IDM INTERNATIONAL LIMITED

ACN 108 029 198

NOTICE OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

10.00 AM (PERTH TIME), 24 MARCH 2023

AT

LEVEL 1, 33 ORD STREET
WEST PERTH
WESTERN AUSTRALIA 6005

Please read this document carefully.

You should read this document in its entirety before deciding whether or not to vote for or against any Resolution at the EGM.

If you are unable to attend the Meeting please complete and return your proxy form in accordance with the specified instructions.

Shareholders should carefully consider the Independent Expert's Report prepared in connection with Resolution 1 that is attached at Annexure 1.The Independent Expert's Report comments on the fairness and reasonableness of Resolution 1 to Shareholders. The Independent Expert has concluded that the transaction the subject of Resolution 1 is **not fair but reasonable**.

Notice is hereby given that an Extraordinary General Meeting of Shareholders of IDM International Limited (ACN 108 029 198) (**Company**) will be held at Level 1, 33 Ord Street, West Perth, Western Australia, at 10.00 am (Perth time) on 24 March 2023.

AGENDA

RESOLUTION 1 – APPROVAL UNDER ITEM 7 OF SECTION 611 OF THE CORPORATIONS ACT FOR THE ISSUE OF SHARES TO BEZANT RESOURCES PLC

To consider and, if thought fit, to pass the following Resolution as an **ordinary resolution**:

> ***"That for the purposes of Item 7 of section 611 of the Corporations Act and for all other purposes, Shareholders approve:***
>
> ***(a) the issue by the Company of 19,381,054 Shares to Bezant; and***
>
> ***(b) the resultant increase in Bezant's Voting Power in the Company from 0% to up to 26.36%,***
>
> ***pursuant to the Bezant SPA for the purposes and on the terms set out in the Explanatory Memorandum."***

Voting Exclusion: Bezant and its Associates will not be entitled to cast votes in favour of this Resolution.

RESOLUTION 2 – APPROVAL UNDER SECTION 195 AND CHAPTER 2E OF THE CORPORATIONS ACT FOR THE ISSUE OF SHARES TO MANKAYAN MANAGEMENT PTY LTD

To consider and, if thought fit, to pass the following Resolution as an **ordinary resolution**:

> ***"That, for the purposes of section 195(4) of the Corporations Act, section 208(1) of the Corporations Act and for all other purposes, Shareholders approve the issue of 7,047,656 Shares to ManagementCo pursuant to the ManagementCo SPA for the purposes and on the terms set out in the Explanatory Memorandum."***

Voting Exclusion: The Company will disregard any votes cast in favour of this Resolution by ManagementCo and any of the Directors or their associates (unless such votes are cast in their capacity as proxy for a person other than ManagementCo and any of the Directors or their associates and the appointment specifies the way the proxy is to vote on the Resolution).

OTHER BUSINESS

To transact any other business that may be legally brought before the Meeting.

CHAIRMAN AND CHAIRMAN'S VOTING INTENTIONS FOR UNDIRECTED PROXIES

It is proposed that Mr Geoff Gilmour will chair the Meeting. It is the Chairman's intention as Chairman of the Meeting to vote all undirected proxies (i.e. open proxies) which he holds as proxy in favour of all Resolutions.

PROXIES

If you wish to appoint a person as your proxy, please complete the Proxy Form that has been provided to you (which forms part of this Notice).

In accordance with section 249L(1)(d) of the Corporations Act, Shareholders are advised that:

- each member has a right to appoint a proxy;
- the proxy need not be a member of the Company; and
- a member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportion or number is specified then in accordance with section 249X(3) of the Corporations Act each proxy may exercise one half of the votes.

The Company specifies the following details for the purposes of receipt of proxy appointments and proxy appointment authorities:

By post:	**By facsimile:**	**By email:**
Advanced Share Registry Ltd 110 Stirling Hwy, NEDLANDS WA 6009	Facsimile number +61 8 6370 4203	admin@advancedshare.com.au

or

PO Box 1156,
NEDLANDS WA 6909

The Proxy Form must be signed and dated by the Shareholder or the Shareholder's attorney. Joint Shareholders must each sign.

The instrument appointing the proxy (and the original or a certified copy of any power of attorney under which the proxy form is executed) must be received by the Company as provided in its Constitution no later than 48 hours prior to the time of the commencement of the Meeting.

CORPORATE REPRESENTATIVE

A body corporate may appoint an individual as its representative to exercise any of the powers the body may exercise at meetings of Shareholders. The appointment may be a standing one. Unless the appointment states otherwise, the representative may exercise all of the powers that the appointing body could exercise at a meeting or in voting on a resolution.

Any corporate Shareholder who has appointed a person to act as its corporate representative at the Meeting should provide that person with a certificate or letter authorising him or her to act as that company's representative.

OTHER

Words which are defined in the Explanatory Memorandum have the same meaning when used in this Notice of Meeting unless the context requires otherwise. For assistance in considering this Notice of Meeting and the Explanatory Memorandum, please refer to the Glossary.

Dated 7 February 2023

By order of the Board

Geoff Gilmour
Director and Company Secretary

GLOSSARY

Associate has the meaning given to the term "associate" in sections 12 and 16 of the Corporations Act.

Attfield means Attfield Corporate Pty Ltd (ACN 151 297 808).

Bezant means Bezant Resources PLC (Company No. 02918391) registered in England and Wales that is listed on the AIM market of the London Stock Exchange (AIM: BZT).

Bezant SPA means the Share Purchase Agreement dated 26 October 2022 between the Company and Bezant in connection with the sale of 44 fully paid ordinary shares in the capital of IDM Mankayan by Bezant (as the seller) to the Company (as the buyer).

Board means the board of Directors of the Company.

Company means IDM International Ltd (ACN 108 029 198).

Constitution means the constitution of the Company.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company.

EGM or **Extraordinary General Meeting** or **Meeting** means the meeting of the Shareholders convened for the purposes of considering the Resolutions contained in the Notice.

Explanatory Memorandum means the explanatory memorandum accompanying the Notice of Meeting.

IDM Mankayan means IDM Mankayan Pty Ltd (ACN 652 618 758), a subsidiary of the Company.

IDM Mankayan Share has the meaning given in the Explanatory Memorandum.

ManagementCo means Mankayan Management Pty Ltd (ACN 652 618 758).

ManagementCo SPA means the Share Purchase Agreement dated 26 October 2022 between the Company and ManagementCo in connection with the sale of 16 fully paid ordinary shares in the capital of IDM Mankayan by ManagementCo (as the seller) to the Company (as the buyer).

Notice of Meeting or **Notice** means this Notice of EGM.

Option means an option to acquire a Share.

Project has the meaning given in the Explanatory Memorandum.

Proxy Form means the form of proxy provided in respect of this Notice of Meeting.

Relevant Interest has the meaning given to the term "relevant interest" in sections 608 and 609 of the Corporations Act.

Resolution means a resolution proposed to be passed at the Meeting and contained in the Notice.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a person entered in the Company's register of members as a holder of a Share.

Shareholders Agreement means the Shareholders Agreement in relation to IDM Mankayan dated 24 May 2022 between IDM Mankayan, the Company, ManagementCo and Bezant.

Silverlight means Silverlight Holdings Pty Ltd (ACN 136 599 169).

Transactions means the transactions contemplated by the Bezant SPA and the ManagementCo SPA.

Voting Power has the meaning given to the term "voting power" in section 610 of the Corporations Act.

EXPLANATORY MEMORANDUM TO SHAREHOLDERS

IDM INTERNATIONAL LIMITED (ACN 108 029 198)

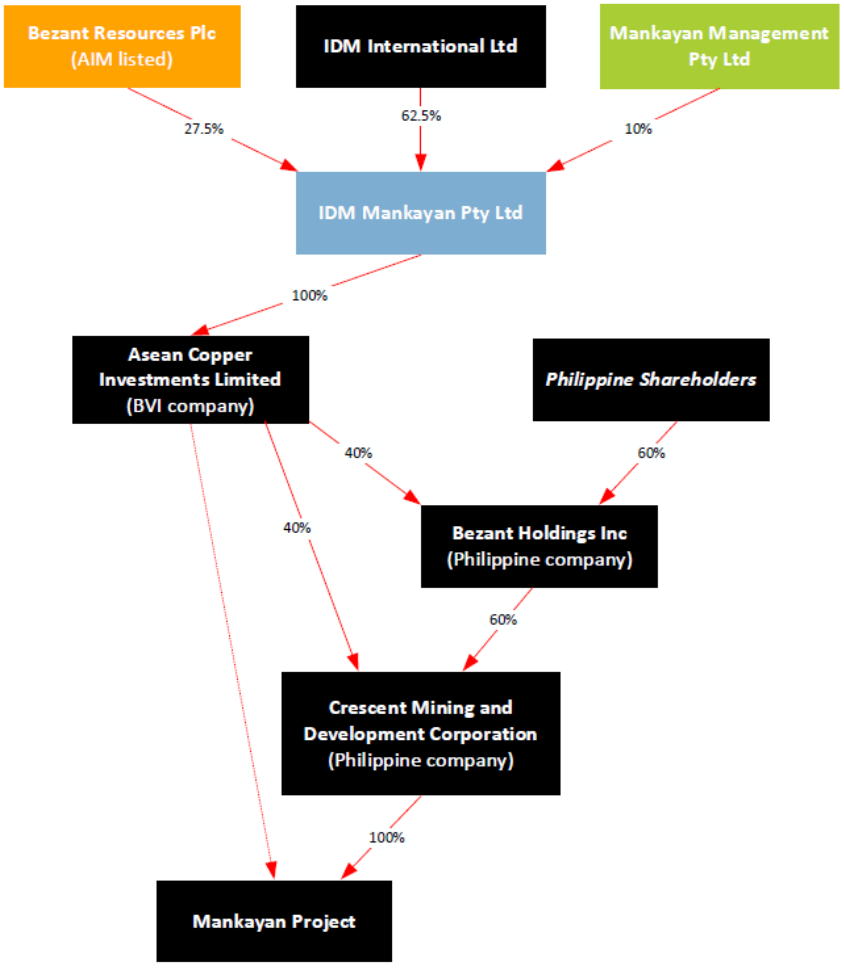
This Explanatory Memorandum sets out information about the business to be considered by the Shareholders at the Extraordinary General Meeting.

BACKGROUND TO TRANSACTIONS

The Company is currently the controlling shareholder of IDM Mankayan, and owns 62.5% of its fully paid ordinary shares on issue (**IDM Mankayan Shares**). The other shareholders of IDM Mankayan are Bezant, which owns 44 IDM Mankayan Shares, representing 27.5% of IDM Mankayan's issued share capital, and ManagementCo, which owns 16 IDM Mankayan Shares, representing 10% of IDM Mankayan's issued share capital.

IDM Mankayan was incorporated for the purposes of holding interests in the Mankayan Copper-Gold Porphyry Project in the Philippines (**Project**), which is currently owned by Crescent Mining and Development Corporation, a company incorporated in the Philippines (**Crescent**). IDM Mankayan's 64% interest in the Project is derived from its 100% holding in Asean Copper Investments Ltd (**Asean**) (an entity incorporated in the British Virgin Islands). Asean holds an aggregate 64% interest in Crescent through a direct 40% shareholding and a further 24% interest through its 40% interest in Bezant Holdings Inc (**BHI**) (an entity incorporated in the Philippines) which has a 60% interest in Crescent. Asean has an option to acquire BHI's 60% interest in Crescent. If the option were ultimately exercised, Asean would hold 100% of the issued share capital of Crescent and therefore have a 100% interest in the Project.

At present, the Company has a 40% interest in the Project (with 62.5% ownership of IDM Mankayan, which itself has a 64% interest in the Project. A chart showing the existing ownership structure of the Project (and the respective equity ownerships of the relevant entities) is set out below:



SIMPLIFICATION OF IDM MANKAYAN SHARE STRUCTURE

The Board has determined that the ownership structure of IDM Mankayan should be simplified to enhance the prospects of attracting potential investors to commit funding towards the development of the Project (including through an investment in the Company). On this basis, the Company entered into negotiations with both Bezant and ManagementCo to acquire their respective holdings in IDM Mankayan.

Accordingly, on 26 October 2022, the Company entered into:

(a) (**Bezant SPA**) a Share Purchase Agreement with Bezant (as seller) for the purchase of 44 IDM Mankayan Shares; and

(b) (**ManagementCo SPA**) a Share Purchase Agreement with ManagementCo (as seller) for the purchase of 16 IDM Mankayan Shares.

Under the terms of the Bezant SPA, subject to the satisfaction of a number of conditions (which include the Company obtaining Shareholder approval under Item 7 of section 611 of the Corporations Act) the Company will acquire the 44 IDM Mankayan Shares in consideration for the issue of 19,381,054 Shares to Bezant (which will represent an interest of 26.36% in the Company on a post-completion basis assuming no further securities are issued, including on exercise or conversion of convertible securities). At the time of negotiating the Bezant SPA, the consideration of 19,381,054 Shares would have resulted in a 27.5% interest in the Company to represent Bezant's 27.5% interest in IDM Mankayan, however since that time further Shares have been issued following the exercise of various Options and performance rights which have reduced this interest accordingly.

Under the terms of the ManagementCo SPA, subject to the satisfaction of a number of conditions (which include the Company obtaining Shareholder approval under Chapter 2E of the Corporations Act) the Company will acquire the 16 IDM Mankayan Shares in consideration for the issue of 7,047,656 Shares to ManagementCo (which will represent an interest of 9.59% in the Company on a post-completion basis assuming no further securities are issued, including on exercise or conversion of convertible securities). At the time of negotiating the ManagementCo SPA, the consideration of 7,047,656 Shares would have resulted in a 10% interest in the Company to represent ManagementCo's 10% interest in IDM Mankayan, however since that time further Shares have been issued following the exercise of various Options and performance rights which have reduced this interest accordingly.

The ManagementCo SPA is subject to approval under Chapter 2E of the Corporations Act due to the shareholding structure of ManagementCo. Each of the Directors of the Company, being Geoff Gilmour, Oliver Cairns and Gregory Cunnold (or their controlled entities) hold the following interests in ManagementCo:

(a) **Geoff Gilmour** – through Attfleid, 200 fully paid ordinary shares representing a 20% interest in ManagementCo;

(b) **Oliver Cairns** – through Silverlight, 175 fully paid ordinary shares representing a 17.5% interest in ManagementCo; and

(c) **Gregory Cunnold** – 175 fully paid ordinary shares representing a 17.5% interest (held jointly with Lara Groves) in ManagementCo.

The other shareholders of ManagementCo are David Cornell (20%), Bahen Bros Pty Ltd (15%) and Laurie Sorgiovanni (10%), none of whom is a Director or related party of the Company.

The transactions contemplated under both the Bezant SPA and ManagementCo SPA are inter-conditional and must occur simultaneously with completion under the other.

EFFECT OF TRANSACTIONS

If the Shareholder approvals noted above are obtained and the Transactions complete (and assuming no further securities are issued, including on exercise or conversion of convertible securities):

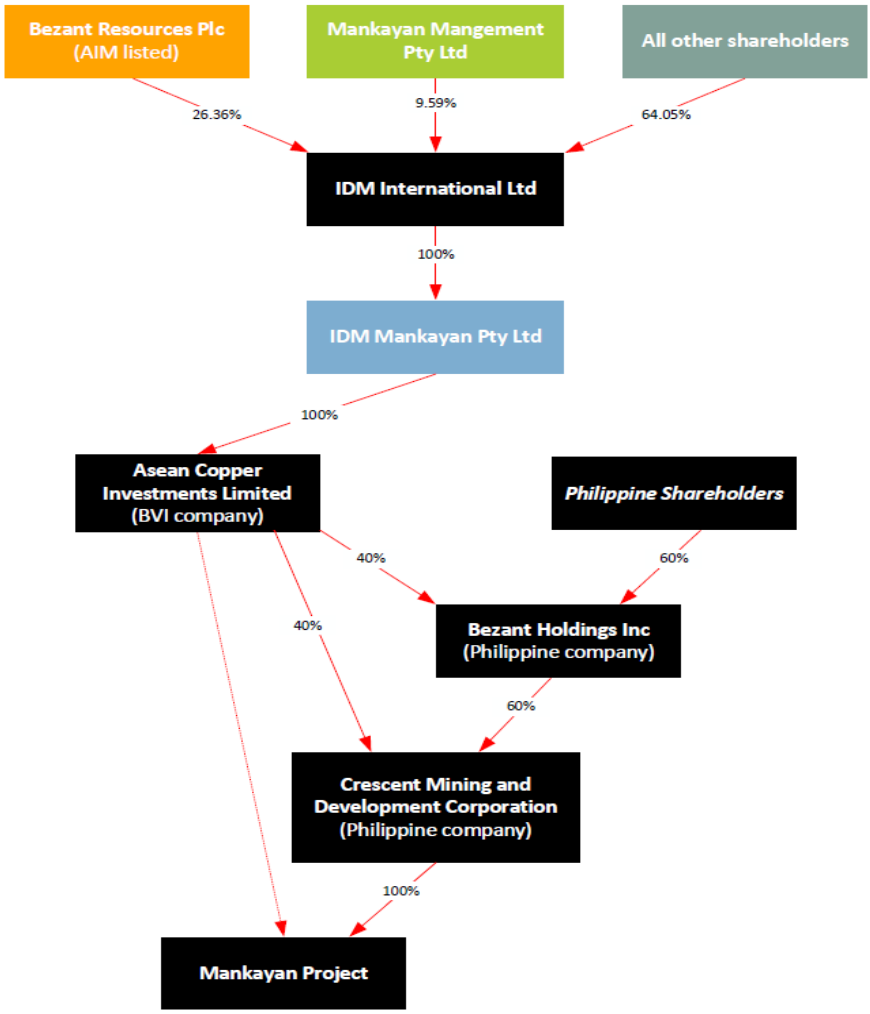
(a) the Company will hold 100% of the issued share capital in IDM Mankayan;

(b) the Company's interest in the Project will increase from its current 40% (being a 62.5% interest in IDM Mankayan which ultimately has a 64% interest in the Project) to 64%, as IDM Mankayan will be wholly owned by the Company

(c) Bezant will have Voting Power of 26.36% in the Company; and

(d) ManagementCo will have Voting Power of 9.59% in the Company.

A chart showing the proposed post-completion ownership structure of the Company and IDM Mankayan is set out below:



Resolution 1 seeks approval for the issue of Shares to Bezant under the Bezant SPA for the purposes of Item 7 of section 611 of the Corporations Act.

Resolution 2 seeks approval for the issue of Shares to ManagementCo under the ManagementCo SPA for the purposes of section 195 and Chapter 2E of the Corporations Act.

RESOLUTION 1 – APPROVAL UNDER ITEM 7 OF SECTION 611 OF THE CORPORATIONS ACT FOR THE ISSUE OF SHARES TO BEZANT RESOURCES PLC

The Company is seeking Shareholder approval under this Resolution 1 for the purposes of Item 7 of section 611 of the Corporations Act in relation to the acquisition of a Relevant Interest in 19,381,054 Shares by Bezant, which would have the effect of increasing its Voting Power in the Company from 0% to a maximum of 26.36% pursuant to the terms of the Bezant SPA.

No funds will be received from the issue of the 19,381,054 Shares to Bezant, as the issue of these Shares is in consideration for the acquisition by the Company of the 44 IDM Mankayan Shares held by Bezant (as further described under the heading '*Simplification of IDM Mankayan Share Structure'* above).

Shareholders should note that if Resolution 1 is not passed, then the Company will be unable to acquire the 44 IDM Mankayan Shares from Bezant. The failure to acquire the 44 IDM Mankayan Shares would preclude the simplification of the shareholding structure of IDM Mankayan (and the increase in the Company's interest in the Project) which the Board considers may affect the ability of the Company to attract investors to commit funding towards the Project, which may ultimately delay its development.

1 REGULATORY REQUIREMENTS – ITEM 7 OF SECTION 611 OF THE CORPORATIONS ACT

Section 606(1) of the Corporations Act provides that a person must not acquire a Relevant Interest in issued voting shares of an unlisted company with more than 50 members (such as the Company) if the person acquiring the interest does so through a transaction in relation to the securities entered into by or on behalf of the person and, because of the transaction, that person's or someone else's Voting Power in the company increases:

(a) from 20% or below to more than 20%; or

(b) from a starting point that is above 20% and below 90%.

Under section 608(1) of the Corporations Act, a person will have a Relevant Interest in securities if they are the holder of those shares.

Section 606(1A) of the Corporations Act provides that a person may acquire a Relevant Interest under one of the exceptions set out in section 611 of the Corporations Act without contravening section 606(1) of the Corporations Act. Under Item 7 of section 611 of the Corporations Act, an acquisition that was approved by a resolution passed at a general meeting of shareholders of the company is an exception to the prohibition in section 606(1) of the Corporations Act.

2 RELEVANT INTEREST AND VOTING POWER OF BEZANT

After the issue of the Shares to Bezant under the Bezant SPA, Bezant will hold a Relevant Interest in 19,381,054 Shares and its Voting Power in the Company:

(a) will increase from 0% to a maximum of 26.36%; and

(b) will be 26.36% (assuming no further securities are issued, including on exercise or conversion of convertible securities).

3 INFORMATION ABOUT BEZANT

Bezant is a company registered in England and Wales, and is focused on developing its pipeline of copper-gold projects to provide a new generation of economically and socially sustainable mines. Bezant's portfolio of assets includes the Hope Copper-Gold project in Namibia, the Kanye Manganese project in Botswana and the Eureka Cooper project in Argentina. Bezant is listed on the AIM market of the London Stock Exchange (AIM: BZT) and its market capitalization as at 3 February 2023 was GBP £3.2m. Bezant does not hold a Relevant Interest in the Company and does not have any associates that hold a Relevant Interest in the Company. Bezant shares are widely held, and Bezant does not have any shareholders with an interest above 20%.

4 REASONS FOR ISSUE OF SHARES TO BEZANT

The 19,381,054 Shares to be issued to Bezant will be issued for the reasons set out under the heading '*Simplification of IDM Mankayan Share Structure*' at the beginning of this Explanatory Memorandum and section 13 ('*Advantages and Disadvantages of Resolution 1 being passed, as well as Resolution 1 not being* passed') below.

5 WHEN PROPOSED ISSUE OF SHARES TO BEZANT WILL OCCUR

Under the terms of the Bezant SPA, the issue of the 19,381,054 Shares to Bezant is conditional upon:

(a) the Company obtaining the approval of its Shareholders under Item 7 of section 611 of the Corporations Act (as contemplated by this Resolution);

(b) completion of the transaction contemplated by the ManagementCo SPA occurring simultaneously with completion under the Bezant SPA (which is the subject of Resolution 2); and

(c) ManagementCo delivering to the Company, Bezant and IDM Mankayan a certificate containing its written consent to the sale of Bezant's 44 IDM Mankayan Shares to the Company and an irrevocable written waiver of its pre-emptive rights under the Shareholders Agreement and the constitution of IDM Mankayan in relation to the same.

In relation to condition (c) above, ManagementCo has committed to providing the required consent as and when required following the EGM.

The Bezant SPA (and the ManagementCo SPA) provide that completion of the Transactions will occur 2 business days after all conditions have been satisfied. As such, if this Resolution and Resolution 2 are passed, the Board anticipates that the issue of the 19,381,054 Shares to Bezant will occur shortly after the conclusion of the EGM.

6 MATERIAL TERMS OF PROPOSED ISSUE OF SHARES TO BEZANT

The material terms of the proposed issue of the 19,381,054 Shares to Bezant are set out under the headings '*Background*' at the beginning of this Explanatory Memorandum and section 14 ('*Summary of Bezant SPA*') below.

7 STATEMENT OF THE INTENTIONS OF BEZANT REGARDING THE FUTURE OF THE COMPANY IF SHAREHOLDERS PASS RESOLUTION 1

The Company requested that Bezant provide to the Company the following information (which is required by ASIC regulatory policy) regarding its current intentions in relation to the future of the Company if Shareholders approve this Resolution. However, the Board does not believe that Bezant will be in a position to control the Company if the Resolutions are passed (and the Transactions complete) and the information below is provided to the extent that Bezant had sufficient Voting Power to control the Company. If this situation arose, Bezant would only consider making any decisions in respect of the following matters in light of the material circumstances at the relevant time, following receipt of appropriate legal, taxation and financial advice, and having regard to the obligations of the Directors to act in the best interests of the Company.

Any intention to change the business of the Company

It is the current intention of Bezant to be a strategic Shareholder and to support the continued development of the Project. There are no present intentions to change the business of the Company.

Any intention to inject further capital into the Company

Bezant may acquire additional Shares in the future subject to compliance with the Corporations Act. On 26 October 2022, Bezant entered into a Convertible Note Subscription Deed with the Company under which Bezant subscribed for 137,500 convertible notes for consideration of $137,500.00 (**Bezant Convertible Note Deed**).

Under the terms of the Bezant Convertible Note Deed, Bezant can convert each note at $0.20 per Share (i.e., into 5 Shares per note converted), and will be issued one option for every two Shares issued on conversion of the convertible notes. As the exercise price of each Option is $0.40, Bezant may inject up to a total of $137,500.00 in the future in connection with the Bezant Convertible Note Deed if all Options are ultimately exercised. Shareholder approval (including for the purposes of Item 7 of section 611 of the Corporations Act) is not presently being sought for the conversion of the convertible notes or exercise of any Options issued under the Bezant Convertible Note Deed, and to the extent such Shareholder approval is required it would need to be obtained in due course.

The Company also entered into convertible note deeds with Attfield (an entity associated with Mr Geoff Gilmour) and Gregory Cunnold and Lara Groves, to raise a further $362,500 on substantially the same terms as the Bezant Convertible Note Deed.

Intentions regarding future employment of present employees

Bezant does not intend to change the overall operational structure or future employment of any present employees of the Company. However, Bezant may seek to encourage the management of the Company to make those changes which are necessary to optimise development of the Company's current projects.

Any proposal where assets will be transferred between the Company and Bezant or its Associates

There is no proposal in place at this time to transfer any assets between the Company and Bezant or any of its Associates.

Any intention to otherwise redeploy the fixed assets of the Company

Bezant does not intend to change the overall operational structure of the Company at this time, which includes the fixed assets of the Company. However Bezant may seek to encourage the management of the Company to make those changes which are necessary to develop the Company's current projects.

Any intention of Bezant or its Associates to significantly change the financial or dividend distribution policies of the Company

Neither Bezant nor its Associates has an intention to significantly change the financial or dividend distribution policies of the Company.

8 INTERESTS OF DIRECTORS

Each of the Directors has an interest in the outcome of this Resolution 1 (other than in their capacity as a Shareholder). As stated under the heading '*Simplification of IDM Mankayan Share Structure'* above, each of the Directors (or their controlled entities) holds an interest in ManagementCo. Further, as stated in section 5 (*'When Proposed Issue of Shares to Bezant Will Occur'*) above, the transactions contemplated under both the Bezant SPA and ManagementCo SPA are inter-conditional and must occur simultaneously with completion under the other.

As each of the Directors (or their controlled entities) holds an interest in ManagementCo, it is in the interests of the Directors that Resolution 1 be passed, as completion under the ManagementCo SPA (and the issue of the 7,047,656 Shares to ManagementCo) cannot occur unless Resolution 1 is passed.

9 DETAILS OF ANY PERSON WHO IS INTENDED TO BECOME A DIRECTOR IF SHAREHOLDERS APPROVE RESOLUTION 1

Bezant does not have the right to appoint any directors to the Board. There will be no change to the composition of the Board as a result of Resolution 1 being passed.

10 RECOMMENDATION OF EACH DIRECTOR AND REASONS FOR RECOMMENDATION

On the basis of their interest in the outcome of this Resolution 1 noted in section 8 (*'Interests of Directors'*) above, the Directors do not make a recommendation in respect to how Shareholders should vote on Resolution 1. However, the Directors draw the attention of the Shareholders to section 13(a) (*'Advantages of Resolution 1 being passed'*) below.

11 INDEPENDENT EXPERTS REPORT

The Company obtained a report from an independent expert in relation to the proposed issue of Shares contemplated by the Bezant SPA, which considers whether that transaction is fair and reasonable to Shareholders.

In a report dated 3 February 2023, BDO Corporate Finance (WA) Pty Ltd reported that the transaction contemplated by the Bezant SPA is **not fair but reasonable**.

The Independent Expert's Report accompanies the Notice and this Explanatory Memorandum in Annexure 1. The Independent Expert's Report is an important document and Shareholders should consider it carefully.

12 IMPACT ON COMPANY IF RESOLUTION 1 IS PASSED

Set out below is the impact on the Company if Resolution 1 is passed.

(a) IMPACT ON COMPANY'S FINANCIAL POSITION

If Shareholders approve Resolution 1 and the Transactions complete, the issue of the 19,381,054 Shares to Bezant under the Bezant SPA would have no impact on the financial position of the Company as no funds are being raised.

(b) IMPACT ON COMPANY'S CAPITAL STRUCTURE

If Shareholders approve Resolution 1 and the Transactions complete, the impact on the Company's capital structure would be as follows (assuming no further securities are issued, including on exercise or conversion of convertible securities):

Securities	Current capital structure	Capital structure after issue of Shares under Transactions	% Change
Shares	47,097,850	73,526,560	56.11%
Options	9,050,000	9,050,000	0.00%
Performance Rights	1,500,000	1,500,000	0.00%
Convertible Notes	500,000	500,000	0.00%

(c) IMPACT ON COMPANY'S PROSPECTS

If Resolution 1 is passed and the Transactions complete, the Board believes the Company will be placed in a more suitable position to enhance the prospects of attracting potential investors to commit funding towards the development of the Project (including through an investment in the Company).

13 ADVANTAGES AND DISADVANTAGES OF RESOLUTION 1 BEING PASSED, AS WELL AS RESOLUTION 1 NOT BEING PASSED

(a) ADVANTAGES OF RESOLUTION 1 BEING PASSED

The key advantage to Shareholders of Resolution 1 being passed and the Transactions completing, as stated under the heading '*Simplification of IDM Mankayan Share Structure*' above, will be the simplification of the ownership structure of IDM Mankayan. The Board considers that such a simplification may enhance the prospects of attracting potential investors to invest in the development of the Project (including through an investment in the Company).

A further advantage to Shareholders of Resolution 1 being passed is that the Company will acquire a 100% interest in IDM Mankayan (an increase from its current interest in IDM Mankayan of 62.5%) and increase its interest in the Project to 64%.

(b) DISADVANTAGES OF RESOLUTION 1 BEING PASSED

The key disadvantage to Shareholders of Resolution 1 being passed and the Transactions completing is that the shareholdings of existing Shareholders will be diluted as a result of the issue of the 19,381,054 Shares to Bezant.

The Independent Expert's Report (which accompanies the Notice and this Explanatory Memorandum in Annexure 1) also contains further information on the respective advantages and disadvantages in relation to the Transactions.

(c) ADVANTAGES OF RESOLUTION 1 NOT BEING PASSED

The key advantage to Shareholders of Resolution 1 not being passed is that Shareholders' shareholdings in the Company will not be diluted as no Shares will be issued to Bezant (or ManagementCo) pursuant to the Transactions.

The above advantage needs to be considered in light of the disadvantages under subheading (d) below.

(d) DISADVANTAGES OF RESOLUTION 1 NOT BEING PASSED

The key disadvantage to Shareholders of Resolution 1 not being passed is that the ownership structure of IDM Mankayan will not be simplified and the Company's interest in the Project will not increase. The Board considers that this may reduce the prospects of attracting potential investors to invest in the development of the Project (including through an investment in the Company).

14 SUMMARY OF BEZANT SPA

A summary of the key terms of the Bezant SPA is set out below.

Item	Description
Date	26 October 2022
Parties	Company and Bezant
Sale and Purchase	Subject to completion, Bezant agrees to sell to the Company 44 IDM Mankayan Shares (**Sale Shares**) free from all encumbrances in consideration for the issue of 19,381,054 Shares (**Consideration Shares**) to the Seller.
Conditions	The obligation of the parties to complete is conditional upon: a) the Company obtaining the approval of the Shareholders under Item 7 of section 611 of the Corporations Act for the issue of the Consideration Shares to Bezant (as contemplated by Resolution 1); b) completion of the transaction contemplated by the ManagementCo SPA occurring simultaneously with completion; and c) ManagementCo delivering to the Company, Bezant and IDM Mankayan a certificate containing its written consent, and an irrevocable written waiver of its pre-emptive rights under the Shareholders Agreement and the constitution of IDM Mankayan in relation, to the sale of the Sale Shares from Bezant to the Company.
Completion	Completion will take place on the date that is 2 days after the satisfaction of the conditions at 9.00am AWST, or on such other date as agreed by the parties in writing. If completion does not occur by 31 March 2023 (or such other date agreed in writing by the parties), either party may terminate the agreement.

Item	Description
No further issue	The Company agrees that it will not, until the earlier of completion of the Bezant SPA or termination of the Bezant SPA, issue any securities other than for cash consideration and provided that Bezant is first given the opportunity, on 14 days written notice, to subscribe for 27.5% of the securities offered on the same terms. However, the above prohibition does not apply to an issue by the Company of: a) securities pursuant to a capital raising of at least $2,000,000 (before costs) to an investor; b) 500,000 convertible notes with a face value of $1.00 per convertible note and a conversion price of $0.20 per Share; c) any options issued in connection with those convertible notice (and their subsequent exercise into Shares); d) securities in response to the exercise of existing options or performance rights on issue as at the date of the Bezant SPA; or e) incentive securities to directors, employees and/or personnel of the Company or IDM Mankayan, or to others engaged in the Project (and their subsequent exercise into Shares).
Chapter 6	The Company will not be required to issue (and Bezant will not be required to accept) the Consideration Shares to the extent that such an issue would cause a person or an Associate of that person to contravene section 606 of the Corporations Act.

RESOLUTION 2 – APPROVAL UNDER SECTION 195 AND CHAPTER 2E OF THE CORPORATIONS ACT FOR THE ISSUE OF SHARES TO MANKAYAN MANAGEMENT PTY LTD

1 SHAREHOLDER APPROVALS SOUGHT

Resolution 2 seeks Shareholder approval for the proposed issue of 7,047,656 Shares to ManagementCo for the purposes of section 195(4) of the Corporations Act and Chapter 2E of the Corporations Act.

2 MATERIAL PERSONAL INTEREST – SECTION 195 OF THE CORPORATIONS ACT

Section 195 of the Corporations Act provides that a director of a public company may not vote or be present during meetings of directors when matters in which that director holds a "material personal interest" are being considered, except in certain limited circumstances. Section 195(4) of the Corporations Act relevantly provides that if there are not enough directors to form a quorum for a directors meeting because of this restriction, one or more of the directors may call a general meeting and the general meeting may pass a resolution to deal with the matter.

As stated under the heading '*Simplification of IDM Mankayan Share Structure*' above, the Directors (or their controlled entities) hold the following interests in ManagementCo:

(a) Geoff Gilmour – through Attfield, 200 fully paid ordinary shares representing a 20% interest;

(b) Oliver Cairns – through Silverlight, 175 fully paid ordinary shares representing a 17.5% interest; and

(c) Gregory Cunnold – 175 fully paid ordinary shares representing a 17.5% interest (held jointly with Lara Groves).

On the basis of these interests, each Director has a material person interest in the outcome of this Resolution 2, as each Director may receive a financial benefit if the 7,047,656 Shares are issued to ManagementCo. As each of the Directors has a material personal interest in this matter, in accordance with section 195(4) of the Corporations Act for the purpose of transparency and best practice corporate governance, the Company seeks Shareholder approval for the issue of the 7,047,656 Shares to ManagementCo pursuant to the terms of the ManagementCo SPA.

3 FINANCIAL BENEFIT - CHAPTER 2E OF THE CORPORATIONS ACT

Section 228 of the Corporations Act sets out the circumstances in which a person or entity will be considered a related party of a public company.

Based on the interests in ManagementCo described in section 2 above, the related parties of the Company for the purposes of Resolution 2 are set out in the table below (each a **Related Party**).

Name of Related Party	Reason	Corporations Act Reference
Geoff Gilmour	Directors of the Company	Section 228(2)(a)
Oliver Cairns		
Gregory Cunnold		
Attfield	Entity controlled by Geoff Gilmour	Section 228(4)
Silverlight	Entity controlled by Oliver Cairns	Section 228(4)
Lara Groves	Spouse of Gregory Cunnold	Section 228(2)(d)

Section 208(1) of the Corporations Act states that for a public company to give a financial benefit to a related party:

(a) the public company must (i) obtain the approval of the public company's shareholders; and (ii) give the benefit within 15 months after the approval; or

(b) the giving of the benefit must fall within an exception set out in sections 210 to 216.

Section 229(2)(a) of the Corporations Act states that the giving of a financial benefit includes a financial benefit given indirectly (for example, through 1 or more interposed entities). As such, despite the 7,047,656 Shares being issued directly to ManagementCo (and not to each Related Party), each Related Party may obtain a financial benefit through ManagementCo (being the interposed entity) for the purposes of section 229(2)(a) of the Corporations Act. Accordingly, Shareholder approval for the purposes of Chapter 2E of the Corporations Act is being sought.

All of the information that is required to be provided to Shareholders for the purposes of Chapter 2E of the Corporations Act for Resolution 2 is set out below.

4 INFORMATION REQUIRED FOR THE PURPOSES OF CHAPTER 2E OF THE CORPORATIONS ACT

Section 219 of the Corporations Act sets out the information that must be provided to Shareholders in order to obtain Shareholder approval under section 208(1). The following information is provided in accordance with section 219 of the Corporations Act and the corresponding ASIC policy:

(a) Subject to Resolution 2 being passed, the financial benefit would be given to each Related Party, the identities of whom are described in section 3 (*'Financial Benefit – Chapter 2E of the Corporations Act'*) above.

(b) The nature of the financial benefit is the Company issuing 7,047,656 Shares to ManagementCo in consideration for the purchase of the 16 IDM Mankayan Shares held by ManagementCo (in accordance with the terms of the ManagementCo SPA). The financial benefit is obtained indirectly by each Related Party for the reasons set out in section 3 (*'Financial Benefit – Part 2E of the Corporations Act'*) above.

(c) A summary of the material terms of the ManagementCo SPA is set out in section 5 (*'Summary of ManagementCo SPA'*) below.

(d) The number of Shares to be issued to ManagementCo under the ManagementCo SPA represents a 9.59% interest in the Company on a post-completion basis (assuming no further securities are issued, including on exercise or conversion of convertible securities). At the time of negotiating the ManagementCo SPA, the consideration of 7,047,656 Shares would have resulted in a 10% interest in the Company to represent ManagementCo's 10% interest in IDM Mankayan, however since that time further Shares have been issued following the exercise of various Options and performance rights which have reduced that interest accordingly.

(e) Each of the Related Parties held interests in the following securities in the Company as at the date of this Notice:

Name of Related Party	Shares	Options	Performance Rights	Convertible Notes
Geoff Gilmour, Attfield and associates	8,351,320	Nil	500,000	181,250
Oliver Cairns, Silverlight and associates	800,000	Nil	500,000	Nil
Gregory Cunnold, Lara Groves and associates	6,833,319	Nil	500,000	181,250

(f) The Board does not consider that there are any significant opportunity costs to the Company or benefits foregone by the Company in issuing the Shares to ManagementCo on the terms proposed. However, if Resolution 2 is not passed, 16 IDM Mankayan Shares will not be acquired by the Company. The failure to acquire those shares would preclude the simplification of the shareholding structure of IDM Mankayan (and the increase in the Company's interest in the Project), which the Board considers may affect the ability of the Company to attract investors to commit funding towards the Project.

(g) The Directors do not make any recommendation to Shareholders in respect of Resolution 2 as this Resolution concerns the giving of a financial benefit to the Directors (see section 3 (*'Financial Benefit – Chapter 2E of the Corporations Act'*) above).

(h) Mr Geoff Gilmour has a material personal interest in the outcome of Resolution 2 since he (through his controlled entity, Attfield) holds a 20% interest in ManagementCo, which will receive Shares under the ManagementCo SPA if Resolution 2 is approved by Shareholders.

(i) Mr Oliver Cairns has a material personal interest in the outcome of Resolution 2 since he (through his controlled entity, Silverlight) holds a 17.5% interest in ManagementCo, which will receive Shares under the ManagementCo SPA if Resolution 2 is approved by Shareholders.

(j) Mr Gregory Cunnold has a material personal interest in the outcome of Resolution 2 since he (jointly with Lara Cheryl Groves) holds a 17.5% interest in ManagementCo, who will receive Shares under the ManagementCo SPA if Resolution 2 is approved by Shareholders.

(k) After noting their material personal interests in relation to the ManagementCo SPA and that the transaction was subject to (and conditional on) Shareholder approval, the Directors voted to approve the issue of Shares to ManagementCo at the Board meeting that considered the transaction, provided that Shareholder approval was obtained (and which approval is sought under Resolution 2).

(l) A voting exclusion statement in respect of Resolution 2 is set out in the Notice.

(m) If both this Resolution 2 and Resolution 1 are passed, a total of 26,428,710 new Shares will be issued (comprising the issue of 19,381,054 Shares to Bezant and 7,047,656 Shares to ManagementCo). This would increase the number of Shares on issue from 47,097,850 to 73,526,560 (assuming no further securities are issued, including on exercise or conversion of convertible securities), with the effect that the shareholdings of existing Shareholders would be diluted by an aggregate of 35.94%.

(n) As stated under the heading '*Simplification of IDM Mankayan Share Structure'* above, completion under the ManagementCo SPA is inter-conditional with completion under the Bezant SPA. As such, if either this Resolution 2 or Resolution 1 is not passed, no new Shares will be issued and the shareholdings of existing Shareholders would not be diluted (assuming no further securities are issued, including on exercise or conversion of convertible securities).

(o) The Board values the Shares proposed to be issued to ManagementCo under this Resolution 2 at $0.20 per Share (being $1,409,531.20 in total).

(p) The Board and the Company are not aware of any other information (other than the information set out or referred to in this Explanatory Memorandum) that would be reasonably required by Shareholders to allow them to make a decision as to whether it is in the best interests of the Company to pass this Resolution.

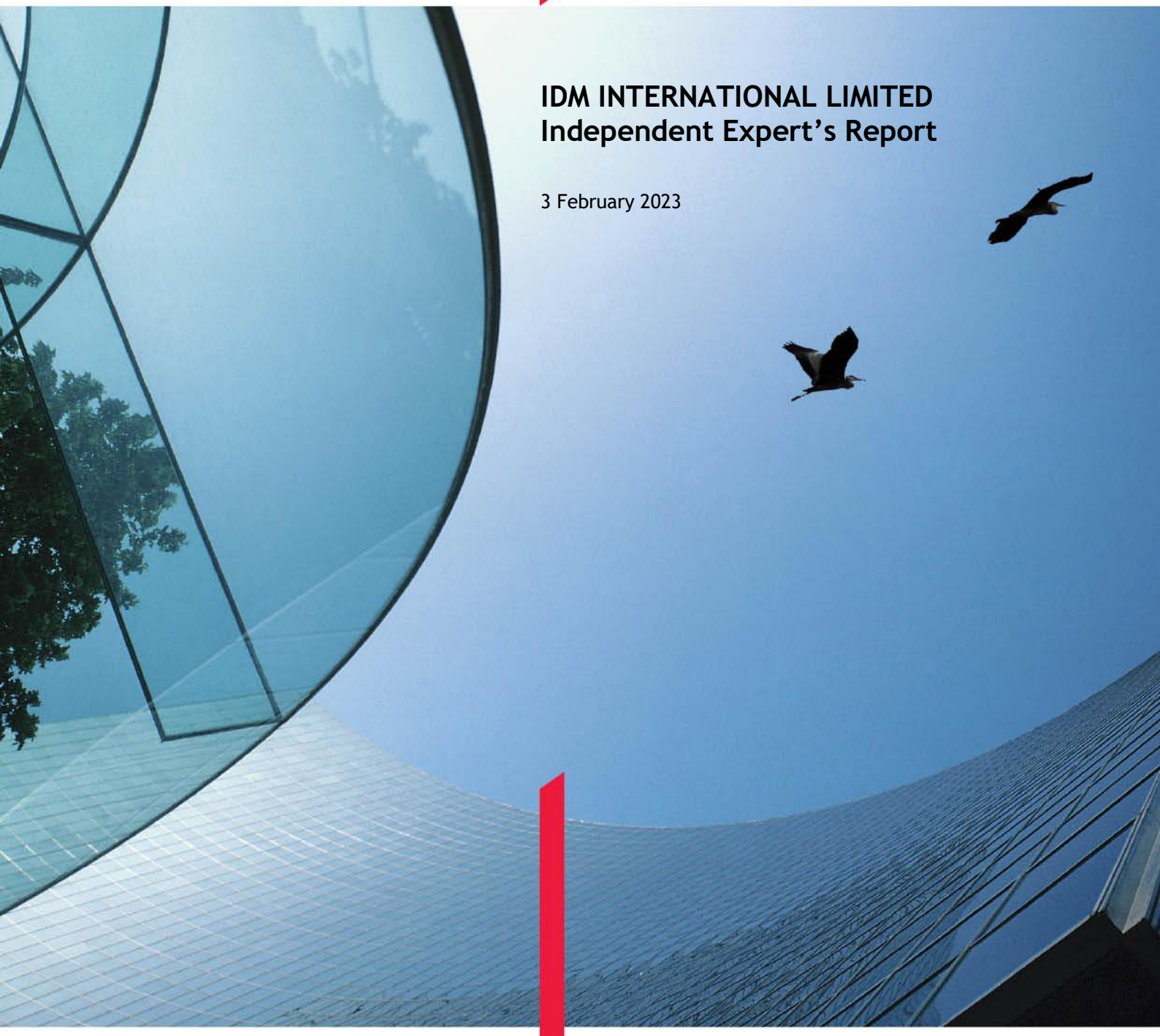
5 SUMMARY OF MANAGEMENTCO SPA

A summary of the key terms of the ManagementCo SPA is set out below.

Material Term	Summary
Date	26 October 2022
Parties	Company and ManagementCo
Sale and Purchase	Subject to completion, ManagementCo agrees to sell to the Company 16 IDM Mankayan Shares (**Sale Shares**) free from all encumbrances in consideration for the issue of 7,047,656 Shares (**Consideration Shares**) to ManagementCo
Conditions	The obligation of the parties to complete is conditional upon: a) the Company obtaining the approval of the Shareholders under Chapter 2E of the Corporations Act for the issue of the Consideration Shares to the Seller (as contemplated by Resolution 2); b) completion of the transaction contemplated by the Bezant SPA occurring simultaneously with completion; and c) Bezant delivering to the Company, ManagementCo and IDM Mankayan a certificate containing its written consent, and an irrevocable written waiver of its pre-emptive rights under the Shareholders Agreement and the constitution of IDM Mankayan in relation, to the sale of the Sale Shares from ManagementCo to the Company. *Note: In relation to condition (c) above, Bezant has committed to providing the required consent as and when required following the EGM.*
Completion	Completion of the sale and purchase of the Sale Shares will take place on the date that is 2 days after the satisfaction of the conditions at 9.00am AWST, or on such other date as agreed by the parties in writing. If completion does not occur by 31 March 2023 (or such other date agreed in writing by the parties), either party may terminate the agreement.
Chapter 6	The Company will not be required to issue (and ManagementCo will not be required to accept) the Consideration Shares to the extent that such an issue would cause a person or an Associate of that person to contravene section 606 of the Corporations Act.

