued to RM Corporate Pty Ltd as a part of the fee relating to the capital raise. These options have been valued at $0.007. The fair market value of options accounted for in reserves is $70,000.

Total listed options as at 31st December 2023 were 81,999,925.

On 5th October 2023, 96,124,305 unlisted options relating to the re-compliance-listing were released from escrow period. No additional unlisted options were issued in 2023.

All options issued in 2022 (211,524,167) were either escrowed for 12 or 24 months or had a vesting period of 6 or 12 months which meant that none of the options on issue were exercisable at the end of December 2022. Refer section 5.4 Reserves for value of options issued.

During 2022 various unlisted options were issued as part of the re-compliance relisting as follows:

Description	Exercise price	Term	Expiry date	Number issued
Placement Options[2]	$0.03	3 years from listing	5 October 2025	5,774,167
Convertible Notes - Tranche 1[1]	$0.03	3 years from listing	5 October 2025	11,500,000
Convertible Notes - Tranche 2	$0.03	3 years from listing	5 October 2025	25,000,000
Vendor Options[3]	$0.03	3 years from listing	5 October 2025	26,250,000
Options offered via Prospectus[4]	$0.03	3 years from listing	5 October 2025	100,000,000
Lead Manager Options[5]	$0.03	3 years from listing	5 October 2025	12,500,000
Director Options[6]	$0.03	3 years from listing	5 October 2025	10,000,000
Director Options[6]	$0.04	4 years from listing	5 October 2026	10,000,000
KMP Options – Tranche 1[7]	$0.03	3 years from listing	5 October 2025	5,250,000
KMP Options – Tranche 2[7]	$0.04	4 years from listing	5 October 2026	5,250,000
				211,524,167

1. Tranche 1 options includes options issued in relation to shares issued for conversion of accrued interest;
2. Placement options issued as free attached securities based on a ratio of 1:1. The Options were issued after the Company's EGM on the post-consolidation number of options;
3. Vendor options issued as part of consideration for acquisition of tenements as part of re-compliance listing as follows:
   Beau Resources Pty Ltd – 21,250,000 options (Escrow period – 24 months from issue),
   Arabella Resources Pty Ltd – 5,000,000 options (Escrow period – 24 months from issue);
4. Prospectus dated 6 July 2022;
5. Lead Manager for the re-compliance capital raise was CPS Capital Group Pty Ltd. Options were part of the fee paid to the Lead Manager;
6. Director Options issued to Directors as follows:

Director Name	Exercise Price – 3 cents, Term – 3 years	Exercise Price – 4 cents, Term – 4 years
John Hannaford	2,500,000	2,500,000
David Izzard	2,500,000	2,500,000
Lachlan Reynolds	2,500,000	2,500,000
Simon Adams	2,500,000	2,500,000
	10,000,000	10,000,000

7. KMP Options were issued with vesting conditions of 6 months continuous employment for Tranche 1 and 12 months of continuous employment for Tranche 2.

The weighted average exercise price for all of the unutilised options that are exercisable at the end of the period is $0.044 and the weighted average remaining life of the options is 24 months.

5.3.4. Performance rights

	2023 Number	2022 Number
Outstanding at 1 January	2,500,000	-
Issued during the period	50,000,000	2,500,000
Outstanding at the end of the period	52,500,000	2,500,000

In 2022, Performance rights were issued to Michael Walshe with a vesting condition that the rights are triggered if the Company's market capitalisation exceeds $25 million for a period of at least 5 consecutive trading days on ASX with a 3 year expiry. Based on the annualised historical trading volatility of a basket of peer companies being 183%, it was assumed that there was a 100% probability that the vesting condition will be met. These performance rights vested in May 2023.

Refer section 5.4 Reserves for value of options issued.

The following performance rights were issued in 2023. An independent valuation was completed by Nexia Australia for the directors performance rights. M Walshe & C Sheriff 's Tranche A, B, C and D performance rights were calculated using the same methodology provided by Nexia. Tranche E and F were calculated based on 100% probability of vesting as outlined in the tables below.

Recipients	Tranche A	Tranche B	Tranche C	Tranche D	Tranche E	Tranche F	Total
J Hannaford	2,000,000	2,000,000	2,000,000	2,000,000	-	-	**8,000,000**
S Adams	1,250,000	1,250,000	1,250,000	1,250,000	-	-	**5,000,000**
D Izzard	875,000	875,000	875,000	875,000	-	-	**3,500,000**
L Reynolds	875,000	875,000	875,000	875,000	-	-	**3,500,000**
M Walshe	3,250,000	3,250,000	3,250,000	3,250,000	2,000,000	2,000,000	**17,000,000**
C Sheriff	2,250,000	2,250,000	2,250,000	2,250,000	2,000,000	2,000,000	**13,000,000**
Total	**10,500,000**	**10,500,000**	**10,500,000**	**10,500,000**	**4,000,000**	**4,000,000**	**50,000,000**

Key terms of Performance Rights are summarised as follows.

