MINERBIRD GROUP LIMITED
(FORMERLY LUCI NOVO LIMITED)

ABN 65 639 370 782

Annual Report - 30 June 2020

Minerbird Group Limited
Contents
30 June 2020

General information

The financial statements cover Minerbird Group Limited ('the Company') as an individual entity. The financial statements are presented in Australian dollars, which is Minerbird Group Limited's functional and presentation currency.

Minerbird Group Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business are:

Registered office	**Principal place of business**
84 BREWER STREET PERTH, WESTERN AUSTRALIA, 6000 Australia	84 BREWER STREET PERTH, WESTERN AUSTRALIA, 6000 Australia

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 18 March 2023.

The Directors have the power to amend and reissue the financial statements.

The Directors present their report, together with the financial statements, on the Company for the period from 25 February 2020 (incorporation date) to 30 June 2020.

Directors

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

Barry John Driscoll (Non-executive Chairman appointed 25 February 2020)
Ian Barrie Murie (Non-executive Director appointed 25 February 2020)
Santino Di Giacomo (Executive Director appointed 25 February 2020)

Principal activities

During the financial year the principal continuing activities of the Company consisted of:
- Mining Supply Aggregator

Dividends

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

Review of operations

The loss for the Company after providing for income tax amounted to $309,090.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Company during the financial year.

Matters subsequent to the end of the financial year

Subsequent to year end 30 June 2020, the following matters have arisen:

i. On 11 December 2021, the company changed its name from Luci Novo Limited to Minerbird Group Limited.
ii. On 26 April 2022, the company entered into binding terms agreement to acquire Frontline Rail Enterprises Pty Ltd;
iii. On 24 August 2022, the company entered into a 2-Tranche convertible note of $50,000; and
iv. As at the date of this report, the Company has raised a total of $1,005,500 from capital raising via the issue of 10,055,000 shares and issued 5,078,000 free attaching options exercisable at $0.20 per share expiring on 31 December 2024, of which $349,000 has been raised since 13 December 2022, issued 7,100,000 shares for no consideration to founders, promoters, and consultants.

No other matter or circumstance has arisen since 30 June 2020 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Likely developments and expected results of operations

Information on likely developments in the operations of the Company and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the Company.

Environmental regulation

The Company is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	Barry John Driscoll (appointed 25 February 2020)
Title:	Non-Executive Chairman
Experience and expertise:	Barry has been involved in the domestic and international banking and finance industry for over 40 years. He has significant experience in the establishment, marketing and development of financial services and products.
Name:	Ian Barrie Murie (appointed 25 February 2020)
Title:	Non-Executive Director
Experience and expertise:	Ian has been admitted as a legal practitioner in Western Australia since 1977 and operates his own private practice in West Perth. He practices in the property and commercial areas extensively. He has been a director of four ASX publicly listed companies both in the mining and technologies sectors.
Name:	Santino Di Giacomo (appointed 25 February 2020)
Title:	Executive Director
Experience and expertise:	Santino has held a number of senior international executive positions (including Director of Corporate Development International) and has also been involved in successful international capital raising activities and listings on the ASX, LSE and NASDAQ. He is a Chartered Accountant, Certified Public Accountant and has been a Director of a number of successful public listed companies with over 25 years of International Corporate experience. He is also a co-founder of Minerbird Group Limited (formerly Luci Novo Limited).

Company secretary
Santino Di Giacomo (appointed 25 February 2020)

Meetings of directors
One formal meeting of the Board was held during the financial period with matters being resolved by circulating resolutions of the Directors.

Director	Total Board Meetings Attended	Total Board Meetings Eligible to Attend as a Director
Santino Di Giacomo	1	1
Barry John Driscoll	1	1
Ian Barrie Murie	1	1

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

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

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

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

Auditor's independence declaration

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

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

On behalf of the Directors

S. Di Giacomo

Santino Di Giacomo
Executive Director

18 March 2023
Perth

To the Board of Directors,

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As lead audit Director for the audit of the financial statements of Minerbird Group Limited for the financial year ended 30 June 2020, 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 audit; and
- any applicable code of professional conduct in relation to the audit.