ANNEXURE 1 – INDEPENDENT EXPERT'S REPORT (RESOLUTION 1)

See over.



IDM INTERNATIONAL LIMITED
Independent Expert's Report

3 February 2023

Financial Services Guide

3 February 2023

BDO Corporate Finance (WA) Pty Ltd ABN 27 124 031 045 (‘**we**’ or ‘**us**’ or ‘**ours**’ as appropriate) has been engaged by IDM International Limited (‘**IDM International**’) to provide an independent expert’s report on the proposal to enter into a conditional share purchase agreement with Bezant Resources Plc (‘**Bezant**’) to exchange Bezant’s 27.5% shareholding in IDM Mankayan Pty Ltd (‘**IDM Mankayan**’) for 19,381,054 shares in IDM International (‘**Proposed Transaction**’). If approved, the Proposed Transaction will result in Bezant increasing its equity interest in IDM International from below 20% to greater than 20%. You are being provided with a copy of our report because you are a shareholder of IDM International and this Financial Services Guide (‘**FSG**’) is included in the event you are also classified under the Corporations Act 2001 (‘**the Act**’) as a retail client.

Our report and this FSG accompanies the Notice of Meeting required to be provided to you by IDM International Limited to assist you in deciding on whether or not to approve the proposal.

Financial Services Guide
This FSG is designed to help retail clients make a decision as to their use of our general financial product advice and to ensure that we comply with our obligations as a financial services licensee.

This FSG includes information about:

- Who we are and how we can be contacted;
- The services we are authorised to provide under our Australian Financial Services Licence No. 316158;
- Remuneration that we and/or our staff and any associates receive in connection with the general financial product advice;
- Any relevant associations or relationships we have; and
- Our internal and external complaints handling procedures and how you may access them.

Information about us
We are a member firm of the BDO network in Australia, a national association of separate entities (each of which has appointed BDO (Australia) Limited ACN 050 110 275 to represent it in BDO International). The financial product advice in our report is provided by BDO Corporate Finance (WA) Pty Ltd and not by BDO or its related entities. BDO and its related entities provide professional services primarily in the areas of audit, tax, consulting, mergers and acquisition, and financial advisory services.

We and BDO (and its related entities) might from time to time provide professional services to financial product issuers in the ordinary course of business and the directors of BDO Corporate Finance (WA) Pty Ltd may receive a share in the profits of related entities that provide these services.

Financial services we are licensed to provide
We hold an Australian Financial Services Licence that authorises us to provide general financial product advice for securities to retail and wholesale clients, and deal in securities for wholesale clients. The authorisation relevant to this report is general financial product advice.

When we provide this financial service we are engaged to provide an expert report in connection with the financial product of another person. Our reports explain who has engaged us and the nature of the report we have been engaged to provide. When we provide the authorised services we are not acting for you.

General Financial Product Advice
We only provide general financial product advice, not personal financial product advice. Our report does not take into account your personal objectives, financial situation or needs. You should consider the appropriateness of this general advice having regard to your own objectives, financial situation and needs before you act on the advice. If you have any questions, or don’t fully understand our report you should seek professional financial advice.

Fees, commissions and other benefits that we may receive
We charge fees for providing reports, including this report. These fees are negotiated and agreed with the person who engages us to provide the report. Fees are agreed on an hourly basis or as a fixed amount depending on the terms of the agreement. The fee payable to BDO Corporate Finance (WA) Pty Ltd for this engagement is approximately $32,500.

Except for the fees referred to above, neither BDO, nor any of its directors, employees or related entities, receive any pecuniary benefit or other benefit, directly or indirectly, for or in connection with the provision of the report and our directors do not hold any shares in IDM International.

Other Assignments
BDO Audit (WA) Pty Ltd is the appointed Auditor of IDM International. We do not consider that this impacts on our independence in accordance with the requirements of Regulatory Guide 112 'Independence of Experts'. We have completed a conflict search of BDO affiliated organisations within Australia. This conflict search incorporates all Partners, Directors and Managers of BDO affiliated organisations. We are not aware of any circumstances that, in our view, would constitute a conflict of interest or would impair our ability to provide objective assistance in this matter.

Remuneration or other benefits received by our employees
All our employees receive a salary. Our employees are eligible for bonuses based on overall productivity but not directly in connection with any engagement for the provision of a report. We have received a fee from IDM International for our professional services in providing this report. That fee is not linked in any way with our opinion as expressed in this report.

Referrals
We do not pay commissions or provide any other benefits to any person for referring customers to us in connection with the reports that we are licensed to provide.

Complaints resolution
Internal complaints resolution process
As the holder of an Australian Financial Services Licence, we are required to have a system for handling complaints from persons to whom we provide financial product advice. Complaints can be in writing addressed to The Complaints Officer, BDO Corporate Finance (WA) Pty Ltd, PO Box 700, West Perth WA 6872 or, by telephone or email using the contact details within the following report.

When we receive a complaint we will record the complaint, acknowledge receipt of the complaint in writing within 1 business day or, if the timeline cannot be met, then as soon as practicable and investigate the issues raised. As soon as practical, and not more than 30 days after receiving the complaint, we will advise the complainant in writing of our determination.

Referral to External Dispute Resolution Scheme
If a complaint is made and the complainant is dissatisfied with the outcome of the above process, or our determination, the complainant has the right to refer the matter to the Australian Financial Complaints Authority Limited ('**AFCA**').

AFCA is an independent company that has been established to impartially resolve disputes between consumers and participating financial services providers.

Our AFCA Membership Number is 12561. Further details about AFCA are available on its website www.afca.org.au or by contacting it directly via the details set out below.

Australian Financial Complaints Authority Limited
GPO Box 3
Melbourne VIC 3001
AFCA Free call: 1800 931 678
Website: www.afca.org.au
Email: info@afca.org.au

You may contact us using the details set out on page 1 of the accompanying report.

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PO Box 700 West Perth WA 6872
Australia

3 February 2023

The Directors
IDM International Limited
Level 1, 20 Kings Park Road
West Perth 6005 Australia

Dear Directors

INDEPENDENT EXPERT'S REPORT

1. Introduction

On 26 October 2022, IDM International Limited ('**IDM International**' or '**the Company**') entered into an inter-conditional Share Purchase Agreement ('**SPA**') with Bezant Resources Plc ('**Bezant**') to acquire Bezant's 44 shares in IDM Mankayan Pty Ltd ('**IDM Mankayan**') in consideration for the issue of 19,381,054 IDM International shares ('**Consideration Shares**') to Bezant ('**Proposed Transaction**'). IDM Mankayan has an interest in the Mankayan Project, a copper gold exploration asset based in the Philippines. IDM International currently holds a 62.5% interest of IDM Mankayan, and besides Bezant's 27.5% shareholding, the remaining 10% is held by Mankayan Management Pty Ltd ('**ManagementCo**'). In addition, the Company and Bezant entered into a convertible loan note agreement to invest $137,500 in IDM International. IDM International has also entered into convertible loan notes with entities associated with two of its directors to raise $362,500 on the same terms. Together these convertible notes (the '**Convertible Notes**') raised $500,000 in funds for the Company.

The Proposed Transaction is inter-conditional upon a similar SPA with ManagementCo, to acquire ManagementCo's 16 shares in IDM Mankayan in consideration for the issue of 7,047,656 shares in IDM International to ManagementCo. Upon completion of the SPA with Bezant and the SPA with ManagementCo, IDM International will own 100% of IDM Mankayan.

On a post-completion basis, assuming no further securities are issued, including on exercise or conversion of any convertible securities outstanding:

- the 19,381,054 Consideration Shares that Bezant will receive represents a 26.36% interest in IDM International and
- the 7,047,656 shares that ManagementCo will receive represents a 9.59% interest in IDM International.

Therefore, the Proposed Transaction will result in Bezant increasing its equity interest in the Company from below 20% to greater than 20% and accordingly, an independent expert's report ('**IER**') is required pursuant to item 7 section 611 of the Corporations Act ('**Corporations Act**' or '**the Act**'). BDO has been appointed by the Directors of IDM International to prepare an IER expressing our opinion as to whether or not the Proposed Transaction is fair and reasonable to the non-associated shareholders of IDM

International (**'the Shareholders'**). This report is to accompany the Notice of Meeting required to be provided to the Shareholders of IDM International entitled to vote on the Proposed Transaction.

All currencies are expressed in Australian Dollars (**'$'**, **'A$'** or **'AUD'**) or United States Dollars (**'US$'** or **'USD'**) unless otherwise indicated.

2. Summary and Opinion

2.1 Requirement for the report

The Directors of IDM International have requested that BDO Corporate Finance (WA) Pty Ltd (**'BDO'**) prepare an independent expert's report (**'our Report'**) to express an opinion as to whether or not the Proposed Transaction is fair and reasonable to the Shareholders of IDM International.

Our Report is prepared pursuant to Item 7 section 611 (**'item 7 s611'**) of the Corporations Act 2001 Cth (**'Corporations Act'** or **'the Act'**) and is to accompany the Company's Notice of Meeting, which is required to be provided to Shareholders in order to assist in their decision whether to approve the Proposed Transaction.

2.2 Approach

Our Report has been prepared having regard to Australian Securities and Investments Commission (**'ASIC'**) Regulatory Guide 74 'Acquisitions Approved by Members' (**'RG 74'**), Regulatory Guide 111 'Content of Expert's Reports' (**'RG 111'**) and Regulatory Guide 112 'Independence of Experts' (**'RG 112'**).

In arriving at our opinion, we have assessed the terms of the Proposed Transaction as outlined in the body of this report. We have considered:

- How the value of an IDM International share prior to the Proposed Transaction on a control basis compares to the value of an IDM International share following the Proposed Transaction on a minority basis;
- The likelihood of an alternative offer being made to IDM International;
- Other factors which we consider to be relevant to the Shareholders in their assessment of the Proposed Transaction; and
- The position of Shareholders should the Proposed Transaction not proceed.

2.3 Opinion

We have considered the terms of the Proposed Transaction as outlined in the body of this report and have concluded that the Proposed Transaction is not fair. Although there is significant overlap between the two valuation ranges, the value of an IDM International share following the Proposed Transaction (diluted, minority basis) is lower than its equivalent for IDM International's value per share prior to the Proposed Transaction (diluted, control basis) at each of the low, preferred and high valuation points. Further, we note that the value of the Project does not change as a consequence of approving the transaction. Therefore, we consider that the Proposed Transaction is not fair.

However, we consider the Proposed Transaction to be reasonable because the advantages of the Proposed Transaction to Shareholders are greater than the disadvantages. In particular, the Proposed Transaction would unify and simplify the structure and management of the Project, which in turn may assist with its

development into commercialisation, thereby allowing Shareholders to better realise the value of the Project.

In addition, although not reflected in the value of an IDM share both prior to and following the Proposed Transaction, we have also considered the conversion of the Convertible Notes and the Convertible Note Options (see Section 5.4 for details on these Convertible Notes) issued to parties other than Bezant, but note that it is not material to our opinion.

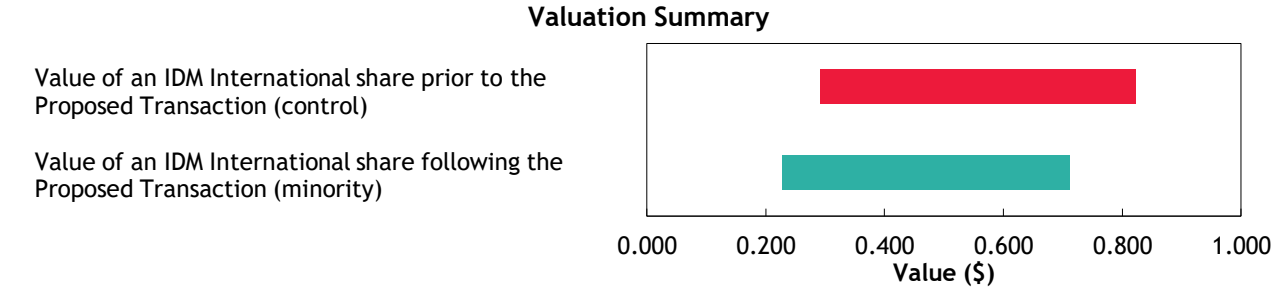
2.4 Fairness

In Section 12 we compare the value of an IDM International share prior to the Proposed Transaction (on a controlling basis) to the value of an IDM International share following the Proposed Transaction (on a minority interest basis), both fully diluted, as detailed below.

	Ref	Low $	Preferred $	High $
Value of an IDM International share prior to the Proposed Transaction (diluted, control basis)	10.2	$0.299	$0.570	$0.844
Value of an IDM International share following the Proposed Transaction (diluted, minority basis)	11.1	$0.232	$0.470	$0.726

Source: BDO analysis

The above valuation ranges are graphically presented below:



Source: BDO analysis

The above pricing indicates that, in the absence of any other relevant information, and an alternate offer, the Proposed Transaction is not fair for Shareholders.

In addition, although not reflected in the value of an IDM share both prior to and following the Proposed Transaction, we have also considered the conversion of the Convertible Notes (and the Convertible Note Options) issued to parties other than Bezant, but note that it is not material to our opinion.

2.5 Reasonableness

We have considered the analysis in Section 13 of this report, in terms of both

- advantages and disadvantages of the Proposed Transaction; and
- other considerations, including the position of Shareholders if the Proposed Transaction does not proceed and the consequences of not approving the Transaction.

In our opinion, the position of Shareholders if the Proposed Transaction is approved is more advantageous than the position if the Proposed Transaction is not approved. Accordingly, in the absence of any other

relevant information and/or an alternate proposal we believe that the Proposed Transaction is reasonable for Shareholders.

The respective advantages and disadvantages considered are summarised below:

ADVANTAGES AND DISADVANTAGES			
Section	**Advantages**	**Section**	**Disadvantages**
13.4	The Proposed Transaction increases IDM International's exposure to the Project	13.5	Dilution of Shareholders' interests
13.4	Alignment of interest via single board and management team to reduce inefficiencies and streamline development of the Project	13.5	The share of the costs that IDM International will have to bear in the development of the Project will increase
13.4	Enlarged entity with simplified structure may improve access to capital for development of the Project		
13.4	Consideration under the Proposed Transaction is in the form of shares as opposed to cash		

Other key matters we have considered include:

Section	Description
13.1	Alternative Proposal
13.2	Practical Level of Control
13.3	Consequences of not approving the Proposed Transaction

3. Scope of the Report

3.1 Purpose of the Report

Section 606 of the Corporations Act ('**Section 606**') expressly prohibits the acquisition of further shares by a party if the party acquiring the interest does so through a transaction and because of the transaction, that party (or someone else's voting power in the company) increases from 20% or below to more than 20%.

Section 611 of the Corporations Act ('**Section 611**') provides exceptions to the Section 606 prohibition and item 7 Section 611 ('**item 7 s611**') permits such an acquisition if the shareholders of IDM International have agreed to the acquisition. This agreement must be by resolution passed at a general meeting at which no votes are cast in favour of the resolution by the party to the acquisition or any party who is associated with the acquiring party.

Item 7 Section 611 states that shareholders of the company must be given all information that is material to the decision on how to vote at the meeting.

RG 74 states that to satisfy the obligation to provide all material information on how to vote on the item 7 resolution IDM International can commission an Independent Expert's Report.

The Directors of IDM International have commissioned this Independent Expert's Report to satisfy this obligation.

3.2 Regulatory guidance

Neither the Listing Rules nor the Corporations Act defines the meaning of 'fair and reasonable'. In determining whether the Proposed Transaction is fair and reasonable, we have had regard to the views expressed by ASIC in RG 111. This regulatory guide provides guidance as to what matters an independent expert should consider to assist security holders to make informed decisions about transactions.

This regulatory guide suggests that where the transaction is a control transaction, the expert should focus on the substance of the control transaction rather than the legal mechanism used to effect it. RG 111 suggests that where a transaction is a control transaction, it should be analysed on a basis consistent with a takeover bid.

In our opinion, the Proposed Transaction is a control transaction as defined by RG 111 and we have therefore assessed the Proposed Transaction as a control transaction to consider whether, in our opinion, it is fair and reasonable to Shareholders.

3.3 Adopted basis of evaluation

RG 111 states that a transaction is fair if the value of the offer price or consideration is equal to or greater than the value of the securities subject of the offer. This comparison should be made assuming a knowledgeable and willing, but not anxious, buyer and a knowledgeable and willing, but not anxious, seller acting at arm's length. When considering the value of the securities subject of the offer in a control transaction it is inappropriate for the expert to apply a discount on the basis that the shares being acquired represent a minority or portfolio interest as such the expert should consider this value inclusive of a control premium. Further to this, RG 111 states that a transaction is reasonable if it is fair. It might also be reasonable if despite being 'not fair' the expert believes that there are sufficient reasons for security holders to accept the offer in the absence of any higher bid.

Having regard to the above, BDO has completed this comparison in two parts:

- A comparison between value of an IDM International share prior to the Proposed Transaction on a controlling interest basis and the value of an IDM International share following the Proposed Transaction on a minority interest basis (fairness – see Section 12 'Is the Proposed Transaction Fair?'); and
- An investigation into other significant factors to which Shareholders might give consideration, prior to approving the resolution, after reference to the value derived above (reasonableness – see Section 13 'Is the Proposed Transaction Reasonable?').

This assignment is a Valuation Engagement as defined by Accounting Professional & Ethical Standards Board professional standard APES 225 'Valuation Services' ('**APES 225**').

A Valuation Engagement is defined by APES 225 as follows:

'an Engagement or Assignment to perform a Valuation and provide a Valuation Report where the Valuer is free to employ the Valuation Approaches, Valuation Methods, and Valuation Procedures that a reasonable and informed third party would perform taking into consideration all the specific facts and circumstances of the Engagement or Assignment available to the Valuer at that time.'

This Valuation Engagement has been undertaken in accordance with the requirements set out in APES 225.

4. Outline of the Proposed Transaction

IDM International currently holds a 62.5% interest in IDM Mankayan, and besides Bezant's 27.5% shareholding, the remaining 10% is held by ManagementCo. IDM Mankayan's main asset is a 64% interest in the Mankayan Project, a copper gold exploration asset based in the Philippines which is held indirectly through various companies, further detailed in Section 5.2.

The Board of IDM International has determined that the ownership structure of IDM Mankayan should be simplified to enhance the prospects of attracting potential investors to commit funding towards the development of the Mankayan Project, including through an investment in IDM International. On this basis, IDM International entered into negotiations with Bezant and ManagementCo to acquire their respective holdings in IDM Mankayan.

On 26 October 2022, IDM International entered into an inter-conditional SPA with Bezant to acquire Bezant's 44 shares in IDM Mankayan (representing Bezant's 27.5% interest) in consideration for the issue of the 19,381,054 Consideration Shares to Bezant ('**Bezant SPA**'). The Proposed Transaction is inter-conditional upon a similar SPA with ManagementCo, to acquire ManagementCo's 16 shares in IDM Mankayan (representing ManagementCo's 10% interest) in consideration for the issue of 7,047,656 shares in IDM International to ManagementCo ('**ManagementCo SPA**'). Upon completion of the Bezant SPA and the ManagementCo SPA, IDM International will own 100% of IDM Mankayan.

The completion of the Proposed Transaction is conditional on:

- the Company obtaining the approval of the Shareholders under item 7 s611 of the Corporations Act for the issue of the Consideration Shares to Bezant;
- completion of the transaction contemplated by the ManagementCo SPA occurring simultaneously with completion; and
- ManagementCo delivering to IDM International, Bezant and IDM Mankayan a certificate containing its written consent, and an irrevocable written waiver of its pre-emptive rights under the

Shareholder Agreement and the constitution of IDM Mankayan in relation, to the sale of the Sale Shares from Bezant to the Company.

Following the Proposed Transaction, assuming no further securities are issued, including on exercise or conversion of any convertible securities outstanding:

- the 19,381,054 Consideration Shares that Bezant will receive represents a 26.36% interest in IDM International; and
- the 7,047,656 shares that ManagementCo will receive represents a 9.59% interest in IDM International.

Therefore, the Proposed Transaction will result in Bezant increasing its equity interest in the Company from below 20% to greater than 20% and accordingly, an IER is required pursuant to item 7 section 611 of the Corporations Act.

ManagementCo SPA

The ManagementCo SPA is subject to approval under Chapter 2E of the Corporations Act due to its own shareholding structure, whereby the Directors of IDM International hold the following interests in ManagementCo:

- Geoffrey Gilmour, through Attfield Corporate Pty Ltd (ACN 151 297 808) (**'Attfield'**) - holds 200 fully paid ordinary shares in ManagementCo, representing a 20% interest;
- Oliver Cairns, through Silverlight Holdings Pty Ltd (ACN 136 599 169) (**'Silverlight'**) – holds 175 fully paid ordinary shares in ManagementCo, representing a 17.5% interest; and
- Gregory Cunnold, held jointly with Lara Groves – holds 175 fully paid ordinary shares in ManagementCo, representing a 17.5% interest.

The other shareholders of ManagementCo comprise David Cornell (holding a 20% interest), Bahen Bros Pty Ltd (holding a 15% interest) and Laurie Sorgiovanni (holding a 10% interest), none of whom are a director or related party of IDM International.

Capital structure of IDM International following the Proposed Transaction

We note that the Company currently has 9.05 million options on issue and 1.50 million performance rights which have not yet vested. Further details are set out in Section 5.7. In addition, the Company has $500,000 in Convertible Notes outstanding with a $0.20 conversion price (see Section 5.4). However, as detailed in the Notice of Meeting, Shareholder approval is not being sought for the conversion of the Convertible Notes or any options issued under the Convertible Note deed, at this meeting.

If the Shareholder approvals noted above are obtained and the Proposed Transaction completes (and assuming no further securities are issued, including on exercise or conversion of convertible securities), the Company's capital structure will be reflective of the following:

Capital structure	Bezant	ManagementCo	Shareholders	Total
IDM International shares on issue prior to the Proposed Transaction	**-**	**-**	**47,097,850**	**47,097,850**
% holdings prior to the Proposed Transaction	*-*	*-*	*100.00%*	*100.00%*
Add: Consideration Shares issued to Bezant	19,381,054	-	-	19,381,054
Add: Shares issued to ManagementCo	-	7,047,656	-	7,047,656
IDM International shares on issue following the Proposed Transaction	**19,381,054**	**7,047,656**	**47,097,850**	**73,526,560**
% holdings following the Proposed Transaction	*26.36%*	*9.59%*	*64.06%*	*100.00%*

Source: BDO analysis

We note that Bezant has subscribed to 137,500 Convertible Notes which are convertible into IDM International shares at a conversion price of $0.20 each. Upon conversion of the Convertible Notes, Bezant will also be issued one IDM International option for every two shares issued, as further detailed in Section 5.4. The conversion of Bezant's Convertible Notes and exercise of any attaching options would increase Bezant's interest in IDM International following the Proposed Transaction to be greater than the 26.36% shown in the above table (assuming the remaining non-Bezant Convertible Notes are not converted). However, approval for the conversion of Bezant's Convertible Notes is not being sought at this meeting.

5. Profile of IDM International

5.1 History

IDM International is an exploration company focussed on the development of the Mankayan Project ('**Mankayan Project**' or '**the Project**'), a copper-gold deposit situated on Luzon Island, 240 kilometres ('**km**') north of Manila, in the Philippines. IDM International is a public company incorporated in Australia that was delisted from the ASX in 2016.

On 6 August 2021, IDM International established IDM Mankayan as a special purpose vehicle to acquire the Mankayan Project from Mining and Minerals Industries Holdings Pte Ltd ('**MMIH**'). On 13 September 2021, IDM Mankayan entered into a conditional agreement with Bezant to take the Mankayan Project forward ('**the IDM Agreement**'). Under the IDM Agreement, IDM Mankayan wholly acquired Asean Copper Investments Ltd ('**Asean**'), which indirectly holds a 64% interest in the Project.

The Company's Board of Directors are:

- Mr. Geoffrey Gilmour – Executive Director and Company Secretary;
- Mr. Gregory Cunnold – Executive Director; and
- Mr. Oliver Cairns – Executive Director.

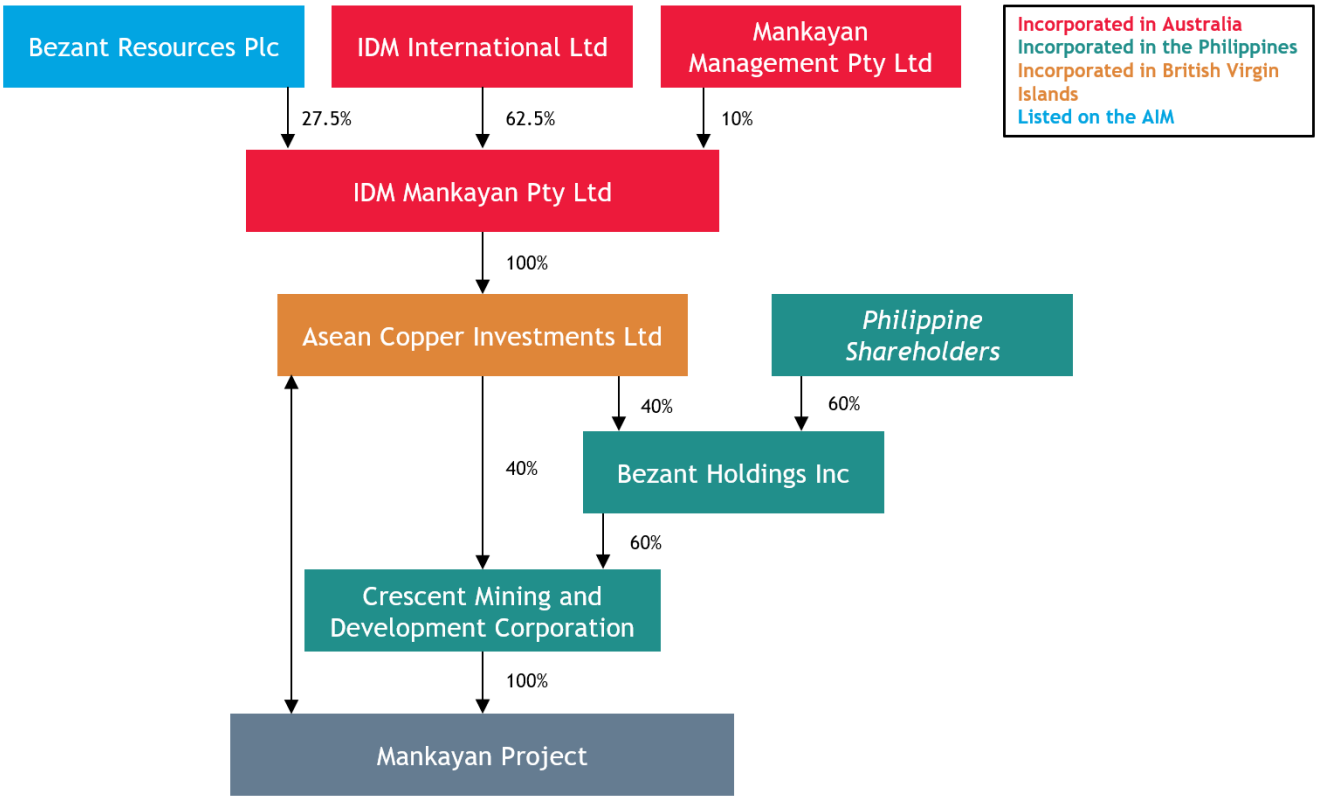
5.2 Corporate Structure

IDM International is currently the controlling shareholder of IDM Mankayan, holding a 62.5% interest. The remaining interest in IDM Mankayan is held by Bezant (currently holding a 27.5% interest) and ManagementCo (currently holding a 10% interest). IDM Mankayan and ManagementCo are both incorporated in Australia.

IDM Mankayan's 64% holding in the Project is derived from its 100% interest in Asean (an entity incorporated in the British Virgin Islands). Asean holds a 64% interest in Crescent Mining and Development Corporation ('**Crescent**') (an entity incorporated in the Philippines) via a direct 40% shareholding and a

further indirect 24% interest via Bezant Holdings Inc ('**BHI**'), an entity incorporated in the Philippines that is currently unrelated to Bezant.

Crescent is the contractor which holds the Mineral Production Sharing Agreement ('**MPSA**') No. 057-96-CAR that allows it to conduct mining operations within the Project. Apart from the MPSA relating to the Project, the other assets and liabilities of Crescent are immaterial. As a result of this structure, IDM International's interest in the Project prior to the Proposed Transaction is 40%, being a 62.5% interest in IDM Mankayan which ultimately has a 64% interest in the Project. This corporate structure is outlined below.



Source: IDM International Corporate Structure, provided by Management of IDM International

It should be noted that the Proposed Transaction only results in a consolidation of IDM International's current 62.5% ownership in IDM Mankayan and does not impact the ownership structure below IDM Mankayan. Therefore, following the Proposed Transaction, IDM International's interest in the Project will increase from 40% currently to 64%, as IDM Mankayan will be wholly owned by the Company.

The corporate structure above is the result of a requirement by the Philippines government, which requires the ownership of projects under an MPSA to be at least 60% held by locals. Asean has the option to acquire BHI's interest in Crescent allowing it to switch between local Philippines shareholders, should it be required to.

5.3 Mankayan Project

The Mankayan Project was first discovered in the early 1970s and has since been subject to extensive drilling and metallurgical test work. From late 2007 to 2009, a drill program of 9,778 metres over nine holes was conducted to expand upon and test the validity of past historical drilling results, and to provide samples for density and metallurgical test work. In 2009, Snowden Mining Industry Pty Ltd ('**Snowden**') defined a resource estimate based on the drilling, which was compliant with Australasian Joint Ore Reserves Committee ('**JORC**') 2004.

In 2010, both the new and verified historically drilling data was incorporated into a maiden independent JORC Ore Reserve and Mineable Inventory Statement and conceptual study for the Project, which was released in January 2011. The study was based on Probable Ore Reserves of 189 million tonnes ('**Mt**') at 0.46% copper and 0.49 grams per tonne ('**g/t**') gold resulting in total Recoverable Metal Reserves of 811,000 tonnes of copper and 2,210,000 ounces of gold. In 2014, Crescent commissioned GHD Group Pty Ltd to undertake a high level review of the conceptual study.

On 20 February 2017, the Philippines' Department of Environment and Natural Resource ('**DENR**') provided a formal notice to Crescent regarding the validity of MPSA. The notice disclosed that the Project was situated within a "watershed area" as defined under the Philippines' Mining Act of 1995, and therefore subject to possible cancellation. However, following a change in leadership of DENR, Crescent subsequently received confirmation of a two-year renewal of the exploration period on 19 April 2018. The renewal was subject to Crescent providing inclusive stakeholder engagement and satisfying work program commitments, which had an estimated cost of approximately £1.65 million over the period.

In 2018, Mining Plus Pty Ltd was engaged to conduct an independent mining and economic study based on the JORC 2004 compliant resource estimate prepared by Snowden in 2009. The study comprised a high-level assessment of eleven mining options for the Project and improved the underlying economics of the proposed operations. The results were announced on 12 February 2019.

In November 2020, Derisk Geomining Consultants Pty Ltd ('**Derisk**'), under instructions from MMIH, prepared an updated Mineral Resource that was JORC 2012 compliant. The Project was estimated to have a combined Mineral Resource of 793 Mt containing 2.8 Mt of copper, 9.6 million ounces ('**Moz**') of gold and 20 Moz of silver. It had an Indicated Mineral Resource of 638 Mt at 0.37% copper, 0.40 g/t gold and 0.90 g/t silver, and Inferred Mineral Resource of 155 Mt at 0.29% copper, 0.30 g/t gold and 0.5 g/t silver. This was announced by MMIH and has not been updated since. Crescent is currently undertaking further technical studies and IDM International will make further announcements once complete.

The Mines and Geosciences Bureau ('**MGB**') of the DENR renewed the MPSA for a second 25 year term, to be effective from 12 November 2021. This followed the initial MPSA expiring on 11 November 2021.

Since IDM International's acquisition of the 40% interest in the Project in October 2021, two pre-feasibility holes to depths of approximately 1,000 metres each have been completed which focussed on metallurgy, geotechnical and hydrogeological studies. Additionally, the Company has had meetings with the MGB, commenced the process of appointing key consultants to perform a pre-feasibility study ('**PFS**'), and had discussions with potential investors to fund the PFS. A full PFS is intended to be completed during 2023 and 2024.

Further details on the Project are discussed in the Independent Technical Assessment and Valuation Report ('**ITAVR**') by the independent technical specialist, E2M Ltd ('**Sahara**'), which is attached in Appendix 4.

5.4 Recent Corporate Events

Subsequent to 30 June 2022, the Company has continued to fund the drilling and exploration activities at the Project and has primarily done so via a loan to Crescent which as at 30 November 2022 had a balance of approximately $1.51 million. The funds for this loan have been sourced from the Company's existing cash balance as well as through funds periodically received from the exercise of the Company's existing options on issue. From 30 June 2022 to 30 November 2022, it has received a total of $890,000 from the exercise of various options on issue.

In addition, on 26 October 2022, the Company and Bezant entered into a convertible loan note agreement to invest $137,500 in IDM International. IDM International has also entered into convertible loan notes with entities associated with two of its directors to raise $362,500 on the same terms. Together these Convertible Notes raised $500,000 in funds for the Company as follows:

- Bezant subscribed to 137,500 Convertible Notes for consideration of $137,500;
- Geoffrey Gilmour, through Attfield, subscribed to 181,250 Convertible Notes for consideration of $181,250; and
- Gregory Rolland Cunnold and Lara Cheryl Groves, as trustees for the Stratford Trust, subscribed to 181,250 Convertible Notes for consideration of $181,250.

Geoffrey Gilmour and Gregory Rolland Cunnold are both directors of IDM International and hold an interest in ManagementCo.

Under the terms of the Convertible Notes, each note matures 4 years from their issue and carry a 4% interest rate which is repayable at maturity. Subject to the two points below however, IDM International may elect to redeem the Convertible Notes from the holders before their maturity, by paying to the holders 110% of the principal amount owing under the Convertible Notes, provided:

- it is 2 years after the issue date of the Convertible Notes; and
- IDM International must give 30 days' notice to the holders of the Convertible Notes of its intent to redeem early.

Each of the Convertible Note holders can convert each note at $0.20 per share and will be issued one option ('**Convertible Note Option**') for every two shares issued on conversion of the Convertible Notes. The exercise price of each Convertible Note Option is $0.40.

5.5 Historical Balance Sheet

Statement of Financial Position	Audited as at 30-Jun-22 $	Audited as at 30-Jun-21 $	Audited as at 30-Jun-20 $
CURRENT ASSETS			
Cash and cash equivalents	395,937	122,403	142,348
TOTAL CURRENT ASSETS	**395,937**	**122,403**	**142,348**
NON-CURRENT ASSETS			
Investments accounted for using the equity method	188,054	-	-
Other	1,023	-	-
TOTAL NON-CURRENT ASSETS	**189,077**	**-**	**-**
TOTAL ASSETS	**585,014**	**122,403**	**142,348**
CURRENT LIABILITIES			
Trade and other payables	41,589	70,156	73,128
Loans and borrowings	-	48,763	53,417
TOTAL CURRENT LIABILITIES	**41,589**	**118,919**	**126,545**
TOTAL LIABILITIES	**41,589**	**118,919**	**126,545**
NET ASSETS	**543,425**	**3,484**	**15,803**
EQUITY			
Equity attributable to equity holders of the parent			
Contributed equity	88,055,182	86,699,222	86,699,222
Reserves	7,165,290	6,694,918	6,694,918
Accumulated losses	(94,677,047)	(93,390,656)	(93,378,337)
TOTAL EQUITY	**543,425**	**3,484**	**15,803**

Source: IDM International's audited financial reports for the financial years ended 30 June 2021 and 30 June 2022.

The Company's auditor emphasised a material uncertainty for IDM International to continue as a going concern, in its audit report for the years ended 30 June 2022 and 30 June 2021. However, the audit opinion was not modified in respect of that matter.

Although not shown above, we were also provided with the management accounts of IDM International for the period from 30 June 2022 to 30 November 2022. The management accounts did not show any movements in balances from 30 June 2022 material to our opinion apart from a net decrease in the Company's cash balance due to administrative expenses and a new $1.51 million loan to Crescent. As discussed in Section 5.4, the loan, which was primarily used to fund drilling and exploration activities at the Project, was funded by internal funds as well as funds from the exercise of various options on issue (totalling $890,000 for the period from 30 June 2022 to 30 November 2022). We have accounted for these subsequent events in our valuation of the Company in Sections 10 and 11.

- Cash and cash equivalents increased from $0.12 million as at 30 June 2021 to $0.40 million as at 30 June 2022. The increase of approximately $0.27 million was primarily the result net cash inflows from financing activities relating to the issue of ordinary shares ($1.22 million), drawdown on borrowings ($0.09 million) and proceeds from options exercised ($0.07 million). This was partially offset by a loan advance of $0.67 million to Crescent (which was subsequently entirely impaired), payments for investments in associated companies of $0.30 million and payments to suppliers and employees of $0.13 million.

- The investments accounted for using the equity method of $0.19 million as at 30 June 2022 represent the Company's acquisition of the 64% interest in Crescent on 6 September 2021. The balance reflects the fair value of the assets acquired of $0.29 million less IDM International's share of Crescent's loss after income tax of $0.10 million (from 6 September 2021 to 30 June 2022).
- Reserves of $7.17 million as at 30 June 2022 and $6.69 million as at 30 June 2021 comprises share based payment reserves that are used to record the value of share based payments to employees, including key management personnel, as part of their remuneration.
- The Company has the following contingent liability as at 30 June 2022, relating to the deferred consideration for the acquisition of Crescent ('**Project Contingent Liability**'):
  - Tranche 1: $2 million on completion of a PFS by the Company in relation to the Project showing a net present value of the Project 100% greater than capital expenditure; and
  - Tranche 2: $2 million on completion of the earlier of a trade sale or a decision to mine in respect of the Project.

5.6 Historical Statement of Comprehensive Income

Statement of Profit or Loss and Other Comprehensive Income	Audited for the year ended 30-Jun-22	Audited for the year ended 30-Jun-21	Audited for the year ended 30-Jun-20
	$	$	$
Continuing operations			
Other income	361,098	5	5
Administration expenses	(626,816)	(13,300)	(11,815)
Compliance expenses	(6,535)	(3,678)	(5,588)
Impairment expense	(733,176)	-	-
Foreign exchange gain	2,534	4,654	(3,417)
Share of associated companies' loss using equity method	(102,496)	-	-
Travel and accommodation	-	-	-
Loss before income tax from continuing operations	**(1,105,391)**	**(12,319)**	**(20,815)**
Income tax expense	-	-	-
Net loss for the year from continuing operations	**(1,105,391)**	**(12,319)**	**(20,815)**
Other comprehensive (loss)/income			
Other comprehensive income to be reclassified to profit or loss in subsequent periods			
Net foreign currency translation	-	-	-
Total comprehensive loss for the year	**(1,105,391)**	**(12,319)**	**(20,815)**
Total comprehensive loss attributable to the owners of the Company	**(1,105,391)**	**(12,319)**	**(20,815)**

Source: IDM International's audited financial reports for the year ended 30 June 2021 and 30 June 2022.

As mentioned above, the Company's auditor emphasised a material uncertainty for IDM International to continue as a going concern, in its audit report for the years ended 30 June 2022 and 30 June 2021. However, the audit opinion was not modified in respect of that matter.

- Other income of $0.36 million for the year ended 30 June 2022 comprised a gain on extinguishment on a loan owed by the Company to Sentient Group for a past transaction.
- Administration expenses over the assessed period comprised:

Administration expenses	Audited for the year ended 30-Jun-22 $	Audited for the year ended 30-Jun-21 $	Audited for the year ended 30-Jun-20 $
Consultancy expenses	(62,076)	-	-
Insurance expenses	(15,218)	-	-
Legal expenses	(47,313)	(9,155)	-
Share based payment expense	(470,372)	-	-
Travel expenses	(20,448)	-	(7,294)
Bank charges	-	-	(4,521)
Other expenses	(11,389)	(4,145)	-
TOTAL	**(626,816)**	**(13,300)**	**(11,815)**

- Impairment expense for the year ended 30 June 2022 of $733,176 related to two loans (a $674,737 loan to Crescent and a $10,998 loan to MMJV Pte Ltd) and impairment of unlisted options ($47,441).
  - The loan to Crescent comprised expenses and capital purchases that the Company had paid on behalf of Crescent. The Directors of IDM International determined that the recoverability of the loan was uncertain and therefore it was entirely impaired during the year ended 30 June 2022.
  - The loan to MMJV Pte Limited was acquired as part of the Company's acquisition of Asean. It was similarly impaired during the year ended 30 June 2022 after the Directors of IDM International determined the recoverability of the loan was uncertain.
  - The options in unlisted companies were acquired as part of the Company's acquisition of Asean. The Directors have determined that the options will never be exercised and hence were written off for the year ended 30 June 2022.
- Share of associated companies' loss using equity method of $0.10 million for the year ended 30 June 2022 represents IDM International's 64% share of Crescent's loss after income tax for the period to 30 June 2022.

5.7 Capital Structure

The share structure of IDM International as at 20 December 2022 is outlined below:

	Number
Total ordinary shares on issue	47,097,850
Top 20 shareholders	34,304,541
Top 20 shareholders - % of shares on issue	72.84%

Source: IDM International share registry information, 20 December 2022.

The range of shares held in IDM International as at 20 December 2022 is as follows:

Range of Shares Held	No. of Ordinary Shareholders	No. of Ordinary Shares	Percentage of Issued Shares (%)
1 - 1,000	308	123,120	0.26%
1,001 - 5,000	281	737,541	1.57%
5,001 - 10,000	142	976,987	2.07%
10,001 - 100,000	142	4,170,612	8.86%
100,001 - and over	42	41,089,590	87.24%
TOTAL	**915**	**47,097,850**	**100.00%**

Source: IDM International share registry information, 20 December 2022.

The ordinary shares held by the most significant shareholders as at 20 December 2022 are detailed below:

Name	No. of Ordinary Shares	Percentage of Issued Shares (%)
Mr Gregory Rolland Cunnold and Ms Lara Cheryl Groves <Stratford A/C>	6,833,319	14.51%
Attfield Corporate Pty Ltd <The G & D Family A/C>	4,521,060	9.60%
Willowood Corporate Pty Ltd	2,830,260	6.01%
Gab Superannuation Fund Pty Ltd	2,500,000	5.31%
Subtotal	**16,684,639**	**35.43%**
Others	30,413,211	64.57%
Total ordinary shares on Issue	**47,097,850**	**100.00%**

Source: IDM International share registry information, 20 December 2022.

The list of unlisted options and performance rights of IDM International on issue as at 20 December 2022 are outlined below:

Description	No. of Options	Exercise price ($)	Expiry Date
Options exercisable at $0.20, expiring on 14 February 2024	4,250,000	0.20	14-Feb-24
Options exercisable at $0.20, expiring on 2 April 2024	1,000,000	0.20	02-Apr-24
Options exercisable at $0.20, expiring on 14 February 2026	3,800,000	0.20	14-Feb-26
Performance rights, unvested	1,500,000	Nil	12 months after vesting
Total number of options and performance rights	**10,550,000**		
Cash raised if options are exercised	**$1,810,000**		

Source: IDM International management

6. Profile of Bezant

6.1 History

Bezant is a public company focussed on the exploration and development of copper and gold projects in Namibia, the Philippines, Argentina and Zambia. The Company also hold an interest in a manganese project in Botswana. Bezant was incorporated in 1994 and subsequently listed on the Alternative Investment Market ('**AIM**') on the London Stock Exchange in 1995.

Bezant's Board of Directors are:

- Mr. Colin Bird – Chairman and Chief Executive Officer;
- Mr. Raju Samtani – Finance Director;
- Mr. Edward Slowey – Technical Director;
- Dr. Evan Kirby – Non-Executive Director; and
- Mr. Ronnie Siapno – Non-Executive Director.

The following section provides a brief overview of Bezant's mining projects. Further information, including financial and capital structure data, can be obtained from the company's website (https://www.bezantresources.com/) and from announcements released on the AIM (https://www.londonstockexchange.com/).

6.2 Projects

Hope Copper-Gold Project in Namibia

On 14 August 2020, Bezant acquired the Hope Copper-Gold Project through the 100% acquisition of Virgo Resources Limited ('**Virgo**'), a company incorporated in Australia. Virgo is comprised of a wholly owned subsidiary, Hepburn Resources Pty Ltd, that holds a 70% interest of Hope and Gorob Mining Pty Ltd and an 80% interest in Hope Namibia Mineral Exploration Pty Ltd. Both entities hold the prospecting licences that comprise the project. The remaining interest is held by local Namibian partners.

The project area is situated in central Namibia about 100km to the southwest of Windhoek, the capital of Namibia, and covers approximately 1,200 km^2 of the Matchless Copper Belt. The Hope Copper-Gold Project contains a series of copper deposits, of which three make up a JORC compliant combined Indicated and Inferred Mineral Resource of 10.2 Mt at 1.9% copper and 0.3 g/t gold at a 0.7% copper cut-off, containing 192 kilotonne ('**kt**') of copper metal and 3,190 kilogram ('**kg**') of gold.

Kanye Manganese Project in Botswana

On 12 February 2021, Bezant acquired the Kanye Manganese Project through the 100% acquisition of Metrock Resources Pty Ltd ('**Metrock**'), a company incorporated in Australia. Metrock holds a 100% interest in Coastal Resources Pty Ltd, an entity incorporated in Australia, which wholly owns Cypress Sources Pty Ltd and Coastal Minerals Pty Ltd, both of which are incorporated in Botswana and hold the prospecting licences that comprises the project. The Kanye Manganese Project area is located in south-central Botswana and covers an area of approximately 4,043 km^2.

Mankayan Project in the Philippines

Bezant has a 17.6% interest in the Mankayan Project via its 27.5% interest in IDM Mankayan. Refer to Section 5.3 for further details on the Mankayan Project.

Eureka Copper Project in Argentina

Bezant holds a 100% interest in the Eureka Copper Project situated in the Jujuy province of Argentina. The project was acquired in 2012 and comprises 12 exploration licences that cover approximately 5,500 hectares. Bezant intends to continue exploration of the project area and to secure a joint venture partner.

Kalengwa Copper and Silver project in Zambia

Bezant acquired a 30% interest in the Kalengwa Copper and Silver Project on 24 April 2020. The project comprises approximately 974 km^2 and is situated in Kalengwa, the Republic of Zambia. In 2021, the Kalengwa Copper and Silver Project was subject to technical and regulatory issues that led to a pause of work. Bezant has announced it will make a full provision against its investment in the project from 31 December 2021.

7. Economic analysis

7.1 Australia

Australia

In its December 2022 statement of Monetary Policy, the Reserve Bank of Australia ('**RBA**') noted that it expects Australia's gross domestic product ('**GDP**') growth to be approximately 1.5% in 2023 and 2024 as global economic growth slows, household spending decreases and the effects of consecutive interest rate increases materialise. The RBA also expressed concern over global inflation indicators, with domestic headline consumer price index ('**CPI**') inflation projected to reach approximately 8% by the end of 2022 before normalising to 3.25% by the end of 2024.