Performance Rights						
Tranche	**Tranche A**	**Tranche B**	**Tranche C**	**Tranche D**	**Tranche E**	**Tranche F**
Number of securities	10,500,000	10,500,000	10,500,000	10,500,000	4,000,000	4,000,000
Security Entitlement	One share	One share	One share	One share	One share	One share
Listed / Unlisted	Unlisted	Unlisted	Unlisted	Unlisted	Unlisted	Unlisted
Vesting Milestones	Share price being greater than $0.10 for more than five consecutive trading days	Share price being greater than $0.15 for more than five consecutive trading days	Upon achieving a JORC inferred resource of >10MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >25MT @> 700ppm, or JORC inferred hard rock hosted REE of >10MT @>0.6% TREO or commercial deal with NPV greater than $100m	Upon achieving a JORC inferred resource of >20MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >50MT @> 700ppm, or JORC inferred hard rock hosted REE of >20MT @>0.6% TREO or commercial deal with NPV greater than $200m	12 months employment from 1-Jun-23, expiry 3 Yrs date of issue	24 months employment from 1-Jun-23, expiry 3 Yrs date of issue
Grant Date	27/07/2023	27/07/2023	27/07/2023	27/07/2023	27/07/2023	27/07/2023
Vesting Date	-	-	-	-	1/06/2024	1/06/2025
Expiry Date	28/07/2025	28/07/2026	28/07/2028	28/07/2028	28/07/2026	28/07/2026
Exercise price	Nil	Nil	Nil	Nil	Nil	Nil

The values of all classes of Performance Rights are summarised below. For the purposes of financial reporting, the average of the low and high expected total value has been used.

Performance Rights								
Tranche	**Number of securities**	**Value per security ($)**	**Probability**		**Probability weighted number of securities expected to vest**		**Expected Total value ($)**	
			Low	**High**	**Low**	**High**	**Low**	**High**
Tranche A	10,500,000	0.0228	N/A	N/A	N/A	N/A	239,400	239,400
Tranche B	10,500,000	0.0237	N/A	N/A	N/A	N/A	248,850	248,850
Tranche C	10,500,000	0.034	15%	20%	1,575,000	2,100,000	53,550	71,400
Tranche D	10,500,000	0.034	5%	10%	525,000	1,050,000	17,850	35,700
Tranche E	4,000,000	0.034	100%	100%	4,000,000	4,000,000	136,000	136,000
Tranche F	4,000,000	0.034	100%	100%	4,000,000	4,000,000	136,000	136,000
Total					**10,100,000**	**11,150,000**	**831,650**	**867,350**

5.4. Reserves

During 2022, various securities were issued as part of the re-compliance listing, convertible note conversion and as part of executive remuneration. The options have been valued using a Black Scholes model and performance rights were valued based on the probability of the vesting condition being met.

5.4. Reserves (Cont.)

The Black Scholes valuation assumptions were as follows:

	Director Options	Director Options
Market price	2 cents	2 cents
Exercise price	3 cents	4 cents
Time to maturity	3 years	4 years
Annual risk free rate[1]	3.37%	3.37%
Annual volatility rate[2]	183%	206%
Option value	$0.0174	$0.0190

1. Annual risk free rate based on Commonwealth 10-year bond rate;
2. Annual volatility rate is based on comparison of a basket of peer companies trading history.

Based on the above valuation assumptions, the fair market value of options and performance rights accounted for in reserves in 2022 are as follows:

Description	Fair Market Value
Prospectus Options	$50,000
Vendor Options	$456,246
Lead Manager Options[5]	$217,260
Director Options	$363,454
KMP Options – Tranche 1	$47,427
KMP Options – Tranche 2	$25,606
KMP Performance Rights	$3,969
	$1,163,962

During 2023, performance rights were issued as part of executive remuneration. The details of options and performance rights issued are shown in sections 5.3.3 and 5.3.4.

The fair market value of options and performance rights accounted for in 2023 reserves are as follows:

Description	Fair Market Value
KMP Performance Rights – Vested May 2023	$46,031
KMP Options – Tranche 1	$43,895
KMP Options – Tranche 2	$73,821
Trance A Performance Rights	$49,875
Trance B Performance Rights	$34,563
Trance C Performance Rights	$5,206
Trance D Performance Rights	$2,231
Trance E Performance Rights	$68,000
Trance F Performance Rights	$30,909
Lead Manager Options	$70,000
	$424,531

	2023 $	2022 $
Balance at 1 January	1,163,962	389,925
Expired or lapsed during the period	-	(389,925)
Capital Raised from option offer	-	50,000
Share-based payments	354,531	440,456
Cost of capital	70,000	217,260
Asset acquisition	-	456,246
Balance at 31 December	1,588,493	1,163,962

5.5. Capital risk management

When managing capital, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders.

The Company is not subject to any externally imposed capital requirements.

5.6. Financial risk management

The Group's principal financial instruments comprise cash and short-term on-call deposits.

The main purpose of these financial instruments is to fund capital expenditure on the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. It is, and has been throughout the period under review, the Group's policy that no trading in financial instruments shall be undertaken. Being at an exploration stage, the Group has limited exposure to risks arising from its financial instruments.

Currently the Group does not have any exposure to commodity price risk or foreign currency risk. As the Group moves into development and production phases, exposure to commodity price risk, foreign currency risk and credit risk are expected to increase. The Board will set appropriate policies to manage these risks dependent on market conditions and requirements at that time.

5.6.1. Credit risk

Credit risk represents the loss that would be recognised if counterparties fail to perform as contracted. The Group's maximum exposure to credit risk at reporting date in relation to each class of financial asset is the carrying amount of those assets as indicated in the statement of financial position. The majority of cash and cash equivalents is held with one Australian Bank which has an AA- long-term credit rating from Standard and Poor's.

Wherever possible, the Group trades only with recognised, credit worthy third parties. There are no significant concentrations of credit risk within the Group. Since the Group trades only with recognised third parties, there is no requirement for collateral.

