

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

Astron Corporation Limited

Incorporated in Hong Kong – Company number 1687414

ARBN

Quarter ended (“current quarter”)

154 924 553

30 June 2024

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	6,922	14,222
1.2 Payments for		
(a) exploration & evaluation	-	-
(b) development	-	-
(c) production	(6,524)	(18,579)
(d) staff costs	-	-
(e) administration and corporate costs	(480)	(3,509)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	1
1.5 Interest and other costs of finance paid	(145)	(724)
1.6 Income taxes received	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(227)	(8,589)

2.	Cash flows from investing activities		
2.1	Payments to acquire or for:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	(116)	(193)
	(d) exploration & evaluation	(3,032)	(7,640)
	(e) investments	-	-
	(f) other non-current assets	-	-
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	(1)	298
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	(45)	(93)
2.6	Net cash from / (used in) investing activities	(3,234)	(7,668)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	12,613
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	871	(4,139)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)		
	Payment of lease liabilities	(19)	(76)
	Proceeds from joint venture partner	1,706	3,221
3.10	Net cash from / (used in) financing activities	2,558	11,619

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	3,699	7,205
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(227)	(8,362)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(3,234)	(4,434)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	2,558	9,061
4.5	Effect of movement in exchange rates on cash held	(49)	180
4.6	Cash and cash equivalents at end of period	2,747	2,747

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	2,747	3,699
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	2,747	3,699

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	164
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
<p><i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i></p> <p>The amounts reported in item 6.1 relate to payments made to Directors, including executive and non-executive fees for the quarter.</p>		

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7.	Financing facilities <i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1	Loan facilities	7,374	7,374
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	9,350	9,350
7.4	Total financing facilities	11,073	11,073
7.5	Unused financing facilities available at quarter end		-
7.6	<p>Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.</p> <p>Loan facilities are bank loans held by the Chinese operations denominated in RMB and include the following (figures denominated in A\$000):</p> <ul style="list-style-type: none"> - Bank of Jinzhou – A\$2,077 – secured, interest bearing at 4.50% per annum repayable on or before 24 September 2024. - Pudong Development Bank – A\$1,246 – secured, interest bearing at 3.45% per annum repayable on or before 27 March 2025. - Bank of China – A\$2,077 – secured, interest bearing at 3.55% per annum repayable on or before 9 November 2024. - Bank of Yingkou – A\$1,973 – secured, interest bearing at 5.00% per annum repayable on or before 31 March 2027. <p>These loans are secured against real property in China.</p> <p>Other financing facilities include (figures denominated in A\$000):</p> <ul style="list-style-type: none"> - Unsecured loans provided by related parties to the Group – \$2,882 – provided by Non-Executive Director Mdm Kang Rong on an interest free basis and repayable on demand. - Other short-term loans in China – \$1,918 – These are short-term loans entered into by the Chinese operations, denominated in RMB, including: <ul style="list-style-type: none"> o Zhongjin International Leasing Co -- \$817 is interest bearing at 4.6%, secured against certain right-of use assets held in China and payable in October 2025; and o Non-related private lender - \$1,101 is interest bearing at 8%, secured against certain right-of use assets held in China and payable in March 2025; - Convertible notes \$4,6225 – The convertible notes (the Notes) have a term of two years maturing in March 2026 and are convertible into ordinary shares of the Company at \$0.54 per share. The Notes carry a 10% per annum coupon which will be paid up front every six months through the issuance of an additional notes. The Notes are secured by a first ranking general security agreement, guarantee and registered mortgage over real property (excluding the tenements MIN5532 and RL2002) held by Donald Mineral Sands Pty Ltd (a 100% owned subsidiary of the Company). 		

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	(227)
8.2 (Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	(3,032)
8.3 Total relevant outgoings (item 8.1 + item 8.2)	(3,259)
8.4 Cash and cash equivalents at quarter end (item 4.6)	2,747
8.5 Unused finance facilities available at quarter end (item 7.5)	-
8.6 Total available funding (item 8.4 + item 8.5)	2,747
8.7 Estimated quarters of funding available (item 8.6 divided by item 8.3)	0.84
<i>Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.</i>	
8.8 If item 8.7 is less than 2 quarters, please provide answers to the following questions:	
8.8.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
<p>Answer: No. The Company's expenditure profile is anticipated to increase following the execution of the joint venture agreement with Energy Fuels on 4 June 2024 with the goal of bringing the Donald Rare Earths and Mineral Sands Project into production by the end of 2026.</p>	
8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
<p>Answer: Farm-in funding has commenced following the execution of the joint venture agreement with Energy Fuels in the form of an interest free loan. The loan will be converted into equity at the Project level following the satisfaction of customary conditions precedent. Post quarter end, the Company received RMB 7,559,768 (approximately A\$1,546,000) for return of land owned by the Company to the Yingkou Government and will continue to realise non-core assets in China.</p>	
8.8.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?	
<p>Answer: Yes, the Company expects to be able to continue its operations and meet its business objectives on a going concern basis</p>	
<i>Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.</i>	

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 23 July 2024

Authorised by: Managing Director

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Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.