The second half of 2022 was subject to a significant slowdown primarily due to high inflation, rising interest rates, a European energy crisis, and various headwinds impacting China's economic recovery. Nonetheless, economic growth in Australia is forecast to remain robust over the latter half of 2022, and despite weather and maintenance issues hampering resource production, resource exports are anticipated to recover by early 2023. In addition, rural exports, as well as travel and education exports are also expected to keep economic growth buoyant in 2023.

The broad Australian equity market ASX 200 index experienced a rally over the last three months of 2022 in response to a softening inflation rate and the signalling of slowed future interest rate rises. This is on the back of equity price contractions in September, mirroring investor concerns around rising interest rates, global growth and the outlook for corporate profits. In contrast, equity prices in the energy sector have soared as the future of Europe's energy crisis remains uncertain.

In recent months, government bond yields have increased significantly, reflecting expectations of tightening economic conditions. There are similar concerns in corporate bond markets, where yields have increased substantially, and corporate bond issuance has decreased since the beginning of 2022.

The RBA has executed consecutive monthly cash rate rises since May 2022 to currently sit at 3.10% following a 0.25% raise in December 2022. Moreover, the RBA anticipates further interest rate hikes in the foreseeable future as it continues to monitor incoming data, the inflation outlook and the labour market.

Economic indicators

In almost all major advanced economies, inflation remains elevated, and although supply chain disruptions and rising commodity prices have somewhat subsided, core inflation remains a primary cause for concern. Similarly, in Australia, inflation remains high, evidenced by a CPI index increase of 1.8% in the September quarter of 2022 and 7.3% over the year to November 2022, representing the highest year ended inflation in 32 years. Further, inflation remains underpinned by strong demand and the ongoing pass-through of upstream cost pressures. However, medium-term inflation remains well anchored, and the RBA anticipates inflation will recede to just above the inflation target by 2024 as commodity prices and demand retreat.

The labour market remains notably tight, with the unemployment rate sitting at 3.4% for October 2022 - proximate to the lowest level in nearly 50 years. Similarly, broader measures of labour underutilisation are also near historical lows as strong labour demand over the past year has been met. The level of job vacancies has plateaued in recent months, however, there remains roughly as many vacancies as there are unemployed people, with many firms continuing to report significant activity constraints due to labour shortages.

On a similar note, wages growth has accelerated in recent months, reflecting the tight labour market, inflationary conditions and the material impact of the Fair Work Commission's decision on minimum and award wages in June 2022. As a result, the wage price index is expected to rise from 2.6% for the year ended 30 June 2022 to 3.75% by mid-2023. Moreover, broader measures of wage growth are expected to grow faster as firms use bonus payments and other non-base remuneration to attract and retain staff.

There remains significant uncertainty surrounding the future impact of household spending on domestic economic growth. Household incomes have been bolstered by solid labour demand and wages growth which have nourished household balance sheets; however, household consumption is expected to be dampened by the wealth effects of housing and asset price declines, and an overall pessimistic outlook on global growth.

The Australian dollar has appreciated as of late, largely mitigating the depreciation seen throughout the middle of 2022. These developments largely reflect a recovery in the prices of riskier assets and several price shocks to key commodity markets following Russia's invasion of Ukraine. However, it is expected that the Australian dollar will retrace the depreciation seen over recent months amid concerns surrounding global growth, the outlook for the Chinese economy and the broad strength of the US dollar.

Outlook

The economic climate has tightened notably, and is now significantly less accommodative than it was at the beginning of 2022 with volatility having increased across a number of markets. Additionally, the trajectory of inflation remains uncertain due to the ongoing evolution of supply-side shocks. Despite the reversal of some factors driving inflationary increases, the RBA anticipates that it will take some time before these reversals are recognised downstream. The Australian economy is expected to grow robustly over the next few years, however, the RBA asserts that if current downside risks in the global economy materialise, the weak outlook for global growth will weigh on these forecasts.

Source: www.rba.gov.au *Statement by Phillip Lowe, Governor: Monetary Policy Decision dated 6 December 2022 and prior periods,* www.rba.gov.au *Statement on Monetary Policy November 2022 and prior periods,* and imf.org *World Economic Outlook dated 11 October 2022 and BDO analysis.*

7.2 Philippines

Domestic Growth

The Philippines has recorded strong economic growth relative to other developing countries in recent history. A large and growing youthful workforce, strong household and consumer demand combined with an emerging services sector specialising in tourism, real estate, insurance, and business process outsourcing has led it to be one of the more dynamic economies in Asia. Between 2010-2019 average economic growth measured by GDP was 6.4%. However, the full extent of the COVID-19 pandemic was felt in the Philippines with strong quarantine measures weighing down levels of consumption and investment, accumulating into an economic contraction of -9.5% for the year of 2020. As positive cases waned strong public investment propped up the Philippines economy, realising a positive 5.6% economic growth rate in 2021. Continued recovery and policy reform from the effects of COVID-19 has seen further economic growth in the Philippines in 2022, expected to reach 6.5%.

Inflation and Employment

Historically, the Philippines has endured relatively lower inflationary pressure compared to its peers. However, annual inflation data for November 2022 saw inflation increase 8% year-on-year. The price surge can be attributed to supply side pressures, as food prices skyrocket of the back off typhoons damaging crops producing fruit, rice, and vegetables. Despite core inflation only rising by 6.5%, the typhoons and subsequent food shortage saw the Philippines record its highest inflation rate in 14 years.

The unemployment rate in the Philippines has declined in recent months to 4.5% in October 2022, similar to pre-COVID-19 figures. As interest rates continue to rise and participation in the labour force grows with a young population, the unemployment rate is expected to increase to 7% by the end of 2023.

Currency

The currency of the Philippines is called the Philippines Peso ('**PHP**'), which is issued by the Bangko Sentral ng Pilipinas. Throughout 2022, the Peso and Australian dollar (‘**AUD**’) exchange rate has fluctuated between a range of PHP/AUD 0.0252 and PHP/AUD 0.0282. While the PHP and AUD have fluctuated modestly within this range, both currencies have been subject to depreciation against the US dollar primarily arising from the interest rate rises by the US Federal Reserve which have led to a weakening of many currencies against the US dollar. Additionally, the Philippines has been subject to accelerated domestic inflation from high energy and food prices consequent of the Russia-Ukraine war.

Outlook

The Philippines, like other nations, continues to face further downside economic risk post the COVID-19 pandemic. A precarious global environment stimulated by geopolitical turmoil in the form of the Russia-Ukraine war, as well as a global deceleration in economic growth combined with aggressive inflationary pressure presents a pessimistic outlook for the Philippines economy. As inflationary pressures remain a key concern, the Philippines central bank is expected to continue its interest rate hiking cycle and peak around 6% in 2023, from the current rate of 5.5%. Despite strong economic growth and employment figures, the interest rate hikes will likely dampen growth in the Philippines.

Source: World Bank, Asian Development Bank, CNBC and Trading Economics.

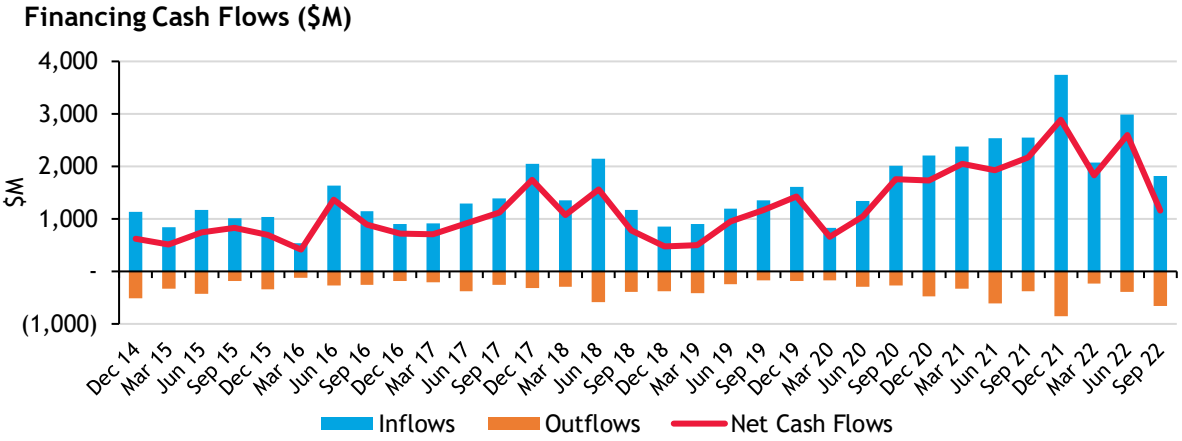
8. Industry analysis

IDM International is a copper and gold exploration company that was delisted from the ASX in 2016. As such, we have presented an overview of activity on ASX-listed exploration companies, as well as an analysis on the copper and gold sector.

8.1 Exploration sector

BDO reports on the financial health and cash positions of ASX-listed exploration companies based on the quarterly Appendix 5B reports lodged with the ASX. ASX-listed mining and oil and gas exploration companies are required to lodge an Appendix 5B report each quarter, outlining the company's cash flows, their financing facilities available and management's expectation of future funding requirements. BDO's report for the September quarter of 2022 provides positive signals for the exploration sector, particularly against a backdrop of a broad economic slowdown. Additionally, exploration expenditure continues to remain robust, and the health of exploration companies remains underpinned by strong investment and healthy cash balances.

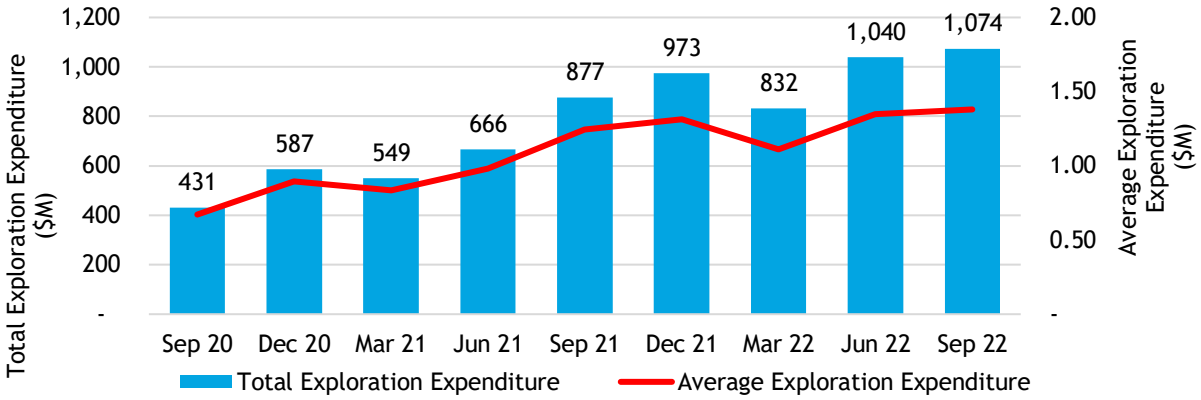
Financing cash inflows for the September 2022 quarter totalled $1.82 billion, representing a 39% decrease from the previous quarter. In addition, financing inflows averaged $2.35 million per company, which is 36% lower than the two-year average of $3.65 million. The fall reflects the impact of adverse reactions by capital markets to the recent cash rate rises that have occurred since June 2022, as well as the high inflationary environment and overall global economic uncertainty.



Explorers' cash positions declined from the last four quarters, with 86% of exploration companies reporting a cash balance of over $1 million as at 30 September 2022. When compared to the 63% average since the June 2013 quarter, this indicates that the sector's cash position remains at some of the strongest levels we have observed since the commencement of our analysis in June 2013.

For the second consecutive quarter, total exploration expenditure surpassed the $1 billion mark to reach the highest level since the commencement of our analysis in June 2013. The $1.07 billion exploration spend in the September 2022 quarter represents a marginal 3% increase from the June quarter but a 44% increase over the two-year average of $745 million. In addition, the average exploration spend per company increased to a nine-year high of $1.38 million, more than double the $0.67 million average spend in the September quarter two years ago.

Total Exploration Expenditure - Last Two Years ($M)



This indicates that exploration activity within the sector remains strong and that explorers are investing at historically high levels.

Exploration spending for battery minerals increased in the September 2022 quarter. The top ten exploration spending companies comprised four battery metal companies, four oil and gas companies, one gold company, and one fertiliser (urea production) company, which together accounted for 15% of the total exploration expenditure in the quarter. This was observed following an increase in funding towards battery mineral companies over recent quarters, which has translated into a rise in exploration spending on battery metals projects. This reflects the growing demand from electric vehicle ('**EV**') manufacturers to secure the raw materials required as part of the widespread electrification of global transport.

Source: BDO Explorer Quarterly Cash Update: September 2022 and prior releases.

8.2 Copper

Copper is a soft, malleable, ductile metal used primarily for its electrical and thermal conductive properties and its resistance to corrosion. It is highly versatile and has a variety of applications in construction, electrical and electronic components, communications and transportation.

Copper occurs naturally in the Earth's crust in a variety of forms such as sulphide deposits, carbonate deposits and silicate deposits. Open pit mining is widely utilised in most copper producing countries although in Australia, approximately 93% of output is extracted through underground mining. Copper is often found in conjunction with gold, lead, cobalt or zinc, and a number of industry operators mine these metals and ores as well.

Copper concentrate is derived from an oxide through beneficiation processes and is then converted to copper products through smelting and refining. Copper is also 100% recyclable and approximately 80% of the copper ever produced is still in use today.

Copper prices

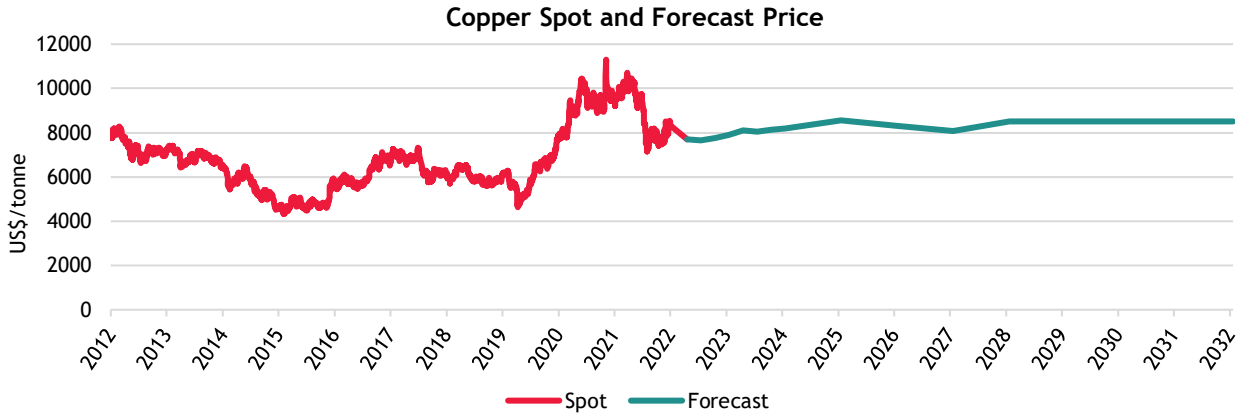
Between 2012 and 2017, the copper price steadily declined, before increasing in mid-February 2017 as a result of strike action at the world's largest copper mine Escondida, located in Chile. The average copper price traded around US$7,000/t for most of 2018 but then traded lower around US$6,000/t for most of 2019.

Global uncertainty as a result of the COVID pandemic was a key catalyst in the decline in copper prices throughout the first quarter of 2020, with prices dropping to a 4-year low of US$4,625/t on 23 March 2020.

The subsequent decline in global production stemming from global lockdown laws in April and May 2020, coupled with an improvement in copper demand from China, caused prices to spike over the remainder of 2020. Chinese government stimulus measures further increased Chinese demand, with the industry experiencing supply constraints and an excess of demand, which pushed the price to exceed US$10,000/t throughout 2021.

On 4 March 2022, prices reached a high of US$10,702/t for the year to then fall sharply by late March. The fall in price was driven by a downturn in the global economy and from imposed lockdowns in China. By July 2022, prices had fallen to just over US$7,000/t, and recorded an average of US$7,761 for the September 2022 quarter. The fall in price over 2022 represents a price correction and fear of a global recession.

A summary of the historical spot price of copper, based on the quoted price on the London Metals Exchange in US$ per tonne, and forecasts to 2032 (in nominal terms, free on board) are illustrated in the chart below. According to Consensus Economics, copper prices are forecast to be US$7,904/t by the end of December 2023, before approaching the long term forecast of approximately US$8,499/t.



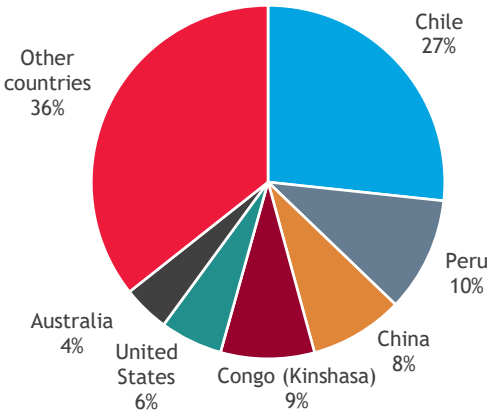
Source: Bloomberg and Consensus Economics

Copper production

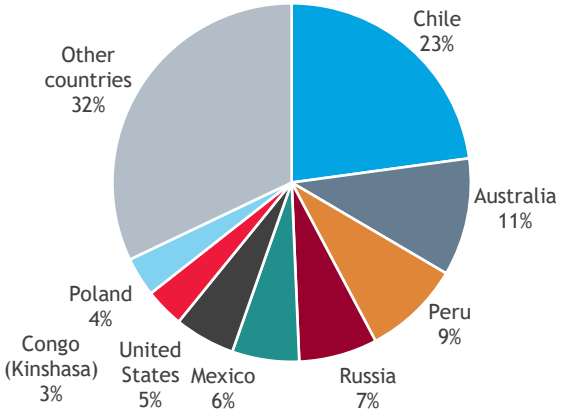
Most of the world's copper supply is sourced from Central and South America, specifically, Chile and Peru. Chile is the leading copper producer, with an estimated 5.60Mt of copper mined throughout 2021, equating to approximately 27% of the world's copper production.

The graph below exhibits estimated production output and reserves for 2021, according to the United States Geological Survey ('**USGS**'):

Global Copper Production (2021 estimate)



Global Copper Reserves (2021 estimate)



Source: USGS, January 2022

Australia's copper reserves are second only to Chile's according to the USGS. As depicted in the chart above, Chile, Australia and Peru are estimated to collectively account for just over 40% of global reserves of copper.

8.3 Gold

Gold is a soft malleable metal which is highly desirable due to its rarity, permanence and unique mineral properties. Gold has been used in jewellery and as a form of currency for thousands of years, however more recently, there has been increasing demand for its use in the manufacture of electronics, dentistry, medicine and aerospace technology.

In addition to its practical applications, gold also serves as an international store of monetary value. Gold is widely regarded as a monetary asset as it is considered less volatile than world currencies and therefore provides a safe haven investment during periods of economic uncertainty.

The nature of the ore deposit determines the mining and mineral processing techniques applied. Gold contained in oxide ore deposits are typically of low grade and are simple to extract and readily amenable by cyanidation. Consequently, highly disseminated gold can be contained within sulphide minerals which require mining, crushing, grounding and to be followed by gravity separation to recover the gold, subject to flotation to concentrate the sulphide mineral fraction containing the gold. Inherently, the costs associated with the treatment of oxide ore are significantly less than of sulphide ores.

Once mined, gold continues to exist indefinitely and is often melted down and recycled to produce alternative or replacement products. Consequently, demand for gold is supported by both gold ore mining and gold recycling. A summary of the recent historical supply of gold is provided in the table below:

Gold supply (tonnes)	2017	2018	2019	2020	2021	YTD 2022
Mine production	3,573	3,655	3,594	3,474	3,570	2,686
Net producer hedging	(26)	(12)	6	(39)	(23)	(0)
Recycled gold	1,112	1,132	1,276	1,293	1,136	868
Total supply	**4,660**	**4,775**	**4,876**	**4,728**	**4,683**	**3,553**

Source: World Gold Council Quarter 3 2022 Statistics, 30 September 2022

Historically, the price of gold is negatively correlated to the prices of other asset classes during times of uncertainty and financial crises. Growing uncertainty on the back of the COVID-19 outbreak caused the price of gold to rally, as investors demanded the high liquidity that gold provides.

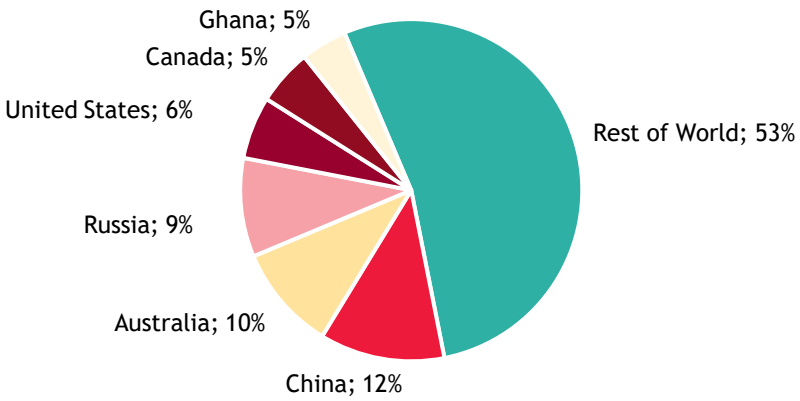
The World Gold Council expects that the interplay between financial uncertainty, rising interest rates, high inflation, weakening global economic growth and gold price volatility will continue to drive gold demand in the near term.

Gold ore mining trends

Gold ore mining is a capital intensive and high-cost process, which becomes increasingly difficult and more expensive as the quality of ore reserves diminish. The industry also incurs many indirect costs related to exploration, royalties, overheads, marketing and native title law. Typically, many of these costs are fixed in the short term as a result of industry operators' inability to significantly alter cost structures once a mine commences production.

The gold industry is geographically diverse as China and Australia lead global gold production, closely followed by Russia. According to the USGS, total estimated global gold ore mined for 2021 was approximately 3,000 metric tonnes. The chart below illustrates the estimated global gold production by country for 2021.

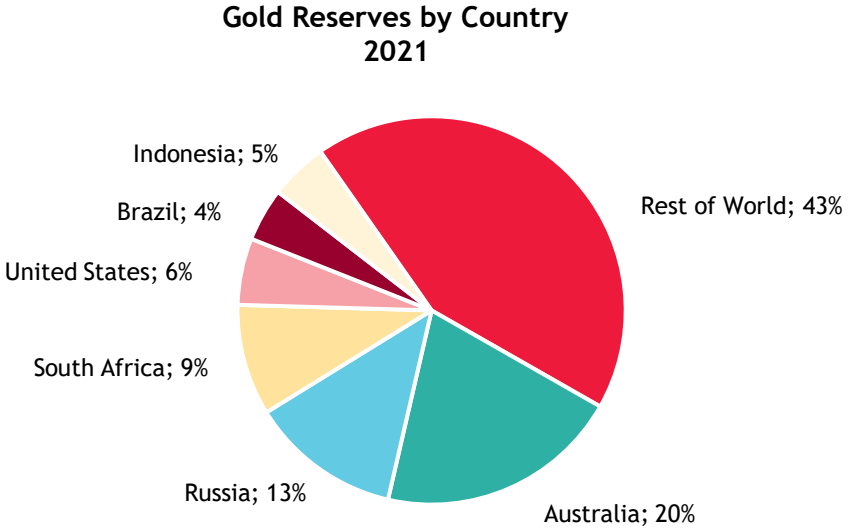
Gold Production by Country 2021



Source: 2022 USGS and BDO analysis

According to the World Gold Council, global gold production fell by 7% in 2021 following the prolonged effects of COVID-19 creating global investor uncertainty. The decrease in supply was hardest felt in the United States as production fell by 13%, whilst production also fell by 5% in Russia. The World Gold Council expects 2022's gold production levels to increase, owing to less COVID-19 interruptions.

Despite China leading global gold production in 2021, Australia, Russia and South Africa hold the largest known gold reserves globally. As depicted below, the USGS estimates that collectively, these three countries account for approximately 42% of global gold reserves.

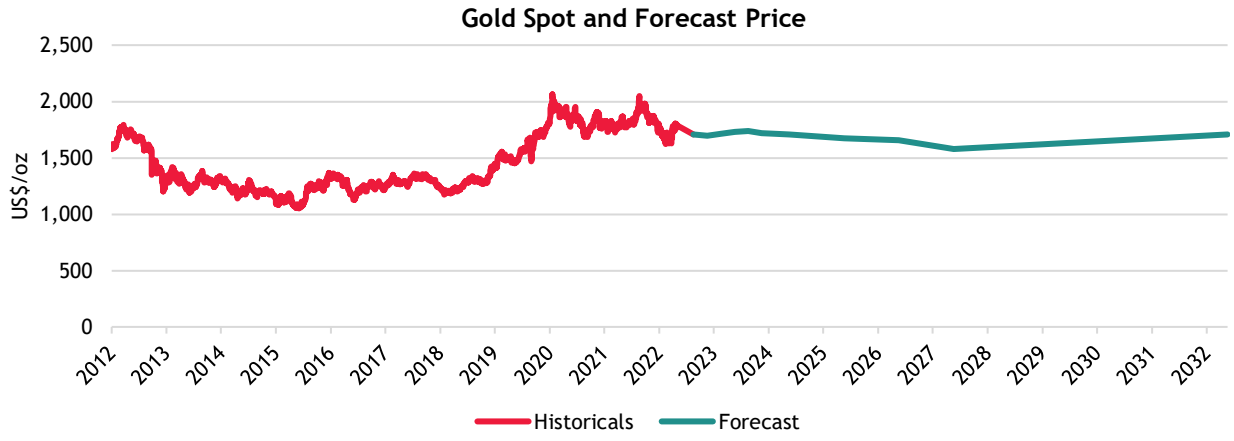


Source: 2022 USGS and BDO analysis

According to the 2022 USGS, Australia's gold reserves amount to 11,000 tonnes, representing 20% of global reserves and the largest percentage held by any one country. IBISWorld estimates domestic industry revenue will fall by an annualised 1.3% over the five-year period through to 2025-26, dropping to approximately $21.4 billion. This is largely expected to be the result of stabilising economic conditions and decreases in domestic gold prices.

Gold prices

The gold spot price since 2012 and forecast prices through to 2032 are depicted in the graph below.



Source: Bloomberg and Consensus Economics

The price of gold fluctuated around US$1,700 during 2012 before entering a declining trend in 2013. The downturn represented the beginning of a correction in the price of gold, which had almost tripled in the two-year period prior to the European crisis in 2011. Over the period from 2014 through to 2019, the gold price fluctuated primarily between US$1,100 and US$1,400.

Gold prices fluctuated significantly throughout 2020. Demand for gold increased in response to the uncertainty created by the global spread of COVID-19, as investors prioritised safe haven assets. In late March 2020, the increasing demand for gold was interrupted by a panic selloff as investors began to realise their profits amidst the growing uncertainty caused by the crisis. Gold spot prices fell to a yearly low of US$1,471, before rallying in late July and early August to exceed US$2,000. The COVID-19 crisis was the primary driver of the gold price, as central banks injected trillions of dollars into financial markets and investors prioritised safe haven assets. Additionally, the prevailing low interest rate environment across 2020 increased access to capital, which further spurred investment in gold.

Through to early January 2021, the price of gold increased as a result of further fallout from the US Election, climbing back over US$1,900 after remaining in the US$1,800s through most of December 2020. For the rest of 2021, the price of gold traded between US$1,600 and US$1,900 as demand fluctuated throughout the year. Rising US treasury yields initially threatened gold's appeal as an inflation hedge by increasing the opportunity cost of holding the precious metal. However, concerns regarding the spread of the Delta variant increased gold's safe haven appeal, and subsequently, the price of gold climbed back above the US$1,800 mark in early July 2021. This was quickly reversed in the following months as the US Federal Reserve signalled policy tightening sooner than anticipated which drove US treasury yields and a stronger US dollar. Towards the end of the year, gold prices significantly strengthened following the US Federal Reserve's announcement to reduce purchases of Government bonds and the release of US inflation data which revealed an annualised inflation rate of 6.2%, its highest level since 1990.

The invasion of Ukraine by Russia in February 2022 saw gold prices reach a 15-month high, with prices climbing above US$1,900 and peaking at US$2,039 during March, in response to a number of economic sanctions on Russia and the release of US inflation data which indicated an annualised inflation rate of 8.5%. In May 2022, the price of gold weakened to US$1,800 following the US Federal Reserve's aggressive monetary tightening in an attempt to control rising inflation. On 26 September 2022 saw the price of gold at its lowest (US$ 1,622) since 30 April 2020 (US$1,621). Confidence in a gold price revival remains for the near-term, as further monetary policy tightening may be limited by recession risks and high investor cash allocations may weaken the US dollar. Given the current geopolitical climate, continued volatility of the gold price is expected for the short term.

According to Consensus Economics forecasts, the price of gold is forecast to decline over the medium term but remain high in comparison to historical levels. Future price movements are expected to depend on rising interest rates, high inflation and the extent to which geopolitical risks resurface.

Source: Bloomberg, Consensus Economics, IBISWorld and Reuters

9. Valuation approach adopted

There are a number of methodologies which can be used to value a business or the shares in a company. The principal methodologies which can be used are as follows:

- Capitalisation of future maintainable earnings ('**FME**')
- Discounted cash flow ('**DCF**')
- Quoted market price basis ('**QMP**')
- Net asset value ('**NAV**')
- Market based assessment

A summary of each of these methodologies is outlined in Appendix 2.

Different methodologies are appropriate in valuing particular companies, based on the individual circumstances of that company and available information. It is possible for a combination of different methodologies to be used together to determine an overall value where separate assets and liabilities are valued using different methodologies. When such a combination of methodologies is used, it is referred to as a 'sum-of-parts' (**'Sum-of-Parts'**) valuation.

The approach using the Sum-of-Parts involves separately valuing each asset and liability of the company. The value of each asset may be determined using different methods as described above.

In our assessment of the value of an IDM International share prior to the Proposed Transaction, we have chosen to employ the Sum-of-Parts as our methodology, which estimates the market value of a company by assessing the realisable value of its identifiable assets and liabilities. The value of each asset and liability may be determined using different methods and the component parts are then aggregated using the NAV methodology. The value derived from this methodology reflects a control value.

In our assessment of the value of an IDM International share following the Proposed Transaction, we have also chosen to employ the Sum-of-Parts as our valuation methodology. As discussed previously this methodology reflects a controlling interest hence we have applied a minority interest discount to this.

We have employed the Sum-of-Parts method in estimating the fair market value of IDM International both prior to and following the Proposed Transaction by aggregating the estimated fair market values of its underlying assets and liabilities, having consideration to the:

- Value of the Project, as valued by independent technical specialist, Sahara. Further detail of the valuation methodologies employed by Sahara can be found in its report contained in Appendix 4; and
- Value of IDM International's other assets and liabilities using the NAV approach.

We have chosen these methodologies for the following reasons:

- Both prior to and following the Proposed Transaction, the core value of IDM International lies in its interest in the Project. The Project is currently not producing, nor generating revenues or cash flows for IDM International. Therefore, we have commissioned Sahara as the independent technical specialist to value IDM International's interest in the Project. This value has been combined with the value of IDM International's other assets and liabilities assessed using the NAV approach. Hence, we consider the Sum-of-Parts approach to be an appropriate methodology to use in assessing the value of an IDM International share both prior to and following the Proposed Transaction;

- IDM International's mineral assets have no material level of foreseeable future net cash inflows on which either Sahara or BDO would have sufficient reasonable grounds in accordance with RG 170 and ASIC's IS 214 therefore the application of the DCF approach is not appropriate;
- The FME methodology is most commonly applicable to profitable businesses with steady growth histories and forecasts. IDM International does not have a history of generating profits as the Project has yet to enter production. The FME methodology is also not considered appropriate for valuing finite life assets such as mining assets; and
- The QMP basis is a relevant methodology when a company's shares are publicly listed, therefore reflecting the value that a Shareholder will receive for a share sold on market. It requires a regulated and observable market for which a company's shares can be traded. In order for a QMP to be considered appropriate, the company's shares should be liquid and the market should be fully informed on the company's activities. IDM International is a public company that has delisted from the ASX, and therefore the QMP methodology is not considered appropriate.

We do not consider there to be a secondary valuation methodology that is appropriate to adopt in our valuation of IDM International. However, Sahara has had regard to several valuation methodologies in forming its valuation opinion of the Project, which forms the core of the value of IDM International. Sahara has considered the market based assessment, yardstick approach and a cost based approach in its valuation of the Project, further details of which are contained in the ITAVR contained in Appendix 4. Sahara does not consider an income based approach to be appropriate as the Project is yet to reach a development or production phase.

Technical Expert

In performing our valuation of the Project held by IDM International, we have relied on the ITAVR prepared by Sahara, which includes an assessment of the market value of the Project held by IDM International.

We instructed Sahara to provide an independent market valuation of the Project held by IDM International. Sahara considered a number of different valuation methods when valuing these assets. Sahara's ITAVR has been prepared in accordance with the Australasian Code for Public Reporting of Technical Assessments and Valuation of Mineral Assets (2015 Edition) ('**VALMIN Code**') and the JORC Code.

We are satisfied with the valuation methodologies adopted by Sahara, which we believe are in accordance with industry practices and are compliant with the requirements of the VALMIN Code. The specific valuation methodologies used by Sahara are referred to in the respective sections of our Report and in further detail in the ITAVR attached as Appendix 4.

10. Valuation of IDM International prior to the Proposed Transaction

10.1 Sum-of-Parts Valuation of IDM International

We have employed the Sum-of-Parts methodology in estimating the fair market value of an IDM International share on a control basis prior to the Proposed Transaction, by aggregating:

- the value of the Company's 40% interest in Crescent prior to the Proposed Transaction;
- the value of IDM International's other assets and liabilities prior to the Proposed Transaction;
- the impact of the Project Contingent Liability; and
- any impact from the notional exercise of IDM International's options that are in-the-money.

This is summarised in the table and accompanying discussion below:

Sum-of-Parts Valuation prior to the Proposed Transaction	Ref	Low value $	Preferred value $	High value $
Value of IDM International's 40% economic interest in Crescent prior to the Proposed Transaction	10.1.1	15,300,000	30,500,000	45,900,000
Value of IDM International's other assets and liabilities prior to the Proposed Transaction	10.1.2	(300,506)	(300,506)	(300,506)
Impact of the Project Contingent Liability	10.1.3	-	-	-
Value of IDM International prior to the Proposed Transaction (undiluted)		**14,999,494**	**30,199,494**	**45,599,494**
Divided by: Shares on issue prior to the Proposed Transaction (undiluted)	10.1.4	47,097,850	47,097,850	47,097,850
Value of an IDM International share prior to the Proposed Transaction (undiluted) (control basis)		**$0.319**	**$0.641**	**$0.968**
Are IDM International's options in-the-money?		*Yes*	*Yes*	*Yes*
Value of an IDM International share prior to the Proposed Transaction (diluted) (control basis)	10.1.5	**$0.299**	**$0.570**	**$0.844**

Source: BDO analysis

We have assessed the value of an IDM International share prior to the Proposed Transaction on a diluted, control basis to be in the range of $0.299 and $0.844 with a preferred value of $0.570.

The following is a discussion of the components in our Sum-of-Parts valuation.

10.1.1. Value of IDM International's 40% economic interest in Crescent prior to the Proposed Transaction

The table and accompanying notes below indicates the value of IDM International's 40% economic interest in Crescent prior to the Proposed Transaction falls within a range of between $15.30 million and $45.90 million, with a preferred value of $30.50 million.

Value of IDM International's 40% economic interest in Crescent prior to the Proposed Transaction	Ref	Low value $	Preferred value $	High value $
Value of Crescent's interest in the Project	a	38,175,876	76,351,753	114,676,174
Value of Crescent's other assets and liabilities	b	-	-	-
Value of Crescent prior to the Proposed Transaction		38,175,876	76,351,753	114,676,174
IDM International's economic share in Crescent prior to the Proposed Transaction	5.2	*40%*	*40%*	*40%*
Value of IDM International's 40% economic interest in Crescent prior to the Proposed Transaction (rounded to nearest hundred thousand)		**15,300,000**	**30,500,000**	**45,900,000**

Source: BDO analysis

Note a) Value of Crescent's interest in the Project

We instructed Sahara to provide an independent market valuation of the exploration assets held by Crescent. Sahara considered a number of different valuation methods when valuing the exploration assets of Crescent. In forming its valuation range, Sahara considered a market based assessment, yardstick approach and a cost based approach in its valuation of the Project. The full details of its valuation assessment are set out in the ITAVR attached as Appendix 4. We consider these methods to be appropriate given the exploration phase of the Project. Sahara also considered an income based approach but ultimately decided it was not appropriate as the Project is yet to reach a development or production phase.

The range of values for IDM International's 40% interest in the Project as assessed by Sahara is set out below. We note the valuation was assessed in USD terms and as at 27 December 2022. The AUD:USD exchange rate of 0.6732 at 27 December 2022 as sourced from Bloomberg was used to convert the USD amounts into their AUD equivalents. The table below indicates a range of values between A$38.18 million and A$114.68 million, with a preferred value of A$76.35 million.

Value of Crescent's interest in the Project		Low value	Preferred value	High value
Sahara's assessment of the value of the Project on a 100% basis	*US$*	25,700,000	51,400,000	77,200,000
Share of Crescent's interest in the Project	*%*	*100%*	*100%*	*100%*
Value of Crescent's interest in the Project (US$)	*US$*	25,700,000	51,400,000	77,200,000
Divided by: AUD:USD exchange rate at 27 December 2022		*0.6732*	*0.6732*	*0.6732*
Value of Crescent's interest in the Project (A$)	***A$***	**38,175,876**	**76,351,753**	**114,676,174**

Source: BDO analysis and Bloomberg

Note b) Value of Crescent's other assets and liabilities

We have considered the financial position of Crescent at 30 June 2022 as reported in IDM International's 2022 Annual Report and following discussions with IDM Management, consider there to be no material assets on the balance sheet (apart from the Project, which has been separately valued in note a above) and no material external liabilities. Furthermore, the Company has advised that there have been no material movements in the balance sheet of Crescent since 30 June 2022 other than additional exploration expenditure on the Project which has been funded by a loan from IDM International, reflected in IDM Internationals balance sheet as investments accounted for using the equity method. Therefore, we have adopted a $nil value for the value of Crescent's other assets and liabilities.

10.1.2. Value of IDM International's other assets and liabilities prior to the Proposed Transaction

The other assets and liabilities of IDM International represent the assets and liabilities outside of its interest in the Project. From our discussions with IDM International and analysis of these other assets and liabilities, outlined in the table below, we do not consider there to be a material difference between book value and fair value unless an adjustment has been noted below.

The table below represents a summary of the assets and liabilities identified:

Value of IDM International's other assets and liabilities prior to the Proposed Transaction	Note	Audited as at 30-Jun-22 $	Adjusted value $
CURRENT ASSETS			
Cash and cash equivalents	i	395,937	198,471
TOTAL CURRENT ASSETS		**395,937**	**198,471**
NON-CURRENT ASSETS			
Investments accounted for using the equity method	ii	188,054	-
Other		1,023	1,023
TOTAL NON-CURRENT ASSETS		**189,077**	**1,023**
TOTAL ASSETS		**585,014**	**199,494**
CURRENT LIABILITIES			
Trade and other payables	iii	41,589	-
Loans and borrowings	iv	-	500,000
TOTAL CURRENT LIABILITIES		**41,589**	**500,000**
TOTAL LIABILITIES		**41,589**	**500,000**
NET ASSETS		**543,425**	**(300,506)**

Source: IDM International's audited financial report for the year ended 30 June 2022, IDM International's unaudited management accounts at 30 November 2022 and BDO analysis

We have been provided with IDM International's unaudited management accounts at 30 November 2022. We have not undertaken a review of these unaudited accounts in accordance with Australian Auditing and Assurance Standard 2405 'Review of Historical Financial Information' and do not express an opinion on this financial information. However, nothing has come to our attention as a result of our procedures that would suggest the financial information within the management accounts has not been prepared on a reasonable basis.

We have been advised that there has not been any other significant change in the net assets of the Company since 30 June 2022 and that the assets and liabilities represent their fair market values apart from the adjustments detailed below. Where the above balances differ materially from the audited position at 30 June 2022, we have obtained supporting documentation to validate the adjusted value used, which provides reasonable grounds for reliance on the unaudited financial information.

We note the following in relation to the above valuation of IDM International's other assets and liabilities:

Note i) Cash and cash equivalents

As discussed in Section 5.4, subsequent to 30 June 2022, the Company received funds from the exercise of several tranches of existing options on issue ($890,000) and the issue of the Convertible Notes ($500,000) The proceeds from these were primarily used to fund exploration activities at the Project via a loan to Crescent, as well as for the IDM International's own administrative expenses.

We have adjusted the cash and cash equivalents balance from $395,937 at 30 June 2022 to $198,471 to account for the balance per management accounts at 30 November 2022. We have sighted bank statements provided by the Company as support.

Note ii) Investments accounted for using the equity method

As this balance relates to the Company's 40% economic interest in Crescent, we have adjusted the value to $nil as it has already been accounted for in Section 10.1.1 above.

Note iii) Trade and other payables

We have adjusted the trade and other payables balance of $41,589 as at 30 June 2022 to $nil to account for the balance per management accounts as at 30 November 2022.

Note iv) Loans and borrowings

We have adjusted the loans and borrowings of $nil to $500,000 to account for the issue of the Convertible Notes.

10.1.3. Impact of the Project Contingent Liability

As detailed in Section 5.5, the Company has a $4 million Project Contingent Liability split across two tranches:

- Tranche 1: $2 million on completion of a PFS by the Company in relation to the Project showing a net present value of the Project 100% greater than capital expenditure; and
- Tranche 2: $2 million on completion of the earlier of a trade sale or a decision to mine in respect of the Project.

Sahara's valuation of the Project as outlined in Section 10.1.1a reflects the market value of the asset at present, which is before either of the above conditions have been met. If the conditions for Tranche 1 or Tranche 2 were achieved, we would expect Sahara's assessed value of the Project to be higher. However, as neither condition has been met at this stage, we have not accounted for the value of the Project Contingent Liability in our valuation assessment. We note that we have applied this reasoning in our valuation of IDM International following the Proposed Transaction as detailed in Section 11.

10.1.4. Shares on issue prior to the Proposed Transaction

As detailed in Section 5.7 of our Report, the Company has 47,097,850 shares currently on issue.

10.1.5. Value of an IDM International share prior to the Proposed Transaction on a diluted basis

We note that IDM International also has 9,050,000 options which have an exercise price of $0.20 each. A further 1,500,000 performance rights are on issue but have not yet vested (see Section 5.7 for further details).

Based on the undiluted value of an IDM International share prior to the Proposed Transaction, these options would be exercised under each of the low, preferred and high valuation scenarios. We have therefore included an adjustment for the cash that would be received upon the notional exercise of the options, and the increase in the number of shares outstanding.

We also note that the Convertible Notes have a conversion price of $0.20 each, meaning they are likely to be converted based on the undiluted value per IDM International share prior to the Proposed Transaction. Upon conversion of the Convertible Notes, Convertible Note Options would be issued, which, based on their $0.40 exercise price, would also be in-the-money in the preferred and high valuation scenarios, and therefore likely be exercised under those cases. However, as approval for the conversion of Bezant's portion of the Convertible Notes is not being sought at this meeting, for consistency with the Notice of Meeting, we have not showed the impact from the exercise of any of the Convertible Notes (and the associated Convertible Note Options) would have on the value of an IDM International share. Furthermore, we have considered the notional exercise of the Convertible Notes (and associated Convertible Note Options) issued to Attfield and the Stratford Trust, but note that it does not have an impact to our opinion. Consequently, in assessing the diluted value of an IDM International share, we have only accounted for the impact from the notional exercise of in-the-money options.

This is summarised in the table and accompanying notes below.

Value of an IDM International share (fully diluted basis)	Ref	Low value	Preferred value	High value
Value of IDM International prior to the Proposed Transaction (undiluted)		14,999,494	30,199,494	45,599,494
Add: cash from notional exercise of in-the-money options	a	1,810,000	1,810,000	1,810,000
Value of IDM International prior to the Proposed Transaction (diluted)		**16,809,494**	**32,009,494**	**47,409,494**
Divided by: adjusted shares on issue prior to the Proposed Transaction including notional exercise of in-the-money options	b	56,147,850	56,147,850	56,147,850
Value of an IDM International share prior to the Proposed Transaction (diluted) (control basis)		**$0.299**	**$0.570**	**$0.844**

Source: BDO analysis

Note a) Cash from notional exercise of in-the-money options

As all the 9,050,000 options on issue have an exercise price of $0.20 each, they would be exercised under each of the valuation scenarios considered, generating a total of $1.81 million in cash for the Company.

Note b) Adjusted shares on issue including the notional exercise of in-the-money options

The notional exercise of the in-the-money options would increase the number of shares on issue as summarised below.

Adjusted shares on issue prior to the Proposed Transaction (diluted)	Low no.	Preferred no.	High no.
IDM International shares outstanding prior to the Proposed Transaction	47,097,850	47,097,850	47,097,850
Add: Notional exercise of in-the-money options	9,050,000	9,050,000	9,050,000
Total shares outstanding including notional exercise of in-the-money options	**56,147,850**	**56,147,850**	**56,147,850**

Source: BDO analysis

10.2 Assessment of the value of an IDM International share prior to the Proposed Transaction

The results of the valuation performed is summarised in the table below:

Value per IDM International share (diluted)	Low $	Preferred $	High $
Sum-of-Parts (Section 10.1)	$0.299	$0.570	$0.844

Source: BDO analysis

Based on the above we consider the value of an IDM International share prior to the Proposed Transaction (diluted and on a controlling basis) to be between $0.299 and $0.844, with a preferred value of $0.570.

We have chosen to rely solely on the Sum-of-Parts for the purposes of determining our range for the following reasons:

- The core value of IDM International lies in its interest in the Project. The Project is currently not producing, nor generating revenues or cash flows for IDM International. Therefore, we have commissioned Sahara as the independent technical specialist to value IDM International's interest in the Project. This value has been combined with the value of IDM International's other assets and liabilities assessed using the NAV approach. Hence, we consider the Sum-of-Parts approach to be an appropriate methodology to use in assessing the value of an IDM International share; and
- We do not consider there to be a secondary valuation methodology that is appropriate to adopt in our valuation of IDM International. However, Sahara has had regard to several valuation methodologies in forming its valuation opinion of the Project, which forms the core of the value of IDM International. Sahara has considered the market based assessment, yardstick approach and a cost based approach in its valuation of the Project, further details of which are contained in the ITAVR contained in Appendix 4.

As previously noted, the above value per share does not account for the notional conversion of any Convertible Notes (and associated Convertible Note Options), however we note that their conversion is not material to our opinion and reflects the approval being sought.

11. Valuation of IDM International following the Proposed Transaction

11.1 Sum-of-Parts valuation of IDM International following the Proposed Transaction

In calculating the value of an IDM International share following the Proposed Transaction, we have aggregated:

- the value of the Company's 64% interest in Crescent following the Proposed Transaction;
- the value of IDM International's other assets and liabilities following the Proposed Transaction;
- the impact of the Project Contingent Liability (discussed previously in Section 10.1.3); and
- any impact from the notional exercise of IDM International's options that are in-the-money.