5.6.2. Liquidity risk

Liquidity risk is the risk that the Group does not have sufficient funds to pay its debts as and when they become due and payable. The Group currently does not have major funding in place. However, the Group continuously monitors forecast and actual cash flows and the maturity profiles of financial assets and financial liabilities to manage its liquidity risk.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans if and when required.

Cash at bank and on hand, as set out in Note 4.1, is available for use by the Group without restrictions.

Financial liabilities of the Group at 31 December 2023 are expected to be settled within 6 months of year-end.

5.6.3. Market risk

(A) Price risk

The group is not exposed to equity securities price risk. The group is not exposed to commodity price risk. The sensitivity of movements in the price has not been disclosed as it is not material to the Group.

(B) Foreign currency risk

As at 31 December 2023, the Group has limited exposure to foreign currency balances and therefore is not exposed to currency risk in any material way.

(C) Interest rate risk

The following tables summarise the sensitivity of the Group's financial assets and liabilities to interest rate risk. Had the relevant variables, as illustrated in the tables, moved, with all other variables held constant, post-tax loss and equity would have been affected as shown. The analysis represents management's judgement of a reasonably possible movement.

31 December 2023	Carrying Amount $	Interest Rate Risk -1%		Interest Rate Risk +1%	
		Net Loss $	Equity $	Net Gain $	Equity $
Cash and cash equivalents	6,015,570	(60,156)	60,156	60,156	(60,156)
Other current assets	203,893	(2,039)	2,039	2,039	(2,039)

5.6.3. Market risk (Cont.)

Some of the Group's financial liabilities are interest bearing. Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

31 December 2023	Carrying Amount $	Interest Rate Risk -1% Net Loss $	Interest Rate Risk -1% Equity $	Interest Rate Risk +1% Net Gain $	Interest Rate Risk +1% Equity $
Current liabilities	(206,604)	2,066	(2,066)	(2,066)	2,066

6. Group Structure

6.1. Basis of consolidation

6.1.1. Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Investments in subsidiaries are carried at their cost of acquisition in the Company's financial statements.

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1.4:

Name of entity	Country of incorporation	Equity holding %
Eon Cobalt, LLC	United States	100
Eon NRG Holdings, Inc.	United States	100
Gadolin Resources Pty Ltd (Previously Monomatapa Coal Pty Ltd)	Australia	100
Monomatapa Sands Pty Ltd	Australia	100

6.1.2. Transactions eliminated on consolidation

Intragroup balances, and any unrealised gains and losses or income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements.

6.2. Parent Entity Information

The following information relates to the parent entity, Voltaic Strategic Resources Limited. The information presented has been prepared using accounting policies that are consistent with those presented in the Notes to the Financial Statements.

	2023 $	2022 $
Current Assets	5,574,960	2,597,414
Non-current Assets	4,509,882	2,960,570
Total Assets	10,084,842	5,557,984
Current Liabilities	(186,853)	(237,447)
Non-current Liabilities	-	-
Total Liabilities	(186,853)	(237,447)
Net Assets	9,897,989	5,320,537
Equity		
Issued Capital	40,922,623	34,225,673
Reserves	1,588,493	1,163,962
Accumulated Losses	(32,613,127)	(30,069,098)
Total Equity	9,897,989	5,320,537

6.2. Parent Entity Information (Cont.)

	2023 $	2022 $
Loss for the period	1,730,015	2,588,698
Other comprehensive income / (loss) for the period	-	-
Total comprehensive income / (loss) for the period	1,730,015	2,588,698

Voltaic Strategic Resources Limited has not issued any guarantees on behalf of subsidiaries.

7. Related Parties

7.1. Related Parties

Details relating to key management personnel, including remuneration paid, are included in the audited remuneration report section of the directors' report. The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	2023 $	2022 $
Short term employee benefits	635,778	399,275
Post-employment benefits	43,845	33,673
Share based payments	223,729	402,203
Total compensation	903,352	835,151

7.2. Transactions with Other Related Parties

During 2022, Shares were issued to current and former directors to satisfy Deeds of Settlement which had been entered into as follows:

Director	Settlement amount	No of Ordinary shares issued
John Whisler	$80,013	4,000,650
Simon Adams	$61,282	3,064,100
Matthew McCann	$35,399	1,769,950
Gerard McGann	$23,306	1,165,300
	$200,000	10,000,000

The issue of these shares was approved by shareholders at a general meeting held in 13 July 2022.

In 2022, the Company paid cash of $20,000 to Arabella Resources Pty Ltd as an exclusivity/option fee to acquire tenements. Following shareholder approval, the Company issued shares to the value of $100,000 at a price of $0.02 (5,000,000 ordinary shares) with a free attaching 1:1 option also issued. Mr John Hannaford and Mr David Izzard are directors and shareholders of Arabella Resources Pty Ltd. Details of the acquisition of these tenements by the Company was assessed in an independent Geologist Report which was included in the prospectus dated 6 July 2022.

During 2023, The Company paid cash of $20,000 (plus GST) to Arabella Resources Pty Ltd as an exclusivity/option fee to acquire tenements. Mr John Hannaford and Mr David Izzard are directors and shareholders of Arabella Resources Pty Ltd. This option fee was written off as at 31st December 2023 as the board decided not to proceed with the purchase of these tenements.

Mr John Hannaford and Mr David Izzard are directors and shareholders of Rockford Partners Pty Ltd. During 2023, fees totalling $100,611 (plus GST) were paid to Rockford Partners for the corporate and administration services of their employees and for office space and facilities.

Consulting fees of $15,900 (plus GST) was charged by Riverview Corporation, an entity controlled by John Hannaford, as consulting fees for advisory services provided during the year.

