

## **Noble Helium Limited**

ACN 603 664 268

# **Interim Financial Report**

For the half-year ended 31 December 2022

#### NOBLE HELIUM LIMITED

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#### DIRECTORS' REPORT

The Directors present their report together with the financial report of Noble Helium Limited ("the Company") and its subsidiaries (together referred hereafter as "the Group" or "the Consolidated Entity") for the half-year ended 31 December 2022 and the independent auditors' review report thereon.

The Directors of the Company at any time during or since the end of the half-year are:

Justyn Wood	- Executive Director and CEO
Shaun Scott	- Executive Chairman
Andrew Garnett	- Non-Executive Director
Ariel King	- Non-Executive Director

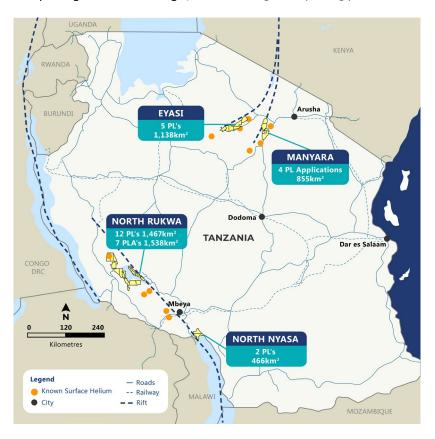
#### PRINCIPAL ACTIVITIES

The current principal activity and key focus for the Group during the half year was exploration for new sources of helium in the United Republic of Tanzania.

#### **REVIEW OF OPERATIONS**

The Company is focused on demonstrating a working helium system in the rift basins of Tanzania. During the reporting period, the Company's exploration efforts were aimed at increasing its knowledge of the subsurface using geophysical and geochemical methods, to identify and target two structures with the highest probability of success for drilling in Q3 2023.

The Company's landholdings in the North Rukwa region were bolstered with the addition of seven new Prospecting Licence applications covering 1,538km<sup>2</sup> at North Rukwa<sup>1</sup>. In the Eyasi Project, the Company was awarded five new Prospecting Licences covering 1,138km<sup>2</sup> during the reporting period<sup>2</sup>.



<sup>&</sup>lt;sup>1</sup> ASX Announcement 21 September 2022 – North Rukwa Landholding Expands

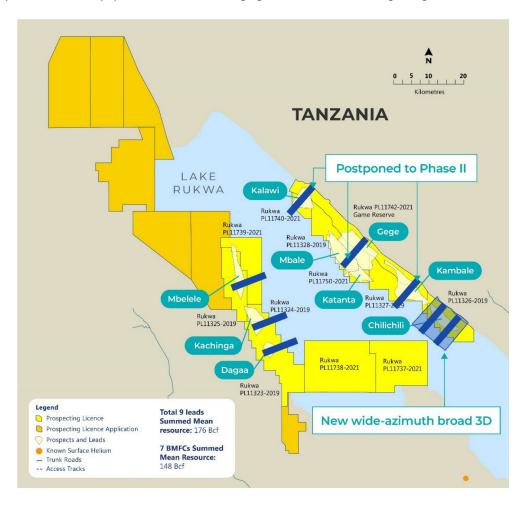
<sup>&</sup>lt;sup>2</sup> ASX Announcement 15 September 2022 – Significant Increase in Landholding

#### **DIRECTORS' REPORT**

An airborne gravity gradiometry (AGG) survey was completed over the entire North Rukwa licence area<sup>3</sup>. AGG surveys have been used successfully elsewhere in the East African Rift to map basin margin fault closures.

Soil gas surveys (SGS), which effectively measure the levels of helium that escapes through microseepage to the surface, were also completed during the reporting period at North Rukwa<sup>3</sup> and North Nyasa<sup>4</sup>. These surveys demonstrated anomalous helium concentrations of up to 7.3ppm, or 35% above background, with a strong spatial correlation with the identified subsurface gas-trapping structures.

The results of the AGG and SGS programs were used to design a series of high-resolution 3D seismic survey over the North Rukwa Project. The survey commenced during the reporting period<sup>5</sup> and was completed in February 2023. The surveys provide subsurface imaging of the Mbelele, Kachinga, Dagaa and Chilchili leads.



Processing of the seismic data post the end of the reporting period is expected to result in the maturation of a minimum of two drillable prospects to be tested with the drillbit in Q3 2023. Initial indications are that more than two drillable prospects will be generated from the seismic program.

