IRIS METALS

IRIS Metals Limited

ABN 61 646 787 135

Annual Report - 31 March 2026

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of IRIS Metals Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 31 March 2026.

Directors
The following persons were directors of IRIS Metals Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Chris Evans	Non-Executive Director (appointed 1 December 2025) and transitioned to Non-Executive Chairman on 4 March 2026
Peter Marks	Transitioned from Executive Chairman to Non-Executive Director on 4 March 2026
Anthony Collins	Non-Executive Director
Tal Paneth	Non-Executive Director (resigned 4 March 2026)
Kevin Smith	Non-Executive Director (passed away 22 March 2026)

Principal activities
The principal activities during the year of the consolidated entity were the exploration and evaluation of mining and exploration tenements that comprise the South Dakota, Finley Basin and Leonora projects respectively.

Review of operations
The loss for the consolidated entity after providing for income tax amounted to $22,284,951 (31 March 2025: $5,615,622). The increase in losses from the prior year ($16,669,329 increase) was mainly due to increases in impairment of assets and corporate and administrative expenditures.

The non-cash impairment expense of $13,999,583 was mainly due to write-down in the carrying value of the Company's exploration and evaluation assets including Edison $4,888,467, Tin Mountain $4,730,747 and BLM claims $4,237,773. Following a strategic review of the Company's portfolio, management has concluded that the Tin Mountain and Edison projects do not demonstrate economic viability under prevailing market conditions. Consequently, the Company has no further exploration or evaluation activities planned for both these assets moving forward. In addition, the Company reduced its Bureau of Land Management (BLM) claims in South Dakota. Management concluded that a number of claims should not be renewed in order to reduce holding costs as these assets were not considered economically viable due to geology, access issues, and/or did not align with the Company's social licence to operate within the Black Hills area of South Dakota.

Corporate and administrative costs of $7,624,210 were $3,110,733 higher than 2025. This was mainly due to higher non-cash share-based payments made to directors and employees ($3,314,852 in 2026 versus $164,827 in 2025). The large year-on-year increase is primarily driven by the issuance of options and performance rights to directors and employees made during 2026 (see note 23 for details) and reversal of share-based payments in 2025 due to the cancellation of unlisted securities in FY25 following a director's resignation in 2024.

The consolidated entity is a resources and exploration Company with highly prospective projects located in South Dakota, Montana and Western Australia. Since the commencement of the new financial year in April 2025, the Company has progressed its corporate and exploration and related activities on a number of fronts. Highlights for the period include:

Acquisition of Extension to Tin Mountain BLM claims
On 1 July 2025, the Company announced the acquisition of a further 752-hectares adjacent to the Tin Mountain property, increasing the Tin Mountain Project footprint and enhancing exploration potential in the Black Hills of South Dakota, USA. This acquisition strengthened the Company's position as a dominant lithium regional explorer in the U.S. (Note that these claims have been recorded under BLM Projects in note 9).

Capital raising
On 31 July 2025, the Company raised $3,766,507 via the issue of 44,311,845 fully paid ordinary shares at $0.085 per share. Following shareholder approval on 7 November 2025, a further $500,000 was raised through the issue of 5,882,352 fully paid ordinary shares at the same issue price to director Anthony Collins. These funds were used to further advance its lithium exploration and development programs located in the Black Hills of South Dakota, USA.

On 3 February 2026, the Company raised a further $5,400,000 via the issue of 32,727,276 fully paid shares at $0.165 per share. Following shareholder approval on 26 March 2026, a further $100,000 was raised via the issue of 606,060 ordinary shares at the same issue price to directors Peter Marks and Chris Evans. The Company will use these funds to further advance its lithium exploration and development programs located in the Black Hills of South Dakota, USA and fund its exploration and development program at the Finley Basin Tungsten Project (Farm-in agreement) in Montana, USA.

Divestment of Kookynie Gold Project
On 28 August 2025, the Company announced its divestment of the Kookynie Gold Project to Arika Resources (ASX: ARI). While the divestment was announced in August, the ultimate settlement occurred in October. Consideration included $435,000 in cash payments and 15 million ARI shares. At the time of issue, these shares were worth $525,000. The divestment provided the Company with non-dilutive funding and equity exposure through ARI shares, enhancing value for shareholders.

Ingersoll Project Transaction
The Company announced on 10 September 2025 that it had entered into an agreement to acquire the rights to the Ingersoll Project private land and 87 federal mining claims from South Dakota Operations LLC and SDO RE LLC, subsidiaries of Rapid Critical Metals Limited (ASX: RCM). On 1 May 2026 the Company announced that it had determined that the acquisition of the Ingersoll Project would not complete (See notes 9 and 10). The Company had become aware of circumstances that prevent the transaction from being completed in its announced form. The Company is currently reviewing its position and assessing all options available to it in light of those circumstances. The Company will continue to update the market as decisions are made in accordance with its continuous disclosure obligations. The status of the 87 federal mining claims component of the transaction is unchanged from the announcement made on 1 May 2026.

Execution of Farm-In Agreement – Finley Basin Tungsten Project
On 10 March 2026, the Company announced that it has executed a definitive farm-in agreement with Finley Mining Inc. (Finley Mining) and its shareholders under which the Company would earn up to a 100% fully diluted shareholding in Finley Mining, the owner of the high-grade Finley Basin Tungsten Project ("Finley Basin Project") located in Granite County, Montana, USA.

This milestone follows the execution of a binding Heads of Agreement (HOA) in December 2025 which granted the Company the exclusive right to earn-in to Finley Mining as the holder of the Finley Basin Project. Finley Mining holds a portfolio of unpatented mining claims covering approximately 378 hectares in the Flint Creek Mountain Range, a region with a rich history of tungsten exploration and production dating back to the early 1900s. The transaction strategically diversifies the Company's critical minerals portfolio into tungsten, a vital metal essential for defence, aerospace, and advanced manufacturing.

Drilling and Exploration Campaign in South Dakota

Beecher Project
In the second quarter of calendar year 2025 the Company completed test mining and bulk sampling at Beecher advancing to near-term production. Approximately 40 tonnes of spodumene mineralised pegmatite were mined and crushed, with 15 tonnes packaged for laboratory testing and the remainder stockpiled as a Direct Shipping Ore (DSO) pile in the Longview pit. All materials mined were located within the initial Mineral Resource Estimate (MRE) for the Beecher Project.

Limited infill drilling was completed in June and July 2025 at the Beecher Project to support advancement of an expanded Mineral Resource Estimate (MRE) for the project in the first quarter of 2026.

During the last quarter of 2025 the Company reviewed assay data from 117 drill holes containing intercepts greater than 2 metres at ≥0.20% Rb_2O1 which placed the project amongst the highest-grade US rubidium occurrences.

The Company is pursuing further technical and commercial studies of the Beecher Project.

Edison Project
In the second quarter of 2025 the Company completed Phase I of its diamond drilling program at its Edison Project.

The phase 1 drill program comprised 15 diamond drill holes totalling 2,278m, utilizing HQ and PQ diamond core drilling from the surface.

Following analysis and interpretation of drilling data and assays the Company concluded that the project did not warrant further capital expenditure under prevailing market conditions. Consequently, the Company has no further exploration or evaluation activities planned for Edison and has impaired its carrying value to nil.

Tin Mountain Project
In the second and third quarters of 2025 the Company completed the Phase II diamond drilling project at its Tin Mountain Project. A total of 8 diamond drill holes, for a total of 747m, were completed during the Phase II drill program in 2025. This is in addition to the 23 diamond drill holes totalling 1,122m completed in late 2024.

Results from the Phase II drill program confirm that the pegmatite of the Tin Mountain Project in South Dakota's Black Hills hosts high-grade lithium mineralisation and a suite of critical minerals including beryllium, cesium, rubidium, and tantalum. The deposit features a shallow weathering profile, with promising untested extensions to the north and east, signalling additional resource potential.

Following analysis and interpretation of drilling data and assays the Company concluded that the project did not warrant further capital expenditure under prevailing market conditions. Consequently, the Company has no further exploration or evaluation activities planned for Tin Mountain and has impaired its carrying value to nil.

Board Changes
On 1 December 2025, the Company announced that Chris Evans joined the Board of IRIS Metals as Non-Executive Director. This appointment aims to strengthen the Company's Australian corporate, capital markets and investor relations capability and additionally it is envisaged that Mr Evans' cross-border expertise will support the Company's recently announced strategy to pursue a dual listing on a major US stock exchange.

On 4 March 2026, the Company announced that Chris Evans had transitioned from Non-Executive Director to Non-Executive Chairman. This transition leverages Chris Evans' extensive experience in the lithium and critical minerals sector, including his role as Managing Director of other ASX listed lithium focused companies. His cross-border expertise will be instrumental in guiding the Company through its next growth phase, including enhanced North American investor access and accelerated resource development. Peter Marks concurrently stepped down from the Chairman’s role and continues to contribute as a Non-Executive Director.

On 4 March 2026, the Company announced the resignation of Tal Paneth from his role as Non-Executive Director, effective immediately, as he pursued other commitments.

On 24 March 2026 the Company announced the sudden passing on 22 March 2026 of Non-Executive Director, Mr. Kevin Smith. Mr. Smith was a valued member of the Board who made a significant contribution to the Company through his insight and leadership. The Board, management and staff express their condolences to his family on his untimely passing.

Significant changes in the state of affairs
On 2 April 2025, the Company held an EGM. At this meeting the following were approved:

- The issue of 1,500,000 shares to Mr Kevin Smith, Director of the Company at a price of $0.25 per share, subsequently issued on 24 April 2025. This allocation formed part of the December 2024 capital raise but was subject to shareholder approval.
- The issue of 10,000,000 options to 5 point 8 Capital Pty Ltd. These options were granted as consideration for corporate advisory services provided in connection with capital raising activities undertaken during the year, subsequently issued on 24 April 2025.
- The issue of 1,500,000 unlisted performance rights to Mr Peter Marks, subsequently issued on 29 April 2025.
- The issue of 3,000,000 unlisted performance rights to Mr Kevin Smith, subsequently issued on 29 April 2025.
- The issue of 1,500,000 unlisted options to Mr Peter Marks, subsequently issued on 24 April 2025.

On 7 November 2025, the Company held another EGM. At this meeting the following were approved:

- The ratification of the issue of 44,311,845 Tranche 1 placement shares issued on 7 August 2025. Separately, the approval and issue and allotment of up to 22,155,923 Placement Options to those investors who participated in this placement was approved, subsequently issued on 14 November 2025.
- The issue and allotment of 5,882,352 Tranche 2 Placement Shares to Anthony Collins (Director of the Company). Separately, the approval and issue and allotment of up to 2,941,176 Placement Options to this Director, subsequently issued on 14 November 2025.
- The issue of 4,000,000 options to Lodge Corporate Pty Ltd. These options were granted as consideration for corporate advisory services provided in connection with capital raising activities undertaken during the year, subsequently issued on 14 November 2025.
- The issue of 10,000,000 options to 5 Point 8 Capital Pty Ltd. These options were granted as consideration for corporate advisory services provided in connection with capital raising activities undertaken during the year. Separately, the approval and issue and allotment of a further 3,000,000 zero exercise price options in connection with the above services, both subsequently issued on 14 November 2025.
- The issue and allotment of 10,683,756 Fully Paid Ordinary Shares to Rapid Critical Metals Limited as consideration for acquisition of the Ingersoll Property, subsequently issued on 14 November 2025 and 19 January 2026.
- The issue and allotment of 3,000,000 performance rights to Kevin Smith (Director of the Company), subsequently issued on 14 November 2025.
- The issue and allotment of 3,000,000 performance rights to Peter Marks (Director of the Company), subsequently issued on 14 November 2025.

Separately, the following securities were issued during the period:

- 1,500,000 zero exercise price options to management (Damien Henderson) on 29 April 2025.
- 1,500,000 zero exercise price options to management (Matthew Hartmann) on 29 April 2025.
- 2,000,000 fully vested options with exercise price of $0.40 and expiry 30 September 2027 to a consultant on 29 April 2025.
- The issue of 1,000,000 Fully Paid Ordinary Shares to a Director (Kevin Smith) and 500,000 shares to an employee on 7 August 2025 following the exercise of ZEPO's.
- 1,500,000 performance rights to a Director (Anthony Collins) on 5 September 2025.
- The issue of 7,455,912 Fully Paid Ordinary Shares on 5 September 2025 as part consideration for the acquisition of the Tin Mountain Extension Property.
- The issue of 5,750,000 options to consultants on 14 November 2025.
- The issue of 3,000,000 options to a US based employee and 2,000,000 options to a consultant on 21 November 2025.
- On 15 December 2025, 2,000,000 performance rights were issued to newly appointed Director Chris Evans.
- The issue of 500,000 Fully Paid Ordinary Shares to a Director (Kevin Smith) on 19 January 2026 following the exercise of ZEPO's.
- The issue of 1,500,000 options to consultants on 21 January 2026.
- On 10 February 2026, the Company issued 32,727,276 Fully Paid Ordinary Shares at $0.165 each as part of a placement. 18,363,638 attaching options were issued to participants. As part of this raise, the Company also issued 4,000,000 options to brokers for assistance with the raise.
- The issue of 500,000 Fully Paid Ordinary Shares to an employee on 20 February 2026 following the exercise of ZEPO's.
- The issue of 1,209,678 Fully Paid Ordinary Shares on 13 March 2026 as part consideration for the acquisition of the Finley Basin Tungsten Project.
- The issue of 1,000,000 Fully Paid Ordinary Shares to Directors (Peter Marks and Anthony Collins) and 500,000 Fully Paid Ordinary Shares to an employee on 13 March 2026 following the exercise of performance rights and ZEPO's.

Separately, the following securities lapsed during the period:

- 8,643,741 options and 1,400,000 performance rights on 14 June 2025.
- 1,400,000 performance rights on 30 June 2025.
- 17,600,000 options on 31 July 2025.
- 6,500,000 options on 31 December 2025.
- 500,000 options on 31 January 2026.

There were no other significant changes in the state of affairs of the consolidated entity during the financial year.

Matters subsequent to the end of the financial year
On 28 April 2026, the Company announced an updated JORC 2012-compliant Mineral Resource Estimate (MRE) of 3.03 million tonnes (Mt) at 1.00% Li_2O and 0.116% Rb_2O (Indicated & Inferred) at the Beecher Project ("Beecher") in the Black Hills of South Dakota, USA.

The Company announced on 10 September 2025 that it had entered into an agreement to acquire the rights to the Ingersoll Project private land and 87 federal mining claims from South Dakota Operations LLC and SDO RE LLC, subsidiaries of Rapid Critical Metals Limited (ASX: RCM). On 1 May 2026 the Company announced that it had determined that the acquisition of the Ingersoll Project would not complete (See notes 9 and 10). The Company had become aware of circumstances that prevent the transaction from being completed in its announced form. The Company is currently reviewing its position and assessing all options available to it in light of those circumstances. The Company will continue to update the market as decisions are made in accordance with its continuous disclosure obligations. The status of the 87 federal mining claims component of the transaction is unchanged from the announcement made on 1 May 2026.

No other matter or circumstance has arisen since 31 March 2026 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations
In the financial year to 31 March 2027, the consolidated entity primarily intends to focus on the exploration and development of its South Dakota Lithium and Rubidium project and Montana Tungsten project.

Following the Company's execution of a definitive farm-in agreement with Finley Mining Inc. (Finley Mining) and its shareholders, the Company has proposed an exploration drilling program including 16 holes and 7,000 metres, with the objective of recreating and expanding upon the historic mineral reserves work of previous owners. The Company is targeting drill rig mobilisation in the 3rd quarter of 2026.

Following release of the updated MRE at Beecher, the Company will continue to advance its lithium and rubidium projects in South Dakota including potential near-term DSO mining production in the Beecher Project.

Furthermore, the Company is reviewing its mineral asset portfolio and is evaluating potential opportunities to expand its US-focused critical minerals strategy.

Risks and uncertainties

The consolidated entity is subject to general risks as well as risks that are specific to the consolidated entity and the consolidated entity's business activities. The following is a list of risks which the Directors believe are or potentially will be material to the consolidated entity's business, however, this is not a complete list of all risks which the consolidated entity is or may be subject to.

Consolidated entity specific risks:

Tenure and renewal

Mining and exploration claims and licences are subject to periodic renewal. There is no guarantee that current or future claims or licences or future applications for production claims or licences will be approved. The mineral claims and licences are subject to the applicable mining acts and regulations in the United States, South Dakota, Montana and Western Australia. Renewal conditions may include increased expenditure and work commitments or compulsory relinquishment of areas of the claims and licences comprising the consolidated entity's Projects. The imposition of new conditions or the inability to meet those conditions may adversely affect the operations, financial position and/or performance of the consolidated entity.

Rights of Indigenous and First Nations Peoples

In relation to the claims which the consolidated entity has an interest in or will in the future acquire such an interest, there may be areas over which certain native title, heritage or cultural rights exist. If rights do exist, the ability of the consolidated entity to gain access to the claims (through obtaining consent of any relevant landowner) or to progress from the exploration phase to the development and mining phases of operations may be adversely affected.