There are no other transactions with related parties.

7.3. Related Party Loans

During the 2022 financial period, loans received from and repaid to KMP's were as follows:

KMP	J Hannaford	D Izzard	S Adams	TOTAL
Balance as at 31 December 2021	**(27,500)**	**-**	**(11,000)**	**(38,500)**
Amounts loaned to Company in 2022	(85,250)[1]	(78,250)[1]	(5,500)	(169,000)
Amounts repaid by Company in 2022	112,750	78,250	16,500	207,500
Balance as at 31 December 2022	**-**	**-**	**-**	**-**

1. Loans provided by Hannaford and Izzard includes $96,500 loaned to the Company by Rockford Partners Pty Ltd, an entity that Hannaford and Izzard are both directors and shareholders of. The loans from Rockford Partners Pty Ltd and repayment of the same are accounted for based on a 50/50 split in this table.

Loans provided by directors were unsecured and interest free.

There were no related party loans during the 2023 financial period.

7.4. Share Based Payments

Issue of employee shares to past employees:

In 2022, Shares to the value of $13,239 were issued at a price of $0.02 each to former employees for remuneration that was due under their employment contracts. The fair value of these shares is recognised as a share passed payment in 2022.

Issue of shares to acquire Gadolin Resources Pty Ltd (formally Monomatapa Coal Pty Ltd):

In 2022, shares to the value of $625,000 were issued to shareholders of Gadolin Resources Pty Ltd (GRPL) as consideration for the acquisition of the company. At the time of acquisition, GRPL's only asset was cash and receivables. Details of the fair value of identifiable assets acquired, purchase consideration paid and goodwill are as follows:

Book Value:	Cash at bank	$620,842
	Receivables	$704
		$621,546
Consideration Paid:	31,250,000 shares at $0.02	$625,000
Goodwill		$3,454

The fair value of the shares issued to acquire GRPL is recognised as an asset acquisition and recorded as an investment in the balance sheet.

Issue of shares as consideration for the acquisition of exploration assets:

As part of the re-compliance relisting in 2022, the Company acquired various tenements from vendors with the consideration being by way of shares and options. Details of the securities issued as consideration and their fair value are as follows:

Vendor	Tenements acquired	Shares issued	Options issued	Fair value
Beau Resources Pty Ltd	E09/2663; E09/2669; E09/3303; E08/3420; E09/2503; E09/2522; E09/2470	42,500,000	21,250,000	$1,219,342
Nuclear Energy Pty Ltd	E09/2414	5,000,000	-	$100,000
Arabella Resources Pty Ltd	E51/2057; E51/2022	5,000,000	5,000,000	$186,904
Jindalee Resources Ltd	E51/1909; E51/1946; P51/3145; P51/3146; P51/3147	7,500,000	-	$150,000
		60,000,000	60,000,000	$1,656,246

The fair value of the shares and options issued as consideration was recorded as an exploration asset.

VOLTAIC
STRATEGIC RESOURCES

7.4. Share Based Payments (Cont)

Issue of options to Directors:

Options were issued to directors as part of the re-compliance listing. The issue of these shares was approved by shareholders at the general meeting held in July 2022. Option terms and allocation was as follows:

Director	Exercise price – $0.03 Expiry term – 3 years (Escrow 24 months)	Exercise price – $0.04 Expiry term – 4 years (Escrow 24 months)
John Hannaford	2,500,000	2,500,000
David Izzard	2,500,000	2,500,000
Lachlan Reynolds	2,500,000	2,500,000
Simon Adams	2,500,000	2,500,000
	10,000,000	10,000,000

Issue of management incentive options and performance rights:

Incentive options and performance rights were issued to management at the time of relisting in 2022 as follows:

Beneficiary	Option Exercise price – $0.03 Expiry term – 3 years (Escrow 24 months)	Option Exercise price – $0.04 Expiry term – 4 years (Escrow 24 months)	Performance Right Vesting Condition – Market Cap $25 million for 5 consecutive ASX trading days
Michael Walshe - KMP	2,500,000	2,500,000	2,500,000
Other managers – Non KMP	2,750,000	2,750,000	-
	5,250,000	5,250,000	2,500,000

Performance rights were issued is 2023 as follows:

Recipients	Tranche A	Tranche B	Tranche C	Tranche D	Tranche E	Tranche F	Total
J Hannaford	2,000,000	2,000,000	2,000,000	2,000,000	-	-	**8,000,000**
S Adams	1,250,000	1,250,000	1,250,000	1,250,000	-	-	**5,000,000**
D Izzard	875,000	875,000	875,000	875,000	-	-	**3,500,000**
L Reynolds	875,000	875,000	875,000	875,000	-	-	**3,500,000**
M Walshe	3,250,000	3,250,000	3,250,000	3,250,000	2,000,000	2,000,000	**17,000,000**
C Sheriff	2,250,000	2,250,000	2,250,000	2,250,000	2,000,000	2,000,000	**13,000,000**
Total	**10,500,000**	**10,500,000**	**10,500,000**	**10,500,000**	**4,000,000**	**4,000,000**	**50,000,000**

Refer to 5.3.4 Performance Rights for valuations.

Issue of Lead Manager shares and options:

During 2022, 12,500,000 shares at a price of $0.02 per share plus 12,500,000 options exercisable at $0.03 cents each with an expiry date 3 years after relisting date were issued to the Lead Manager, CPS, as part of their fee for managing the re-compliance capital raising.