Yours Faithfully

Hall Chadwick
HALL CHADWICK WA AUDIT PTY LTD

Mark Delaurentis
MARK DELAURENTIS CA
Director

Dated this 18th day of March 2023
Perth, Western Australia

Minerbird Group Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2020

	Note	25 February 2020 to 30 June 2020 $
Revenue	3	24,385
Expenses		
Audit fees		(6,600)
Depreciation expense – ROU Asset		(7,787)
Consulting expense		(92,000)
Marketing research expense		(1,276)
Formation cost expense		(1,825)
Share based payment expense	12	(212,795)
Write-off of property, plant and equipment		(1,155)
Other expenses		(3,732)
Finance costs		(6,305)
Loss before income tax expense		**(309,090)**
Income tax expense	4	-
Loss after income tax expense for the year attributable to the owners of Minerbird Group Limited		**(309,090)**
Other comprehensive income for the year, net of tax		-
Total comprehensive income for the year attributable to the owners of Minerbird Group Limited		**(309,090)**

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

Minerbird Group Limited
Statement of financial position
As at 30 June 2020

	Note	2020 $
Assets		
Current assets		
Cash and cash equivalents	5	579
Total current assets		579
Non-current assets		
Property, plant and equipment	6	-
Right of use of assets	7	121,860
Total non-current assets		121,860
Total assets		**122,439**
Liabilities		
Current liabilities		
Trade and other payables	8	71,230
Borrowings	9	1,560
Lease liabilities	10	47,826
Total current liabilities		120,616
Non-current liabilities		
Lease liabilities	10	78,118
Total non-current liabilities		78,118
Total liabilities		**198,734**
Net assets		**(76,295)**
Equity		
Issued capital	11	20,000
Reserves	12	212,795
Accumulated losses		(309,090)
Total equity		**(76,295)**

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

Minerbird Group Limited
Statement of changes in equity
For the year ended 30 June 2020

	Note	Issued capital $	Reserves $	Accumulated losses $	Total equity $
Balance at incorporation date, 25 February 2020		-	-	-	-
Loss after income tax benefit for the year		-	-	(309,090)	(309,090)
Other comprehensive income for the year, net of tax		-	-	-	-
Total comprehensive income for the year		**-**	**-**	**(309,090)**	**(309,090)**
Transaction with owners, directly in equity					
Issuance of shares	11	20,000	-	-	20,000
Issuance of options	12	-	212,795	-	212,795
Balance at 30 June 2020		**20,000**	**212,795**	**(309,090)**	**(76,295)**

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

Minerbird Group Limited
Statement of cash flows
For the year ended 30 June 2020

	Note	2020 $
Cash flows from operating activities		
Receipts from customers		24,385
Payments to suppliers		(39,339)
Interest paid		(4)
Net cash used in operating activities	18	(14,958)
Cash flows from investing activities		
Payments for property, plant and equipment		(1,155)
Net cash used in investing activities		(1,155)
Cash flows from financing activities		
Proceeds from borrowings		21,270
Repayment of borrowings		(24,578)
Proceeds from issuance of shares		20,000
Net cash from financing activities		16,692
Net increase in cash and cash equivalents		579
Cash and cash equivalents at the beginning of the financial year		-
Cash and cash equivalents at the end of the financial year	5	**579**

The above statement of cash flows should be read in conjunction with the accompanying notes

Note 1. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

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

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

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

Going concern

The financial report has been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlements of liabilities in the ordinary course of business.

As of 30 June 2020, the Company had a net working capital deficiency of $120,037 and cash balance of $579.

The Company incurred a loss after tax for the year of $309,090 and net cash outflows from operating activities of $14,958.

The Company did not have any capital commitments of as of 30 June 2020.

The ability of the Company to continue as a going concern is principally dependent upon the ability of the Company to secure additional funds through equity raisings. These conditions indicate a material uncertainty that may cast significant doubt about the ability of the Company to continue as a going concern.