It is noted that unpatented claims may be located in a part of South Dakota or Montana where Native Americans have historically lived and travelled. There are state and federal US laws that protect ancient artifacts and Native American remains. Discovery of such artifacts or remains triggers reporting requirements together with time for officials to assess, protect and remove such artifacts and remains. Care should be taken to comply with legal reporting and damage-avoidance obligations required by law. The National Historic Preservation Act also requires consultation with interested Native American Tribes be conducted by the BLM prior to approving any major federal action or authorisation. This may result in the BLM imposing certain monitoring and/or cultural resource mitigation within the Project areas.

The Directors will closely monitor the potential effect of native and heritage/cultural matters involving claims in which the consolidated entity has or may have an interest. Please refer to the Independent Technical Assessment Report in Annexure A for further details.

Climate risk

There are a number of climate-related factors that may affect the operations and proposed activities of the consolidated entity. The climate change risks particularly attributable to the consolidated entity include:

(a) the emergence of new or expanded regulations associated with the transitioning to a lower carbon economy and market changes related to climate change mitigation. The consolidated entity may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the consolidated entity and its profitability. While the Consolidated entity will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the Consolidated entity will not be impacted by these occurrences; and

(b) climate change may cause certain physical and environmental risks that cannot be predicted by the consolidated entity, including events such as increased severity of weather patterns and incidence of extreme weather events and longer-term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the consolidated entity operates.

Foreign jurisdiction risk – United States Government Regulation
The consolidated entity's operating activities will be subject to laws and regulations governing exploration of property, health and worker safety, employment standards, waste disposal, protection of the environment, land and water use, prospecting, taxes, labour standards, occupational health standards, toxic wastes, the protection of endangered and protected species and other matters. While the consolidated entity understands that it is in substantial compliance with all material current laws and regulations affecting its activities, future changes in applicable laws, regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms of existing permits and agreements applicable to the consolidated entity or its properties, which could have a material adverse impact on the consolidated entity's current operations or planned development projects.

Where required, obtaining necessary permits and licences can be a complex, time-consuming process and the consolidated entity cannot be sure whether any necessary permits will be obtainable on acceptable terms, in a timely manner or at all. The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could stop or materially delay or restrict the consolidated entity from proceeding with any future exploration or development of its properties. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in interruption or closure of exploration, development or other activities and could result in material fines, penalties or other liabilities. Adverse changes in US government policies or legislation may affect ownership of mineral interests, taxation, royalties, land access, labour relations, and mining and exploration activities of the consolidated entity. It is possible that the current system of exploration and mine permitting in the US may change, resulting in impairment of rights and possibly expropriation of the consolidated entity's properties without adequate compensation.

<u>Industry specific risks:</u>

Exploration costs
The exploration costs of the consolidated entity are based on certain assumptions with respect to the method and timing of exploration. By their nature, these estimates and assumptions are subject to significant uncertainty, and accordingly, the actual costs may materially differ from the estimates and assumptions. Accordingly, no assurance can be given that the cost estimates and the underlying assumptions will be realised in practice, which may materially and adversely impact the consolidated entity's viability.

Resource and reserves and exploration targets
The consolidated entity has identified a number of exploration targets based on geological interpretations and limited geophysical data, geochemical sampling and historical drilling. Insufficient data however, exists to provide certainty over the extent of the mineralisation. Whilst the consolidated entity intends to undertake additional exploratory work with the aim of defining a resource, no assurances can be given that additional exploration will result in the determination of a resource on any of the exploration targets identified. Even if a resource is identified no assurance can be provided that this can be economically extracted.

Reserve and resource estimates are expressions of judgement based on knowledge, experience and industry practice. Estimates which were valid when initially calculated may alter significantly when new information or techniques become available. In addition, by their very nature resource and reserve estimates are imprecise and depend to some extent on interpretations which may prove to be inaccurate.

Grant of future authorisations to explore and mine
If the consolidated entity discovers an economically viable mineral deposit that it then intends to develop, it will, among other things, require various approvals, licence and permits before it will be able to mine the deposit. There is no guarantee that the consolidated entity will be able to obtain all required approvals, licences and permits. To the extent that required authorisations are not obtained or are delayed, the consolidated entity's operational and financial performance may be materially adversely affected.

Mine development
Possible future development of mining operations at the Projects is dependent on a number of factors including, but not limited to, the acquisition and/or delineation of economically recoverable mineralisation, favourable geological conditions, receiving the necessary approvals from all relevant authorities and parties, seasonal weather patterns, unanticipated technical and operational difficulties encountered in extraction and production activities, mechanical failure of operating plant and equipment, shortages or increases in the price of consumables, spare parts and plant and equipment, cost overruns, access to the required level of funding and contracting risk from third parties providing essential services.

If the consolidated entity commences production on one of the Projects, its operations may be disrupted by a variety of risks and hazards which are beyond the control of the consolidated entity. No assurance can be given that the Consolidated entity will achieve commercial viability through the development of the Projects.

The risks associated with the development of a mine will be considered in full should the Projects reach that stage and will be managed with ongoing consideration of stakeholder interests.

Environmental
The operations and proposed activities of the consolidated entity are subject to the relevant local laws and regulations concerning the environment. As with most exploration projects and mining operations, the consolidated entity's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. It is the consolidated entity's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws.

Mining operations have inherent risks and liabilities associated with safety and damage to the environment and the disposal of waste products occurring as a result of mineral exploration and production. The occurrence of any such safety or environmental incident could delay production or increase production costs. Events, such as unpredictable rainfall or bushfires may impact on the consolidated entity's ongoing compliance with environmental legislation, regulations and licences. Significant liabilities could be imposed on the consolidated entity for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous operations or non-compliance with environmental laws or regulations.

The disposal of mining and process waste and mine water discharge are under constant legislative scrutiny and regulation. There is a risk that environmental laws and regulations become more onerous making the consolidated entity's operations more expensive.

Approvals are required for land clearing and for ground disturbing activities. Delays in obtaining such approvals can result in the delay to anticipated exploration programmes or mining activities.

Regulatory compliance
The consolidated entity's operating activities are subject to extensive laws and regulations relating to numerous matters including resource licence consent, environmental compliance and rehabilitation, taxation, employee relations, health and worker safety, waste disposal, protection of the environment, native title and heritage matters, protection of endangered and protected species and other matters. The consolidated entity requires permits from regulatory authorities to authorise the consolidated entity's operations. These permits relate to exploration, development, production and rehabilitation activities.

While the consolidated entity believes that it is in substantial compliance with all material current laws and regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms of existing permits and agreements applicable to the consolidated entity or its properties, which could have a material adverse impact on the consolidated entity's current operations or planned development projects.

Obtaining necessary permits can be a time-consuming process and there is a risk that Consolidated entity will not obtain these permits on acceptable terms, in a timely manner or at all. The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could materially delay or restrict the Consolidated entity from proceeding with the development of a project or the operation or development of a mine. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in material fines, penalties or other liabilities. In extreme cases, failure could result in suspension of the Consolidated entity's activities or forfeiture of one or more of the claims.

Reliance on key personnel
The responsibility of overseeing the day-to-day operations and the strategic management of the consolidated entity depends substantially on its senior management and its key personnel. There can be no assurance given that there will be no detrimental impact on the consolidated entity if one or more of these employees cease their employment. The consolidated entity's future depends, in part, on its ability to attract and retain key personnel. It may not be able to hire and retain such personnel at compensation levels consistent with its existing compensation and salary structure. Its future also depends on the continued contributions of its executive management team and other key management and technical personnel, the loss of whose services would be difficult to replace. In addition, the inability to continue to attract appropriately qualified personnel could have a material adverse effect on the consolidated entity's business.

Additional requirements for capital
The funds that have been raised under the Public Offer are considered sufficient to meet the immediate objectives of the consolidated entity. Additional funding may be required in the event costs exceed the consolidated entity's estimates and to effectively implement its business and operational plans in the future to take advantage of opportunities for acquisitions, joint ventures or other business opportunities, and to meet any unanticipated liabilities or expenses which the consolidated entity may incur. If such events occur, additional funding will be required.

In addition, should the consolidated entity consider that its exploration results justify commencement of production on any of its Projects, additional funding will be required to implement the consolidated entity's development plans, the quantum of which remain unknown at the date of this report. Following completion of the Public Offer, the consolidated entity may seek to raise further funds through equity or debt financing, joint ventures, licensing arrangements, or other means. Failure to obtain sufficient financing for the consolidated entity's activities may result in delay and indefinite postponement of their activities and the consolidated entity's proposed expansion strategy. There can be no assurance that additional finance will be available when needed or, if available, the terms of the financing may not be favourable to the consolidated entity and might involve substantial dilution to Shareholders.

Economic
General economic conditions, introduction of tax reform, new legislation, movements in interest and inflation rates and currency exchange rates may have an adverse effect on the consolidated entity, as well as on its ability to fund its operations. If activities cannot be funded, there is a risk that the Projects may have to be surrendered or not renewed.

General economic conditions may also affect the value of the consolidated entity and its valuation regardless of its actual performance.

Global conflicts
The ongoing global geopolitical conflicts and heightened international tensions introduce significant uncertainties into the broader macroeconomic environment. While the Group does not have direct material operations in the heavily impacted conflict zones, the broader ramifications including potential supply chain disruptions, increased volatility in foreign currency exchange and capital markets, and fluctuating commodity and energy prices could indirectly affect our operational costs and future financial performance. Management continues to monitor these risks closely.

Competition risk
The industry in which the consolidated entity will be involved is subject to domestic and global competition. Although the consolidated entity will undertake all reasonable due diligence in its business decisions and operations, the consolidated entity will have no influence or control over the activities or actions of its competitors, which activities or actions may, positively or negatively, affect the operating and financial performance of the consolidated entity's projects and business.

Market conditions
Share market conditions may affect the value of the Company's shares regardless of the consolidated entity's operating performance. Share market conditions are affected by many factors such as:

(a) general economic outlook;
(b) introduction of tax reform or other new legislation;
(c) interest rates and inflation rates;
(d) changes in investor sentiment toward particular market sectors;
(e) the demand for, and supply of, capital; and
(f) terrorism or other hostilities.

The market price of shares can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and resource exploration stocks in particular. Neither the consolidated entity nor the Directors warrant the future performance of the consolidated entity or any return on an investment in the Company.

Commodity price volatility and exchange rate risks
The consolidated entity’s operating results, economic and financial prospects and other factors will affect the trading price of the Shares. In addition, the price of Shares is subject to varied and often unpredictable influences on the market for equities, including, but not limited to, general economic conditions including the performance of the Australian dollar on world markets, inflation rates, foreign exchange rates and interest rates, variations in the general market for listed stocks in general, changes to government policy, legislation or regulation, industrial disputes, general operational and business risks and hedging or arbitrage trading activity that may develop involving the Shares.

In particular, the share prices for many companies have been and may in the future be highly volatile, which in many cases may reflect a diverse range of non-consolidated entity specific influences such as global hostilities and tensions relating to certain unstable regions of the world, acts of terrorism and the general state of the global economy. No assurances can be made that the consolidated entity’s market performance will not be adversely affected by any such market fluctuations or factors.

Government policy changes
Adverse changes in government policies or legislation may affect ownership of mineral interests, taxation, royalties, land access, labour relations, and mining and exploration activities of the consolidated entity. It is possible that the current system of exploration and mine permitting in Western Australia, South Dakota or Montana may change, resulting in impairment of rights and possibly expropriation of the consolidated entity’s properties without adequate compensation.

Insurance
The consolidated entity intends to insure its operations in accordance with industry practice. However, in certain circumstances the consolidated entity’s insurance may not be of a nature or level to provide adequate insurance cover. The occurrence of an event that is not covered or fully covered by insurance could have a material adverse effect on the business, financial condition and results of the consolidated entity. Insurance of all risks associated with is the consolidated entity’s business may not always available and where available the costs can be prohibitive.

Force majeure
The consolidated entity’s projects now or in the future may be adversely affected by risks outside the control of the consolidated entity including labour unrest, civil disorder, war, subversive activities or sabotage, fires, floods, explosions or other catastrophes, epidemics or quarantine restrictions.

Litigation risks
The consolidated entity is exposed to possible litigation risks including contractual disputes, native title claims, tenure disputes, environmental claims, occupational health and safety claims and employee claims. Further, the consolidated entity may be involved in disputes with other parties in the future which may result in litigation. Any such claim or dispute if proven, may impact adversely on the consolidated entity’s operations, reputation, financial performance and financial position. The consolidated entity is not currently engaged in any litigation. However, as disclosed elsewhere in this report, the Company has been unable to complete the acquisition of the Ingersoll Project. The Company is pursuing its legal rights in respect of this matter and, if the matter is not resolved, proceedings may be commenced for recovery of the consideration provided. The Company will continue to update the market in accordance with its continuous disclosure obligations as the matter progresses.

Environmental impact
The exploration undertaken on the consolidated entity's combined tenements in Western Australia and South Dakota to date has not created significant environmental issues. However, environmental issues will arise as and when the Company moves into development and production and these issues will be thoroughly assessed at the time any mining authority is sought. Measures are undertaken pre and post drilling to ensure that the environmental impact is minimised. The work undertaken to date has produced minimal impact on the environment. No issues regarding compliance were encountered during the reporting period.

Information on directors

Name:	Peter Marks
Title:	Non-Executive Director (Transitioned from Executive Chairman on 4 March 2026).
Qualifications:	MBA, Bachelor of Economics, Bachelor of Law, and Grad Dip in Commercial Law
Experience and expertise:	Peter has over 40 years' experience in corporate advisory and investment banking. Over the course of his long career, he has specialised in capital raisings, IPOs, cross border, M&A transactions, corporate underwriting and venture capital transactions for companies in Australia, the United States and Israel. He has been involved in a broad range of transactions with a special focus in the life sciences, biotechnology, medical technology and high-tech segments. Peter has served as both an Executive and Non-Executive Director of a number of different entities which have been listed on the ASX, NASDAQ, and AIM markets.
Other current directorships:	Alterity Therapeutics Limited (appointed 29 July 2005), Noxopharm Limited (appointed 15 March 2016), Evergold Minerals Limited (appointed 21 January 2022).
Former directorships (last 3 years):	Nil
Interests in shares:	3,408,030 ordinary shares
Interests in other securities:	1,151,515 options, 5,200,000 performance rights

Name:	Chris Evans (appointed 1 December 2025)
Title:	Non-executive Chairman
Qualifications:	MEngSci, BEng (Hons)
Experience and expertise:	Mr Evans is the founder and former Managing Director and CEO of Winsome Resources Limited (ASX: WR1), which he led from inception through to its merger with Li-FT Power Ltd. During his tenure, Winsome evolved from early-stage exploration into a North American lithium developer, delineating a large-scale hard rock lithium resource in Quebec and raising over A$100 million in equity capital to fund its growth. Mr Evans is a mining executive and civil engineer with more than 25 years' experience across construction, mining development and operations, and public company leadership. His experience includes advancing resource projects through exploration, financing, stakeholder engagement and development. He has held executive and non-executive roles across Australia and internationally in lithium and critical minerals, including board experience with TSX listed companies.
Other current directorships:	Nil
Former directorships (last 3 years):	Askari Metals Limited (ASX:AS2) (14 February 2022 – 29 January 2024), Winsome Resources (WR1) (6 April 2021 – 21 May 2026)
Interests in shares:	303,030 ordinary shares
Interests in options:	2,151,515 options

Name:	Anthony Collins (appointed 12 February 2025)
Title:	Non-Executive Director
Qualifications:	BAgrEc (Hons), Advanced Development Programme (London Business School)
Experience and expertise:	Anthony brings over 30 years of global financial and commodity market expertise to IRIS Metals. As Managing Director of USQ Securities LLC, he specialises in diversifying share registers, securing project finance and expanding market reach for high-growth companies, particularly in North America. Additionally, he serves as a Director and President of Economic Index Associates, a firm licensing active index strategies.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interests in shares:	6,629,602 ordinary shares
Interests in other securities:	2,941,176 options
Interests in rights:	1,000,000 performance rights

Name:	Tal Paneth (appointed 1 February 2021, resigned 4 March 2026)
Title:	Non-Executive Director
Qualifications:	BComm
Experience and expertise:	Tal has over a decade of multidisciplinary business experience including exposure to the diverse facets of the equity and debt markets. Tal specialises in identifying strategic mineral projects, financing, and project operations management.
Other current directorships:	Nil
Former directorships (last 3 years):	Evergold Minerals Limited (appointed 21 January 2022, resigned 24 February 2025)
Interests in shares:	29,000,000 ordinary shares (as at date of ceasing)
Interests in other securities:	Nil

Name:	Kevin Smith (appointed 28 June 2024, passed away 22 March 2026)
Title:	Non-Executive Director
Qualifications:	BS in Management and Finance
Experience and expertise:	An IRIS Metals Non-Executive Director based in New York City, Kevin has led the development and growth of successful lithium supply businesses globally, helping to build several energy and critical minerals businesses and has intimate knowledge of these supply chains.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Interests in shares:	3,125,760 ordinary shares (as at date of passing)
Interests in other securities:	6,000,000 performance rights (as at date of passing)

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

President, U.S. Operations
Matthew Hartmann (appointed President, U.S. Operations, 8 July 2024).