During 2023, 10,000,000 listed options exercisable at $0.08 cents each with an expiry date of 30th June 2026 were issued to the Lead Manager, RM Corporate Finance, as part of their fee for managing the capital raising.

7.5. Employee Incentive Plan

There is an Executive Securities Investment Program (ESIP) in place as at the date of this report. This was approved by shareholders at a general meeting held on 13 July 2022.

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options and performance rights granted as consideration for services provided to the Company during the period:

7.5. Employee Incentive Plan (Cont.)

	2023 Number	2023 WAEP	2022 Number	2022 WAEP
Outstanding at the beginning of the period	30,500,000		-	
Granted during the period	-	-	30,500,000	$0.035
Expired or lapsed during the period	-	-	-	
Outstanding at the end of the period	30,500,000	$0.035	30,500,000	$0.035
Exercisable at the end of the period	10,500,000	$0.035	-	-

Weighted average remaining contractual life of options at 31 December 2023: 28 months (2022: 39 months)

7.6. Option pricing model

Options granted during 2022 were valued using the Black-Scholes Option Valuation model, which takes account of factors including the option exercise price, the current level and volatility of the underlying share price, the risk-free interest rate, expected dividends on the underlying share, current market price of the underlying share and the expected life of the option.

Assumptions used for grants made during the period ended 31 December 2023.

Date of issue	**5/10/2022**	**5/10/2022**	**5/10/2022**	**5/10/2022**
Type of securities	**Options**	**Options**	**Options**	**Options**
Number of securities	5,250,000	5,250,000	10,000,000	10,000,000
Dividend yield (%)	-	-	-	-
Expected volatility (%)	183%	206%	183%	206%
Risk free interest rate (%)	3.74%	3.74%	3.74%	3.74%
Expected life of the option (months)	36	48	36	48
Option exercise price ($)	$0.030	$0.30	$0.030	$0.30
Share price at grant date ($)	$0.020	$0.20	$0.020	$0.20
Vesting Date	5/4/2023	5/10/2023	On Issue	On Issue
Fair value per option ($)	0.0174	0.0190	0.0174	0.0190
Total value at grant date ($)	**$91,322**	**$99,428**	**$173,808**	**$189,646**
Total value included as Share-based payments 2022	**$47,427**	**$25,606**	**$173,808**	**$189,646**
Total value included as Share-based payments 2023	**$43,895**	**$73,822**	**-**	**-**
Related party issues				
John Hannaford	-	-	2,500,000	2,500,000
David Izzard	-	-	2,500,000	2,500,000
Lachlan Reynolds	-	-	2,500,000	2,500,000
Simon Adams	-	-	2,500,000	2,500,000
Michael Walshe	2,500,000	2,500,000	-	-
Non-related party issue	2,750,000	2,750,000	-	-
	5,250,000	5,250,000	10,000,000	10,000,000

The dividend yield reflects the assumption that the current dividend payout will remain unchanged. The expected life of the options is based on historical data and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome.

7.7. Shares

Market Open were issued 869,565 shares on the 6th February 2023 for IR services carried out equivalent to $20,000.

No shares were issued to suppliers in exchange for services in the period ended 31 December 2022.

7.8. Recognised share-based payment expense in profit and loss

	2023 $	2022 $
Expense from issue of securities to prior employees	-	13,239
Expense from issue of equity remuneration to directors and employees	354,532	440,453
Total share-based payments expensed in profit or loss	354,532	453,692

8. Other

8.1. Events occurring after the reporting period

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

Voltaic entered into an Earn-in and Joint Venture Agreement with Delta Lithium Ltd ''DLI" on 11th March 2024. This agreement is in relation to the Company's Ti-Tree tenements in the Gascoyne. A summary of the terms of the agreement are as follows:

Stage 1

- DLI to **pay VSR $1.25M cash upon execution** of the Binding Agreement (**Initial Cash Payment**).
- Subject to paying VSR the Initial Cash Payment, DLI can earn a 51% interest in the Project by **spending $3M of exploration expenditure** on the Project over the initial 2 years from execution of the Binding Agreement (**Stage 1 Earn-in Phase**) (**Stage 1 Expenditure Requirement**).
- DLI to manage the Project, in consultation with VSR.
- DLI may withdraw from the Project at any time during the Stage 1 Earn-in Phase with 0% interest in the Project, however DLI must incur a minimum exploration expenditure on the Project of $1M before withdrawing from Stage 1.
- Upon satisfying the Initial Cash Payment and Stage 1 Expenditure Requirement, DLI to pay **$500,000** in cash to VSR or, at DLI's election, issue to VSR (or its nominee) the number of fully paid ordinary shares in the capital of DLI (**DLI Shares**) that (in aggregate) have a value of $500,000 based on an volume weighted average price of no less than 10 consecutive trading days.
- **Stage 2**
- DLI can earn a further 29% in the Project (for an aggregate interest of 80%) upon further **spend of $6.25M** of exploration expenditure on the Project over the next 2 years or delivery of a Mineral Resource Estimate for the Project >10Mt@0.8% Li_2O (at 0.5% cutoff) within the same period (**Stage 2 Requirement**).
- On completion of Stage 2, VSR can elect to either maintain its 20% interest in the Project by co-contributing; dilute its 20% interest; or divest its 20% interest to DLI for a fair market value (as agreed between the parties or otherwise determined by an independent expert).
- If VSR dilutes to <5% interest in the Project, DLI will have the option to purchase VSR's interest at fair market value (as agreed between the parties or otherwise determined by an independent expert).
- Upon satisfying the Stage 2 Requirement, DLI to pay **$1,000,000** in cash to VSR or, at DLI's election, issue to VSR (or its nominee) the number of DLI Shares that (in aggregate) have a value of $1,000,000.