Our Sum-of-Parts valuation is set out in the table below.

Sum-of-Parts Valuation following the Proposed Transaction	Ref	Low value $	Preferred value $	High value $
Value of IDM International's 64% economic interest in Crescent following the Proposed Transaction	11.1.1	24,400,000	48,900,000	73,400,000
Value of IDM International's other assets and liabilities following the Proposed Transaction	11.1.2	(300,506)	(300,506)	(300,506)
Impact of the Project Contingent Liability	11.1.3	-	-	-
Cash raised from notional exercise of in-the-money options	11.1.4	1,810,000	1,810,000	1,810,000
Value of IDM International following the Proposed Transaction		**25,909,494**	**50,409,494**	**74,909,494**
Divided by: adjusted shares on issue following the Proposed Transaction	11.1.5	82,576,560	82,576,560	82,576,560
Value of an IDM International share following the Proposed Transaction (diluted) (control)		**$0.314**	**$0.611**	**$0.907**
Minority interest discount	11.1.6	26%	23%	20%
Value of an IDM International share following the Proposed Transaction (diluted) (minority interest)		**$0.232**	**$0.470**	**$0.726**

Source: BDO analysis

The table above indicates that the Sum-of-Parts value of an IDM International share following the Proposed Transaction and on a diluted, minority interest basis is between $0.232 and $0.726 per share, with a preferred value of $0.470.

In arriving at our valuation, the following adjustments were made to show the impact of the Proposed Transaction on the Sum-of-Parts value of IDM International.

11.1.1. Value of IDM International's 64% economic interest in Crescent following the Proposed Transaction

Following the Proposed Transaction, IDM International's interest in Crescent will increase from 40% to 64%. The value of the underlying assets and liabilities of Crescent, including that of the Project, do not change as a result of the Proposed Transaction. Therefore, their values are consistent with those outlined previously in Section 10.1.1.

As shown below, the value of IDM International's 64% economic interest in Crescent following the Proposed Transaction falls within a range of between $24.40 million and $73.40 million, with a preferred value of $48.90 million.

Value of IDM International's 64% economic interest in Crescent following the Proposed Transaction	Ref	Low value $	Preferred value $	High value $
Value of Crescent following the Proposed Transaction	10.1.1	38,175,876	76,351,753	114,676,174
IDM International's economic share in Crescent following the Proposed Transaction	5.2	*64%*	*64%*	*64%*
Value of IDM International's 64% economic interest in Crescent following the Proposed Transaction (rounded to nearest hundred thousand)		**24,400,000**	**48,900,000**	**73,400,000**

Source: BDO analysis

11.1.2. Value of IDM International's other assets and liabilities following the Proposed Transaction

The Proposed Transaction will not have an impact of the value of IDM International's other assets and liabilities. Therefore, we have adopted the value of IDM International's other assets and liabilities prior to the Proposed Transaction, as detailed previously in Section 10.1.2.

11.1.3. Impact of the Project Contingent Liability

As discussed previously in Section 10.1.3, we have not recognised an adjustment for the Project Contingent Liability.

11.1.4. Cash raised from notional exercise of in-the-money options

Consistent with Section 10.1.5, we have reflected the notional exercise of in-the-money options in our valuation of the Company following the Proposed Transaction.

11.1.5. Diluted shares on issue following the Proposed Transaction

In Section 10.1.5, we adjusted the shares on issue prior to the Proposed Transaction for the notional exercise of in-the-money options. Pursuant to the Proposed Transaction, IDM International will issue 19,381,054 Consideration Shares to Bezant and a further 7,047,656 shares to ManagementCo. Accounting for these issues, the table below shows the diluted number of shares that would be on issue following the Proposed Transaction.

Diluted shares on issue following the Proposed Transaction	Ref	Low no.	Preferred no.	High no.
Diluted shares on issue prior to the Proposed Transaction, including the notional exercise of in-the-money options	10.1.5b	56,147,850	56,147,850	56,147,850
Add: Consideration Shares issued to Bezant		19,381,054	19,381,054	19,381,054
Add: Shares issued to ManagementCo		7,047,656	7,047,656	7,047,656
Total adjusted shares outstanding following the Proposed Transaction (diluted)		**82,576,560**	**82,576,560**	**82,576,560**

Source: BDO analysis

As previously discussed in Section 10.1.5, we have not shown the impact of any conversion of the Convertible Notes (and the Convertible Note Options) on the value of an IDM International share following

the Proposed Transaction. However, we note that the notional exercise of the Convertible Notes (and associated Convertible Note Options) issued to Attfield and the Stratford Trust, would not have an impact to our opinion.

11.1.6. Minority interest discount

Following the Proposed Transaction, Shareholders will hold a minority interest in IDM International due to the dilutionary impact from the issue of the Consideration Shares and shares to ManagementCo. A minority interest is an interest in a company that is not significant enough for the holder to have an individual influence in the operations and value of that company. The Sum-of-Parts price per share derived above reflects the value of a controlling interest in the Company. In order to value an IDM International share on a minority interest basis, we have applied a minority interest discount.

A minority interest discount is the inverse of a premium for control and is calculated using the formula 1-(1÷ (1 + control premium)). As discussed in Appendix 3, we consider an appropriate control premium for IDM International to be in the range of 25% to 35%, giving a minority interest discount in the range of 20% to 26%.

12. Is the Proposed Transaction fair?

The value of an IDM International share prior to the Proposed Transaction on a controlling interest basis and the value of an IDM International share following the Proposed Transaction on a minority interest basis, both fully diluted, is compared below:

	Ref	Low $	Preferred $	High $
Value of an IDM International share prior to the Proposed Transaction (diluted, control basis)	10.2	$0.299	$0.570	$0.844
Value of an IDM International share following the Proposed Transaction (diluted, minority basis)	11.1	$0.232	$0.470	$0.726

We note from the table above that, although there is significant overlap between the two valuation ranges, the value of an IDM International share following the Proposed Transaction (diluted, minority basis) is lower than its equivalent for IDM International's value per share prior to the Proposed Transaction (diluted, control basis) at each of the low, preferred and high valuation points. Further, we note that the value of the Project does not change as a consequence of approving the transaction. Therefore, we consider that the Proposed Transaction is not fair.

In addition, although not reflected in the value of an IDM share both prior to and following the Proposed Transaction, we have also considered the conversion of the Convertible Notes (and the Convertible Note Options) issued to parties other than Bezant, but note that it is not material to our opinion.

13. Is the Proposed Transaction reasonable?

13.1 Alternative Proposal

We are unaware of any alternative proposal that might offer the Shareholders of IDM International a premium over the value resulting from the Proposed Transaction.

13.2 Practical Level of Control

As outlined in Section 4, if the Proposed Transaction is approved then Bezant will hold an interest of 26.36% in IDM International (assuming no further securities are issued, including on exercise or conversion of convertible securities).

When shareholders are required to approve an issue that relates to a company there are two types of approval levels. These are general resolutions and special resolutions. A general resolution requires 50% of shares to be voted in favour to approve a matter and a special resolution required 75% of shares on issue to be voted in favour to approve a matter. If the Proposed Transaction is approved then Bezant will be able to block special resolutions. We note that there are no proposed changes to the Company's existing Board as part of the Proposed Transaction.

Bezant's control of IDM International following the Proposed Transaction will be significant when compared to all other shareholders. Following the Proposed Transaction, Bezant will become the largest shareholder of IDM International and its relevant interest will enable it to unilaterally block special resolutions (including schemes of arrangement). Bezant's relevant interest will also provide them with significant influence over ordinary resolutions.

Therefore, in our opinion, while Bezant will be able to significantly influence the activities of IDM International, it will not be able to exercise a similar level of control as if it held 100% of IDM International.

13.3 Consequences of not Approving the Proposed Transaction

Delayed development of the Project

If the Proposed Transaction is not approved, IDM Mankayan will not benefit from the unified shareholding structure, and instead will continue to be held by three separate entities (IDM International, Bezant and ManagementCo). The complex shareholding of the Project may reduce the attractiveness of IDM International as an investment which in turn will make it harder to obtain the finance required to progress the Project. It may also defer the proposed re-listing of IDM International on the ASX.

13.4 Advantages of Approving the Proposed Transaction

We have considered the following advantages when assessing whether the Proposed Transaction is reasonable.

Advantage	Description
The Proposed Transaction increases IDM International's exposure to the Project	The Proposed Transaction, if approved, will result in the Company increasing its interest in the Project from 40% currently to 64%. This means that the Company will have greater exposure to the Project and benefit more from any potential upside should it be successfully developed. Given that the Project is currently IDM International's primary focus and Shareholders in the Company are already exposed to its risks, the Proposed Transaction increases IDM International's exposure to the Project while retaining the same risks.
Alignment of interest via single board and management team to reduce inefficiencies and streamline development of the Project	Following the Proposed Transaction, IDM Mankayan will be held under one company, governed by a single board and management team. As a substantial shareholder in IDM International, the Bezant shareholders will also be aligned with existing Shareholders' following the Proposed Transaction. These factors potentially better align the interest of both IDM International and the Bezant Shareholders and result in a clearer pathway to the development of the Project into commercial production. Successful development of the Project into commercial production could also lead to a re-rating of the asset which may increase the chance of a successful asset sale in the future, should IDM International decide to explore that avenue.
Enlarged entity with simplified structure may improve access to capital for development of the Project	Following the Proposed Transaction, IDM International will wholly own IDM Mankayan and therefore experience a step change in its size (along with an increase in the number of shares on issue). Combined with the simplified ownership structure of the Project, if IDM International were to relist, these factors could result in increased analyst coverage and better liquidity, thereby increasing the attractiveness of IDM International's shares and improving its ability to raise equity capital from the equity market and debt capital from financial institutions.
Consideration under the Proposed Transaction is in the form of shares as opposed to cash	As the consideration to Bezant is payable in the form of shares instead of cash, IDM International will not have to raise cash from its shareholders or take on debt (which could increase default risks for Shareholders) specifically to fund the Proposed Transaction. The Company's existing cash reserves can be conserved for developing the Project and for other working capital purposes.

13.5 Disadvantages of Approving the Proposed Transaction

If the Proposed Transaction is approved, in our opinion, the potential disadvantages to Shareholders include those listed in the table below:

Disadvantage	Description
Dilution of Shareholders' interests	If the Proposed Transaction is approved, existing Shareholders will be diluted from holding 100% of the issued capital of IDM International to holding approximately 64.06% (assuming no further securities are issued, including on exercise or conversion of convertible securities). Therefore, Shareholders' ability to participate in the potential upside of IDM International's Projects, should they materialise, will be reduced as a result of the Proposed Transaction.
The share of the costs that IDM International will have to bear in the development of the Project will increase	As IDM International will have 100% ownership of IDM Mankayan following the Proposed Transaction, its interest in the Project would increase to 64% from 40% currently. This also implies that the Company's share of the costs associated with the development of the Project will increase. Prior to the Proposed Transaction the funds required by IDM Mankayan would be split between the Company, Bezant and ManagementCo.

14. Conclusion

We have considered the terms of the Proposed Transaction as outlined in the body of this report and have concluded that the Proposed Transaction is not fair. Although there is significant overlap between the two valuation ranges, the value of an IDM International share following the Proposed Transaction (diluted, minority basis) is lower than its equivalent for IDM International's value per share prior to the Proposed Transaction (diluted, control basis) at each of the low, preferred and high valuation points. Further, we note that the value of the Project does not change as a consequence of approving the transaction. Therefore, we consider that the Proposed Transaction is not fair.

However, we consider the Proposed Transaction to be reasonable because the advantages of the Proposed Transaction to Shareholders are greater than the disadvantages. In particular, the Proposed Transaction would unify and simplify the structure and management of the Project, which in turn may assist with its development into commercialisation, thereby allowing Shareholders to better realise the value of the Project.

In addition, although not reflected in the value of an IDM share both prior to and following the Proposed Transaction, we have also considered the conversion of the Convertible Notes (and the Convertible Note Options) issued to parties other than Bezant, but note that it is not material to our opinion.

15. Sources of information

This report has been based on the following information:

- Draft Notice of General Meeting and Explanatory Statement on or about the date of this report;

- Audited financial statements of IDM International for the years ended 30 June 2022 and 30 June 2021;
- Unaudited management accounts of IDM International and IDM Mankayan for the period ended 30 November 2022;
- Unaudited management accounts of Crescent for the period ended 30 November 2022;
- Independent Technical Assessment and Valuation Report for the Mankayan Copper-Gold Project, dated 27 December 2022 performed by Sahara;
- Bezant's announcement on the AIM dated 26 October 2022;
- Bezant SPA and ManagementCo SPA;
- Convertible Note subscription deed between Bezant and IDM International;
- Share registry information;
- Information on existing options and performance rights on issue provided by the Company;
- Information in the public domain; and
- Discussions with Directors and Management of IDM International.

16. Independence

BDO Corporate Finance (WA) Pty Ltd is entitled to receive a fee of $32,500 (excluding GST and reimbursement of out of pocket expenses). The fee is not contingent on the conclusion, content or future use of this Report. Except for this fee, BDO Corporate Finance (WA) Pty Ltd has not received and will not receive any pecuniary or other benefit whether direct or indirect in connection with the preparation of this report.

BDO Corporate Finance (WA) Pty Ltd has been indemnified by IDM International in respect of any claim arising from BDO Corporate Finance (WA) Pty Ltd's reliance on information provided by the IDM International, including the non-provision of material information, in relation to the preparation of this report.

Prior to accepting this engagement BDO Corporate Finance (WA) Pty Ltd has considered its independence with respect to Bezant and IDM International and any of their respective associates with reference to ASIC Regulatory Guide 112 'Independence of Experts'. In BDO Corporate Finance (WA) Pty Ltd's opinion it is independent of Bezant and IDM International and their respective associates.

The provision of our services is not considered a threat to our independence as auditors under Professional Statement APES 110 – Professional Independence. The services provided have no material impact on the financial report of IDM International.

A draft of this report was provided to IDM International and its advisors for confirmation of the factual accuracy of its contents. No significant changes were made to this report as a result of this review.

BDO is the brand name for the BDO International network and for each of the BDO Member firms.

BDO (Australia) Ltd, an Australian company limited by guarantee, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of Independent Member Firms. BDO in Australia, is a national association of separate entities (each of which has appointed BDO (Australia) Limited ACN 050 110 275 to represent it in BDO International).

17. Qualifications

BDO Corporate Finance (WA) Pty Ltd has extensive experience in the provision of corporate finance advice, particularly in respect of takeovers, mergers and acquisitions.

BDO Corporate Finance (WA) Pty Ltd holds an Australian Financial Services Licence issued by the Australian Securities and Investments Commission for giving expert reports pursuant to the Listing rules of the ASX and the Corporations Act.

The persons specifically involved in preparing and reviewing this report were Adam Myers and Sherif Andrawes of BDO Corporate Finance (WA) Pty Ltd. They have significant experience in the preparation of independent expert reports, valuations and mergers and acquisitions advice across a wide range of industries in Australia and were supported by other BDO staff.

Adam Myers is a member of Chartered Accountants Australia & New Zealand and the Joint Ore Reserves Committee. Adam's career spans over 25 years in the audit and corporate finance areas. Adam is a CA BV Specialist and has considerable experience in the preparation of independent expert reports and valuations in general for companies in a wide number of industry sectors.

Sherif Andrawes is a Fellow of the Institute of Chartered Accountants in England & Wales and a Fellow of Chartered Accountants Australia & New Zealand. He has over 35 years' experience working in the audit and corporate finance fields with BDO and its predecessor firms in London and Perth. He has been responsible for over 500 public company independent expert's reports under the Corporations Act or ASX Listing Rules and is a CA BV Specialist. These experts' reports cover a wide range of industries in Australia with a focus on companies in the natural resources sector. Sherif Andrawes is the Corporate Finance Practice Group Leader of BDO in Western Australia, the Global Head of Natural Resources for BDO and a former Chairman of BDO in Western Australia.

18. Disclaimers and consents

This report has been prepared at the request of the Directors of IDM International for inclusion in the Notice of Meeting which will be sent to all IDM International Shareholders. IDM International engaged BDO Corporate Finance (WA) Pty Ltd to prepare an independent expert's report to consider the Proposed Transaction.

BDO Corporate Finance (WA) Pty Ltd hereby consents to this report accompanying the above Notice of Meeting. Apart from such use, neither the whole nor any part of this report, nor any reference thereto may be included in or with, or attached to any document, circular resolution, statement or letter without the prior written consent of BDO Corporate Finance (WA) Pty Ltd.

BDO Corporate Finance (WA) Pty Ltd takes no responsibility for the contents of the Notice of Meeting other than this report.

We have no reason to believe that any of the information or explanations supplied to us are false or that material information has been withheld. It is not the role of BDO Corporate Finance (WA) Pty Ltd acting as an independent expert to perform any due diligence procedures on behalf of the Company. The Directors of the Company are responsible for conducting appropriate due diligence in relation to Bezant. BDO Corporate Finance (WA) Pty Ltd provides no warranty as to the adequacy, effectiveness or completeness of the due diligence process.

The opinion of BDO Corporate Finance (WA) Pty Ltd is based on the market, economic and other conditions prevailing at the date of this report. Such conditions can change significantly over short periods of time.

With respect to taxation implications it is recommended that individual Shareholders obtain their own taxation advice, in respect of the Proposed Transaction, tailored to their own particular circumstances. Furthermore, the advice provided in this report does not constitute legal or taxation advice to the Shareholders of IDM International, or any other party.

BDO Corporate Finance (WA) Pty Ltd has also considered and relied upon independent valuations for mineral assets held by IDM International.

The valuer engaged for the mineral asset valuation, Sahara, possess the appropriate qualifications and experience in the industry to make such assessments. The approaches adopted and assumptions made in arriving at their valuation is appropriate for this report. We have received consent from the valuer for the use of their valuation report in the preparation of this report and to append a copy of their report to this report.

The statements and opinions included in this report are given in good faith and in the belief that they are not false, misleading or incomplete.

The terms of this engagement are such that BDO Corporate Finance (WA) Pty Ltd is required to provide a supplementary report if we become aware of a significant change affecting the information in this report arising between the date of this report and prior to the date of the meeting or during the offer period.

Yours faithfully

BDO CORPORATE FINANCE (WA) PTY LTD

Adam Myers
Director

Sherif Andrawes
Director

Appendix 1 – Glossary of Terms

Reference	Definition
$, A$, AUD	Australian Dollars
AFCA	Australian Financial Complaints Authority
AIM	Alternative Investment Market
APES 225	Accounting Professional & Ethical Standards Board professional standard APES 225 'Valuation Services'
Asean	Asean Copper Investments Ltd
ASIC	Australian Securities and Investments Commission
Attfield	Attfield Corporate Pty Ltd (ACN 151 297 808)
BDO	BDO Corporate Finance (WA) Pty Ltd
Bezant	Bezant Resources Plc
Bezant SPA	On 26 October 2022, IDM International entered into an inter-conditional SPA with Bezant to acquire Bezant's 44 shares in IDM Mankayan (representing Bezant's 27.5% interest) in consideration for the issue of the 19,381,054 Consideration Shares to Bezant.
BHI	Bezant Holdings Inc
Consideration Shares	The issue of 19,381,054 IDM International shares to Bezant
Convertible Note Option	Each of the Convertible Note holders can convert each note at $0.20 per share and will be issued one option for every two shares issued on conversion of the Convertible Notes.
Corporations Act	The Corporations Act 2001 Cth
CPI	Consumer price index
Crescent	Crescent Mining and Development Corporation
DCF	Discounted Future Cash Flows
DENR	Department of Environment and Natural Resource
Derisk	Derisk Geomining Consultants Pty Ltd
EBIT	Earnings before interest and tax
EBITDA	Earnings before interest, tax, depreciation and amortisation
EV	Electric vehicle
FME	Future Maintainable Earnings
FSG	Financial Services Guide
g/t	Grams per tonne
GDP	Gross Domestic Product
IDM Agreement	On 13 September 2021, IDM Mankayan entered into a conditional agreement with Bezant to take the Mankayan Project forward.
IDM International	IDM International Ltd
IDM Mankayan	IDM Mankayan Pty Ltd
IER	Independent expert's report
ITAVR	Independent Technical Assessment and Valuation Report
Item 7 s611	Item 7 section 611 of the Corporations Act

Reference	Definition
JORC	Joint Ore Reserves Committee
kg	Kilogram
kt	Kilotonne
ManagementCo	Mankayan Management Pty Ltd
ManagementCo SPA	IDM International entered into an inter-conditional SPA with ManagementCo to acquire ManagementCo's 16 shares in IDM Mankayan (representing ManagementCo's 10% interest) in consideration for the issue of 7,047,657 shares in IDM International to ManagementCo.
Mankayan Project	A copper-gold deposit situated on Luzon Island, 240 hm north of Manila, in the Philippines.
Metarock	Metrock Resources Pty Ltd
MGB	Mines and Geosciences Bureau
MMIH	Mining and Minerals Industries Holdings Pte Ltd
Moz	Million ounces
MPSA	Mineral Production Sharing Agreement
Mt	million tonnes
NAV	Net Asset Value
our Report	This Independent Expert's Report prepared by BDO
PFS	Pre-feasibility study
PHP	Philippines Peso
Project Contingent Liability	IDM International has a contingent liability as at 30 June 2022, relating to the deferred consideration for the acquisition of Crescent.
Proposed Transaction	On 26 October 2022, IDM International entered into an inter-conditional SPA with Bezant to acquire Bezant's 44 shares in IDM Mankayan in consideration for the issue of 19,381,054 IDM International shares to Bezant.
QMP	Quoted market price
RBA	Reserve Bank of Australia
RG 111	Content of expert reports (March 2011)
RG 112	Independence of experts (March 2011)
RG 74	Acquisitions Approved by Members
RG 76	Related party transactions
Sahara	E2M Ltd
Section 606	Section 606 of the Corporations Act
Section 611	Section 611 of the Corporations Act
Shareholders	Shareholders of IDM International not associated with the Proposed Transaction
Silverlight	Silverlight Holdings Pty Ltd (ACN 136 599 169)
Snowden	Snowden Mining Industry Pty Ltd
SPA	Share Purchase Agreement
Sum-of-Parts	Sum-of-parts valuation
The Act	The Corporations Act 2001 Cth
the Company	IDM International
the Project	Mankayan Project
US$, USD	United States Dollars

Reference	Definition
USGS	United States Geological Survey
VALMIN Code	Australasian Code for Public Reporting of Technical Assessments and Valuation of Mineral Assets (2015 Edition)
Virgo	Virgo Resources Limited

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Appendix 2 – Valuation Methodologies

Methodologies commonly used for valuing assets and businesses are as follows:

1 *Net asset value ('NAV')*

Asset based methods estimate the market value of an entity's securities based on the realisable value of its identifiable net assets. Asset based methods include:

- Orderly realisation of assets method
- Liquidation of assets method
- Net assets on a going concern method

The orderly realisation of assets method estimates fair market value by determining the amount that would be distributed to entity holders, after payment of all liabilities including realisation costs and taxation charges that arise, assuming the entity is wound up in an orderly manner.

The liquidation method is similar to the orderly realisation of assets method except the liquidation method assumes the assets are sold in a shorter time frame. Since wind up or liquidation of the entity may not be contemplated, these methods in their strictest form may not be appropriate. The net assets on a going concern method estimates the market values of the net assets of an entity but does not take into account any realisation costs.

Net assets on a going concern basis are usually appropriate where the majority of assets consist of cash, passive investments or projects with a limited life. All assets and liabilities of the entity are valued at market value under this alternative and this combined market value forms the basis for the entity's valuation.

Often the FME and DCF methodologies are used in valuing assets forming part of the overall Net assets on a going concern basis. This is particularly so for exploration and mining companies where investments are in finite life producing assets or prospective exploration areas.

These asset based methods ignore the possibility that the entity's value could exceed the realisable value of its assets as they do not recognise the value of intangible assets such as management, intellectual property and goodwill. Asset based methods are appropriate when an entity is not making an adequate return on its assets, a significant proportion of the entity's assets are liquid or for asset holding companies.

2 *Quoted Market Price Basis ('QMP')*

A valuation approach that can be used in conjunction with (or as a replacement for) other valuation methods is the quoted market price of listed securities. Where there is a ready market for securities such as the ASX, through which shares are traded, recent prices at which shares are bought and sold can be taken as the market value per share. Such market value includes all factors and influences that impact upon the ASX. The use of ASX pricing is more relevant where a security displays regular high volume trading, creating a liquid and active market in that security.

3 *Capitalisation of future maintainable earnings ('FME')*

This method places a value on the business by estimating the likely FME, capitalised at an appropriate rate which reflects business outlook, business risk, investor expectations, future growth prospects and other entity specific factors. This approach relies on the availability and analysis of comparable market data.

The FME approach is the most commonly applied valuation technique and is particularly applicable to profitable businesses with relatively steady growth histories and forecasts, regular capital expenditure requirements and non-finite lives.

The FME used in the valuation can be based on net profit after tax or alternatives to this such as earnings before interest and tax ('**EBIT**') or earnings before interest, tax, depreciation and amortisation ('**EBITDA**'). The capitalisation rate or 'earnings multiple' is adjusted to reflect which base is being used for FME.

4 *Discounted future cash flows ('DCF')*

The DCF methodology is based on the generally accepted theory that the value of an asset or business depends on its future net cash flows, discounted to their present value at an appropriate discount rate (often called the weighted average cost of capital). This discount rate represents an opportunity cost of capital reflecting the expected rate of return which investors can obtain from investments having equivalent risks.

Considerable judgement is required to estimate the future cash flows which must be able to be reliably estimated for a sufficiently long period to make this valuation methodology appropriate.

A terminal value for the asset or business is calculated at the end of the future cash flow period and this is also discounted to its present value using the appropriate discount rate.

DCF valuations are particularly applicable to businesses with limited lives, experiencing growth, that are in a start up phase, or experience irregular cash flows.

5 *Market Based Assessment*

The market based approach seeks to arrive at a value for a business by reference to comparable transactions involving the sale of similar businesses. This is based on the premise that companies with similar characteristics, such as operating in similar industries, command similar values. In performing this analysis it is important to acknowledge the differences between the comparable companies being analysed and the company that is being valued and then to reflect these differences in the valuation.

The resource multiple is a market based approach which seeks to arrive at a value for a company by reference to its total reported resources and to the enterprise value per tonne/lb of the reported resources of comparable listed companies. The resource multiple represents the value placed on the resources of comparable companies by a liquid market.

Appendix 3 – Control Premium

We have reviewed the control premiums on completed transactions, paid by acquirers of ASX-listed gold and copper mining companies, ASX-listed general mining companies and all ASX-listed companies. In assessing the appropriate sample of transactions from which to determine an appropriate control premium, we have excluded transactions where an acquirer obtained a controlling interest (20% and above) at a discount (i.e. less than a 0% premium). We have summarised our findings below:

ASX-listed gold and copper mining companies

Year	Number of Transactions	Average Deal Value ($m)	Average Control Premium (%)
2022	4	3792.56	17.46
2021	4	1520.23	35.98
2020	2	1427.09	41.60
2019	1	219.98	56.41
2018	4	35.32	46.56
2017	2	13.74	41.04
2016	6	19.94	55.04
2015	4	56.22	53.80
2014	8	123.49	48.94
2013	5	194.83	46.52
2012	7	302.06	53.80

Source: Bloomberg and BDO analysis

ASX-listed general mining companies

Year	Number of Transactions	Average Deal Value ($m)	Average Control Premium (%)
2022	10	1745.09	30.80
2021	7	1070.27	28.10
2020	7	427.75	51.58
2019	12	143.74	42.83
2018	12	106.69	51.32
2017	5	13.91	35.21
2016	13	59.54	74.92
2015	11	279.22	48.40
2014	16	111.11	47.28
2013	21	109.91	58.21
2012	19	572.47	50.44

Source: Bloomberg and BDO analysis

All ASX-listed companies

Year	Number of Transactions	Average Deal Value ($m)	Average Control Premium (%)
2022	40	3,118.31	27.69
2021	36	1,315.94	44.20
2020	27	419.16	48.36
2019	46	2,961.72	36.74
2018	47	1,054.73	40.74
2017	30	940.19	42.05
2016	42	718.52	49.58
2015	34	828.15	34.10
2014	46	507.34	39.97
2013	41	128.21	50.99
2012	51	481.33	52.19

Source: Bloomberg and BDO analysis

The mean and median of the entire data sets comprising control transactions from 2012 onwards for ASX-listed gold and copper companies, ASX-listed general mining companies and all ASX-listed companies are set out below:

Entire Data Set Metrics	ASX-Listed Copper and Gold Companies		ASX-Listed General Mining Companies		All ASX-Listed Companies	
	Deal Value ($m)	Control Premium (%)	Deal Value ($m)	Control Premium (%)	Deal Value ($m)	Control Premium (%)
Mean	628.29	46.12	379.36	49.74	1150.71	42.51
Median	40.69	41.63	40.44	39.66	118.24	32.48

In arriving at an appropriate control premium to apply we note that observed control premiums can vary due to the:

- Nature and magnitude of non-operating assets;
- Nature and magnitude of discretionary expenses;
- Perceived quality of existing management;
- Nature and magnitude of business opportunities not currently being exploited;
- Ability to integrate the acquiree into the acquirer's business;
- Level of pre-announcement speculation of the transaction;
- Level of liquidity in the trade of the acquiree's securities.

When performing our control premium analysis, we considered completed transactions where the acquirer held a controlling interest, defined at 20% or above, pre-transaction or proceeded to hold a controlling interest post-transaction in the target company.

The table above indicates that the long-term average control premium by acquirers of ASX-listed gold and copper companies, ASX-listed general mining companies and all ASX-listed companies is approximately 46.12%, 49.74% and 42.51% respectively. However, in assessing the transactions included in the table above, we noted that control premiums appeared to be positively skewed by outliers.

In a population where the data is skewed, the median often represents a superior measure of central tendency compared to the mean. We note that the median announced control premium over the assessed

period was approximately 41.63% for ASX-listed gold and copper companies, 39.66% for ASX-listed general mining companies, and 32.48% for all ASX-listed companies.

We consider an appropriate control premium to be on the lower end of historical averages to reflect IDM International's illiquidity, small size, current financial position, geopolitical risk and exploration phase. We believe that an acquirer would not be willing to pay a control premium in line with the higher range of historical averages. Based on the above, we consider an appropriate premium for control to be between 25% and 35%.

Appendix 4 – Independent Technical Assessment and Valuation Report

On behalf of:

IDM International Pty Ltd

Independent Technical Assessment and Valuation Report for Mankayan Copper-Gold project, Philippines

Effective Date: 27 December 2022

Job Code: PH-CSL-IMD01

Document Information Page

Competent Persons	Beau Nicholls	Principal Consultant (Sahara)	BSc (Geo) FAIG
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1 SUMMARY

1.1 Introduction

IDM International Pty Ltd (IDM) has commissioned E2M Limited (Sahara), to compile an Independent Technical Assessment and Valuation Report (ITAV) for the Mankayan Copper-Gold project ("Mankayan project" or "Guinaoang project" or "project"), located in the Philippines.

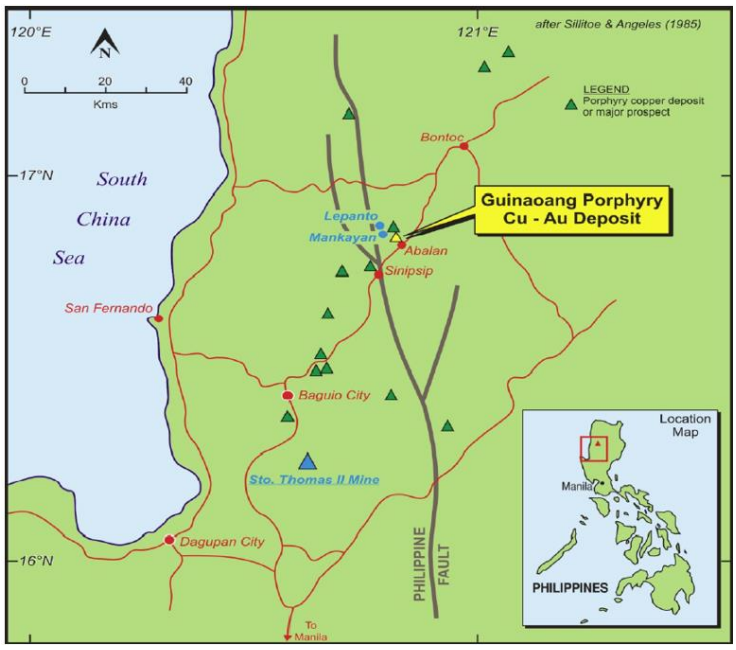
BDO Corporate Finance (WA) Pty Ltd (BDO) has been engaged by IDM to prepare an Independent Experts Report (IER) for inclusion in a Notice of Meeting seeking shareholder approval for the exchange of Bezant Resources Plc's 27.5% interest in IDM Mankayan Pty Ltd for 19,381,054 shares in IDM International, representing an interest of greater than 20% in IDM International (Proposed Transaction).Sahara was instructed by BDO to prepare an independent technical assessment and valuation opinion of IDM's Mankayan Project. This report is to be included in BDO's IER as an appendix

This ITAV is prepared applying the guidelines and principles of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves—the 2012 JORC Code, the Australasian Code for Public Reporting of Technical Assessments and Valuations of Mineral Assets - the 2015 VALMIN Code and the rules and guidelines issued by such bodies as ASIC and ASX pertaining to Independent Expert Reports.

1.2 Location

The project is located about 6km southeast of the towns of Mankayan and Lepanto, in the municipality of Mankayan, Benguet Province, Island of Luzon, Republic of the Philippines. The mining lease is centred at approximately 16°50' North latitude and 120°49' East longitude. (Figure below).

Figure 1.2_1
Project Location Plan (Source – Derisk, 2020)

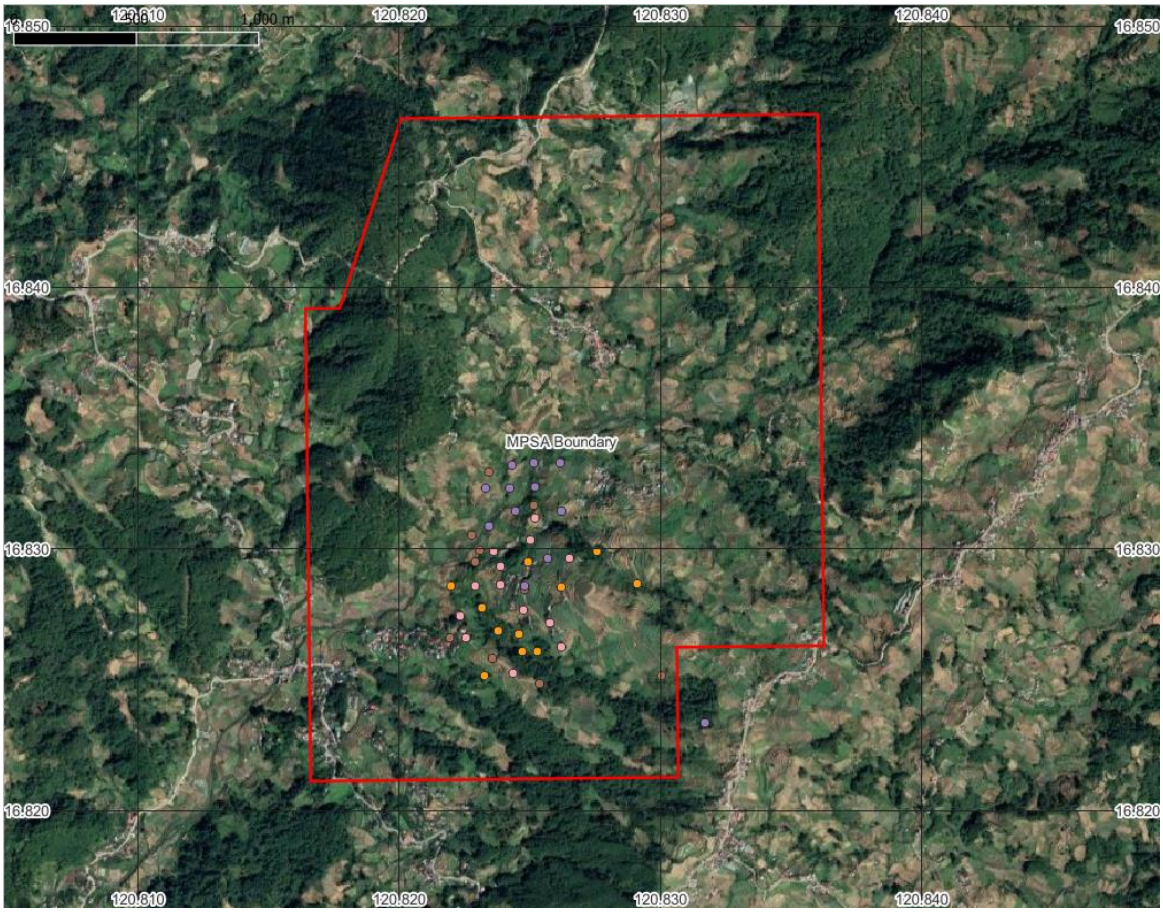


1.3 Ownership and Permitting

The project ownership is currently 40% IDM, 17.6% Bezant Resources, 6.4% ManagementCo and 36% for local Philippine shareholders. There is no government free carry.

The Project is held under a Mineral Production Sharing Agreement (MPSA) 057-96-CAR, totalling 534ha, and was renewed to Crescent Mining Development Corporation Mineral Production Sharing Agreement (No. 057-96-CAR) or MPSA for a second 25-year term with effect from 12 November 2021.

Figure 1.3_1
Permit Map – MPSA 057-96-CAR (Source – IDM, 2022)



1.4 Exploration History

There is a long history of exploration at the project, with numerous companies involved over more than 50 years. Since its discovery in the 1970's, the project has undergone several changes of ownership and has been the subject of five major drilling campaigns. A total of 54,908m of drilling has been completed across the Guinaoang project prior to IDM involvement.

IDM have drilled two diamond holes in 2022 for Geotechnical and metallurgical testwork in preparation for the Pre-feasibility Study (PFS) underway.

There have been significant periods of inactivity between the various exploration programs. The table below summarises the historical exploration drilling completed.

Table 1.4_1
IDM Permit - Summary of Exploration Work Prior to 2007 by Ghana Manganese Company

Date	Company	Summary of Work
1971 – 1973	Mankayan Mineral Development Company (MMDC)	11 drillholes for 7,861.80m
1980 – 1982	Tirad Minerals Incorporated (TMI) in a joint venture with the Hercules Mineral and Oil Company (HMOC)	14 drillholes for 9,467.59m
1983 – 1984	Gold Fields Asia Limited (GFAL)	16 drillholes for 15,783.68m
1996 - 1997	Crescent Mining and Development Corporation (CMDC) in a joint venture with Pacific Falkon Resources Corporation (PFRC)	11 drillholes for 11,796.76m
2007 - 2009	Bezant Resources PLC (Bezant) under an option agreement with CMDC	10 drillholes for 10,800.20m
2011 - 2014	Gold Fields Netherlands Services BV (Gold Fields) under an option agreement with Bezant	1 drillhole for 1,491.00m
2014 - 2020	Bezant	Nil
2022	IDP International	2 holes drilled and PFS underway

1.5 Geology and Mineralisation

The Mankayan mineral district is in northern Luzon, Philippines and hosts several significant Cu-Au deposits and prospects of various types within an area of around 25 km^2.

These include:

- Far Southeast porphyry Cu-Au deposit,
- Lepanto high-sulphidation epithermal Cu-Au deposit,
- Victoria intermediate-sulphidation epithermal Au-Ag vein deposit,
- Teresa epithermal Au-Ag vein deposit,
- Guinaoang porphyry Cu-Au deposit, and
- Buaki and Palidan porphyry Cu-Au prospects.

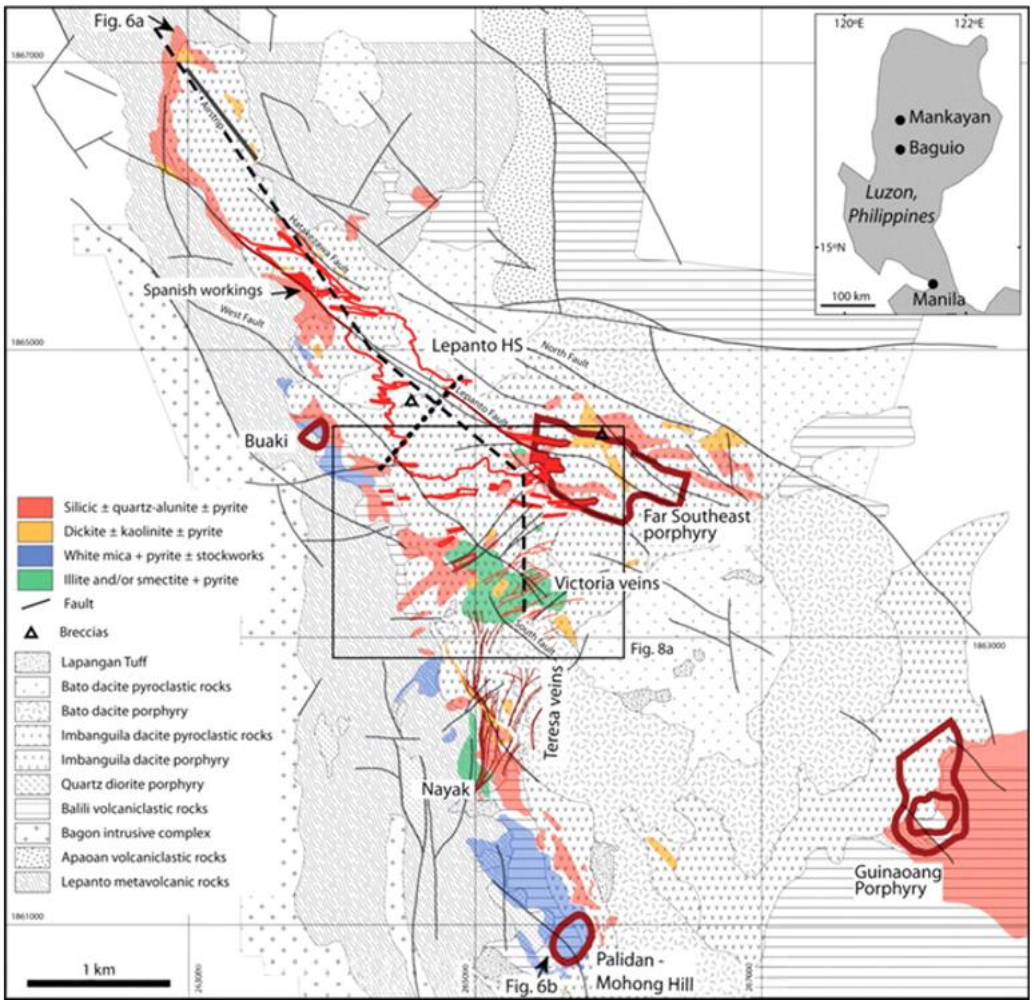
The Far Southeast Project (FSE) is located approximately 4km NW of the project. This is a Joint Venture between Gold Fields Ltd (Gold Fields) and Far Southeast Gold Resources Inc. The historical Inferred Mineral Resource for the FSE deposit, first declared in August 2012, is 891.7Mt

at 0.7g/t gold and 0.5% copper for **19.8Moz of gold and 9,921Mlb of copper**, has been maintained for current Goldfield's reporting. (Source - https://www.goldfields.com)

The main geological units represented in the region include:

- Basement composed of late Cretaceous to middle Miocene metavolcanic and volcaniclastic rocks.
- Miocene (12 to 13Ma) tonalitic Bagon intrusive complex.
- Pliocene (~2.2 to 1.8Ma) Imbanguila dacite porphyry and pyroclastic rocks.
- Post-mineralisation cover rocks, including the ~1.2 to 1.0Ma Bato dacite porphyry and pyroclastic rocks and the ~0.02Ma Lapangan tuff.

Figure 1.5_1
Geology of the Mankayan district (Source: Chang et al. 2011)



The Guinaoang deposit is associated with a Pliocene stock complex that is composed largely of quartz diorite porphyry rocks. Two distinct phases of igneous intrusions have been identified:

- Hornblende quartz diorite porphyry (QDP), also described as the syn-mineral quartz diorite porphyry.

- A later quartz diorite porphyry body (IQD) that has intruded the QDP body in the southern part of the project area, also described as the intra-mineral quartz diorite porphyry.

The QDP and IQD intrusives both host copper and gold mineralisation. The most important host for the copper mineralisation is the QDP, with IQD containing lower grade mineralisation. The immediate volcanic host rocks surrounding the plutonic rocks are also mineralised in proximity to the diorites

Figure 1.5_2
Mineralization in hole BRC60 from 851m to 854m averaging 1.06g/t Au and 0.78% Cu (Source Tuesley, 2021)

1.6 Metallurgical Testwork

A defined program of comminution testwork was carried out by Ammtec Ltd (Ammtec) in 2009.

Three samples of about 10 kg of drillcore from each of the inclined boreholes (BC57 and BC58) were used in the work. For each borehole, the first two samples were representative of the upper zones in the porphyry whilst the third sample was representative of the deeper bulk of the orebody.

Bezant consultants concluded the lithology of the two deepest samples is representative of the major part of the Guinaoang porphyry. The other samples represent relatively small portions located in the outer margin of the porphyry where it contacts the country rock.

Excellent results were obtained from the two deepest samples. The testwork results indicate that copper and gold recoveries of about 94% and 74% respectively can be anticipated whilst producing a saleable concentrate with a grade in excess of 30% copper.

IDM has completed two drillholes in 2022, which have been sampled and sent for comprehensive metallurgical testwork in preparation for the PFS. Results are pending at the time of this report.

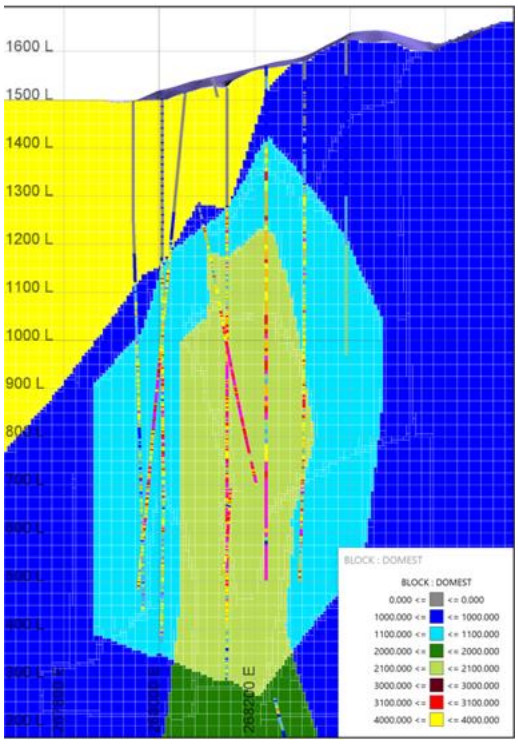
1.7 Resource Estimation

In September 2020, Derisk Geomining Consultants (Derisk) undertook a Mineral Resource Estimate (MRE) update for the Guinaoang deposit, based on all drilling completed up to 2013. (Following a prior MRE by Snowden's Consulting (Snowdens) in 2009)

The Mineral Resource estimate was prepared by John Horton and Michele Pilkington (Associate Principal geologists for Derisk) using guidelines compliant with the Joint Ore Reserves Committee of Australasia (JORC) reporting code. All work was carried out using Vulcan software.