Discussions have commenced with drilling contractors and potential farm-in partners for the drilling of the first two wells at North Rukwa<sup>6</sup>. The Company is on track to commence drilling in Q3 2023<sup>6</sup>.

<sup>&</sup>lt;sup>3</sup> ASX Announcement 22 August 2022 – AGG Program Completed and Soil Gas Survey Well Advanced

<sup>&</sup>lt;sup>4</sup> ASX Announcement 18 October 2022 – North Nyasa Soil Gas Survey Commenced

<sup>&</sup>lt;sup>5</sup> ASX Announcement 28 September 2022 – 3D Seismic Survey Underway

<sup>&</sup>lt;sup>6</sup> ASX Announcement 19 December 2022 – 2022 Operational Review and 2023 Forward Plans

#### **DIRECTORS' REPORT**

#### RESULTS

The loss for the half-year ended 31 December 2022 attributable to the Group was \$968,898 (2021: \$230,821).

#### CORPORATE

As at 31 December 2022 the Group had \$6,210,377 in cash and the Company had the following securities on issue:

- 223,826,858 fully paid ordinary shares;
- 36,632,038 listed options exercisable at \$0.25 on or before 3 May 2025;
- 28,277,778 unlisted options exercisable at \$0.20 on or before 16 September 2025;
- 17,125,000 unlisted options exercisable at \$0.25 on or before 1 October 2024;
- 2,000,000 unlisted options exercisable at \$0.25 on or before 10 February 2025;
- 4,000,000 unlisted options exercisable at \$0.225 on or before 1 December 2025;
- 7,000,000 unlisted options exercisable at \$0.30 on or before 13 December 2025; and
- 3,000,000 unlisted options exercisable at \$0.25 on or before 3 May 2025

#### EVENTS SUBSEQUENT TO REPORTING DATE

On 10 February 2023 the Company issued 6,000,000 listed options (ASX: NHEO) to the Lead Managers in lieu if corporate advisory services. The listed options have an exercise price of \$0.25 and expire on 3 May 2025.

There are no other events subsequent to the end of the period that would have had a material effect on the Group's financial statements at 31 December 2022.

#### AUDITOR'S INDEPENDENCE DECLARATION

The lead auditor's independence declaration as required under section 307C of the Corporations Act 2001 forms part of the directors' report for the half-year ended 31 December 2022.

Signed in accordance with a resolution of the Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

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Justyn Wood Executive Director 24 February 2023



To the Board of Directors

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

As lead audit Director for the review of the financial statements of Noble Helium Limited for the half year ended 31 December 2022, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- any applicable code of professional conduct in relation to the review.

Yours Faithfully,

Hall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

Bell

D M BELL CA Director

Dated 24<sup>th</sup> day of February 2023 Perth, Western Australia



An Association of Independent

Accounting Firms

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## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 DECEMBER 2022

	Note	31 December 2022 \$	31 December 2021 \$
Other income		34,002	23,777
Accounting and audit fees		(9,961)	-
Corporate advisory and consulting fees		(154,249)	(164,638)
Compliance costs		(66,105)	-
Directors fees		(117,047)	-
Finance costs		(16,427)	-
Legal fees		(33,076)	(8,965)
Share based payment expense	6	(53,315)	-
Travel and accommodation		(17,943)	(36,625)
Wages and salaries		(226,442)	-
Depreciation		(553)	-
Amortisation		(35,273)	-
Other expenses		(272,509)	(44,370)
LOSS BEFORE INCOME TAX		(968,898)	(230,821)
Income tax expense		-	-
LOSS FOR THE PERIOD		(968,898)	(230,821)
Other Comprehensive Loss		(180,759)	(14,014)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD		(1,149,657)	(244,835)
Basic and diluted loss per share (cents)		(0.50)	(0.19)

The consolidated statement of profit or loss and other comprehensive Income should be read in conjunction with the attached notes to the financial statements.