The directors have prepared a cash flow forecast, which indicates that the Group will have sufficient cash flows to meet all commitments and working capital requirements for the 12 months period from the date of signing this financial report.
The Directors believe it is appropriate to prepare these accounts on going concern basis because subsequent to the end of the reporting period:

- On 26 April 2022, the company entered into binding terms agreement to acquire Frontline Rail Enterprises Pty Ltd;
- On 24 August 2022, the company entered into a 2-Tranche convertible note of $50,000;
- As at the date of this report, the Company has raised a total of $1,005,500 from capital raising via the issue of 10,055,000 shares of which $349,000 has been raised since 13 December 2022, issued 7,100,000 shares for no consideration to founders, promoters, and consultants.
- Discussions are in late stage with a Lead / Sponsoring Broker to come into the pre IPO Capital Raising and move forward to assist and support with the IPO and ASX Listing in late 2023.
- The Directors have an appropriate plan to raise additional funds as and when they are required. The Directors believe that the additional capital required can be raised via the issue of debt and/or equity instruments in the market;
- The Directors have an appropriate plan to contain certain expenditure if appropriate funding is unavailable.
- the Directors are confident that they have the ongoing support of its loan providers and creditors and given the cash forecast be in a position to meet its working capital requirements for the 12 month period following the signing of this report

Based on the cash flow forecasts and other factors referred to above, the directors are satisfied that the going concern basis of preparation is appropriate. In particular, given the Company's history of raising capital to date, the directors are confident of the Company's ability to raise additional funds as and when they are required.

Should the Company be unable to continue as a going concern it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or to the amount and classification of liabilities that might result should the Company be unable to continue as a going concern and meet its debts as and when they fall due.

Note 1. Significant accounting policies (continued)

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

Historical cost convention
The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

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

Revenue recognition
The Company recognises revenue as follows:

Revenue from contracts with customers
Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when performance obligations have been met.

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances and amounts collected on behalf of third parties.

Revenue is recognised for major business activities based on the following performance obligations:

a. Sale of goods
Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

b. Rendering of services
Revenue from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

All revenue is stated net of goods and services tax (GST).

Interest
Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

Income tax
The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Note 1. Significant accounting policies (continued)

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:
- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Current and non-current classification
Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Company's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Company's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash and cash equivalents
Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade and other receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Company has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Property, plant and equipment
Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Note 1. Significant accounting policies (continued)

Depreciation is calculated on a diminishing value basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Computer equipment	4 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Company. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Right-of-use assets
A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the Company expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The Company has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

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

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

Trade and other payables
These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Note 1. Significant accounting policies (continued)

Lease liabilities
A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Borrowings
Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Employee benefits
Short-term employee benefits
Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Fair value measurement
When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Issued capital
Ordinary shares are classified as equity.

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

Goods and Services Tax ('GST') and other similar taxes
Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Note 1. Significant accounting policies (continued)

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Company for the annual reporting period ended 30 June 2020. The Company has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Coronavirus (COVID-19) pandemic
Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the Company based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the Company operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the Company unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

Allowance for expected credit losses
The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

Fair value measurement hierarchy
The Company is required to classify all assets and liabilities, measured at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being: Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date; Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and Level 3: Unobservable inputs for the asset or liability. Considerable judgement is required to determine what is significant to fair value and therefore which category the asset or liability is placed in can be subjective.

The fair value of assets and liabilities classified as Level 3 is determined by the use of valuation models. These include discounted cash flow analysis or the use of observable inputs that require significant adjustments based on unobservable inputs.

Estimation of useful lives of assets
The Company determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Impairment of non-financial assets other than goodwill and other indefinite life intangible assets
The Company assesses impairment of non-financial assets other than goodwill and other indefinite life intangible assets at each reporting date by evaluating conditions specific to the Company and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

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

Income tax
The Company is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax audit issues based on the Company's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Note 3. Revenue

	2020 $
Revenue from contracts with customers	
Sales	24,385

Note 4. Income tax expense/(benefit)

	2020 $
Income tax expense/(benefit)	
Current tax	-
Deferred tax - origination and reversal of temporary differences	-
Aggregate income tax expense/(benefit)	-
Numerical reconciliation of income tax expense/(benefit) and tax at the statutory rate	
Profit/(loss) before income tax (expense)/benefit	(309,090)
Tax at the statutory tax rate of 26%	(80,363)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:	
Non-deductible expenses	55,327
Timing differences not recognised	18,520
Tax losses not recognised	6,517
Income tax expense/(benefit)	-
Tax Losses Carried forward	25,065

Potential deferred tax assets attributable to tax losses have not been brought to account at 31 December 2020 because the directors do not believe it is appropriate to regard the realisation of the deferred tax assets as probable at this point in time.