For the 2020 estimate, Derisk has not used alteration domains to influence estimation. Domains to control the grade estimation process were built using combinations of the lithology and mineralisation interpretations as highlighted in the figure below.

Figure 1.7_1
East-west cross section at 1861990 mN (Source Derisk, 2020)

Mineralisation Domain	Estimation Domain
	

Based on an assessment of all contributing factors, Derisk concludes that there are reasonable prospects for eventual economic extraction. The Mineral Resource estimate for Guinaoang is reported at a cut-off criterion of 0.25% CuEq and is summarised in the table below.

Sahara is not aware of any non-technical issues such as environmental, permitting, legal, title, taxation, socio-economic, marketing, political, or other relevant factors that are likely to prevent the reporting of a Mineral Resource for Guinaoang.

Table 1.7_1
Mineral Resource Estimate (cut-off 0.25% CuEq)

Resource Category	Mt	CuEq (%)	Cu (%)	Au (g/t)	Ag (g/t)	Cu (Mt)	Au (Moz)	Ag (Moz)
Measured	-	-	-	-	-	-	-	-
Indicated	638	0.68	0.37	0.40	0.9	2.3	8.2	18
Inferred	155	0.52	0.29	0.30	0.5	0.5	1.5	3
TOTAL	**793**	**0.65**	**0.35**	**0.38**	**0.8**	**2.8**	**9.7**	**20**

Note: 1. Totals may not add due to rounding effects.

2. CuEq calculation assumes metal prices of USD 2.80/lb Cu, USD 1,800/oz Au, and recoveries of 90% for Cu and 75% for Au.

3. CuEq (%) = (Cu% x Cu price per lb x 2,204.6 x Cu recovery) + (Au g/t x Au price per oz/31.1035 x Au recovery)

(Cu price per lb x 2,204.6)

= Cu% + 0.78 x Au g/t

1.8 Mining Option Studies

A Scoping Study was undertaken in 2014, but Sahara consider is not current given changes in commodity prices and costs over the last 8 years.

Mining Plus Consultants (Mining Plus) undertook updated alternative mining options for the Mankayan project in 2019 (Prior to the updated MRE in 2020). The options defined by Mining Plus were designed with the goal of reducing the start-up cost while improving the project's overall value. The options are based on the work undertaken in the 2014 Scoping Study Update and evaluated using the parameters developed in that study.

Block caving (BC) mass mining methods are very low cost, but very inflexible in the geometry of ore that they can mine. Because of this, they typically have high planned dilutions or low planned recoveries relative to stoping methods where there is far greater flexibility to mine only the desired mineralisation. They are also long mine life, so the time discounting of future revenues is significant and it becomes very important to mine higher value material early.

Sublevel caving (SLC) mass mining methods have similar characteristics to block caves, but they are more flexible in their geometry. This flexibility comes at a much higher mining cost.

In total, eleven options were investigated with four options chosen to be representative of the range. Key metrics for these four representative options are shown in the table below. These options are:

- Option 3 - High production rate, high rate of return, high start-up cost 2 lift block cave (BC), where the full footprint of the BC is undercut to enable a high production rate
- Option 4 - Medium production rate, with 4 BC footprints in 2 lifts. Each footprint is sized to meet the required production rate, with the first footprint in each lift located in the highest grade
- Option 8 - Staged production rate, starting at 6Mtpa for a small high-grade BC, before mining 3 larger footprints at a production rate of 12Mtpa
- Option 9 - Low production rate, starting with a 6Mtpa low capex high opex sublevel cave (SLC) before mining 3 BC footprints. (This option could also be ramped up to 12Mtpa for the mining of the 3 BC footprints).

Figure 1.8_1
Summary of 4 Mining Options defined by Mining Plus (Source: Mining Plus, 2019)

	Option	3	4	8	9
	Description	24Mtpa 2 BC footprints over 2 lifts	12Mtpa 4 BC footprints over 2 lifts	6Mtpa small BC followed by 3 12Mtpa BC	6Mtpa SLC followed by 3 6Mtpa BC
IRR before tax	Cu $3/lb Au $1,250/oz	28%	26%	21%	14%
Average Cost per t	USD/t	$19.1	$19.1	$19.7	$19.9
First Footprint Start-up Cost	USD	$1,402m	$896m	$633m	$529m
First 5 years of production	Tonnes	92 M	54 M	29 M	28 M
	Cu (%)	0.45	0.46	0.48	0.41
	Au (g/t)	0.51	0.54	0.62	0.45
	CuEq (%)	0.70	0.72	0.77	0.62
Total production	Tonnes	333 M	316 M	315 M	302 M
	Cu (%)	0.42	0.43	0.42	0.41
	Au (g/t)	0.46	0.47	0.46	0.45
	CuEq (%)	0.63	0.65	0.64	0.63
Mine Life	Years	23	34	38	58
Time to First Production		5	5	5	4.2
NPV before tax, 8.5% discount rate*	Cu $3/lb Au $1,250/oz	$1,505m	$1,121m	$750m	$326m

*The NPV used is for comparative purposes only, as full financial analysis has not been undertaken for this study.

Sahara note that the Mining studies have utilised commodity pricing and operational costs from the 2011 Scoping Study. These values are indicative and not current and will require updating for the PFS study underway.

Various conceptual scenarios for accessing and extracting the underground mineralisation have also been assessed. The investigations covered vertical shaft access, ventilation, cooling and the surface infrastructure required to support the mining operation at a mining rate of 12 Mtpa as determined by the Scoping Study in 2011. This study considered two vertical shafts and a second option of 1 vertical shaft and 1 decline.

A third untested option is that Gold Fields were considering a 7km long tunnel from Guellong valley starting at ~ 700 to 800RL which would access the high grade of the deposit at a similar level and remove any development declines through 400m vertical of sterile cover from surface. Sahara consider this would present significant savings in Capex and Opex along with providing a relatively low inhabited region for required infrastructure. This option should be assessed in any PFS

1.9 Conclusions

The Mankayan Mining Permit covers an area of 543ha. This is located in an exceptionally fertile Cu-Au region of the Philippines.

Sahara consider the Mankayan Cu-Au project a pre-development project where significant Mineral Resources have been identified and their extent estimated (possibly incompletely), but where a decision to proceed with development has not been made.

Scoping level Studies completed in 2014 are now out of date, given changes in costs and commodity prices, although the project has sufficient information to undertake a prefeasibility study which has been commissioned and currently underway by IDM.

1.10 Recommendations

A Prefeasibility study has been commenced and with this will cover all limitations in work to date.

Sahara make the specific recommendations that have been highlighted within each section of this technical report.

1.11 Valuation

Sahara has undertaken a Valuation of the Mankayan Cu-Au project which is related to the technical report on the subject with Effective date of 27 December 2022.

On the basis of exploration completed and the effectiveness of the exploration along with the market and logistical factors

- The Resource multiplier has been discounted by Sahara given the apparent ESG risks in the Philippines. This is highlighted by the Gold Fields FSE project which has not progressed since 2013. Sahara also note one company's poor ESG performance does not reflect the Philippines mining industry.
- The project has had well over US$20M spent of well-executed and staged exploration (if it was to be completed using today's costs).
- Sahara has not considered any potential Merger and Acquisition opportunities which logically exist with the FSE project located only 4km away.
- The Mankayan project has excellent exploration potential to expand current Mineral Resources

A summary of the project valuations is provided in Table 1.11_1 below.

Table 1.11_1
Mankayan Copper-Gold project Valuation Summary (27 December)

Ownership	Equity Interest	Valuation (Million US$)		
		Low US$ (Million)	Preferred US$ (Million)	High US$ (Million)
Mankayan Project	**100%**	25.7	51.4	77.2
IDM	**40%**	10.3	20.6	30.9

**Appropriate rounding has been applied to the total*

Sahara have elected to use the Resource Multiplier method which is supported by the other methods utilised.

The value of the Mankayan Cu-Au project on a 100% ownership basis is considered to lie in a range from **US$25.7 million** to **US$77.2 million**, within which range Sahara has selected a preferred value of **US$51.4 million**.

The value of the current IDM 40% equity interest in the Mankayan Cu-Au project is considered to lie in a range from **US$10.3 million** to **US$30.9 million**, within which range Sahara has selected a preferred value of **US$20.6 million**

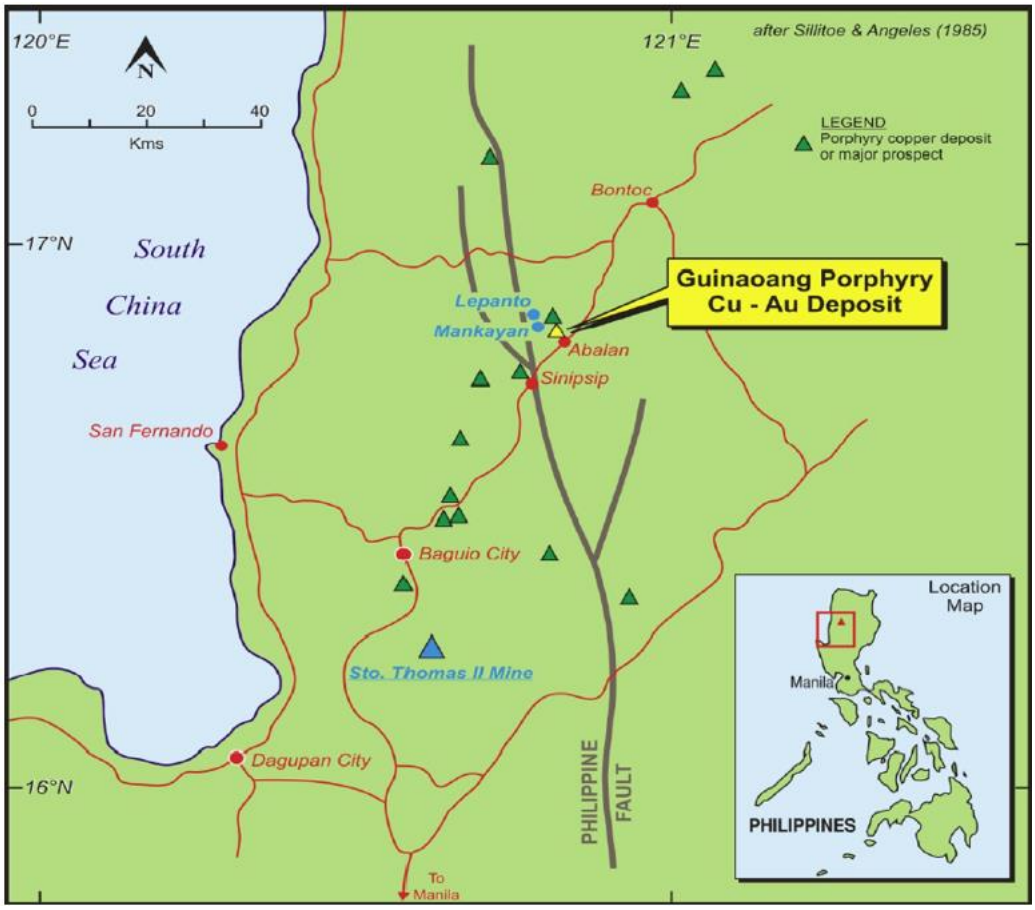
2 Introduction

IDM has commissioned Sahara to compile an ITAV for the Mankayan Copper-Gold project, located in the Philippines.

BDO Corporate Finance (WA) Pty Ltd (BDO) has been engaged by IDM to prepare an Independent Experts Report (IER) for inclusion in a Notice of Meeting seeking shareholder approval for the exchange of Bezant Resources Plc's 27.5% interest in IDM Mankayan Pty Ltd for 19,381,054 shares in IDM International, representing an interest of greater than 20% in IDM International (Proposed Transaction). Sahara was instructed by BDO to prepare an independent technical assessment and valuation opinion of IDM's Mankayan Project. This report is to be included in BDO's IER as an appendix

This ITAV is prepared applying the guidelines and principles of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves—the 2012 JORC Code, the Australasian Code for Public Reporting of Technical Assessments and Valuations of Mineral Assets - the 2015 VALMIN Code and the rules and guidelines issued by such bodies as ASIC and ASX pertaining to Independent Expert Reports.

Figure 2_1
Project Location Plan (Source – Derisk, 2020)



2.1 Forward Looking Information

This report prepared by Sahara will form part of BDO's IER which will assist the IDM shareholders in deciding whether or not to approve the Proposed Transaction.

The statements and opinions contained in this report are given in good faith and in the belief, they are not false or misleading. The conclusions are based on the effective date of this report and could alter over time depending on exploration results, mineral prices, and other relevant market factors.

This report contains "forward-looking information" within the meaning of applicable Australian securities legislation. Forward-looking information includes, but is not limited to, statements related to the capital and operating costs of the IDM projects, the price assumptions with respect to commodity prices, production rates, the economic feasibility and development of the IDM projects and other activities, events, or developments which IDM expects or anticipates will or may occur in the future. Forward-looking information is often identified by the use of words such as "plans", "planning", "planned", "expects" or "looking forward", "does not expect", "continues", "scheduled", "estimates", "forecasts", "intends", "potential", "anticipates", "does not anticipate", or "belief", or describes a "goal", or variation of such words and phrases or state certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Forward-looking information is based on several factors and assumptions made by the authors and management, which are considered reasonable at the time such information is made, and forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance, or achievements to be materially different from those expressed or implied by the forward-looking information. Such factors include, among others, obtaining all necessary financing, permits to explore and develop the project; successful definition and confirmation based on further studies and additional exploration work of an economic mineral resource base at the project.

Although IDM has attempted to identify important factors which could cause actual actions, events, or results to differ materially from those described in forward-looking information, there may be other factors which cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance forward-looking information will prove to be accurate. The forward-looking statements contained herein are presented for the purposes of assisting investors in understanding IDM’s plan, objectives and goals and may not be appropriate for other purposes. Accordingly, readers should not place undue reliance on forward-looking information. IDM and the authors do not undertake to update any forward-looking information, except in accordance with applicable securities laws.

2.2 Principal Sources of Information

The information in this report relating to Exploration Results is based on, and fairly represents, information and supporting documentation compiled by Mr Beau Nicholls (Sahara Principal Consultant).

Site visits were undertaken by Max Tuesley (Associate Principal Geologist of Sahara and Member of AusIMM) who visited the Project in August 2020 and again in September 2021. Mr Tuesley inspected the general site conditions and local infrastructure, several drilling sites, drilling records and documentation, and a selection of diamond drill core stored at the site core shed. In addition to the site visit completed, the author relied on information provided by IDM, along with discussions with IDM technical personnel and on information obtained from publicly available sources. Sahara consider this site visit current as limited work has been completed since this 2021 site visit.

The author has made enquiries to establish the completeness and authenticity of the information provided and identified. The author has taken all appropriate steps in his professional judgement, to ensure the work, information, or advice contained in this report is sound and the author does not disclaim any responsibility for this report.

Additional information relied upon during the completion of the technical work have been listed in the references section of this ITAV.

This report contains statements attributable to third parties. These statements are made or based upon statements made in previous technical reports which are publicly available from either government departments or the ASX. The authors of these previous reports have not consented to the statements' use in this report, and these statements are included in accordance with ASIC Corporations (Consents to Statements) Instrument 2016/72.

2.3 Qualifications and Experience

The “Competent person” (as defined in JORC 2012) for this report is Mr Beau Nicholls (Sahara Principal Consultant).

Mr Nicholls is a Principal Consultant for Sahara with more than 25 years’ experience in the exploration and mining sector. Mr Nicholls is a registered Fellow of the Australian Institute of Geoscientists (FAIG) and is responsible for all sections of this report.

The Competent person of this report does not have any material interest in IDM or related entities or interests. His relationship with IDM is solely one of professional association between client and independent consultant. This report is prepared in return for fees based upon agreed commercial rates and the payment of these fees is in no way contingent on the results of this report.

2.4 Competent Persons Statement

The information in this report relating to Exploration Results is based on information compiled by Mr Nicholls, a Competent Persons who is a Member of the Australian Institute of Geoscientists. Mr Nicholls is a Principal Consultant for Sahara. Mr Nicholls has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activities being undertaken to qualify as a Competent Person defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Nicholls consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

2.5 Units of Measurements and Currency

Metric units are used throughout this report unless noted otherwise. Currency is United States dollars ("US$").

2.6 Abbreviations

A full listing of abbreviations used in this report is provided in Table 2.6_1 below.

Table 2.6_1
List of Abbreviations

	Description		Description
$	United States of America dollars	LREO	Light rare earth oxides
“	Inches	M	million
µ	microns	m	metres
3D	three dimensional	Ma	thousand years
4WD	four-wheel drive	Mg	Magnesium
AAS	atomic absorption spectrometry	ml	millilitre
Au	Gold	mm	millimetres
bcm	bank cubic metres	Mtpa	million tonnes per annum
CC	correlation coefficient	N (Y)	northing
CFC	CFC Amazonia	Nb	niobium
Cr	Chromium	Ni	Nickel
IDM	IDM International Pty Ltd	NPV	net present value
Co	Cobalt	NQ_2	Size of diamond drill rod/bit/core
CRM	certified reference material or certified standard	ºC	degrees centigrade
Cu	Copper	OK	Ordinary Kriging
CV	coefficient of variation	P_{80} -75µ	80% passing 75 microns
DDH	diamond drill hole	Pd	palladium
DTM	digital terrain model	ppb	parts per billion
E (X)	Easting	ppm	parts per million
EDM	electronic distance measuring	psi	pounds per square inch
Fe	Iron	PVC	poly vinyl chloride
G	Gram	QC	quality control
g/m³	grams per cubic metre	QQ	quantile-quantile
g/t	grams per tonne of gold	RC	reverse circulation
HARD	Half the absolute relative difference	REO	rare earth oxide
HDPE	High density polyethylene	RL (Z)	reduced level
HQ_2	Size of diamond drill rod/bit/core	ROM	run of mine
Hr	Hours	RQD	rock quality designation
HRD	Half relative difference	SD	standard deviation
HREO	Heavy rare earth oxides	SG	Specific gravity
ICP-AES	inductivity coupled plasma atomic emission spectroscopy	Si	silica
ICP-MS	inductivity coupled plasma mass spectroscopy	SMU	selective mining unit
ISO	International Standards Organisation	Sn	Tin
kg	Kilogram	t	tonnes
kg/t	kilogram per tonne	t/m³	tonnes per cubic metre
km	Kilometres	Ta	tantalum
km²	square kilometres	tpa	tonnes per annum
kW	Kilowatts	TREO	Total rare earth oxide
kWhr/t	kilowatt hours per tonne	UC	Uniform conditioning
l/hr/m²	litres per hour per square metre	w:o	waste to ore ratio

3 Reliance on Other Experts

The authors have relied on legal documents provided by IDM pertaining to the title of the permits. Sahara has not independently verified the title and ownership aspects of the permits.

4 Property Description and Location

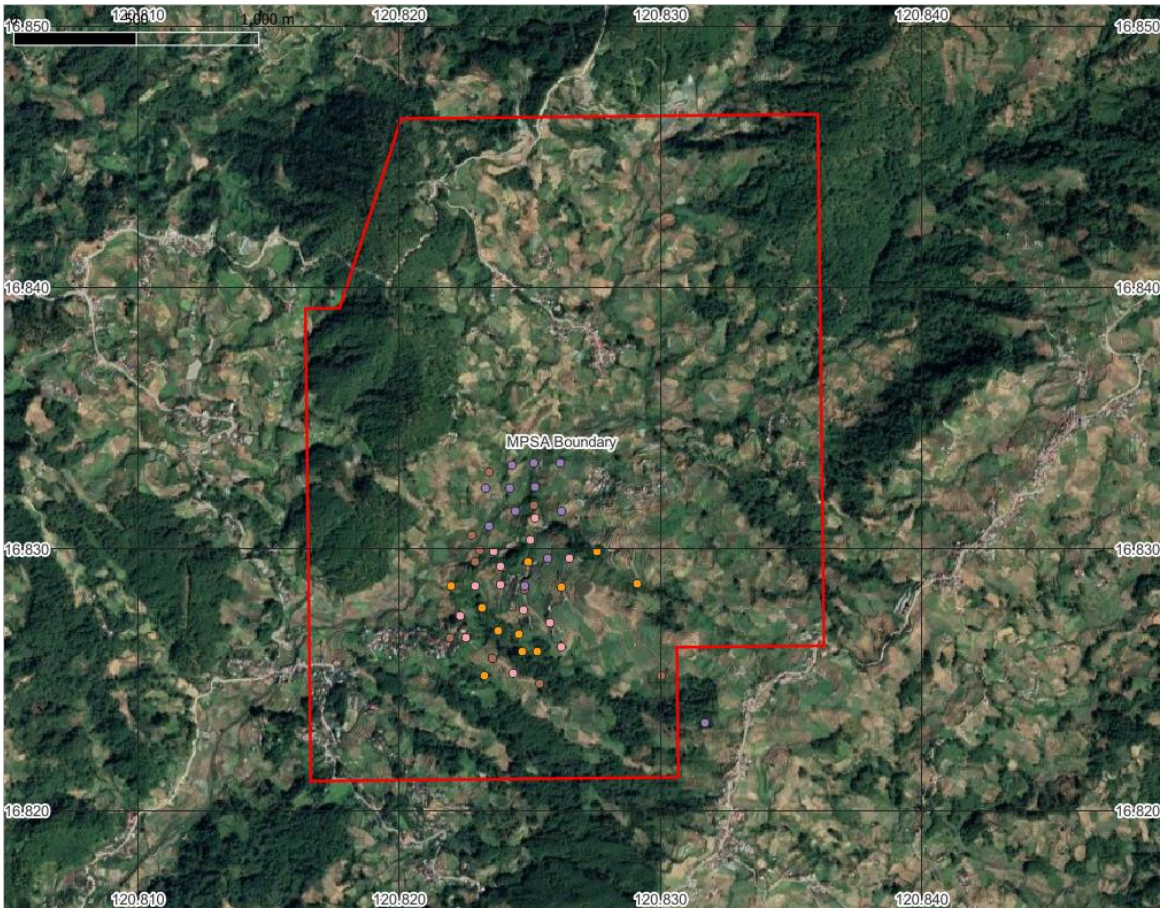
The project is located about 6 km southeast of the towns of Mankayan and Lepanto, in the municipality of Mankayan, Benguet Province, Island of Luzon, Republic of the Philippines. The mining lease is centred at approximately 16°50' North latitude and 120°49' East longitude. (Figure 2_1 above).

4.1 Company Details and Tenement Status

The Mankayan project is held under Mineral Production Sharing Agreement (MPSA) 057-96-CAR, totalling 534ha, granted initially on 11 December 1996 for a period of 25 years. In March 2022, the Mines and Geosciences Bureau (MGB) of the Department of Environment and Natural Resources of the Philippines government has renewed Crescent Mining Development Corporation Mineral Production Sharing Agreement (No. 057-96-CAR) or MPSA for a second 25-year term with effect from 12 November 2021.

Minimum exploration expenditure and annual rentals are not defined under the MPSA agreement, but there is a requirement to assign 10% of the exploration budget to Community and Environmental development.

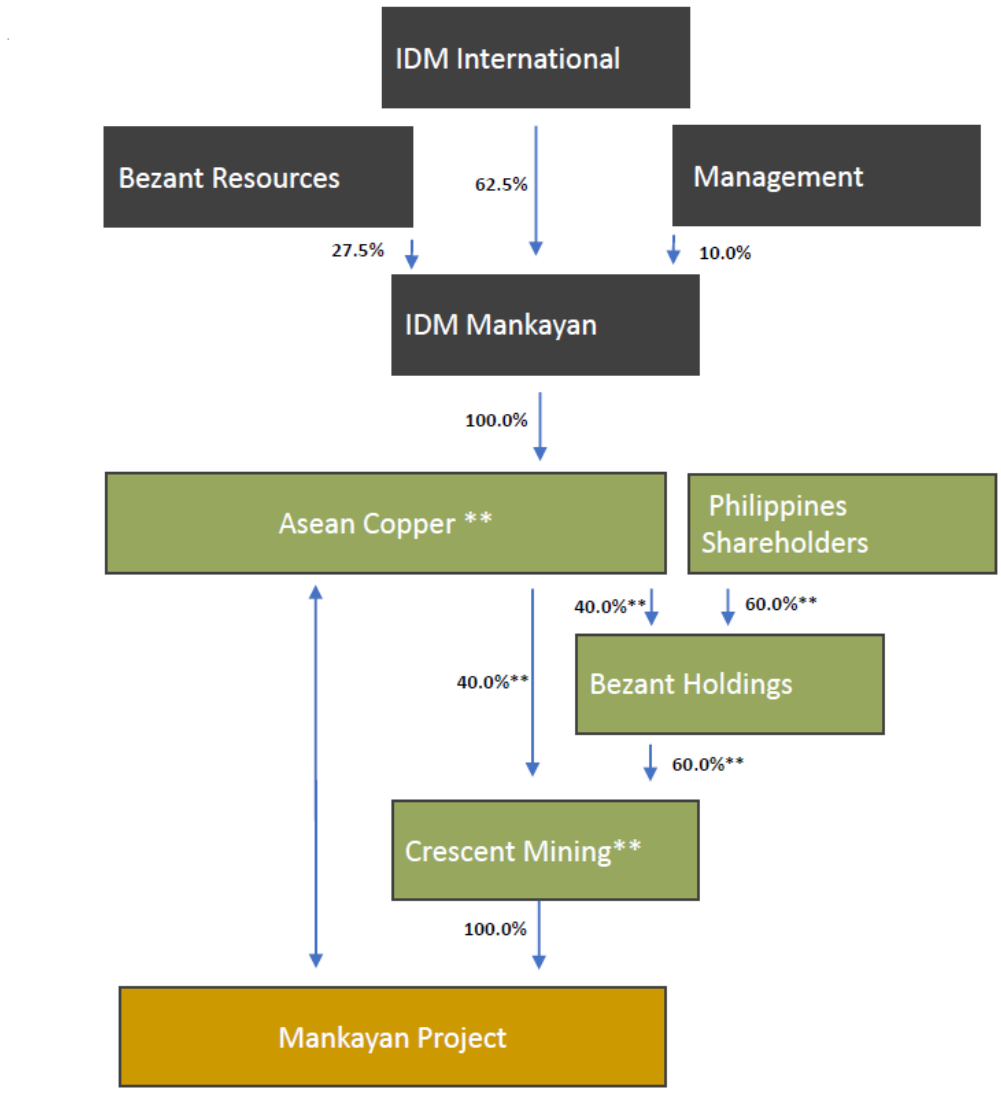
Figure 4.1_1
Permit Map – MPSA 057-96-CAR (Source – IDM, 2022)



4.2 Ownership Structure

IDM has currently 40% ownership of the Mankayan project under the structure highlighted in the figure below. Sahara has not independently verified this and has relied on IDM legal advisors.

Figure 4.2_1
Ownership Structure (Source – IDM, 2022)



4.3 Royalties and Agreements

Sahara is not aware of any Royalties and other agreements that will be detrimental to the development of the project.

4.4 Environmental Liabilities

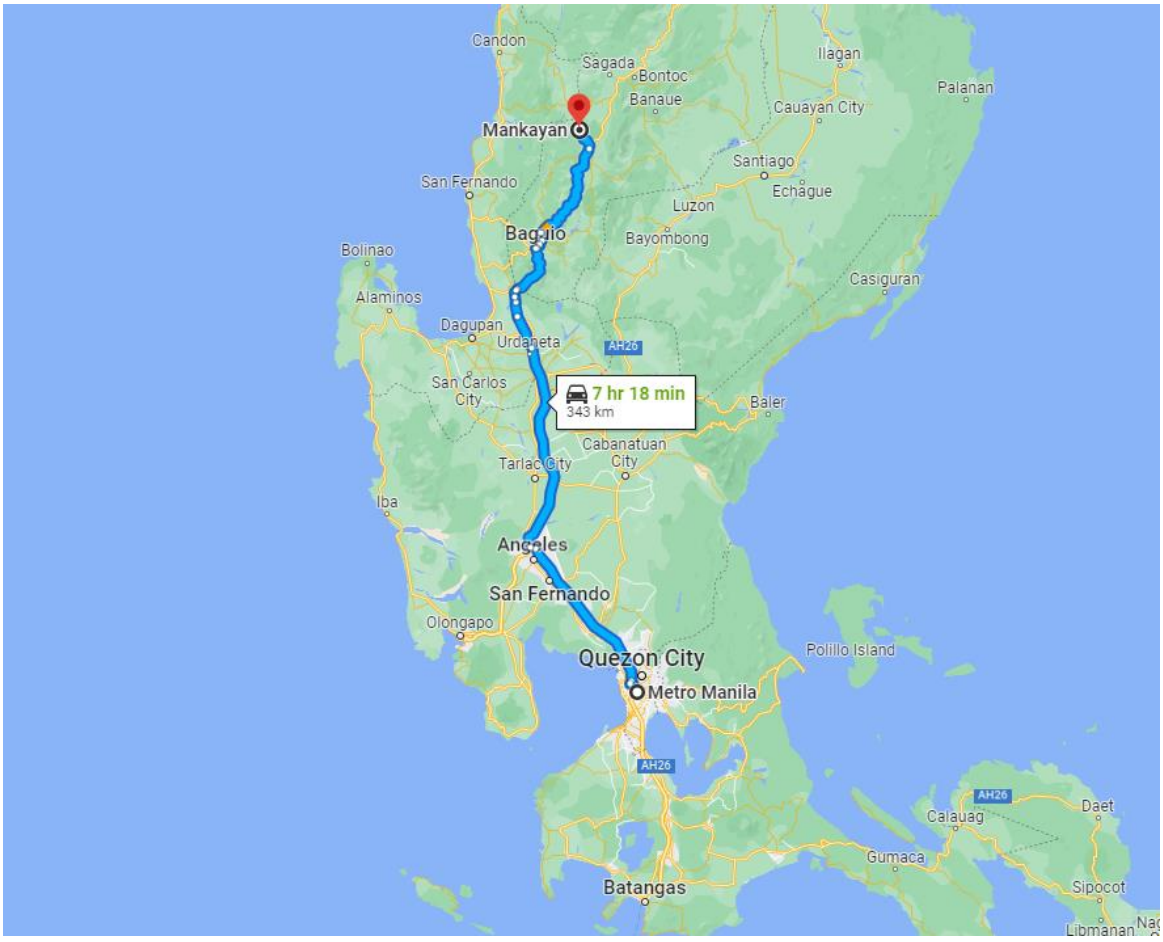
Sahara is unaware of any existing environmental liabilities surrounding the project.

5 Accessibility, Climate, Local Resources, Infrastructure and Physiography

5.1 Project Access

The Project area is easily accessible by land from Manila to Baguio City via the Northern Luzon Expressway (NLEX) and Subic-Clark-Tarlac Expressway (SCTEX), approximately 250km. Access from Baguio City to Abatan is via the Halsema Highway, approximately 85km. From Abatan, the site is reached via a 5km partly sealed road (Abatan-Cervantes Road) to Guinaoang site. The Project can also be reached by air from Manila to a private airstrip at Lepanto Mine and then 11.5km by road to the property (Figure 5.1_1).

Figure 5.1_1
Access (Source: Google Maps, 2022)



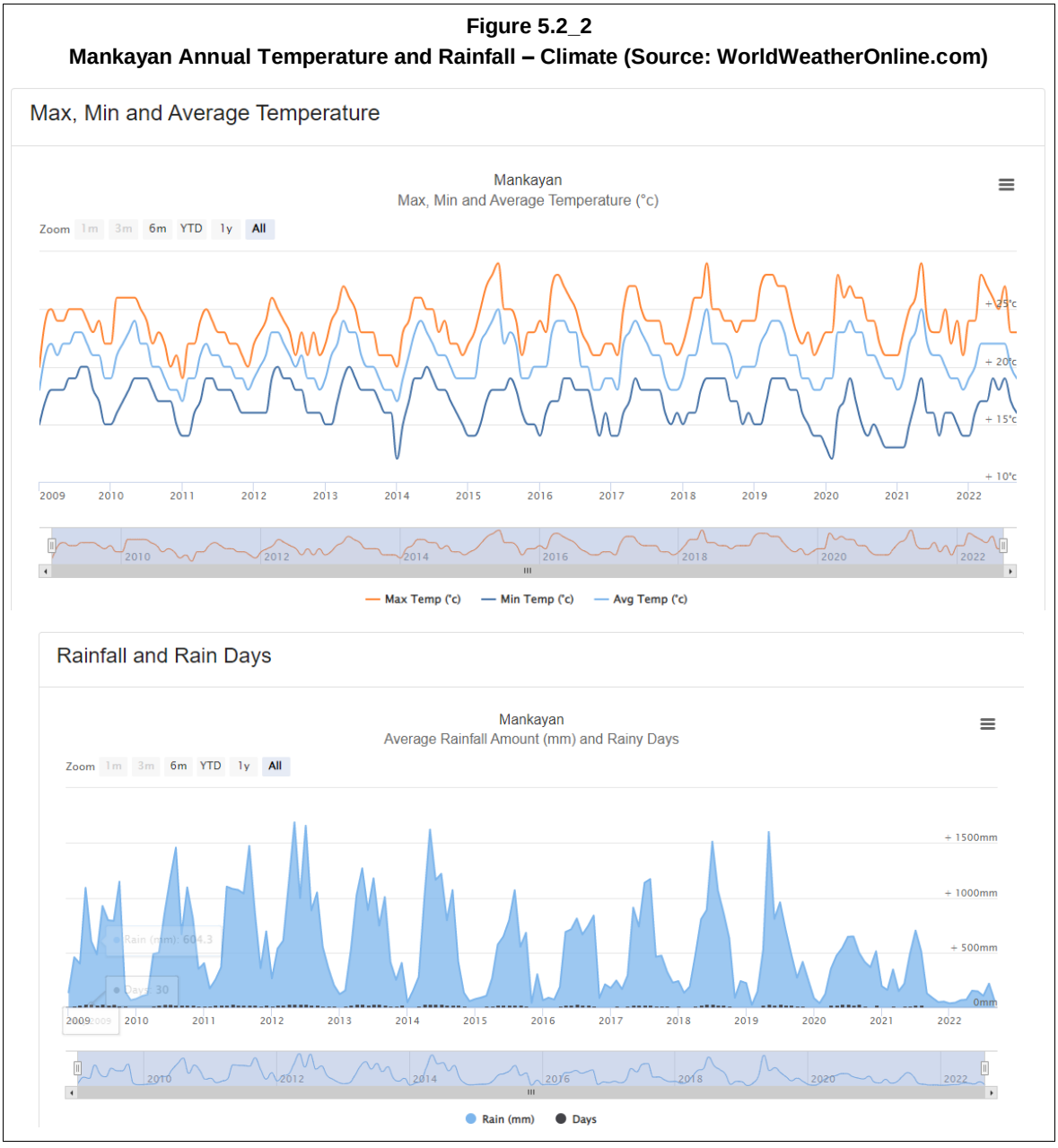
5.2 Physiography and Climate

The Project sits in a valley along the Suyoc River at elevations ranging from 1,490m to 1,750m above sea level. The region consists of forest areas and populated areas where agriculture is the dominant land use, including terraced vegetable gardens (Figure 5.2_1).

Figure 5.2_1
Physiography (Source: IDM, 2022)

The climate is wet-and-dry tropical, with well-defined monsoonal rainy seasons. The main rainy season is between May – July. The region has relatively uniform maximum and minimum annual temperatures. The average daily temperatures vary between 20°C and 30°C.

Figure 5.2_2
Mankayan Annual Temperature and Rainfall – Climate (Source: WorldWeatherOnline.com)



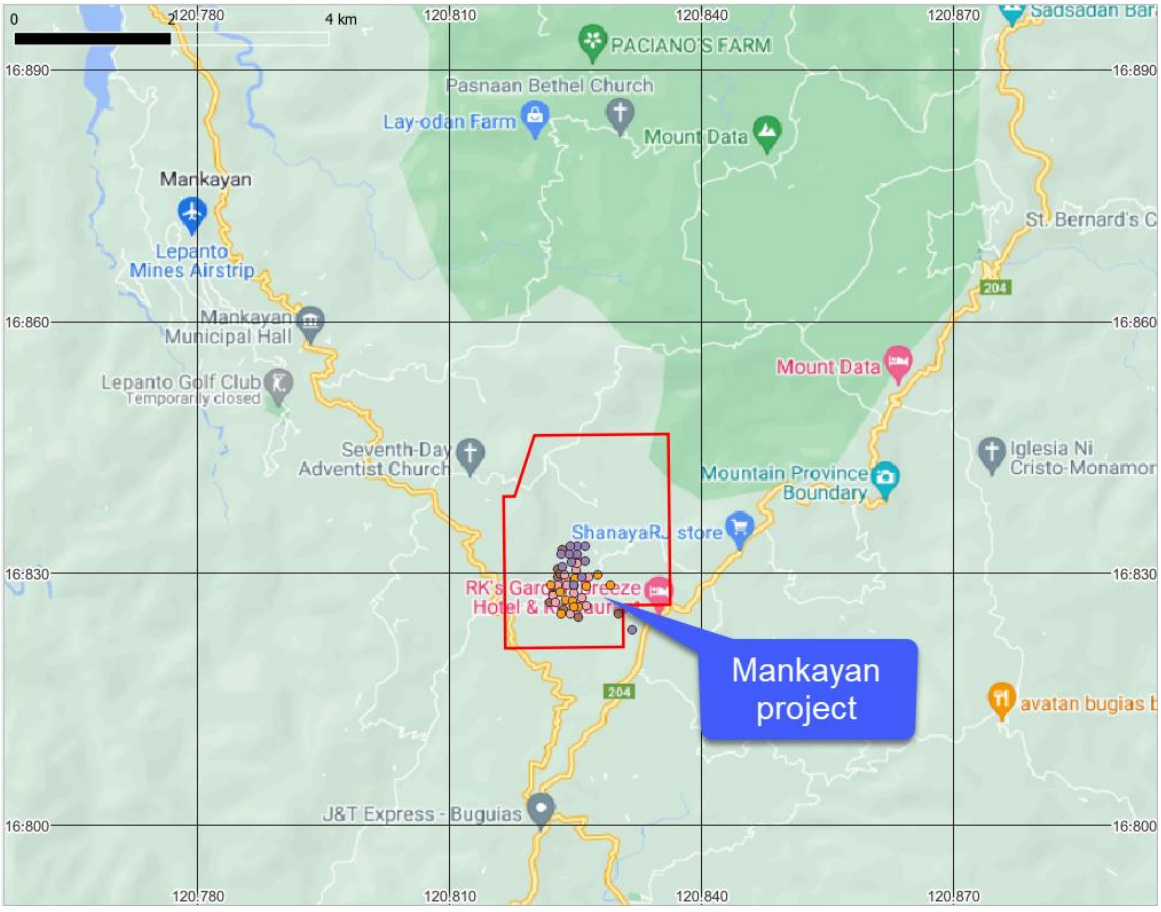
5.3 Local Infrastructure and Services

The town of Mankayan has a population of around 37,233 according the 2020 census. The municipality is known as a mining town, being the location of several mines, including the Lepanto Consolidated Mining Company (Lepanto).

Lepanto was established in 1936. Lepanto is a Filipino primary gold producer. The Lepanto mines are located in Mankayan, Benguet where the company has about a thousand employees. Lepanto presently operates the Victoria and Teresa deposits, from which it has reportedly produced over 1.2 million ounces of gold (Source https://www.lepantomining.com/)

The region has grid power, local fuel supply, accommodation, hospitals an airstrip along with an experienced locally available workforce.

Figure 5.3_1
Local Infrastructure and Services (Source - Sahara 2019)



6 History

6.1 Historical Exploration

There is a long history of exploration at Guinaoang, with numerous companies involved over nearly 50 years. Since its discovery in the 1970's, the Guinaoang deposit has undergone several changes of ownership and has been the subject of five major drilling campaigns. There have been significant periods of inactivity between the various exploration programs.

Table 6.1_1
IDM Permit - Summary of Exploration Work Prior to 2007 by Ghana Manganese Company

Date	Company	Summary of Work
1971 – 1973	Mankayan Mineral Development Company (MMDC)	11 drillholes for 7,861.80m
1980 – 1982	Tirad Minerals Incorporated (TMI) in a joint venture with the Hercules Mineral and Oil Company (HMOC)	14 drillholes for 9,467.59m
1983 – 1984	Gold Fields Asia Limited (GFAL)	16 drillholes for 15,783.68m
1996 - 1997	Crescent Mining and Development Corporation (CMDC) in a joint venture with Pacific Falkon Resources Corporation (PFRC)	11 drillholes for 11,796.76m
2007 - 2009	Bezant Resources PLC (Bezant) under an option agreement with CMDC	10 drillholes for 10,800.20m
2011 - 2014	Gold Fields Netherlands Services BV (Gold Fields) under an option agreement with Bezant	1 drillhole for 1,491.00m
2014 - 2020	Bezant	Nil
2022	IDP International	Commenced drilling and Prefeasibility Study

The Guinaoang area was initially targeted for exploration on the concept that it was the site of the intersection of two structural features – a northeast continuation of the Suyoc vein system and the southeast extension of the Lepanto Fault. The area is largely concealed by post-mineralisation rock and shallow-level advanced argillic alteration (quartz-alunite).

The advanced argillic alteration was initially drilled in the 1970s by MMDC, a Filipino company exploring the area for Lepanto-like mineralisation along the southeast extrapolation of the Lepanto fault. This is the principal host to about 70% of the Lepanto deposit. MMDC completed 11 drillholes (MMD prefix), with the last drillhole (MMD-011) intersecting 171m @ 1g/t Au and 0.77% Cu at the end of the hole. This is considered as the discovery hole.

From 1980 to 1982, TMI in a joint venture with HMOC drilled 14 drillholes (THM prefix). Initially this drilling was not considered successful, however during subsequent relogging it was recognised that high-sulphidation sulphides overprinted sericitic alteration, and that chalcopyrite was present at greater depths.

From 1983 to 1984 GFAL had an operating agreement with TMI. The area was mapped by GFAL and the earlier drillholes were relogged. GFAL took the initial decision to drill test the area for a porphyry target based on a small outcrop of intermediate argillic alteration beneath hypogene quartz-alunite alteration. Drilling intersected porphyry stockwork from 200m depth and subsequently GFAL drilled 12 holes (TGF prefix) and deepened six of the THM-prefix drillholes. GFAL outlined a body of 500Mt at a grade of 0.4% Cu and 0.4 g/t Au. The mineralisation is largely hosted by an altered quartz diorite intrusion 200 to 1,000m below surface.

TMI was granted a mining lease contract (MLC number 395) in 1984 but undertook no further significant work on the project.

In 1996 and 1997 CMDC, in a joint venture with PFRC, drilled 11 drillholes (PFC prefix) under MPSA No. 057-96-CAR. A ten-year hiatus in exploration followed the PFRC drilling campaign due to a combination of the Asian Financial Crisis and the Bre-X scandal in 1997.

From September 2007 to January 2009, Bezant as part of an option agreement with CMDC drilled a further ten drillholes along the full strike length of the Guinaoang deposit. From 2011 to 2014, Gold Fields under an option agreement with Bezant completed some work, including one drillhole and re-assaying of previous drillholes, but allowed the option to lapse.

6.2 Historical Resource Estimates

Snowden's undertook a resource estimate in 2009 which is pre- JORC 2012. This historical MRE has been superseded by the Derisk MRE in 2020. A summary of the reported MRE by Snowden's is presented in the table below.

Sahara has not reviewed this MRE by Snowden's but notes it reported ~ 15% more tonnes than the Derisk MRE in 2020.

Table 6.2_1
Snowden's MRE 2009 (Source Snowden's, 2009)

Class	DOMEST	2009 Model			
		Mt	Cu (%)	Au (g/t)	BD (t/m^3)
Indicated	1100	42	0.5	0.4	2.60
	2100	178	0.5	0.5	2.57
	3100	2	0.5	1.0	2.59
	Subtotal	222	0.49	0.52	2.58
Inferred	1100	18	0.4	0.4	2.60
	2100	14	0.4	0.6	2.57
	3100	4	0.4	0.5	2.59
	Subtotal	36	0.44	0.48	2.59
Total	1100	60	0.47	0.44	2.60
	2100	193	0.49	0.53	2.57
	3100	6	0.50	1.00	2.59
	Total	**258**	**0.48**	**0.52**	**2.58**

6.3 Historical Mining

The Lepanto enargite Au deposit was mined for Cu and Au at the start of the Ming dynasty (14th Century). The Cantabria-Filipino company was the first to conduct large-scale mining in 1865, with at least 1,100 t of Cu produced during a 10-year period. The underground mining activity dates from 1936, when the Lepanto Consolidated Mining Co. commenced mining until the Japanese took over production and Mitsui produced 11,000t of Cu during the early 1940s. Lepanto Consolidated Mining Co. resumed mining in 1948. To 1996, 36.3Mt of ore was mined at an average grade of 2.9% Cu, 3.4g/t Au, and 14g/t Ag, producing 0.74Mt Cu, 92t Au, and 393t Ag. The Lepanto mine closed in 1996 with a remaining reserve of 4.4Mt at 1.76% Cu and 2.4g/t Au (Chang et al, 2011).

Lepanto suspended its Enargite operations in 1996 and in 1997 commenced its Victoria gold operations. Lepanto presently operates the Victoria and Teresa deposits, from which it has produced over 1.2 million ounces of gold. (Source - https://www.lepantomining.com/)

No historical mining has been undertaken on the Guinaoang deposit.