Matthew Hartmann is a seasoned junior mining leader and seasoned geologist with over 25 years of international mineral exploration and operations experience. He holds Bachelor degree in Geological Sciences from The Ohio State University, and a Master of Science in Mining Engineering and Management from the South Dakota School of Mines and Technology. Mr. Hartmann is a Member of the Australasian Institute of Mining and Metallurgy (MAusIMM) (318271), a Registered Member of the Society for Mining, Metallurgy and Exploration (RM-SME) (4170350RM). Prior to joining IRIS, he was V.P. Technical Services for Sweetwater Royalties, and has previously served as a Principal with SRK Consulting in their Denver office. Mr. Hartmann is also a Non-Executive Director of American Uranium Ltd.

Company Secretary
David Franks from the Automic Group (appointed 7 April 2021).

David Franks is a Principal at the Automic Group. He is a Chartered Accountant, Fellow of the Governance Institute of Australia, Justice of the Peace, Registered Tax Agent and holds a Bachelor of Economics (Finance and Accounting) from Macquarie University. With over 30 years' experience in finance, governance and accounting, Mr Franks has been CFO, Company Secretary and/or Director for numerous ASX listed and unlisted public and private companies, in a range of industries covering energy retailing, transport, financial services, mineral exploration, technology, automotive, software development and healthcare. Mr Franks is currently the Company Secretary for the following ASX Listed entities: COG Financial Services Limited, Cogstate Limited, DataWorks Limited, Dubber Corporation Limited, Evergreen Lithium Limited, JCurve Solutions Limited, Nyrada Inc, Omega Oil and Gas Limited, and White Energy Company Limited. He was also a Non-Executive Director of JCurve Solutions Limited from 2014 to 2021.

Chief Financial Officer ('CFO') and General Manager, Operations (Australia)
Damien Henderson (appointed CFO 1 November 2022 and General Manager, Operations (Australia) 30 April 2024).

Damien Henderson is a senior finance professional who has had over 25 years resource industry experience, both in Australia and overseas. This experience has included most aspects of the mining industry including exploration, feasibility, construction, production and processing. Mr Henderson's international experience has been gained through working in the UK, Papua New Guinea, Ghana, Mongolia, Indonesia and the USA. He is a Fellow Certified Practicing Accountant (FCPA) who holds a Bachelor of Business (Accounting) degree from the University of Southern Queensland, and is also an Affiliated Member of the Governance Institute of Australia. Mr Henderson has been involved in senior executive roles for a number of international mining companies in Australia, Asia and Africa including SolGold PLC, Bayan Resources tbk, Rio Tinto, Placer Dome (now Barrick Gold), and Peabody Winsway, amongst others.

Meetings of directors
The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 31 March 2026, and the number of meetings attended by each director were:

	Meeting Held	
	Eligible	Attended
Peter Marks	10	10
Kevin Smith	10	10
Anthony Collins	10	10
Tal Paneth	9	7
Chris Evans	3	3

Held: represents the number of meetings held during the time the director held office.

Please note that the board meets on a regular basis to review key issues affecting the consolidated entity and which fall outside the normal Board timetable.

Remuneration report (audited)
The remuneration report details the key management personnel remuneration arrangements for the consolidated entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration
The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board ensures that executive reward satisfies the following key criteria for good reward governance practices:
- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

The Board is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the consolidated entity depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high-quality personnel.

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:

- focusing on sustained growth in shareholder wealth, consisting of growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value
- attracting and retaining high calibre executives

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

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

Non-executive directors' remuneration
Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration.

In accordance with the Constitution, the total maximum remuneration of non-executive directors is initially set by the Board and subsequent variation is by ordinary resolution of Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable. The determination of non-executive directors' remuneration within that maximum is made by the Board having regard to the inputs and value to the Company of the respective contributions by each non-executive director. The current amount has been set at an amount not to exceed $600,000 per annum.

Executive remuneration
The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has three components:

- base pay and non-monetary benefits
- share-based payments
- other remuneration such as superannuation and long service leave

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and performance, the overall performance of the consolidated entity and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or others where it does not create any additional costs to the consolidated entity and provides additional value to the executive.

Use of remuneration consultants
During the current and prior financial period, the consolidated entity did not employ the services of a remuneration consultant.

Details of remuneration
Amounts of remuneration
Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.

The key management personnel of the consolidated entity consisted of the following directors and key management of IRIS Metals Limited:
- Peter Marks
- Tal Paneth (resigned 4 March 2026)
- Kevin Smith (appointed 28 June 2024, passed 22 March 2026)
- Anthony Collins
- Chris Evans (appointed 1 December 2025)
- Matt Hartmann
- Damien Henderson

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
2026	Cash salary and fees $	Cash bonus $	Non-monetary *** $	Super-annuation/ US 401K $	Long service leave $	Equity-settled * $	Total $
Non-Executive Directors:							
Tal Paneth	160,000	-	-	19,000	-	-	179,000
Kevin Smith	88,182	-	-	-	-	742,014	830,196
Anthony Collins **	147,861	-	-	-	-	72,615	220,476
Chris Evans **	36,500	-	-	3,840	-	214,008	254,348
Executive Directors:							
Peter Marks	260,000	-	-	30,875	-	1,101,594	1,392,469
Other Key Management Personnel:							
Damien Henderson	170,000	-	9,066	20,188	3,069	442,345	644,668
Matt Hartmann	378,632	-	-	22,718	-	524,797	926,147
	1,241,175	-	9,066	96,621	3,069	3,097,373	4,447,304

** Please note that equity-settled component of remuneration is a non-cash transaction based on the fair value of the equity instruments granted, which may be subject to market conditions prevalent at the date the equity instruments were granted.*
*** Included in 'cash salary and fees' is consulting fees of $48,634 for Anthony Collins and $4,500 for Chris Evans.*
****Short-term benefits - Non-monetary relate to the movement in the annual leave provision.*

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments		
2025	Cash salary and fees $	Cash bonus $	Non-monetary ***** $	Super-annuation/ US 401K $	Long service leave $	Equity-settled $	Reversal of equity-settled **** $	Total $
Non-Executive Directors:								
Tal Paneth **	141,250	25,000	-	16,425	-	-	-	182,675
Kevin Smith * ** ***	204,709	25,000	-	-	-	174,782	-	404,491
Anthony Collins ***	30,003	-	-	-	-	-	-	30,003
Executive Directors:								
Peter Marks * **	222,500	25,000	-	25,325	-	1,065,953	-	1,338,778
Christopher Alan David Connell	164,583	-	-	18,104	-	-	(2,434,758)	(2,252,071)
Other Key Management Personnel:								
Damien Henderson * **	155,000	20,000	10,499	19,937	2,176	304,558	-	512,170
Matt Hartmann * **	223,160	15,733	-	10,844	-	282,134	-	531,871
	1,141,205	110,733	10,499	90,635	2,176	1,827,427	(2,434,758)	747,917

** Please note that equity-settled component of remuneration is a non-cash transaction based on the fair value of the equity instruments granted, which may be subject to market conditions prevalent at the date the equity instruments were granted.*
*** A cash bonus was paid to all members of key management personnel following the successful following the successful Capital raise In December 2025.*
**** Included in 'cash salary and fees' is consulting fees of $19,378 for Anthony Collins and $147,666 for Kevin Smith.*
***** The negative equity settled balance for Christopher Alan David Connell relates to the reversal of expenses following the lapsing of performance rights on resignation on 14 August 2024. These options lapsed due to vesting conditions becoming unachievable.*
****** Short-term benefits - Non-monetary relate to the movement in the annual leave provision.*

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration 2026	Fixed remuneration 2025	Short term incentives (STI) 2026	Short term incentives (STI) 2025	Long-term incentives (LTI) 2026	Long-term incentives (LTI) 2025
Non-Executive Directors:						
Tal Paneth	100%	87%	-	13%	-	-
Kevin Smith	11%	51%	-	6%	89%	43%
Anthony Collins	67%	100%	-	-	33%	-
Chris Evans	16%	-	-	-	84%	-
Executive Directors:						
Peter Marks	21%	18%	-	2%	79%	80%
Christopher Alan David Connell	-	7%	-	1%	-	(108%)
Management:						
Damien John Henderson	31%	37%	-	4%	69%	59%
Matt Hartmann	43%	44%	-	3%	57%	53%

For details of other transactions with key management personnel, refer to note 18.

Service agreements
Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Peter Marks
Title:	Executive Director and Chairman
Agreement commenced:	23 December 2020
Details:	$260,000 per annum plus superannuation. 3 months' termination notice. On 1 April 2026, Peter's salary was reduced to $126,000 per annum plus superannuation from 1 April 2026.

Name:	Tal Paneth
Title:	Non-Executive Director
Agreement commenced:	1 February 2021
Details:	$160,000 per annum plus superannuation. 3 months' termination notice.

Name:	Kevin Smith (appointed 28 June 2024)
Title:	Non-Executive Director
Agreement commenced:	28 June 2024
Details:	$92,857 per annum ($60,000 USD). No termination notice.

Name:	Anthony Collins (appointed 12 February 2025)
Title:	Non-Executive Director
Agreement commenced:	12 February 2025
Details:	$75,000 per annum, excluding superannuation. No termination notice.

Name:	Chris Evans (appointed 1 December 2025)
Title:	Non-Executive Director
Agreement commenced:	1 December 2025
Details:	$96,000 per annum plus superannuation. No termination notice.

Name:	Damien Henderson
Title:	Chief Financial Officer and Chief Operating Officer (appointed General Manager, Operations (Australia) on 30 April 2024)
Agreement commenced:	1 November 2022
Details:	$170,000 per annum plus superannuation.

Name:	Matt Hartmann
Title:	President of US Operations
Agreement commenced:	8 July 2024
Details:	USD $250,000 per annum. No termination notice.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares
There were no shares issued to directors and other key management personnel as part of compensation during the year ended 31 March 2026.

Options
The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in this financial year are as follows:

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option per option at grant date	Vesting charge recognised in year ($)
Matthew Hartmann (Tranche 1) *	500,000	05 Jan 2025	05 Jan 2025	5 January 2026	$0.000	$0.268	-
Matthew Hartmann (Tranche 2) *	500,000	29 April 2025	29 April 2026	5 July 2026	$0.000	$0.268	35,244
Matthew Hartmann (Tranche 3) *	500,000	29 April 2025	29 October 2026	5 January 2027	$0.000	$0.268	84,622
Matthew Hartmann (Tranche 1)	1,000,000	7 Nov 2025	14 May 2026	14 Nov 2026	$0.000	$0.290	220,652
Matthew Hartmann (Tranche 2)	1,000,000	7 Nov 2025	14 Nov 2026	14 May 2027	$0.000	$0.290	110,326
Matthew Hartmann (Tranche 3)	1,000,000	7 Nov 2025	14 May 2027	14 Nov 2027	$0.000	$0.290	73,953
Peter Marks (Class A)	500,000	2 April 2025	17 October 2025	17 April 2026	$0.000	$0.200	100,000
Peter Marks (Class B)	500,000	2 April 2025	17 April 2025	17 October 2026	$0.000	$0.200	95,342
Peter Marks (Class C)	500,000	2 April 2025	17 October 2026	17 April 2027	$0.000	$0.200	63,446
Damien Henderson (Class D)	1,000,000	1 April 2025	1 April 2025	1 April 2027	$0.000	$0.235	235,000
Damien Henderson (Class E)	500,000	1 April 2025	1 October 2025	1 April 2027	$0.000	$0.235	117,500
Chris Evans (Class F)	1,000,000	8 Dec 2025	8 June 2026	1 Dec 2027	$0.000	$0.230	142,802
Chris Evans (Class G)	1,000,000	8 Dec 2025	8 Dec 2026	1 June 2028	$0.000	$0.230	71,205

* These zero exercise price options were granted to Matthew Hartmann in connection with his employment agreement in the previous financial year, however the options were not issued until 29 April 2025.

The options are subject to the vesting conditions set out below:

- **Tranche 1:** the employee remaining employed with the Company for a continuous period of 6m.
- **Tranche 2:** the employee remaining employed with the Company for a continuous period of 12m.
- **Tranche 3:** the employee remaining employed with the Company for a continuous period of 18m.
- **Class A**: the Director remaining in office with the Company for a continuous period of 12m.
- **Class B**: the Director remaining in office with the Company for a continuous period of 18m.
- **Class C**: the Director remaining in office with the Company for a continuous period of 24m.
- **Class D**: these options vest immediately on issue.
- **Class E**: these options vest 6 months from the date of issue.
- **Class F**: the Director remaining in office with the Company on the date that is 6 months from date of appointment.
- **Class G**: the Director remaining in office with the Company on the date that is 12 months from date of appointment.

Performance rights
The terms and conditions of each grant of performance rights over ordinary shares affecting remuneration of directors and other key management personnel in this financial year are as follows:

Name	Number of performance rights granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per performance right at grant date	Vesting charge recognised in year ($)
Peter Marks (Class B)	700,000	5 May 2023	14 June 2025	14 June 2025	$0.000	$0.848	57,743
Peter Marks (Class D)	700,000	5 May 2023	30 June 2025	30 June 2025	$0.000	$0.848	68,637
Peter Marks (Class E)	700,000	5 May 2023	30 June 2026	30 June 2026	$0.000	$0.848	188,076
Peter Marks (Class I)	500,000	2 April 2025	29 April 2027	29 April 2027	$0.000	$0.162	38,786
Peter Marks (Class J)	500,000	2 April 2025	29 April 2027	29 April 2027	$0.000	$0.164	39,359
Peter Marks (Class K)	500,000	2 April 2025	29 April 2027	29 April 2027	$0.000	$0.168	40,303
Peter Marks (Class O)	1,000,000	7 Nov 2025	14 May 2026	14 Nov 2027	$0.000	$0.290	222,128
Peter Marks (Class P)	1,000,000	7 Nov 2025	14 Nov 2026	14 May 2028	$0.000	$0.290	112,258
Peter Marks (Class Q)	1,000,000	7 Nov 2025	14 May 2027	14 Nov 2028	$0.000	$0.290	75,515
Damien Henderson (Class B)	200,000	5 May 2023	14 June 2025	14 June 2025	$0.000	$0.848	16,498
Damien Henderson (Class D)	200,000	5 May 2023	30 June 2025	30 June 2025	$0.000	$0.848	19,611
Damien Henderson (Class E)	200,000	5 May 2023	30 June 2026	30 June 2026	$0.000	$0.848	53,736
Kevin Smith (Class G)	500,000	30 August 2024	13 Sept 2025	13 March 2026	$0.000	$0.180	39,420
Kevin Smith (Class H)	500,000	30 August 2024	13 March 2026	13 Sept 2027	$0.000	$0.180	55,798
Kevin Smith (Class I)	1,000,000	2 April 2025	29 April 2027	29 April 2027	$0.000	$0.162	77,572
Kevin Smith (Class J)	1,000,000	2 April 2025	29 April 2027	29 April 2027	$0.000	$0.164	78,718
Kevin Smith (Class K)	1,000,000	2 April 2025	29 April 2027	29 April 2027	$0.000	$0.168	80,605
Kevin Smith (Class O)	1,000,000	7 Nov 2025	14 May 2026	14 Nov 2027	$0.000	$0.290	222,128
Kevin Smith (Class P)	1,000,000	7 Nov 2025	14 Nov 2027	14 May 2028	$0.000	$0.290	112,258
Kevin Smith (Class Q)	1,000,000	7 Nov 2025	14 May 2027	14 Nov 2028	$0.000	$0.290	75,515
Anthony Collins (Class L)	500,000	29 August 2025	29 April 2026	29 August 2026	$0.000	$0.099	43,593
Anthony Collins (Class M)	500,000	29 August 2025	29 August 2026	1 March 2027	$0.000	$0.099	29,022
Anthony Collins (Class N)	500,000	29 August 2025	29 April 2027	29 August 2027	$0.000	$0.099	17,423

The vesting conditions attached to each class of performance rights are set out below:

- **Class B:** the Company achieving an independently verified JORC inferred resource of at least 7.5mt at equal to or greater than 1.0% Li_2O on or before the date that is two (2) years from the date of issue (14 June 2023) at the South Dakota Project.
- **Class C:** the Company achieving an independently verified JORC inferred resource of at least 7.5mt at equal to or greater than 1.5% Li_2O on or before 31 December 2024 at the South Dakota Project.