These benefits will only be obtained if:

i. the Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss to be realised;
ii. the Group continues to comply with conditions for deductibility imposed by law; and
iii. no changes in tax legislation adversely affect the Group in realising the benefit from the deductions for the loss.

Note 5. Cash and cash equivalents

	2020 $
Cash at bank	579

Note 6. Property, plant and equipment

	2020 $
Non-current assets	
Computer equipment - at cost	-
Less: Accumulated depreciation	-
	-

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	Computer Equipment $	Total $
Balance at 25 February 2020	-	-
Additions	1,155	1,155
Disposals	-	-
Write-off of balance	(1,155)	(1,155)
Balance at 30 June 2020	-	-

Note 7. Right of use of assets

	2020 $
Right of use of assets	129,647
Less: Accumulated depreciation	(7,787)
	121,860

i) AASB 16 related amounts recognised in the statement of profit or loss

Depreciation charge related to right-of-use assets	7,787
Interest expense on lease liabilities	1,433

Note 8. Trade and other payables

	2020 $
Current liabilities	
Accruals	71,230

Note 9. Borrowings

	2020 $
Current liabilities	
Loan payable – VQP Pty Ltd[1]	1,560

[1] Loan is interest-free and unsecured. Loan will be paid out of IPO proceeds, which is expected within 12 months.

Note 10. Lease liabilities

	2020 $
Current liabilities	
Lease liability	47,826
Non-current liabilities	
Lease liability	78,118

Note 11. Issued capital

	2020 Shares	2020 $
Ordinary shares - fully paid	15,200,000	20,000

		Shares	$
Balance at 25 February 2020		-	-
Founder shares	25/02/2020	15,000,000	-
Capital Raising - Seed Investors	31/05/2020	100,000	10,000
Capital Raising - Seed Investors	01/06/2020	50,000	5,000
Capital Raising - Seed Investors	17/06/2020	50,000	5,000
Balance at 30 June 2020		15,200,000	20,000

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

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

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

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

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

The Company is subject to certain financing arrangements covenants and meeting these is given priority in all capital risk management decisions. There have been no events of default on the financing arrangements during the financial year.

Note 12. Reserves

Options on issue
The Company at year end had 11,100,000 options on issue with exercise price of 20 cents per options and expiry date of 31 December 2024.

	Date of Issue	Options	$
Issuance of founder options	25/02/2020	7,500,000	-
Issuance of director options	30/04/2020	900,000	55,829
Issuance of seed investor options	31/05/2020	50,000	-
Issuance of seed investor options	01/06/2020	25,000	-
Issuance of seed investor options	17/06/2020	25,000	-
Issuance of finance options	01/06/2020	100,000	6,132
Issuance of promoter options	30/07/2020	1,000,000	59,901
Issuance of advisor/CTO options	30/06/2020	1,500,000	90,933
Balance at 30 June 2020		11,100,000	212,795

	Director Options	Finance Options	Promoter Options	Advisor Options
Fair Value per Option using Black Scholes model ($)	0.0620	0.0613	0.0599	0.0606
Number of Options	900,000	100,000	1,000,000	1,500,000
Exercise Price ($)	0.20	0.20	0.20	0.20
Expected Volatility	100%	100%	100%	100%
Implied Option life	4.7 years	4.6 years	4.4 years	4.5 years
Expected dividend yield	-	-	-	-
Risk free rate	0.41%	0.40%	0.42%	0.41%
Underlying share price at grant date ($)	0.10	0.10	0.10	0.10
Total value recognized during the period	$55,829	$6,132	$59,901	$90,933

Note 13. Financial instruments

Financial risk management objectives
The Company's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Company. The Company uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks, ageing analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the Company and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the Company's operating units. Finance reports to the Board on a monthly basis.

Note 13. Financial instruments (continued)

Market risk

Foreign currency risk
The Company is not exposed to any significant foreign currency risk.

Price risk
The Company is not exposed to any significant price risk.

Interest rate risk
Changes in interest rates have an insignificant effect on the Company’s results.

Credit risk
Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The Company obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The Company does not hold any collateral.