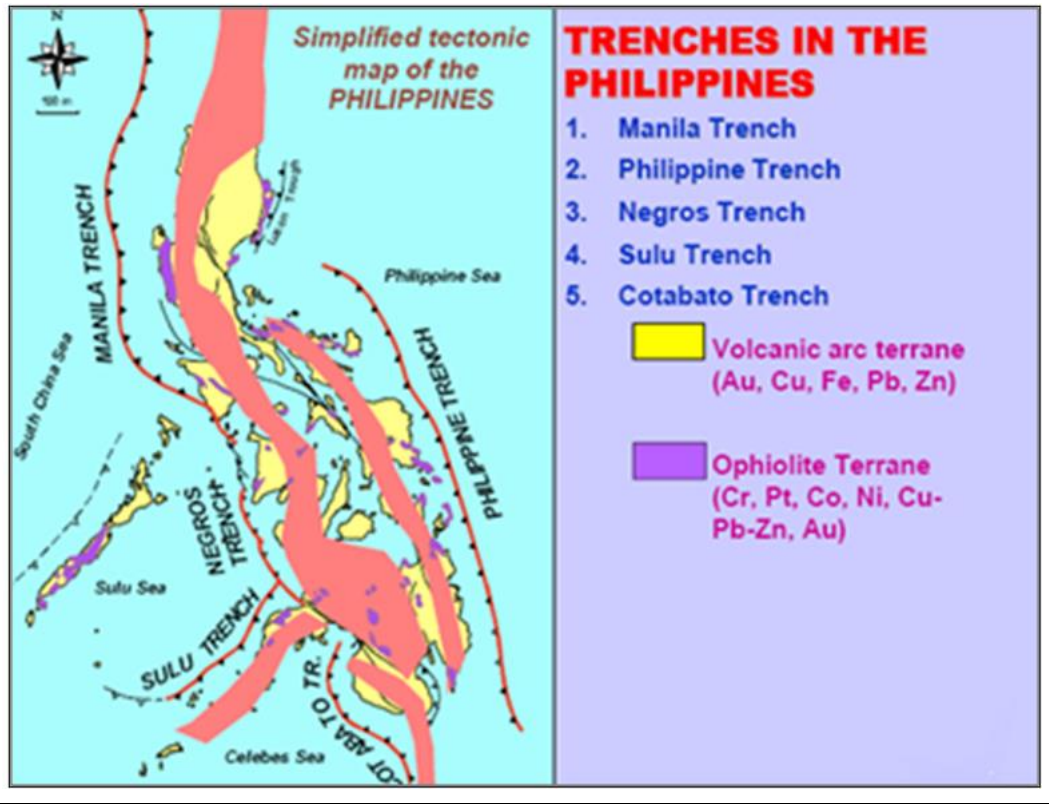
7 Geological Setting and Mineralization

7.1 Regional Geology

The Philippine archipelago is located midway along a chain of islands that run along the eastern margin of continental Asia from Japan in the north to Indonesia in the south. This chain of islands is an island arc system that formed along the margin of the Asiatic, Sundaland and Philippine Sea tectonic plates (Figure below). Subduction is now taking place in the Manila, Philippine, Negros and Cotabato Trenches (Mitchell et al, 1985).

Figure 7.1_1

Philippines Regional Geology (Source: Philippines Mines and Geosciences Bureau - https://mgb.gov.ph/)

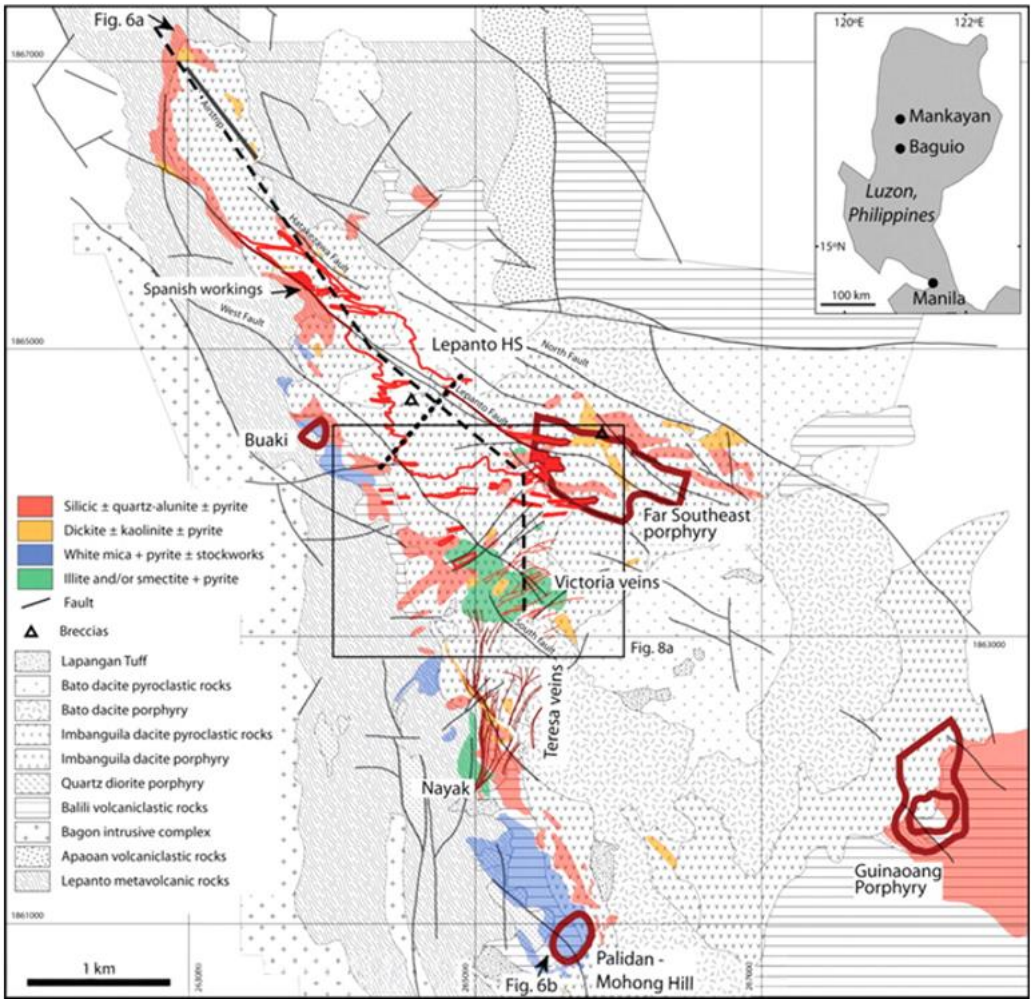


The morphology of the archipelago consists of roughly parallel linear ridges alternating with basins and troughs, following the trend of the adjacent trenches. The islands were formed during the late Mesozoic and Cenozoic and are composed of a complex agglomeration of continental margin fragments, obducted ophiolite sequences, volcanics and igneous intrusions. The intervening basins are composed of thick sequences of sedimentary deposits.

The main geologic units represented in the region include:

- Basement composed of late Cretaceous to middle Miocene metavolcanic and volcaniclastic rocks.
- Miocene (12 to 13 Ma) tonalitic Bagon intrusive complex.
- Pliocene (~2.2 to 1.8 Ma) Imbanguila dacite porphyry and pyroclastic rocks.
- Post-mineralisation cover rocks, including the ~1.2 to 1.0 Ma Bato dacite porphyry and pyroclastic rocks and the ~0.02 Ma Lapangan tuff.

Figure 7.1_2
Geology of the Mankayan district (Source: Chang et al. 2011)



Extensive advanced argillic alteration crops out for approximately 7km along the unconformity between the basement rocks and the Imbanguila dacite formation and consists of quartz-alunite ± pyrophyllite or diaspore, with local zones of silicic alteration and a halo of dickite ± kaolinite. The alteration and its sub-horizontal geometry indicate that it is a lithocap or coalesced lithocap.

The northwest-striking portion is approximately 4 km long and hosts the Lepanto enargite Au ore deposit, also controlled by the Lepanto fault. The Lepanto epithermal deposit is related to the underlying Far Southeast porphyry. The quartz-alunite alteration halo of Lepanto is contemporaneous with the ~1.4 Ma potassic alteration of the porphyry. There are also silicic-advanced argillic alteration patches approximately 600m above the Far Southeast orebody at the present surface, interpreted to be perched alteration. There is no systematic mineralogical or textural zoning in the Lepanto lithocap that indicates direction to the intrusive source. Most surface samples of the lithocap contain less than 50 ppb Au, despite many being less than a few hundred metres from underground Cu-Au mineral deposits.

7.2 Project Geology

Angeles (2009) described the geology of the Guinaoang area as being associated with a Pliocene stock complex that is composed largely of quartz diorite porphyry rocks. Two distinct phases of igneous intrusions have been identified:

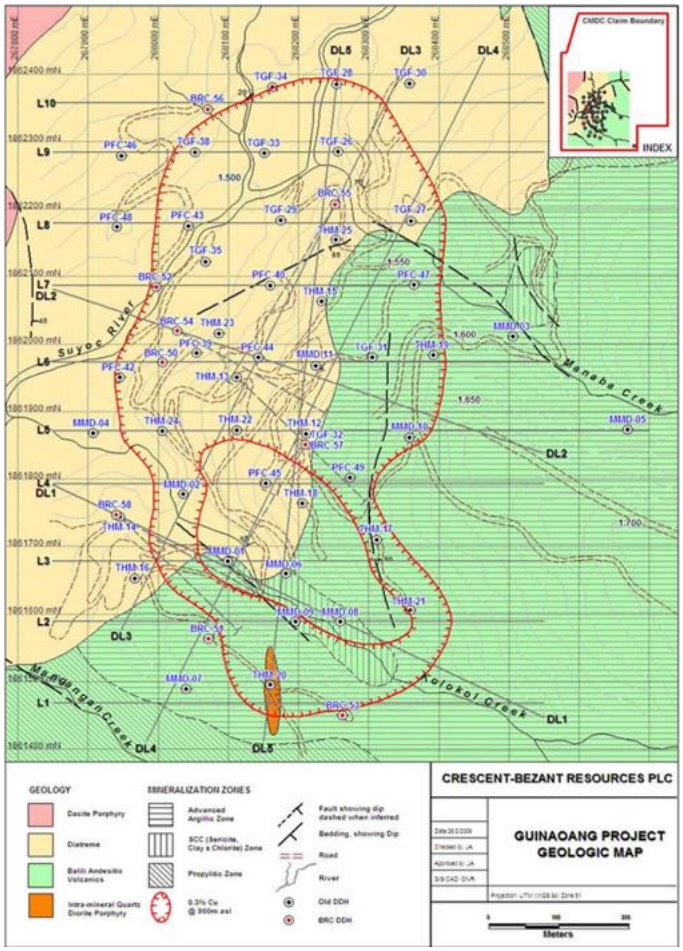
- Hornblende quartz diorite porphyry (QDP), also described as the syn-mineral quartz diorite porphyry.
- A later quartz diorite porphyry body (IQD) that has intruded the QDP body in the southern part of the project area, also described as the intra-mineral quartz diorite porphyry.

Both quartz diorite intrusives have cut through a basement of early Mesozoic biotite–quartz schists and a thick sequence of middle to late Mesozoic andesitic volcanics and minor calcareous rocks. The dip of the basement schists and the unconformably overlying andesitic volcanics are essentially sub-horizontal.

The intrusive bodies strike north-south, are sub-vertical, and are open at depth. In plan view, the intrusives occupy an area that is approximately 400 m wide and 900 m long. Surface outcrop of the quartz diorite intrusives is limited to a small exposure of IQD at the southern end of the deposit. Most of the plutonic bodies are located 400 m or more below the topographic surface.

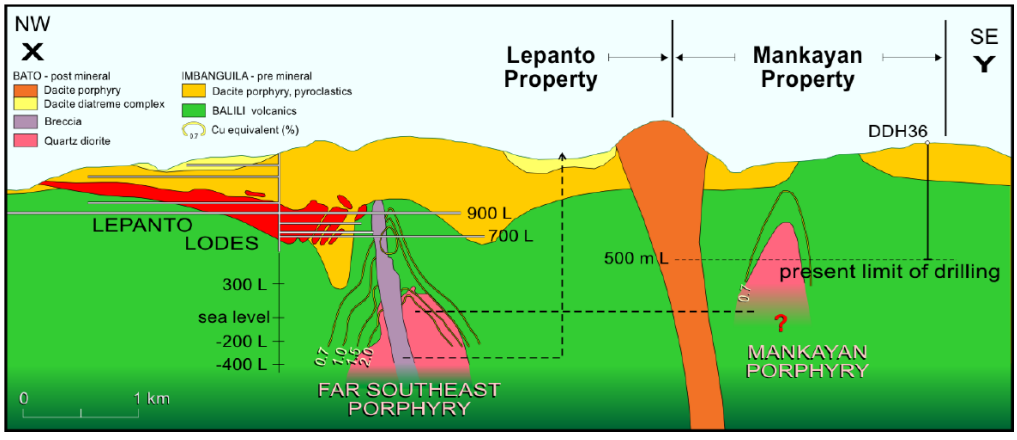
The upper western fringe of the deposit has been cut by a post-mineralisation diatreme complex (DIA). The DIA sequence dips at approximately 60° to the northwest. The surface geology is shown in the figure below, which also displays alteration zones and drillhole collars, indicating the diorites are buried except for one small area

Figure 7.2_1
Project Geology – Guinaoang deposit (Source: Angeles, 2009 Data)



The image below shows a similar schematic that relates the Mankayan porphyry which is located within 4km of the Far Southeast Porphyry and then the Lepanto lodes.

Figure 7.2_2
Mankayan Regional System (Source -IDM, 2022)



7.3 Mineralization

Porphyry copper deposits are associated with orogenic belts. The Guinaoang deposit is related to Island Arc porphyry emplacement. The subduction environment results in magmatism and porphyry deposits that are the result of hydrous magmas being emplaced at relatively shallow depths (<2 km). The Philippines has numerous similar deposits located in clusters along the Luzon, Visayas and Mindanao orogenic belts.

At Guinaoang the QDP and IQD intrusives both host copper and gold mineralisation. The most important host for the copper mineralisation is the QDP, with IQD containing lower grade mineralisation. The immediate volcanic host rocks surrounding the plutonic rocks are also mineralised in proximity to the diorites.

Angeles (2009) identified six alteration-mineralisation types starting from the core of the QDP and IQD rocks and moving outward into the surrounding volcanics rocks:

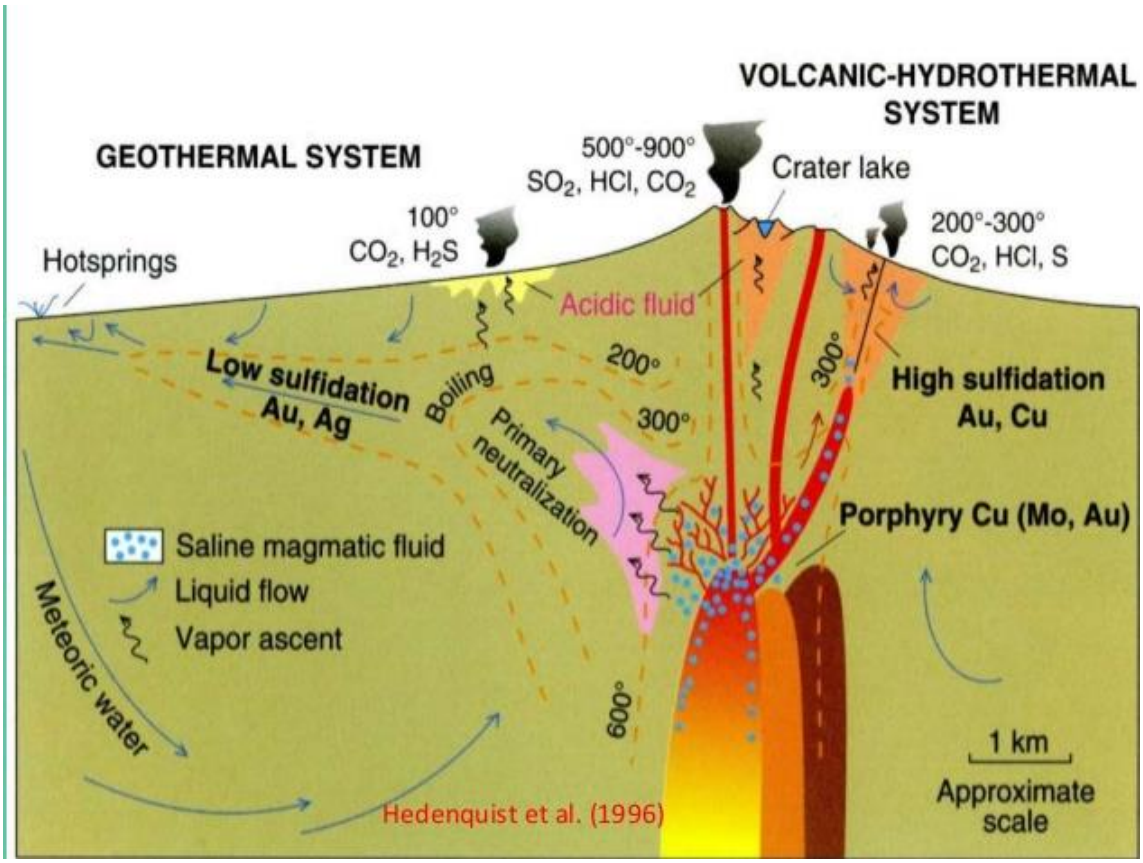
- Inner potassic zone (POT). This resulted from early prograde high temperature alteration and typically consists of orthoclase, quartz, secondary biotite, magnetite, and anhydrite. This alteration domain is usually only weakly mineralised.
- In calcareous units, calc-silicate minerals (SKN) with garnet, pyroxene and epidote are dominant instead of potassic alteration. On a local scale, calc-silicate rocks are volumetrically insignificant and not material to the resource estimate.
- Sericite-chlorite-clay (SCC) alteration overprinted most of the earlier POT and SKN alteration types. The main non-sulphide minerals include phengite, chlorite, smectite, magnetite, specularite, quartz, gypsum, and anhydrite. Sulphide minerals make up 1% to 4% of the rock and consist mainly of chalcopyrite with trace amounts of bornite, pyrite, chalcocite, molybdenite and galena.
- Sericite alteration (ISO) overprints the POT and SCC alteration types and is most evident in the middle and upper parts of the QDP. The ISO non-sulphide mineral assemblage typically consists of quartz, sericite, anhydrite, and calcite. The sulphide minerals consist principally of pyrite (5 to 15%) and lesser amounts of chalcopyrite, bornite, covellite and chalcocite. Trace amounts of molybdenite, galena and sphalerite also occur.
- Late-stage argillic alteration (AA) has formed an extensive irregular shaped cap at the top of the mineralised envelope overprinting mostly volcanic rocks. This alteration type is characterised by clays, quartz, and alunite. Sulphide minerals consist mainly of pyrite and enargite with lesser amounts of chalcocite, covellite, bornite and chalcopyrite. Trace amounts of luzonite, digenite and molybdenite also occur. Pyrite makes up between 6% to 30% of the rock mass.
- Propylitic zone (PRO). This barren zone forms an outer halo to the potassic zone, with a mineral assemblage typically of chlorite, epidote, carbonates, and pyrite. The figure below shows some mineralised core photos from hole BRC60.

Figure 7.3_1
Mineralization in hole BRC60 from 851m to 854m averaging 1.06g/t Au and 0.78% Cu (Source Tuesley, 2021)

8 Deposit types

Porphyry copper–gold deposits are large volume, low-grade disseminations formed by precipitation of copper and gold (plus molybdenum) from fluids of magmatic origin. These deposits form at shallow crustal levels (mostly <5 km depth) in association with variably large magmatic reservoirs emplaced at 10–15 km depth feeding the shallower porphyritic fingers, which are the focus of the mineralisation1. Large magmatic reservoirs are in turn fed by deep (mid-to-lower crustal) magma accumulation zones. The figure below shows a schematic cross section of a typical porphyry in a volcanic hydrothermal system.

Figure 8_1
Porphyry Copper System (Source -Hedenquist et al, 1996)



9 Exploration and Drilling

Since its discovery in the early 1970's, the Guinaoang deposit has undergone several changes of ownership and has been the subject of six separate drilling campaigns. Sahara has not identified any geochemistry or geophysical surveys undertaken across the project. A total of 56 drill holes (54,908.1m) were drilled across the Guinaoang project prior to IDM involvement.

Table 9_1
IDM Permit - Summary of Drilling Completed

Implementation Period	Drill Type	Company	Holes Drilled	Meters (m) Completed
1972	RC	MMDC	11	7,861.8
1981	RC	TMI/HMOC	13	11,512.8
1983	DD	GFAL/TMI	11	11,586.2
1996	RC	CMDC/PFRC	10	11,656.7
2007	RC	Bezant	10	10,799.6
2013	DD	Bezant/Gold Fields	1	1,491.0
2022	DD	IDM International	2	1,950
Total				**56,858.1**

The discovery hole MMD-11 was targeted on outcropping advanced argillic altered Balili Volcanics as shown in the figure below from Angeles, 2009.

Figure 9_1
Discovery hole MMD-11 and outcrop (Source: Angeles, 2009)

The figures below show a picture of the CT-20 Drill rig used to complete BRC60 on behalf of Gold Fields in 2013 and the current rig being utilised by IDM in the PFS work.

Figure 9_2
CT-20 Drill rig used to complete BRC60 (1,491m depth) for Gold Fields Philippines Holdings BV in 2013 (Source: IDM archives)

Figure 9_3
IDM Drilling 2022 - Major Drilling rig CDH-061 (Source: IDM, 2022)

9.1 Historical Drilling Procedures

This section applies to drilling information available prior to IDM. Angeles (2009) reportedly recovered the available drill core for relogging and resampling. Bezant (BRC drilling) was intact and available whereas earlier drilling (mostly PFC drillholes) had deteriorated. Angeles (2009) compiled the geological records and notes for the data sources for drilling earlier than PFC prefix drillholes. PFC logs were derived from PFC original descriptive logs and BRC drill core was relogged.

Though the previous logs are of variable quality and processes, the current database is essentially compiled by the one geologist and provides a reasonable basis for analysis. Angeles (2009) notes:

- Only BRC holes have digital core photographs, though these are variable quality.
- Only PFC and BRC holes have geotechnical logs including core recoveries, with BRC holes logged geotechnically using Snowden procedures.
- Only BRC holes have bulk density measurements. These were taken for each assay interval where the core was not in a fault/shattered zone.
- Only PFC and BRC holes have geological logs.
- The original ½ core split assays are available for all PFC and BRC holes, except PFC-49.
- Intact coarse rejects of THM, TGF and PFC holes stored were re-assayed. Fourteen holes were resampled including THM-15, 20, 26, TGF-29 to 33, 35, 36, 38, PFC-44, 46 to 49 samples.
- Also, ¼ core splits of five PFC holes were assayed i.e. PFC-29, 40, 44, 45, 47.
- BRC sampling and resampling included QA/QC, using CDMC standards, blanks, and duplicates.
- Assaying was predominantly at McPhar Laboratory (McPhar) in Manila.

Only BRC and most of the PFC holes have original downhole surveys by Reflex and Topari instruments, respectively. Five holes (THM-18, THM-22, THM-25, TGF-26 & TGF-35) were re-entered by CMDC using the same Reflex instrument but the downhole survey did not reach the base of drilling. No borehole surveys are available for holes MMD-01 to MMD-11, THM-12 to THM-17, THM-19 to THM-21, THM-23, THM-24, TGF-27 to TGF-34, TGF-38, PFC-40, and PFC-43.

For QA/QC, CDMC standards, blanks and duplicates were inserted in BRC batches. The same was done for the coarse rejects and ¼ core split for the THM, TGF and PFC holes. McPhar has internal standards, replicates and blanks for all batches submitted to them for analysis for all holes. However, the pertinent QA/QC data for MMD, THM, TGF and PFC are irretrievable since McPhar keeps data only for five years.

Drillhole Collar and Downhole Surveys

Almost all of the MMD, THM, TGF and PFC drillhole collars were re-surveyed by CMDC/PFRC using the WGS 84 coordinate system. The Bezant drillhole collars were surveyed using a handheld global positioning system (GPS) unit.

Downhole survey measurements were collected for the BRC- and PFC-series holes using single shot Reflex and Topari instruments. Some earlier drillholes were resurveyed by CMDC/PFRC using the same instruments but this was largely restricted to the upper open portion of the drillholes.

There is little reliable downhole azimuth survey information available as only about half the drilling has any downhole survey measurements, and the magnetite associated with the various alteration stages will affect the azimuth readings in both instruments used. Snowden (2009) noted they made manual database corrections to anomalous downhole azimuth values.

The lack of downhole survey measurements is a concern given that the drilling involves holes that are on average ~1,000m deep. As such, some hole deviation would be expected. Most drillholes are vertical and drilling is regularly spaced. Potential cross over of drilling is limited to just a few inclined drillholes. Sahara considers this lack of accurate downhole surveys can be an issue if a high grade mining approach is adopted, which will require additional confirmatory drilling prior to mining.

Drill Core Sample Recovery

Core recovery data is only available for PFC and BRC drilling. Recoveries are high at over 96% on average. Angeles (2009) reported slightly lower but similar high recoveries for earlier drilling campaigns.

9.2 IDM Drilling Procedures

IDM Drilling for the PFS has been completed. Two diamond drill holes were drilled in 2022 for 1,950m. These 2 holes were drilled primarily for Geotechnical and Metallurgical testwork for the current IDM PFS.

Drilling commenced on CDH-061 on May 24, 2022 utilising a Boart Longyear LF-90D track mounted rig from Major Drilling. CDH-061 is collared at: 268353mE, 1861986mN with an azimuth of 253.50 and inclination of 72.50. This site is approximately 29m away and 40m higher in elevation from the original site, which is adjacent to a house. The hole was completed on July 12, 2022 and finished at 950m.

CDH-062A is collared at 268527E, 1861930N with an azimuth of 257.20 and inclination of -72.70 and a target depth of 1,030m. Drilling commenced on July 21, 2022, and was completed on September 8, 2022 after reaching the target depth of 1,000m.

Metallurgical testwork planned for these holes is covered in the Metallurgy section

9.2.1 Geotechnical work by IDM

UCS and TRI Tests

From the IDM drilling, a total of twenty-one (21) samples from CDH-062A have been selected for Unconfirmed Compressive Strength ("UCS") and triaxial (TRI) tests. These samples were sent via to Trilab on October 28, 2022.

No results were available at time of this report.

Stress Tests

Austhai Geophysics conducted ATV and FWS surveys on both drill holes prior to Solexperts doing HF tests. ATV/FWS survey post HF tests was conducted only at CDH-062A.

Solexperts equipment undertook HF tests and were able to make 11 readings with Solexperts advising that a single HF test will be enough to get stress data.

10 Sample Preparation, Analyses and Security

The following procedures were used for Diamond Core samples utilised in the 2020 MRE and PFS drilling completed by IDM in 2022. IDM has not been sampled for MRE purposes.

10.1 Diamond Core Sampling

After geological logging, the drill core was sampled on site as follows:

- The MMD, and THM series core was sampled by splitting it with a chisel and sledgehammer against an iron block.
- The TGF, PFC and BRC core was all sampled by cutting it with a diamond saw.

Sampling was most commonly undertaken on 3 m downhole lengths over all programs but without adjustment for lithology.

10.2 Laboratory Preparation and Analysis

10.2.1 MMDC and TMI/HMOC Campaigns (1971-1982)

No documentation for the sampling and sample preparation procedures is available for the first two drilling campaigns at Guinaoang.

Sahara notes that drillholes MMD-01 to MMD-09 and MMD0-10 to a depth of 275 m are sampled on largely 50 m intervals. The sampling method is unknown but could be a filleting type of sample taken from the outer edge of the core to achieve such long sample lengths. Sahara considers these wide sample results are likely to be a low-quality with poor precision.

No documentation is available for the analytical procedures used by MMDC.

10.2.2 GFAL/TMI, CMDC/PFRC, and Bezant Campaigns (1983-2013)

After core splitting on-site, all samples except for drillholes (BRC-50 to BRC-54) were prepared on-site by:

- Oven drying (gas-fired) for 5 to 7 hours.
- Jaw crushing of the entire sample to minus 10 mm.
- Riffle split to produce a 1 kg split.
- Pulverised the 1 kg sub-sample to minus 106 micron using a ring mill or disk pulveriser.
- Collected a 250 g pulp split for analysis (TGF and PFC) and a 150 g pulp split for BRC.

Both coarse and pulps rejects were stored on-site.

Sample analysis was undertaken by McPhar as follows:

- For the campaigns by THI/HMOC, GFAL/TMI and Bezant, McPhar used a two-acid digest (HCl/HNO_3) on a 0.25 g pulp sub-sample, then analysis by atomic absorption spectrometry (AAS). Gold analysis was by a lead fire assay (30 g sample) with an AAS finish.
- For the campaigns by CMDC/PFRC, McPhar used a three-acid digest ($HCl/HNO_3/HClO_4$) on a 1 g pulp sub-sample, then analysis by AAS. Gold analysis was by a lead fire assay (30 g sample) with an AAS finish.

10.2.3 Unsampled Drill Core Intervals

Desktop database checking by Sahara has identified there are several drillholes that contain substantial intervals that have not been sampled.

These holes appear to have potential for mineralisation and it is unclear to Sahara why they were not systematically sampled.

10.2.4 IDM (2022)

The two IDM Diamond Core holes have not been sampled for MRE purposes as they were drilled primarily for Geotechnical and Metallurgical information in the current PFS study.

11 Data Verification

11.1 QUALITY ASSURANCE QUALITY CONTROL

Drilling has taken place at the Project over nearly fifty years, and quality control and quality assurance (QA/QC) data and records are inconsistent and incomplete.

11.2 Standards and Blanks

As part of the Bezant drilling programs certified reference materials (CRMs) were inserted into sample batches, although it is unclear from the documentation how frequently the CRMs were included. Bezant also inserted CRMs into a program undertaken of coarse reject re-assays from previous drilling campaigns.

Three CRMs sourced from Ore Research and Exploration Pty Ltd (OREAS) were used ranging from 410 ppm Cu and 67 ppb Au to 7,440 ppm Cu and 841 ppb Au. Derisk noted in 2020, that standard OREAS 44P is composed of oxidised sediments and lateritic ores. Given that the Guinaoang deposit is essentially unoxidised the results for this CRM should be viewed with caution as the assaying procedure in the laboratory would have been optimised for fresh samples, rather than for oxidised samples.

Snowden (2009) reviewed the CRM data and generated new control charts for the results, with the chart for CRM 52Pb showing good accuracy.

Sahara considers that the Bezant results indicate that the analytical accuracy is acceptable with the majority of results being within the industry-accepted range of within three times the standard deviation of the CRM.

Sahara also not that over 70% of the drilling (prior Bezant in 2007) does not have any CRM data available. Unless there is available core for sampling then twin holes may be required to validate the accuracy of analytical results prior to Bezant. Spatial reviews have not highlighted any apparent bias as presented in further sections.

11.3 Duplicates

A combination of coarse reject duplicates and pulp duplicates were used by Bezant to assess the precision of the BRC and PFC holes. Angeles (2009) reported that for the Bezant holes, duplicate samples were only collected for samples in the grade range of 0.1% Cu to 0.3% Cu.

11.3.1 Pulp Duplicates (Bezant 2007 to 2009)

For the Bezant drilling, a total of 195 pulp duplicate samples were available. The pulp duplicate samples for copper showed very good precision with 90% of the duplicate samples having a precision of better than 5% HARD.

For gold, the precision is reasonable with 90% of samples having a precision of better than 24% HARD, however the pulp duplicate samples are on average approximately 10% higher in grade compared to the original samples. Snowden (2009) noted that this bias may be linked to the pulp sub-sampling practices where the pulp is rolled in canvas four times and then quartered, which may promote segregation of denser particles and cause the bias shown in the results.

11.3.2 Field Duplicates (Bezant 2007 to 2009)

A total of 44 coarse reject duplicate samples are available for the Bezant drilling (BRC prefix holes). The duplicate samples showed that for copper, there is no grade bias present and that

90% of the duplicate samples have a precision of better than 6% half absolute relative difference (HARD), indicating very good precision. For gold, the coarse reject duplicate samples showed reasonable precision with 90% of samples having a precision of better than 23% HARD and similarly showed no evidence of any systematic grade bias and composites from all other drillholes within the mineralised zone.

11.3.3 Comparison of Different Drill Core Sizes

Angeles (2009) completed a qualitative assessment of the effect that changes in drill core diameter may have on assay quality. He evaluated the difference in assays immediately above and below a core size change where the samples were in the same lithology. There is no documentation on the actual core size change, but Sahara assumes the changes were from HQ to NQ size and from NQ to BQ size core.

Angeles (2009) identified 30 pairs of measurements across core size changes and compared the mean of up to 30m either side of the change, averaging 18 m for all 30 pairs. Angeles summarised that there were no significant differences in assay data for different core sizes.

11.3.4 1996 to 1997 PFC Duplicates

A total of 289 duplicate samples were available for the PFC series of drillholes from 1996 to 1997. These appear to be coarse reject duplicate samples, although the type of duplicate sample collected is not clear from the Angeles report, which used the term “field duplicates”. The checks completed by Snowden (2009) suggested that no bias exists in either the copper or gold assays. The precision of the copper assays is excellent, with 90% of samples with a precision of better than 4% HARD. For gold, the precision is also good with 90% of samples showing a precision of better than 17% HARD.

11.3.5 Coarse Rejects Re-assays of THM and TGF Drillholes

Angeles (2009) summarised 1,043 re-assays of coarse reject samples derived from the THM and TGF series holes. The analysis indicated that a reasonable level of precision was attained for these drillholes, however this data has not been located by Sahara. Angeles reported that most drillhole batches reported a precision of better than 10% i.e. less than 10%, but three drillhole batches reported greater than 10%.

11.3.6 Blanks (Bezant)

Two certified commercial blank samples (pulps) were purchased from OREAS (OREAS 22P and OREAS 22b). These two standards were employed during the 2007 to 2009 Bezant drilling campaign. All blank samples are within acceptable tolerances (most are below detection limits) for both copper and gold, indicating that contamination within the analysis laboratory was minimal. These samples do not check contamination in sample preparation because they are pulps.

11.3.7 MMD Drillhole Spatial comparison by Snowden’s (2009)

Given that no QA/QC data is available for the earliest drilling at the Guinaoang deposit i.e. the MMD series of drillholes. To assess the general correlation of MMD series drilling with other drilling campaigns, Snowden (2009) completed a comparison between assays from the MMD drillholes and other surrounding drillholes using a Q-Q plot. The MMD holes are predominantly located in the southern portion of the deposit and the comparison was limited to this area and within the mineralised zone only.

Snowden's Q-Q plots comparing the copper and gold MMDC series results with the surrounding drilling indicate that while there are some differences, there is no evidence for a systematic significant bias between the two sets of data.

11.3.8 QA/QC Conclusions

Sahara concludes that QA/QC checks of the available data only assess in detail drilling by Bezant from 2007. This means that prior drilling which is ~70% of the drilling has no, or unreported QAQC checks in place to determine the precision and accuracy.

Bezant QAQC was acceptable with no serious deficiencies in the assay data that could represent a critical flaw in the data inputs used to compile the Derisk mineral resource estimate in 2020.

Prior drilling has been checked by spatial checks by Snowden's in 2009 (Given no available QAQC data prior to 2007) and have determined there is no evidence for a systematic significant bias between the two sets of data

Sahara concludes that historical drilling prior to Bezant in 2007, will require appropriate twinning or infill validation drilling to advance to a Bankable Feasibility level and provide this confidence in analytical accuracy of historical drilling.

Sahara recommends that for future drilling programs the following QAQC should be implemented:

- All blank samples, standard samples and duplicate samples should be submitted at a pre-determined rate of at least 1 in 20.

11.4 Bulk Density

Angeles (2009) described and summarised the bulk density determinations undertaken in 2009 on 2,431 samples. No older data is available. These were measured using an Archimedes method to determine drill core bulk density using the following approach:

A representative 10cm to 15 cm length of core was cut.

The sample was weighed in air and then in water.

No attempt was made to seal the core prior to immersing it in water.

Density was calculated using the formula: $M_1 / (M_1 - M_2)$ where:

- M_1 = dry core sample weight in air
- M_2 = core sample weight in water

Angeles (2009) noted that the BRC drillhole samples were not oven dried and not sealed. There are no available moisture content data collected from the laboratory to understand or estimate the moisture content of the core samples. This method will result in the following biases, all of which will result in potential overstatement of the dry bulk density:

In addition, the procedure described by Angeles (2009) indicated the scales used was a small luggage hangar type with relatively low expected precision. There is also no indication of any accuracy or calibration checks on the scales. Since the majority of the data is rounded to a level of 0.05 or 0.1 it is not appropriate to apply or quote density values to a seemingly higher order of accuracy. The density data is also biased due to moisture and there is no available data to try and correct these issues.

Given the depth from surface and fresh nature of the core samples and similarity of measured bulk densities to unaltered silicates with a density of 2.7 t/m^3 to 2.8 t/m^3, the data suggest moisture content is minimal.

Final bulk densities used are within recorded densities for similar rocks but Sahara considers significant additional density checks are required to increase confidence as ~2000 samples represent less than 3% of the meters drilled.

11.5 Survey Control

Topography was surveyed using a manual theodolite method and a local government reference station for reference. This survey was used to compile a set of 5 m contour strings across the project area. No other details are known. The deposit is largely buried and topography accuracy at the current time is not considered critical.

Mr Tuesley completed a site visit in July 2020 and again in September 2021 and was able locate historical drill collars in the field and confirmed the accuracy of collar surveys with a handheld GPS to acceptable limits.

12 Mineral Processing and Metallurgical Testing

12.1 Gold Fields testwork (1984)

The 1984 Gold Fields Asia Limited (Gold Fields) document, "Preliminary Ore Reserve Estimation of the Guinaong Porphyry Copper-Gold Deposit". Section 3.5 of this document summarises the ore classification work and metallurgical testwork conducted by Gold Fields.

Gold Fields identified the following three main ore types at the Mankayan Project:

1. Low-pyrite chalcopyrite ore, comprising 60.45% volume of the ore zone. This ore type occurs in sericite-clay-chlorite alteration.
2. High pyrite bornite chalcopyrite ore, comprising 35.65% volume of the ore zone. This ore type is confined to the white sericitic alteration.
3. High-pyrite enargite ore, comprising 3.9% of the volume of the ore zone, and occurring in the extreme upper portion of the porphyry system. This ore type is confined to the quartz-alunite facies of the advanced argillic alteration.

Gold Fields reported good recoveries of copper and gold were achieved on ore types 1 and 2. Copper recoveries ranged from 84.7% to 94.2% whilst gold recoveries ranged from 67.5% to 76.7%.

On ore type 3, the copper recovery achieved was about 80% whilst the gold recovery was about 32%. However, concentrates produced from this ore type contained high levels of arsenic and would have been difficult to sell. Gold Fields concluded that selective mining of ore types 1 and 2 would be necessary to avoid contamination with ore type 3.

12.2 AMMTEC Testwork (2009)

A defined program of comminution testwork was carried out by Ammtec Ltd (Ammtec) in 2009.

A summary of the test work conducted included the following:

- Head assays
- Flotation testwork
- Mineralogy (XRD).

The testwork was controlled by Mr Evan Kirby of Metallurgical Management Services (MMS) on behalf of Bezant Resources PLC. Graeme Stewart supervised the program on behalf of AMMTEC.

Three samples of about 10 kg of drillcore from each of the inclined boreholes (BC57 and BC58) were used in the work. For each borehole, the first two samples were representative of the upper zones in the porphyry whilst the third sample was representative of the deeper bulk of the orebody. The alteration lithologies of the three samples were as follows:

- Upper sample: advanced argillic;
- Mid sample: intense sericitic overprint;
- Deepest sample: sericite chlorite clay.

Figure 12.2_1 Head grade of 6 samples tested (Ammtec, 2009)				
	HEAD ASSAYS			
Sample Identity	Copper (ppm)	Gold (ppm)	Arsenic (ppm)	Sulphur (%)
6154	3355	0.43	54	7.60
6155	5345	0.41	67	7.21
6156	4184	0.79	<10	4.64
6157	3214	0.44	35	4.00
6158	5295	0.47	42	11.3
619	4000	0.65	<10	2.18

Results from the work are summarised in the tables below

Rougher Flotation Testwork

Flotation testwork was completed at a primary grind size of 80% passing 75 µm. A copper selective thionocarbamate collector (A3894) was used to give the following flotation performance:

Figure 12.2_2 Rougher Flotation Testwork (Ammtec, 2009)								
Float Test No	Sample Identity	Wt (%)	COMBINED ROUGHER CONCENTRATE					
			Copper		Gold		Sulphur	
			%	% Dist'n	ppm	% Dist'n	%	% Dist'n
GS3708	6154	11.8	2.31	90.4	3.24	79.1	31.1	51.1
GS3709	6155	14.4	3.33	96.5	2.73	83.3	28.5	57.4
GS3708	6156	4.58	9.00	97.3	13.7	81.3	31.7	34.9
GS3711	6157	12.9	2.08	90.9	3.05	82.6	24.9	89.4
GS3712	6158	17.8	2.50	93.3	2.30	80.2	34.2	54.2
GS3713	6159	2.50	15.7	97.4	17.9	82.6	28.8	35.4

Cleaner Flotation Testwork

Cleaner flotation response is provided in the table that follows:

Figure 12.2_3
Cleaner Flotation Testwork (Ammtec, 2009)

Float Test No	Sample Identity	Wt (%)	COMBINED ROUGHER CONCENTRATE					
			Copper		Gold		Sulphur	
			%	% Dist'n	ppm	% Dist'n	%	% Dist'n
GS4007	6154	1.74	13.2	77.6	12.7	52.9	25.4	6.92
GS4008	6155	1.78	21.4	80.9	10.6	47.7	34.4	10.2
GS4009	6156	1.37	26.4	91.1	34.9	65.9	34.0	12.1
GS4090	6157	2.39	15.0	79.3	15.0	60.6	36.6	11.2
GS3959	6158	1.31	24.6	68.3	6.71	17.2	29.5	3.83
GS4011	6159	1.20	29.9	93.7	32.3	69.5	33.9	18.8

Bulk Composite

The flotation performance of the composite floated as a bulk sample is presented below:

Figure 12.2_4
Bulk Composite (Ammtec, 2009)

Test No	Sample	COMBINED RECLEANER CONCENTRATE						
		Wt (%)	Copper		Gold		Sulphur	
			%	% Dist'n	ppm	% Dist'n	%	% Dist'n
GS4103	Composite	1.27	26.9	79.4	28.2	59.6	35.6	9.62

Ammtec concluded that Individual and composite flotation testwork, from the six samples tested, showed a copper concentrate of suitable grade could be achieved at a modest recovery.

The composite tested on a bulk scale, achieved a copper concentrate assaying 26.9% copper at a recovery of 79.4%. Gold recovery was 59.6% into this concentrate.

Samples 6154 and 6157 proved difficult to upgrade. Ammtec recommended that further testwork be completed on (mineralogically) similar samples.

Gold also appears to be associated with the sulphide (pyrite) gangue minerals.

Cyanidation of this concentrate did not yield high gold recovery.

Ammtec recommended further testwork is required to determine possible alternative extraction methods.

12.3 MMS Consultants Review of AAMTEC work

MMS consultants concluded the lithology of the two deepest samples is representative of the major part of the Mankayan porphyry. The other samples represent relatively small portions located in the outer margin of the porphyry where it contacts the country rock.

Excellent results were obtained from the two deepest samples. The testwork results indicate that copper and gold recoveries of about 94% and 74% respectively can be anticipated whilst producing a saleable concentrate with a grade more than 30% copper.

Acceptable results were obtained on the upper and mid samples representing the outer margin of the porphyry. However, recoveries and concentrate grades were more variable and lower than those achieved on the deepest samples. Further testwork to optimise flotation conditions for this outer margin material is expected to be able to improve both copper and gold recovery.

A bulk flotation test (rougher, cleaner, re-cleaner) was performed on a composite of all individual samples to produce a larger sample of concentrate for further evaluation.

Semi quantitative X-Ray Diffraction analysis of the bulk concentrate indicated that its composition was 73% chalcopyrite, 25% pyrite and 2% quartz. Multi element analysis showed that all impurity elements were below penalty levels commonly quoted by smelters. Of particular interest was that cadmium and mercury were exceptionally low levels by industry standards.

Sahara notes that the MMS conclusions appear to not reflect the AMTEC testwork accurately.

12.4 IDM Metallurgical Testwork

With completion of the two Diamond Core holes completed by IDM in 2022, IDM have engaged Marius Philips (Stantec Consulting) to review the logs of CDH-061 and CDH-062A, and adjoining drill holes and recommend sample intervals for metallurgical testing. The plan is to get representative samples from the three (3) identified ore types: low pyrite-chalcopyrite in sericite-clay-chlorite alteration (60%), high pyrite-bornite-chalcopyrite in sericite alteration (36%) and pyrite-enargite in quartz-argillic alteration (4%).

The metallurgical characterisation samples have been selected to represent the main mineralization types with the SCC mineralization interpreted to be equivalent to the historically defined Ore Type 1, the ISO mineralization interpreted to be equivalent to the historically defined Ore Type 2 and the AA mineralization interpreted to be equivalent to the historically defined Ore Type 3.

In the light of the recent visit of Doug Kirwin who stressed that the deposit has a higher-grade core based on BRC-060 assays (342m @ 1.01 g/t Au and 0,60 % Cu), it was decided to take samples from this higher-grade zone for metallurgical testing. As such, the enargite zone will no longer be sampled.

The metallurgical comminution samples have been selected to represent the dominant lithology types hosting the mineralisation of interest, as it is the host rock/lithology type that will determine the physical comminution properties of the deposit. As per the metallurgical characterisation samples, the metallurgical comminution samples were selected to cover the anticipated copper and gold grade range, however, continuous core intervals (~18m) were selected to provide the requisite comminution sample mass.

A total of 76 samples have been cut and packed in 10 plastic tubs ready for shipment to ALS Perth.

No results have been received at the time of this report.

13 Mineral Resource Estimates

13.1 Summary

In September 2020, Derisk undertook a Mineral Resource estimate (MRE) update for the Guinaoang deposit, based on all drilling completed up to 2013. (Following a prior MRE by Snowden's in 2009)

The Mineral Resource estimate was prepared by John Horton and Michele Pilkington (Associate Principal geologists for Derisk) using guidelines compliant with the Joint Ore Reserves Committee of Australasia (JORC) reporting code. All work was carried out using Vulcan software.

This section is a summary of the work completed for the MRE by Derisk. Additional detailed statistics can be located in the MRE report by Derisk

The process used by Derisk to prepare the 2020 Guinaoang Mineral Resource estimate comprised the following steps:

- Digital and hardcopy drillhole data were extracted from a master database then imported into Microsoft Access software for checking and validation.
- Digital topographic survey data was reviewed and imported into the Vulcan software package.
- Data validation checks were completed, focused on sampling/analysis data. Once source data was checked, modifications were applied to the master data sets accordingly, particularly in the treatment of missing/non-sampled assay data.
- Three-dimensional interpretations of lithology and alteration zones created by Snowden were checked in Vulcan, with minor edits made.
- Three-dimensional interpretations of a nominal 0.2% Cu grade envelope created by Snowden were checked in Vulcan, with minor changes made to reflect new data and the inclusion of some peripheral drillholes previously excluded. Also, some adjustments were made to include areas of higher gold content, but lower copper content inside the grade envelope.
- Statistical analysis of drillhole assay data was completed and used to establish the optimum composite sample length.
- Drillhole composites were generated for copper, gold, and silver, followed by composite statistics and a variogram analysis of the drillhole data.
- A three-dimensional block model was created in Vulcan with a parent size of 25 m in each direction, with sub-celling of parent blocks into cubes 6.25 m in dimension.
- Estimation search parameters were developed for each lithology within the grade envelope, and estimates were generated using the OK method.
- Block model validation comprised visual checking of block grades against composite values and other statistical checks.
- Assignment of the Mineral Resource classification was completed, considering the confidence in the geological interpretation of the mineralisation, drillhole spacing, sample density, assessments of the integrity and robustness of the sample database, and estimation quality.
- Grade-tonnes curves were produced to illustrate the sensitivity of the estimate to different cut-off criteria.
- Criteria to support the reasonable prospects for eventual economic extraction were assessed and an appropriate cut-off criterion was selected for reporting Mineral Resources.