- **Class D:** the Company publishing an independently verified JORC inferred resource of at least 15mt at equal to or greater than 1.5% Li_2O on or before 30 June 2025 at the South Dakota Project.
- **Class E:** the Company publishing an independently verified JORC inferred resource of at least 20mt at equal to or greater than 1.5% Li_2O on or before 30 June 2026 at the South Dakota Project.
- **Class F:** the performance rights will vest 6m after the issue date.
- **Class G:** the performance rights will vest 12m after the issue date.
- **Class H:** the performance rights will vest 18m after the issue date.
- **Class I, J, K:**
  Vesting on the Company achieving a one of the following;
  i) the 5-day VWAP of the Company's Shares being equal to or greater than $0.50 (50 cents) prior to the Expiry Date; or
  ii) the 5-day VWAP of the Company's Shares being equal to or greater than $0.75 (75 cents) prior to the Expiry Date; or
  iii) a signed commercial third-party offtake contract of sufficient size to underpin the commencement of mining operations; or
  iv) A positive Financial Investment Decision (FID), supported by sufficient project finance, pre-pay or grant/loan funding to support the FID; or
  v) Securing of Government or financial support in the form of a grant low-interest backed loan, non-dilutive capital or tax incentives which support the capital structure for the FID.
- **Class L:** the performance rights will vest 6m after the issue date.
- **Class M:** the performance rights will vest 12m after the issue date.
- **Class N:** the performance rights will vest 18m after the issue date.
- **Class O:** the performance rights will vest 6m after the issue date.
- **Class P:** the performance rights will vest 12m after the issue date.
- **Class Q:** the performance rights will vest 18m after the issue date.

Additional information
The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2026	2025	2024	2023*	2022
Share price at financial year end ($)	0.10	0.24	0.49	1.16	0.63
Basic earnings per share (cents per share)	(10.03)	(3.71)	(13.34)	(12.59)	(2.67)
Diluted earnings per share (cents per share)	(10.03)	(3.71)	(13.34)	(12.59)	(2.67)

* Closing price before trading halt and subsequent suspension on 22 December 22

Additional disclosures relating to key management personnel

Shareholding
The number of shares in the Company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration *	Additions **	Disposals/ other **	Balance at the end of the year ***
Ordinary shares					
Peter Marks	2,605,000	500,000	-	-	3,105,000
Tal Paneth	29,000,000	-	-	-	29,000,000
Anthony Collins	-	500,000	6,129,602	-	6,629,602
Kevin Smith	125,760	1,500,000	1,500,000	-	3,125,760
Matthew J Hartmann	-	1,500,000	-	-	1,500,000
	31,730,760	4,000,000	7,629,602	-	43,360,362

* Includes exercise of options and performance rights noted below.
** Additions and disposals represent on-market purchases and divestments.
*** Balance at ceasing of directorship in respect of Mr Paneth and passing of Mr Smith

Option holding

The number of options over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Acquired/ received as part of remuneration	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Options over ordinary shares					
Peter Marks	2,000,000	1,651,515	(500,000)	(2,000,000)	1,151,515
Matthew J Hartmann	1,500,000	3,000,000	(1,500,000)	-	3,000,000
Anthony Collins *	-	2,941,176	-	-	2,941,176
Damien John Henderson	-	1,500,000	-	-	1,500,000
Chris Evans	-	2,151,515	-	-	2,151,515
	3,500,000	11,244,206	(2,000,000)	(2,000,000)	10,744,206

* The balance for Anthony Collins is made up of options received on a 2:1 basis, following his participation in the November 2025 capital raise.

Performance rights holding

The number of performance rights over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Performance rights over ordinary shares					
Peter Marks	2,100,000	4,500,000	-	(1,400,000)	5,200,000
Kevin Smith *	1,500,000	6,000,000	(1,500,000)	-	6,000,000
Damien John Henderson	600,000	-	-	(400,000)	200,000
Anthony Collins	-	1,500,000	(500,000)	-	1,000,000
	4,200,000	12,000,000	(2,000,000)	(1,800,000)	12,400,000

* Subsequent to the passing of Kevin Smith, the performance rights previously held by the deceased are intended to remain assets of the deceased's estate and are not expected to be transferred or otherwise dealt with outside the estate during the administration process, subject to the governing plan rules and applicable legal requirements.

Other transactions with key management personnel and their related parties

During the year ended 31 March 2026 the following related party transactions occurred:

- Newburyport Partners Pty Ltd, a related entity of Peter Marks, was paid $16,000 (excluding GST) for office rent costs and contribution of office fit out. The rental agreement is at current market terms and it is deemed at arm's length.

This concludes the remuneration report, which has been audited.

Shares under option
Unissued ordinary shares of IRIS Metals Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
14 February 2025	14 February 2027	$0.400	200,000
2 April 2025	24 April 2027	$0.400	10,000,000
2 April 2025	24 October 2026	$0.000	500,000
2 April 2025	24 April 2027	$0.000	500,000
29 April 2025	29 April 2027	$0.000	1,000,000
29 April 2025	29 April 2027	$0.000	500,000
29 April 2025	30 September 2027	$0.400	2,000,000
7 November 2025	30 June 2027	$0.200	4,000,000
7 November 2025	30 September 2026	$0.250	25,097,088
7 November 2025	14 November 2027	$0.200	16,250,000
7 November 2025	14 May 2027	$0.000	1,500,000
7 November 2025	14 November 2027	$0.000	1,500,000
7 November 2025	14 May 2027	$0.000	1,000,000
21 November 2025	14 November 2026	$0.000	1,000,000
21 November 2025	14 May 2027	$0.000	1,000,000
21 November 2025	14 November 2027	$0.000	1,000,000
8 December 2025	1 December 2027	$0.000	1,000,000
8 December 2025	1 June 2028	$0.000	1,000,000
10 February 2026	10 February 2029	$0.248	18,666,668
10 February 2026	10 February 2029	$0.289	2,000,000
			89,713,756

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options
The following ordinary shares of IRIS Metals Limited were issued during the year ended 31 March 2026 and up to the date of this report on the exercise of options granted:

Date options exercised	Exercise price	Number of shares issued
7 August 2025	$0.000	500,000
7 August 2025	$0.000	500,000
20 February 2026	$0.000	500,000
13 March 2026	$0.000	500,000
		2,000,000

Shares under performance rights
Unissued ordinary shares of IRIS Metals Limited under performance rights at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under rights
5 May 2023	30 June 2026	$0.000	1,400,000
2 April 2025	29 April 2027	$0.000	1,500,000
2 April 2025	29 April 2027	$0.000	1,500,000
2 April 2025	29 April 2027	$0.000	1,500,000
29 August 2025	5 March 2027	$0.000	500,000
29 August 2025	5 September 2027	$0.000	500,000
7 November 2025	14 November 2026	$0.000	2,000,000
7 November 2025	14 May 2026	$0.000	2,000,000
7 November 2025	14 November 2027	$0.000	2,000,000
			12,900,000

No person entitled to exercise the performance rights had or has any right by virtue of the performance right to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of performance rights
The following ordinary shares of IRIS Metals Limited were issued during the year ended 31 March 2026 and up to the date of this report on the exercise of performance rights granted:

Date shares granted on exercise:	Exercise price	Number of shares issued
7 August 2025	$0.000	500,000
19 January 2026	$0.000	500,000
13 March 2026	$0.000	1,000,000
		2,000,000

Dividends
There were no dividends paid, recommended or declared during the current or previous financial year.

Indemnity and insurance of officers
The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

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

Proceedings on behalf of the Company
No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services
There were no tax or advisory services provided during the financial period by the auditor

Officers of the Company who are former partners of William Buck (Vic) Pty Ltd.
There are no officers of the Company who are former partners of William Buck (Vic) Pty Ltd.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

Auditor
William Buck (Vic) Pty Ltd continues in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

____
Chris Evans
Non-Executive Chairman

29 June 2026

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the directors of IRIS Metals Limited

As lead auditor for the audit of IRIS Metals Limited for the year ended 31 March 2026, I declare that, to the best of my knowledge and belief, there have been:

— no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

— no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of IRIS Metals Limited and the entities it controlled during the year.

William Buck

William Buck Audit (Vic) Pty Ltd
ABN 59 116 151 136

Dennis Lee

W. H. D. Lee
Director
Melbourne, 29 June 2026

General information

The financial statements cover IRIS Metals Limited as a consolidated entity consisting of IRIS Metals Limited ('the Company' or 'parent entity') and the entities it controlled (the 'consolidated entity'), throughout and as at the year ended 31 March 2026. The financial statements are presented in Australian dollars, which is IRIS Metals Limited's functional and presentation currency.

IRIS Metals Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Registered office and principal place of business

Suite 205
9-11 Claremont Street
South Yarra, VIC 3143

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 29 June 2026. The directors have the power to amend and reissue the financial statements.

IRIS Metals Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 31 March 2026

	Note	Consolidated 2026 $	2025 $
Interest income		18,378	62,281
Expenses			
Corporate and administrative costs	4	(7,624,210)	(4,513,477)
Impairment of assets	5	(13,999,583)	(1,047,255)
Loss on disposal of assets	6	(133,557)	(28,480)
Depreciation and amortisation expense		(113,203)	(88,691)
Exploration and evaluation costs		(432,025)	-
Finance costs		(751)	-
Loss before income tax expense		(22,284,951)	(5,615,622)
Income tax expense		-	-
Loss after income tax expense for the year attributable to the owners of IRIS Metals Limited		(22,284,951)	(5,615,622)
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Fair value loss on financial assets at FVOCI		(150,000)	-
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		(3,926,254)	2,107,471
Other comprehensive income for the year, net of tax		(4,076,254)	2,107,471
Total comprehensive income for the year attributable to the owners of IRIS Metals Limited		(26,361,205)	(3,508,151)
		Cents	**Cents**
Basic earnings per share	23	(10.03)	(3.71)
Diluted earnings per share	23	(10.03)	(3.71)

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

IRIS Metals Limited
Consolidated statement of financial position
As at 31 March 2026

	Note	Consolidated 2026	2025
Assets			
Current assets			
Cash and cash equivalents		4,590,574	4,171,628
Other receivables and prepayments		131,641	111,115
Other assets		7,011	7,776
		4,729,226	4,290,519
Non-current assets classified as held for sale	8	-	1,217,596
Total current assets		4,729,226	5,508,115
Non-current assets			
Environmental bonds		203,191	224,370
Financial assets at fair value through other comprehensive income	7	375,000	-
Property, plant and equipment		329,188	448,961
Intangible assets		8,188	15,492
Capitalised exploration and evaluation	9	27,125,067	38,251,099
Total non-current assets		28,040,634	38,939,922
Total assets		32,769,860	44,448,037
Liabilities			
Current liabilities			
Trade and other payables		315,223	274,389
Employee benefits		63,349	50,996
Provisions		30,000	30,000
Total current liabilities		408,572	355,385
Total liabilities		408,572	355,385
Net assets		32,361,288	44,092,652
Equity			
Issued capital	10	67,533,847	61,719,352
Reserves	11	10,495,396	17,122,774
Accumulated losses		(45,667,955)	(34,749,474)
Total equity		32,361,288	44,092,652

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

Consolidated	Issued capital $	Share- based payment reserve $	Other reserves $	Accumulated losses $	Total equity $
Balance at 1 April 2024	50,169,095	20,626,593	838,368	(31,703,798)	39,930,258
Loss after income tax expense for the year	-	-	-	(5,615,622)	(5,615,622)
Other comprehensive income for the year, net of tax	-	-	2,107,471	-	2,107,471
Total comprehensive income for the year	-	-	2,107,471	(5,615,622)	(3,508,151)
Transactions with owners in their capacity as owners:					
Contributions of equity, net of transaction costs (note 10)	7,146,434	-	-	-	7,146,434
Ordinary share tranches vesting upfront (note 10)	21,500	-	-	-	21,500
Conversion of deferred shares (note 9)	214,329	(214,329)	-	-	-
Vesting of options, performance rights and deferred shares issued in the current period (note 10)	-	1,388,661	-	-	1,388,661
Vesting of options, performance rights and deferred shares issued in previous period (note 10)	-	3,727,467	-	-	3,727,467
Exercise of zero exercise price performance rights and options (note 10)	4,740,000	(4,740,000)	-	-	-
Expiry and lapse of options and performance rights (note 10)	-	(6,602,457)	-	2,569,946	(4,032,511)
Release from escrow of shares issued to employees as payment for exploration and evaluation (note 10)	9,000	(9,000)	-	-	-
Reversal of vesting charge on capitalised exploration and evaluation	(581,006)	-	-	-	(581,006)
Balance at 31 March 2025	61,719,352	14,176,935	2,945,839	(34,749,474)	44,092,652

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

IRIS Metals Limited
Consolidated statement of changes in equity
For the year ended 31 March 2026

Consolidated	**Issued capital $**	**Share- based payment reserve $**	**Other reserves $**	**Accumulated losses $**	**Total equity $**
Balance at 1 April 2025	61,719,352	14,176,935	2,945,839	(34,749,474)	44,092,652
Loss after income tax expense for the year	-	-	-	(22,284,951)	(22,284,951)
Other comprehensive income for the year, net of tax	-	-	(4,076,254)	-	(4,076,254)
Total comprehensive income for the year	-	-	(4,076,254)	(22,284,951)	(26,361,205)
Transactions with owners in their capacity as owners:					
Contributions of equity, net of transaction costs (note 10)	9,328,726	-	-	-	9,328,726
Issue of ordinary shares as consideration for assets (note 9)	992,518	-	-	-	992,518
Transfer of vesting charge on exercise of zero exercise price options	502,000	(502,000)	-	-	-
Transfer of vesting charge on exercise of performance rights	319,500	(319,500)	-	-	-
Expiry and lapse of options and performance rights	-	(11,366,470)	-	11,366,470	-
Cost of options issued to broker as costs of capital raising (note 10)	(5,328,249)	5,328,249	-	-	-
Vesting charge for share based payments	-	4,308,597	-	-	4,308,597
Balance at 31 March 2026	67,533,847	11,625,811	(1,130,415)	(45,667,955)	32,361,288

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

	Note	Consolidated 2026 $	2025 $
Cash flows from operating activities			
Payments to suppliers and employees (inclusive of GST)		(3,396,381)	(3,232,461)
Payments for exploration and evaluation		(315,423)	-
		(3,711,804)	(3,232,461)
Interest received		17,423	62,281
Interest and other finance costs paid		(2,946)	(3,658)
Net cash used in operating activities	22	(3,697,327)	(3,173,838)
Cash flows from investing activities			
Payments for property, plant and equipment		(89,194)	(134,947)
Payments for mining bonds		-	(119,400)
Payments for exploration and evaluation		(5,451,445)	(9,305,180)
Proceeds from disposal of tenements		335,000	-
Net cash used in investing activities		(5,205,639)	(9,559,527)
Cash flows from financing activities			
Proceeds from issue of shares	10	10,141,507	7,635,000
Cost of issuing shares	10	(734,490)	(488,566)
Net cash from financing activities		9,407,017	7,146,434
Net increase/(decrease) in cash and cash equivalents		504,051	(5,586,931)
Cash and cash equivalents at the beginning of the financial year		4,171,628	9,794,751
Effects of exchange rate changes on cash and cash equivalents		(85,105)	(36,192)
Cash and cash equivalents at the end of the financial year		4,590,574	4,171,628

Note 1. Material accounting policy information

The accounting policies that are material to the consolidated entity are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

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

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

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the consolidated entity.

Going Concern
The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business.

The Directors have assessed the Group's ability to continue as a going concern and are satisfied that the preparation of the financial statements on this basis is appropriate. In forming this assessment, the Directors have considered the Group's current cash position, its ability to manage discretionary exploration expenditure in line with available funding, and its demonstrated track record of successfully raising capital to fund exploration and corporate activities. As exploration expenditure is largely discretionary, the Group has the flexibility to defer or reduce planned exploration programs, if required, to preserve cash resources.

Based on these factors, the Directors believe the Group will be able to meet its obligations as and when they fall due for at least twelve months from the date of approval of these financial statements, and accordingly no material uncertainty exists in relation to the Group's ability to continue as a going concern

Basis of preparation
These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention
The financial statements have been prepared under the historical cost convention, except for investments in listed equity securities, which are measured at fair value through other comprehensive income (FVOCI).

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Investments and other financial assets
Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at fair value through other comprehensive income
Financial assets at fair value through other comprehensive income include equity investments which the consolidated entity intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

Note 1. Material accounting policy information (continued)

Exploration and evaluation assets
Exploration and evaluation expenditure in relation to separate areas of interest for which rights of tenure are current is carried forward as an asset in the statement of financial position where it is expected that the expenditure will be recovered through the successful development and exploitation of an area of interest, or by its sale; or exploration activities are continuing in an area and activities have not reached a stage which permits a reasonable estimate of the existence or otherwise of economically recoverable reserves.

Exploration and evaluation costs are capitalised as incurred. However, exploration and evaluation assets shall be assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. When facts and circumstances suggest that the carrying amount exceeds the recoverable amount, an entity shall measure, present and disclose any resulting impairment loss in accordance with AASB 136.

Where a project or an area of interest has been abandoned, the expenditure incurred thereon is written off in the year in which the decision is made.

Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Employee benefits

Share-based payments
Equity-settled transactions are awards of shares, or options over shares, that are provided to employees, directors, consultants and/or brokers in exchange for the rendering of services.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

Note 1. Material accounting policy information (continued)

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Fair value measurement

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

Note 2. Critical 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, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Share-based payment transactions
The consolidated entity measures the cost of equity-settled transactions with employees 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 either the Monte-carlo or 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.

As share based payments valuations are inherently linked to the share price, share price volatility an swings thereof can have a material effect on the share-based payments recorded in the financial statements.