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2022

	Note	31 December 2022 \$	30 June 2022 \$
Current Assets			
Cash and cash equivalents		6,210,377	8,463,073
Trade and other receivables	2	1,034,483	400,192
Total Current Assets	-	7,244,860	8,863,265
Non-Current Assets			
Exploration and evaluation expenditure	3	8,504,780	1,580,991
Plant & equipment		13,083	-
Intangible assets	_	236,939	272,212
Total Non-Current Assets	_	8,754,802	1,853,203
Total Assets	-	15,999,662	10,716,468
Current Liabilities			
Trade and other payables	4	789,471	189,800
Provisions	-	12,932	8,921
Total Current Liabilities	-	802,403	198,721
Total Liabilities		802,403	198,721
Net Assets	-	15,197,259	10,517,747
Equity			
Issued capital	5	17,636,138	12,174,927
Foreign exchange translation reserve	5	(218,275)	(37,516)
Share based payments reserve	5	2,159,662	1,831,376
Options reserve	5	39,672	-
Accumulated losses	_	(4,419,938)	(3,451,040)
Total Equity	-	15,197,259	10,517,747

The consolidated statement of financial position should be read in conjunction with the attached notes to the financial statements.

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2022

	lssued Capital \$	Foreign Exchange Translation Reserve \$	Accumulated Losses \$	Share based payment Reserve \$	Options Reserve \$	Total Equity S
Balance at 1 July 2021	986,066	435	(705,032)	-	-	281,469
						,
Comprehensive loss						
Loss for the period	-	- (14,014)	(230,821)	-	-	(230,821)
Foreign currency translation Total comprehensive loss	-	(14,014)	-	-	-	(14,014)
for the period	-	(14,014)	(230,821)	-	-	(244,835)
			· · ·			
Transactions with owners,						
in their capacity as owners	4 470 425	-				4 4 70 4 25
Shares issued (net of costs) Share based payments	1,170,125		-	- 389,008	-	1,170,125 389,008
Total transactions with		-	-	369,008	-	389,008
owners, in their capacity as						
owners	1,170,125	-	-	389,008	-	1,559,133
Balance at 31 December 2021	2,156,191	(13,579)	(935,853)	389,008	_	1,595,767
	2,130,131	(10)0707	(555,655)	303,000		1,333,707
		Foreign Exchange		Share based		
	Issued	Exchange Translation	Accumulated	based payment	Options	
	Capital	Exchange Translation Reserve	Losses	based payment Reserve	Reserve	Total Equity د
Balance at 1 July 2022	Capital \$	Exchange Translation Reserve \$	Losses \$	based payment Reserve \$	•	\$
Balance at 1 July 2022	Capital	Exchange Translation Reserve	Losses	based payment Reserve	Reserve	
Comprehensive loss	Capital \$	Exchange Translation Reserve \$	Losses \$	based payment Reserve \$	Reserve	\$
Comprehensive loss Loss for the period	Capital \$	Exchange Translation Reserve \$ (37,516)	Losses \$	based payment Reserve \$	Reserve	<b>\$</b> 10,517,747 (968,898)
Comprehensive loss Loss for the period Foreign currency translation	Capital \$	Exchange Translation Reserve \$	Losses \$ (3,451,040)	based payment Reserve \$	Reserve	<b>\$</b> 10,517,747
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss	Capital \$	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$	Reserve	\$ 10,517,747 (968,898) (180,759)
Comprehensive loss Loss for the period Foreign currency translation	Capital \$	Exchange Translation Reserve \$ (37,516)	Losses \$ (3,451,040)	based payment Reserve \$	Reserve	<b>\$</b> 10,517,747 (968,898)
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners,	Capital \$	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$	Reserve	\$ 10,517,747 (968,898) (180,759)
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners, in their capacity as owners	Capital \$ 12,174,927 - - -	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$	Reserve	\$ 10,517,747 (968,898) (180,759) (1,149,657)
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners, in their capacity as owners Shares issued (net of costs)	Capital \$	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$ 1,831,376 - - -	Reserve	\$ 10,517,747 (968,898) (180,759) (1,149,657) 5,461,211
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners, in their capacity as owners Shares issued (net of costs) Share based payments	Capital \$ 12,174,927 - - -	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$	Reserve \$ - - - - -	\$ 10,517,747 (968,898) (180,759) (1,149,657) 5,461,211 328,286
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners, in their capacity as owners Shares issued (net of costs) Share based payments Options issued	Capital \$ 12,174,927 - - -	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$ 1,831,376 - - -	Reserve	\$ 10,517,747 (968,898) (180,759) (1,149,657) 5,461,211
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners, in their capacity as owners Shares issued (net of costs) Share based payments	Capital \$ 12,174,927 - - -	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$ 1,831,376 - - -	Reserve \$ - - - - -	\$ 10,517,747 (968,898) (180,759) (1,149,657) 5,461,211 328,286
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners, in their capacity as owners Shares issued (net of costs) Share based payments Options issued Total transactions with owners, in their capacity as owners	Capital \$ 12,174,927 - - -	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$ 1,831,376 - - -	Reserve \$ - - - - -	\$ 10,517,747 (968,898) (180,759) (1,149,657) 5,461,211 328,286
Comprehensive loss Loss for the period Foreign currency translation Total comprehensive loss for the period Transactions with owners, in their capacity as owners Shares issued (net of costs) Share based payments Options issued Total transactions with owners, in their capacity as	Capital \$ 12,174,927 - - - 5,461,211 - - -	Exchange Translation Reserve \$ (37,516) - (180,759)	Losses \$ (3,451,040) (968,898) -	based payment Reserve \$ 1,831,376 - - - - 328,286 -	Reserve \$ - - - - - 39,672	\$ 10,517,747 (968,898) (180,759) (1,149,657) 5,461,211 328,286 39,672