13.2 Geology and Mineralisation Domains

Geological domains were not reinterpreted and remain largely unchanged from the work completed by Snowden in 2009. The lithology types were grouped into four domains as highlighted in the figure below:

- Balili volcanics with minor biotite-quartz schist – assigned DOMLITH = 1000.
- QDP intrusive – DOMLITH = 2000.
- IQD intrusive – DOMLITH = 3000.
- Diatreme complex – DOMLITH = 4000.

There is insufficient data to map and interpret the basement schist. The soil/oxidation profile was not modelled as the deposit is buried and not directly relevant to the anticipated underground extraction.

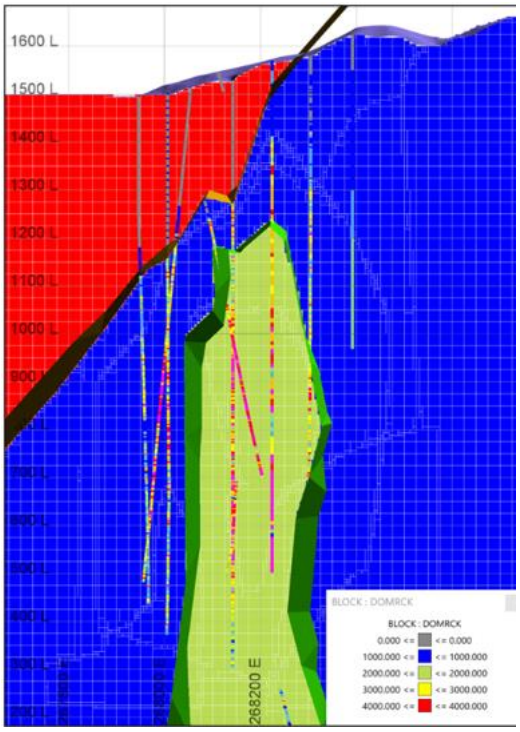
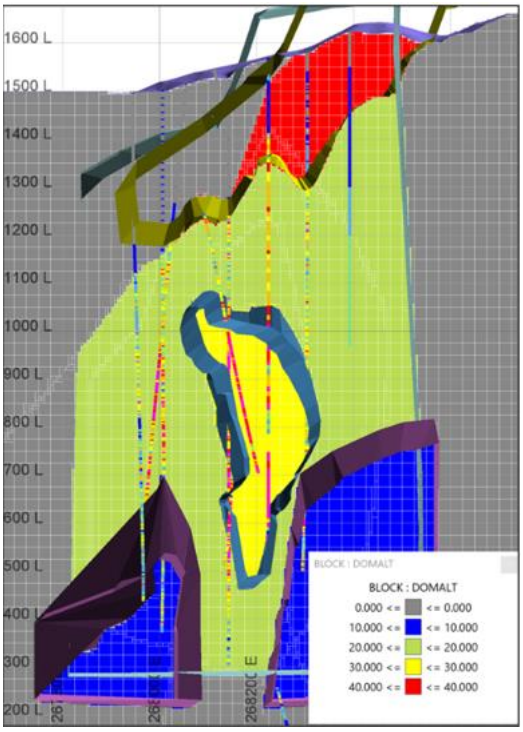
The four main alteration types identified at Guinaoang in the immediate deposit area include:

- Inner potassic zone (POT) – assigned DOMALT = 10.
- Retrograde sericite-chlorite-clay alteration zone (SCC) – DOMALT = 20.
- Retrograde sericite alteration zone (ISO) – DOMALT = 30.
- Late-stage argillic alteration zone (AA) – DOMALT = 40.

Calc-silicate and propylitic alteration are not volumetrically significant in terms of the copper and gold mineralisation and as such were not defined in the resource model.

The figure below illustrates a cross section through the Project illustrating the lithology interpretation and domains, and the alteration domains.

Figure 13.2_1
East-west cross section at 1861990 mN (Derisk, 2020)

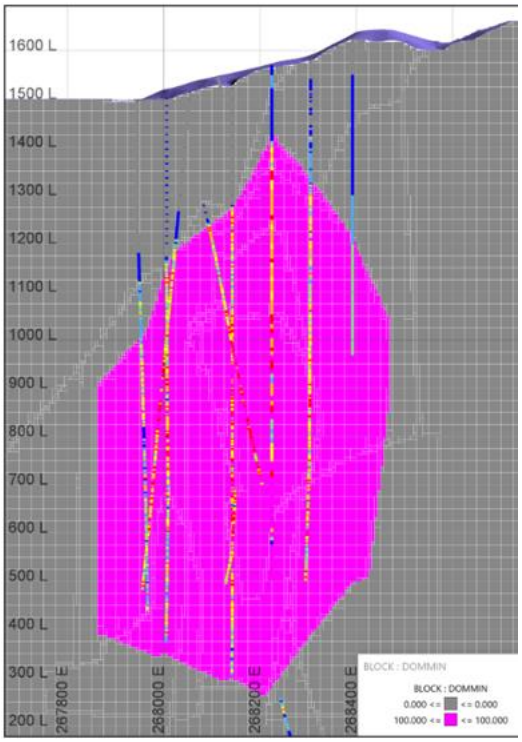
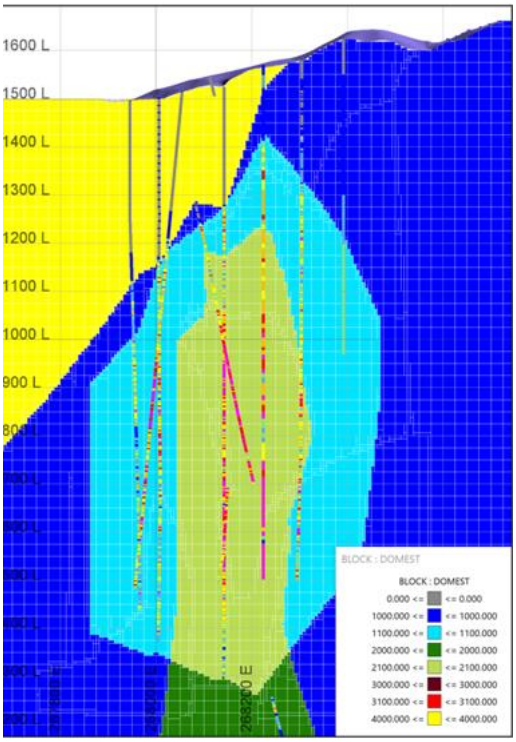
Lithology Domain	Alteration Domain
	

13.3 Estimation Domains

The primary control is lithological with the bulk of the mineralisation (both tonnage and grade) being hosted within the syn-mineral intrusive (QDP). The surrounding volcanics and the intra-mineral intrusive (IQD) contain both significantly lower copper grades and mineralised volumes (tonnes).

For the 2020 estimate, Derisk has not used alteration domains to influence estimation. Domains to control the grade estimation process (DOMEST) were built using combinations of the lithology and mineralisation interpretations as highlighted in the figure below.

Figure 13.3_1
East-west cross section at 1861990 mN (Source Derisk, 2020)

Mineralisation Domain	Estimation Domain
	

13.4 Density Determination

Derisk reviewed the bulk density (BD) statistics by the revised estimation domains used for the 2020 resource estimate as highlighted in the table below. After removing outliers the following BD was used.

Table 13.4_1
Bulk Density used in MRE (Derisk, 2020)

DOMEST	Samples	Min	Max	Mean	Median	CoV	Filtered Mean		
							<3.3	**>=2 & <=3**	**>2 & <3**
1000	330	1.67	4.00	2.57	2.60	0.14	2.57	2.57	2.57
1100	964	1.75	5.00	2.59	2.60	1.34	2.56	2.56	2.56
2000	0								
2100	189	1.80	4.33	2.66	2.67	0.87	2.59	2.63	2.59
3000	225	1.67	4.00	2.52	2.50	0.31	2.53	2.52	2.53
3100	158	1.67	5.50	2.70	2.67	2.18	2.59	2.60	2.59
4000	174	1.80	3.71	2.39	2.33	0.81	2.41	2.40	2.41
Total	**2,040**	**1.67**	**5.50**	**2.58**	**2.60**	**1.33**	**2.55**	**2.55**	**2.55**

13.5 Block Model

The block model was established with 25m cubic blocks with sub-blocking down to 6.25m as summarised in the table below.

Table 13.5_1
Block Model definition (Derisk, 2020)

Parameter	Easting	Northing	RL
Origin	267650	1861300	150
Extent	268750	1862700	1750
Size	1,100	1,400	1,600
Block Size	25	25	25
Sub-Block Size	6.25	6.25	6.25

13.5.1 Estimation Method and Parameters

Derisk reported that copper, gold, and silver grades were estimated using OK (parent cell estimation) with hard domain boundaries and these were constrained to within the copper mineralisation envelope. A single search ellipse was used to estimate each metal. The search ellipse ranges are based on the 100m general drill spacing and the axis rotations were derived from the variogram modelling. Variogram parameters are summarised in the table below.

Table 13.5.1_1
Variogram model parameters

Element	Nugget	C1	R1 Vert	R1 N-S	R1 E-W	C2	R2 Vert	R2 N-S	R2 E-W	C3	R3 Vert	R3 N-S	R3 E-W
Cu	0.2	0.3	30	30	30	0.15	360	30	30	0.35	360	270	270
Au	0.1	0.2	20	20	20	0.20	390	20	20	0.50	390	200	200
Ag	0.3	0.3	30	30	30	0.40	400	200	200	-	-	-	-

13.5.2 Estimation Results

Derisk produced a number of sections and plans of the copper, gold and silver block model estimates as shown in the figures below.

Figure 13.5.2_1
Section 1861790 mN displaying block model grades (Source Derisk, 2020)

Cu **Au** **Ag**

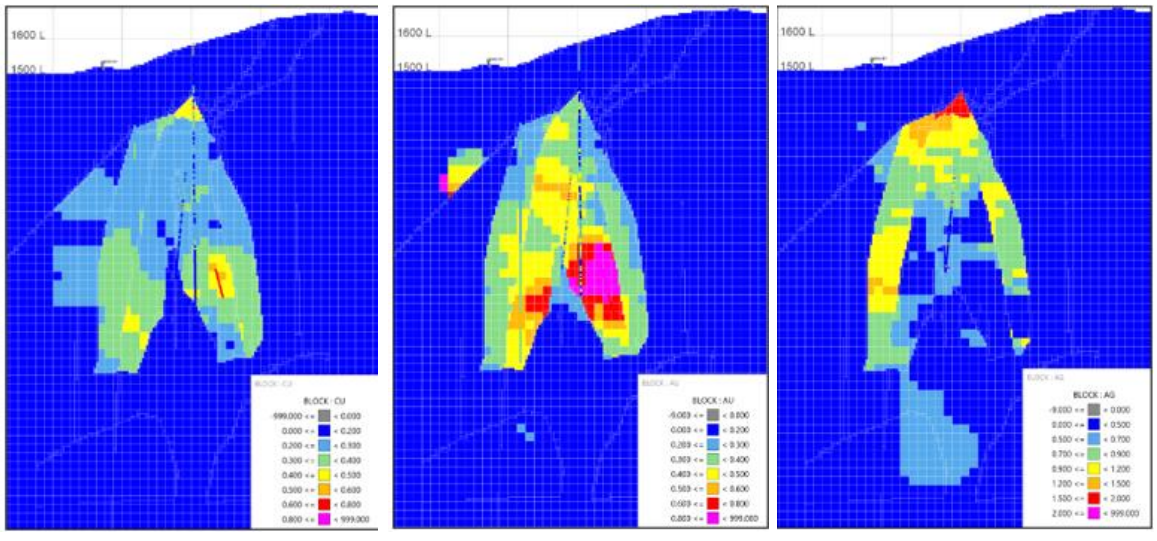
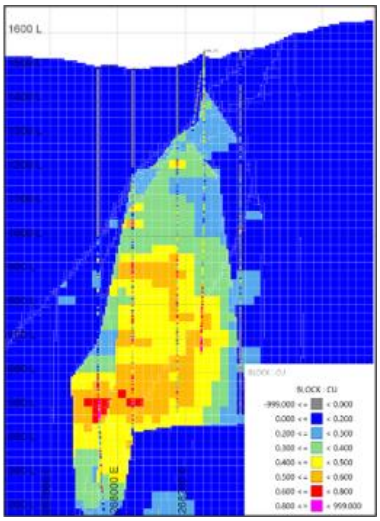
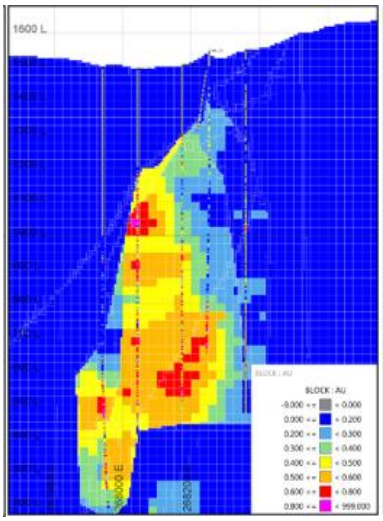
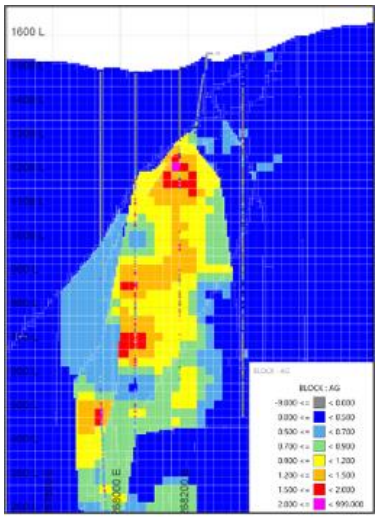


Figure 13.5.2_2
Section 1861790 mN displaying block model grades. (Source Derisk, 2020)

Cu	Au	Ag
		

The MRE was validated using:

- A visual comparison of block grade estimates and the drillhole data.
- A comparison of the average sample, composite, nearest neighbour (NN) estimates and OK block estimate grade distributions for each estimation

The Mineral Resource Classification was determined as following:

- Indicated Mineral Resource was assigned to blocks if drilled to a nominal 100 m spacing (CLASSDIST <110 m) and if the block estimate was determined predominantly from assayed sample intervals (CUPROP <0.8)
- Inferred Mineral Resource if otherwise in the mineralisation envelope.

13.6 Copper Equivalent

Derisk reported that gold is present in a ratio of approximately 1:1.1 to copper grade and displays some vertical zoning where gold ratios and potential credits might change over the deposit. Derisk has adopted a metal equivalent calculation to incorporate the potential importance of gold to the cut-off determination.

The table below provides the assumptions used to develop the copper equivalent (CuEq) calculation used by Derisk. The silver grades at Guinaoang will contribute a minor proportion of revenue and have been ignored in the CuEq calculation. Recoveries have been assigned based on the assumption that mineralisation will be processed in a conventional flotation circuit that will recover both copper and gold to a concentrate product. Preliminary metallurgical testwork on samples from Guinaoang in 2010 generated recoveries of 94% for copper and 74% for gold.

Table 13.6_1
Assumptions used to calculate a CuEQ (Source Derisk, 2020)

Input	Assumed Price (USD)	Assumed metallurgical Recovery (%)
Cu	2.80 per pound (lb)	90
Au	1,800 per troy ounce (oz)	75

The formula to calculate CuEq is as follows:

$$\text{CuEq\%} = \frac{(\text{Cu\%} \times \text{Cu price per lb} \times 2{,}204.6 \times \text{Cu recovery}) + (\text{Au in g/t} \times \text{Au price per oz}/31.1035 \times \text{Au recovery})}{(\text{Cu price per lb} \times 2{,}204.6 \times \text{Cu recovery})}$$

$$= \text{Cu\%} + 0.78 \times \text{Au g/t}$$

13.7 Mineral Resource Statement

The table below summarises the Mineral Resource Estimate at a range of cut-off criterion from 0.0% CuEq to 1.0% CuEq.

Table 13.7_1
Mineral Resource grade and tonnes estimate at different CuEq cut-off criterion
(Source – Derisk, 2020)

Cut-off (CuEq%)	Mt	CuEq (%)	Cu (%)	Au (g/t)	Ag (g/t)	Cu (Mt)	Au (Moz)	Ag (Moz)
0.0	805	0.64	0.35	0.38	0.8	5.2	9.7	20
0.1	804	0.64	0.35	0.38	0.8	5.2	9.7	20
0.2	800	0.64	0.35	0.38	0.8	5.2	9.7	20
0.3	781	0.65	0.35	0.38	0.8	5.1	9.7	20
0.4	731	0.67	0.36	0.40	0.8	4.9	9.4	19
0.5	604	0.72	0.38	0.43	0.8	4.4	8.4	16
0.6	439	0.78	0.41	0.48	0.9	3.4	6.7	13
0.7	280	0.86	0.45	0.53	0.9	2.4	4.8	8
0.8	170	0.93	0.48	0.58	0.9	1.6	3.2	5
0.9	92	1.01	0.51	0.64	0.9	0.9	1.9	3
1.0	38	1.10	0.54	0.72	0.9	0.4	0.9	1

Derisk reviewed the Mineral Resource estimate in the context that there must be reasonable prospects for eventual economic extraction. Whilst no detailed technical studies have been completed to date at Guinaoang, scoping studies have been completed and based on the available information, mining will be by bulk underground mining methods, such as block or panel caving. Processing requirements are likely to be similar to nearby porphyry copper-gold deposits i.e. crushing, grinding, flotation and drying to produce a copper-gold concentrate. Similar styles of mineralisation and mining/processing methods occur in the Philippines and elsewhere.

In assessing an appropriate cut-off criterion for reporting of the Mineral Resource, scoping studies completed for the Project in 2014 and updated in 2018 suggest a mining cut-off of 0.20 to 0.23 CuEq% is feasible for a large block caving operation at site. Derisk also considered the public reporting used by other companies with large greenfield copper deposits. Examples referred to by Derisk included:

- Alpala deposit in Ecuador, held by SolGold PLC. A cut-off criterion of 0.21% CuEq has been used to report the Mineral Resource, which is planned to be mined by bulk underground mining methods.
- Cortadera deposit in Chile, held by Hot Chili Limited. A cut-off criterion of 0.25% CuEq has been used to report the Mineral Resource, which is planned to be mined by a combination of open pit and underground mining methods.
- Winu deposit in Australia, held by Rio Tinto. A cut-off criterion of 0.40% CuEq has been used to report the Mineral Resource, which is planned to be mined as an open pit operation.
- King-king deposit in Philippines, held by St Augustine Gold. A cut-off criterion of 0.30% CuEq has been used to report the oxide Mineral Resource, and a cut-off criterion of 0.15% CuEq has

been used to report the sulphide Mineral Resource. The deposit is planned to be mined as an open pit operation.

Based on an assessment of all contributing factors, Derisk concludes that the factors documented in the preceding paragraphs demonstrate that there are reasonable prospects for eventual economic extraction. The Mineral Resource estimate for Guinaoang is reported at a cut-off criterion of 0.25% CuEq and is summarised in the table below.

Sahara is not aware of any non-technical issues such as environmental, permitting, legal, title, taxation, socio-economic, marketing, political, or other relevant factors that are likely to prevent the reporting of a Mineral Resource for Guinaoang.

Table **13.7_2**
Mineral Resource Estimate (cut-off 0.25% CuEq)

Resource Category	Mt	CuEq (%)	Cu (%)	Au (g/t)	Ag (g/t)	Cu (Mt)	Au (Moz)	Ag (Moz)
Measured	-	-	-	-	-	-	-	-
Indicated	638	0.68	0.37	0.40	0.9	2.3	8.2	18
Inferred	155	0.52	0.29	0.30	0.5	0.5	1.5	3
TOTAL	**793**	**0.65**	**0.35**	**0.38**	**0.8**	**2.8**	**9.7**	**20**

Note: 1. Totals may not add due to rounding effects.

2. CuEq calculation assumes metal prices of USD 2.80/lb Cu, USD 1,800/oz Au, and recoveries of 90% for Cu and 75% for Au.

3. CuEq (%) = (Cu% x Cu price per lb x 2,204.6 x Cu recovery) + (Au g/t x Au price per oz/31.1035 x Au recovery)

(Cu price per lb x 2,204.6)

= Cu% + 0.78 x Au g/t

Sahara highlight some risks identified in the review of the Derisk MRE and ongoing development

- Risks
  - There have been multiple drilling campaigns over a 50-year period, and a substantial proportion of drill core from the older campaigns has been lost.
  - There is a lack of downhole survey data for many drillholes. Whilst many of the drillholes without downhole surveys were vertical, it is quite likely that holes deviated over a length of 1,000 m or more.
  - There is no core orientation data to help define vein orientations.
  - Sample intervals up to 50m in length in some historical holes are very poor practice as 50m intervals cannot be representatively sampled and assayed.
  - Much of the QA/QC data associated with the earlier drilling campaigns has been lost.
  - Domaining used to control the estimation of economic grades is based on a copper grade envelope that is relatively simplistic. Alteration is likely to have a strong influence on mineralisation tenor and both copper and gold distribution, however alteration has not been used to develop mineralisation domains.
  - Bulk Density samples are limited to less than 3% of the drilling meters. Tonnage is just as important as grade. Methodology used did not account for sealing the core

- Geotechnical studies are limited to minimal drillholes.

- Upside and Opportunities
  - Some of the core from the earlier drilling campaigns was analysed using methods resulting in incomplete digestion and may have understated the copper grade slightly.
  - Large sample intervals (10+m upto 50m) appear to underestimate grade trends
  - There are opportunities to model and estimate a higher-grade core to the mineralisation with additional infill drilling.
  - Mineralisation is open in most directions including high grade trends.

14 Mineral Reserve Estimates

No recent Mineral Reserves have been completed for this project. Prior “reserves” reported by Mining Plus are out of date.

15 Mining Option Study

A scoping Study was completed by TWP in 2011 and updated by GHD in 2014. Mining Plus has undertaken additional desktop reviews since 2014. Sahara has summarised the latest information available from these historical studies, which refer back to the 2011 study.

15.1 Mining Plus 2019

Mining Plus undertook updated alternative mining options for the Mankayan project in 2019. (Prior to the updated MRE in 2020) The options defined by Mining Plus were designed with the goal of reducing the start-up cost while improving the project's overall value. The options are based on the work undertaken in the 2014 Scoping Study Update and evaluated using the parameters developed in that study.

This study has identified a broad range of mining options that can be used to mine the deposit. Relative to the previous study these options:

- Focus on higher grade.
- Focus on mining higher grade early.
- Have reduced start-up costs.
- Account for the effect of offsite costs on revenue streams.
- Have better or equivalent returns on investment than previous studies.
- Collectively demonstrate the flexibility of the deposit to be mined by a wider range of strategies.

Block caving (BC) mass mining methods are very low cost, but very inflexible in the geometry of ore that they can mine. Because of this, they typically have high planned dilutions or low planned recoveries relative to stoping methods where there is far greater flexibility to mine only the desired mineralisation. They are also long mine life, so the time discounting of future revenues is significant and it becomes very important to mine higher value material early.

Sublevel caving (SLC) mass mining methods have similar characteristics to block caves, but they are more flexible in their geometry. This flexibility comes at a much higher mining cost.

In total, eleven options were investigated with four options chosen to be representative of the range. Key metrics for these four representative options are shown in the table below. These options are:

- Option 3 - High production rate, high rate of return, high start-up cost 2 lift block cave (BC), where the full footprint of the BC is undercut to enable a high production rate
- Option 4 - Medium production rate, with 4 BC footprints in 2 lifts. Each footprint is sized to meet the required production rate, with the first footprint in each lift located in the highest grade
- Option 8 - Staged production rate, starting at 6Mtpa for a small high-grade BC, before mining 3 larger footprints at a production rate of 12Mtpa
- Option 9 - Low production rate, starting with a 6Mtpa low capex high opex sublevel cave (SLC) before mining 3 BC footprints. (this option could also be ramped up to 12Mtpa for the mining of the 3 BC footprints).

Figure 15.1_1
Summary of 4 Mining Options defined by Mining Plus (Source: Mining Plus, 2019)

	Option	3	4	8	9
	Description	24Mtpa 2 BC footprints over 2 lifts	12Mtpa 4 BC footprints over 2 lifts	6Mtpa small BC followed by 3 12Mtpa BC	6Mtpa SLC followed by 3 6Mtpa BC
IRR before tax	Cu $3/lb Au $1,250/oz	28%	26%	21%	14%
Average Cost per t	USD/t	$19.1	$19.1	$19.7	$19.9
First Footprint Start-up Cost	USD	$1,402m	$896m	$633m	$529m
First 5 years of production	Tonnes	92 M	54 M	29 M	28 M
	Cu (%)	0.45	0.46	0.48	0.41
	Au (g/t)	0.51	0.54	0.62	0.45
	CuEq (%)	0.70	0.72	0.77	0.62
Total production	Tonnes	333 M	316 M	315 M	302 M
	Cu (%)	0.42	0.43	0.42	0.41
	Au (g/t)	0.46	0.47	0.46	0.45
	CuEq (%)	0.63	0.65	0.64	0.63
Mine Life	Years	23	34	38	58
Time to First Production		5	5	5	4.2
NPV before tax, 8.5% discount rate*	Cu $3/lb Au $1,250/oz	$1,505m	$1,121m	$750m	$326m

*The NPV used is for comparative purposes only, as full financial analysis has not been undertaken for this study.

Sahara note that the Mining studies have utilised commodity pricing and operational costs from the 2011 Scoping Study. These values are indicative and not current and will require updating for the PFS study underway.

The general trend is that the higher production rate options (higher start-up costs) return higher rates of return and discounted cashflows, due to the reduced effect of time discounting over a shorter mine life. Other points of note in the Table above include:

- Option 3 and 4 have very similar cost per tonne, due to the higher start-up cost of 3 being offset by the sharing of fixed production costs over a larger tonnage.
- The options target higher grade first, which can be seen in the comparison between the grade of the first 5 years and the total production. The lower production rate cases can be more selective, so consequently return a higher grade in the first 5 year.
- Option 9 (SLC) has a lower first 5 year grade than the BC options. This is due to it being a top-down method (so starts in lower grade) and the higher dilution of the method, with each level being mined next to the dilution from the level above. This effect is mitigated by the greater selectivity of the SLC footprint.

- Option 9 (SLC) has a lower time till first production because mining starts at the top and advances downwards (as opposed to the BC which is bottom up).
- Although it is not explicitly modelled in this study the SLC is less sensitive to geotechnical parameters than the BC, due to the rock being broken by drill and blast, rather than breaking due to the action of caving. This drill and blast control of breaking comes at a considerably higher mining cost.

Mining Plus recommended that the options identified in this high level study, guide the mining method selection section of a future prefeasibility study. The accuracy of the values in Table above (while suitable for comparison between the cases) will need to be updated in future studies, due to the cost data being based on the 2010 Concept Study.

16 Recovery Methods

16.1 TWP 2011 Scoping Study

From the 2011 Scoping study completed by TWP on behalf of Bezant Resources Plc (Bezant) the following processing facility is based on the concept mine design with an annual mine production rate of 12 Mtpa. A simple block flow diagram was conceptualised supported by an order of magnitude and operating cost estimate.

The metallurgical testwork, vendor data and estimates form the basis of design. In order to develop a process flow diagram based on the block flow diagram and properly size equipment, further metallurgical test work was recommended in the prefeasibility study phase.

The concentrator flowsheet was based on Australian and international experience of proven operations, with high-throughput copper-gold ore treatment. The single processing line incorporates two-stage milling in closed circuit with cyclones, flash flotation cells and dedicated flash cleaner cells. A pebble crusher operates in closed circuit with the primary mill.

Mill cyclone overflow gravitates to rougher and scavenger flotation. Rougher concentrates are reground before cleaning. Scavenger and cleaner scavenger tails are thickened before discharge to the tailings storage facility. Copper and a portion of the gold are recovered by froth flotation to a copper sulphide concentrate, that is then sold to international or local smelters.

The remaining gold is recovered on site as bullion, by gravity concentration of the flash flotation concentrate.

Concentrator operating costs were based on an estimate of consumables such as mill liners, steel balls, flotation reagents, water and electrical power. Flotation reagent cost estimates allow for the use of modern high-technology selective copper/gold collectors. Cyanide is not used in any part of the process.

The concentrate recoveries were estimated to be at 94% copper and 74% gold. The smelting recoveries were estimated at 96% for copper and gold.

Bezant Resources in 2011 confirmed that the preliminary figures needed to be confirmed during the pre-feasibility study.

17 Project Infrastructure

17.1 TWP 2011 Scoping Study

TWP investigated various conceptual scenarios for accessing and extracting the underground ore body. The investigations covered vertical shaft access, ventilation, cooling and the surface infrastructure required to support the mining operation at a mining rate of 12 Mtpa as determined by the Mining Concept Study.

The investigations highlighted the requirement for two vertical shaft systems for the ventilation, cooling and rock hoisting. In considering the block caving mining method and the requirement to undertake primary crushing underground, consideration was given in the concept design to the likely size and mass of the underground crusher components. It was determined the crusher components exceed the rock winder hoisting capacity therefore a decline ramp was included in the design.

The early development of the decline ramp has additional advantages namely:

- The ramp can serve as a second means of egress from the underground mine, thus the ventilation shaft would not need to be equipped to convey personnel.
- The ramp can be used for exploration drilling, early development and or early underground access while the vertical shafts were being considered.

A trade off study is required on the sinking methodology of blind sink versus ream and sliping via the decline ramp, or a combination of these as this is likely to present a time and cost saving benefit which could offset the cost of developing the decline ramp. Furthermore, there is a tradeoff required to consider sinking the shafts to approximately the 800m depth to access the first block cave cut and then to later deepen the shafts to approximately 1400m depth for the second block cave cut, as an alternative to sinking both shafts to final depth. These scenarios are likely to present the biggest impact on the financial viability of the project.

The up cast ventilation shaft is designed to be equipped with a brattice wall in order to split the down cast ventilation from the upcast ventilation requirements in the shaft. Approximately one third of the total ventilation air volume required underground via the ventilation shaft is required to supplement the downcast hoisting shaft with additional fresh air, as the upcast velocities are much higher than the main shaft down cast velocities.

Primary air extraction fans will be located on top of the upcast segment of the ventilation shaft to draw the used air out of the mine. The mine is considered a hot mine at depths close to the second lift and therefore, large refrigeration units will be required to access the second block cave. The mine would then need to be equipped with bulk air coolers on surface to pre-cool the intake air.

TWD concluded that a pre-feasibility is required to undertake further trade off studies to evaluate the potential cost savings of totally eliminating the access ramp versus equipping the ventilation shaft with a second outlet winder of sufficient capacity to accommodate slinging the crusher components down the shaft.

GHD in 2014 undertook additional desktop reviews with Mining Plus undertaking various desktop reviews since 2014.

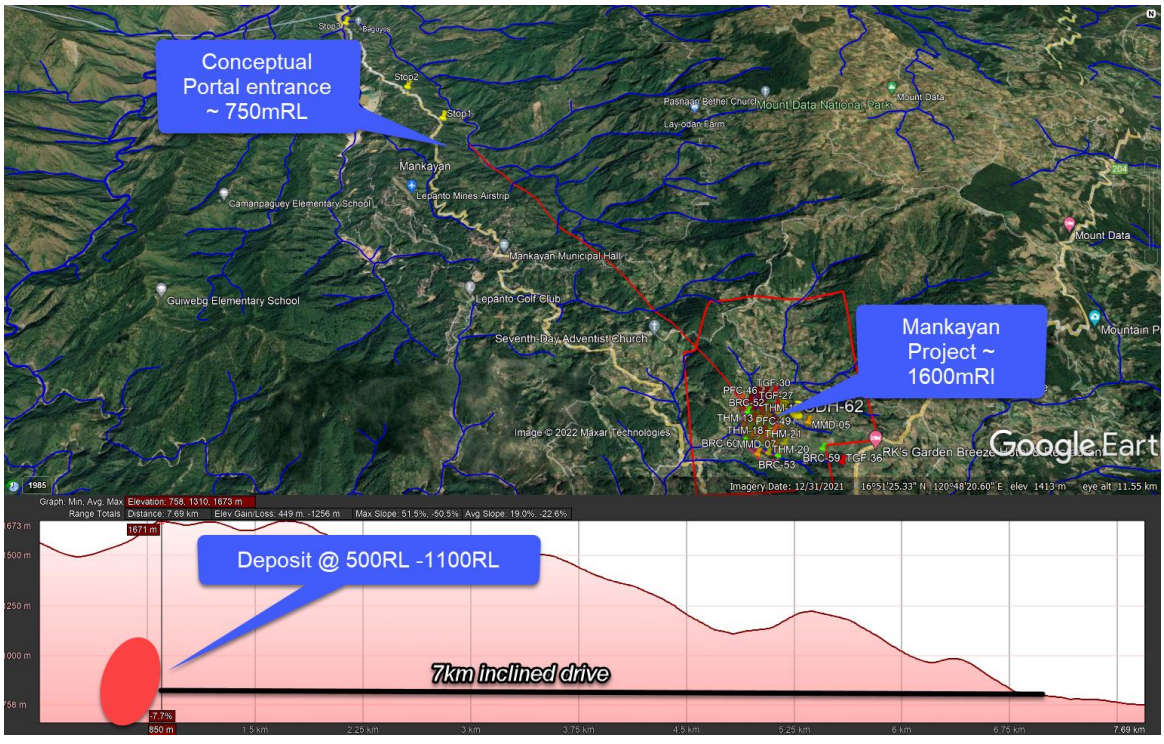
17.2 Inclined Drive concept (Gellong Valley)

IDM technical management have discussed a potential large capital and operational saving approach to developing the project (Mineralisation starts ~ 400m below surface) rather than surface declines and shafts as proposed in the 2011 scoping study which proposed a decline through 400m of sterile cover.

Sahara reviewed the comprehensive datapack provided by IDM, and have identified only one reference to this conceptual idea.

Anecdotal discussion from “coreshed technicians” that Gold Fields were considering a 7km long tunnel from Guellong valley starting at ~ 700 to 800RL which would access the high grade of the deposit at a similar level and remove any development declines through 400m vertical of sterile cover from surface. Sahara consider this would present significant savings in Capex and Opex as presented in the figure below.

Figure 17.2_1
Inclined Drive Concept (Source: Sahara, 2022)



This option has some challenges listed below but requires further investigation during the PFS

- Requires geotechnical assessment
- Legal issues as appears to pass other permit holder’s land
- A viable TSF and plant position around the portal position.
- Presents an opportunity to combine infrastructure with the Far Southeast Porphyry (which appears to be along strike of this proposed inclined drive)

18 Market Studies and Contracts

These are being undertaken as part of the current PFS.

19 Environmental Studies, Permitting's and Social or Community Impact

These are being undertaken as part of the current PFS.

20 Capital and Operating Costs

These are being undertaken as part of the current PFS.

21 Economic Analysis

Scoping level studies from 2011 are not current. These are being undertaken as part of the current PFS.

22 Adjacent Properties

The Mankayan mineral district is located in northern Luzon, Philippines and hosts several significant deposits and prospects of various types within an area of around 25 km^2. These include

- Far Southeast porphyry Cu-Au deposit,
- Lepanto high-sulphidation epithermal Cu-Au deposit,
- Victoria intermediate-sulphidation epithermal Au-Ag vein deposit,
- Teresa epithermal Au-Ag vein deposit,
- Guinaoang porphyry Cu-Au deposit, and
- Buaki and Palidan porphyry Cu-Au prospects.

All formed in a period of about 2 million years, from approximately 3 Ma (Chang et al, 2011).

The Far Southeast Project (FSE) is located 4km from the Mankayan project, in the well-known mining district of Mankayan in the Cordillera region of Northern Luzon, approximately 250km north of Manila.

The project is held by Far Southeast Gold Resources Inc. (FSGRI), a JV company of Lepanto Consolidated Mining Company (LCMC) and Gold Fields. To date, Gold Fields has acquired 40% of FSGRI for payments of US$230M and has the option to acquire a further 20% by paying an additional US$110M and incurring initial development costs totalling US$165M.

The FSE copper-gold porphyry is a deeply concealed deposit associated with a Pleistocene diorite-dacite intrusion complex intruded into Eocene basaltic country rocks. The intrusion complex is cross-cut by several phreatomagmatic breccia pipes which are pre-, syn- and post-mineralisation. The mineralisation is mostly hosted in the intrusion complex and to a lesser extent the basaltic country rocks and is characterised by disseminated sulphides and multi-phase sulphide bearing quartz and quartz-anhydrite vein sets and stock works.

The historical Inferred Mineral Resource for the FSE deposit, first declared in August 2012, is 891.7Mt at 0.7g/t gold and 0.5% copper for 19.8Moz of gold and 9,921Mlb of copper. (Source - https://www.Gold Fields.com)

Figure 22_1
Far Southeast Project MRE (Source: Gold Fields, 2022)

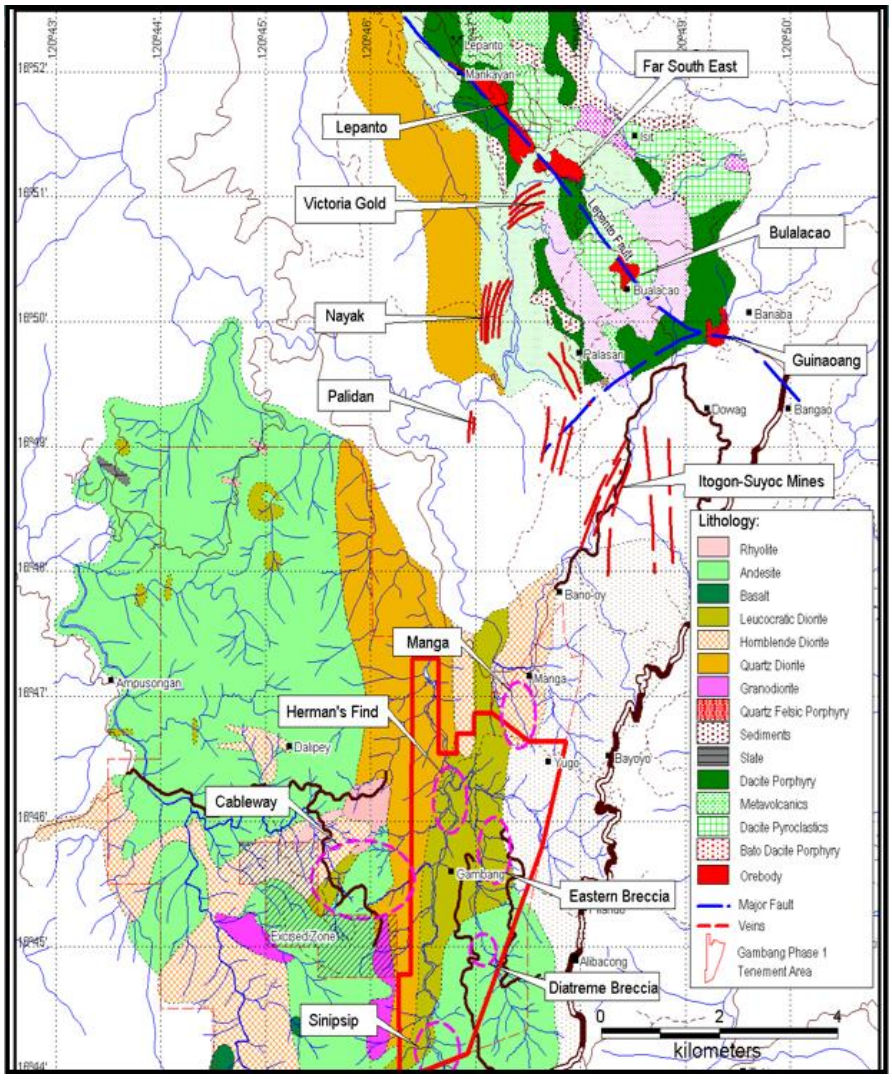
Resource classification	Tonnes (Mt)	Grade (Au g/t)	Metal (Au Moz)	Grade (Cu %)	Metal (Cu Mlb)
Inferred	891.7	0.7	19.8	0.5	9,921
Total	**891.7**	**0.7**	**19.8**	**0.5**	**9,921**

FSE Mineral Resources effective from and unchanged since 31 August 2012

Notes:

- *These Mineral Resources are not Mineral Reserves as an assessment to a minimum of a PFS is required*
- *There has been no further technical work or economic assessments in 2018 to update previous input or commodity prices*
- *The Mineral Resource is reported in accordance with the SAMREC Code*
- *The Mineral Resource is reported within an optimised underground bulk mining shell that is derived using scoping study mining, processing and cost parameters, and commodity prices of US$1,650/oz gold and US$8,600/t copper. All Inferred Resource material within the shell is reported*
- *The Mineral Resource is reported without dilution and ore loss parameters*
- *Rounding-off of figures may result in minor computational discrepancies. Where this happens, it is not deemed significant*
- *LCMC holds a 60% interest, while Gold Fields holds a 40% interest in the FSE. Attributable metal is 11.9Moz gold and 5,953Mlb copper to Lepanto and 7.9Moz gold and 3,968Mlb copper to Gold Fields*

Figure 22_2
Adjacent projects (Source: IDM, 2022)



23 Conclusions

The Mankayan Mining Permit covers an area of 543ha. This is located in an exceptionally fertile Cu-Au region of the Philippines.

Sahara consider the Mankayan Cu-Au project a pre-development project where significant Mineral Resources have been identified and their extent estimated (possibly incompletely), but where a decision to proceed with development has not been made.

Scoping level Studies completed in 2014 are now out of date, given changes in costs and commodity prices, although the project has sufficient information to undertake a prefeasibility study which has been commissioned and currently underway by IDM.

24 Recommendations

A Prefeasibility study has been commenced and with this will cover all limitations in work to date

Sahara make the specific recommendations that have been highlighted within each section of this technical report

25 References

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IDM International 2022, Various internal presentations and reports

26 Technical Valuation Background

Sahara has undertaken a Valuation of the Mankayan Cu-Au project which is related to the technical report on the subject with effective date of 27 December 2022. Methodology is detailed in the following sections.

26.1 Valuation Methods

There are numerous recognised methods used in valuing "mineral assets". The most appropriate application of these various methods depends on several factors, including the level of maturity of the mineral asset, and the quantity and type of information available in relation to any particular asset.

A Valuation Report requires at least 2 Valuation approaches to be undertaken as defined in table below.

Table 26.1_1
Appropriate Valuation Approach (Source- Valmin 2015 Section 8.3 Table 1)

Valuation approach	Exploration Projects	Pre-development Projects	Development Projects	Production Projects
Income	No	In some cases	Yes	Yes
Market	Yes	Yes	Yes	Yes
Cost	Yes	In some cases	No	No

The Valmin Code 2015, which is binding upon "Experts" and "Specialists" involved in the valuation of mineral assets and mineral securities, defines the level of asset maturity under the following categories:

- **Early-stage Exploration Projects** – Tenure holdings where mineralization may or may not have been identified, but where Mineral Resources have not been identified
- **Advanced Exploration Projects** – Tenure holdings where considerable exploration has been undertaken and specific targets identified that warrant further detailed evaluation, usually by drill testing, trenching or some other form of detailed geological sampling. A Mineral Resource estimate may or may not have been made, but sufficient work will have been undertaken on at least one prospect to provide both a good understanding of the type of mineralization present and encouragement that further work will elevate one or more of the prospects to the Mineral Resources category;
- **Pre-Development Projects** – Tenure holdings where Mineral Resources have been identified and their extent estimated (possibly incompletely), but where a decision to proceed with development has not been made. Properties at the early assessment stage, properties for which a decision has been made not to proceed with development, properties on care and maintenance and properties held on retention titles are included in this category if Mineral Resources have been identified, even if no further work is being undertaken
- **Development Projects** – Tenure holdings for which a decision has been made to proceed with construction or production or both, but which are not yet commissioned or operating at design levels. Economic viability of Development Projects will be proven by at least a Pre-Feasibility Study.

- **Production Projects** – Tenure holdings – particularly mines, wellfields and processing plants – that have been commissioned and are in production.

The VALMIN Code primarily uses the terms Market Value and Technical Value, although circumstance may require the use of alternative definitions.

Technical Value is an assessment of a Mineral Asset's future net economic benefit at the Valuation Date under a set of assumptions deemed most appropriate by a Practitioner, excluding any premium or discount to account for market considerations.

Income

The Discounted Cash Flow (DCF) /Net Present Value (NPV) Method

The DCF valuation method recognises the time value of money, it is most suitable for Development Projects, where detailed studies have been completed to justify input assumptions and Production Projects, where there is actual historical data to justify input assumptions. Less commonly the DCF methodology is applied to Pre-Development Projects.

The DCF valuation method provides a means of relating the magnitude of expected future cash profits to the magnitude of the initial cash investment required to purchase a mineral asset or to develop it for commercial production. The DCF valuation method determines:

- The NPV of a stream of expected future cash revenues and costs
- The internal rate of return (IRR) that the expected cash flows will yield on a given cash investment.

The DCF valuation method is a forward-looking methodology, requiring that forecasts be made of technical and economic conditions which will prevail in the future. All future predictions are inherently uncertain. The level of uncertainty reduces as the quality of the data available to project future rates of production and future costs, increases.

It is important to understand certain fundamental attributes of the mining industry in undertaking a DCF such as:

- An Ore Reserve and in some cases Mineral Resource is the basis of any mineral development.
- Costs are determined by the number of tonnes mined and processed, while revenues are determined by the number of tonnes, pounds or ounces of metal produced. The two are related by the recovered grade of the ore.
- Profit is typically more sensitive to changes in revenue that to changes in costs.
- The commodity price is a principal determinant of revenue but is also the factor with the greatest level of financial risk.

The most significant factors, which must be considered in a DCF valuation of a mineral asset is the reliability of the Mineral Resource and Ore Reserve, particularly with respect to recovered grade, the price at which the product is sold and the risk of not maintaining the projected level of commodity price.

Key inputs into the DCF valuation method for a mineral asset valuation are:

- Life-of-mine planning assumptions.
- Capital cost estimates – can be the initial cost of constructing the project and/or the ongoing cost of sustaining the productive life of the operation.

- Operating cost estimates - costs incurred both on-site in producing the commodity which is shipped from the property, and off site, in the transportation and downstream processing of that commodity into saleable end products.
- Revenue estimates – revenue in the mining context is the product of the following factors:
  - The tonnage of ore mined and processed
  - The grade of the ore
  - The metallurgical recovery
  - The price of the saleable commodity.
- Taxation and royalty payments.
- Discount rate – represents the risk adjusted rate of interest expected to be yielded by an investment in the mineral asset.

The Income Approach is not appropriate for properties without Mineral Resources. It should be employed only where enough reliable data are available to provide realistic inputs to a financial model, preferably based on studies at or exceeding a prefeasibility level.

Market Value is the estimated amount (or the cash equivalent of some other consideration) for which the Mineral Asset should exchange on the date of Valuation between a willing buyer and a willing seller in an arm's length transaction after appropriate marketing where the parties had each acted knowledgeably, prudently and without compulsion.

Market Value may be higher or lower than Technical Value. A Public Report should take such factors into account, stating the results of the principal Valuation Method(s) used and disclosing the amount of and reasons for the difference between the Market Value and Technical Value.

Regardless of the valuation techniques adopted, the consideration must reflect the perceived "market value", which is described in prior sections of the Valmin Code as "the estimated amount of money, or the cash equivalent of some other consideration for which, in the opinion of the Expert reached in accordance with the provisions of the Valmin Code, the mineral asset or security should change hands on the Valuation Date between a willing buyer and a willing seller in an 'arm's length' transaction, wherein each party had acted knowledgeably, prudently and without compulsion".