Performance conditions in share-based payments can significantly impact their valuation due to the uncertainty they introduce regarding the achievement of specific targets. Careful judgment in estimating the probability of meeting those conditions is required when valuing share-based payments.

Recovery of deferred tax assets
Deferred tax assets are recognised for deductible temporary differences and carry-forward losses only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.
Presently the consolidated entity has incurred losses from its operations in all tax jurisdictions that may be potentially available to be applied against assessable income in the future. Given the uncertainty as to when or if this occurs, the directors have decided not to recognise any deferred tax assets that may be represented by those losses.

Mine rehabilitation provision
The consolidated entity has considered whether a provision for rehabilitation of any tenements is required. The directors do not consider that such a provision is necessary due to the fact that rehabilitation is being undertaken on a progressive basis. Whilst the consolidated entity is in exploration phase it cannot reliably estimate the scope and costs of rehabilitation work that will need to be undertaken.

Note 2. Critical accounting judgements, estimates and assumptions (continued)

Exploration and evaluation costs (see note 9)
Impairment
As part of the Group's ongoing assessment of exploration and evaluation (E&E) assets for indicators of impairment, management exercises significant judgement in determining whether the carrying amounts of such assets are recoverable. This includes evaluating the technical feasibility and commercial viability of each project, as well as the intention and ability of the Group to continue exploration and development activities in the foreseeable future.

During the year, the Group decided not to renew the annual exploration licences for certain claims held with the Bureau of Land Management (BLM) in South Dakota, United States. The decision followed preliminary exploration activities which indicated that the claims lacked sufficient geological potential to warrant further expenditure. As a result, the Group recognised an impairment loss of $4,237,773, representing the full carrying value of capitalised exploration and evaluation expenditure associated with these claims. This amount includes acquisition costs, annual licence fees, and costs related to field work incurred to date.

Separately, following a strategic review of the Company's portfolio, management concluded that the Tin Mountain and Edison projects did not demonstrate economic viability under prevailing market conditions. Consequently, the Company has no further exploration or evaluation activities planned for both these assets in the foreseeable future. As a result, the Group recognised an impairment loss of $9,619,214, comprising the full carrying value of capitalised exploration and evaluation expenditure associated with the Edison project $4,888,467 and the Tin Mountain project $4,730,747.

Note 3. Operating segments

The consolidated entity is organised into 2 operating segments: Australia and the USA. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

Types of products and services
The principal products and services of each of these operating segments are as follows:

Australia	Mining exploration and evaluation in Australia
USA	Mining exploration and evaluation in the USA

Operating segment information

Consolidated - 2026	Australia $	USA $	Total $
EBITDA*	(6,386,329)	(1,803,493)	(8,189,822)
Depreciation and amortisation	(14,290)	(98,883)	(113,173)
Interest income	12,801	5,577	18,378
Finance costs	(751)	-	(751)
Impairment of assets	(142,596)	(13,856,987)	(13,999,583)
Loss before income tax expense	(6,531,165)	(15,753,786)	(22,284,951)
Income tax expense			-
Loss after income tax expense			(22,284,951)
Assets			
Segment assets	6,507,276	26,262,584	32,769,860
Total assets			32,769,860
Liabilities			
Segment liabilities	299,919	108,653	408,572
Total liabilities			408,572

Note 3. Operating segments (continued)

*Included within EBITDA is $4,290,472 of share-based payments, $3,685,869 of which is attributable to the Australia segment and $604,603 to the USA segment. EBITDA excluding share-based payments is a loss of $3,899,350. $2,700,460 of the EBITDA loss excluding share-based payments is attributable to the Australia segment and an EBITDA loss of $1,198,881 to the USA segment.

Consolidated - 2025	Australia $	USA $	Total $
EBITDA*	(3,281,654)	(1,260,303)	(4,541,957)
Depreciation and amortisation	(12,987)	(75,704)	(88,691)
Impairment of assets	-	(1,047,254)	(1,047,254)
Interest income	53,747	8,533	62,280
Loss before income tax expense	(3,240,894)	(2,374,728)	(5,615,622)
Income tax expense			-
Loss after income tax expense			(5,615,622)
Assets			
Segment assets	4,754,439	39,693,598	44,448,037
Total assets			44,448,037
Liabilities			
Segment liabilities	269,897	85,488	355,385
Total liabilities			355,385

*Included within EBITDA is $1,093,844 of share-based payments, $597,779 of which is attributable to the Australia segment and $496,065 to the USA segment. EBITDA excluding share-based payments is a loss of $3,448,113. $2,683,875 of the EBITDA loss excluding share-based payments is attributable to the Australia segment and an EBITDA loss of $764,238 to the USA segment.

Note 4. Corporate and administrative costs

	Consolidated	
	2026 $	**2025 $**
Administration expenses	477,548	473,604
Consultancy fees	311,641	469,881
Employee benefits expense	1,545,544	1,386,040
Legal fees	109,811	125,612
Marketing and promotion expenses	96,499	130,408
Other expenses	546,342	469,832
Professional fees	246,353	364,256
Share-based payments - business development and consultancy fees	975,620	929,017
Share-based payments - directors and employees	3,314,852	164,827
	7,624,210	4,513,477

Corporate and administrative costs of $7,624,210 were $3,110,733 higher than 2025. This was predominantly due to higher non-cash share-based payments made to directors and employees ($3,314,852 in 2026 versus $164,827 in 2025). The large year-on-year increase is primarily driven by the reversal of share-based payments in 2025 due to the cancellation of unlisted securities following a director's resignation in 2024, and the issuance of options and performance rights to directors and employees made during 2026 (see note 24 for details).

Note 5. Impairment

	Consolidated 2026 $	2025 $
Impairment of assets classified as held for sale (note 8)	142,596	-
Impairment of capitalised exploration and evaluation assets (note 9)	13,856,987	1,047,255
	13,999,583	1,047,255

Note 6. Loss on disposal of assets

	Consolidated 2026 $	2025 $
Loss on sale of property, plant and equipment	18,557	28,480
Loss on sale of assets classified for sale	115,000	-
	133,557	28,480

Note 7. Financial assets at fair value through other comprehensive income

	Consolidated 2026 $	2025 $
Non-current assets		
Shares in Arika Resources (ASX:ARI)	375,000	-

Refer to note 14 for further information on fair value measurement.

On 28 August 2025 the Company announced it had executed a binding agreement to transfer its interest in the Kookynie Gold Project tenements to Arika Resources Limited (ASX: ARI). This agreement was eventually settled on 12 October 2025. As part of this divestment, the Company was allotted 15,000,000 shares in the above-named Company.

At year-end, the market price of these shares was $0.025 per share resulting in a fair value of $375,000 for reporting purposes.

Note 8. Non-current assets classified as held for sale

	Consolidated 2026 $	2025 $
Capitalised exploration and evaluation - Kookynie	-	1,217,596

As at 31 March 2025, the Company was actively pursuing the sale of its Kookynie assets, requiring the assets to be classified as held for sale at their carrying value of $1,217,596.

During the half year ended 30 September 2025, the assets were impaired by $142,596 (see note 5) to a holding value of $1,075,000 being its expected fair value less costs to sell on that date. On 12 October 2025 these assets were sold for an amount of $960,000. This resulted in a loss on disposal of assets of $115,000 (see note 6).

Movement in non-current assets held for sale
Reconciliation in the movement of non-current assets held for sale during the current financial year are set out below:

Note 8. Non-current assets classified as held for sale (continued)

	Consolidated 2026 $	Consolidated 2025 $
Current assets		
Opening Balance 1 April	1,217,596	1,081,089
Holding costs of tenements	-	136,507
Impairment (note 5)	(142,596)	-
Loss on disposal of assets (note 6)	(115,000)	-
Proceeds of sale	(960,000)	-
	-	1,217,596

Note 9. Capitalised exploration and evaluation

Capitalised exploration and evaluation	Consolidated 2026 $	Consolidated 2025 $
Areas of interest		
Leonora	1,038,419	869,085
Tin Mountain	-	3,873,315
Edison	-	3,679,220
Tinton	-	302,207
Longview	19,795,725	20,904,349
Keystone	-	84,527
BLM Claims	5,794,896	-
Finley Basin	496,027	-
Custer	-	6,601,154
Dewey	-	1,937,242
	27,125,067	38,251,099

Reconciliations
Reconciliations of the values of capitalised exploration and evaluation projects at the beginning and end of the current financial year are set out below:

Consolidated	Leonora	Kookynie	Custer	Dewey	Tin Mountain	Edison	Tinton	Longview	Keystone	Total
Balance at 1 April 2024	764,860	-	5,961,632	2,268,308	1,242,504	3,329,346	145,114	15,669,987	114,470	29,496,221
Additions	104,225	136,507	685,283	223,527	2,314,846	192,942	150,248	4,494,010	32,928	8,334,516
Share-based payments - issuance of deferred shares	-	-	-	-	-	-	-	8,781	-	8,781
Share-based payments - issuance of ordinary shares (note 10)	-	-	-	-	-	-	-	4,500	-	4,500
Impairment of capitalised exploration asset	-	-	(324,010)	(655,594)	-	-	-	-	(67,651)	(1,047,255)
Net movement following classification of assets held for sale	-	(136,507)	-	-	-	-	-	-	-	(136,507)
Allotment of shares relating to Tin Mountain claim	-	-	-	-	214,329	-	-	-	-	214,329
Reversal of vesting charge on capitalised exploration and evaluation	-	-	-	-	-	-	-	(581,006)	-	(581,006)
Foreign exchange	-	-	278,249	101,001	101,636	156,932	6,845	1,308,077	4,780	1,957,520
Balance at 31 March 2025	869,085	-	6,601,154	1,937,242	3,873,315	3,679,220	302,207	20,904,349	84,527	38,251,099

Note 9. Capitalised exploration and evaluation (continued)

Consolidated	Leonora	Custer & Dewey	Tin Mountain	Edison	Tinton	BLM Claims	Longview	Keystone	Finley Basin	Total
Balance at 1 April 2025	869,085	8,538,396	3,873,315	3,679,220	302,207	-	20,904,349	84,527	-	38,251,099
Additions	169,334	-	1,076,897	1,599,149	-	479,506	949,101	-	126,909	4,400,896
Allotment of shares relating to E&E acquisitions (note 10)	-	-	842,518	-	-	-	-	-	176,471	1,018,989
Acquisition of assets via cash payments	-	-	456,830	-	-	75,154	-	-	192,647	724,631
Transfer to BLM Project Code	-	(8,061,655)	(1,191,016)	(80,390)	(281,617)	9,690,891	-	(76,213)	-	-
Impairment of capitalised exploration assets	-	-	(4,730,747)	(4,888,467)	-	(4,237,773)	-	-	-	(13,856,987)
Foreign exchange	-	(476,741)	(327,797)	(309,512)	(20,590)	(212,882)	(2,057,725)	(8,314)	-	(3,413,561)
Balance at 31 March 2026	1,038,419	-	-	-	-	5,794,896	19,795,725	-	496,027	27,125,067

Impairment of exploration and evaluation assets
The non-cash impairment expense of $13,856,987 was to the write-down in the carrying value of the Company's exploration and evaluation assets including Edison $4,888,467, Tin Mountain $4,730,747 and BLM claims $4,237,773. Following a strategic review of the Company's portfolio, management has concluded that the Tin Mountain and Edison projects do not demonstrate economic viability under prevailing market conditions. Consequently, the Company has no further exploration or evaluation activities planned for both these assets in the foreseeable future. This assessment was performed under a value-in-use basis for determining impairment. As such management determined the recoverable amount to be nil. In addition, the Company reduced its Bureau of Land Management (BLM) claims in South Dakota. Management concluded that a number of claims should not be renewed in order to reduce holding costs as these assets were not considered economically viable due to geology, access issues, and/or did not align with the Company's social licence to operate within the Black Hills area of South Dakota.

Capitalised exploration and evaluation additions
Capitalised exploration and evaluation additions of $4,400,896 included $1,076,897 of exploration expenditure at Tin Mountain in relation to 796 metres of diamond drilling and related activities, $1,599,149 of exploration expenditure at Edison in relation to 2,278 metres of diamond drilling and related activities, $949,101 of exploration at expenditure at Longview in relation to 675m of drilling and related activities and BLM expenditure of $479,506 including annual renewal fees (1,261 BLM claims), field sampling and mapping.

Acquisition of extension to Tin Mountain properties
On 1 July 2025, the Company announced the acquisition of a further 752-hectares adjacent to the Tin Mountain property, increasing the Tin Mountain Project footprint and enhancing exploration potential in the Black Hills, South Dakota. As consideration for this deal, the Company issued 7,455,912 shares in the Company (being USD $ 550,000 calculated based on the 30-day volume weighted average price (VWAP) up to and including 29 June 2025). In AUD, the valuation of these shares amounted to $842,518.

In addition, a US$300,000 cash payment to the original claim vendor, completed on 30 June 2025. This original vendor will also retain a 2% gross revenue royalty on future production from these purchased claims.

Ingersoll project transaction
The Company announced on 10 September 2025 that it had entered into an agreement to acquire the rights to the Ingersoll Project private land and 87 federal mining claims from South Dakota Operations LLC and SDO RE LLC, subsidiaries of Rapid Critical Metals Limited (ASX: RCM). On 1 May 2026 the Company announced that it had determined that the acquisition of the Ingersoll Project would not complete (See directors report and note 10). The Company had become aware of circumstances that prevent the transaction from being completed in its announced form. The Company is currently reviewing its position and assessing all options available to it in light of those circumstances. The Company will continue to update the market as decisions are made in accordance with its continuous disclosure obligations. The status of the 87 federal mining claims component of the transaction is unchanged from the announcement made on 1 May 2026.

Note 9. Capitalised exploration and evaluation (continued)

Acquisition of Finley Basin Tungsten Project
On 10 March 2026, the Company announced it had executed a definitive farm-in agreement, granting the Company the right to earn a shareholding in Finley Mining Inc., the owner of the Finley Basin Tungsten Project in Granite County, Montana, USA.

Under the agreement the Company has the right to earn a 70% fully diluted ownership interest in Finley Mining (the "Initial Interest") by:
(a) funding US$1 million of exploration expenditure on the Finley Basin Project over two years (unless extended); and
(b) finalising a JORC-compliant Inferred Mineral Resource estimate in respect of the Finley Basin Project.

After acquiring the Initial Interest, the Company can earn a further 20% interest in Finley Mining (totalling a 90% interest) by spending an additional $US1 million of exploration expenditure on the Finley Basin Project over an additional two years.

Upon the acquisition of the further Interest, the vendors' remaining interest will be bought back and converted to a 2% net smelter royalty over the Finley Basin Project, providing the Company with the potential to secure 100% ownership of Finley Mining and the Finley Basin Project. The Company retains the option to withdraw after a minimum spend of US$250,000 on the Finley Basin Project with no further obligations.

The transaction included consideration of $75,000 in cash to secure exclusivity over the acquisition of the project. On execution of the farm in agreement, a further $100,000 in cash was paid to the vendors for re-imbursement of historical project costs plus US withholding tax payable of $17,647 will be paid to the Inland Revenue Service (IRS). In addition, the Company issued the vendors $150,000 of shares calculated by the 10-day volume weighted average price of the company trading prior to the execution date of the farm in agreement. A further withholding tax of USD $26,471 ($44,118) will be paid to the IRS in relation to withholding tax payable on the issuance of shares.

In addition, the Company has also agreed, subject to shareholder approval, to issue up to $1,000,000 in shares payable upon achieving specified JORC compliant Inferred Resource milestones within 5 years of the formal agreement execution (see note 17 for additional details on this contingent consideration):
• 850,000 tonnes at >0.68% WO_3: $500,000 in shares
• 2,500,000 tonnes at >0.50% WO_3: $250,000 in shares
• 5,000,000 tonnes at >0.50% WO_3: $250,000 in shares

Share pricing for above deferred payments will be based on the 10-day VWAP on the ASX up to but excluding the announcement date of the relevant resource milestone. If shareholder approval is not obtained for any of the relevant milestones, Iris will instead pay the vendors the equivalent cash amount.

Transfer of BLM Assets
During the period, the consolidated entity re-allocated claims previously allocated across the Custer, Dewey, Tin Mountain, Edison, Keystone and Tinton project to 'BLM Claims'. These represent costs that were attributable to the Bureau of Land Management ('BLM') claims in South Dakota.