Voltaic received the initial cash payment of $1.25M (plus GST) on the 13th March 2024.

8.2. Commitments

The Company has certain obligations to perform minimum exploration work on the tenements in which it has an interest. These obligations vary from time to time depending on when ungranted tenements are granted or new tenements are pegged and granted. The aggregate of the prescribed expenditure conditions applicable to the granted tenements for the next twelve months amounts to $643,600 based on tenements that are currently granted.

1 Year or less	1 – 5 years	Greater than 5 years
$643,600	-	-

8.3. Contingent assets and liabilities

The Group had no contingent assets or liabilities as at 31 December 2023.

8.4. Remuneration of Auditors

	2023 $	2022 $
Amount received or due and receivable by the auditor for:		
Auditing the financial statements, including audit review - current period audits	28,163	51,431
Non-Audit services	-	15,000
Total remuneration of auditors	28,163	66,431

8.5. New and revised accounting standards

Adoption of new and revised accounting standards

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

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

Standards issued but not yet effective

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the group for the annual reporting period ending 31st December 2023.

The Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Group and, therefore, no material change is necessary to Group accounting policies.

Directors Declaration

In accordance with a resolution of the directors of Voltaic Strategic Resources Limited, I state that:

(1) In the opinion of the directors:

(a) the financial statements, notes and the additional disclosures included in the directors' report designated as audited, of the Group are in accordance with the *Corporations Act 2001* including:

(i) giving a true and fair view of the Group's financial position as at 31 December 2023 and of its performance for the period ended on that date; and

(ii) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements, and

(b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

(2) The Company has included in the notes to the financial statements an explicit and unreserved statement of compliance with International Financial Reporting Standards.

(3) This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the *Corporations Act 2001* for the period ended 31 December 2023.

On behalf of the Board.

John Hannaford
Director
27 March 2024

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF VOLTAIC STRATEGIC RESOURCES LTD

Report on the financial report

Opinion

We have audited the financial report of Voltaic Strategic Resources Ltd ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2023 the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the Corporations Act 2001, including:

i) giving a true and fair view of the Group's financial position as at 31 December 2023 and of its financial performance for the year then ended; and

ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for opinion

We have conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those Standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our ethical requirements in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the current period.

These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

<table>
<tr><th>Key Audit Matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>

Capitalised mineral exploration expenditure
(*refer note 2.1)*

The Group operates as an exploration entity and as such its primary activities entail expenditure focussed on the exploration for and evaluation of economically viable mineral deposits. These activities currently relate to several project areas in the Gascoyne and Meekatharra regions of Western Australia.

All exploration and evaluation expenditure incurred has been capitalised and recognised as an asset in the Statement of Financial Position. The closing value of this asset is $4,264,698 as at 31 December 2023.

The carrying value of capitalised mineral exploration assets is subjective and is based on the Group's intention and ability to continue to explore the asset. The carrying value may also be affected by the results of ongoing exploration activity indicating that the mineral reserves and resources may not be commercially viable for extraction. This creates a risk that the asset value included within the financial statements may not be recoverable.

</td><td>

Our audit procedures included:

- ensuring the Group's continued right to explore for minerals in the relevant exploration areas including assessing documentation such as exploration and mining licences;
- enquiring of management and the directors as to the Group's intentions and strategies for future exploration activity and reviewing budgets and cash flow forecasts;
- assessing the results of recent exploration activity to determine whether there are any indicators suggesting a potential impairment of the carrying value of the asset;
- assessing the Group's ability to finance the planned exploration and evaluation activity; and
- assessing the adequacy of the disclosures made by the Group in the financial report.

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Accounting for share based payments
(refer notes 5 and 7.4)

During the year to 31 December 2023 the company made several share based payments with a total value of $940,000.

Share based payments are considered to be a key audit matter due to the complexities involved in the recognition and measurement of these instruments and the judgements involved in determining the inputs used in the valuations.

Management have used an both external party and various valuation methodologies internally to determine the fair value of options and performance rights granted. These valuation methodologies involve significant levels of estimation and judgement.

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Our audit procedures included:

- analysing agreements to identify the key terms and conditions of share based payments and their treatment in accordance with AASB 2;
- evaluating the valuation methodologies applied and assessing the inputs and assumptions used;
- assessing the expenses recognised during the year in accordance with the vesting conditions; and
- assessing the adequacy of the disclosures included in the financial statements.

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Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 31 December 2023, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon. In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' responsibilities for the financial report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with the Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significant in the audit of the financial report for the current period and are therefore key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh public interest benefits of such communication.

Report on the remuneration report

Opinion

We have audited the remuneration report included on pages 27 to 33 of the directors' report for the year ended 31 December 2023.

In our opinion the remuneration report of Voltaic Strategic Resources Ltd for the year complies with section 300A of the Corporations Act 2001.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the Corporations Act 2001.

Our responsibility is to express an opinion on the remuneration report based on our audit conducted in accordance with Australian Auditing Standards.