The Company has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. These provisions are considered representative across all customers of the Company based on recent sales experience, historical collection rates and forward-looking information that is available.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

Liquidity risk
Vigilant liquidity risk management requires the Company to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Company manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

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

	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Total $
2020						
Non-derivatives						
Non-interest bearing						
Trade and other payables		71,230	-	-	-	71,230
Other loans		1,560	-	-	-	1,560
Total non-derivatives		72,790	-	-	-	72,790

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

Note 14. Key management personnel disclosures

Directors
The following persons were directors of Minerbird Group Limited during the financial year:

Barry John Driscoll (appointed 25 February 2020)	Non-Executive Chairman
Ian Barrie Murie (appointed 25 February 2020)	Non-Executive Director
Santino Di Giacomo (appointed 25 February 2020)	Executive Director

Compensation
During the financial year, no compensation has been made to directors and other members of key management personnel of the Company.

Note 15. Commitments and contingencies

During the financial year, the Company has no contingencies.

Note 16. Related party transactions

Key management personnel
Disclosures relating to key management personnel are set out in note 14.

Transactions with related parties
The following transactions occurred with related parties:

	2020
VQP Pty Ltd	**$**
Consulting payable outstanding at year end	24,080
Consulting expenses incurred during the year	32,000

Loans to/from related parties
The following balances are outstanding at the reporting date in relation to loans with related parties:

	2020
VQP Pty Ltd	**$**
Loans payable outstanding at year end	1,560
Total Loans incurred during the year	1,910

Terms and conditions
All transactions were made on normal commercial terms and conditions. Loans are unsecured, non-interest bearing and repayable within 12 months.

Note 17. Events after the reporting period

Subsequent to year end 30 June 2020, the following matters have arisen:

i. On 11 December 2021, the company changed its name from Luci Novo Limited to Minerbird Group Limited.
ii. On 26 April 2022, the company entered into binding terms agreement to acquire Frontline Rail Enterprises Pty Ltd;
iii. On 24 August 2022, the company entered into a 2-Tranche convertible note of $50,000; and
iv. As at the date of this report, the Company has raised a total of $1,005,500 from capital raising via the issue of 10,055,000 shares and issued 5,078,000 free attaching options exercisable at $0.20 per share expiring on 31 December 2024, of which $349,000 has been raised since 13 December 2022, issued 7,100,000 shares for no consideration to founders, promoters, and consultants.

No other matter or circumstance has arisen since 30 June 2020 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Note 18. Reconciliation of profit/(loss) after income tax to net cash from operating activities

	2020 $
Loss after income tax expense for the year	(309,090)
Adjustments for:	
Depreciation	7,787
Write-off of property, plant and equipment	1,155
Share based payments	212,795
FIFO fees	4,868
Change in operating assets and liabilities:	
Increase/(Decrease) in trade and other payables	71,230
Increase/(Decrease) in lease liabilities	(3,703)
Net cash used in operating activities	(14,958)

Minerbird Group Limited
Directors' declaration
30 June 2020

In the Directors' opinion:

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

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

- the attached financial statements and notes give a true and fair view of the Company's financial position as at 30 June 2020 and of its performance for the financial year ended on that date; and

- 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 directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the Directors

S. DiGiacomo

Santino Di Giacomo
Executive Director

18 March 2023
Perth

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF MINERBIRD GROUP LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Minerbird Group Limited ("the Company"), which comprises the statement of financial position as at 30 June 2020, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion:

a. the accompanying financial report of the Company is in accordance with the Corporations Act 2001, including:

   (i) giving a true and fair view of the Company's financial position as at 30 June 2020 and of its financial performance for the year then ended; and

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

b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the 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* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report which indicates that the Company incurred a net loss of $309,090 during the year ended 30 June 2020. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in this respect of this matter.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2020, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state in accordance with Australian Accounting Standard *AASB 101 Presentation of Financial Statements*, that the financial report complies with International Financial Reporting Standards.

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

Auditor's Responsibilities for the Audit of the Financial Report

Our responsibility is to express an opinion on the financial report based on our audit. Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

HALL CHADWICK

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

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

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

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

Hall Chadwick
HALL CHADWICK WA AUDIT PTY LTD

Mark Delaurentis
MARK DELAURENTIS CA
Director

Dated this 18th day of March 2023
Perth, Western Australia