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE HALF-YEAR ENDED 31 DECEMBER 2022

	31 December 2022 \$	31 December 2021 \$
CASH FLOWS FROM OPERATING ACTIVITIES		
Interest received	34,002	-
Payments to suppliers and employees	(1,388,602)	(174,045)
NET CASH USED IN OPERATING ACTIVITIES	(1,354,600)	(174,045)
CASH FLOWS FROM INVESTING ACTIVITIES		
Payments for exploration expenditure	(6,649,886)	(597,205)
Payments for plant and equipment	(13,636)	
NET CASH USED IN INVESTING ACTIVITIES	(6,663,522)	(597,205)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issue of securities (net of costs)	5,775,854	1 660 122
Proceeds from securities not yet issued	6,000	1,559,133
Proceeds from loan	0,000	339,845
NET CASH FROM FINANCING ACTIVITIES	5,781,854	1,898,978
	, ,	, ,
Net (decrease)/increase in cash held	(2,236,268)	1,127,728
Cash at the beginning of the financial period	8,463,073	13,150
Effects of exchange rate movements	(16,428)	(48,454)
CASH AT THE END OF THE FINANCIAL PERIOD	6,210,377	1,092,424

The consolidated statement of cash flows should be read in conjunction with the attached notes to the financial statements.

#### 1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

#### (A) BASIS OF PREPARATION

The half-year consolidated financial statements are a general-purpose financial report which has been prepared in accordance with the requirements of the Corporations Act 2001 and Australian Accounting Standard AASB 134: Interim Financial Reporting.

The consolidated half-year financial report does not include all the information required for a full annual financial report. The half-year financial report is to be read in conjunction with the most recent annual financial report for the year ended 30 June 2022. This report must also be read in conjunction with any public announcements made by Noble Helium Limited and its controlled entity during the half-year.

The financial statements have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of certain non-current assets, financial assets and financial liabilities.

The financial statements are presented in Australian dollars which is the Group's functional and presentation currency.

These interim financial statements were authorised for issue on 24 February 2023.

#### (B) USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

#### (C) ACCOUNTING POLICIES

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements, for the financial year ended 30 June 2022. The accounting policies are consistent with the Australian Accounting Standards.

#### (D) NEW AND REVISED STANDARDS AND AMENDMENTS THEREOF AND INTERPRETATIONS EFFECTIVE FOR THE CURRENT HALF-YEAR THAT ARE RELEVANT TO THE CONSOLIDATED ENTITY

The consolidated entity has adopted all the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

The adoption of these Accounting Standards and Interpretations did not have a significant impact on the consolidated entity.

#### 2. TRADE AND OTHER RECEIVABLES

	31 December 2022 \$	30 June 2022 \$
Current		
GST & VAT receivable	813,948	100,424
Prepayments	220,535	289,992
Other receivables	-	9,776
Balance at the end of reporting period	1,034,483	400,192

There is no allowance for expected credit losses recognised for the period ended 31 December 2022.

3. EXPLORATION AND EVALUATION EXPENDITURE		
·	31 December 2022 \$	30 June 2022 \$
Exploration and evaluation assets		
Balance at the beginning of period	1,580,991	295,349
Exploration costs capitalised	6,923,789	1,285,642
Balance at the end of reporting period	8,504,780	1,580,991

The ultimate recoupment of balances carried forward in relation to areas of interest still in the exploration or valuation phase is dependent on successful development, and commercial exploitation, or alternatively sale of the respective areas. The Group conducts impairment testing on an annual basis when indicators of impairment are present at the reporting date.