Note 10. Issued capital

	Consolidated			
	2026 Shares	2025 Shares	2026 $	2025 $
Ordinary shares - fully paid	284,330,201	176,559,382	67,533,847	61,719,352

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 April 2024	139,034,982		50,169,095
Issue of shares - exercise of zero exercise price options	1 July 2024	1,500,000	$0.000	-
Ordinary share tranches vesting upfront as payment to consultant	14 August 2024	50,000	$0.340	17,000
Ordinary share tranches vesting upfront as payment for exploration and evaluation	14 August 2024	75,000	$0.180	13,500
Issue of shares - exercise of zero exercise price options	14 August 2024	1,500,000	$0.000	-

Note 10. Issued capital (continued)

Details	Date	Shares	Issue price	$
Issues of shares in accordance with equity incentive plan as payment to employee *	14 August 2024	100,000	$0.000	-
Issue of shares - exercise of zero exercise price options	15 September 2024	2,500,000	$0.000	-
Issue of shares from placement *	10 December 2024	30,540,000	$0.250	7,635,000
Transfer of vesting charge from share based payment reserve following issuance of fully paid ordinary shares for acquisition of patented claims **	10 December 2024	1,259,400	$0.167	214,329
Vesting charge transferred from share-based payment reserve on conversion of options and performance rights		-	$0.000	4,740,000
Reversal of vesting charge on capitalised exploration and evaluation		-	$0.000	(581,006)
Costs of capital raise		-	$0.000	(488,566)
Balance	31 March 2025	176,559,382		61,719,352

Note 10. Issued capital (continued)

Balance	1 April 2025	176,559,382		61,719,352
Issue of placement shares to Kevin Smith (Director)	24 April 2025	1,500,000	$0.250	375,000
Issue of shares from placement	7 August 2025	44,311,845	$0.085	3,766,507
Issue of shares - exercise of performance rights	7 August 2025	500,000	$0.000	-
Issue of shares - exercise of zero exercise price options	7 August 2025	1,000,000	$0.000	-
Issue of shares as part consideration for the acquisition of the Tin Mountain Extension Property (note 9)	29 August 2025	7,455,912	$0.110	842,518
Further issue of shares as part consideration for the acquisition of the Ingersoll Property (see below and note 9)	14 November 2025	5,341,878	$0.000	-
Issue of shares from placement to Anthony Collins (Director)	14 November 2025	5,882,352	$0.085	500,000
Issue of shares - exercise of performance rights options	19 January 2026	500,000	$0.000	-
Further issue of shares as part consideration for the acquisition of the Ingersoll Property (see below and note 9)	19 January 2026	5,341,878	$0.000	-
Issue of shares from placement	10 February 2026	32,727,276	$0.165	5,400,000
Issue of shares - exercise of zero exercise price options	20 February 2026	500,000	$0.000	-
Issue of shares as part consideration for the acquisition of the Finley Basin Tungsten Project (note 9)	13 March 2026	1,209,678	$0.124	150,000
Issue of shares - exercise of zero exercise price options	13 March 2026	1,500,000	$0.000	-
Vesting charge transferred from share-based payment reserve		-	$0.000	821,500
Cost of options issued to brokers and sophisticated investors as costs of capital raising		-	$0.000	(5,328,249)
Costs of capital raise		-	$0.000	(712,781)
Balance	31 March 2026	284,330,201		67,533,847

Issue of shares as part consideration for the acquisition of the Ingersoll Property
During the year, the Company issued 10,683,756 ordinary shares as consideration for the proposed acquisition of certain mining tenements and associated claims. These were issued in two equal tranches on 14 November 2025 and 19 January 2026.

Subsequent to the issuance of the shares, (1 May 2026) the Company announced that it had determined that the acquisition of the Ingersoll Project would not complete (See Directors Report and note 9). The Company had become aware of circumstances that prevent the transaction from being completed in its announced form in respect of that component of the acquisition. The Company is currently reviewing its position and assessing all options available to it in light of those circumstances. The Company will continue to update the market as decisions are made in accordance with its continuous disclosure obligations.

Accordingly, management has determined that the acquisition does not meet the requirements for recognition as an asset at reporting date. No value has been attributed to the shares issued in connection with the proposed acquisition and the agreement has been accounted for at nil value in these financial statements.

The shares remain on issue as at reporting date and are included within the Company's total issued capital. The Company continues to pursue its legal rights in relation to the matter and will reassess the accounting treatment should circumstances change in a future reporting period.

Ordinary shares
Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back
There is no current on-market share buy-back.

Note 10. Issued capital (continued)

Capital risk management
The consolidated entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current Company's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

Note 11. Reserves

	Consolidated	
	2026	**2025**
	$	**$**
Equity-settled reserve	11,625,812	14,176,935
Foreign currency reserve	(980,416)	2,945,839
Financial value reserve	(150,000)	-
	10,495,396	17,122,774

Financial assets at fair value through other comprehensive income reserve
The reserve is used to recognise increments and decrements in the fair value of financial assets at fair value through other comprehensive income.

Foreign currency reserve
The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars.

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees, directors and contractors as part of their remuneration, and other parties as part of their compensation for the provision of goods and services.

Note 11. Reserves (continued)

Movements in reserves
Movements in the share-based reserve during the current financial year are set out below:

Consolidated	Equity-settled Reserve $	Foreign Currency Reserve $	Fair Value Reserve $	Total $
Balance at 1 April 2025	14,176,935	2,945,839	-	17,122,774
Foreign currency translation	-	(3,926,254)	-	(3,926,254)
Fair value movement on financial assets valued through other comprehensive income	-	-	(150,000)	(150,000)
Transfer of vesting charge on exercise of zero exercise price options	(502,000)	-	-	(502,000)
Transfer of vesting charge on exercise of performance rights	(319,500)	-	-	(319,500)
Expiry and lapse of options and performance rights	(11,366,470)	-	-	(11,366,470)
Cost of options issued to broker as costs of capital raising (note 10)	5,328,249	-	-	5,328,249
Vesting charge for share based payment	4,308,597	-	-	4,308,597
Balance at 31 March 2026	11,625,811	(980,415)	(150,000)	10,495,396

* Exercise of options above reflects the reclassification of the cumulative vesting charge from the reserve to issued capital upon exercise. This reclassification does not include cash receipted on exercise of options. Refer to note 10 for cash receipted on exercise of options.

Note 12. Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Note 13. Financial instruments

Financial risk management objectives
The consolidated entity's activities expose it to the following financial risks: market risk (foreign currency risk) and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity.

The consolidated entity's finance function provides services to the business and monitors and manages the financial risks relating to the operations of the consolidated entity in accordance with the decisions of Chief Financial Officer and the directors.

Market risk

Foreign currency risk
The consolidated entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

The average exchange rates and reporting date exchange rates applied were as follows:

	Average exchange rates		**Reporting date exchange rates**	
	2026	**2025**	**2026**	**2025**
Australian dollars				
US dollars	1.5128	1.5344	1.4450	1.6025

Note 13. Financial instruments (continued)

The carrying amount of the consolidated entity's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

Consolidated	Assets 2026 $	Assets 2025 $	Liabilities 2026 $	Liabilities 2025 $
US dollars	511,662	1,625,058	(31,840)	(85,611)

Foreign currency sensitivity
The following table demonstrates the sensitivity to a reasonably possible change in the foreign exchange rate, with all other variables held constant, of the consolidated entity's comprehensive income due to changes in the carrying value of monetary assets and liabilities at reporting date:

Increase/(decrease) in foreign exchange rate	Effect on comprehensive income for the year ended 31 March 2026 $AUD	Effect on comprehensive income for the year ended 31 March 2025 $AUD
+5%	21,812	77,265
-5%	(21,812)	(77,265)

Liquidity risk
Liquidity risk is the risk that the consolidated entity is unable to meet its financial obligations as they fall due.

The ultimate responsibility for liquidity risk management rests with the board of directors, who periodically review the consolidated entity's short, medium and long-term funding and liquidity management requirements. The consolidated entity manages liquidity risk by maintaining reserves, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities where possible.

Remaining contractual maturities
The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 2026	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	315,223	-	-	-	315,223
Total non-derivatives		315,223	-	-	-	315,223

Note 13. Financial instruments (continued)

Consolidated - 2025	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	274,389	-	-	-	274,389
Total non-derivatives		274,389	-	-	-	274,389

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 14. Fair value measurement

Fair value hierarchy
The following tables detail the consolidated entity's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:
Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date
Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
Level 3: Unobservable inputs for the asset or liability

Consolidated - 2026	Level 1 $	Level 2 $	Level 3 $	Total $
Assets				
Ordinary shares	375,000	-	-	375,000
Total assets	375,000	-	-	375,000

There were no transfers between levels during the financial year.

Note 15. Key management personnel disclosures

Directors
The following persons were directors and management of IRIS Metals Limited during the financial year:

Directors:

Chris Evans	Non-Executive Director (appointed 1 December 2025) and transitioned to Non-Executive Chairman on 4 March 2026
Peter Marks	Transitioned from Executive Chairman to Non-Executive Director on 4 March 2026
Anthony Collins	Non-Executive Director
Tal Paneth	Non-Executive Director (resigned 4 March 2026)
Kevin Smith	Non-Executive Director (passed away 22 March 2026)

Other Key Management Personnel:
Matt Hartmann
Damien Henderson

Note 15. Key management personnel disclosures (continued)

Compensation
The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	2026	2025
	$	$
Short-term employee benefits	1,250,241	1,262,437
Post-employment benefits	99,690	92,811
Share-based payments	3,097,373	1,827,427
Reversal of share-based payments	-	(2,434,758)
	4,447,304	747,917

Note 16. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by, the auditor of the consolidated entity:

	Consolidated	
	2026	2025
	$	$
Audit services (William Buck Audit (Vic) Pty Ltd):		
Audit or review of the financial statements	74,146	65,800

Note 17. Commitments and contingencies

The consolidated entity has minimum expenditure requirements on its Western Australian tenements that amount to $287,840 for the year ended 31 March 2026 (31 March 2025: $584,800). Note that each tenement has a different anniversary in which to meet minimum expenditure. The consolidated entity has met its minimum expenditure requirements for the year ended 31 March 2026 and 31 March 2025. For the upcoming year ended 31 March 2027, the consolidated entity has commitments totalling $588,800 on its Western Australian tenements.

There are no minimum spend requirements in relation to any of the consolidated entity's patented and BLM claims in South Dakota.

The consolidated entity has royalty arrangements as follows:

- 1.25% net smelter royalty across the consolidated entity’s South Dakota BLM tenure;
- 2% net smelter royalty at Beecher and Longview properties in South Dakota; and
- USD$50k upon decision to mine and USD$50 per ton of spodumene mined at Beecher Extended and Black Diamond properties.

Note 17. Commitments and contingencies (continued)

Deferred Consideration

Ingersoll transaction
As announced on 10 September 2025, the Ingersoll acquisition included the Ingersoll Project, comprising 12.2 hectares of private land near Keystone, South Dakota, on which the historic Bob Ingersoll Mine is situated. The Ingersoll Project was to be transferred to IRIS via assignment of the underlying Contract for Deed held by the Sellers.

The Company advises that it will not be completing the acquisition of the Ingersoll Project private land component as previously announced. The Company has become aware of circumstances that prevent the transaction from being completed in its announced form in respect of that component of the acquisition.

The Company is currently reviewing its position and assessing all options available to it in light of those circumstances. The Company will continue to update the market as decisions are made in accordance with its continuous disclosure obligations.

Finley Basin acquisition
Following the acquisition of the Finley Basin Tungsten Project as detailed in note 9, the Company has agreed to issue up to $1,000,000 in shares payable upon achieving specified JORC-compliant Inferred Resource milestones within 5 years of the formal agreement execution.

The shares are to be issued as follows should the required resource be achieved:

- Upon the achievement of a JORC-compliant Inferred Mineral Resource Estimate exceeding 850,000 tonnes at a grade greater than 0.68% WO_3 in respect of the Mining Claims within five years of the Execution Date, the Company will issue Iris Shares with a value of AUD$500,000. The number of shares to be issued will be determined by dividing AUD$500,000 by the 10-day volume weighted average price (VWAP) of Iris Shares traded on the ASX immediately preceding the issue date.
- Upon the achievement of a JORC-compliant Indicated Mineral Resource Estimate exceeding 2,500,000 tonnes at a grade greater than 0.50% WO_3 in respect of the Mining Claims within five years of the Execution Date, the Company will issue Iris Shares with a value of AUD$250,000. The number of shares to be issued will be determined by dividing AUD$250,000 by the 10-day volume weighted average price (VWAP) of Iris Shares traded on the ASX immediately preceding the issue date.
- Upon the achievement of a JORC-compliant Indicated Mineral Resource Estimate exceeding 5,000,000 tonnes at a grade greater than 0.50% WO_3 in respect of the Mining Claims within five years of the Execution Date, the Company will issue Iris Shares with a value of AUD$250,000. The number of shares to be issued will be determined by dividing AUD$250,000 by the 10-day volume weighted average price (VWAP) of Iris Shares traded on the ASX immediately preceding the issue date.

Upon acquisition of the Further Interest (increasing ownership to 90%), a 2% net smelter royalty will be granted over the Finley Basin Project. Achievement of this milestone provides the Company with the potential to secure 100% ownership of Finley Mining and the Finley Basin Project.

The above conditions are dependent upon receiving shareholder approval.

There are no other contractual commitments or contingent liabilities at 31 March 2026 (31 March 2025: none).

Note 18. Related party transactions

Parent entity
IRIS Metals Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 20.

Key management personnel
Disclosures relating to key management personnel are set out in note 15 and the remuneration report included in the directors' report.

Note 18. Related party transactions (continued)

Transactions with related parties
During the year ended 31 March 2026 the following related party transactions occurred:
- Newburyport Partners Pty Ltd, a related entity of Peter Marks, was paid $16,000 (excluding GST) for office rent costs and contribution of office fit out. The rental agreement is at current market terms and it is deemed at arm's length.
- Chris Evans, a Director appointed 01 December 2025, was paid $4,500 for consultancy services during his tenure as Director.
- Anthony Collins was paid $48,634 for consultancy services during the year as a Director.

Receivable from and payable to related parties
There were no payable to or receivable balances from related parties at the reporting date.

There were no loans payable to or receivable from related parties at the reporting date.

Note 19. Parent entity information

Statement of profit or loss and other comprehensive income

	Parent	
	2026	**2025**
	$	**$**
Loss after income tax	(8,715,852)	(3,239,475)
Total comprehensive income	(8,715,852)	(3,239,475)

Statement of financial position

	Parent	
	2026	**2025**
	$	**$**
Total current assets	4,176,903	3,830,857
Total assets	52,834,372	41,680,758
Total current liabilities	316,252	257,395
Total liabilities	316,252	-
Equity		
Issued capital	67,536,847	61,722,352
Reserves	11,467,758	9,095,510
Accumulated losses	(26,486,485)	(29,137,104)
Total equity	52,518,120	41,680,758

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 31 March 2026 (31 March 2025: none).

Contingent liabilities
The parent entity had no contingent liabilities as at 31 March 2026 (31 March 2025: none).

Capital commitments - Property, plant and equipment
The parent entity had no capital commitments for property, plant and equipment as at 31 March 2026 (31 March 2025: none).

Note 19. Parent entity information (continued)

Material accounting policy information
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1, except for the following:
- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 20. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 1:

		Ownership interest	
Name	**Principal place of business / Country of incorporation**	**2026 %**	**2025 %**
Lofasz Pty Ltd	Australia	100.00%	100.00%
BH Exploration Pty Ltd	Australia	100.00%	100.00%
IRIS Metals Inc.	United States	100.00%	100.00%
White Rock L.L.C.	United States	100.00%	100.00%
Longview Minerals L.L.C.	United States	100.00%	100.00%
Lotus Minerals L.L.C.	United States	100.00%	100.00%
Tin Mountain Minerals LLC	United States	100.00%	-
Ingersoll Minerals LLC	United States	100.00%	-
Iris Metals Montana LLC	United States	100.00%	-

Note 21. Events after the reporting period

On 28 April, 2026 the Company announced an updated JORC 2012-compliant Mineral Resource Estimate (MRE) of 3.03 million tonnes (Mt) at 1.00% Li_2O and 0.116% Rb_2O (Indicated & Inferred) at the Beecher Project ("Beecher") in the Black Hills of South Dakota, USA.

The Company announced on 10 September 2025 that it had entered into an agreement to acquire the rights to the Ingersoll Project private land and 87 federal mining claims from South Dakota Operations LLC and SDO RE LLC, subsidiaries of Rapid Critical Metals Limited (ASX: RCM). On 1 May 2026 the Company announced that it had determined that the acquisition of the Ingersoll Project would not complete (See notes 9 and 10). The Company had become aware of circumstances that prevent the transaction from being completed in its announced form. The Company is currently reviewing its position and assessing all options available to it in light of those circumstances. The Company will continue to update the market as decisions are made in accordance with its continuous disclosure obligations. The status of the 87 federal mining claims component of the transaction is unchanged from the announcement made on 1 May 2026.

No other matter or circumstance has arisen since 31 March 2026 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 22. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2026	**2025**
	$	**$**
Loss after income tax expense for the year	(22,284,951)	(5,615,622)
Adjustments for:		
Depreciation and amortisation expense	113,203	88,691
Impairment of assets	13,999,583	1,047,255
Write off of unclaimable GST	39,796	59,952
Net loss on disposal of property, plant and equipment	134,081	-
Share-based payments	4,290,472	1,093,844
Options issued to broker	-	884,470
Change in operating assets and liabilities:		
Increase in other receivables	(20,524)	(74,088)
Decrease in other assets	21,944	507,274
Decrease in trade and other payables	(3,284)	(1,174,037)
Increase in employee benefits	12,353	8,423
Net cash used in operating activities	(3,697,327)	(3,173,838)

Note 23. Earnings per share

	Consolidated	
	2026	**2025**
	$	**$**
Earnings per share for loss from continuing operations		
Loss after income tax attributable to the owners of IRIS Metals Limited	(22,284,951)	(5,615,622)

	Cents	**Cents**
Basic earnings per share	(10.03)	(3.71)
Diluted earnings per share	(10.03)	(3.71)

	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	222,079,651	151,389,318
Weighted average number of ordinary shares used in calculating diluted earnings per share	222,079,651	151,389,318

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income 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. Potential ordinary shares are treated as dilutive only when their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations. Options and performance rights held over ordinary shares would decrease the loss per share reported above and hence, have been treated as antidilutive.