DRY KIRKNESS (AUDIT) PTY LTD

LUCY P GARDNER
Director

Perth
Date: 27 March 2024

VOLTAIC STRATEGIC RESOURCES

Additional Shareholder Information – as at 31 December 2023

1. **TWENTY LARGEST SHAREHOLDERS**

The names of the twenty largest holders of each class of listed securities as at 22 March 2024 are listed below:

ORDINARY SHARES

Rank	Holder Name	Securities	%
1	BEAU RESOURCES PTY LTD	42,500,000	7.52%
2	7 ENTERPRISES PTY LTD	24,150,000	4.27%
3	XQUISITE GROUP PTY LTD	24,000,000	4.25%
4	CITICORP NOMINEES PTY LIMITED	10,314,279	1.83%
5	BOWMAN GATE PTY LTD	8,200,000	1.45%
6	CELTIC CAPITAL PTY LTD	8,050,000	1.42%
6	MR GUANGHUI CAO	8,000,000	1.42%
7	MS CHUNYAN NIU	7,700,000	1.36%
8	JINDALEE LITHIUM LIMITED	7,500,000	1.33%
9	MARFORD GROUP PTY LTD	7,120,000	1.26%
10	SATINKA CONSULTING PTY LTD	6,563,697	1.16%
11	AJAVA HOLDINGS PTY LTD	6,270,215	1.11%
12	MISS YI GU	6,110,000	1.08%
13	BNP PARIBAS NOMINEES PTY LTD	5,749,823	1.02%
14	SHARESIES AUSTRALIA NOMINEE PTY LIMITED	5,610,060	0.99%
15	NUCLEAR ENERGY PTY LTD	5,000,000	0.88%
16	ARABELLA RESOURCES PTY LTD	5,000,000	0.88%
17	MR ANDREW RICHARD JACKSON BALL	4,677,392	0.83%
18	MR SHAWN DSOUZA	4,580,513	0.81%
19	MR JOHN WHISLER	4,000,650	0.71%
20	RIVERVIEW CORPORATION PTY LTD	3,625,000	0.64%
	Top 20 Total	**204,721,629**	**36.23%**
	Total Remaining Holder Balance	360,328,585	63.77%
	Total Shares on Issue	**565,050,214**	**100.00%**

LISTED OPTIONS EXCERCISABLE AT 8 CENTS, EXPIRY DATE 30 JUNE 2026

Rank	Holder Name	Securities	%
1	7 ENTERPRISES PTY LTD	25,150,000	30.67%
2	MR BIN LIU	5,499,999	6.71%
3	MS CHUNYAN NIU	4,689,999	5.72%
4	SLADE PASCOE PTY LTD	4,500,000	5.49%
5	TREASURY SERVICES GROUP PTY LTD	4,170,132	5.09%
6	AJAVA HOLDINGS PTY LTD	3,839,999	4.68%
7	TREASURY SERVICES GROUP PTY LTD	3,329,868	4.06%
8	PALM BEACH NOMINEES PTY LIMITED	2,500,000	3.05%
8	MR CHRISTOPHER DAVID HOFFMANN	2,500,000	3.05%
9	7 ENTERPRISES PTY LTD	1,499,999	1.83%
10	ADEMSA PTY LTD	1,000,000	1.22%
10	FINEXIA SECURITIES LTD	1,000,000	1.22%
11	BIG BEAR NOMINEES PTY LTD	999,999	1.22%
11	GENEX RESOURCES PTY LTD	999,999	1.22%

Rank	Holder Name	Securities	%
12	708 CAPITAL PTY LTD	804,026	0.98%
13	STELLA EQUITY PTY LTD	749,999	0.91%
14	MR SREEDHARAN SANGARANARAYANASAMY	718,148	0.88%
15	KAUAI CAPITAL PTY LTD	649,999	0.79%
15	ZERRIN INVESTMENTS PTY LTD	649,999	0.79%
16	MR CHRISTOPHER MAIOLO	599,999	0.73%
17	WOODROFFE INVESTMENTS (VIC) PTY LTD	549,999	0.67%
18	QUEENCO INVESTMENTS PTY LTD	500,000	0.61%
19	SCHNITZEL SECURITIES PTY LTD	499,997	0.61%
20	MR PAUL GREGORY BROWN & MRS JESSICA ORIWIA BROWN	497,000	0.61%
	Top 20 Total	**67,899,160**	**82.80%**
	Total Remaining Holder Balance	14,100,765	17.20%
	Total Shares on Issue	**81,999,925**	**100.00%**

2. DISTRIBUTION OF EQUITY SECURITIES

Analysis of security by size holding based on holdings as at 22 March 2024 are as follows:

Ordinary Shares	No. of holders	Securities	%
above 0 up to and including 1,000	170	59,237	0.01%
above 1,000 up to and including 5,000	165	550,965	0.10%
above 5,000 up to and including 10,000	185	1,496,959	0.26%
above 10,000 up to and including 100,000	930	42,484,331	7.52%
above 100,000	674	520,458,722	92.11%
Totals	**2,124**	**565,050,214**	**100.00%**
Unmarketable parcels	883	8,983,368	1.59%

Listed Options	No. of holders	Securities	%
above 0 up to and including 1,000	3	3	-
above 1,000 up to and including 5,000	-	-	-
above 5,000 up to and including 10,000	-	-	-
above 10,000 up to and including 100,000	56	3,377,767	4.12%
above 100,000	68	78,622,155	95.88%
Totals	**127**	**81,999,925**	**100.00%**

3. SUBSTANTIAL SHAREHOLDERS

The names of substantial shareholders listed on the Company's register are:

Holder Name	No of Securities	%
BEAU RESOURCES PTY LTD	42,500,000	7.52%

4. **UNQUOTED SECURITIES**

Other securities issued by the Company but not quoted are as follows:

Security description	**Total Securities on issue**	**Total Holders**
Unlisted Options – Expiry 5/10/25, Exercise price $0.03	196,274,167	79
Unlisted Options – Expiry 5/10/26, Exercise price $0.04	15,250,000	9
Performance rights – CEO Vesting Condition – The Company to have a market capitalisation (number of fully paid ordinary shares x share price) of $25,000,000 for 5 consecutive days, Term – 3 years	2,500,000	1
Performance rights – Tranche A Vesting Condition - Share price being greater than $0.10 for more than five consecutive trading days	10,500,000	6
Performance rights – Tranche B Vesting Condition - Share price being greater than $0.15 for more than five consecutive trading days	10,500,000	6
Performance rights – Tranche C Vesting Condition - Upon achieving a JORC inferred resource of >10MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >25MT @> 700ppm, or JORC inferred hard rock hosted REE of >10MT @>0.6% TREO or commercial deal with NPV greater than $100m	10,500,000	6
Performance rights – Tranche D Vesting Condition - Upon achieving a JORC inferred resource of >20MT @ >0.8% Li2) (or equivalent REE), or JORC inferred clay hosted REE of >50MT @> 700ppm, or JORC inferred hard rock hosted REE of >20MT @>0.6% TREO or commercial deal with NPV greater than $200m	10,500,000	6
Performance rights – Tranche E Vesting Condition - 12 months employment from 1-Jun-23, expiry 3 Yrs date of issue	4,000,000	2
Performance rights – Tranche F Vesting Condition - 24 months employment from 1-Jun-23, expiry 3 Yrs date of issue	4,000,000	2

5. **VOTING RIGHTS**

The voting rights of the ordinary shares are as follows:

Subject to any rights or restrictions for the time being attached to any shares or class of shares of the Company, each member of the Company is entitled to receive notice of, attend and vote at a general meeting. Resolutions of members will be decided by a show of hands unless a poll is demanded. On a show of hands each eligible voter present has one vote. However, where a person present at a general meeting represents personally or by proxy, attorney or representation more than one member, on a show of hands the person is entitled to one vote only despite the number of members the person represents.

On a poll each eligible member has one vote for each fully paid share held.

There are no voting rights attached to any of the options that the Company currently has on issue. Upon exercise of these options, the shares issued will have the same voting rights as existing ordinary shares.

6. **ON-MARKET BUY BACK**

There is currently no on-market buy-back program for any of Voltaic Strategic Resources Limited's listed securities.

7. **MINERAL RESOURCES**

The Company has not announced any mineral resources at any of its projects as at the date of this report.

VOLTAIC STRATEGIC RESOURCES

8. RESTRICTED SECURITIES

As at 31 December 2023, the restrictions on the Company's issued securities are as follows:

Security Type	Terms	Escrow Period	Quantity	Escrow completion date
Shares	Ordinary Fully Paid	24 Months	81,946,323	5 October 2024
Options	Exercise price $0.03, Expiry 5/10/25	24 months	94,899,862	5 October 2024
Options	Exercise price $0.04, Expiry 5/10/26	24 months	10,000,000	5 October 2024

9. TENEMENT LSIT

Refer tenement schedule in Review of Operations (Page 21)

10. USE OF FUNDS

A summary of the Company's expenditure for the period ending 31 December 2023 compared with its Use of Funds statement in the Re-compliance Prospectus dated 6 July 2022 is shown as follows:

Use of Funds Description	Note	Use of Funds (Sec 4.11 of Prospectus) (A$'000)	Year Ending 31 Dec 2022 [(a)] (A$'000)	Year Ending 31 Dec 2023 [(a)] (A$'000)	Total Funds Used to 31/12/23 (A$'000)
Payment of Outstanding related creditors	1	98	194	-	194
Payment of outstanding third party, unrelated creditors	2	50	139	-	139
Payment to Vendors (cash)		65	65	-	65
Payment of accrued fees to Directors		182	182	-	182
Payment of accrued fees to Rockford under the Rockford Mandate		240	240	-	240
Repayment of Director Loans	3	167	208	-	208
Exploration of Granted tenure		2,895	151	1,909	2,060
Director Fees Post re-compliance		360	45	309	354
General admission fees and working capital		1,059	423	1,596	2,019
Other		-	-	(50)	(50)
Estimated expenses of the Offers	4	674	630	25	655
		5,790	**2,277**	**3,789**	**6,066**

Notes:

(a) Actual expenditure in table above is shown net of GST (on the basis that the GST will be recovered as an input credit) which is how the Use of Funds was presented in the Prospectus.

1. Payment of related party creditors as stated in Prospectus ($98k) includes fees outstanding to Bowman Gate Pty Ltd and Rockford Partners Pty Ltd as at 30 June 2022 (Prospectus dated 6 July 2022). Subsequent to lodgement of the Prospectus and up to the point of re-listing, an additional $96k of services were provided to Voltaic by Rockford Partners including the cost of the CEO, Michael Walshe, and other administration and corporate services including office rent.
2. Payment of unrelated creditor amounts as stated in the Prospectus ($50k) related to outstanding creditor balance as at 30 June 2022. After the Prospectus was lodged and up to the re-listing date, the Company incurred an additional $89k of unrelated creditors which were paid out from proceeds of the capital raise at the time of re-listing.
3. Subsequent to lodgement of the Prospectus, Voltaic borrowed an additional $48k from related parties to pay for time critical ASX re-compliance application fees and other costs. These additional funds were provided as an unsecured, interest-free loan as per other loans from related parties (refer Section 12.6 of Prospectus).
4. Final legal cost of $28k was paid in Q1-23 bringing total expenses of the Offers to $658k.