In the case of Pre-development, Development and Mining Projects, where Measured and Indicated Resources have been estimated and mining and processing considerations are known or can be reasonably determined, valuations can be derived with a reasonable degree of confidence by compiling a discounted cashflow (DCF) and determining the net present value (NPV).

Where mineral resources remain in the Inferred category, reflecting a lower perceived level of technical confidence, the application of mining parameters is inappropriate, and their economic value can therefore not be demonstrated using the more conventional DCF/NPV approach. A similar situation may apply where economic viability cannot be readily demonstrated for a resource assigned to a higher confidence category. In these instances, it is frequently appropriate to adopt the In-situ Resource (or "Yardstick") method of valuation for these assets. Typically, a range from 0.4% to 3% of the current spot price is used for base metals and platinum group metals, whereas for gold and diamonds a range of 2% to 5% of the current spot price is used, and typically much lower factors are applied for bulk commodities.

The chosen percentage is based upon the valuer's risk assessment of the assigned Mineral Resource category, the commodity's likely extraction and treatment costs, availability/proximity of

transport and other infrastructure (particularly a suitable processing facility), physiography and maturity of the mineral field, as well as the depth of the potential mining operation.

This method is best used as a non-corroborative check on the order of magnitude of values derived using other valuation methods that are likely to better reflect project-specific criteria.

Cost

In the case of Exploration Areas, and to a lesser extent Advanced Exploration Areas, the potential is speculative compared to projects where mineral resources have been estimated. The valuation of Exploration Areas is dependent, to a large extent, on the informed, professional opinion of the valuer.

Where useful previous and committed future exploration expenditure is known or can be reasonably estimated, the Multiple of Exploration Expenditure ("MEE") method is considered to represent one of the more appropriate valuation techniques. This method involves assigning a premium or discount to the relevant effective Expenditure Base ("EB"), represented by past and future committed expenditure, through application of a Prospectivity Enhancement Multiplier ("PEM"). This factor directly relates to the success or failure of exploration completed to date, and to an assessment of the future potential of the asset. The method is based on the premise that a "grass roots" project commences with a nominal value that increases with positive exploration results from increasing exploration expenditure. Conversely, where exploration results are consistently negative, exploration expenditure will decrease along with the value.

Other valuation methods can be adopted to assist in confirming conclusions drawn from the MEE approach. Where sale transactions relating to mineral assets that are comparable in terms of location, timing and commodity, and where the terms of the sale are suitably "arm's length" in accordance with the Valmin Code, such transactions may be used as a guide to, or a means of, valuation.

Where a joint venture agreement has been negotiated as an "arm's length" transaction, the Joint Venture Terms valuation method may be applied. In a typical staged earn-in agreement, the value assigned to each of the various stages can be combined to reflect the total, 100% equity, value, as follows:

$$V_{100} = V_{Stage\ 1} + V_{Stage\ 2} + \ldots\ldots$$

The value of equity assigned to an entity buying into the project, the farminor, at any earn-in stage of a joint venture can be considered as the sum of the value liquid assets transferred to the seller, or farminee, in cash or shares, plus the value of future exploration expenditure. Commonly, an agreement may stipulate a minimum expenditure that must be met by the farminor prior to allowing withdrawal from the agreement, and these funds are thus committed, as distinct from the notional expenditure to successful completion of the earn-in stage. In calculating the value of an agreement that includes future expenditure, it is considered appropriate to discount (usually at a rate of 10% per annum) that expenditure by applying the discount rate to the mid-point of the term of the earn-in phase. A probability range is also usually applied to each earn-in stage to reflect the degree of confidence that the full expenditure specified to completion of any stage will occur and, consequently, each equity position achieved.

The value assigned to the second and any subsequent earn-in stages will always involve discounted funds and is likely to require exponentially increasing speculation as to the likelihood that each subsequent stage of the agreement will be completed. Correspondingly, in applying the Joint Venture Terms approach to staged earn-in agreements, it is regarded as most correct to

consider only the first stage as the basis for estimating cash value equivalence at the time of the deal. Sahara adheres to this guideline by adopting the end of the initial earn-in period for valuation purposes.

The total project value of the initial earn-in period can be estimated by assigning a 100% value, based on the deemed *equity of the farminor, as follows:*

$$V_{100} = \frac{100}{D}\left[CP + \left(CE * \frac{1}{(1+I)^{\frac{t}{2}}}\right) + \left(EE * \frac{1}{(1+I)^{\frac{t}{2}}} * P\right)\right]$$

where:

V_{100}	=	*Value of 100% equity in the project ($)*
D	=	*Deemed equity of the farminor (%)*
CP	=	*Cash equivalent of initial payments of cash and/or stock ($)*
CE	=	*Cash equivalent of committed, but future, exploration expenditure and payments of cash and/or stock ($)*
EE	=	*Uncommitted, notional exploration expenditure proposed in the agreement and/or uncommitted future cash payments ($)*
I	=	*Discount rate (% per annum)*
t	=	*Term of the Stage (years)*
P	=	*Probability factor between 0 and 1, assigned by the valuer, and reflecting the likelihood that the Stage will proceed to completion.*

27 Valuation of the Mankayan Copper-Gold project

Valuation of Mineral Assets is not an exact science, and a number of approaches are possible – each with varying positives and negatives. While valuation is a subjective exercise, there are several generally accepted procedures for establishing the value of Mineral Assets. Sahara consider that, wherever possible, inputs from a range of methods should be assessed to inform the conclusions about the Market Value of Mineral Assets.

The valuation is always presented as a range, with the preferred value identified. The preferred value need not be the median value and is determined by the Practitioner based on their experience and professional judgement.

In valuing the exploration potential associated with the Mankayan Cu-Au project, Sahara has elected to apply the Multiple of Exploration Expenditure method along with comparing yardstick and market transactions to confirm the estimated market value.

27.1 Previous Valuations

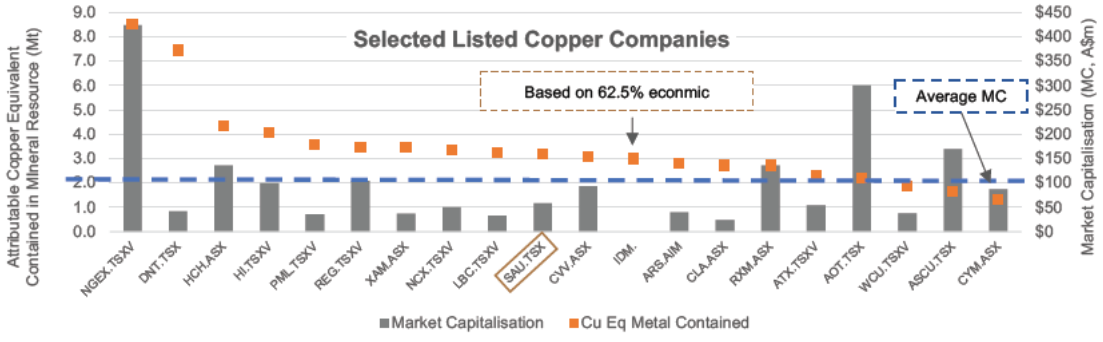
Sahara has not identified any prior valuations completed to Valmin 2005 guidelines.

27.2 Market Approach

In the current market, the perceived market value of similar assets in Philippines is difficult to determine given the limited number of comparable Cu-Au projects with market transactions being completed recently in Philippines and available to the public domain.

The following figure is a recent study in May 2022 by Terra Studios, which highlights a selection of pre-production companies and the average value per tonne of the contained Copper Equivalent in the stated Mineral Resource or "Resource Multiplier". This Resource Multiplier is on average ~ A$29/t (~US$19/t) CuEq for 19 projects of Pre-development status internationally.

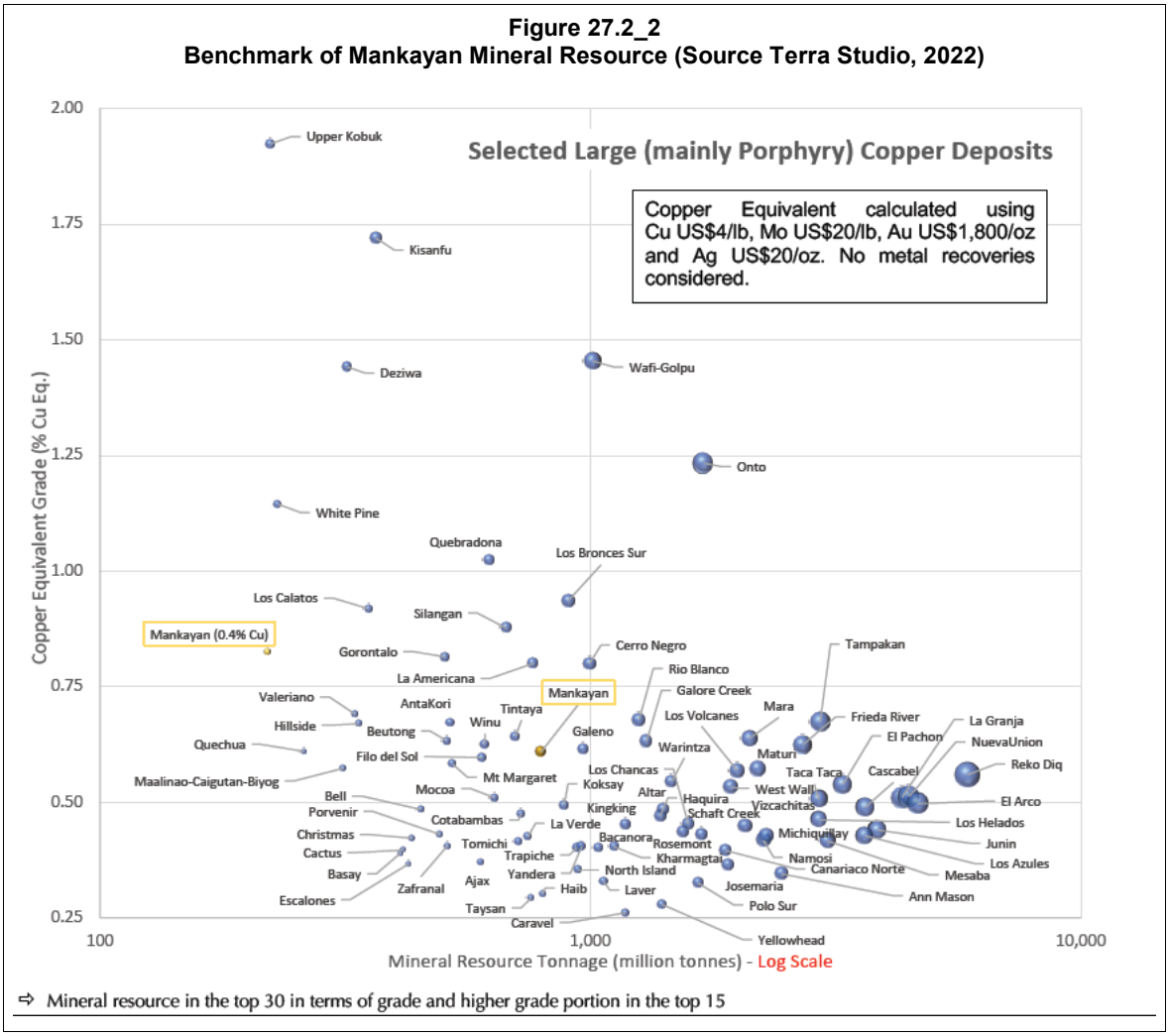
Figure 27.2_1
Listed Pre-production Peer Valuations (Source Terra Studio, May 2022)



Sahara consider changes in the commodity prices since May 2022 have no material effect on Terra Studio's review, which addresses long term projects with >20 year mine life.

The Mankayan project is further represented in the figure below amongst the peer projects internationally.

Figure 27.2_2
Benchmark of Mankayan Mineral Resource (Source Terra Studio, 2022)



Sahara have also reviewed the 2013 transaction of the Far Southeast Project (FSE) by Gold Fields Ltd and Far Southeast Gold Resources Inc. (FSGRI) in 2013.

The FSE project is located ~ 4km from the Mankayan project and although it has a larger resource base, it is a similar style of mineralisation and a fair comparison on a project basis albeit, 10 years old. The basic metrics of the purchase by Gold Fields are

- 40% was acquired for US$230M (in 2013)
- Additional 20% can be acquired for US$110M and incurring initial development costs totalling US$165M
- TOTAL 60% for **= 505M US$**
- For Gold Fields to obtain a further 20% interest in the project, a Financial or Technical Assistance Agreement (FTAA) will be required from the Philippines government.
- Inferred Resource of 891.7M tonnes @ 0.7g/t Au (19.8M oz) and 0.5% Cu (9,921M lb)

This transaction is in close proximity to the Mankayan project but presents a 2013 resource multiplier circa 90US$ per tonne CuEq (2013 Gold Fields agreement) versus the current benchmark above which is a resource multiplier circa US$20 per tonne CuEq.

Sahara has elected to not consider this FSE given the MRE is inferred status, the deal is close to 10 years old, and Sahara also notes this project has not progressed in any material way since 2013 given ESG issues.

Sahara has utilised a discounted Resource multiplier using a low of US$5/t, high of US$15/t and a preferred level of US$10/t assist in a market value for the Mankayan project. (Discounted from benchmark given the ESG issues still present around the FSE project permitting and preliminary level of metallurgical testwork)

27.3 Yardstick Order of Magnitude Crosscheck

Sahara used the Yardstick method as an order of magnitude check on the Mankayan Resources. The Yardstick order of magnitude check is simplistic (e.g. it is very generalised and does not address project specific value drivers but takes an "industry-wide" view). It provides a non-corroborative valuation check on the primary comparative transactions' valuation method, allowing Sahara to assess the reasonableness of the derived comparative transactions valuation and whether there are any potential issues with the preferred primary valuation method.

For the Yardstick order of magnitude check, Sahara used the spot price for gold as of 5 November 2022 of US$1,650/oz and Copper of 6,760/t.

In addition, Sahara utilised the following discounted Yardstick factors:

- Base Metals and Porphyry (Discounted for perceived ESG country risk)
  - Inferred Mineral Resources: 0.05% to 0.1% of spot price
  - Indicated Mineral Resources: 0.10% to 0.25% of spot price

The spot price for copper and gold as of 5 November 2022 used for the Yardstick order of magnitude check was consistent with that used for the evaluation of Comparative Transactions data so that the results could be compared.

A summary of the Yardstick order of magnitude crosscheck valuation based on the yardstick factors above, resulted in the valuation ranges and preferred values for the Mineral Resources in the Table below.

27.4 Exploration Expenditure

Sahara have estimated a high-level exploration expenditure for the project over the prior 50 years of development. The major cost factors on current costs are the ~55,000 meters of deep drilling.

Table 27.4_1
High Level Estimated Expenditure

Item	Estimated Cost US$
Drilling	16,500,000
Assay	2,750,000
Studies and Resource Estimations	1,000,000
Geological and Admin Control	3,037,500
	23,287,500

On the basis of estimated exploration completed (if completed in 2022) and the effectiveness of the exploration, Sahara has reasonably elected to assign a range of productivity enhancement

multipliers (PEMs) from 0.5 to 4, indicating that every dollar spent on regional exploration has returned between US$0.5 and US$4 in value.

27.5 Valuation Summary

On the basis of exploration completed and the effectiveness of the exploration along with the market and logistical factors

- The Resource multiplier has been discounted by Sahara given the apparent ESG risks in the Philippines. This is highlighted by the Gold Fields FSE project which has not progressed since 2013. Sahara also note one company's poor ESG performance does not reflect the Philippines mining industry.
- The project has had well over US$20M spent of well-executed and staged exploration (if to be completed at today's costs).
- Sahara has not considered any potential Merger and Acquisition opportunities which logically exist with the FSE project located only 4km away.
- The Mankayan project has excellent exploration potential to expand current Mineral Resources

A summary of the project valuations is provided in Table below.

Table 27.5_1
Mankayan Copper-Gold project Valuation Summary (27 December 2022)

Method	Equity Interest	Valuation (Million US$)		
		Low US$ (Million)	Preferred US$ (Million)	High US$ (Million)
Resource Multiplier	**100%**	25.7	51.4	77.2
Yardstick	**100%**	32.0	55.3	78.5
MEE	**100%**	23.3	55.3	87.4

**appropriate rounding has been applied to the total*

Sahara have elected to use the Resource Multiplier method which is supported by the other methods utilised.

The value of the Mankayan Cu-Au project on a 100% ownership basis is considered to lie in a range from **US$25.7 million** to **US$77.2 million**, within which range Sahara has selected a preferred value of **US$51.4 million**.

The value of the current IDM 40% equity interest in the Mankayan Cu-Au project is considered to lie in a range from **US$10.3 million** to **US$30.9 million**, within which range Sahara has selected a preferred value of **US$20.6 million.**

28 JORC Tables

Section 1 Sampling Techniques and Data (Criteria in this section apply to all succeeding sections.)

CRITERIA	JORC Code Explanation	Commentary
SAMPLING TECHNIQUES	• Nature and quality of sampling (e.g. cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.	• The deposit is buried and there are no surface samples. • Drilling is the only feasible sampling method for the mineralisation without underground access. All sampling is from diamond drill core (as described below). • The quality of the samples collected from diamond drilling is high .
	• Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.	• Diamond drilling collects samples of the rock that are very representative of the material drilled. No calibration is required.
	• Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (e.g. 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (e.g. submarine nodules) may warrant disclosure of detailed information.	• Mineralisation is associated with porphyry intrusive activity and is generally disseminated or as stockwork veins. Copper grades are typically <2% and gold grades are typically <2 g/t. • Most drillholes are completely sampled and assayed in the target zones below the overlying unmineralised diatreme, but some drillholes have been selectively sampled based on a visual mineralisation content. This introduces potential for grade bias. All drill intervals suspected as selectively sampled have had grades reset to 0.001 (% Cu and g/t Au) to avoid potential overstatement bias.
DRILLING TECHNIQUES	• Drill type (e.g. core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (e.g. core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).	• All drilling is by diamond core with maximum hole depth of nearly 1,500 m. • Core size varies from PQ, HQ, NQ and BQ. Most records do not document whether coring used triple-tube. • Most of the drilling was completed in five separate campaigns from 1971 to 2009 comprising: – MMDC (11 drillholes) from 1971 to 1973 – TMI and HMDC (14 drillholes) from 1980 to 1982 – GFAL (12 drillholes) from 1983 to 1984 – CMDC and PFRC (11 drillholes) from 1996 to 1997 – Bezant (10 drillholes) from 2007 to 2009 – Bezant and Gold Fields (1 drillhole) in 2013 • There is no preserved drill core for any drilling completed prior to 1996 and some PFC series drill core is also lost.
DRILL SAMPLE ARECOVERY	• Method of recording and assessing core and chip sample recoveries and results assessed.	• Core placed in core trays was measured, recorded, and compared with depth markers placed by the drill crew to determine recovery as a percentage. • The mean core recovery for diamond core collected as part of the 2007-2013 drilling was >96%. • There is no preserved core recovery data for the earlier drilling campaigns but is reported in company documentation prepared by the tenement

CRITERIA	JORC Code Explanation	Commentary
		operator to be high recovery.
	• Measures taken to maximise sample recovery and ensure representative nature of the samples.	• Professionally drilled diamond coring is acknowledged as a good method for collection of representative samples in reasonably competent rock conditions. Company documentation indicates rock conditions were generally good and sample recovery was adequate. Core holes were not oriented.
	• Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.	• Basic statistical analysis of sample recovery versus copper and gold grades does not suggest any relationship, nor the presence of a bias.
LOGGING	• Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.	• Logging of geological and geotechnical features in the diamond core was done with sufficient detail to meet the requirements of resource estimation and preliminary mining studies. However, original drill logs for many of the holes drilled prior to 1996 have been lost leaving only digital records of the logging.
	• Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.	• Logging was qualitative. Consistent core photography is only available for holes drilled after 1997.
	• The total length and percentage of the relevant intersections logged.	• 100% of all core has been geologically logged.
SUB-SAMPLING TECHNIQUES AND SAMPLE PREPARATION	• If core, whether cut or sawn and whether quarter, half or all core taken.	• Core was sampled mostly in 3, 6, 10 m intervals depending on the year the sample was taken. Core was cut using a diamond core saw or split with a chisel and hammer.
	• If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.	• Not relevant.
	• For all sample types, the nature, quality, and appropriateness of the sample preparation technique.	• Half core samples were dried, crushed, and pulverised to produce a final grind size of minus 150 mesh. Generally sample preparation was done on site. Derisk considers that the documented sample preparation technique was appropriate for the mineralisation.
	• Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.	• QC procedures varied for different drilling campaigns, but typically included insertion of blanks and coarse duplicates to monitor sub-sampling procedures.
	• Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.	• Coarse duplicates sometimes consisted of ¼ core and therefore there are some concerns that this material is not completely representative of the ½ primary sample.
	• Whether sample sizes are appropriate to the grain size of the material being sampled.	• No quantitative tests have been completed to demonstrate sample sizes are appropriate to the grain size of the material. Anecdotally, pulp re-assays at different laboratories and pulp duplicates do not show any significant bias.
QUALITY OF ASSAY DATA AND LABORATORY	• The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.	• Copper and gold were analysed by industry-standard methods appropriate when the drilling was undertaken. • Copper was analysed using an acid digest with an AAS finish. Gold was analysed using the lead fire assay technique with an AAS finish. • Digest methods changed over time, from 2-acid to 3-acid to 4-acid and

CRITERIA	JORC Code Explanation	Commentary
TESTS		therefore there is some possibility that some copper analyses from earlier drilling campaigns may understate the copper grade because of incomplete digest.
	• For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.	• Not relevant.
	• Nature of quality control procedures adopted (e.g. standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (i.e. lack of bias) and precision have been established.	• QC systems and procedures varied for different drilling campaigns, but generally involved some combination of blanks, duplicates, standards (CRMs), in-house laboratory checks, and umpire laboratory checks. • DrillHoles prior to Bezant did not use CRM's (~70% of all drilling) an dthere is potential accuracy error that cannot be quantified exactly. Spatial reviews identified no bias. • Bezant selectively re-assayed laboratory pulps from THM, TGF and PFC series drillholes to independently check the accuracy of the earlier analytical work. • Bezant/Gold Fields also re-assayed pulps from the BRC series drilling using a different analytical method for Cu. • Snowden completed statistical analysis of Cu and Au from specific drill programs and compared this to the results of the rest of the drilling database.
VERIFICATION OF SAMPLING AND ASSAYING	• The verification of significant intersections by either independent or alternative company personnel.	• Drilling has been completed by different companies and Sahara has reviewed several reports e.g., Angeles (2009), that have in-part tried to verify significant intersections where possible. However much of the core is no longer preserved. • Mr Tuesley visited site in September 2021 and completed a general inspection of core stored at site, specifically inspecting BRC-60 (the most recent drillhole). Visibly mineralised core was sighted that reflected the recorded copper grade assigned to specific intervals. • Each of the five major drilling programs has reported similar low and disseminated copper gold grades, consistent with porphyry mineralisation.
	• The use of twinned holes.	• The only twinned drillholes are THM-12 and TGF-32, however THM-12 contains very few assay records and therefore does not allow a twinned hole assay comparison.
	• Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.	• Records pertaining to management of primary data, data entry procedures, and data verification are not well documented for most drilling campaigns. • Derisk was supplied with various digital datasets and needed to amalgamate data from different files to generate a new master database to incorporate the latest work completed by Bezant/Gold Fields.
	• Discuss any adjustment to assay data.	• Derisk adjusted some of the data in the digital database to ensure that analysed samples that recorded below detection limits were treated differently to unsampled intervals.
LOCATION OF DATA	• Accuracy and quality of surveys used to locate drillholes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.	• All the MMD, THM, TGF and PFC drillhole collars were surveyed using a theodolite.

CRITERIA	JORC Code Explanation	Commentary
POINTS		• Bezant series holes were surveyed using a handheld GPS unit. • The drillhole holes are on average over 900 m deep. There is only limited downhole survey information derived from single shot camera devices. The downhole azimuth readings will be distorted to some extent by magnetite, which is a common alteration product. Consequently, there will be significant uncertainties tied to the accuracy of many of the drillholes at depth.
	• Specification of the grid system used.	• Almost all the MMD, THM, TGF and PFC drillhole collars were re-surveyed by CMDC/PFRC using the WGS 84 coordinate system.
	• Quality and adequacy of topographic control.	• The surface topography is adequate, but Angeles (2009) recommended that the existing topographic survey be redone. • The Guinaoang deposit is buried. The topography data is not material to the Mineral Resource estimate but will be critical for the design of surface infrastructure.
DATA SPACING AND DISTRIBUTION	• Data spacing for reporting of Exploration Results.	• Not relevant.
	• Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.	• The drilling has been located on a grid of approximately 100 m by 100 m. Most of the drilling is vertical. This drillhole spacing is sufficient to confirm areas assigned to the Indicated category where there is reasonable geological and grade continuity between sections.
	• Whether sample compositing has been applied.	• For resource estimation purposes a 9 m composite interval was used to standardise the sample lengths.
ORIENTATION OF DATA IN RELATION TO GEOLOGICAL STRUCTURE	• Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.	• Mineralisation covers an extent of 900 m by 500 m by 1,000 m depth and is sub-vertical in nature. Mineralisation is disseminated and hosted in veins and stockworks. • Drillholes are either vertical or moderate to steeply dipping. This orientation is not ideal for unbiased sampling of steeply dipping vein systems. However, the location and orientation of the diamond drilling is adequate given the strike, depth, and morphology of the copper mineralisation.
	• If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.	• No assessment of potential sampling bias has been completed because there is no oriented core available to complete an assessment.
SAMPLE SECURITY	• The measures taken to ensure sample security.	• Mineralisation is typically low grade and no specific security measures have been recorded for any drilling campaigns.
AUDITS OR REVIEWS	• The results of any audits or reviews of sampling techniques and data.	• A review of Guinaoang drilling, sampling, and logging was conducted by Angeles, in 2009. The objective was to prepare the data for the June 2009 resource estimation work. • Snowden completed an independent review of the drillhole database in readiness for a Mineral Resource estimate in 2009. • Derisk completed spot checks of the Snowden database and compiled all available data from the Bezant/Gold Fields joint venture into a new master database in 2020.

Section 2 Reporting of Exploration Results (Criteria listed in the preceding section also apply to this section.)

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CRITERIA	JORC Code explanation	Commentary
MINERAL TENEMENT AND LAND TENURE STATUS	• Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.	• The Project is held under MPSA 057-96-CAR, totalling 534 ha, granted on 11 December 1996 for a period of 25 years and renewed for an additional 25 years in 2022.
	• The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.	• MPSA 057-96-CAR has been renewed for an additional 25 years.
EXPLORATION DONE BY OTHER PARTIES	• Acknowledgment and appraisal of exploration by other parties.	• The deposit was discovered in the early 1970s and has been explored through drilling by six separate parties. Each program has added to the current database and deposit knowledge. • The deposit is buried and there is no other exploration information that is material to the Mineral Resource.
GEOLOGY	• Deposit type, geological setting, and style of mineralisation.	• The Guinaoang porphyry copper deposit is related to Island Arc porphyry emplacement. The subduction environment results in magmatism and porphyry deposits that are the result of hydrous magmas being emplaced at relatively shallow depths (<2 km). The Philippines has numerous similar deposits located in clusters along the Luzon, Visayas and Mindanao orogenic belts. • Mineralisation is mostly associated with the sericite-chlorite-clay, sericite, and argillic phases. The sulphide minerals consist principally of pyrite, with lesser amounts of chalcopyrite, bornite, covellite and chalcocite. Trace amounts of molybdenite, galena and sphalerite also occur. Gold occurs as native gold and as inclusions in other sulphides.
DRILLHOLE INFORMATION	• A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drillholes: • Easting and northing of the drillhole collar. • Elevation or RL (Reduced Level – elevation above sea level in metres) of the drillhole collar. • Dip and azimuth of the hole. • Down hole length and interception depth. • Hole length.	• Exploration Results are not reported. • The Mineral Resource is based on 56 drillholes with an average depth of 1,030 m and which are predominantly vertical. • The drilling is regularly spaced on the most part, nominally 100 m by 100 m.
	• If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.	• Four drillholes were excluded because of no assay data, being outside the model area or were replaced by a nearby more completely sampled drillhole.

CRITERIA	JORC Code explanation	Commentary
DATA AGGREGATION METHODS	• In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (e.g. cutting of high grades) and cut-off grades are usually Material and should be stated.	• Exploration Results are not reported. • The Mineral Resource estimated is based on length weighted 9 m composites of diamond drill core samples.
	• Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.	• Exploration Results are not reported. • Samples are aggregated into 9 m composites for Mineral Resource estimation and incorporate any intervals of high grade.
	• The assumptions used for any reporting of metal equivalent values should be clearly stated.	• Exploration Results are not reported, but a copper-equivalent is calculated using copper and gold grades, metal price assumptions and recovery assumptions for reporting of the Mineral Resource (refer to Section 3).
RELATIONSHIP BETWEEN MINERALISATION WIDTHS AND INTERCEPT LENGTHS	• These relationships are particularly important in the reporting of Exploration Results.	• Exploration Results are not reported. • The global extent of the porphyry copper mineralisation extends hundreds of metres in all directions. Typically, individual drillhole sample intervals range from 1 m to 10 m and therefore represent a small proportion of the mineralisation width.
	• If the geometry of the mineralisation with respect to the drillhole angle is known, its nature should be reported.	• The broad nature of porphyry copper mineralisation is sub-vertical, as is much of the drilling. Whilst not ideal, drilling is adequate to define the porphyry style of mineralisation, which displays considerable depth over a broad zone.
	• If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (e.g. 'down hole length, true width not known').	• All references to mineralised intervals are downhole lengths.
DIAGRAMS	• Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drillhole collar locations and appropriate sectional views.	• Example sections and plans are included in the report.
BALANCED REPORTING	• Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.	• Exploration Results are not reported. • The Mineral Resource is reported on a tonnage weighted basis.
OTHER SUBSTANTIVE EXPLORATION DATA	• Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.	• The deposit is buried and all exploration data is derived from drilling.
FURTHER WORK	• The nature and scale of planned further work (e.g. tests for lateral extensions or depth extensions or large-scale step-out drilling).	• The Project has been dormant since 2014 except for several desktop reviews and scoping studies. IDM has commenced PFS work including drilling in 2022.

CRITERIA	JORC Code explanation	Commentary
		• Future activities will be aimed at collecting data to support a prefeasibility study and conversion of Mineral Resources to Ore Reserves.
	• Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	• The limits of mineralisation are still open in a number of directions

Section 3 Estimation and reporting of Mineral Resources

CRITERIA	JORC Code Explanation	Commentary
DATABASE INTEGRITY	• Measures taken to ensure that data has not been corrupted by, for example, transcription or keying errors, between its initial collection and its use for Mineral Resource estimation purposes.	• Most previous drilling campaigns were logged on hardcopy records and then transcribed into digital files. Derisk has not sighted any documentation describing measures taken to ensure database integrity. • Derisk was provided with several digital datasets of all drilling data as Microsoft Excel files, that were then converted to a database for analysis.
	• Data validation procedures used.	• Several previous data validation exercises have been sighted e.g. Angeles (2009) and Snowden (2009). Snowden checked some original hardcopy logs. • During the September 2021 site visit, Tuesley sighted a range of hardcopy geological logs and laboratory records. • Derisk completed a range of standard digital data validation checks including survey, sampling, geological and analysis checks.
SITE VISITS	• Comment on any site visits undertaken by the Competent Person and the outcome of those visits.	• The Tuesley site visit in September 2021 provided confirmation of site conditions and remaining drill core, samples and drilling-related records stored at site. Due to the project having a long history, geological information has been misplaced or lost and unfortunately a significant amount of the drill core has been discarded and historic logging and photographic information no longer exists
	• If no site visits have been undertaken indicate why this is the case.	• Site visit in July 2020 by Tuesley is considered current as only one hole has been drilled in 2022 for metallurgical purposes in the current PFS
GEOLOGICAL INTERPRETATION	• Confidence in (or conversely, the uncertainty of) the geological interpretation of the mineral deposit.	• Mineralisation is interpreted to be influenced by lithology, alteration, and structure. • Confidence in the broad high-level geological interpretation is high because it is relatively simple. However, at a local scale the interpretation will be more complex. • Simplified geological interpretation of the four main geological units and the key alteration types was compiled as part of the 2009 review and remains unchanged in the 2020 estimate except for minor edits to incorporate BRC-60, drilled in 2013. • Alteration may play an important role and control on grade and requires further work, particularly when additional closer spaced drilling data

CRITERIA	JORC Code Explanation	Commentary
		becomes available.
	• Nature of the data used and of any assumptions made.	• All data contributing to the geological interpretation is derived from drilling.
	• The effect, if any, of alternative interpretations on Mineral Resource estimation.	• A mineralisation envelope defined at a nominal 0.2% Cu grade has been interpreted to constrain the estimation of Cu, Au and Ag. • Grade is disseminated around the core porphyry units but also extends into the surrounding volcanics. This outlines a massive area of disseminated low grade copper and gold where alternative grade interpretations are not likely. • Alteration is expected to play a significant role in influencing grade distribution for Cu and Au but has not been used in the 2020 estimate. The use of alteration domains to control grade estimates are unlikely to materially alter the global estimate but will change local estimation of Cu and Au.
	• The use of geology in guiding and controlling Mineral Resource estimation.	• Lithology has been used indirectly to create the 0.2% Cu mineralisation envelope. • Estimation is undertaken for geology and mineralisation subsets. • Geology is used for grade estimation control as this captures the downward trend in grades away from the porphyry core.
	• The factors affecting continuity both of grade and geology.	• Six phases of alteration and mineralisation have been interpreted at Guinaoang and the interplay between the different phases is the key factor affecting continuity of grade.
DIMENSIONS	• The extent and variability of the Mineral Resource expressed as length (along strike or otherwise), plan width, and depth below surface to the upper and lower limits of the Mineral Resource.	• The Guinaoang deposit is an elongate body that is about 900 m long, 500 m wide and drilled to a depth of approximately 1,200 m.
ESTIMATION AND MODELLING TECHNIQUES	• The nature and appropriateness of the estimation technique(s) applied and key assumptions, including treatment of extreme grade values, domaining, interpolation parameters and maximum distance of extrapolation from data points. If a computer assisted estimation method was chosen include a description of computer software and parameters used.	• A block model was used for estimating and reporting tonnage weighted grades. • Grades for Cu, Au and Ag were estimated using OK (parent cell estimation) using two estimation passes using a radius of 125 m initially and then 250 m. Parameters for the first pass included: – Ten 9 m composites per drillhole – Between 15 and 50 composites – Minimum of three and maximum of five drillholes – 5 by 5 by 5 discretisation points • These parameters are suited for a large, mineralised body likely to be a bulk mining operation such as block cave extraction.
	• The availability of check estimates, previous estimates and/or mine production records and whether the Mineral Resource estimate takes appropriate account of such data.	• The 2020 estimate was directly compared with the 2009 Snowden estimate. Results are comparable but there are differences as a result of one new hole, subtle changes to the domaining, and treatment of unsampled intervals. There is no mining at the site.
	• The assumptions made regarding recovery of by-products.	• Processing is likely to be by flotation to produce a concentrate containing Cu, Au and Ag. Cu and Au are the main metals of economic significance.

CRITERIA	JORC Code Explanation	Commentary
	• Estimation of deleterious elements or other non-grade variables of economic significance (e.g. sulphur for acid mine drainage characterisation).	• No elements other than Cu, Au and Ag were estimated. The drillhole database does not contain a significant number of analyses for other elements to permit estimation of deleterious elements.
	• In the case of block model interpolation, the block size in relation to the average sample spacing and the search employed.	• The blocks of 25 m by 25 m by 25 m were sub-blocked to 6.25 m along mineralisation or geology boundaries. • Most drilling is on a nominal spacing of 100 m by 100 m.
	• Any assumptions behind modelling of selective mining units.	• Modelling of selective mining units was not undertaken.
	• Any assumptions about correlation between variables.	• Cu, Au and Ag were independently estimated.
	• Description of how the geological interpretation was used to control the resource estimates.	• The geological interpretation was used to guide the creation of the 0.2% Cu grade envelope that was used to constrain resource estimation but was not directly used to constrain the estimate.
	• Discussion of basis for using or not using grade cutting or capping.	• No grade caps were utilised. A statistical analysis shows low variance with CoV values below 1, especially for the mineralised domains.
	• The process of validation, the checking process used, the comparison of model data to drillhole data, and use of reconciliation data if available.	• Validation was completed by: – Visual checks of model grades vs drillholes. – Comparing block model statistics with composite statistics. – Swath plots. • Results suggest that the modelling and estimation process has been undertaken as expected.
MOISTURE	• Whether the tonnages are estimated on a dry basis or with natural moisture, and the method of determination of the moisture content.	• All tonnages have been estimated as dry tonnes. • Previous estimates were reported as dry but measurements were undertaken on undried core samples with natural moisture contents, • Derisk applied an assumed moisture content of 4% to convert bulk density to dry bulk density for the 2020 estimate.
CUT-OFF PARAMETERS	• The basis of the adopted cut-off grade(s) or quality parameters applied.	• In 2009, 0.4% Cu cut-off criterion was used for reporting, but this does not consider the contribution of Au. • A CuEq was calculated to recognise the value of gold. Assumptions are based on: – Metal prices of USD 2.80/lb Cu and USD 1,800/oz Au. – Recoveries of 90% for Cu and 75% for Au. • A scoping study in 2014, updated in 2018 indicated a cut-off criterion of 0.20 – 0.23% CuEq would be appropriate for a block caving operation at Guinaoang. In addition, reporting cut-off criteria for other large copper deposits were reviewed, with criterion from 0.15 – 0.40% CuEq applied. • For the 2020 estimate, Derisk applied a reporting cut-off criterion of 0.25% CuEq.
MINING FACTORS	• Assumptions made regarding possible mining methods, minimum mining dimensions and internal (or, if applicable, external) mining dilution. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider	• The depth of the deposit below the surface indicates the deposit would be most likely mined using underground methods, and the large scale and disseminated low grades would be suited to bulk underground mining.

CRITERIA	JORC Code Explanation	Commentary
OR ASSUMPTIONS	potential mining methods, but the assumptions made regarding mining methods and parameters when estimating Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the mining assumptions made.	• Scoping studies completed in 2014 and updated in 2018 suggested block caving would be feasible.
METALLURGICAL FACTORS OR ASSUMPTIONS	• The basis for assumptions or predictions regarding metallurgical amenability. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential metallurgical methods, but the assumptions regarding metallurgical treatment processes and parameters made when reporting Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the metallurgical assumptions made.	• Limited metallurgical testwork has been completed that indicates the deposit is amenable to a conventional crush, grind, flotation, and drying operation to produce a readily marketable copper-gold concentrate for sale. • Preliminary testwork indicated recoveries of 94% for Cu and 74% for Au were obtainable.
ENVIRONMENTAL FACTORS OR ASSUMPTIONS	• Assumptions made regarding possible waste and process residue disposal options. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider the potential environmental impacts of the mining and processing operation. While at this stage the determination of potential environmental impacts, particularly for a greenfields project, may not always be well advanced, the status of early consideration of these potential environmental impacts should be reported. Where these aspects have not been considered this should be reported with an explanation of the environmental assumptions made.	• For the Mineral Resource estimate, no assumptions were made with respect to environmental factors and assumptions.
BULK DENSITY	• Whether assumed or determined. If assumed, the basis for the assumptions. If determined, the method used, whether wet or dry, the frequency of the measurements, the nature, size, and representativeness of the samples.	• Density averages are based on 2,426 measurements collected as part of the 2007-2009 drilling campaign. • An assumption of inherent sample free moisture content (about 4%) was necessary to convert the density values to a dry basis. • The data precision is low and supports a single bulk density value of 2.5 t/m^3 for all mineralised porphyry and volcanic rock materials. • Sahara consider this BD data needs significant additional testwork to quantify the moisture and provide additional coverage over the deposit
	• The bulk density for bulk material must have been measured by methods that adequately account for void spaces (vugs, porosity, etc), moisture and differences between rock and alteration zones within the deposit.	• Measurements were performed on drill core samples using a weigh-in-air, weigh-in-water method. The rock mass is generally competent and contains few visible voids. No attempt was made to seal the core before the measurements were undertaken.
	• Discuss assumptions for bulk density estimates used in the evaluation process of the different materials.	• A range of host rock and mineralised rock samples were measured for bulk density across the lateral and vertical extent of the deposit. • Statistical analysis of the different lithologies was used to apply a standard dry bulk density to Mineralised and unmineralised porphyry and volcanics, and to unmineralised epiclastics.
CLASSIFICATION	• The basis for the classification of the Mineral Resources into varying confidence categories.	• Resources have been classified based on continuity of copper grade as defined by the nominal drillhole spacing (100 m by 100 m). • Classification is flagged based on 3 drillholes within a 110 m search radius and more than 75% of the samples are assayed. The assay quality

CRITERIA	JORC Code Explanation	Commentary
		aspect reduces the area around a few drillholes where sampling and assaying is selective to Inferred. In most cases the resetting of missing grades to zero will remove most of these areas from the Mineral Resource statement.
	• Whether appropriate account has been taken of all relevant factors (i.e. relative confidence in tonnage/grade estimations, reliability of input data, confidence in continuity of geology and metal values, quality, quantity, and distribution of the data).	• Appropriate account has been taken of the key uncertainties in the drillhole data inputs, including loss of drill core from earlier programs, loss of some drillhole data records, loss of QA/QC documentation, and the use of a broad grade envelope to constrain the estimate rather than dedicated lithology and alteration controls.
	• Whether the result appropriately reflects the Competent Person's view of the deposit.	• The classification of the resource into Indicated and Inferred categories reflects the Competent Person's view.
AUDITS OR REVIEWS	• The results of any audits or reviews of Mineral Resource estimates.	• Derisk reviewed the 2009 estimate by Snowden in preparation for the 2020 estimate. • Sahara has reviewed the 2020 Derisk estimate. A number of limitations will require addressing including the bulk density data and QAQC limitations on historical drilling prior to 2013.
DISCUSSION OF RELATIVE ACCURACY/ CONFIDENCE	• Where appropriate a statement of the relative accuracy and confidence level in the Mineral Resource estimate using an approach or procedure deemed appropriate by the Competent Person. For example, the application of statistical or geostatistical procedures to quantify the relative accuracy of the resource within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative discussion of the factors that could affect the relative accuracy and confidence of the estimate.	• No study of the quantification of confidence has been carried out. • Indicated Resources are considered a reasonable basis for initial prefeasibility assessment of the deposit. Mine development would require additional infill and validation drilling to better understand and predict grades.
	• The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.	• The 2020 estimate is considered to be a robust global estimate. • There is expected to be significant localised variability due to the likely influences of lithology and alteration that have not been modelled in the 2020 estimate.
	• These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.	• There is no production data from this deposit.

INTERNATIONAL LIMITED

LODGE YOUR PROXY APPOINTMENT ONLINE

ONLINE PROXY APPOINTMENT
www.advancedshare.com.au/investor-login

MOBILE DEVICE PROXY APPOINTMENT
Lodge your proxy by scanning the QR code below, and enter your registered postcode.
It is a fast, convenient and a secure way to lodge your vote.

EXTRAORDINARY GENERAL MEETING PROXY FORM

I/We being shareholder(s) of IDM International Ltd and entitled to attend and vote hereby:

STEP 1

APPOINT A PROXY

☐ The Chairman of the Meeting **OR** _____

PLEASE NOTE: If you leave this section blank, the Chairman of the Meeting will be your proxy.

or failing the individual(s) or body corporate(s) named, or if no individual(s) or body corporate(s) named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf, including to vote in accordance with the following directions (or, if no directions have been given, and to the extent permitted by law, as the proxy sees fit), at the Extraordinary General Meeting of the Company to be held at **Level 1, 33 Ord Street, West Perth, Western Australia on 24 March 2023 at 10.00 am (Perth time)** and at any adjournment or postponement of that Meeting.

Chairman's voting intentions in relation to undirected proxies: The Chairman intends to vote all undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chairman may change his/her voting intentions on any Resolution. In the event this occurs, Shareholders will be notified.

STEP 2

VOTING DIRECTIONS

Resolutions		For	Against	Abstain*
1	Approval under Item 7 of Section 611 of the Corporations Act for the issue of Shares to Bezant Resources PLC	☐	☐	☐
2	Approval under Section 195 and Chapter 2E of the Corporations Act for the issue of Shares to Mankayan Management Pty Ltd	☐	☐	☐

* If you mark the Abstain box for a particular Resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, all the shareholders should sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

Email Address _____

☐ Please tick here to agree to receive communications sent by the Company via email. This may include meeting notifications, dividend remittance, and selected announcements.

HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE MEETING, PLEASE BRING THIS FORM WITH YOU. THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.

CHANGE OF ADDRESS

This form shows your address as it appears on Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes.

APPOINTMENT OF A PROXY

If you wish to appoint the Chairman as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman, please write that person's name in the box in Step 1. A proxy need not be a shareholder of the Company. A proxy may be an individual or a body corporate.

DEFAULT TO THE CHAIRMAN OF THE MEETING

If you leave Step 1 blank, or if your appointed proxy does not attend the Meeting, then the proxy appointment will automatically default to the Chairman of the Meeting.

VOTING DIRECTIONS – PROXY APPOINTMENT

You may direct your proxy on how to vote by placing a mark in one of the boxes opposite each Resolution. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any Resolution by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given Resolution, your proxy may vote as they choose to the extent they are permitted by law. If you mark more than one box on a Resolution, your vote on that Resolution will be invalid.

PLEASE NOTE: If you appoint the Chairman as your proxy (or if they are appointed by default) but do not direct them how to vote on a resolution (that is, you do not complete any of the boxes "For", "Against" or "Abstain" opposite that Resolution), the Chairman may vote as they see fit on that Resolution.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning Advanced Share Registry Limited or you may copy this form and return them both together.

To appoint a second proxy you must:

(a) on each Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and

(b) return both forms together.

CORPORATE REPRESENTATIVES

If a representative of a nominated corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A Corporate Representative Form may be obtained from Advanced Share Registry.

SIGNING INSTRUCTIONS ON THE PROXY FORM

Individual:
Where the holding is in one name, the security holder must sign.

Joint Holding:
Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:
To sign under Power of Attorney, you must lodge the Power of Attorney with Advanced Share Registry. If you have not already lodged the Power of Attorney with Advanced Share Registry, please attach the original or a certified photocopy of the Power of Attorney to this form when you return it.

Companies:
Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

LODGE YOUR PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by 10.00 am (Perth time) on 22 March 2023, being not later than 48 hours before the commencement of the Meeting. Proxy Forms received after that time will not be valid for the scheduled Meeting.

ONLINE PROXY APPOINTMENT
www.advancedshare.com.au/investor-login

BY MAIL
Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009; or
PO Box 1156, Nedlands WA 6909

BY FAX
+61 8 6370 4203

BY EMAIL
admin@advancedshare.com.au

IN PERSON
Advanced Share Registry Limited
110 Stirling Hwy, Nedlands WA 6009

ALL ENQUIRIES TO
Telephone: +61 8 9389 8033