4. TRADE AND OTHER PAYABLES		
•	31 December 2022	30 June 2022
	\$	\$
Current		
Trade creditors	518,219	71,233
Accruals	172,974	64,456
Other payables	98,278	54,111
Balance at the end of reporting period	789,471	189,800

Trade creditors are expected to be paid on 30-day terms.

#### 5. ISSUED CAPITAL & RESERVES

		31 December	30 June	
		2022	2022	
		\$	\$	
Issued capital	(a)	17,636,138	12,174,927	
Share based payment reserve	(b)	2,159,662	1,831,376	
Options reserve	(c)	39,672	-	
Foreign exchange translation reserve	(d)	(218,275)	(37,516)	

#### (a) Reconciliation of movement during the period:

	Shares	\$
Opening balance	183,160,191	12,174,927
Placement Tranche 1 – 4 November 2022	27,474,028	4,121,104
Placement Tranche 2 – 1 December 2022	13,192,639	1,978,896
Costs of share issue		(638,789)
	223,826,858	17,636,138

#### (b) Movement in share-based payment reserve

	31 December 2022
	\$
Opening balance	1,831,376
Options issued to employee (Note 6) – 10 August 2022	33,341
Options issued to Lead Managers (Note 6) – 2 December 2022	274,971
Options issued to employees (Note 6) – 12 December 2022	19,974
Closing Balance	2,159,662

(c) Movement in options reserve	31 December 2022
	\$
Opening balance	-
Issue of Listed Options (ASX: NHEO)	39,672
Closing Balance	39,672

#### (d) Foreign exchange translation reserve

The Foreign Currency Translation Reserve is used to record exchange rate differences arising on translation of foreign subsidiaries.

#### (e) Outstanding Securities

As at 31 December 2022 the company had the following securities outstanding:

Expiry Date and Price	Туре	Number
Options Expiring 3/05/2025 @ \$0.25	Listed Option (ASX: NHEO)	36,632,038
Options Expiring 16/09/2025 @ \$0.20	Unlisted Option	28,277,778
Options Expiring 01/10/2024 @ \$0.25	Unlisted Option	17,125,000
Options Expiring 10/02/2025 @ \$0.25	Unlisted Option	2,000,000
Options Expiring 01/12/2025 @ \$0.225	Unlisted Option	4,000,000
Options Expiring 13/12/2025 @ \$0.30	Unlisted Option	7,000,000
Options Expiring 03/05/2025 @ \$0.25	Unlisted Option	3,000,000

#### 6. SHARE BASED PAYMENTS

There were the following share-based payments during the period:

	31 December 2022
	\$
Unlisted options	
2,000,000 options issued to an employee - 10 August 2022 (i)	33,341
7,000,000 options issued to employees - 12 December 2022 (i)	19,974
4,000,000 options issued to Lead Managers – 2 December 2022 (ii)	274,971

(i) Share based payment recognised in the statement of profit or loss and other comprehensive income.

(ii) Share based payment recognised in share issue costs.

#### **Options issued to employees**

On 10 August 2022, 2,000,000 options were issued to an employee under the Company's employee incentive scheme. The options have the following vesting conditions: 1,000,000 subject to the holder remaining engaged by the Company for 12 months and 1,000,000 subject to the holder remaining engaged by the Company for 24 months. At the balance date 31 December 2022, a total value of \$33,341 vested during the current reporting period.

On 12 December 2022, 7,000,000 options were issued to employees under the Company's employee incentive scheme. The options are subject to the holder remaining engaged by the Company for 12 months. At the balance date 31 December 2022, a total value of \$19,974 vested during the current reporting period.

Grant Date/entitlement	Number of Instruments	Grant Date	Expiry Date	Exercise Price	Fair value per instrument \$	Total Value \$
Options – 10 Aug 2022	2,000,000	10/08/2022	10/02/2025	\$0.25	0.057	113,470
Options – 2 Dec 2022	7,000,000	12/12/2022	11/12/2025	\$0.30	0.055	383,711

The employee options issued during the period were calculated using the Black-scholes option pricing model with the following inputs:

	Options granted Range
Expected volatility (%)	80%
Risk free interest rate (%)	2.64-3.11%
Weighted average expected life of options (years)	3.0
Expected dividends	Nil
Option exercise price (\$)	\$0.25-\$0.30
Share price at grant date (\$)	\$0.15-\$0.16
Fair value of option (\$)	\$0.055-\$0.057

#### **Options issued to Lead Managers**

On 2 December 2022, 4,000,000 unlisted options were issued to the Lead Managers (and/or their nominees) in lieu of services performed in connection with the two Placements during the period.