Note 24. Share-based payments

During the period, the following unquoted securities were issued:

IRIS METALS

Note 24. Share-based payments (continued)

Grant date	Expiry date	Exercise price	Type	Granted	Conditions
29/04/2025	05/01/2027	$0.00	Employee ZEPO's	1,500,000	Employee options. Vests in 3 tranches of 500,000 on achievement of Employee remaining in office 6m, 12m and 18m from date of issue. These zero exercise price options were granted to the employee in the previous financial year, however the options were not issued until 24 April 2025.
02/04/2025	21/02/2027	$0.40	Options	10,000,000	Corporate advisory services options issued in connection with a capital raise.
02/04/2025	29/04/2027	$0.00	Performance rights	1,500,000	**Class I:** Vesting on the Company achieving a one of the following; i) the 5-day VWAP of the Company's Shares being equal to or greater than $0.50 (50 cents) prior to the Expiry Date; or ii) the 5-day VWAP of the Company's Shares being equal to or greater than $0.75 (75 cents) prior to the Expiry Date; or iii) a signed commercial third-party offtake contract of sufficient size to underpin the commencement of mining operations; or iv) A positive Financial Investment Decision (FID), supported by sufficient project finance, pre-pay or grant/loan funding to support the FID; or v) Securing of Government or financial support in the form of a grant low-interest backed loan, non-dilutive capital or tax incentives which support the capital structure for the FID.
02/04/2025	29/04/2027	$0.00	Performance rights	1,500,000	Class J - Same condition as Class I above.
02/04/2025	29/04/2027	$0.00	Performance rights	1,500,000	Class K - Same condition as Class I above.
01/04/2025	01/04/2027	$0.00	Employee ZEPO's	1,000,000	These options vest immediately on issue.
01/04/2025	01/04/2027	$0.00	Employee ZEPO's	500,000	These options vest 6m from issue.
01/04/2025	30/09/2027	$0.40	Options	2,000,000	Corporate advisory options. These options vest immediately.
17/04/2025	17/04/2027	$0.00	Director Options	1,500,000	Director options. Vests in 3 tranches of 500,000 on achievement of Director remaining in office 12m, 18m and 24m from date of issue.
29/08/2025	29/08/2027	$0.00	Performance rights	1,500,000	Director performance rights. Vests in 3 tranches of 500,000 following 6m, 12m and 18m from date of issue and each tranche expires 6 months after the completion date of vesting respectively.
07/11/2025	30/06/2027	$0.20	Options	4,000,000	Corporate advisory services options issued to lead managers in connection with a capital raise. These options vest immediately on issue.
07/11/2025	14/11/2027	$0.20	Options	10,000,000	Corporate advisory services options issued to lead managers in connection with a capital raise. These options vest immediately on issue.
07/11/2025	14/11/2027	$0.20	Options	4,250,000	Corporate advisory services options issued to sophisticated investors in connection with a capital raise. These options vest immediately on issue.
21/11/2025	14/11/2027	$0.20	Options	2,000,000	Corporate advisory services options issued to sophisticated investors in connection with a capital raise. These options vest immediately on issue.
07/11/2025	14/05/2027	$0.00	Options	1,500,000	Corporate advisory services options issued to lead managers in connection with a capital raise. Vest on the Company's 5-day VWAP being equal to a minimum of $0.30 per share.

Note 24. Share-based payments (continued)

Grant date	Expiry date	Exercise price	Type	Granted	Conditions
07/11/2025	14/11/2027	$0.00	Options	1,500,000	Corporate advisory services options issued to lead managers in connection with a capital raise. Vest on the Company's 5-day VWAP being equal to a minimum of $0.50 per share.
07/11/2025	14/11/2028	$0.00	Performance rights	6,000,000	Class O, P, Q - Director performance rights. Vests in 3 tranches of 1,000,000 following 6m, 12m, 18m from date of issue and each tranche expires 6 months after the completion of vesting respectively.
07/11/2025	14/05/2027	$0.00	Consultant ZEPO's	3,000,000	Vests in 3 tranches of 1,000,000 following 3m, 6m and 12m from date of issue and each tranche expires 6 months after the completion date of vesting respectively.
11/11/2025	14/11/2027	$0.00	Employee ZEPO's	3,000,000	Vests in 3 tranches of 1,000,000 following employee remaining in employment 6m, 12m and 18m from date of issue and each tranche expires 6 months after the completion date of vesting respectively.
08/12/2025	01/06/2028	$0.00	Director Options	2,000,000	Vests in 2 tranches of 1,000,000 following Director remaining in employment 6m and 12m from date of issue and each tranche expires 18 months after the completion date of vesting respectively.
26/03/2026	10/02/2029	$0.25	Options	2,000,000	Corporate advisory services options issued to lead managers in connection with a capital raise. These options vest immediately on issue.
26/03/2026	10/02/2029	$0.29	Options	2,000,000	Corporate advisory services options issued to lead managers in connection with a capital raise. These options vest immediately on issue.
				63,750,000	

* These zero exercise price options were granted to an employee in connection with their employment agreement during the year, however the options were not issued until subsequent to year end on 24 April 2025.

Set out below are summaries of options and rights granted as at 31 March 2026:

Note 24. Share-based payments (continued)

2026

Grant date	Expiry date	Exercise price	Balance at the start of the year *	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
15/08/2022	31/07/2025	$0.400	1,500,000	-	-	(1,500,000)	-
02/06/2022	31/07/2025	$0.400	4,000,000	-	-	(4,000,000)	-
15/08/2022	31/07/2025	$0.400	4,100,000	-	-	(4,100,000)	-
11/07/2022	31/07/2025	$0.400	6,000,000	-	-	(6,000,000)	-
30/08/2022	31/07/2025	$0.400	2,000,000	-	-	(2,000,000)	-
30/08/2022	31/01/2026	$1.200	500,000	-	-	(500,000)	-
05/05/2023	14/06/2025	$1.500	7,377,500	-	-	(7,377,500)	-
05/05/2023	14/06/2025	$1.500	750,000	-	-	(750,000)	-
05/05/2023	14/06/2026	$1.500	2,500,000	-	-	-	2,500,000
05/05/2023	14/06/2025	$0.000	1,400,000	-	-	(1,400,000)	-
05/05/2023	30/06/2025	$0.000	1,400,000	-	-	(1,400,000)	-
05/05/2023	30/06/2026	$0.000	1,400,000	-	-	-	1,400,000
10/08/2023	14/06/2025	$1.500	266,241	-	-	(266,241)	-
15/08/2023	14/06/2025	$1.500	250,000	-	-	(250,000)	-
14/02/2025	14/02/2027	$0.400	200,000	-	-	-	200,000
24/06/2024	31/12/2025	$0.400	6,500,000	-	-	(6,500,000)	-
29/04/2025	05/01/2027	$0.000	1,500,000	-	(1,500,000)	-	-
30/08/2024	13/09/2025	$0.000	500,000	-	(500,000)	-	-
30/08/2024	13/03/2026	$0.000	500,000	-	(500,000)	-	-
30/08/2024	13/09/2026	$0.000	500,000	-	(500,000)	-	-
02/04/2025	21/02/2027	$0.400	-	10,000,000	-	-	10,000,000
02/04/2025	29/04/2027	$0.000	-	1,500,000	-	-	1,500,000
02/04/2025	29/04/2027	$0.000	-	1,500,000	-	-	1,500,000
02/04/2025	29/04/2027	$0.000	-	1,500,000	-	-	1,500,000
01/04/2025	01/04/2027	$0.000	-	1,000,000	-	-	1,000,000
01/04/2025	01/04/2027	$0.000	-	500,000	-	-	500,000
01/04/2025	30/09/2027	$0.400	-	2,000,000	-	-	2,000,000
02/04/2025	17/04/2027	$0.000	-	1,500,000	(500,000)	-	1,000,000
29/08/2025	29/08/2027	$0.000	-	1,500,000	(500,000)	-	1,000,000
07/11/2025	30/06/2027	$0.200	-	4,000,000	-	-	4,000,000
07/11/2025	14/11/2027	$0.200	-	14,250,000	-	-	14,250,000
21/11/2025	14/11/2027	$0.200	-	2,000,000	-	-	2,000,000
07/11/2025	14/05/2027	$0.000	-	1,500,000	-	-	1,500,000
07/11/2025	14/11/2027	$0.000	-	1,500,000	-	-	1,500,000
07/11/2025	14/11/2028	$0.000	-	6,000,000	-	-	6,000,000
11/11/2025	14/05/2027	$0.000	-	3,000,000	-	-	3,000,000
11/11/2025	14/05/2027	$0.000	-	3,000,000	-	-	3,000,000
08/12/2025	01/06/2028	$0.000	-	2,000,000	-	-	2,000,000
26/03/2026	10/02/2029	$0.248	-	2,000,000	-	-	2,000,000
26/03/2026	10/02/2029	$0.289	-	2,000,000	-	-	2,000,000
			43,143,741	62,250,000	(4,000,000)	(36,043,741)	65,350,000
Weighted average exercise price			$0.560	$0.090	$0.000	$0.570	$0.140

* Included in the opening balance column are 1,500,000 zero exercise price options granted to an employee in connection with their employment agreement on 5 July 2024, however the options were not issued until the current financial year, on 29 April 2025.

The weighted average share price during the year, in which options and performance rights were exercised, was $0.162 (31 March 2025: $0.27).

Note 24. Share-based payments (continued)

Set out below are the options exercisable at the end of the financial year:

Grant date	Expiry date	2026 Number	2025 Number
15/08/2022	31/07/2025	-	1,500,000
02/06/2022	31/07/2025	-	4,000,000
15/08/2022	31/07/2025	-	4,100,000
11/07/2022	31/07/2025	-	6,000,000
31/08/2022	31/07/2025	-	2,000,000
05/05/2023	14/06/2025	-	7,377,500
05/05/2023	14/06/2025	-	750,000
05/05/2023	14/06/2026	2,500,000	2,500,000
10/08/2023	14/06/2025	-	266,241
15/08/2023	14/06/2025	-	250,000
24/06/2024	31/12/2025	-	6,500,000
30/08/2022	31/01/2026	-	500,000
14/02/2025	14/02/2027	200,000	200,000
02/04/2025	02/04/2027	10,000,000	-
01/04/2025	01/04/2027	1,000,000	-
01/04/2025	01/04/2027	500,000	-
02/04/2025	30/09/2027	2,000,000	-
07/11/2025	30/06/2027	4,000,000	-
07/11/2025	14/11/2027	10,000,000	-
07/11/2025	14/11/2027	4,250,000	-
21/11/2025	14/11/2027	2,000,000	-
11/11/2025	14/02/2026	1,000,000	-
		37,450,000	35,943,741

The weighted average remaining contractual life of options and rights outstanding at the end of the financial year was 2.99 years (2025: 0.76 years).

Under the employee securities incentive plan, eligible participants (the 'recipients') may be awarded deferred shares in exchange for goods or services. The deferred shares convert into one ordinary share each on vesting at an exercise price of nil. The recipients do not receive any dividends and are not entitled to vote in relation to the deferred shares during the vesting period. If a recipient ceases to be employed or engaged by the consolidated entity within this period, the deferred shares will be forfeited, except in limited circumstances that are approved by the board and/or on a case-by-case basis.

The number of fully paid ordinary shares to be granted upon conversion of the deferred shares is fixed at the date of grant.

The fair value of the deferred shares at grant date was estimated by taking the market price of the Company’s shares on that date less the present value of expected dividends that will not be received by the recipients on their rights during the relevant vesting period. Dividends for all deferred shares disclosed above have been estimated at nil.

The fair value is recognised as an expense over the relevant service period, which is the vesting period of the deferred shares.

Set out below are summaries of deferred shares granted as at 31 March 2026:

Note 24. Share-based payments (continued)

2026

Grant date	Expiry date	Share price at grant date	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
13/05/2022	13/05/2024	$0.630	500,000	-	-	-	500,000
13/05/2022	13/05/2025	$0.630	500,000	-	-	-	500,000
13/05/2022	13/05/2026	$0.630	500,000	-	-	-	500,000
07/08/2024	14/08/2025	$0.180	50,000	-	(50,000)	-	-
07/08/2024	14/08/2025	$0.180	25,000	-	(25,000)	-	-
07/08/2024	14/08/2026	$0.180	25,000	-	-	-	25,000
			1,600,000	-	(75,000)	-	1,525,000

The weighted average remaining contractual life of deferred shares outstanding at the end of the financial year was 0.04 years (2025: 0.43 years)

Share-based payments in relation to unlisted securities during the period ended 31 March 2026 were recognised as follows:
- $4,290,472 of share-based payment expenses were recognised in the statement of profit or loss during the year. $975,620 of this amount relates to share-based payment expenses for business development and consultancy fees (note 4) and $3,314,852 of the amount was recognised as a share-based payment expense to directors and employees (note 4);
- $1,018,989 was recognised as capitalised exploration and evaluation assets via the issuance of ordinary shares and options (note 10);

Share-based payments in relation to unlisted securities during the period ended 31 March 2025 were recognised as follows:
- $1,093,844 of share-based payment expenses were recognised in the statement of profit or loss during the year. $929,017 of this amount relates to share-based payment expenses for business development and consultancy fees (note 4) and $164,827 of the amount was recognised as a share-based payment expense to directors and employees (note 4);
- $4,500 was recognised as capitalised exploration and evaluation assets for the acquisition of assets (note 6);
- $214,329 was recognised as capitalised exploration and evaluation assets via the issuance of ordinary shares and options (note 6)

For the unlisted securities granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
02/04/2025	21/02/2027	$0.200	$0.400	109.00%	-	3.33%	$0.08
17/04/2025	17/04/2026	$0.200	$0.000	109.00%	-	3.33%	$0.20
17/04/2025	17/10/2026	$0.200	$0.000	109.00%	-	3.33%	$0.20
17/04/2025	17/04/2027	$0.200	$0.000	109.00%	-	3.33%	$0.20
02/04/2025	29/04/2027	$0.200	$0.000	109.00%	-	3.33%	$0.16
02/04/2025	29/04/2027	$0.200	$0.000	109.00%	-	3.33%	$0.16
02/04/2025	29/04/2027	$0.200	$0.000	109.00%	-	3.33%	$0.17
02/04/2025	29/04/2027	$0.200	$0.000	109.00%	-	3.33%	$0.16
02/04/2025	29/04/2027	$0.200	$0.000	109.00%	-	3.33%	$0.16
02/04/2025	29/04/2027	$0.200	$0.000	109.00%	-	3.33%	$0.17
01/04/2025	01/04/2027	$0.240	$0.000	116.00%	-	3.77%	$0.24
01/04/2025	01/04/2027	$0.240	$0.000	116.00%	-	3.77%	$0.24
01/04/2025	30/09/2027	$0.240	$0.400	117.00%	-	3.33%	$0.13
29/08/2025	29/08/2026	$0.100	$0.000	134.00%	-	3.77%	$0.10
29/08/2025	01/03/2027	$0.100	$0.000	134.00%	-	3.33%	$0.10
29/08/2025	29/08/2027	$0.100	$0.000	124.00%	-	3.33%	$0.10
07/11/2025	30/06/2027	$0.290	$0.200	113.00%	-	3.67%	$0.18
07/11/2025	14/11/2027	$0.290	$0.200	113.00%	-	3.67%	$0.19

Note 24. Share-based payments (continued)

07/11/2025	14/11/2027	$0.29	$0.20	113.00%	-	3.67%	$0.19
07/11/2025	14/11/2027	$0.29	$0.20	113.00%	-	3.67%	$0.19
07/11/2025	14/11/2027	$0.29	$0.20	113.00%	-	3.67%	$0.19
07/11/2025	14/05/2027	$0.29	$0.00	113.00%	-	3.67%	$0.20
07/11/2025	14/11/2027	$0.29	$0.00	113.00%	-	3.67%	$0.17
07/11/2025	14/11/2027	$0.29	$0.00	116.00%	-	3.67%	$0.29
07/11/2025	14/05/2027	$0.29	$0.00	116.00%	-	3.67%	$0.29
07/11/2025	14/11/2028	$0.29	$0.00	116.00%	-	3.67%	$0.29
07/11/2025	14/11/2027	$0.29	$0.00	116.00%	-	3.67%	$0.29
07/11/2025	14/05/2028	$0.29	$0.00	116.00%	-	3.67%	$0.29
07/11/2025	14/11/2028	$0.29	$0.00	116.00%	-	3.67%	$0.29
11/11/2025	14/08/2026	$0.29	$0.00	116.00%	-	3.67%	$0.29
11/11/2025	14/08/2026	$0.29	$0.00	116.00%	-	3.67%	$0.29
11/11/2025	14/05/2027	$0.29	$0.00	116.00%	-	3.67%	$0.29
11/11/2025	14/11/2026	$0.29	$0.00	116.00%	-	3.67%	$0.29
11/11/2025	14/05/2027	$0.29	$0.00	116.00%	-	3.67%	$0.29
11/11/2025	14/11/2027	$0.29	$0.00	116.00%	-	3.67%	$0.29
08/12/2025	01/12/2027	$0.23	$0.00	113.00%	-	3.67%	$0.23
21/11/2025	14/11/2027	$0.29	$0.20	113.00%	-	3.67%	$0.19
08/12/2025	01/06/2028	$0.23	$0.00	113.00%	-	3.67%	$0.23
21/01/2026	14/11/2027	$0.21	$0.20	113.00%	-	3.67%	$0.19
21/01/2026	14/11/2027	$0.21	$0.20	113.00%	-	3.67%	$0.19
26/03/2026	10/02/2029	$0.15	$0.25	95.00%	-	4.27%	$0.07
26/03/2026	10/02/2029	$0.15	$0.29	95.00%	-	4.27%	$0.07

Fair value of all options is determined using a Black-Scholes option pricing model except for those with market performance conditions which have been valued using a Monte-Carlo simulation. Zero exercise price options are valued at their share price at their grant date.