	Number of Instruments	Grant Date	Expiry Date	Exercise Price	Fair value per	Total Value \$
					instrument	
					\$	
Lead Manager Options	4,000,000	30/11/2022	01/12/2025	\$0.225	0.069	274,971

The options issued during the period were calculated using the Black-scholes option pricing model with the following inputs:

	<b>Options granted</b>
Expected volatility (%)	80%
Risk free interest rate (%)	3.1%
Weighted average expected life of options (years)	3.0
Expected dividends	Nil
Option exercise price (\$)	\$0.225
Share price at grant date (\$)	\$0.155
Fair value of option (\$)	\$0.069

The options issued were deemed to vest immediately and there were no other vesting conditions.

#### 7. SEGMENT INFORMATION

The Group operates in one reportable segment, being mineral exploration in the United Republic of Tanzania. The Board of Directors review internal management reports on a regular basis that is consistent with the information provided in the statement of profit or loss and other comprehensive income, statement of financial position and statement of cash flows. As a result no reconciliation is required because the information as presented is what is used by the Board to make strategic decisions.

#### 8. CONTINGENT ASSETS AND LIABILITIES

In the opinion of the directors, there were no contingent assets or liabilities during the period ended 31 December 2022.

#### 9. COMMITMENTS

In the opinion of the directors, there were no significant changes in commitments during the period ended 31 December 2022.

#### 10. EVENTS SUBSEQUENT TO REPORTING DATE

On 10 February 2023 the Company issued 6,000,000 listed options (ASX: NHEO) to the Lead Managers in lieu if corporate advisory services. The listed options have an exercise price of \$0.25 and expire on 3 May 2025.

There are no other events subsequent to the end of the period that would have a material effect on the Group's financial statements at 31 December 2022.

### **11. INTEREST IN CONTROLLED ENTITIES**

The consolidated financial statements incorporate the assets, liabilities and the results of the following subsidiaries:

Controlled entities	Country of incorporation	Percentage owned	Percentage owned
		31 December 2022	30 June 2022
Rocket Tanzania Limited	United Republic of Tanzania	100%	100%
Antares Tanzania Limited	United Republic of Tanzania	100%	100%
Cephei Tanzania Limited	United Republic of Tanzania	100%	100%

#### In the opinion of the Directors of Noble Helium Limited:

- (a) The attached financial statements and notes:
  - (i) comply with Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Act 2001, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
  - (ii) give a true and fair view of the Consolidated Entity's financial position as at 31 December 2022 and of the Consolidated Entity's performance, for the half-year ended on that date.
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

Wood.

Justyn Wood Executive Director 24 February 2023



### INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF NOBLE HELIUM LIMITED

#### Conclusion

We have reviewed the accompanying half-year financial report of Noble Helium Limited ("the Company") and Controlled Entities ("the Consolidated Entity") which comprises the consolidated statement of financial position as at 31 December 2022, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Noble Helium Limited and Controlled Entities does not comply with the *Corporations Act 2001* including:

- a. Giving a true and fair view of the Noble Helium Limited financial position as at 31 December 2022 and of its performance for the half-year ended on that date; and
- b. Complying with Accounting Standard AASB 134: Interim Financial Reporting and Corporations Regulations 2001.

#### **Basis for Conclusion**

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity.* Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.



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#### Responsibility of the Directors for the Financial Report

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

#### Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2022 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 Interim Financial Reporting and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Kall Chadwick

HALL CHADWICK WA AUDIT PTY LTD

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Dated Perth, Western Australia this 24th day of February 2023

#### DIRECTORS

Justyn Wood (Executive Director) Shaun Scott (Executive Chairman) Andrew Garnett (Non-Executive Director) Ariel King (Non-Executive Director)

CHIEF EXECUTIVE OFFICER (CEO) Justyn Wood

CHIEF FINANCIAL OFFICER (CFO) Graham Yerbury

#### **COMPANY SECRETARY**

Craig McNab

#### **REGISTERED OFFICE & PRINCIPAL PLACE OF BUSINESS**

Level 8, 216 St Georges Terrace Perth WA 6000

#### SHARE REGISTRY

Automic Group Level 5, 191 St Georges Terrace Perth WA 6000

#### AUDITORS

Hall Chadwick 283 Rokeby Rd Subiaco Perth WA 6008

WEBSITE www.noblehelium.com.au

## SECURITIES EXCHANGE LISTING

ASX Code: NHE

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