Entity name	Entity type	Place formed / Country of incorporation	Ownership interest %	Tax residency
Iris Metals Limited	Body corporate	Australia	100.00%	Australia
BH Exploration Pty Ltd	Body corporate	Australia	100.00%	Australia
Lofasz Pty Ltd	Body corporate	Australia	100.00%	Australia
Iris Metals Inc.	Body corporate	United States	100.00%	United States
Lotus Minerals LLC	Body corporate	United States	100.00%	United States
Longview Minerals LLC	Body corporate	United States	100.00%	United States
White Rock LLC	Body corporate	United States	100.00%	United States
Tin Mountain Minerals LLC	Body corporate	United States	100.00%	United States
Iris Metals Montana LLC	Body corporate	United States	100.00%	United States
Ingersoll Minerals LLC	Body corporate	United States	100.00%	United States

Basis of preparation
This Consolidated entity disclosure statement (CEDS) has been prepared in accordance with the Corporations Act 2001 and includes information for each entity that was part of the Group as at the end of the financial year in accordance with AASB 10 Consolidated Financial Statements.

Determination of tax residency
Section 295 (3A)(vi) of the Corporation Act 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involves judgement as there are different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the Group has applied the following interpretations:

Australian tax residency
The Group has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Tax Ruling TR 2018/5.

Foreign tax residency
Where necessary, the Group has used independent tax advisers in foreign jurisdictions to assist in its determination of tax residency to ensure applicable foreign tax legislation has been complied with (see section 295(3A)(vii) of the Corporations Act 2001).

Partnerships and Trusts
None of the entities noted above were trustees of trusts within the Group, partners in a partnership within the Group or participants in a joint venture within the Group.

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;

- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 31 March 2026 and of its performance for the financial year ended on that date;

- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors

Chris Evans
Non-Executive Chairman

29 June 2026

Independent auditor's report to the members of IRIS Metals Limited

Report on the audit of the financial report

Our opinion on the financial report

In our opinion, the accompanying financial report of IRIS Metals Limited (the Company) and its controlled entities (together, the Group) is in accordance with the *Corporations Act 2001*, including:

— giving a true and fair view of the Group's financial position as at 31 March 2026 and of its financial performance for the year then ended; and

— complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What was audited?

We have audited the financial report of the Group, which comprises:

— the consolidated statement of financial position as at 31 March 2026,

— the consolidated statement of profit or loss and other comprehensive income for the year then ended,

— the consolidated statement of changes in equity for the year then ended,

— the consolidated statement of cash flows for the year then ended,

— notes to the financial statements, including material accounting policy information,

— the consolidated entity disclosure statement, and

— the directors' declaration.

Basis for opinion

We 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 & 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 other ethical responsibilities 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 of 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.

1. Capitalised exploration and evaluation costs	Area of focus (refer also to notes 1, 2 & 9)	How our audit addressed the key audit matter
	The Group incurred additional exploration and evaluation costs for exploration projects in both Australia and in the USA of $6,144,516 for the year ended 31 March 2026. This excludes the impairment across Tin Mountain project, Edison project & BLM Claims totalling $13,856,987, foreign exchange movement totalling $3,413,561, resulting in a net decrease in capitalised exploration and evaluation costs of $11,126,032. The group continues to capitalise these costs as a non-current asset in the Statement of Financial Position in accordance with the Group accounting policies. The following risks have been identified: — That the Group may lose or relinquish its rights to explore and evaluate those areas of interest and therefore amounts capitalised to the Statement of Financial Position from the current and historical periods, may be no longer recoverable; and — Judgement is involved in determining whether there are other facts and circumstances that may suggest the carrying amount of the exploration and evaluation asset may exceed its recoverable amount. Therefore, we consider this to be a key audit matter	Our audit procedures included: — Understanding and vouching the underlying contractual entitlement to explore and evaluate each area of interest; — Examining project spend per each area of interest and comparing this spend to the minimum expenditure requirements set out in the underlying exploration expenditure plan; — Testing a sample of project expenditure incurred to each area of interest to assess that it is directly attributable to that area of interest; — Reviewed management's impairment assessment on the costs capitalised to its exploration projects; and We also assessed the appropriateness of disclosures relating to these items in the financial statements.

Key audit matter	Area of focus	How our audit addressed the key audit matter
2. Accounting for an asset acquisition	**Area of focus (refer also to notes 1, 9 & 17)** On 1 July 2025, the Group acquired the Tin Mountain extension, consisting of 93 federal mining claims spanning 752 hectares, for cash & equity consideration of $1,299,348, along with contingent consideration, being a 2% royalty on future production. This acquisition has been accounted for as an asset acquisition and resulted in the recognition of capitalised exploration and evaluation costs totalling $1,299,348. The accounting for this acquisition required management to: — Determine whether the transaction constituted a business combination or asset acquisition in accordance with the requirements of AASB 3 *Business Combinations*; — Assess the disclosure requirements with respect to the asset acquisition. Given the level of judgment and estimation involved in determining whether the acquired assets constituted a business, this was considered a key audit matter.	**How our audit addressed the key audit matter** Our audit procedures included: — Reviewing the purchase agreement to gain an understanding of the key terms and conditions including the appropriateness for the treatment of the transaction as an asset acquisition; — Evaluating the purchase date accounting for the acquisition; — Assessing the cost of the assets acquired and agreeing the consideration paid to supporting evidence; and We also assessed the appropriateness of disclosures relating to these items in the financial statements.
3. Share-based payments	**Area of focus (refer also to notes 1, 2 & 24)** During the financial year the Group issued share-based payments as payments to directors, employees & other consultants for services provided to the entity. Management determined the accounting treatment of the various issued options and share based payment arrangements in accordance with AASB 2 *Share Based Payments* and included market and non-market vesting criteria, including service (employment) conditions.	**How our audit addressed the key audit matter** Our audit procedures included: — Understanding the terms of the options and performance rights being issued including the number of instruments issued, grant date, expiry date, exercise price and the presence of any market or non-market conditions; — For the zero-exercise price instruments issued without market conditions, we have checked that the fair value of these instruments match the share price of the Group at grant date;

	The valuation of awards required significant judgement and expertise, particularly in determining the likelihood of achieving the non-market-based conditions and satisfying all service vesting conditions. This area is a Key Audit Matter due to the complexity of arrangements and judgements applied in valuing the share-based payment instruments issued.	— For the zero-exercise price options with market conditions we have reviewed the work performed by managements expert and assessed that they were appropriately qualified to perform the valuation; — Recalculating the share-based payments vesting charge over the vesting periods and recording of expense in the profit or loss statement and increment to share-based payments reserve with respect to the instruments issued in the current period; — Assessed the probability estimates determined by management with respect to the achievement of the non-market conditions; and We also assessed the appropriateness of disclosures relating to these items in the financial statements.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 March 2026, but does not include the financial report and our 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.

Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of:

— the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and

— the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001,* and

for such internal control as the directors determine is necessary to enable the preparation of:

— the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

— the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group 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 Group 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 this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:
https://www.auasb.gov.au/media/bwvjcgre/ar1_2025.pdf

This description forms part of our auditor's report.

Report on the Remuneration Report

Our opinion on the Remuneration Report

In our opinion, the Remuneration Report of IRIS Metals Limited, for the year ended 31 March 2026, complies with section 300A of the *Corporations Act 2001*.

What was audited?

We have audited the Remuneration Report included in the directors' report for the year ended 31 March 2026.

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.

William Buck

William Buck Audit (Vic) Pty Ltd
ABN 59 116 151 136

Dennis Lee

W. H. D. Lee
Director
Melbourne, 29 June 2026

The shareholder information set out below was applicable as at 23 June 2026.

Corporate Governance Statement

The Company's corporate governance statement is located at the Company's website:

https://irismetals.com/investors/corporate-governance/

Distribution of equitable securities
Analysis of number of equitable security holders by size of holding:

	Ordinary shares		Options over ordinary shares		Performance rights over ordinary shares	
	Number of holders	% of total shares issued	Number of holders	% of total shares issued	Number of holders	% of total shares issued
1 to 1,000	159	0.03	-	-	-	-
1,001 to 5,000	355	0.35	1	0.01	-	-
5,001 to 10,000	192	0.55	1	0.01	-	-
10,001 to 100,000	483	6.80	51	3.12	-	-
100,001 and over	295	92.27	102	96.86	6	100.00
	1,484	100.00	155	100.00	6	100.00
Holding less than a marketable parcel at $0.065 (share)	610	0.60	-	-	-	-

Equity security holders

Twenty largest quoted equity security holders
The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary Shares Number held	Ordinary Shares % of total shares issued
MR TAL PANETH	28,100,000	9.83%
STUART ANDREW PTY LTD <CAMPASPE FAMILY A/C>	10,902,570	3.81%
RAPID CRITICAL METALS LTD	10,683,756	3.74%
BLUE BOAT GROUP LIMITED	6,020,000	2.11%
HEATHERTON HOLDINGS PTY LTD	5,882,352	2.06%
JASDAK PTY LTD	5,500,000	1.92%
NASDAQ SECURITIES AUSTRALIA PTY LTD <NASDAQ SECURITIES AUST A/C>	5,450,000	1.91%
MR GREGORY JOHN HOWE & MS TRACIE LEE VELLA <TAG SUPER FUND A/C>	5,300,000	1.85%
CAMERON RICHARD PTY LTD <CAMERON RICHARD SUPER A/C>	5,231,694	1.83%
LEDGER HOLDINGS PTY LTD <MOCHKIN FAMILY NO#2 A/C>	5,053,695	1.77%
KAILZIE PTY LTD <KIRKTON A/C>	4,500,000	1.57%
NON CORRELATED CAPITAL PTY LTD <INVESTIUS PB MICRO CAP A/C>	4,148,373	1.45%
VINCENT CORP PTY LTD <THE V BARBAGALLO FAMILY A/C>	4,000,000	1.40%
LINWIERIK SUPER PTY LTD <LINTON SUPERANNUATION A/C>	3,769,542	1.32%
LEAD NATION HOLDINGS LIMITED	3,700,000	1.29%
INVL GROUP PTY LTD <CLIENT HOLDING A/C>	3,478,500	1.22%
JAGEN GROUP INVESTMENT PTY LTD <JAGEN GROUP INVESTMENT A/C>	3,447,416	1.21%
RIMOYNE PTY LTD	3,299,686	1.15%
MR DOMINIC VIRGARA	3,000,000	1.05%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	2,976,453	1.04%
	124,444,037	

Unquoted equity securities
The following persons hold 20% or more of unquoted equity securities:

Unlisted Options

Unlisted options exercisable at $0.20, expiring 30 June 2027 (vested): 4,000,000 options, held by:

- Mr Richard Lodge: 1,000,000 options (25%)
- Mr Mark William Murray: 1,000,000 options (25%)
- Mr Sven Thony Pierre Restel: 1,000,000 options (25%)

Unlisted options exercisable at $0.25, expiring 30 September 2027 (vested): 25,097,088 options, held by:

- N/A

Unlisted options exercisable at $0.20, expiring 14 November 2027 (vested): 16,250,000 options, held by:

- 5 Point 8 Capital Pty Ltd: 5,875,589 options (36%)
- UJM Pty Ltd: 3,250,000 options (20%)

Unlisted options exercisable at $0.40, expiring 24 April 2027 (unvested): 500,000 options, held by:

- Peter Marks: 500,000 options (100%)

Unlisted options exercisable at $0.40, expiring 24 October 2026 (vested): 500,000 options, held by:

- Peter Marks: 500,000 options (100%)

Unlisted options exercisable at $0.40, expiring 14 February 2027 (vested): 200,000 options, held by:

- Challney Technology: 200,000 options (100%)

Unlisted options exercisable at $0.40, expiring 24 April 2027 (vested): 10,000,000 options, held by:

- 5 Point 8 Capital Pty Ltd: 8,000,000 options (80%)
- Hardwicke Nominees Pty Ltd: 2,000,000 options (20%)

Unlisted options exercisable at $0.00, expiring 14 May 2027 or 12 months from vesting (unvested): 1,500,000 options, held by:

- 5 Point 8 Capital Pty Ltd: 1,500,000 options (100%)

Unlisted options exercisable at $0.00, expiring 14 November 2027 or 12 months from vesting (unvested): 1,500,000 options, held by:

- 5 Point 8 Capital Pty Ltd: 1,500,000 options (100%)

Unlisted options exercisable at $0.00, expiring 29 April 2027 (vested): 1,500,000 options, held by:

- Damien John Henderson: 1,500,000 options (100%)

Unlisted options exercisable at $0.40, expiring 30 September 2027 (vested): 2,000,000 options, held by:

- Jagen Business Services: 2,000,000 options (100%)

Unlisted options exercisable at $0.00, expiring 14 August 2026 (vested): 1,000,000 options, held by:

- Ledger Holdings: 1,000,000 options (100%), noting that these were cancelled on 24 June 2026

Unlisted options exercisable at $0.00, expiring 14 November 2026 (vested): 1,000,000 options, held by:

- Ledger Holdings: 1,000,000 options (100%)

Unlisted options exercisable at $0.00, expiring 14 May 2027 (unvested): 2,000,000 options, held by:

- Ledger Holdings: 1,000,000 options (50%)
- Matthew J Hartmann: 1,000,000 options (50%)

Unlisted options exercisable at $0.00, expiring 14 November 2027 (unvested): 1,000,000 options, held by:

- Matthew J Hartmann: 1,000,000 options (100%)

Unlisted options exercisable at $0.00, expiring 01 December 2027 (unvested): 1,000,000 options, held by:

- Mr Chris Evans: 1,000,000 options (100%)

Unlisted options exercisable at $0.00, expiring 01 June 2028 (unvested): 1,000,000 options, held by:

- Mr Chris Evans: 1,000,000 options (100%)

Unlisted options exercisable at $0.2475, expiring 10 February 2029 (vested): 18,666,668 options, held by:

- N/A

Unlisted options exercisable at $0.2887, expiring 10 February 2029 (vested): 2,000,000 options, held by:

- Bell Potter Nominees: 2,000,000 options (100%)

Unlisted Performance Rights

Name	**Number of Issue**	**Number of Holders**
Performance right (Class E)	1,400,000	4
Performance right (Class I, J and K)	4,500,000	2
Performance right (Class M and N)	1,000,000	1
Performance right (Class O, P and Q)	6,000,000	2

The following persons hold 20% or more of performance rights over ordinary shares:

- **Class E** - Peter Marks: 700,000 options (50.00%)
- **Class I, J and K** - Kevin Smith: 3,000,000 options (66.67%)
- **Class I, J and K** - Peter Marks: 1,500,000 options (33.33%)
- **Class M and N -** Anthony Collins: 1,000,000 options (100%)
- **Class O, P and Q -** Kevin Smith: 3,000,000 options (50%)
- **Class O, P and Q -** Peter Marks**:** 3,000,000 options (50%)

Substantial holders *

	Ordinary Shares	**% of total Shared issued**
	Number of Shares	**%**
Tal Paneth	29,000,000	10.32%

* Substantial holders are individuals or entities that hold 5% or more of the voting shares in a listed company. Under the Corporations Act 2001, they are required to lodge notices with the ASX to disclose their holdings. The above table represents the notices that have been lodged with the ASX up to the date of this report.

Voting rights
The voting rights attached to ordinary shares are set out below:

Ordinary shares
On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

There are no other classes of ordinary equity securities.

ASX Restricted securities

There are no ASX restricted securities on issue as at 23 June 2026.

On-Market Buy Back

There is no current on-market buyback.

Use of Funds

Since admission to the ASX on 21 September 2021 and from recompliance on 21 June 2023, the Company has used its cash in a way that is consistent with its business objective.

Annual General Meeting

The Company advises that the Annual General Meeting (AGM) of the Company is yet to be scheduled. Details of the meeting will be provided at a later date.